

This procedure belongs to **Corporate**

Anti-Corruption and Anti-Bribery Policy

CORP-POL-0001

Policy

Rev.023 28/10/2018

Nº da revisão	Item	Descrição	Data
03		Drafting change and general spelling check	27/08/2020

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Our policy is to maintain a global commitment to meet all the corruption and bribery prevention laws in the countries where we do or intend to do business, prohibiting corrupt payments or other inappropriate conduct. All employees, as well as all contracted persons or entities, must respect this policy and we expect them to monitor its continued compliance when promoting or conducting Company business.

Definitions:

Public Agent: employees of any governmental entity, or with government participation, at the national, state, regional, municipal level, including their officers; candidates for political office at any level, political parties and their representatives; and directors, officers or official representatives of any international public organization; as well as their respective family members.

Governmental Authority: The bodies of direct, indirect administration of any of the powers of the Union, States, Federal District or Municipalities, political parties, state entities or diplomatic representations of a foreign country are thus considered.

Employee (s): Employees, suppliers, legal representatives and partners of the Company.

Company: OceanPact Serviços Marítimos S.A., OceanPact Navegação Ltda., OceanPact Geociências Ltda. and OceanPact Logística Ltda.

Corruption: It is the offer or promise of an undue advantage to anyone, to make them do or fail to do something for the benefit of one party and to the detriment of another. Usually it involves public officials.

Anti-Corruption Laws: Law No. 12.846 / 2013 (provides for the administrative and civil liability of legal entities for the practice of acts against the national or foreign public administration); Decree nº 8,420 / 2015 (regulates Law nº 12,846 / 2013); Decree-Law No. 2,848 / 1940 (Penal Code); Law No. 8,429 / 1992 (Administrative Improbity Law); Law 8.666 / 93 (Bidding Law); CGU Ordinance No. 909/2015; Foreign Corrupt Practices Act (FCPA-USA); UK Bribery Act (UKBA); United Nations Convention against Corruption; Inter-American Convention against Corruption and the OECD Convention on Combating the Corruption of Foreign Public Officials in

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International Business Transactions.

Bribery - Action to induce someone to perform a certain act in exchange for money, material goods or other benefits.

Third-party: any person whose decisions may influence, even if indirectly, the interests and business of the Company.

Undue Advantage: it can be money or any other benefit that is given to a Public Agent or Third Party, which can be seen as an exchange for obtaining some form of favoritism (eg: gifts, meals, personal favors, loans, free consultancy, among others).

Our philosophy is zero tolerance towards corruption.

Under no circumstances our Directors, employees or third parties, acting as our representative (“Collaborator”), will offer, pay, make an offer, promise or authorize to pay any amount to governments, to direct or indirect government officials, to persons or entities, private sector’s members, with the intention that the gift or payment will induce the recipient to misuse his position to obtain an improper business advantage.

Any employee is authorized to pay only official service fees published in fee tables and which payment is properly documented.

If an employee believes that his life, physical security or freedom is in danger due to a payment requirement, the employee must protect his life and physical security, and report the incident immediately to the Company’s Compliance Committee.

The infringement of any provisions presented in this document by an employee will result a disciplinary action and, if applicable, may result in dismissal and communication to the competent authorities. If it is found that an infringement of this Policy has occurred by third parties, the infraction may lead to the suspension or the end of any relevant agreement and / or communication to the competent authorities.

The Company’s employees will not offer or receive gifts or hospitality with the intention of persuading or rewarding another person for improperly acting or using their authority.

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Gifts or hospitality can be offered and received only if all of the following conditions are met:

- I) **Gift:** A gift is understood to be a gift distributed as a courtesy, advertisement, usual dissemination or on the occasion of events or commemorative dates of a historical or cultural nature. In addition, its distribution must be generalized, it is not intended exclusively for a specific person. Traditional examples of gifts are: diaries, calendars, notebooks, pens (simple), key chains, etc., which contain the Company's logo. The gifts must have a value limited to the equivalent of US\$ 100.00, offered openly and transparently.
- II) **Hospitality:** The Company's Employees are not authorized to make any expenses related to accommodation, tickets and local transportation involving Public Agents and their Family Members or Third Parties and their Family Members. In addition, if any Public Agent, Third Party or their family members offer any benefits of this nature, the Company's Employees are not authorized to accept, without the prior approval of the Compliance Committee.

We consider that interested parties are allowed to invite and participate in socializing events promoted in public and private places, as long as they are openly and transparently disclosed, but it is not allowed the payment of accommodations and air transportations to participate in these events.

- III) **Lunches and dinners:** Expenses related to food that involve the receipt or payment from / to Public Agents and from / to Third Parties, such as, for example, business lunches or dinners, are allowed provided they meet the following requirements:

- The purpose is strictly professional and / or institutional (such as: business meetings with meals or meals offered by customers or partners for the purpose of training or informative lectures related to the market);
- Funding is limited to Public Agents and / or Third Parties, and cannot include

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expenses related to their family members or other guests;

- Are in accordance with professional ethics;
- Do not involve the expectation of something in return; and
- It cannot exceed the value of US\$ 100.00 per person, and must be openly and transparently offered;

All exceptions to these rules, especially in case of receiving gifts and hospitality, must be notified to the Compliance Department for evaluation.

We recognize that business practices vary regionally and culturally. It is mandatory that all employees accomplish this Policy and the associated document of guidelines at all times. In case of urgent clarification or doubts whether any conduct constitutes a violation of this Policy, contact the Company's Compliance Department.

PROCEDURE

A) COMPOSITION OF THE COMPLIANCE COMMITTEE:

The Compliance Committee is made up of the Company's: Vice-President, Compliance Manager and HR Manager.

B) WHISTLEBLOWING CHANNEL:

Complaints regarding non-compliance of this Policy and the Code of Ethics and Conduct must be reported via the WhistleBlowing Channel on the Company's homepage (www.oceanpact.com/pt/contact), which guarantees confidentiality and anonymity in the process.

All reports made will be received and investigated by the Compliance Committee, which will communicate the conclusion of the investigation through the Whistleblowing Channel. Therefore, when filing a complaint, the system will automatically generate a protocol number. The whistleblower must keep this protocol number for monitoring of the

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investigative process and concluding his complaint.

The Compliance Committee will meet every quarter of year and extraordinarily in case of the occurrence of a relevant fact, requiring a minimum quorum of 50% of the Committee's members, with the mandatory presence of the Senior Lawyer.

The Compliance Committee is committed to preserving the whistleblower's anonymity in order to avoid any retaliation against him. In addition, the Compliance Committee / Social Responsibility will inform the whistleblower about the measures to be adopted, through the response channel, where the protocol number is generated and used, preserving anonymity during the whole process.

APPLICABLE LAWS AND STANDARDS

National:

- Law No. 12,846, of August 1º, 2013 (provides for administrative and civil liability of legal entities for the practice of acts against the national or foreign public administration);
- Decree No. 8,420, of March 18, 2015 (regulates Law No. 12,846, of August 1º, 2013);
- Decree-Law No. 2,848, of December 7, 1940 (Penal Code);
- Administrative Improbity Law;
- Bidding Law (Law No. 8,666 / 93);
- CGU No. 909/2015;
- NBR ISO 37001: 2016.

International:

- Foreign Corrupt Practices Act (FCPA);
 - UK Bribery Act (UKBA);
 - United Nations Global Compact (UN);
 - OAS Inter-American Convention against Corruption;
- Organization for Economic Cooperation and Development (OECD).



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