



RELATIONSHIP WITH BUSINESS PARTNERS



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1.INTRODUCTION

ZAGOPE – Construções e Engenharia, S.A. believes that the preservation and promotion of ethical principles in the markets where it operates are essential for greater solidity of the foundations of its growth and for ensuring its perpetuity. The reputation of Zagope is one of its most valuable assets, built through the application of our principles and values, all present in our culture.

Thus, our Business Partners ("partners") should act in compliance with the provisions in this standard, while preserving our business identity, ensuring the full application of the guidelines contained herein.

2. COMPLIANCE WITH THE LAW AND APPLICATION OF THIS STANDARD

ZAGOPE IS COMMITTED TO MAINTAINING THE HIGHEST STANDARD OF ETHICAL CONDUCT, WITH UNCOMPROMISING COMPLIANCE WITH THE RULES IN FORCE ON EACH MARKET WHERE IT OPERATES.

It is essential for all partners to be familiar with this standard, to commit to comply with it and observe the practices contained therein, thus preventing the occurrence of legal, ethical or conduct violations that may compromise the integrity and reputation of Zagope.

Zagope will only relate to Partners that:

- Comply with the applicable law in the development of their activities and in the fulfilment of their contractual commitments; and
- Keep adequate secrecy of any confidential information you may acquire as a result of the activities carried out for or in conjunction with Zagope.

This standard applies to all Zagope business partners.



THE PARTNER SHOULD:

- Undertake to comply with the guidelines of this standard;
- Comply with the law applicable to its business;
- Comply with the contract established with Zagope;
- Comply with the rules and other regulations applicable to its activities.

3. COMPLIANCE WITH GUIDELINES AND CONTRACTS

ZAGOPE HAS SEVERAL GUIDELINES ESTABLISHED IN ITS POLICIES, STANDARDS AND PROCEDURES, WHICH MUST BE KNOWN AND OBSERVED BY PARTNERS IN THEIR ACTIVITIES, AS APPLICABLE.

In addition, the obligations entered in the contract must be fully met, with the commitment to deliver the agreed results.

Any specific standards and guidelines may be applied, depending on the nature of the hiring and the requirements of the business.

Zagope Compliance guidelines are based on international standards ISO 37.001:2016 (Anti-Bribery Management System), deployed to business partners through our processes.



THE PARTNER SHOULD:

- Know and comply with the established and applicable guidelines in the Zagope's policies, standards and procedures, in addition to the obligations assumed in the contract.

4. HUMAN RIGHTS AND WORK ENVIRONMENT

THE RELATIONSHIP BETWEEN ZAGOPE AND ITS PARTNERS MUST BE BASED ON PRINCIPLES OF MUTUAL TRUST, RESPECT, AS WELL AS THE NEED TO TREAT OTHERS WITH DIGNITY.

Zagope does not tolerate any form of violation of human rights, be it in the form of prejudice, discrimination, or harassment, on the relationship between its staff and partners on account of their nationality, color, language, religion, political affiliation, national origin, gender, sexual orientation, age, disability or any other characteristic.

Zagope does not allow its partners to make campaigns or actions related to topics of a political or religious nature in the working environment of Zagope.

Zagope is committed to supporting actions of Social Responsibility and promoting sustainable development, with respect to and demands the same attitude of its partners human rights, not tolerating the use of child labor or forced labor at any level of their organization or supply chain.

The working environment in Zagope and its partners must be maintained in accordance with the rules and best practices of social responsibility and occupational health and safety, as per the applicable regulations.



THE PARTNER SHOULD:

- Respect everyone;
- Be honest in its relationships;
- Nurture friendly relationships



THE PARTNER SHOULD NOT:

- Carry out campaigns or actions of a political or religious nature in Zagope's working environment;
- Make offensive pranks, as well as inappropriate jokes and use "swear words";
- Embarrass, threaten or meddle in the private lives of coworkers.

5. ENVIRONMENT

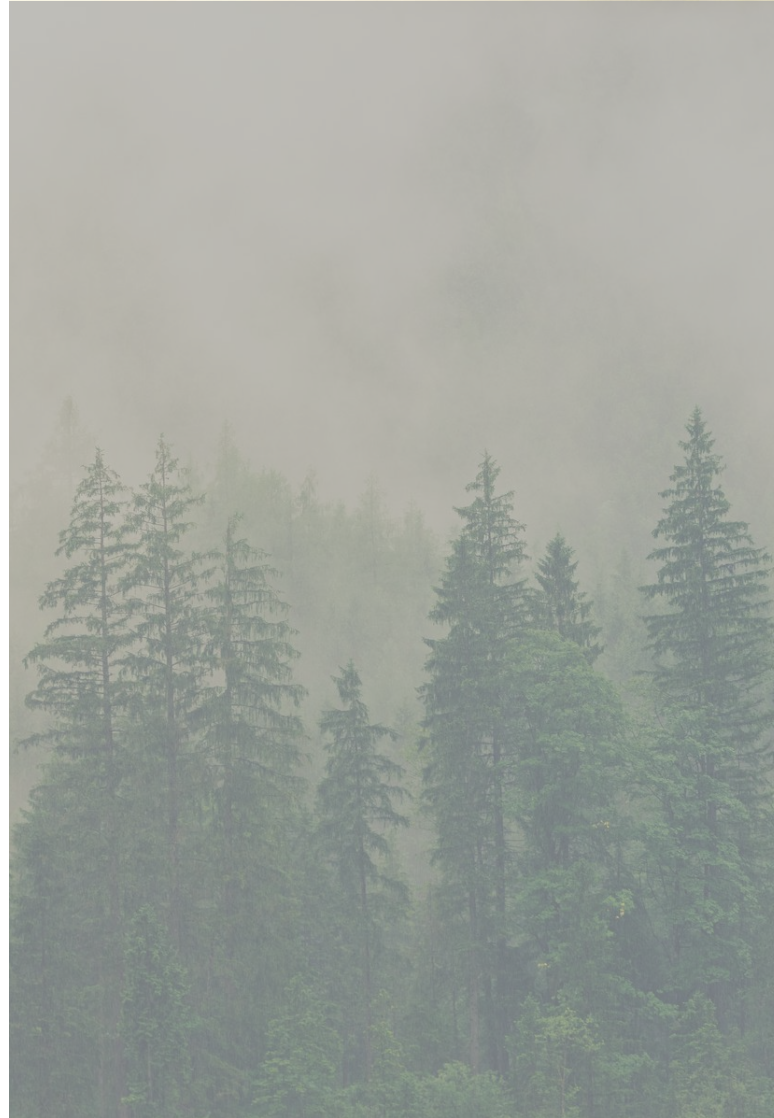
ZAGOPE WATCHES OVER THE RESPONSIBLE USE OF NATURAL RESOURCES AND ENCOURAGES ITS BUSINESS PARTNERS TO SEEK SUSTAINABLE SOLUTIONS FOR THEIR ACTIVITIES, WITH THE LEAST POSSIBLE IMPACT ON THE ENVIRONMENT

All partners must act responsibly, identifying and preventing environmental risks during their activities, immediately informing competent authorities within their respective organizations and public authorities of any incident that may cause damage to the environment.



THE PARTNER SHOULD:

- Respect legal requirements related to the environment;
- Report any incident or environmental accident related to its Zagope contract.



6. OCCUPATIONAL HEALTH AND SAFETY

IN ITS RELATIONSHIPS WITH BUSINESS PARTNERS, ZAGOPE PRIORITIZES BEHAVIOR REGARDING HUMAN RIGHTS, THE ENVIRONMENT AND OCCUPATIONAL HEALTH AND SAFETY.

To do so, it has processes aimed at complying with legislation and best working practices, while asking that attitude from its partners.

The actions implemented provide a secure installation and provide well-being to its collaborators, considering the risks involved in our businesses.

Partners should be committed to supporting and implementing occupational health and safety actions to ensure compliance with Zagope's goals



THE PARTNER SHOULD:

- Ensure a safe and healthy working environment, preventing injuries and diseases, for all collaborators;
- Ensure compliance with applicable legal, regulatory and other requirements and with the requirements of occupational health and safety standards;
- Pay attention to the hazards and risks of its activity;
- Be aware of risk situations in its work environment activities.

7. COMMUNICATION WITH THE MARKET AND THE PRESS

FOR ANY FORM OF COMMUNICATION WITH THE EXTERNAL PUBLIC, IN WHICH STRATEGIC OR BUSINESS PLANS, RESULTS, CONFIDENTIAL INFORMATION, THE NAME AND IMAGE OF ZAGOPE ARE EXPOSED, BUSINESS PARTNERS CAN ONLY DO SO AFTER OBTAINING CONSENT.

Similarly, the partner may not make any statements, whether written or verbal, online or in print, on behalf of Zagope, without prior permission.



THE PARTNER SHOULD:

- Request authorization when communicating with the external public on behalf of Zagope.



8. SOCIAL MEDIA

ZAGOPE RECOGNIZES THE ROLE SOCIAL MEDIA PLAYS IN COMMUNICATION AND SOCIETY NOWADAYS.

Business partners must protect confidential information and have common sense when using social media.



THE PARTNER SHOULD:

- Use its social media by posting photos, videos or comments about its work with Zagope in a positive way, *after authorization*.



THE PARTNER SHOULD NOT:

- Disclose confidential information, including on financial and/or legal matters, prices, bids, among other sensitive issues related to its relationship with Zagope in its social media;
- Speak on behalf of Zagope in any means of communication, including social media, without prior authorization;
- Post photos or videos of coworkers in their relationship with Zagope without permission.

9. ACCOUNTING AND FINANCIAL RECORDS

BUSINESS PARTNERS MUST MAINTAIN, AT ALL TIMES, TRANSPARENT, UP-TO-DATE AND ACCURATE ACCOUNTING AND FINANCIAL RECORDS AND ACCOUNTING SYSTEM, IN STRICT COMPLIANCE WITH APPLICABLE LAWS AND REGULATIONS.

No financial or asset economic transaction involving any partner can be kept away from commercial or tax records.



THE PARTNER SHOULD:

- Ensure that accounting and financial records and reports reflect reality;
- Carry out accounting and financial records and controls in accordance with the applicable legislation.



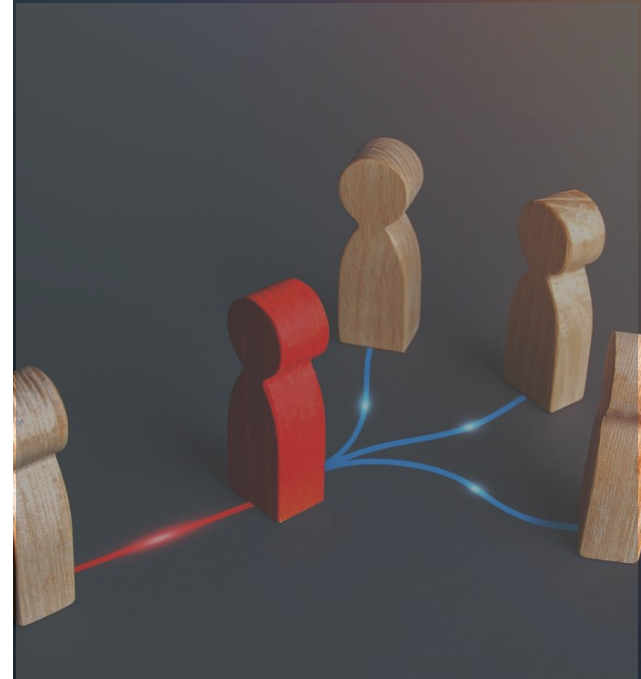
10. CONFLICT OF INTERESTS

THERE IS CONFLICT OF INTEREST WHEN A PERSON, INCLUDING BUSINESS PARTNERS, USES HIS OR HER JOB, FUNCTION OR NEGOTIATING POSITION TO GAIN UNDUE ADVANTAGE, DIRECTLY OR INDIRECTLY TO HIMSELF OR HERSELF, IN CONFLICT WITH THE INTERESTS OF THE PARTIES INVOLVED.

For Zagope, the mere appearance of a conflict of interest can cause damage to both its reputation and its business regarding a concrete situation.

Business partners are prohibited from receiving and granting any kind of payment or undue advantage, including, but not limited to, currency, gifts, meals, accommodation and entertainment, contrary to current legislation.

Business partners are responsible for the physical and intellectual assets of Zagope, using the equipment, and media available only to their professional activities and in accordance with the rules, avoiding waste and diversion of resources, use of equipment or services for personal purposes or conflict with the interests of the parties involved.



THE PARTNER SHOULD:

- Communicate kinship or close relationship with Public Officers, Politically Exposed Persons – PEP and/or Zagope collaborators.

11. CONFIDENTIALITY OF PRIVILEGED INFORMATION

THERE IS A LOT OF INFORMATION OF A CONFIDENTIAL NATURE, THAT IS, THAT CANNOT BE DISCLOSED, EITHER UNDER THE APPLICABLE LAW OR UNDER ASSUMED COMMITMENTS.

All information and data circulating should be protected and kept secret between Zagope and business partners.

The rights to know-how and industrial property and the duty of confidentiality must be respected even after the business partners have ceased to relate to Zagope.

All business partners who have access to confidential information are required to maintain confidentiality of such data.

Privileged information shall correspond to any information that may have a considerable influence:

- (i) Information subject to confidentiality by virtue of contractual obligation; or
- (ii) any information of a strategic nature, including information that may affect the competitiveness of Zagope in bidding processes.

Only formally authorized business partners may publicly disclose information, always observing confidentiality duties where applicable.



THE PARTNER SHOULD:

- Keep confidential information secret, complying with the applicable law and agreed commitments.



THE PARTNER SHOULD NOT:

- Share confidential information from Zagope or partner companies;
- Talk about confidential matters in public places;
- Use Zagope information and content for private or third-party matters without proper authorization.

12. RELATIONSHIP WITH PUBLIC AUTHORITIES

IT IS CONSIDERED BRIBERY AND IT IS EXPRESSLY FORBIDDEN FOR ANY BUSINESS PARTNER TO OFFER, PROMISE, AUTHORIZE OR GIVE, DIRECTLY OR THROUGH THIRD PARTIES, ANY UNDUE ADVANTAGE OF ANY KIND, WHETHER IN CASH OR IN GOODS OR SERVICES OF VALUE, TO PUBLIC OFFICERS, POLITICALLY PARTIES AND THEIR MEMBERS OR TO ANY CANDIDATES FOR PUBLIC OFFICE, NATIONAL OR FOREIGN, AS WELL AS REPRESENTATIVES AND FAMILY MEMBERS OR PERSONS TREATED AS SUCH, IN ORDER TO OBTAIN PERSONAL BENEFIT OR TO BENEFIT ZAGOPE.

Regarding the offering and receiving of promotional gifts, presents, entertainment or any similar benefit to public officers, in the relationships of partners involving Zagope, they can only be performed if they do not exceed the amount of € 150 (one hundred and fifty euros) or the equivalent in local currency.

All national or foreign candidates for public office shall be treated as public officers; persons in diplomatic positions and in international organizations; collaborators of companies controlled, directly or indirectly, by public, national or foreign entities; private companies' concessionaire or providers of public services.

Political donations by Zagope any Andrade Gutierrez companies are forbidden.

Business partners can make donations from their own resources, provided they follow the applicable legislation, without any involvement and ties to Zagope.

12. RELATIONSHIP WITH PUBLIC AUTHORITIES



THE PARTNER SHOULD:

- Protect Zagope from any link to political-party positions;
- Consult Zagope's Compliance department in any doubt about the relationship with public officials as a result of their contract.



THE PARTNER SHOULD NOT:

- Offer, promise, authorize or give undue advantage to Public Officers or persons related to them;
- Offer public officials, promotional gifts, presents, entertainment, meals or any similar benefit exceeding € 150 (one hundred and fifty euros) or the equivalent in local currency;
- Offer entertainment and hospitality to Public Officials for tourism purposes;
- Contribute any resources to the practice of acts that may be considered harmful to direct or indirect public administration, national or foreign;
- Use an intermediary to conceal or dissimulate acts detrimental to the direct or indirect public administration, national or foreign;
- Illegally defraud, manipulate or interfere in any way in public tenders and bids.

13. COMPLIANCE WITH ANTITRUST RULES

BUSINESS PARTNERS SHOULD ALWAYS ACT INDEPENDENTLY OF THEIR COMPETITORS, WHETHER IN PRIVATE INITIATIVE OR IN NEGOTIATIONS INVOLVING THE DIRECT OR INDIRECT PUBLIC ADMINISTRATION.

Partners shall comply with antitrust laws, and any acts aimed at limiting, distorting or in any way harming free competition, arbitrarily increasing profits or abusing a dominant position shall be vetoed.

In the relationship with their competitors, business partners should be aware of antitrust laws, being strictly forbidden any agreements and/or exchanges of confidential information considered as commercially sensitive (ex. price, costs, margins, business or investment plans) with competitors, as well as any understandings and/or agreements between competitors, either explicit or implied, that may influence directly or indirectly, the setting of prices, readjustments, discounts, production quotas and/or conditions of sale, division of markets or clients, among other measures that can in any way limit or restrict free competition in the market.

Any practices that can be considered as unfair competition are also prohibited.



THE PARTNER SHOULD::

- Negotiate in good faith and in compliance with the current legislation and internal guidelines of Zagope;
- Refuse to receive confidential information about competitors and about Zagope.



THE PARTNER SHOULD NOT:

- Agree, settle, manipulate or adjust with a competitor, in any way, the price, division of parts or segments of a market;
- Harm or defraud, by adjusting, agreeing or otherwise, the competitive nature of the public or private bidding procedure;
- Prevent, disrupt or defraud the performance of any act of bidding procedure.

14. NONCOMPLIANCE WITH THE BUSINESS PARTNER RELATIONSHIP STANDARD

FAILURE TO COMPLY WITH THE PRINCIPLES AND GUIDELINES SET OUT IN THIS STANDARD MAY RESULT IN THE TERMINATION OF THE EXISTING CONTRACTS. FULL COMPLIANCE WITH THIS STANDARD IS A FUNDAMENTAL CONDITION FOR MAINTAINING THE POSITION OF ZAGOPE'S BUSINESS PARTNER.

Zagope reserves the right to terminate immediately any agreement with the Business Partner that breaches the applicable legislation or any requirement of this standard. Identified breaches shall be reported to the relevant public authorities, as appropriate.



15. COMMUNICATION CHANNELS

BUSINESS PARTNERS MAY USE THE REPORTING CHANNEL “TALK TO US” TO REGISTER POSSIBLE BREACHES TO THIS BUSINESS PARTNER RELATIONSHIP STANDARD.

Zagope ensures total anonymity, confidentiality and non-retaliation to reports made in good faith and on serious grounds, since the channel is operated by an independent and specialized company.



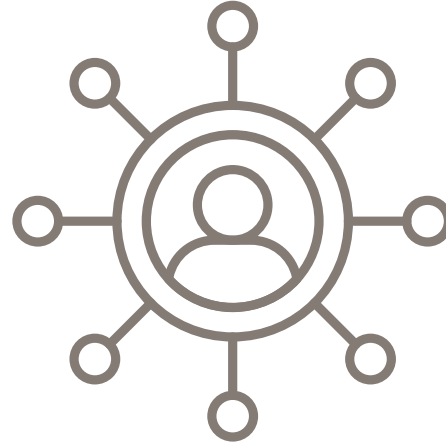
THE PARTNER SHOULD:

- Report whenever it suspects or witnesses a breach of the standard.



THE PARTNER SHOULD NOT:

- Report incorrect or untrue facts on Zagope's communication channels.



TELEPHONE: Portugal: 800 180 757
Brazil: 0800 7210766



INTERNET:

<https://www.zagope.pt/sustentabilidade/#fale-connosco>
<https://www.canalconfidencial.com.br/eticaag/>

19. TERM OF COMMITMENT

I hereby declare that: (a) I have received, read and understood ZAGOPE’s Business Partners Relationship Standard; (b) I fully agree with the rules and guidelines contained therein; and (c) I undertake to fully comply therewith.

Company Name: _____

Company nº: _____

Name of Company Representative: _____

Role: _____

Signature: _____

Date: _____



<https://www.zagope.pt/sustentabilidade/>

