



CODE OF ETHICS

VMI SECURITY

VMI SISTEMAS DE SEGURANÇA LTDA
CNPJ: 05.293.074/0001-87

R. Um, 55 – Quinhão 3,
Distrito Industrial Genesco
Aparecido de Oliveira
Lagoa Santa, MG – Brasil
CEP 33400-000

TEL. +55 31 3622 0470

Our responsibility toward the community that makes up the company keeps growing, and the world demands more than work: individual, moral and ethical commitments are essential.

In light of this reality, the guidelines of this Code of Ethics and Conduct were created to guide and strengthen the actions of those who rely on it, so that sound decisions are made, both from the standpoint of the individual and from the standpoint of the company.

This new version of the Code incorporates the best integrity and governance practices adopted by the market: it reinforces the commitment of Senior Management, expands the rules on anti-corruption, conflict of interest and dealings with public officials, and strengthens the whistleblowing channels, with guarantees of confidentiality and non-retaliation.

This Code applies without distinction to all employees, sales representatives, third parties, suppliers and partners of VMI. It is essential that everyone read it, take it in and make an unequivocal commitment to comply with it.

The Code will help VMI protect its most valuable assets: reputation and integrity. With the participation and cooperation of all, the prominence achieved by VMI in the market will be maintained, building together a true example to be followed.



**OTÁVIO
MORAES**

CEO
VMI SECURITY

MESSAGE FROM THE CEO

- 1. INTRODUCTION**
- 2. OUR MISSION AND VALUES**
- 3. DEFINITIONS**
- 4. PURPOSE AND SCOPE OF THE CODE**
- 5. COMMITMENT OF SENIOR MANAGEMENT**
- 6. DECISION-MAKING**
- 7. EXPECTED CONDUCT**
- 8. INTOLERABLE CONDUCT SUBJECT TO DISCIPLINARY MEASURES**
- 9. EQUAL OPPORTUNITY, DIVERSITY AND INCLUSION**
- 10. MORAL HARASSMENT, SEXUAL HARASSMENT AND PSYCHOLOGICAL VIOLENCE**
- 11. CONFLICT OF INTEREST AND OUTSIDE ACTIVITIES**
- 12. ANTI-CORRUPTION AND DEALINGS WITH PUBLIC OFFICIALS**
- 13. GIFTS, PROMOTIONAL ITEMS, HOSPITALITY AND ENTERTAINMENT**
- 14. DONATIONS AND SPONSORSHIPS**
- 15. FAIR COMPETITION**
- 16. ACCOUNTING AND FINANCIAL RECORDS**
- 17. USE OF THE INTERNET, CORPORATE E-MAIL AND SOCIAL MEDIA**
- 18. DEALINGS WITH THE PRESS**
- 19. CONFIDENTIAL INFORMATION**
- 20. PERSONAL DATA PROTECTION**
- 21. HUMAN RIGHTS, FORCED LABOR AND CHILD LABOR**
- 22. OCCUPATIONAL HEALTH AND SAFETY**
- 23. ENVIRONMENT**
- 24. SUPPLIERS, THIRD PARTIES AND BUSINESS PARTNERS**
- 25. WHISTLEBLOWING CHANNEL AND NON-RETALIATION**
- 26. EFFECTIVE DATE, REVIEW AND FINAL PROVISIONS**
- 27. CONCLUSION**

1. INTRODUCTION

The Code of Ethics of VMI Sistemas de Segurança brings together the main guidelines for conducting the company's business and covers the way in which all employees must relate to one another and to customers, suppliers, government bodies, competitors, the community and the environment.

It was built upon VMI's MISSION and VALUES, outlining the conduct expected so that employees act in accordance with the company's objectives and culture, and it forms part of VMI's Integrity Program, a set of internal mechanisms and procedures for integrity, auditing, encouragement of the reporting of irregularities and effective enforcement of this Code and of the internal policies.

It is everyone's responsibility, without distinction, to strive to maintain VMI's good reputation at the various levels of relationship. Inappropriate behavior, or behavior at odds with the principles of this Code, may harm VMI's good image and internal environment, also affecting all other employees and partners.

2. OUR MISSION AND VALUES

VMI seeks to contribute significantly to a safer and more efficient society through technological and innovative solutions.

To that end, it is guided by the following values:

- Ethical attitude: respect in interpersonal relationships;
- Personal and professional development of the team;
- Innovative attitude, making a difference to the market;
- Owner's attitude, with personal commitment to the company's results.

3. DEFINITIONS

For the purposes of this Code, the terms below shall have the following meanings, in the singular or in the plural:

- **Employees:** employees, partners, officers, interns and apprentices of VMI;
- **Third Parties:** service providers, sales representatives, suppliers, business partners and any individual or legal entity acting on behalf of, in the interest of or for the benefit of VMI;
- **Senior Management:** the CEO, the directors and the other managers with strategic decision-making power at VMI;
- **Public Official:** any person holding, even temporarily and without remuneration, a position, function or employment, whether elected or appointed, in any government entity, department or agency, in the Executive, Legislative and Judicial branches, in direct or indirect public administration, domestic or foreign, in a public international organization or in a political party, including candidates for public office;
- **Integrity Program:** a set of internal mechanisms and procedures for integrity, auditing and encouragement of the reporting of irregularities, and for the effective enforcement of this Code and of the internal policies and rules, with the purpose of preventing, detecting and remedying deviations, fraud, irregularities and unlawful acts;
- **Anti-Corruption Law:** Brazilian Federal Law No. 12.846/2013 and its related regulations;
- **LGPD:** the Brazilian General Personal Data Protection Law, Federal Law No. 13.709/2018.

4. PURPOSE AND SCOPE OF THE CODE

This Code contains the company's general guidelines and recommendations for conducting its business in accordance with the highest standards of ethics and good practice. Its main purposes are:

1. To preserve VMI's ethical values and its commitment to transparency and probity;
2. To establish integrity rules to be observed by all Employees and Third Parties, in order to prevent unlawful or unethical acts, or acts that may harm VMI's interests;

3. To identify prohibitions and the main integrity risks of the company's activity;
4. To provide channels that allow reports to be submitted, including anonymously, regarding violations of this Code, with guaranteed confidentiality and non-retaliation.

The rules of this Code apply together with VMI's other internal policies and rules. Although it cannot encompass every everyday situation, the Code sets out fundamental principles to guide daily decision-making processes. Failure to understand this Code is not an argument for non-compliance: in case of doubt, the employee must seek guidance from their manager, from the Human Resources Department or from the Compliance Committee.

5. COMMITMENT OF SENIOR MANAGEMENT

It is the duty of VMI's Senior Management to strictly observe the applicable legislation, this Code and the internal policies, committing to lead by example.

- Senior Management must ensure and encourage constant training of its teams, so that this Code is observed and internalized by all;
- Senior Management undertakes to maintain an open-door and non-retaliation policy, ensuring easy access for questions, suggestions or reports;
- Those holding managerial positions are responsible for complying with and ensuring compliance with the guidance in this Code, promoting its application to the team under their management.

6. DECISION-MAKING

Obedience to the law feeds the foundation on which our ethical standards are built. VMI and its employees have the obligation to comply with all local, regional or national laws and regulations applicable to the business it carries out. Violating the law can be extremely damaging to the company, subjecting VMI (and, in many cases, its employees) to civil and criminal penalties.

Before acting, make sure the conduct is appropriate:

1. Check whether the conduct is in line with current legislation;
2. Check whether the conduct is consistent with this Code and with VMI's Policies, Rules and Practices;
3. Check whether the conduct is consistent with the company's values;
4. Ask yourself: would I feel comfortable if this decision became public?

An employee's action or behavior will be considered inappropriate if the answer to any of the questions above is negative. If the doubt persists, consult your manager, the Human Resources Department or the Compliance Committee.

Whenever you are in doubt, ask!

7. EXPECTED CONDUCT

Maintaining the commitment to ethics and to the standards of conduct is a team effort. Our obligations go beyond simply knowing the content of this Code. All of us must:

- Follow the provisions of this Code, the policies and the other rules of the company;
- Maintain a positive, dignified, loyal and honest professional attitude, based on mutual respect, trust and cooperation with co-workers and with the company;
- Request clarification from the Human Resources Department or from the Compliance Committee regarding any uncertainty in applying the standards set out in this Code;
- Preserve VMI's assets, including its image and reputation, facilities, information, equipment and materials, using them only for their intended purposes and strictly in the performance of one's function, protecting them against loss, damage, waste and improper use;
- Act with impartiality, objectivity, honesty, respect, transparency, loyalty and courtesy in dealings with officers, employees, suppliers, partners and customers;

- Be diligent, honest and responsible in dealings with customers, authorities, suppliers and all other individuals and organizations with which VMI relates;
- Avoid situations of conflict between one's own interests and VMI's interests and, where this is not possible, refrain from representing VMI in the matter, reporting the fact to the immediate superior;
- Be committed to the sustainable development of the regions where VMI operates and comply with environmental legislation;
- Act with social responsibility and respect for human dignity;
- Carry out daily activities in compliance with the safety and health requirements defined by the company;
- Present feasible and truthful offers, embodied in proposals or advertisements of products and services that will certainly be honored;
- Respect VMI's values on social media, in line with the recommendations of this Code;
- Take part in the Integrity Program training sessions when summoned;
- Respond in a timely manner to requests from Senior Management or from the Compliance Committee, providing information and documents needed to investigate possible irregularities;
- Report to the company, through the channels indicated in this Code, any fact or suspected violation of the laws, of the internal policies or of the precepts of the Code.

8. INTOLERABLE CONDUCT SUBJECT TO DISCIPLINARY MEASURES

- Using one's position to obtain personal advantages, favors or any other form of illegitimate preference or benefit, even for third parties within one's circle;
- Discriminating against any person on the grounds of ethnicity, origin, gender, sexual orientation, religious belief, union membership, political or ideological conviction, social class, disability, marital status or age;

- Engaging in harassment of any nature, including moral or sexual harassment, or any form of psychological violence, causing embarrassment to others;
- Granting preferential or privileged treatment to any customer or supplier contrary to VMI's policies and rules;
- Offering or receiving gifts contrary to the applicable VMI Rule or as a means of exerting undue influence;
- Offering, promising or authorizing the granting of an undue advantage, directly or indirectly, to any company or public official;
- Engaging in active or passive corruption, extortion, kickbacks, fraud, money laundering, terrorism financing or any other similar criminal conduct;
- Entering into an understanding or agreement with an actual or potential competitor that may unlawfully limit or restrict free competition, or contacting a competitor in violation of the applicable competition legislation;
- Distorting figures or the accounting characterization of items that may be reflected in VMI's management reports or financial statements;
- Using or appropriating company resources or property for one's own benefit;
- Working under the influence of illicit drugs or alcoholic beverages, as well as consuming, carrying, distributing or selling such substances in the workplace;
- Carrying weapons of any kind on company premises, except with express authorization for the performance of one's function;
- Retaliating, by any means, against anyone who has reported in good faith a suspicion or violation of this Code.

9. EQUAL OPPORTUNITY, DIVERSITY AND INCLUSION

VMI is committed to providing a work environment that offers equal opportunities to all. Decisions on recruitment, hiring, development, promotion and compensation will be based on the qualifications, merit and technical-professional requirements demanded for the position, without distinction as to race, color, gender, sexual orientation, religion, origin, age, marital status, physical or mental disability, or any other personal characteristic.

VMI rejects any and all conduct involving persecution or exclusion and seeks to ensure a healthy and positive work environment where all employees feel comfortable and respected, valuing human and cultural diversity in work environments and relationships.

10. MORAL HARASSMENT, SEXUAL HARASSMENT AND PSYCHOLOGICAL VIOLENCE

Psychological violence is characterized by offensive gestures, words, attitudes or actions, whether explicit or subtle, that are disparaging, discriminatory, humiliating or embarrassing, arising from work relationships and offending the dignity of the person.

Moral harassment is characterized by the repeated and lasting occurrence of psychological violence at work, which may compromise a professional career, cause harm to physical and mental integrity and deteriorate the work environment.

Sexual harassment is characterized by conduct of a sexual nature, expressed physically, through words, gestures or other means, proposed or imposed on a person against their will, causing embarrassment and violating their sexual freedom.

VMI does not tolerate the practice of, or connivance with, repeated acts of psychological violence, such as moral harassment and sexual harassment, nor isolated acts of an offensive, humiliating, inappropriate or hostile nature, committed individually or in a group, regardless of hierarchical relationships between the parties. Situations of this nature must be immediately reported through the Whistleblowing Channel.

11. CONFLICT OF INTEREST AND OUTSIDE ACTIVITIES

A conflict of interest is any situation in which Employees or Third Parties have private interests that differ from or compete with VMI's interests and that may give rise to personal favoritism or improperly influence the performance of their activities.

- Everyone must act and make decisions in VMI's best interest, avoiding conflicts of interest, even if only apparent;
- The activity of an employee who has an economic interest in VMI's competitors, customers or suppliers is deemed to be conflicting, as is the activity of a spouse or family member at a competing company or one in the same segment, when the employee has access to the company's strategic information;
- The employee must inform their manager and the Compliance Committee of any situation, whether their own or a family member's, that may constitute a conflict of interest, refraining from deliberating on matters in which they have a personal interest;
- Outside activities carried out beyond working hours may not interfere with the performance of duties at VMI, may not be related to or compete with the company's business and may not harm the company's image;
- The sale of products or services on VMI's premises or during working hours is not permitted;
- The use of VMI information in lectures, articles or teaching activities must be previously and formally authorized by the immediate manager.

12. ANTI-CORRUPTION AND DEALINGS WITH PUBLIC OFFICIALS

VMI repudiates any and all forms of fraud and corruption, in the public and private sectors, and reinforces its commitment to the Anti-Corruption Law (Law No. 12.846/2013) and the other applicable rules. Employees and Third Parties are prohibited from offering, promising, authorizing, soliciting, accepting or receiving, directly or indirectly, any undue advantage, bribe or kickback, from or to any person, whether a public official or not; from defrauding the competitive nature of public bidding processes; and from concealing, altering or destroying documents under official investigation or obstructing actions by public authorities.

All contact with public officials must be strictly institutional, transparent, carried out officially and with a formal record of the matters discussed. Political party donations on behalf of VMI and political party demonstrations in the workplace, using company resources or representing VMI, are prohibited.

The detailed guidelines, controls, approval flows and other rules on the subject are set out in VMI's Anti-Corruption, Anti-Fraud and Associated Risk Management Policy, which must be observed together with this Code.

13. GIFTS, PROMOTIONAL ITEMS, HOSPITALITY AND ENTERTAINMENT

The offering or receipt of promotional items, gifts, hospitality or entertainment may never have the intention (or the appearance thereof) of influencing decisions, obtaining preferential treatment, repaying favors or obtaining any undue advantage. Where such intention or expectation exists, the act must be refused, regardless of its nature or value

The detailed criteria, limits, frequency rule, approval levels, recording requirements and other specific situations are set out in VMI's Rule on the Offering and Receipt of Gifts, which must be observed together with this Code.

14. DONATIONS AND SPONSORSHIPS

Donations and sponsorships made by VMI must respect the principles of ethics, transparency and good faith, contribute to the development of communities and society, and be previously approved by Senior Management, with a formal record and supporting documentation.

Donations of money, goods or services to entities linked to public officials or to their family members with the purpose of obtaining an undue benefit or advantage are prohibited.

15. FAIR COMPETITION

Fair competition is a basic element in all of VMI's activities. Competitiveness must be exercised on the basis of ethics and respect for competition laws. VMI does not condone practices involving price fixing among competitors, market division, industrial espionage or any other unlawful measure to obtain competitors' information or undue commercial advantages.

16. ACCOUNTING AND FINANCIAL RECORDS

All of VMI's books, records, accounts, accounting entries, cost estimates, commercial proposals and financial statements must be accurate, truthful and prepared in compliance with accounting standards and applicable legislation, being supported by original documents kept for the legal retention periods. It is mandatory to maintain internal controls that ensure that all transactions are carried out in accordance with the appropriate authorizations and are properly recorded.

17. USE OF THE INTERNET, CORPORATE E-MAIL AND SOCIAL MEDIA

- VMI's e-mail and internet must be used exclusively for professional purposes, with minimal personal use permitted, provided that it does not violate the law, does not compromise the image of VMI or of third parties and does not impair work activities;

- No employee may use technology resources in an unlawful manner or in a way that could harm VMI's reputation; access to inappropriate or illegal content and the spreading of chain messages, rumors, fake news or defamation are prohibited;
- It is prohibited to attempt to break into or breach systems, to share passwords or to allow unauthorized access to the company's systems;
- The equipment and means of communication made available are intended for professional use and are subject to monitoring: VMI reserves the right to access, at any time, data and transmissions carried out through its Information Technology resources, and there is no expectation of privacy in their use;
- On social networks and media, before posting anything, the employee must ask whether the content could offend or defame someone, or damage the reputation of VMI, of colleagues, customers, partners, competitors or authorities. If the answer is yes, the content must not be shared.

18. DEALINGS WITH THE PRESS

Only formally authorized spokespersons may make statements on behalf of VMI. Employees approached by the press must forward the contact to the area responsible for Communications, observing VMI's specific rule on institutional communication and press relations.

19. CONFIDENTIAL INFORMATION

Strict confidentiality must be maintained regarding any confidential, commercial, industrial or strategic information of VMI, which must not be disclosed to third parties, except when strictly in VMI's business interest or in compliance with legal rules or determinations, and only by persons previously authorized by the company.

All technical and commercial data relating to products and services, short- and long-term planning, business and customer tactics and strategies, results of technological research, development of projects and products, statistical, financial, accounting, labor and production data, as well as any other information linked to VMI's business interest, are considered confidential.

- Do not disclose or share information with employees or third parties who do not need it to perform their activities;
- Be discreet when discussing company information in public places;
- The duty of confidentiality remains even after any termination of employment or of the contract;
- Do not disclose, pass on or use privileged or strategic information, or information not yet made public, for one's own benefit or that of third parties.

20. PERSONAL DATA PROTECTION

VMI is committed to protecting the privacy of the users of its products and services and recognizes the importance of the General Personal Data Protection Law (LGPD). All information collected will be processed in accordance with the applicable laws and regulations. Any and all individuals or legal entities associated with VMI must adopt best practices regarding the protection and processing of personal data, respecting the principles of good faith, purpose, transparency, adequacy, security, necessity (minimization), prevention, free access, non-discrimination, quality, responsibility and accountability.

- Collect and use personal data only for legitimate and authorized purposes;
- Ensure the security of personal data during processing, storage and transmission;
- Ensure that data subjects may exercise their rights at any time;
- Respect individuals' privacy preferences;
- Process data on an appropriate legal basis and obtain consent where necessary.

The improper, irregular or unlawful processing of personal data is prohibited. Sales representatives, partners and third parties acting on behalf of VMI must process personal data in compliance with the LGPD, this Code and VMI's Personal Data Privacy Use and Protection Policy. Questions and incidents must be reported to lgpd@vmis.com.br or through the whistleblowing channels.

21. HUMAN RIGHTS, FORCED LABOR AND CHILD LABOR

VMI does not tolerate any form of human rights violation. Under no circumstances will VMI use, directly or indirectly, forced, slave, degrading or compulsory labor, including labor as a means of political coercion or education, to manufacture or assemble VMI products. VMI will not employ children, in accordance with Conventions 138 and 182 of the International Labour Organization, and will neither engage in nor condone any form of sexual exploitation, especially of children and adolescents. The same requirements apply to all of VMI's suppliers and business partners.

The detailed guidelines, controls, approval flows and other rules on the subject are set out in VMI's Policy to Combat Slavery-Like Labor, which must be observed together with this Code.

22. OCCUPATIONAL HEALTH AND SAFETY

VMI is committed to the health and safety of all employees and third parties acting on its behalf and on its premises. Everyone must know and comply with the company's occupational health and safety policies and practices, acting responsibly in identifying and preventing risks, and safeguarding life and their own physical integrity and that of the people with whom they interact.

- Employees who need to use Personal Protective Equipment (PPE) must use it correctly and at all times while carrying out their activities;
- Any risk to the integrity of people, the environment, the business or the assets must be immediately reported to the hierarchical superior or to the responsible area.

23. ENVIRONMENT

Promoting and maintaining a sustainable environment are priorities. VMI is committed to respecting the environment when carrying out its activities, manufacturing its products and providing its services, minimizing negative environmental impacts through:

- Compliance with the environmental legislation and standards in force;

- Research, development and implementation of technologies that respect the environment;
- Promotion of recycling and reuse, where possible, of the waste generated in carrying out its activities;
- Conscious use of natural resources, saving energy and reducing scrap materials;
- Encouragement and awareness of employees in the pursuit of sustainable business practices.

24. SUPPLIERS, THIRD PARTIES AND BUSINESS PARTNERS

VMI's relationship with its suppliers and partners must be based on dignity, trust and the fulfillment of the commitments undertaken, guided by the following premises:

- Engagement of Third Parties in accordance with technical, economic and integrity criteria, without favoritism, with equal treatment at all stages of the negotiation process;
- Performance of an integrity assessment (due diligence) proportionate to the risk, prior to engaging Third Parties, especially those who will act before the Public Administration or on behalf of VMI;
- Inclusion of an anti-corruption clause, with express mention of this Code, in all contracts entered into with Third Parties;
- Prohibition on engaging Third Parties that use child labor or labor analogous to slavery;
- Appreciation of socially responsible partners, committed to the well-being of their employees and to sustainable development;
- Full compliance with the obligations undertaken between the parties and strict observance of the contractual conditions.

VMI requires Third Parties to act in accordance with this Code, insofar as it is applicable to them. Non-compliance may result in contractual penalties and even unilateral termination of the contract.

25. WHISTLEBLOWING CHANNEL AND NON-RETALIATION

We expect Employees and Third Parties to report any type of suspicion or actual breach of the precepts of this Code, of the legislation or of the internal policies and rules. When problems are identified, contact us through the following channels, managed by an external, independent and specialized company:

- **Website:** www.wecomply.com.br/eticavmis
- **E-mail:** eticavmis@wecomply.com.br

Reports may be submitted anonymously or with identification, always preserving the confidentiality and identity of the reporter and of the information submitted, as well as ensuring that records cannot be altered or deleted.

Any type of retaliation against anyone who has, in good faith, reported a suspicion or an actual breach is prohibited. A good-faith report is an honest, truthful and responsible report, made through the appropriate channels, even if, after investigation, the reported fact is not considered a deviation. Any cases of retaliation will be treated as a serious violation of this Code.

26. EFFECTIVE DATE, REVIEW AND FINAL PROVISIONS

- This Code comes into force on the date of its approval by Senior Management, replacing the previous version;
- The Code will be reviewed periodically, within a maximum period of 2 (two) years, to incorporate legislative updates and market best practices;
- Situations not covered by this Code must be referred to the Compliance Committee, which is responsible for resolving questions of interpretation and deciding on omitted cases;
- Employment contracts and contracts with Third Parties must make express reference to this Code.

27. CONCLUSION

The Code of Ethics is the means by which the company indicates and clarifies its own ethical, social and environmental responsibilities, in compliance with the legislation in force. Its function is to make explicit a true CONTRACT, responsible for linking the company to the various groups and individuals that interact directly or indirectly in the routine of its business.

Thus, this Code is the instrument that allows the public to know VMI, its ways of operating and its standards of conduct, as well as those of all its employees. Therein lies the importance of reading, respecting and enforcing it, since only in this way will employees truly fulfill their commitment.



VMI SISTEMAS DE SEGURANÇA LTDA
CNPJ: 05.293.074/0001-87

R. Um, 55 – Quinhão 3,
Distrito Industrial Genesco
Aparecido de Oliveira
Lagoa Santa, MG – Brasil
CEP 33400-000

TEL. +55 31 3622 0470