

Code of Ethics and Conduct



MACJEE

MACJEE.COM.BR



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Message from Management

This Code of Ethics and Conduct conveys our commitment to integrity and transparency in our business. The compliance with the guidelines provided in this document will allow Mac Jee Group to achieve high standards of Ethics and Compliance. This code will be the document responsible for providing a North to the manner in which our collaborators must act, also being used as a guide for our business partners.

This code reflects our objective at Mac Jee to have our own culture, based on Ethics and a commitment to respect our neighbors.

This material broaches several aspects of our company, how we relate to one another and to third parties. Thus, the guidelines listed in this code must be followed whenever there is an opportunity to relate to public entities, our competitors and partners. In addition, these guidelines are the very toolkit that enables us to maintain a pleasant and productive work environment for everyone.

I firmly believe that applying these guidelines will positively contribute to strengthening our brand and improving our reputation, as well positively contributing with the society we are all living in.

Sincerely,

Simon Pierre Jeannot



Overview, Enforceability and Purpose

This Code of Ethics and Conduct applies to the entire Mac Jee staff, including their officers, as well as agents or partners acting on behalf of Mac Jee. The company also expects suppliers, customers and partners to maintain the same level of Ethics and Conduct provided here.

This Code aims to protect the company and our staff from anti-ethical and corruption practices, broaching many situations in which they might occur and bringing solutions, as well as approaching how they might be avoided and their risks, mitigated.

Failure to comply with the good practices described in this Code of Ethics and Conduct may result in sanctions against our staff and third parties, disciplinary measures and contractual terminations.

Our collaborators are duty-bound to report any breach to this Code through our contact channel at <http://macjee.com.br/contato/>.

This Code of Ethics and Conduct is available at www.macjee.com.br.



General Guidelines

General Guidelines



Human Rights:

The company does not tolerate any practices that exploit any labor that is forced, compulsory, performed by children or that promote human trafficking on the part of our collaborators, suppliers, clients and partners.

In case our collaborators identify any situation that they consider to be against the aforementioned guidelines, such occurrence must be reported through our contact channel, at <http://macjee.com.br/contato>.

General Guidelines



Harassment, Discrimination and Overreaching:

Mac Jee also does not tolerate moral or sexual harassment and discrimination, whether by religion, ideology or political stance, nationality, sex, ethnicity, disability, age or sexual preference.

Thus, we must always act respectfully towards other collaborators of the company and all third parties with whom we have contact.

Additionally, Mac Jee prohibits overreaching, and therefore leaders cannot use their position to assert their private wishes to the detriment of a third party.

General Guidelines



Health, Safety and Environment

Safety is a non-negotiable value for us. For this reason, we wish to achieve the highest levels of health and safety at work.

We are all duty-bound to inform to management every potential case of health or safety risks at work in the activities we carry out or which we are aware of. In any activity we are performing, the objective should always be to minimize the occurrence of accidents or health problems related to labor.

- Alcohol and Drugs:

Mac Jee prohibits the consumption of alcoholic beverages and illicit drugs in the workplace, as well as whenever the collaborator is performing a role on behalf of Mac Jee. Anyone who is drunk or under the influence of substances that alter behavior is also prohibited from entering the premises of Mac Jee.

- Environment

Mac Jee values the rational use of natural resources in the transaction of our business. Our collaborators must be responsible when using natural resources efficiently, in order to minimize possible impacts on the environment. Mac Jee is committed to guaranteeing that every process and practice of the company comply with local environmental requirements and laws.

Mac Jee expects its suppliers, clients and collaborators to report to management any incident related to environmental impacts as soon as they become aware of such fact.

General Guidelines



Conflict of Interest:

Conflicts of interest are situations in which a collaborator's private, professional or financial interests or of a member of his or her family influence their ability to make an impartial and objective decision for the benefit of the company. For this reason, Mac Jee does not allow biased behavior, favoring or undue influences that might interfere with the professional judgments and responsibilities of our collaborators.

The conflict of interest *per se* may not be characterized as a real problem for Mac Jee, but an appropriate treatment must be given in order to avoid negative consequences for the company.

The conflict of interest can be categorized into different tiers, for example, in the preferential or privileged treatment of any client, supplier or competitors for job openings; financial interest in suppliers and competitors of Mac Jee, as well as participation in boards of other companies without prior knowledge of the company.

We are duty-bound to inform the management, the Legal department or the Human Resources department of any and all cases in which a conflict of interest is identified.

In case of doubt as to whether a particular situation might be characterized as a conflict of interest, it is important to contact your direct leader and/or a representative of the Legal Department of the company as soon as the doubt arises.

General Guidelines



Assets, Resources and Information of the Company:

- Assets of the Company:

All of us, collaborators of Mac Jee, must care for both tangible (equipment, parts, finished products, notebooks) and intangible (trade secrets, inventions and brands) assets of the company. The technological resources made available to collaborators, such as telephone, e-mail, Internet access, software, hardware and other equipment, are provided in order to improve the collaborator's efficiency and productivity when performing his or her work.

This obligation extends to assets owned by a third party and held by Mac Jee in the course of our business.

These equipment, tools and resources must be maintained by the collaborators and used by them only to perform their roles at Mac Jee.

- Internet, Phone and E-mail:

The electronic and communication systems of Mac Jee, such as access to the Internet, telephone and e-mail, are made available for business communication and are monitorable.

Using these systems in order to transmit, receive or download content that is inappropriate, illegal or that impairs the performance of the work activities at or interests of Mac Jee is prohibited. All computers and servers, including e-mails sent or received, are the property of Mac Jee and will not be considered private content, except where required by specific legislation.

General Guidelines



- Sensitive and Privileged Information:

The information that Mac Jee has represents one of our most valuable resources, so all of our collaborators are responsible for protecting this information. In addition, information considered confidential or privileged, in many cases, is protected by the local laws of our clients. It is crucial that all of us observe our duties when it comes to confidentiality. We are duty-bound to always ask if the information received is protected by confidentiality and to alert, when disclosing any information, whether such information is confidential or not.

If our collaborator has any doubts about the confidentiality of information, he or she should ask their direct manager or the Legal Department.

Confidential and privileged information can not be sold or bought. The same also applies to information from suppliers, clients, business partners and subcontractors.

Information owned by Mac Jee must not be stored outside of environments made available and set out for this purpose. This information must not be stored on personal computers and cellphones, or on any other platform or device that has not been previously authorized.

Under no circumstances may the records of Mac Jee be selectively destroyed to impair their use in a legal or investigative process. Therefore, any collaborators who become aware that an investigation is underway must take all appropriate measures in order to protect information and guarantee that subordinate collaborators also protect such records.

Our collaborators must also not use information that has not yet been widely disseminated by the media, and that was acquired due to the performance of their activities by Mac Jee, in order to obtain financial gains.

General Guidelines



- Personal Information:

Personal data is any information related to a specific person that makes it directly or indirectly identifiable. Said identifiers may be: a name, an identification number, location data, online identifier, or even factors that are specific to this person's physical, physiological, genetic, mental, economic, cultural or social identity.

We all have an important role in protecting any personal data entrusted to us. The company will take all reasonable measures in order to safeguard and protect all personal information.

Our collaborators are responsible for protecting any personal data entrusted to them against loss, disclosure and misuse, including not only digital data, but also any physical document containing such type of information.

Personal information must only be used on behalf of the company when there is a strong reason to do so. Our collaborators must guarantee that only individuals that really need to access such information are allowed to do so.

- Intellectual Property:

All intangible assets, such as patents, trademarks, reproduction rights, trade secrets, domain names, industrial designs, logos, market data and client lists are classified as Intellectual Property.

The intellectual property of Mac Jee is an essential asset for developing our business. We must take all possible measures to prevent theft, loss and misuse of this asset, as well as to guarantee that it will not be used for the particular benefit of any collaborator. This same level of care must be dispensed to the intellectual property of third parties.

General Guidelines



Accounting Records:

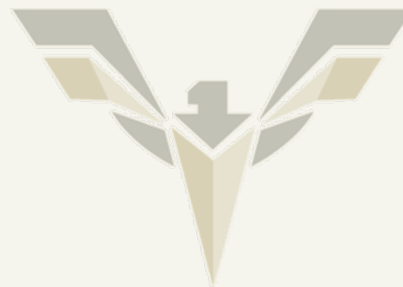
The collaborators of Mac Jee must commit to honestly and accurately report all business transactions, as well as to guarantee that documents supporting our records are maintained for the minimum term provided by law. Mac Jee relies on this precision in order to comply with the legal requirements and regulations enforceable upon us.

Mac Jee complies with all applicable laws, rules and regulations in its accounting books, accounting records and financial statements, always bound to the accuracy and reliability of the information.



Guidelines for the Relationship with the External Public

Relationship with the External Public



Anti-Corruption:

Mac Jee does not tolerate any form of corruption, be it active or passive. The group is committed to conducting business with Ethics, integrity and transparency, as well as in compliance with national and international anti-corruption laws and regulations applicable to our business.

The practice of active or passive corruption, in addition to resulting in severe sanctions against Mac Jee and our managers, poses a breach to this Code of Ethics and Conduct and may result in disciplinary measures for collaborators, and termination of contracts with third parties.

Each and every collaborator is duty-bound to inform any act of corruption practiced by a third party that maintains any relationship with Mac Jee. The report must be registered at the Ethics channel of Mac Jee at <https://contatoseguro.com.br/macjee>.

Corruption can be defined as the act of directly or indirectly—through an intermediary—offering, promising, authorizing or paying money or anything of value to individuals, legal entities or government representatives.

Active corruption refers to a person who, directly or indirectly, offers money or anything of value in exchange for undue advantages. On the other side, passive corruption occurs when an individual or a public official makes use of his or her position to request or accept money or anything else of value, in exchange for the performance (or non-performance) of their roles, or to unduly exercise their influence.

Relationship with the External Public



Relationship with Third Parties:

All individuals who are not staff of the company are considered to be third parties. These include, without limitation, all clients, suppliers, distributors, consultants, agents, commercial representatives, law firms or any other person or entity that is not a collaborator of Mac Jee.

All third parties pose some type of risk for Mac Jee, so we rely on our collaborators to carry out a prior analysis, based on risks, for all third parties whom we seek contact with, including in the purchase and sale processes for these third parties.

In addition, our collaborators must monitor our third parties during the term of business relationship in order to guarantee that they respect the quality and integrity standards required by Mac Jee.

Relationship with the External Public



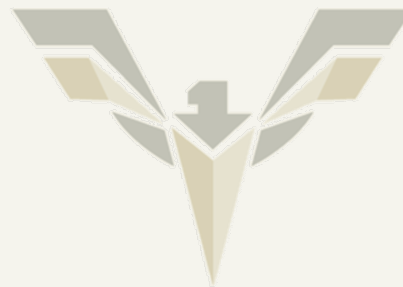
Relationship with Government Agencies:

Mac Jee prohibits its collaborators or third parties acting on behalf of the company from offering any undue advantages to public agents, be them national or foreign, from defrauding bids and contracts with governments, offering undue advantages to a bidder, hindering inspection and investigations carried out by Justice.

The company requires that employees who interact and negotiate with public agencies pay extra attention in this contact, as well as in the offers of gifts, hospitality, donations, sponsorships and complimentary items in general, so that these offers are not characterized as obtaining an undue advantage. Problems associated with public entities can compromise the company's image and the success of future business transactions.

Mac Jee aims to comply with all requirements and good practices prescribed by applicable anti-corruption laws, such as, without limitation, the Brazilian law (law No. 12,846, dated of August, 2013), the Foreign Corrupt Practices Act (FCPA), North American law, and the UK Bribery Act (UKBA), United Kingdom law, which also governs the relationships of companies with public bodies and agents in the scope of foreign trade.

Relationship with the External Public



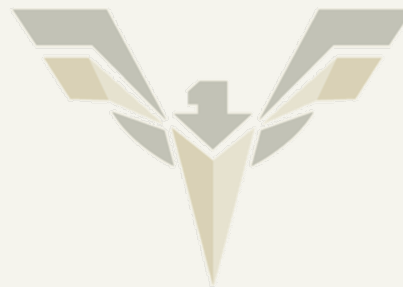
Relationship with Competitors and Freedom of Competition:

Mac Jee is committed to following all antitrust and competition laws adopted in Brazil and the countries in which we operate, which aim to prevent agreements and practices that could unduly restrict free competition. These laws regulate, among other things, relationships between competitors, pricing policies, deductions, and customer discounts.

Mac Jee does not adopt and our collaborators are prohibited from adopting any type of conduct that may constitute abuse or unlawful restriction of competition, such as formal or informal negotiations or agreements with competitors for pricing, costs, profit margins, territories, bidding, sharing of markets, allocation of customers, or any other matter related to terms of sale. Our commitment to integrity must never be sacrificed for any specific business.

Mac Jee also prohibits the use of illegal or unethical methods in order to obtain information about competitors, such as business secrets, induction to disclosure of confidential information by its collaborators or theft of confidential and sensitive information, among others. These information must be obtained only through legally accepted sources.

Relationship with the External Public



Gifts and Hospitality

Mac Jee understands that offering complimentary gifts and hospitality is part of the healthy relationship between companies, however the offer or receipt of these types of courtesy, when done improperly, can characterize a way of obtaining or providing undue advantages.

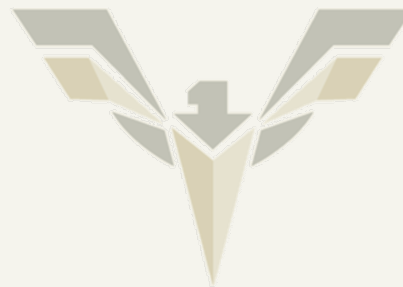
For this reason, Mac Jee sets limit values for the offering and receiving of this type of complimentary items or services.

Our collaborators must not offer or receive gifts and hospitality for the purpose of obtaining or retaining a business through improper advantage.

Therefore, the offer of complimentary gifts and hospitality must always be in line with the internal rules established by the company and provided that they are modest and reasonable in value, without apparent extravagance and always offered in connection with any demonstration or explanation of the products and services of our company.

When it comes to the receipt of complimentary gifts and hospitality, our collaborators must guarantee that their judgment is not compromised and that there is no express or implied understanding that they are in any way bound to do something in return for the item offered. If our collaborators are in doubt regarding whether they can accept any kind of complementary item or service, or if it is received under conditions that do not allow refusal, the Legal Department must be informed and decide how the situation should be treated.

Relationship with the External Public



Donations and Sponsorships:

Mac Jee does not usually make donations or offer sponsorships, however, in special situations, donations and sponsorships can be made or offered as part of corporate responsibility, as long as they are aimed to encourage activities of organizations that have their values and objectives aligned with those of our company, promoting improvements to and positive impacts on society.

Donations must always be made transparently and free from compensation. The company may donate products, services and financial resources with the clear objective to support the following activities: scientific research, art and culture, environmental, sports, social/educational projects, among others.

Unlike donations, sponsorships have clear and specific benefits for the company, such as advertising, attendance to events, visual identification, brand exposure or creating opportunities for the company to promote our products and services.

Sponsorships should never be used to achieve undue advantage or be entered as donations in the accounting records.

Our collaborators and representatives must not make or offer any kind of donation or sponsorship on behalf of Mac Jee. Any violation of this rule may result in disciplinary measures to our collaborators and termination of contracts with third parties.

Mac Jee does not prohibit our collaborators from making donations on their own behalfs, however, we require that care be taken so that such personal donation is not characterized as a donation on behalf of the company.

Relationship with the External Public



Political Activities and Contributions:

Mac Jee values political neutrality. The company forbids our collaborators to connect Mac Jee to any kind of political and party activities.

However, our collaborators must respect the freedom of speech and thought, as well as the political stance of their co-workers.

Any collaborator interested in carrying out political activities should do so privately, without associating his or her image to the image of Mac Jee. When participating in political and party events, the collaborator must not wear badges, pins, stickers or any other element that characterizes him or her as a collaborator of Mac Jee. These activities must be not be performed during working hours and must not use company resources, such as computers, printers or internal contact networks.

- Political Activities Contributions:

Political contributions include, without limitation, financial contributions or provision of goods and services (that is, transportation, meeting space/facilities, printing or office services) to political parties, candidates or their staff. Our collaborators are prohibited from directly or indirectly offering, authorizing or giving political contributions to political parties or candidates for public office with the resources or on behalf of Mac Jee in order to obtain undue advantages.

Relationship with the External Public



Conduct outside the Company:

All our collaborators must be careful with their conduct in environments out of the premises of Mac Jee, always acting with prudence and zeal, avoiding exposing our company and his or her own career to risks.

Whenever carrying out any work or activity on behalf of Mac Jee, the collaborator must guarantee that he or she is carrying out an approved activity for their position/role. In case of any questions regarding this requirement, the collaborator must contact their direct leader.

When using any item that allows you to be identified as a Mac Jee employee, for example, name tags, pins, stickers, among others, your conduct must be compatible with the values of this Code of Ethics and Conduct.

- Social Media:

Social media must not be used to expose private or sensitive information owned by Mac Jee.

Any type of content that exposes the image of the company, our products or our members, such as photos taken on our premises or during events and fairs in which the company participates must not be published on social networks.

Any external disclosure must be approved by the executive board or carried out by a department authorized to do so, through the official website of Mac Jee.



Exporting Control

Exporting Control



Exporting Control:

Export laws established by various national governments establish sanctions and prohibitions in order to protect interests such as national security and fighting terrorism and money laundering, for example. These laws are not limited to sending items to other countries and receiving them, but also include the provision of services, software, sending information to foreign individuals or entities, or even communications and visits made by international entities.

Therefore, Mac Jee and our collaborators are duty-bound to respect the export and import restrictions imposed by Brazil, the United States of America, the United Nations and the European Union when dealing with countries, organizations and individuals, such as taxes, embargoes and economic sanctions.

The company enforces compliance with all applicable laws for obtaining licenses, product classification, as well as export and import permits. Before entering into any transaction with any country, the collaborator must check the specific export and import laws applicable to the country in question and, when in doubt, consult with the Legal department.



Fight against Money Laundering and Terrorism Financing

Money Laundering and Terrorism Financing



Fight against Money Laundering and Terrorism Financing:

Money laundering is the process aiming to hide or conceal the nature, origin, location, disposition, movement, transaction, assignment or ownership of goods, rights or values arising, directly or indirectly, from legal infractions.

Mac Jee is committed to thoroughly abiding to all laws to fight money laundering and financing of terrorism. Mac Jee values conducting negotiations with customers and partners who have a good reputation and are involved in legitimate business activities, accepting payment from lawful sources only.

Money laundering, as well as the financing and facilitation of terrorism are prohibited in any context at Mac Jee. The violation of these laws can bring severe civil and criminal penalties to Mac Jee and our individual collaborators.



Breaches to the Code, Applicable Sanctions and How to Report

Breaches to the Code and How to Report Them



Sanctions to Breaches to the Code of Ethics and Conduct:

Our collaborators, including our managers, as well as all individuals and legal entities acting on behalf of Mac Jee who breach applicable guidelines and this Code of Ethics and Conduct are subject to disciplinary action, including termination of employment or termination of the contractual business relationship, including any legal, civil and/or criminal measures.

Justifications that the collaborator was acting on behalf of Mac Jee do not exempt him or her from being subject to sanctions for disrespecting applicable laws and the Code of Ethics and Conduct.

Duty to Report and How to do so:

If our collaborators witness, or become aware of, any potentially irregular, illegal or unethical situation or that represents a violation of our policies at Mac Jee, committed by a co-worker, client, supplier or a party involved on a business relationship with the company, they must report the circumstances through our contact channel at <https://contatoseguro.com.br/macjee>.



Responsibility for the Code

Responsibility for the Code



Responsibility for the Code of Ethics and Conduct

The overall responsibility for the Code of Ethics and Conduct rests with the Executive Board and the Legal Department of Mac Jee, whose function is to promote the legitimacy and improvement of, as well as the respect and compliance with the Code of Ethics and Conduct and the set of processes, policies, standard, regulations and guidelines that make up the culture of Mac Jee.

This Code of Ethics and Conduct has been approved in May, 2020, is in force and available at <https://contatoseguro.com.br/macjee>