



# Ethics and Integrity

Anti-corruption policy of Avibras and

Anti-corruption policy for  
commercial agents

# Summary

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# Anti-corruption policy of Avibras

## 1. Objectives

The “Anti-corruption Policy” of **Avibras Indústria Aeroespacial S.A.** confirms our commitment to curb and eliminate any form of corruption, fraud or illegal activity, provided for in Law 12.846/2013 (Anti-corruption Law), regulated by Decree N°. 8.420/2015 and related legislation.

The guidelines provided for here are in line with the “Code of Conduct of **Avibras**” and aim to guide the conduct of all those involved in the businesses in which the company **Avibras** participates, preserving our credibility before society and the market in general.

## 2. Definitions

**Public administration:** set of State bodies, services and agents that seek to satisfy the needs of society. It is, therefore, the management of public interests through the provision of public services, being divided into direct administration (Union, States, Federal District and Cities) and indirect administration (agencies, public foundations, public companies, mixed-capital companies and any other constitutions of administrative decentralization).

**Foreign public administration:** State bodies and entities or diplomatic representations of a foreign country, of any level or sphere of government, as well as legal entities controlled, directly or indirectly, by the government of a foreign country. For the purposes of the Anti-corruption Law, international public organizations are equated with foreign public administration.

**Public agents:** The definition of a public agent follows the Transparency website of the Office of the Federal Controller General as being:

- The political agent is the holder of an elective office, elected by transitory terms, such as the Chiefs of the Executive Power and members of the Legislative Power, in addition to the positions of Ministers of State and Secretaries in the Units of the Federation, which are not subject to the disciplinary administrative process.
- The public agent is anyone who provides any type of service to the State, public functions, in the broadest possible sense of that expression, meaning any public activity. The Administrative Improbability Law (Law No. 8429/92) conceptualizes a public agent as “anyone who exercises, even temporarily or without any compensation, by election, appointment, designation, contracting or any other form of investiture or bond, term of office, position, employment or function in the entities mentioned in the previous article”. This is, therefore, a genre of which the civil servant, the public official, the outsourced and the hired one for a fixed period are part of.

- Civil servants are occupants of positions of effective filling or position in commission, governed by Law No. 8.112/90 and are liable to administrative accountability, determined through disciplinary administrative process or investigation of punitive rite.

**Foreign public agent:** any person who, although temporarily or without any compensation, holds a position, job or public function in bodies, state entities or diplomatic representations of a foreign country, as well as in legal entities controlled, directly or indirectly, by the public authority of a foreign country or in international public organizations.

**Corruption:** bribing or taking bribes for self-interest or for others. It can also be conceptualized as the use, by people of the public and/or private service, of illegal means to obtain for their own benefit or that of others, obtaining undue advantages or benefits (pecuniary or not). It can also be understood as the act or effect of degenerating, seducing or being seduced by money, gifts, entertainment or any benefit that leads someone to depart, act or fail to act in accordance with the law, morals, proper practice and what is considered right in the social environment.

**Bribe or kickback:** it is the means by which corruption is practiced, since it is the practice of promising, offering or paying an authority, government official, public agent or professional of the private initiative any amount of money or any other favors (from bottles of drinks, gifts, property, travel, airline tickets, accommodation, among others) so that the person in question ceases to behave ethically with their professional duties.

### 3. Roles and responsibilities

This policy covers all companies related to **Avibras**, as well as its Managers, Employees and Third Parties, and their compliance is essential to ensure the sustainability of the company.

### 4. Related documents

Code of ethics

### 5. Guidelines

#### 5.1. Anti-corruption Law (12.846/2013)

They constitute harmful acts to the national or foreign public administration, according to article 5 of the law, which violate national or foreign public assets, public administration principles or international commitments assumed by Brazil and, therefore, will not be accepted, allowed or tolerated:

- To promise, offer or give, directly or indirectly, undue advantage to a public agent, or the related third person;
- Proven to finance, fund, sponsor or in any way subsidize the practice of illegal acts provided for in this Law;

- Proven to use a natural person or legal entity to conceal or disguise their real interests or the identity of the beneficiaries of the acts performed;
- Regarding bids and contracts:
  - a)** To frustrate or defraud, through adjustment, combination or any other expedient, the competitive nature of a public bidding procedure;
  - b)** To prevent, disturb or defraud the performance of any public bidding procedure;
  - c)** To remove or seek to remove a bidder, by means of fraud or offering an advantage of any kind;
  - d)** To commit fraud in any public bidding or the contract resulting thereof;
  - e)** To create, in a fraudulent or irregular manner, a legal entity to participate in public bidding or enter into an administrative contract;
  - f)** To obtain an improper advantage or benefit, in a fraudulent manner, from modifications or extensions of contracts entered into with the public administration, without authorization by law, in the call for bids or in the respective contractual instruments;
  - g)** To manipulate or defraud the economic-financial balance of contracts entered into with the public administration, and;
  - h)** To hamper investigation or inspection activities by public bodies, entities or agents, or intervene in their activities, including within the scope of regulatory agencies and supervisory bodies of the national financial system.

## 5.2. Sponsorships and Donations

It is strictly forbidden to grant Sponsorship and/or Donation in any form or kind for the benefit of specific individuals seeking their enrichment or obtaining personal advantages of any order, for companies and their professionals, or public agents for the purpose of facilitating any order.

**Avibras** will not donate or sponsor organizations or projects that are or have been involved in any type of fraud or illegality.

## 5.3. Commercial Courtesies

No employee or third party of **Avibras** may, on behalf of the company, promise, offer, or receive gifts, entertainment or hospitality for public officials, in exchange for benefits related to the interests of **Avibras** or individual interests.

Expenses with meals, accommodation, housing or travel, whose beneficiary is a public agent, will only be borne by **Avibras** if there is an express contractual provision containing such obligation.

Employees and third parties who act on behalf of the company are allowed to offer and receive only institutional gifts of modest value and which are occasional.

## 5.4. Relationship with business partners

All business partners of **Avibras** undergo a Due Diligence process, which consists of a prior verification to identify risks related to corruption.

All contracts signed with business partners have clauses that attest to the third party's commitment in accordance with current laws and in accordance with the Anti-corruption Policy for Commercial Agents.

### 5.5. Purchasing process and relationship with suppliers

The entire procurement process must be carried out under the terms and conditions of the Internal Purchasing and Payment Procedures, and the contracting of goods and services is refused through the improper use of influence over any person, whether being a Public Agent or not.

All negotiations with suppliers are carried out by the Supply area, and direct negotiation between the supplier and employees from other areas of **Avibras** is prohibited.

During the competition process, Employees may not receive or offer any kind of gift or entertainment, from any person, whether natural or legal entity, Public Agent or not who can improperly influence or compensate an act or decision, as real or intended compensation for any benefit of the Company and its partners.

All contracts concluded between **Avibras** and suppliers have clauses that attest to the third party's commitment in accordance with the laws in force.

### 5.6. Relationship with the Public Sector

**Avibras** does not allow any person on its behalf to seek advantages in contracting with the public administration or to offer any type of undue advantage to public agents in order to speed up or facilitate the obtaining of licenses, authorizations and permissions.

Those responsible for these activities at **Avibras** must ensure that there is no offer or receipt of an improper or pecuniary advantage.

### 5.7. Reporting Channel

**Avibras** provides an exclusive channel for denouncing corruption, bribery, fraud and illegal or unethical conduct. The Ethics Channel is impartial, guaranteeing the confidentiality of information and preserving the identity of the people involved.

### 5.8. Applicable Sanctions

Failure to comply with the guidelines contained in this "Anti-corruption Policy of **Avibras**" is not admitted and is subject to sanctions.

Possible sanctions are:

- Dismissal for cause
- Discontinuity of relations with the supplier, commercial partner, representative or contractor of **Avibras**
- Filing of applicable lawsuits
- Other sanctions provided for by law

**Avibras** will not pay fines and/or penalties imposed on individuals for violations of this “Anti-corruption Policy of **Avibras**”. In addition, people involved in acts of corruption, fraud or others considered illegal, are subject to the penalties provided by law.

# Anti-corruption policy for commercial agents

## 1. Objectives

The “Anti-corruption Policy for Commercial Agents” of **Avibras Indústria Aeroespacial S.A.** confirms our commitment to curb and eliminate any form of corruption, fraud or illegal activity, provided for in Law 12.846/2013 (Anti-corruption Law), regulated by Decree N°. 8.420/2015 and related legislation.

The guidelines provided for here are in line with the “Code of Conduct of **Avibras**” and aim to guide the conduct of all those involved in the businesses in which the company **Avibras** participates, preserving our credibility before society and the market in general.

## 2. Definitions

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**Foreign public administration:** State bodies and entities or diplomatic representations of a foreign country, of any level or sphere of government, as well as legal entities controlled, directly or indirectly, by the government of a foreign country. For the purposes of the Anti-corruption Law, international public organizations are equated with foreign public administration.

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- Civil servants are occupants of positions of effective filling or position in commission, governed by Law No. 8.112/90 and are liable to administrative accountability, determined through disciplinary administrative process or investigation of punitive rite.

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**Corruption:** bribing or taking bribes for self-interest or for others. It can also be conceptualized as the employment by people of the public and/or private service, of illegal means for their own benefit or that of others, obtaining undue advantages or benefits (pecuniary or not). It can also be understood as the act or effect of degenerating, seducing or being seduced by money, gifts, entertainment or any benefit that leads someone to depart, act or fail to act in accordance with the law, morals, proper practice and what is considered right in the social environment.

**Bribe or kickback:** it is the means by which corruption is practiced, since it is the practice of promising, offering or paying an authority, government official, public agent or professional of the private initiative any amount of money or any other favors (from bottles of drinks, gifts, property, travel, airline tickets, accommodation, among others) so that the person in question ceases to behave ethically with their professional duties.

### 3. Roles and responsibilities

This policy covers all companies related to **Avibras**, as well as its Managers, Employees and Commercial Agents, and their compliance is essential to ensure the sustainability of the company.

### 4. Related documents

Anti-corruption Policy of **Avibras**

- Code of Ethics of **Avibras**

### 5. Guidelines

**Avibras** does not allow corruption of public officials as well as payments of bribes or kickbacks, whether dealing with public officials or private sector individuals.

**Avibras** undertakes to comply with the standards of conduct established in applicable anti-corruption and anti-money laundering laws in the countries where it operates.

No agent of **Avibras** may pay or offer to pay bribes, or provide something of value for the purpose of obtaining an undue benefit to third parties, whether in the public or private sphere, national or international.

### **Compliance with Anti-corruption Laws**

Each Commercial Agent of **Avibras** must act in accordance with the highest ethical standards and comply with Brazilian and local anti-corruption laws. The Commercial Agent of **Avibras** cannot, directly or indirectly, promise, authorize, offer or pay any goods of value (including, but not limited to gifts, travel, accommodation, donations or employment) to public officials or other parties in order to unduly influence any act or decision of such representative, to promote any business interests of **Avibras**, or otherwise improperly promote any interests of **Avibras**.

### **Providing trips to Government Representatives on behalf of Avibras is not permitted**

The Commercial Agents of **Avibras** also recognize that they will not be able to use amounts paid by **Avibras**, or earnings resulting from any commercial transaction by **Avibras** to pay expenses related to travel, accommodation, gifts, accommodation or charitable contributions to public officials.

### **Money Laundering Prohibited**

The Commercial Agents of **Avibras** will not be able to use their relationship with **Avibras** to camouflage or attempt to camouflage the source of funds obtained illegally.

### **Properly Maintain Books and Records**

The Commercial Agents of **Avibras** must record payments made and other compensations in their business books, records and accounting in a timely manner and in reasonable detail.

No undisclosed or unrecorded accounting can be created for any purpose whatsoever. False, misleading, incomplete, inaccurate or artificial entries in books and records are prohibited.

### **Hiring of Commercial Agents**

The hiring of Commercial Agents will be preceded by Due Diligence performed by a specialized company.

Commercial agents must have proven experience in the defense and technology sector and cannot be appointed by public agents.

All contracts must have clauses that attest to the Commercial Agent's commitment to Compliance, and this Policy must be included in the contract as an Annex.

### **Payment of Commercial Agents**

Payments made to Commercial Agents must reasonably and rationally reflect the value of the services provided, and commissions for the "success" modality cannot exceed the legal limits.

The services to be provided must be lawful, as well as the nature and prices must be described in the respective contract.

International commercial agents must be paid at the place where the services are provided, and the indication of payment in a place considered a tax haven is prohibited.

### **No Retaliation**

**Avibras** will not tolerate retaliation against anyone who, in good faith, reported a possible violation of this Policy or refused to participate in activities that violate this Policy.

### **Application**

In addition to the rights and other resources under the applicable contracts, **Avibras** can sue any Agent who violates this policy to Brazilian or foreign authorities for criminal prosecution or other criminal action, or take action for damages.

**Violations**

The Commercial Agents of **Avibras** shall report any violations of the guidelines established in this Policy, through the communication channels below, which are operated by a specialized company, which guarantees the fullest confidentiality and security.

**[www.canaldeetica.com.br/Avibras](http://www.canaldeetica.com.br/Avibras)**  
**0800 741 0001**

It is not necessary to identify yourself when using the "Ethics Channel, but it is essential to act responsibly when making reports, which must be consistent and detailed.



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