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	<b>CODE</b>	001COCROSS.2022	<b>01EN</b>
	AREA: <b>COMPLIANCE</b>		REV:
	TITLE: <b>CODE OF CONDUCT AND ETHICS</b>		

## **CODE OF CONDUCT AND ETHICS**

*Developing the culture of quality and efficiency with responsibility*

### **1. INTRODUCTION**

**1.1.** This Code of Ethics and Conduct applies to our business partners, service providers and our employees regardless of where the business is carried out. CrossRacer do Brasil requires that everyone who relates to our corporation is in accordance with the regulations of this Code, Bylaws and other current regulations.

**1.2.** The legislation in force is the minimum that must be complied with, and one must always comply with this Code when more restrictive than the applicable law and rules.

**1.3.** CrossRacer do Brasil maintains transparency in all its acts and in relationships with its business partners and employees, always seeking mutually beneficial interactions with the parties. This corporation expects and awaits reciprocity in this type of conduct.

**1.4.** This Code of Ethics and Conduct is part of the Compliance Program of the company CrossRacer do Brasil.

### **2. FUNDAMENTAL PRINCIPLES**

**2.1.** We comply with and require our employees, service providers and other business partners to comply with the ethical precepts set forth in this Code, establishing themselves as fundamental principles that cannot be in any case broken:

**I.** Develop work based on good governance, good faith, good ethical, accounting and management principles.

**II.** Achieve business objectives responsibly, that is, to act with respect and appreciation of its employees and partners.

**III.** Act on the basis of sustainable development, compliance with environmental and labor laws.


**IV.** Act with honesty, integrity, efficiency and transparency.

**V.** Comply with contractual obligations and the agreed terms and conditions.

### **3. CONDUCTS DESIRED BY THIS CODE**

**3.1.** These are actions, acts and conducts desired by this corporation of its employees, partners, owners and service providers:

**I.** Develop and perform its activity in accordance with the rules of this Code of Ethics, Internal Rules and other normative instruments established by this corporation.

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II. Be loyal, honest, dignified, ethical and act with good faith in the business environment and in the work environment.

III. Continuously promote the culture of ethical values of CrossRacer do Brasil.

IV. Defend the interests of CrossRacer do Brasil, as well as preserve its heritage, image, reputation, facilities, equipment and materials.

V. Be diligent and responsible with customers, government authorities, suppliers, service providers and partners, always seeking the highest quality in the performance of the functions and services offered / provided.

VI. Respect and appreciation the diversity of people components of the workforce and the business environment in which this corporation is part.

VII. Professional activities must be directed with competence and diligence, and it should always be sought technical improvement and permanent updating.

VIII. It is desirable that they carry out a financial control with the objective of avoiding defaults, collections and judicial executions and negative in registers of bad payers.

IX. Resist any pressure and intimidation of beneficiaries, interested parties and others, aimed at obtaining undue favors or advantages through immoral, illegal or unethical actions.


X. It is desirable that all suppliers or partners who interact in negotiations with CrossRacer do Brasil have implemented Integrity Programs (Compliance).

#### 4. ANTITRUST AND FREE COMPETITION LEGISLATION

4.1. This corporation acts in compliance with antitrust and free competition legislation regardless of the time, so this corporation, its employees and service providers may not, when involving this corporation: **a)** make an agreement with competitors to establish minimum price or monopoly of certain services or products; **b)** structure or conduct bids for the purpose of directing contracts or authorizations and refraining from participating in bids only as a courtesy; **c)** boycott suppliers or customers; **d)** limit, decrease or act free of charge in the provision of services with the aim of terminating the activity of a competing company.

4.2. It is forbidden for employees and partners of this corporation to hold discussions with competitors regarding the prices charged, costs, profits or profit margins, production volume, participation in bids, comparison of proposals and budgets or quotations for business to be provided to a client.

4.3. Our employees, partners or service providers who have knowledge about unwanted practices described in this Code or if they have been invited by an employee of this corporation to perform such acts, must report such conduct to the CrossRacer do Brasil Compliance Department.

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**4.4.** The commercial team of this corporation shall pay attention on agreements with customers or suppliers that may infer in increasing risks to antitrust legislation and free competition, and whenever in doubt shall request an advisory opinion from the Compliance Department, if such conduct may be unjustifiably restricted or impeded by competitors or between customers.

**4.5.** These are anticipated risks and should be assisted by the Compliance Department of this corporation when the following situations occur: a) prices below costs; b) exclusive trading contracts; c) upsell or tie-in sales; (e) agreements with customers or suppliers on minimum prices.

## **5. INADEQUATE PAYMENTS AND GIFTS**

**5.1.** CrossRacer do Brasil has an internal regulatory instrument for The Gift and Hospitality Policy, so all employees, suppliers or partners who do business with this corporation must pay attention to its rules, which are mandatory.

**5.2.** Partners and suppliers may not pay bribes. You, supplier, committed by contract, or you, a CrossRacer employee, are prohibited from offering, promising, authorizing, directing, paying, making or receiving any bribes, kickbacks or cash payments or any item of value (directly or indirectly) to obtain business or any other advantage unduly for CrossRacer do Brasil, for yourself or for a business partner.


**5.3.** Identified any undue payment or infraction to the Gifts and Hospitality Policy, whether made in the private sector, whether in the public sector, these facts will be immediately forwarded to the competent authorities to clarify and investigate such conduct. Suppliers and service providers will have their contracts terminated immediately and employees will be dismissed for just cause.

## **6. GOVERNMENT NEGOTIATIONS - BIDDING**

**6.1.** CrossRacer do Brasil participates in public tenders and develops the provision of services to various agencies and public officials, so the observation of conducts, laws and standards should be more rigorously analyzed and applied in these types of commercial negotiation, when compared to negotiations with private sector employees.

**6.2.** It will not be possible to hire suppliers who have convictions for fraud in bids or who are prohibited from contracting with the public sector, and it is also not desirable to hire supplier companies, which have partners convicted of crimes committed against public sector.

**6.3.** You, supplier or employee of CrossRacer do Brasil, may not give or offer, directly or indirectly, any bonus, gift, favor, entertainment, loan or any monetary value to any

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public official or public sector official, except as permitted by the law in force or by CrossRacer Do Brasil Gifts and Hospitality Policy.

**6.4.** You, supplier or employee of CrossRacer do Brasil, may not make a payment agreement, directly or indirectly, to obtain an administrative contract or to hire companies or services of relatives up to 3rd (third) degree of public officials who have some kind of decision-making power in a given public bid.

**6.5.** This Code of Conduct and Ethics guides that meetings with public officials are to be held at institutional headquarters (public agencies) and that more than two employees of this corporation are always present.

**6.6.** You, a supplier or employee of CrossRacer do Brasil, may not lobby or pressure the government on behalf of this corporation. Identified violation of this item: Suppliers and service providers will have their contracts immediately terminated and employees will be dismissed for just cause.

## **7. FINANCIAL INTEGRITY OF SUPPLIER OR PARTNER**

**7.1.** By becoming a supplier of CrossRacer do Brasil, the supplier is expected to maintain financial and organizational integrity, so that the supplier must accurately maintain all relevant documentation in order, such as books, contracts, financial reports, balance sheets, records and statements. It is not desirable to make parallel and verbal agreements, being only valid those contracts made with seal of lawyers of CrossRacer do Brasil.


**7.2.** Documents and contracts may only be signed by persons who have the appropriate institutional power.

**7.3.** Companies that have their names negative in credit agencies, debtors and/or protested, will be discredited as service providers, unless they are not justified on time by this supplier or that they do not perform acts to regularize the situation.

**7.4.** Companies or individuals that are included in the Register of Unsuitable and Suspended Companies - CEIS may not be partners or suppliers of this corporation.

## **8. CONFIDENTIALITY**

**8.1.** The Internal Rules of Procedures of this corporation determines the confidentiality of employees. On the other hand, you, supplier and/or partner of CrossRacer do Brasil regarding confidentiality must comply with this Code of Conduct and Ethics, having the obligation to protect the confidential information received, and must not transfer, publish or disclose such information, no longer unless there is a formal authorization (Authorization Term) signed and issued by the directors of CrossRacer do Brasil.

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**8.2.** As an institutional security policy, suppliers, employees and partners are prohibited from publishing information, photographs or any other informative content on social networks, newspapers, magazines, instant communication software or any other, related to this corporation, with the exception of a written authorization from CrossRacer do Brasil.

**8.3.** You supplier or partner, as to materials (physical and/or digital) that are confidential to you and that are classified as confidential or sensitive information are protected by privacy standards and therefore must be stored securely and shared only internally with authorized and identified employees. Supply or partnership agreements will specify information and documents considered confidential, and it will be mandatory to sign Confidentiality Terms.

## **9. CONFLICT OF INTEREST**

**9.1.** In the event of a conflict of interest between suppliers, partners or employees of this corporation, they must immediately notify CrossRacer do Brasil (Compliance area) in order to evaluate a conflict situation. Non-communication may lead to sanctions when it is evidenced that this corporation has been harmed.

**9.2.** The hypotheses of conflict of interest and other provisions are described in the Internal Rules of this corporation.


## **10. COMMUNICATION AND ADVERTISING**

**10.1.** This corporation will only develop acts of communication and advertising that comply with ethical and moral precepts, thus being totally prohibited the binding of advertising or communication materials that gives rise to ethnic discrimination, gender, religious creed, prejudiced, false or misleading statements. Failure to comply with this rule will result in acts of punishment that may vary from a simple warning to the dismissal of the employee of the company, depending on the severity of the act, without prejudice to the liability for damage to the institutional image.

**10.2.** It is also forbidden to link advertising or party or political-ideological communication on behalf of or related to this corporation.

## **11. ENVIRONMENT AND HEALTH**

**11.1.** This corporation considers an act of offense to its moral precepts and, therefore, to this Code of Ethics, attitudes aimed at the destruction of nature, social well-being, safe and healthy work. Thus, its suppliers and partners are expected to maintain a similar behavior to these precepts, and this item is considered a tiebreaker in any

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internal competition for contracting and partnership when implemented, as well as a contractual termination in case of non-compliance.

**11.2.** This corporation takes all necessary measures to ensure the health, safety and occupational comfort of its employees, thus aiming to prevent accidents, injuries and ensuring a general well-being and happiness.

**11.3.** Suppliers and partners using equipment or products that may cause some kind of environmental contamination shall maintain all existing permits, as well as dispose of chemical or contaminated waste as determined by law, and shall provide proof to this corporation from time to time. In the event of non-compliance with this item, the supplier or partner will be responsible for the damages and may have your contract properly terminated. The employee who contributes to environmental degradation may be dismissed from this corporation for just cause, after analyses of the severity of the facts.

## **12. INSTITUTIONAL COOPERATION**

**12.1.** By maintaining business and institutional relationship with this corporation, you supplier or business partner have the obligation to cooperate with this company. Acts of cooperation are: a) Deliver when required, all documents or information about the contracted service or product. b) Present the existing business structure (infrastructure, personnel and equipment). c) Balance sheet. (d) Judicial or administrative certificates. (e) Responses to questionnaires. (f) Certificates attesting suitability and financial situation. g) Provide the information, data and documents required by this corporation when so requested. (h) other necessary documents.

**12.2.** The negative or negligence to this duty of cooperation shall result in the termination of the supply or partnership contract.

**CROSSRACER DO BRASIL LTDA**