

# Anti-Corruption and Anti-Bribery Policy

Corporate HR - Sabó





Purpose .....	<b>4</b>
Application .....	<b>3</b>
Definitions and Legal Basis .....	<b>5</b>
Guidelines .....	<b>8</b>
Feebies, gifts, travels and entertainment.....	<b>10</b>
Facilitation payment.....	<b>12</b>
Employees and Third Parties .....	<b>12</b>
Purchasing Process.....	<b>13</b>
Contributions/ Donations.....	<b>13</b>
Political Contributions/ Donations .....	<b>14</b>
Contributions to Unions .....	<b>14</b>
Sponsorships .....	<b>14</b>
Audit.....	<b>14</b>
Pre-Hiring .....	<b>14</b>
Post-Hiring.....	<b>14</b>
Mergers and acquisitions .....	<b>15</b>
Accurate record keeping and accounting .....	<b>15</b>
Audit.....	<b>16</b>
Awareness and training.....	<b>16</b>
Warning Signs .....	<b>16</b>
Violations and applicable penalties.....	<b>16</b>
Letter of commitment and non-disclosure agreement....	<b>17</b>
Related policies and rules.....	<b>17</b>
Changes and repeals.....	<b>18</b>
Letter of Commitment of Third Parties .....	<b>20</b>
Letter of Commitment of Employees .....	<b>21</b>

## 1. Purpose

This anti-corruption and anti-bribery policy aims to ensure that employees and third parties of Sabó Indústria e Comércio de Autopeças S/A ("SABÓ") comply with the requirements of Brazilian anti-corruption law (Federal Law No. 12.846, enacted on August 1, 2013) which provides for the objective, administrative and civil liability of legal entities for performing acts against public administration, either national or foreign, and with the guidelines of this policy in order to ensure that during the conduction of business the highest standards integrity, legality and transparency are adopted.

This policy is intended to inform SABÓ employees and third parties of Brazilian anti-corruption law No. 12.846 dated August 1, 2013 and related legislation, antitrust law (Law 12.529/2011) and Law on Administrative Misconduct (Law 8.249/1992), especially so that everyone is engaged in the objective of mitigating situations of risk for SABÓ, whether they be SABÓ advisors, managers, directors or other professionals.

Through this Policy, everyone will be able to assist in the identification of situations of risk, within the scope of the legislation, and the code of ethics and conduct of SABÓ.

Therefore, it is important that everyone follow the guidelines of SABÓ and cooperate to ensure compliance with this policy.

## 2. Application

This anti-corruption and anti-bribery policy covers all employees, especially professionals related to but not limited to commercial, technical consulting, purchasing, marketing, information technology, financial, human relations (HR) areas, among others.

All relations with third parties, customers, suppliers, representatives, among others, regardless of whether they are natural person or legal entity, whether or not for profit should be guided by the rules established herein.

It is part of SABÓ policy to conduct its business with honesty and integrity. Compliance with this Policy is vital to maintaining a reputation in its business and activities, which is why there **is no tolerance for bribery and other acts of corruption.**

In case of doubt about the proper application of the guidelines contained in this policy and the code of ethics and conduct, employees and third parties should refer the matter to their immediate manager and/or human relations management (HR) of SABÓ.

*SABÓ hopes that everyone will keep this concern on the subject and report any concerns, doubts or allegations via the following channels of communication:*

- A) Directly to the manager or
- B) To SABÓ human relations management (HR)
- C) If you do not feel free to report openly, you can use confidential channels:

**Telephone (business hours)**

11-2174-5700

**E-mail**

confidencial@sabo.com.br

The content of this policy must be known and complied with by all employees and third parties and complements the rules established in SABÓ Code of Ethics and Conduct, and its noncompliance is subject to the application of disciplinary measures.

### 3. Definitions and Legal Basis

**COMPANY** - Sabó Indústria e Comércio de Autopeças S/A

**BRAZILIAN ANTI-CORRUPTION LAW** - Federal Law No. 12.846, enacted on August 1, 2013, which provides for the objective,

administrative and civil liability of legal entities for performing acts against public administration, either national or foreign.

**COMPLIANCE** - The term Compliance originates from English and means to act in accordance with the rule. That is, to comply with the rules imposed by the legislation and regulations applicable to the business, SABÓ Code of Ethics and Conduct and internal policies and rules of the Company. For the purposes of this policy, it is the functional responsibility of the corporate board and HR manager to check and confirm the application and compliance with: labor legislation, especially regarding prohibition of work analogous to slavery or that discriminates against persons on the basis of gender, ethnicity, race, religion, social class, age, sexual orientation, disability or any other attribute of the person, in addition to complying with and enforcing the Code of Ethics and Conduct and internal policies and rule of the Company.

**FRAUD** – crime or offense of deliberately deceiving others in order to harm them, usually to obtain property or services from him or her unfairly. It is any cunning, deceptive act in bad faith with the intention to harm or deceive somebody else, or not to comply with certain duty, gaining advantages or improper benefits (monetary or otherwise) for himself/herself or somebody else.

**CORRUPTION** - act or effect of bribing one or more persons on behalf of himself/herself or somebody else, usually by offering money. It can also be conceptualized as use by public service and/or private service persons of illegal means to gain advantages or improper benefits (monetary or otherwise) for their own or other people's benefit. It can be found in 02 (two) types, as follows:

a) **Passive:** committed by a public official against public administration in general and consists of requesting or receiving an improper advantage for yourself or others, either directly or indirectly, even outside the position or before taking it on, but because of it, or accepting a promise of such an advantage.

b) **Active:** committed by a private person against public administration in general and it consists of offering or promising an improper advantage to a public official in order to determine him/her to make, omit or delay an ex-officio action.

It can also be understood as the act or effect of degenerating, seducing or being seduced by money, gifts, entertainments or any benefit that would lead someone to deviate from, act or fail to acting in accordance with the law, morals, good moral principles and what is considered right in the social environment. For purposes of this policy, any form of corruption will not be tolerated, whether with public entities or private parties.

**BRIBE or KICKBACKS** - the means by

which corruption is committed since it is the practice of promising, offering or paying an authority, ruler, public official or private sector professional any amount of money or any other favors so that the person in question fails to behave ethically with his/her professional duties.

**TRAFFIC OF INFLUENCE** - committed by individuals against public administration in general, and consists of requesting, requiring, charging or obtaining advantage or benefit for themselves or others under the pretext of influencing an act carried out by public official on the job. Note that this crime is not a promise of money, but of advantages.

**MALFEASANCE** - committed by public official against public administration in general and consists of delaying or failing to make an ex-officio action unduly or make it against an express provision of law to satisfy interests or personal feeling.

**GRAFT** - committed by public official against public administration in general and consists of requiring improper advantage for himself/herself or somebody else, either directly or indirectly, even outside the role or before taking it, but because of it. The civil servant who requires tax or social contribution, which he/she knows or should know improper, or uses harassing or burdensome means in the collection, when due, that the law does not authorize, also incurs in this crime.

**PUBLIC OFFICIAL** - those holding public position, temporarily or permanently, with or without compensation who are classified as:

a) Political Officials - those who are at the head of each of the 03 (three) Public Authorities and represent the will of the Government.

• **Head of the Executive Branch:** President of the Republic, Governor and Mayor, including their deputies.

• **Immediate Assistants of the Executive Branch:** Ministers of State, State Secretaries and Municipal Secretaries.

• **Members of the Legislative Branch** (Senators, Federal Deputies, State Deputies and Aldermen)

• **Magistrates and Members of the Public Prosecutor's Office.**

b) **State civil server** - anyone who works for the State, whether in direct administration or indirect. If he/she works for the Federal Executive, State, Municipality, Federal District, Foundation, independent governmental agency, public company and for a government-controlled corporation is called a state civil server.

c) **Private individuals in collaboration** – private individual in collaboration is a private individual that does not lose the character of private, but at a certain point she/he holds a public position (such as jurors in the jury court, conciliator and poll

workers).

**FOREIGN PUBLIC OFFICIAL** - all persons who, even temporarily or without remuneration, hold a position, job or public function at bodies, state entities or in diplomatic representations of a foreign country, as well as at legal entities directly or indirectly controlled by public authorities of a foreign country or at international public organizations.

**FACILITATING PAYMENT** - any and all payment through which an action, service or government act can be expedited, or which is intended to ensure the implementation of an action or service in relation to its regular conditions.

**THING OF VALUE** - for purposes of this policy it means money, gifts, trips, entertainment, job offers, meals and work. Any item of value may also include event sponsorships, scholarships, support for research and charitable contributions requested or for the benefit of a public official and his/her family members, even if for the benefit of a legitimate charitable organization.

**IN-HOUSE EMPLOYEE** – An individual who provides services of a non-contingent (routine) type to SABÓ, under the latter's dependence and for salary, governed by the consolidation of labor laws. Only for the purposes of this Policy in-house employees are also considered:

a) Directors, managers and executive directors, who contribute to SABÓ business and activities by entering into a contract for the provision of services, and earning fees or not;

b) Trainees or interns, according to the Internship Law (Law 11.788/2008) and Young Apprentices according to the Apprenticeship Law (Law 10.097/2000).

**THIRD-PARTY EMPLOYEE** - refers to any and all service provider, supplier, consultant, business partners, third party contracted or subcontracted, whether individuals or legal entities, regardless of formal contract or not, using the name of the Company for any purpose, providing services and materials or interacting with the government or with other non-governmental entities on behalf of the Company to achieve the contracted business or agency.

As third-party employee is also understood business corporations and non-profit companies, incorporated or not, regardless of the form of organization or corporate model adopted, as well as any foundations, associations of entities or persons, or foreign companies having their head office, branch or agency in Brazil, legal and de facto companies, even temporarily.

**AUDIT (DUE DILIGENCE)** – methodical procedure of analysis of information and documents with predetermined purpose to

know the organization with which SABÓ intends to relate and interact.

#### **ANTI-CORRUPTION LAWS AND TREATIES -**

SABÓ undertakes to comply with Anti-Corruption laws and treaties, especially, but not limited to:

- Brazilian Anti-Corruption Law No. 12.846 dated August 1<sup>st</sup>, 2013 - Law on objective, administrative and civil liability of legal entities for committing acts against public, national or foreign administration in Brazil.
- Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (The OECD Convention) – ratified by Brazil on 11/30/2000.
- Inter-American Convention against Corruption (The OAS Convention) - ratified by Brazil on 10/07/2002.
- United Nations Convention against Corruption (The UN Convention) - ratified by Brazil on 01/31/2006.

## **4. Guidelines**

All employees and associates (in-house and third parties) should be abided by, comply with and enforce the terms and conditions of this Policy, without adverse effects to Brazilian Anti-Corruption Law No. 12.846 dated 08/01/2013 and related legislation, so understood, jointly ("Policy").



The Policy is applicable to in-house employees, associates and third parties, respecting, where applicable, the objective, administrative and civil liability for acts committed against public administration, national or foreign, and harmful acts to public administration, national or foreign, are all those acts committed by employees, associates and third parties against public property, national or foreign, against the principles of public administration or against commitments made, which can thus be identified:

- a) Promising, offering or giving improper advantage, either directly or indirectly, to a public official or a third person related to him/her;
- b) Financing, defraying, sponsoring provenly or otherwise subsidizing the practice of unlawful acts set forth in this Policy; and
- c) Using interposed natural person or legal entity to conceal or disguise his/her/its real interests or the identity of the beneficiaries of the acts committed.

The following are also considered to be harmful acts against Public Administration and in the private sphere, when persons or companies, in relation to contracts:

- a) To frustrate or defraud, through agreement, combination or any other

means, the competitive nature of public or private bidding process;

- b) Prevent, disturb or defraud any act of public or private bidding process;
- c) Remove or seek to exclude public or private bidders through fraud or by offering advantage of any kind;
- d) Fraud rules of contract or price to gain unlawful advantage;
- e) Create, fraudulently or irregularly, improper advantage or benefit, changes or extensions of contracts entered into with public administration, without authorization in law;
- f) Manipulate or defraud the economic and financial balance of contracts entered into with public administration.

For purposes of this Policy to commit the acts below is a violation as well, which entail unjust enrichment by receiving any kind of improper financial advantage due to position, mandate, role, job or activity, notably:

- a) Receive money, assets and properties for himself/herself or somebody else or any other economic advantage, direct or indirect, as a commission, percentage, bonus or gift from somebody having an interest, direct or indirect, which can be achieved or supported by action or omission resulting from the duties of a public official;

- b) Receive economic advantage, direct or indirect, to facilitate the acquisition, exchange or lease of assets or properties or the contracting the services of public officials for a price above the market value;
- c) Receive an economic advantage of any kind, direct or indirect, to tolerate the exploitation of minors, or the practice of games of chance, practices related to the encouragement or favoring of carnal commerce, drug trafficking, smuggling, usury or any other unlawful activity, or accept the promise of such an advantage;
- d) Offer job, commission or be engaged in consulting or advisory activity to individuals or legal entities having interests susceptible of being achieved or supported by action or omission resulting from the public official's duties;

All in-house employees, associates and third parties acting on behalf of SABÓ are prohibited from receiving, offering, promising, making, authorizing or providing (directly or indirectly through third parties) any improper advantage, payments, gifts or transfer of anything of value to any person, whether public official not, to influence or reward any official action or decision of such person for the benefit of the Company.

No in-house employee or third party will be retaliated against or penalized due to delay or loss of business resulting from his/her refusal to pay or receive bribery.

## 4.1 Freebies, gifts, travels and entertainment

No freebie, gift, travel or entertainment may under any circumstances be given to any person, whether public official or not, for the purpose of improperly influencing or compensating an act or decision, as actual or intended compensation for any benefit of SABÓ.

To avoid the impression of improper relationships with anyone, whether public official or not, SABÓ establishes the guidelines and procedures that should be followed by our employees, associates and third parties.

A significant portion of a company reputation depends on its integrity in dealing with third parties. Therefore, you may not solicit or receive payments, gifts or other benefits from suppliers or other third parties or instruct any person to do so as an incentive to conduct any business on behalf of SABÓ.

Of course, freebies, gifts and entertainment given or received from people who have a business relationship with SABÓ are generally accepted if they have modest value, appropriate to the business relationship, and do not create the idea of inadequacy or possible situation of conflict of interest. No payment in cash or cash equivalent (for example, check, gift voucher) should be made or received.

- Gift to persons: It is prohibited to offer gifts or other benefits to persons, including public authority and political parties, whose values may influence or be considered influential in business decisions.
- Gift from persons: Do not accept, directly or indirectly, money, gifts or other objects of value from anyone who is interested in having or already has business relations with SABÓ.

As an employee or associate you may not solicit, encourage or receive unlawful payments, bribes or other payments, contributions, gifts or favors that may influence your decision or that of another person.

It is acceptable to receive modest freebies or gifts, entertainment invitations or other benefit from people who are doing or looking to do business with SABÓ, provided that the benefits are allied with the following premises:

a) The following are considered **acceptable** freebies, gifts or benefits (a purely exemplary list):

- Pen, schedule, calendar, squeezer, cap, shirt, mug, keyring, wine bottle, cheese kit, executive briefcase, sewing kit, perfume holder, mouse pad, visor, *nécessaire*, measuring tape, pocketknife kit, mini toolkit, pen drive.

- Whatever the type of freebie, gift or benefit, its total value cannot exceed R\$ 200.00 (two hundred reais).

b) The following are considered **acceptable** freebies, gifts or benefits **with reservation** (a purely exemplary list):

- Tickets for cultural events such as: movie, theater, library, exhibition, fairs and lectures.).

- Lunch, dinner or happy hour with customers and suppliers, provided that the value per person does not exceed R\$ 200.00 (two hundred reais).

c) The following are considered **non-acceptable** freebies, gifts or benefits (a purely exemplary list):

- Cash value, check, purchase voucher, artwork, rings, watches and garments of admittedly expensive brand, travels (national or international, by any type of locomotion), stays, food baskets or drinks.

- Whatever the type of freebie with a total value greater than R\$ 200.00 (two hundred reais).

d) It is up to HR to regulate the way of receiving and recording freebies, gifts or benefits.

## 4.2 Facilitation payment

SABÓ prohibits and condemns any form of facilitation payments in order to obtain an unlawful advantage.

## 4.3 Employees and Third Parties

a) It is the policy of SABÓ to conduct business only with third-party employees that have unblemished reputation and integrity and are technically qualified.

b) It is not allowed, under any circumstances, that any third-party employee acting on behalf of SABÓ exert any kind of improper influence on any person, whether public official or not.

c) It is not allowed to hire third-party employees who have been appointed or recommended, albeit informally, by public

officials and whose purpose is compensation or obtaining favors.

d) As of the date of disclosure of this policy, anti-corruption clauses should be included in all contracts entered into with third parties to ensure compliance with this Policy.

e) All contracted suppliers should adhere to the terms and conditions of this Policy and the code of ethics and conduct, by means of a specific clause that should be an integral part of all contracts entered into with SABÓ.

f) In addition to the provisions of item "d" above, all suppliers should be aware of this Policy and the Code of Ethics and Conduct, available on the website [www.sabo.com.br](http://www.sabo.com.br) and the HR Portal ([https://propay.portaldorh.com.br/portal\\_sabo](https://propay.portaldorh.com.br/portal_sabo)) for online consultation of any interested party.

g) All persons belonging to SABÓ staff and third-party employees should adhere to the code of ethics and conduct and to this policy, upon signature of the letter of commitment.

h) SABÓ will not admit the practice of corruption or bribery by its in-house employees and third-party associates, who act on its behalf, even informally.

## 4.4 Purchasing Process

a) The entire purchasing process should be done under the terms and conditions of internal rules and guidelines, and the contracting of goods and services through the undue use of influence on any person is rejected, whether public official or not, in obtaining undue advantage.

b) During the bidding process, no employee or third-party associate may receive or offer any type of gift or entertainment from any person, either an individual or legal entity, whether public official or not, that may improperly influence or compensate an act or decision, as actual or intended compensation for any benefit of SABÓ and its partners.

## 4.5 Contributions/ Donations

a) SABÓ has as principle not to make any form of contribution or donations to a legal entity or individual.

b) SABÓ prohibits any contributions/ donations in exchange for favors to any natural person or legal entity, public official or not, even if the beneficiary is a genuine charitable organization.

c) SABÓ admits Contributions/Donations

when previously documented, approved and carried out only for legitimate philanthropic reasons such as to serve humanitarian interests and to support cultural or educational institutions, always complying with the laws in force, and nevertheless, the following rules and procedures should be complied with when contributing/donating to charitable causes:

- Every contribution/donation should be formally approved by the corporate director;
- The request should be carefully analyzed in order to ensure that the contribution/donation will not provide personal benefit to any public official or any person having a direct or indirect relationship with a public official, and that the institution is registered under the applicable legislation;
- The contribution/donation should be made to the charitable institution registered under the applicable legislation;
- The contribution/donation should be made to the charitable institution and not to individuals, and under no circumstances, payment can be in cash or by deposit into personal checking account;
- It is necessary to obtain detailed proof of receipt of the contribution/charitable donation and signed by the legally appointed manager of the institution.

## 4.5.1 Political Contributions/Donations

SABÓ is an apolitical company, and as such, does not make contribution/donation to political parties, political campaigns and/or candidates for public office.

None of in-house employees or third-party associates may use the name of SABÓ or resources to make contributions/donations to political parties, political campaigns and/or candidates for public office.

## 4.5.2 Contributions to Unions

a) SABÓ makes no contribution/donation to unions, union members or entities controlled by a union and national trade union centers, except those that are established as mandatory by the current legislation.

b) None of in-house employees or third-party associates may use SABÓ name or private resources to make contributions/donations to unions, union members or entities controlled by a union and national trade union centers.

## 4.6 Sponsorships

All sponsorships should be based on

agreements entered into between SABÓ and institutions that will receive sponsorship and should follow the guidelines of the current legislation.

## 4.7 Audit

An audit is required when:

### 4.7.1 Pre-Hiring

For the hiring of suppliers and third parties in general a due diligence process should be carried out to evaluate their antecedents, reputation, qualifications, final controller, financial situation, credibility and history of compliance with anti-corruption laws.

### 4.7.2 Post-Hiring

a) After hiring third-party associates, it is the duty of the manager responsible for hiring, herein called representative, to monitor their activities within the limits of the hired service and always be alert to any warning signs or noncompliance with the Anti-Corruption Laws.

b) If you know or have a legitimate reason to believe that a payment prohibited by anti-corruption laws or by this policy has been, is being or may be made or promised by a third-party associate on behalf of SABÓ, you should report such fact immediately via the channels of communication provided herein.

### 4.7.3 Mergers and acquisitions

a) Whenever SABÓ seeks new business through merger, takeover, acquisition of any organization or asset a careful process of "due diligence" should be carried out, and appropriate anti-corruption clauses should be included in the purchase and sale agreement, in addition to considering other options available to prevent the succession of any previous liabilities when closing the transaction.

### 4.8 Accurate record keeping and accounting

a) It is our obligation to keep books, records and accounts reflecting all SABÓ transactions in detail, accurately and correctly. To fight corruption, it is important that transactions are transparent, fully documented and classified for financial accounts that reflect their nature accurately. SABÓ is aware that trying to camouflage a payment can create an even

worse breach than the payment itself.

b) Ensure that all transactions/operations are fully documented, correctly approved and classified for the correct description of expense. Under no circumstances, false or misleading documents should be included in the books and records of SABÓ.

c) The Company has internal controls that provide reasonable assurance that:

- All transactions are approved and carried out as provided for in this anti-corruption Policy and in accordance with SABÓ policies and internal rules.

- All operations are recorded as necessary to allow preparation of financial statements in accordance with generally accepted accounting principles or any other criterion applicable to such statements, as well as to maintain proper control of assets.

d) If you are aware or suspect that anyone is directly or indirectly manipulating the books and records or otherwise trying to conceal or camouflage payments, you should report your concern immediately to channels of communication provided herein.

## 4.9 Audit

SABÓ will carry out annual audits to evaluate compliance with the legislation with balance sheets and financial statements validated by independent auditors.

## 4.10 Awareness and training

a) SABÓ maintains the commitment to make its in-house employees and third-party associates aware of the provisions set forth herein and rules established by the code of ethics and conduct. The training may eventually be delivered through teleconferencing, videoconferencing, posters, banners or other means that are not face-to-face.

## 4.11 Warning Signs

a) To ensure compliance with anti-corruption laws, in-house employees and third-party associates should be aware of warning signs that may indicate that advantages or improper payments may be occurring. Warning signs are not necessarily evidence of corruption nor disqualify automatically third-party associates representing SABÓ. However,

they arouse suspicion that should be verified until we are certain that these signs do not indicate an actual violation of anti-corruption Laws and this policy.

## 4.12 Violations and applicable penalties

a) It is the responsibility of all in-house employees and third-party associates to report any violation and suspicion of violation of the requirements of this Policy.

b) Reports of violation and suspected violation, identified or anonymous, may be made directly through the channels of denunciations provided in this policy.

c) Regardless of reports being identified or anonymous, SABÓ will take steps to the extent permitted by applicable law to protect the confidentiality of any complaint made.

d) SABÓ will not permit or tolerate any kind of retaliation against any person who submits a complaint in good faith or a complaint of violation of this policy or anti-corruption laws. Any in-house employees or third-party associates who engage in retaliation will be subject to disciplinary action.

e) Violations of this Policy may result in severe civil and criminal penalties for SABÓ and its employees and third-party associates involved.



f) Fines imposed on individuals for violations of this Policy cannot be paid by SABÓ, and the persons involved are subject to the current legislation, including possible developments leading to prison. The penalties for legal entities are very substantial and their executives are aware that they are also subject to current legislation and that they may be arrested. In addition, SABÓ may be sentenced to pay back the gains obtained with the unlawful act of Corruption.

g) SABÓ hereby registers its permanent option for complying with the requirements of this Policy, through practices to protect its interests such as due diligence and external audit processes, training programs, inclusion of contractual provisions for compliance with this Policy in contracts with third-party associates, as well as internal control and careful monitoring of the Company activities.

## 5. Letter of commitment and non-disclosure agreement

SABÓ will require its employees and

third-party associates to sign the letter of commitment and non-disclosure agreement related to technical and financial information obtained through the employment or commercial relationship and related, but not limited to: projects, customer specifications, know-how, inventions, formulas, layout and contract conditions.

Any employee or third party is prohibited from disclosing any information considered sensitive or confidential or provided for in the letter of commitment, whether technical or financial, for the purpose of influencing or rewarding any action or decision of public or private official or even to denigrate the brand, name and image of SABÓ.

## 6. Related policies and rules

SABÓ Code of ethics and conduct

Environmental Policy

Purchase Rules

Letter of Commitment of third parties

Letter of commitment and non-disclosure agreement

## 7. Changes and repeals

This rule supersedes and replaces any previous Policy/Standard/Communication on the subject used by SABÓ, except for the policies and rules listed and described in item 6 (above).

São Paulo, February 19, 2018

SABÓ INDÚSTRIA E COMÉRCIO DE  
AUTOPEÇAS S/A



## Letter of Commitment of Third Parties

By this private instrument, \_\_\_\_\_,

CPF/MF No.: \_\_\_\_\_, an employee at \_\_\_\_\_,

CNPJ/MF No.: \_\_\_\_\_ UNDERTAKE TO fully comply with the provisions of the Anti-Corruption Policy and SABÓ Code of Ethics and Conduct, which I hereby became aware of by reading the copy made available to me.

I further DECLARE to be aware that full compliance with this instrument is essential for conducting activities related to my position in an ethical and responsible manner, and any violation of the provisions hereof constitutes a serious infringement, punishable by penalty imposition.

São Paulo, MMMM DDDD, YYYY

\_\_\_\_\_  
Signature of third party

## Letter of Commitment of Employees

I, \_\_\_\_\_,  
registration number \_\_\_\_\_, received Sabó Anti-Corruption and Anti-Bribery Policy, and after reading and understanding its content, I agree with the principles and guidelines contained therein and I am committed to following such principles and guidelines in my professional activities.

I also agree that it becomes an integral part of my employment contract and I am aware that all updates deemed necessary by SABÓ will be automatically incorporated into the Anti-Corruption and Anti-Bribery Policy followed by me and added to my employment contract. If I do not accept these updates, I will express my disagreement, in writing, to the Conduct Committee or to whom it is designated by a separate document.

Place and date

\_\_\_\_\_

Signature of employee







[2018] Corporate HR