

# Redecard Code of Ethics and Conduct

## A Message from the CEO

Dear Employee,

I am pleased to present you with Redecard's Code of Ethics and Conduct, a set of practices and procedures to guide our actions and the posture we should assume in face of the most various situations, to show our commitment to ethics and our way of doing business and relating to our various stakeholders.

This code's purpose is not to provide standardized answers for each future event but to serve as a reference for how to best represent Redecard.

When we go to the service station, the grocery store, to school, or when we are home with our friends and family – in all our everyday situations – we employees represent and carry with us the Redecard name and its brand.

If you make the right decision, so does Redecard. If you are honest, so is Redecard. If you act ethically, so does Redecard. Keep this in mind at all times.

Read this material closely. It is very important that it be understood and put into practice. Only then we will be able to build a company that is admired and respected by shareholders, customers, business partners, and our communities.

Enjoy your reading!  
Roberto Medeiros

## Why a Code of Ethics and Conduct?

Each one of us has an internal code of ethics and conduct: a code without words and not written on paper, but in our conscience. This set of principles, developed from our personal experiences, our character and the environment in which we live, governs our everyday actions. But how is it that a company made up of hundreds or thousands of employees with different principles can make decisions with a single mindset? This is exactly why a code of ethics and conduct is so important.

It is the highest expression of how the Company, represented by each employee, must act in face of the most various situations, showing its moral principles, long-term goals and way of doing business and relating to its various stakeholders. So never forget: more than simple words on paper, a code of ethics and conduct has to be a reference in all moments of our lives.

# Contents

Vision, Mission and Values

## **1. Our Principles**

- 1.1. Conflicts of Interest
- 1.2. Asset Protection
- 1.3. Employees
- 1.4. Shareholders and Investors
- 1.5. Business Partners
- 1.6. Governmental and Regulatory Bodies
- 1.7. Media
- 1.8. Community and the Environment

## **2. Ethics and Conduct Management**

- 2.1. Ethics Committee
- 2.2. How to proceed in case of questions or breach of the Code of Ethics and Conduct
- 2.3. Reporting Suspicious Activities
- 2.4. Sanctions and Penalties

## **3. Acknowledgement Statement**

## Vision

We are committed to bring security, agility and simplicity to electronic payments for customers and consumers, promoting sustainable economic growth.

## Mission

To provide the best electronic payment experience, establishing relationships of trust and appreciation with customers, shareholders and employees.

## Values

Sense of urgency in seeking customer satisfaction.

Secure transactions.

Agent of social, environmental and economic transformation.

Team work.

Integrity, transparency and consistency.

Innovation in electronic payment solutions.

## 1. Our Principles

Observing and complying with the law and maintaining standards of conduct in line with the Company's values and business strategy are the principles that guide Redecard's activities. These principles represent Redecard's commitment and the way in which we employees must act in relation to our customers, shareholders, business partners, the government and community.

### 1.1. Conflicts of Interest

We must avoid situations in which our personal interests are or may be inconsistent with the interests of Redecard or its customers, partners and shareholders. Situations that may result in an actual or apparent conflict of interest include (but are not limited to):

- participating in decisions on doing business with companies or institutions in which you or a member of your family has interest in, which may benefit you – if this is your case, you must obtain prior approval from the Ethics Committee;
- facilitating business with Redecard through friendship, family ties, or in order to receive a donation, gifts or obtain favors;
- using the Redecard name illegitimately;

- using confidential information to favor personal investments, which must be in total compliance with the Trading Policy.

### Kinship

- Hiring relatives of employees or business partners with whom there is a potential or actual conflict of interest is strictly prohibited.

- The following are considered conflicts of interest: exercise a position that may affect the work of others, or influence, directly or indirectly, the professional or income progress of others.

- The following are considered relatives: husband, wife, partner in a stable union or not, son, daughter, stepson, stepdaughter, father, mother, son-in-law, daughter-in-law, father-in-law, mother-in-law, brother, sister, cousin, grandfather, grandmother, grandson, granddaughter, uncle, aunt, nephew, niece, brother-in-law, sister-in-law, stepfather and stepmother.

### Gifts, Presents, Favors, Loans and Other Preferential Treatment

- Do not accept or allow a family member to accept any gifts, presents, favors, services, bribes, loans or preferential treatment from customers and business partners in exchange for an existing or future business relationship with Redecard. Only promotional/institutional gifts (i.e., without commercial value) or assets with value of up to R\$200.00 may be accepted. Above R\$200.00, the gift must be returned with an expression of gratitude (by letter or orally).

- Should returning the gift be impossible, the employee must notify the fact to his or her superior and donate the gift to the Redecard Institute.

Redecard does not authorize any advantages and/or privileges of any kind to be granted to employees due to their position, nor any contributions or presents to be given to representatives of the government, political parties or candidates, except under the conditions established by law and when authorized by the Ethics Committee.

### Outside Employment/Activities

You must obtain prior approval from Redecard's executive officer or CEO before accepting a position as officer, director, manager, consultant, partner or taking on a second job in any external for-profit organization. This should not conflict or appear to conflict with Redecard's interests, nor have a negative impact on the Company's business, or interfere with your ability to perform your duties at Redecard.

### Publications and Public Events

Publishing texts, giving lectures, educational activities, interviews or participating in public events require prior approval from the officer responsible for your area or the Redecard's CEO if these activities are in any way connected to the Redecard name. In this case, Employees must preserve Redecard's reputation.

### Political Activities

Any participation in political or partisan activities is carried out on a personal basis and does not represent the Company. Participation in activities of this nature requires prior notification to the officer responsible for your area or Redecard's CEO.

## 1.2. Asset Protection

All assets owned by the Company must be used solely for Redecard's activities and must never be used for personal purposes or gain. Each of us is liable for the safekeeping, safety and integrity of the Company's assets under our responsibility. All rights to movable assets, real estate, intellectual property and information (including, but not limited to, customer lists, proprietary product designs, system codes, agreements, etc.) generated or obtained as a result of employment, even if the employment contract is terminated, are the sole property of Redecard.

### Information Security

Information is one of our primary assets. Therefore, protecting the information of Redecard, our customers and business partners is our priority.

Compliance with the Information Security Policy is mandatory and records, data and information must be accurate and complete. In addition, we are all responsible for protecting each piece of information according to its confidentiality level and internal policies, and for not discussing internal problems with business partners and customers.

All access to Redecard's technological platform is subject to monitoring and passwords are strictly personal and non-transferable. In order to maintain the privacy of its employees, Redecard transparently communicates its procedures for monitoring telephones, email and surveillance cameras.

## 1.3. Employees

### Employment Practices

We believe that staff diversity is essential for Redecard's success. Therefore, we seek to hire and retain the most talented professionals, promoting their professional development.

Each employee should advance in Redecard according to his or her performance, regardless of differential factors such as race, nationality, religion, handicap, gender, sexual orientation and union membership.

The Company is committed to equal opportunity and fair treatment for all, according to its ethical standards and labor laws. Redecard will not tolerate any kind of discrimination against any employee or job applicant for any of the reasons listed above.

### Harassment and Moral Damages

Any type of moral or sexual harassment and sexual exploitation of children and teenagers is repulsive and incompatible with Redecard's values. Any behavior that may be characterized as offensive or embarrassing and that somehow causes any kind of moral damage to Employees will not be tolerated.

### Safety and Health

Redecard observes all rules related to health and safety at the workplace. Workplace safety and providing facilities adequate for preventing occupational accidents and illnesses are some of Redecard's primary concerns.

Drinking and gambling at levels that may result in problems such as absence from work, unsatisfactory performance of duties or criticism from coworkers are not tolerated.

The use of illegal drugs is forbidden as it constitutes a crime, compromises the user's functional performance and disturbs the work environment.

Each employee is responsible for adopting and complying with all health and safety norms.

### Customers

Redecard is committed to strengthening its relationship with customers and strives to increase customer satisfaction by:

- establishing and maintaining a transparent and ethical relationship with customers;
- maintaining the privacy of our customers, keeping their information confidential and safe and not using private information for personal benefit;
- providing clear orientation and information, allowing customers to make the best business decision, respecting the right to choice;
- providing high-quality products and services to fully satisfy our customers;
- not engaging in business relationships that are not aligned with our principles and values.

### Tie-in Sale

Providing a service to a customer whose acquisition is conditioned on the acquisition of another service is not allowed.

## 1.4. Shareholders and Investors

We are committed to generating the highest added value for our shareholders by:

- strengthening our name in the market by quickly adapting to new conditions and continually investing in the development of our brand;
- making and carrying out decisions prudently, bearing in mind that our shareholders' assets are at stake;
- implementing strict risk management control and compliance to regulations applicable to our business processes;
- being accountable and maintaining a transparent relationship with shareholders, investors, market analysts, regulatory bodies and capital market entities where shares are traded – this means providing, at the right moment, clear, accurate, accessible, fair and complete information, equally and without special privileges;
- ensuring that transactions with related parties are performed ethically and transparently without privileging or benefiting the exclusive interests of any party, within the market parameters and reflected in the Company's reports;
- disclosing information to the market as required by the Brazilian Securities and Exchange Commission (CVM).

Any communication with shareholders and investors must be made and/or monitored by the Investor Relations Department ([ri@redecad.com.br](mailto:ri@redecad.com.br)).

All information related to Redecard's projects, business, activities and results that has not been disclosed to the market and may interfere in the price of the Company's shares on stock exchanges or influence market trading and/or investment decisions must be kept confidential.

## 1.5. Business Partners

We are committed to establishing a relationship based on trust, transparency and ethics by:

- working exclusively with partners that share our principles and values and accept our rule and procedures, particularly those in the Code of Ethics and Conduct (Code);
- maintaining the privacy of our partners, keeping their information confidential and safe and not using private information for personal benefit;
- not engaging in business relationships that are not aligned with our principles and values.

It is Redecard's policy to decide on purchasing or contracting equipment, supplies and services from a business partner according to the quality, usefulness and price offered. In addition to the amount of the offer, purchasing decisions must be made based on an objective judgment of the business partner's integrity and reliability - bearing in mind business conditions and long-, mid- and short-term goals - according to current policies.

We do not tolerate our business partners' use of any type of human exploitation or any conduct related to forced or compulsory labor, especially child labor, in any activity connected to our business.

### Antitrust Rules

Redecard is subject to antitrust laws to maintain free competition between companies and protect customers, business partners, suppliers and the market from unfair business practices. Many situations create a potential for illegal conduct and they are not accepted. Some of these situations are:

- proposals from competitors to share price and other market information or to allocate markets and customers;
- attempts by customers or potential customers to prevent Redecard from providing services to or executing agreements with other customers;
- discussions in associations about sensitive competition issues such as prices, price policies, costs, and market strategy and vision.

The consequences of breaking antitrust laws may be extremely severe both to the Company and its employees. If you have any questions regarding a particular situation, please contact our Legal or Compliance department for guidance.

## 1.6. Governmental and Regulatory Bodies

All of Redecard's employees must act with honesty, transparency and integrity when they contact public sector bodies and/or entities in relation to the Company's activities.

Our employees must not grant any type of privilege/advantage to public agents on account of their position that may compromise or appear to compromise our Company.

## 1.7. Media

Only the Institutional Marketing Department is authorized to disclose information about Redecard and authorize spokespeople to give interviews on the Company's behalf.

All employees and business partners are responsible for preserving Redecard's institutional image, business reputation, brands and products, and any contact between them and the media must be intermediated by Media Relations and have the prior approval of the officer responsible for the area.

- Never disclose information and/or give interviews without authorization.
- Let your business partners know that they are not authorized to disclose any information on projects without Redecard's authorization.
- Do not speak about the Company's projects in public places such as elevators, restaurants, hotel lobbies, airports, airplanes, buses, on the street, etc.
- In case you identify any inappropriate discussion of information or news that may affect Redecard's image, notify Media Relations immediately.

## 1.8. Community and the Environment

We are committed to encouraging and supporting our employees to volunteer at the Redecard Institute, whose primary goal is to develop actions and projects related to education and entrepreneurship.

In addition to the Redecard Institute's programs, we are constantly striving to:

- promote and value citizenship;
- eliminate hunger and poverty;
- reduce social inequality;
- preserve the environment with the rational use of natural resources.

When joining Redecard, all employees must act in accordance with the highest ethical standards and observe all rules, regulations, internal policies and this Code, requiring their coworkers and partners follow them as well.

## 2. Ethics and Conduct Management

### 2.1. Ethics Committee

The Ethics Committee is composed of Redecard's CEO, CFO and the directors of the Risk Control, Human Resources, Legal and Internal Audit departments.

Decisions on accusations brought to the Committee's attention are made jointly.

## 2.2. How to proceed in case of questions or breach of the Code of Ethics and Conduct

Redecard has channels to receive accusations of suspected breaches of law, regulations or ethical standards at Redecard.

Channels available for communication:

Phone: +55 (11) 2121-1500.

Email: [canaldedenuncias@redecard.com.br](mailto:canaldedenuncias@redecard.com.br) or [comitedeauditoria@redecard.com.br](mailto:comitedeauditoria@redecard.com.br)

Mailing address: Canal de Denúncias Redecard – Caixa Postal 667, CEP 01032-970 – São Paulo / SP.

Personal visits: To be personally attended, make an appointment by email or telephone.

Intranet: [http://novaintranet.redecard/Intranet/CanalDenuncias/Paginas/canal\\_de\\_denuncias.aspx](http://novaintranet.redecard/Intranet/CanalDenuncias/Paginas/canal_de_denuncias.aspx)

To ensure confidential, independent, unbiased and objective analysis of accusations, all messages will be forwarded to the Audit Committee, composed of representatives of our principal shareholder and presided over by an independent member, without any kind of subordination to Redecard's management.

Regardless of the channels above, the employee must always consider the possibility of discussing the issue with his or her manager. To guarantee legitimacy of the process, Redecard forbids any retaliatory action against any employee showing concern for matters related to these issues or for reporting a suspected breach.

## 2.3. Reporting Suspicious Activities

There are laws that set forth procedures for recording and notifying government bodies about suspicions that customers are involved with illicit activities such as pornography, pedophilia, money laundering and electronic crimes. In addition, Redecard has norms and procedures to manage potential frauds and losses.

Employees should know which procedures and norms concern their departments' activities and apply them when necessary. Any questions related to legal requirements must be addressed to the Legal or Compliance departments.

## 2.4. Sanctions and Penalties

Breaches of the Code of Ethics and Conduct are subject to proper disciplinary actions, regardless of hierarchical level, and to the penalties established in the Consolidated Labor Laws.

## 3. Acknowledgment Statement

Please read the Acknowledgment Statement closely, fill out the fields related to statements of conflicts of interest and kinship, and sign.

### I – SOFTWARE REPRODUCTION:

I am aware that the unauthorized reproduction of software may result in civil and penal sanctions. The copying of software that is property of Redecard by unauthorized employees, as well as the use and possession of copies of unknown origin, are liable to punishment. I also understand that only authorized Redecard personnel may acquire, copy and distribute computer software in accordance with the agreements in force between the Company and the software suppliers. Furthermore, I am also aware that any other failure to comply with the policy set forth above represents a major disciplinary violation that subjects me to the penalties provided in the Consolidated Labor Laws.

### II – INTERNAL, CONFIDENTIAL AND RESTRICTED INFORMATION (OWN USE AND USE BY THIRD PARTIES):

I am aware that the information generated by and/or maintained at Redecard is the sole property of the Company and may be used by it for any purpose. I also understand that I am responsible for maintaining the confidentiality of and protecting the internal, confidential and restricted information of Redecard and its customers, as well as for not using the information that I may have access to while performing my professional duties for personal gain. I am also aware that I must never discuss confidential and/or restricted matters in public places such as elevators, restaurants, hotel lobbies, airports, buses, on the street, etc. Finally, I understand that information must be discarded by the appropriate mechanisms, made available by Redecard.

### III – USE OF INFORMATION TECHNOLOGY RESOURCES, EMAIL AND THE INTERNET (OWN USE AND USE BY THIRD PARTIES):

I am aware that I must ensure that the IT resources under my responsibility are well-maintained and I must not make any change in the hardware or software

configuration unless this is part of my job description or I have prior authorization. I am aware that I will be using the name of Redecard together with my own name when sending and/or receiving electronic messages and, therefore, I must preserve the Company's image, using this tool appropriately and with good judgment. I also understand that the Company has the right to monitor all my activities without communicating this to me, in addition to my understanding that the unauthorized use of these resources may result in internal and/or legal penalties.

**IV – USE OF PASSWORDS (OWN USE AND USE BY THIRD PARTIES):**

I am aware that my passwords for using Redecard's software or for physical access are individual and nontransferable and that sharing them represents a disciplinary violation that subjects me to the penalties provided in the Consolidated Labor Laws.

**V – IMAGE USE AUTHORIZATION:**

I hereby authorize Redecard to use my image in its internal communications. I understand that this authorization is limited to the use of images with no advertising and/or commercial purposes; for these purposes, my authorization is required.

**VI – STATEMENT OF CONFLICTS OF INTEREST:**

According to item 1.1 – Conflicts of Interest in Redecard's Code of Ethics, I declare that:

A ( ) According to the terms of the abovementioned item, I do not participate in any personal or behavioral situations that conflict or appear to conflict with the interests of Redecard.

B ( ) There is a situation, but it was approved by a higher authority, as explained below.

C ( ) There is a potential conflict of interest or another activity that must be reported, explained below.

*If you checked B or C, use the lines below to explain the situation.*

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**VII – STATEMENT OF KINSHIP**

I declare that:

A ( ) I am in no way related to any employees or business partners.

B ( ) Yes, I am related to the person(s) below, however this relation does not apply to item 1.1 – Conflicts of Interest / Kinship of Redecard’s Code of Ethics and Conduct.

Employee ID no.: \_\_\_\_\_  
Name: \_\_\_\_\_  
Position: \_\_\_\_\_  
Department: \_\_\_\_\_  
Division: \_\_\_\_\_  
Relation: \_\_\_\_\_

Employee ID no.: \_\_\_\_\_  
Name: \_\_\_\_\_  
Position: \_\_\_\_\_  
Department: \_\_\_\_\_  
Division: \_\_\_\_\_  
Relation: \_\_\_\_\_

Employee ID no.: \_\_\_\_\_  
Name: \_\_\_\_\_  
Position: \_\_\_\_\_  
Department: \_\_\_\_\_  
Division: \_\_\_\_\_  
Relation: \_\_\_\_\_

*I declare that I have read and understand the content of Redecard’s Code of Ethics and Conduct and of the Acknowledgment Statement – v. 3 – issued in 2009.*

Employee ID no.: \_\_\_\_\_  
Name: \_\_\_\_\_  
Department: \_\_\_\_\_  
Division: \_\_\_\_\_  
Date: \_\_\_\_\_