

CODE OF CONDUCT AND ETHICS

GRUPO



Ladies and Gentlemen,

This is the Code of Conduct and Ethics of the **Vibra Group**. For your activities to comply with the requirements as expected by the Company, it is essential that you carefully read all the points that have been set out in this document.

This Code must be put into practice in your daily routine, with positive attitudes based on these principles.



1.

A WORD FROM THE PRESIDENT OF THE ADMINISTRATION BOARD

This Code of Conduct and Ethics represents our method of action, and is the result of experiences that we have been through during many years of work, supported by ethical actions in our relationships with several different segments of the public with which we interact, be they employees, clients, partners, Government organisations, and communities, among others.

Integrity, honesty and commitment are our core values and are clearly written into this Code, stressing our willingness to keep them in mind in all the decisions we make.

This document is a work instrument that reinforces our relationships and focuses on essential ethical attitudes.

This Code applies to all the units of our Group and to all of us, regardless of our position, post, or function.

I kindly ask everyone to read our Code carefully, because this document governs important practices and also contains the list of the ethical principles and standards of conduct that must govern all our actions.

I count on the commitment of each and every one of us in the practice and publicising of the guidance here presented.

Flavio Sergio Wallauer
President of the
Administration Board

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GOALS AND SCOPE

This Code of Conduct and Ethics establishes the values, conditions and general guidelines that are the basis for the decisions and behaviour of all administrators, shareholders and employees of the **Vibra Group**, being equally applicable to relationships with suppliers, clients and shareholders, in line with the company's governance policies.

MISSION

Our mission is to produce foodstuffs and brood hens with excellence, from the poultry farm to the consumer, assuring company profits and meeting the expectations of shareholders, clients, consumers and employees of the company.

VISION

To be recognised for excellence in the company activities, from the poultry farm to the consumer.

CORE VALUES

Commitment

Commitment regarding the processes in seeking to achieve the purpose of the company.

Excellence

Always ensure quality in all processes, products, and services.

Client Focus

Always meet expectations based on the standpoint of the client and the consumer.

People

Work and communicate with people, always in a respectful manner; thus providing a professional working environment with individual and company growth.

Economic, Social and Environmental Sustainability

Focus on business results, seeking innovation and perpetuation of the company, with respect for society and for the environment.



**CORE ASSUMPTIONS
OF THE VIBRA GROUP**



4.1 RESPECT FOR THE ENVIRONMENT

The **Vibra Group** always performs its activities in line with environmental aspects, taking future generations into account.

4.2 RELATIONS WITH THE COMMUNITY

The **Vibra Group** always values and strives to achieve a good working relationship with the community in which its activity is included.

4.3 HEALTH AND SAFETY IN THE WORKPLACE

The preservation of the health, and also the physical and mental integrity, of all employees is extremely important for the **Vibra Group**. For this reason, we shall not allow urgency or any other situation put the security of employees of third parties at risk.

It is a firm commitment of the **Vibra Group** to follow all legal advice regarding the implementation of programmes, procedures, technical resources, and administrative resources, as possible and feasible, in order to prevent and reduce the occurrence of accidents and incidents in the workplace.

In this regard, special campaigns shall be run with regard to the health and security of employees, as also the supply of all personal protection equipment and group protection equipment as necessary for carrying out each specific activity.

In the same way, all employees shall be required to carry out the correct practice of work processes.

The **Vibra Group** is very strict in enforcing the standards of health and safety upon the company employees and also in investigating work accidents, without abstaining from applying administrative and disciplinary measures if and when necessary.



4.4 BIOSECURITY

The **Vibra Group** stands out for the quality of its products and processes, and for this reason there is the development of strict plans and programmes for biosecurity. These programmes and plans for biosecurity shall be strictly followed and obeyed by all those people who are part of the processes and products involved.

Should any employee or third party fail to comply with any of these programmes and plans, this could mean the application of administrative and disciplinary measures.



4.5 COMPLIANCE WITH LAWS, RULES AND REGULATIONS

In carrying out our company activities, it is mandatory to follow the standards as here established for ethical conduct, Laws and Regulations in force, with responsibility, integrity and professionalism.

4.6 COMPLIANCE WITH INTERNAL PROCEDURES AND TECHNICAL SPECIFICATIONS

There shall be compliance with all Internal Procedures and Technical Specifications as planned for the development of products, services, and the production process.

5 GENERAL GUIDELINES OF CONDUCT AND ETHICS

5.1 RELATIONSHIP WITH SHAREHOLDERS

Shareholders and their families must follow the same rules that are valid for all employees of the **Vibra Group** and can have a relationship with the company as suppliers or clients, provided this does not cause any harm for the company.

The relationships shall be conducted under conditions that are no less favourable than those of the market, striving to uphold ethics in negotiations, always seeking the best results, without favouring any of the parties involved, and which follow commercial principles based on generation of profits.

5.2 RELATIONSHIP WITH SUPPLIERS

All suppliers shall be treated in a respectful and cordial way, seeking the establishment of a healthy commercial relationship with the **Vibra Group**.

It is strictly forbidden to practice any kind of encouragement or benefit of any kind, in favour of suppliers, when this could result in direct or indirect competition against the **Vibra Group**.

5.3 RELATIONSHIP WITH CLIENTS AND CONSUMERS

The **Vibra Group** maintains, with its customers and consumers, a firm commitment to respect all peoples, cultures and creeds and treat them equally, without any type of prejudice or discrimination.

When dealing with its clients and consumers, the **Vibra Group** shall proceed in the following way:

- a) All clients shall receive special treatment with all due attention, courtesy and respect for their rights, a type of treatment that meets their interests and expectations.
- b) Deliveries shall be made within the time frame and price as agreed, and there shall always be respect for commercial commitments.
- c) The consumer shall reserve the right to terminate any commercial relationship whenever his or her specific interests are not being met.
- d) The company shall always act with operational efficiency.

5.4 RELATIONSHIP WITH EMPLOYEES

The **Vibra Group** recognises that motivation, professionalism, proactivity and the technical skills of the company's personnel are key factors to maintain competitiveness, the addition of value for shareholders, and client satisfaction.

Hence, there is extra value given to the generation of efficient results and the search for opportunities, within a team viewpoint.

The commitments as here agreed confirm the importance of respect for the individual according to the legislation currently in force, thereby ensuring equality of treatment and specifically excluding any kind of discrimination.

5.5 RELATIONSHIP WITH COMPETITORS

Competition with the competitors is always conducted in a fair way, based on management capacity, use of technology, and negotiation with suppliers and clients.

There is no use of illicit means or untruths as a way of harming competitors' image or reputation.

5.6 RELATIONS WITH THIRD PARTIES

The **Vibra Group**, when dealing with third parties of any nature, shall demand compliance of internal by-laws and other laws as may apply to the services hired.

5.7 RELATIONSHIP WITH COMPANIES OWNED BY EMPLOYEES OR BY EMPLOYEES' RELATIVES

The **Vibra Group** does not prioritise commercial relationships with companies that supply products and that supply other direct or indirect services for the company which has the participation of employees, close relatives of employees, or former employees.

If there is any type of relationship of this type, then the Superintendent Director must be informed, and the negotiations must be reached under conditions that are not less favourable than those of the market, always striving to uphold ethics in negotiations, in a quest for the best results, without any favouring of the parties involved, and following commercial principles for generation of profits.

5.8 RELATIONSHIP WITH GOVERNMENT INSTITUTIONS AND GOVERNMENT ORGANISATIONS

The **Vibra Group** respects legislation and authorities at all levels of Government Administration.

The supply of information to all municipal, state and federal institutions shall always be made in writing, through issue of a protocol of receipt, and with due guidance and approval from the Legal Department or the Superintendent, depending on the matter involved.

The **Vibra Group** reserves the right to make a public statement about policies and Government decisions that could affect the progress of business and relationships with employees, consumers, partners or shareholders. However, this act may only be exercised by the President of the Administration Board or by the Superintendent.

5.9 RELATIONSHIP WITH POLITICS AND POLITICAL PARTY ACTIVITIES

We shall always maintain a position of neutrality within the workplace environment and also when conducting company business, and this consists mainly of the refusal to favour any one line of political ideology. This neutrality shall be an essential condition for the establishment of healthy and sustainable relationships built upon foundations of transparency and also of mutual respect between the **Vibra Group** and those in political office.

We also make sure that no action that we organise could favour any political party or other influence group (such as ideological groups, religious creed groups, etc).

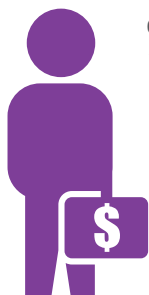
While the **Vibra Group** does indeed respect an individual employee's right to get involved in civic matters and to be a part of the political process, such participation must only occur in the employee's free time and at his or her own cost. In these cases, the employee must make it quite clear that these statements of political opinion are personal, and do not represent views of the company in any way.

Any political acts or campaigns on the premises of the **Vibra Group** are strictly forbidden.

Should anyone be an Administration Board Member, a Director, or a Manager of the **Vibra Group** and participate in any form of action within the political process, then it shall be mandatory that this person renounce his or her position as a manager of the company. If the person is not elected, or if the person is elected but does not take office, then he or she may or may not be rehired at the company, at the discretion of the General Assembly.

6 GENERAL DUTY OF CONFIDENTIALITY

It is strictly forbidden to carry out any act of corruption when exercising the functional responsibilities, or on using company assets, this being considered a direct and serious violation of the present Code of Conduct and Ethics, meaning that the violating party shall be held responsible (both civilly and criminally) for the acts practiced.



It shall also be forbidden to request or accept any kind of favouring of third parties in exchange for the execution of an act inherent to the functions; in the same way, when exercising the responsibilities of a certain function or a certain employee, it shall not be allowed to facilitate any abusive act which could be interpreted as being a case of real or assumed influence.

In relations with different Government organisations, no deviation of personal conduct in this regard shall be acceptable. This same practice shall be followed with regard to private organisations, clients and partners.

Should there be any doubts about the conduct to be followed, guidance should be sought with the Ethics Commission.



We ascribe utmost confidentiality to all information owned by the **Vibra Group** that require such a posture, in cases where the publicity or precocious disclosure thereof could bring risk of harm to the Group's interests, image/reputation and/or shareholders.

We consider that this professional secrecy should cover all aspects of the corporate functional existence of the **Vibra Group**, as also data about employees, suppliers and clients, and here we would like to highlight some of these, by way of example: personal or employment data; internal lists and catalogues; products; analyses; technical projects; industrial data; commercial and financial planning; or reference to commercial partners, suppliers, administration, and competitors.

BRIBERY AND CORRUPTION

8 MANAGERS' DUTIES AND OBLIGATIONS



The employees must not resort to any kind of fraudulent or dishonest conduct against property, assets, financial or accounting reports/statements of the **Vibra Group** and/or any third parties.

The internal reports that sustain the financial statements and which are the base for business management and compliance with obligations before several organisations and competent bodies need to be accurate and well aligned with the technical standards that are required of the **Vibra Group**.

If there is proof of any fraudulent conduct and/or conduct which could be harmful to the company, then those involved shall be subject not only to disciplinary sanctions but also to civil and criminal action.



All the managers of the **Vibra Group** shall uphold the following commitments:

- a) Respect, listen to, and treat everyone equally, meaning that all employees shall receive a professional style of treatment, thus avoiding any kind of harassment in vertical or horizontal hierarchy.
- b) Sustain a work environment where it is possible to develop professionally, upholding full safety, physical and mental health of everyone involved when carrying out their activities.
- c) Not to take advantage of their position or status in the hierarchy to obtain personal benefits, not even outside the company.
- d) Not have any relative (up to the third degree) as a subordinate. This prohibition also includes relationships between employees, even if this relationship has not been made official, unless approved by the Commission of Conduct and Ethics.



FRAUD AND EMBEZZLEMENT

10.

**GIFTS,
PRESENTS,
DONATIONS AND
SPONSORSHIPS**



It is strictly forbidden to either accept or request presents, rewards, favours or invitations.

It is strictly forbidden to either accept or request presents, rewards, favours or invitations, or any other kind of advantage, from individual people or corporations with whom you maintain any current or prospective business relationship.

It is also strictly forbidden to carry out any acts of liberality to either offer or receive any kind of direct or indirect personal advantage through the position held, including luncheons, dinners, tickets for shows, trips, among others.

Normal acts of courtesy of hospitality, with the giving of presents of no commercial value (cheap pens, appointment books, and other similar objects), including those received in compliance with social etiquette on certain occasions, may be accepted but must be informed to the line manager. In addition, the employee must refrain from giving his or her personal address in order to receive such gifts, even when of a merely symbolic value. The address to be used for this purpose is that of the **Vibra Group**.

If offered, the employee, on refusing the item offered, shall inform that this is a standard procedure followed by the **Vibra Group**. When this is not possible, the presents shall be sent to the Commission of Conduct and Ethics, for the purposes as this Commission may establish.

The supply of special gifts in the name of the **Vibra Group**, distributed as a form of company advertising, must first get approval from the Commercial Director.



**COMPUTER AND
TELEPHONE
RESOURCES**



The assets, equipment and premises of the **Vibra Group** are exclusively for appropriate use in company operations, and may not be used for private purposes.

The electronic systems and computer resources are available to the employees for the satisfactory execution of their functions, and shall be subjected to maintenance regularly.

It is prohibited to change, upload, store or otherwise use any content that is obscene, pornographic, violent, discriminatory, racist, defamatory, or which disrespects any individual person or institution and/or which goes against the policies and the interests of the **Vibra Group**. Games and chain messages are also not allowed.

Users in general should not expect privacy when using these systems and resources. For this reason, the **Vibra Group**, through its responsible department and at its entire discretion, may use and monitor any information which is transmitted by, or stored in, such media. This rule includes information which is written or stored using an electronic system and any other kind of associated medium. It also includes information that is technically developed, acquired by associations, acquisitions, licences, purchases, or otherwise entrusted to the **Vibra Group**.

The password to access the systems is personal and not transferrable, and the concession thereof to third parties, even when this party is a work colleague, is not allowed. However this password may be used by the **Vibra Group**, which is its legitimate owner.

No software or programme shall be copied or installed on the computers of the **Vibra Group** without prior authorisation from the Information Technology Department of the Unit.

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COMPANY ASSETS



Contact with the media is an important role for the establishment of an image for the **Vibra Group**. Therefore, all information concerning the **Vibra Group** shall be transmitted in a truthful and homogeneous way and only through the Commercial Management and the Marketing area, through authorisation granted by the General Manager and the President of the Administration Board.

No employee may supply information about the **Vibra Group** that is not publicly available to representatives of the media. Similarly, no employee may have any contact with the media that is aimed at the disclosure of confidential company news, and must also be sure to inform the Commercial Department and the Marketing Area about any questions asked by the media.



The company's asset portfolio also includes intellectual property.

The assets of the **Vibra Group** also include the intellectual property of all programmes, plans, projects and computer software, which are developed at the company.

All inventions developed while an employee of the company and when carrying out professional duties shall be the property of the **Vibra Group**, even after the employee has left the company.

13.

**PUBLIC STATEMENT
OF INFORMATION**

14.

**SOCIAL
NETWORKS**



Take care! Social networks are means of communication that are open to all. Never publish confidential information.

Considering the fact that social networks are means of communication that are open to all, a natural consequence of modern society, their use must follow the guidelines below:

- a) All information whose disclosure is allowed and possible is published on the company's own websites and communication media;
- b) Never use brands or other identities of the **Vibra Group** for private purposes on social networks;
- c) Never publish confidential information of the **Vibra Group** or any information which could be an inconvenience for employees, suppliers, clients or partners;
- d) On giving your opinion about company-related issues, it is important to be aware that this could have a negative repercussion, even if this is not what you intended;
- e) Access to social networks through your own means (smartphones) must be done in a way that does not in any way hinder your work activities.

15 BEHAVIOUR GUIDELINES

15.1 ALCOHOL AND DRUG USE, AND BEARING OF WEAPONS

It is not allowed to imbibe alcoholic beverages during working hours, or to work while inebriated. It is also forbidden to use or carry drugs, and remaining on the job in a state altered through the use of such substances, because this could affect security and performance, of yourself and of your work colleagues.

Weapons of any kind are not allowed on Company premises, except by professional people who have been explicitly authorised to carry and use weapons by nature of their professional activities.

15.2 COMMERCE OF GOODS

It is strictly forbidden to trade or barter any kind of goods of private interest on Company premises.

15.3 GAMBLING

All forms of gambling, which could bring harm to the employees, are prohibited on Company premises.

15.4 MORAL AND SEXUAL HARRASSMENT

The **Vibra Group** shall not tolerate any kind of harassment, be it sexual, moral, economic, or of any other kind, and neither shall it tolerate any situations that amount to disrespect, intimidation or threat, within the relationship between employees, regardless of their hierarchical level.

15.5 DISCRIMINATION AND PREJUDICE

The **Vibra Group** values diversity within work relations. Therefore, everyone should receive respectful, fair and cordial treatment, regardless of the post they occupy or the functions they carry out.

The **Vibra Group** shall not accept any kind of discrimination or prejudice, whether based on ethnicity, religious beliefs or lack thereof, age bracket, gender identity, political views, nationality, marital status, sexual orientation, physical conditions, or any other such criteria.

In the recruitment, selection and promotion processes, candidates shall be appraised exclusively based on how well they can meet and adapt to the conditions of the job.

Any employee who in any way feels discriminated against, humiliated, or a target of possible prejudice, pressure, abuse or disrespect, and who does not feel comfortable in addressing the issue with their line manager shall inform the fact to the Commission of Conduct and Ethics, placed at their disposal.

15.6 CHILD AND SLAVE LABOUR

The **Vibra Group** shall not accept, both on the company premises and when practiced by suppliers or business partners, any kind of slavery or labour under conditions analogous to slavery, and similarly shall not accept any use of child labour.



The **Vibra Group** values diversity in labour relations.

16.

COMMISSION OF CONDUCT AND ETHICS – SOLUTION OF CONFLICTS

The **Vibra Group** has a Commission of Conduct and Ethics, which has the responsibility of receiving and deliberating about the more serious cases of violation of this Code and also of applying application of any disciplinary sanctions as considered necessary. In addition, this Commission decides and clarifies doubts related to this text and the application thereof.

16.1 COMPOSITION

The Commission of Conduct and Ethics may consist of up to five (5) professional people of the **Vibra Group** as follows: one (1) President, one (1) Director and three (3) company professionals, all recommended by the Directors and approved by the Administration Board.

Each term of office of this Commission shall run for two (2) years, and may be renewed for a similar period.

The Presidency of the Commission of Conduct and Ethics shall be a role of the President, who shall co-ordinate the results and also receive all consultations and denouncements related to this Code of Conduct and Ethics.

16.2 RESPONSIBILITIES

Permanently assess the currency and relevance of this Code, suggesting any changes as may be necessary.

- a) Propose any actions as may be necessary to reinforce the disclosure and publicity thereof, also being responsible for proposing any actions regarding publicity of, and compliance with, this Code of Conduct and Ethics, to ensure that is effective and efficient.
- b) Respond to any consultations addressed to the Commission.
- c) Analyse any denouncements received and propose appropriate measures in reply.
- d) Issue, through the Internal Communication department, announcements to the company about issues of general interest, seeking to consolidate conduct which is compatible with the values of the **Vibra Group** and the terms set forth in the present Code.
- e) Analyse and decide about any cases not covered by the present Code.

16.3 OPERATION

The members of the Committee sign a Declaration of Commitment, committing themselves to maintain of strict secrecy when conducting investigation of denouncements received, as also to being completely unbiased with regard to all facts and acts treated by these, even when involving people who are close.

16.4 DISCIPLINARY MEASURES

Failure to comply with the standards and rules set by the **Vibra Group** are subject to the application of penalties, as established in the currently effective Procedure for Disciplinary Measures.

The people to whom penalties are applied as a result of alleged violations to the present Code may present their defence in writing within five (5) days to the Commission of Conduct and Ethics. After this is done, the Commission shall have the same time frame to consider the case and reach a verdict, as according to the company's Procedure for Disciplinary Measures.



The Vibra Group has
a Commission for
Conduct and Ethics.

All actions taken by employees in violation of the present Code of Conduct and Ethics shall be reported to the Commission for Conduct and Ethics.



It shall be up to this group to receive and judge all cases of violation of this Code, to apply sanctions, reach decisions and clarify doubts regarding the text and the application thereof.

People who violate the terms of this Code shall receive disciplinary penalties, including the termination of the contract of employment, regardless of any other legal measures as may be applicable.



We are all inspectors checking ethical standards and we have the duty to comply with the terms of this Code and also make sure that others also comply with these terms.

17.

**APPROVAL,
VALIDITY AND
DISCLOSURE**



This Code has been approved by the Directors and by the Administration Board of the **Vibra Group** at a meeting held on February 19th 2016, and shall take effect at the moment of its disclosure.

This Code is widely divulged throughout the corps of employees, managers, the Administration Board, suppliers, service providers, integrated persons, and everyone else who has some kind of business relationship with this company.

This is the first version of the Code of Conduct and Ethics.

Montenegro, February 19th 2016.

Gerson Luís Müller
Superintendent

Flavio Sergio Wallauer
President of the
Administration Board

188 DENOUNCEMENT CHANNELS

We have provided a channel through which you can anonymously report the occurrence of any type of non-compliance, or the existence of any kind of conduct, by anyone in the company, which is inappropriate considering the terms of this Code of Conduct and Ethics.

Remember: your anonymity and confidentiality shall always be assured, as this channel is operated by a specialised external company with trained attendants.

Contato Seguro

Phone number: **0800 601 8652**
(freephone service)

Access the website: www.contatoseguro.com.br



**contato
seguro**

CANAL DE ÉTICA

These channels are available round the clock, seven days a week, including holidays.



Direct contact with the outsourcer, with specially trained people to serve you.




Contato Seguro then passes your report on to the Committee of Conduct and Ethics, which consists of people who have the skill and training to check the veracity of the claim and apply any sanctions that may be due.

**Do your part!
Your daily actions
shall always be in
compliance with
this Code.**

GRUPO





Atitude
POSITIVA
CRESCIMENTO SUSTENTÁVEL