

 ANTI-CORRUPTION POLICY	VERSION PAC 1.1
	APPROVAL DATE 06/05/2019
	NEXT REVIEW DATE 05/05/2020

1. PURPOSE

The purpose of this policy is to establish minimum guidelines to Company's contributors, Interested Parties and Third parties on anti-corruption guidelines.

2. DEFINITIONS

Public Agent: It is any official of the government or any department, agency or instrument thereof, or a public international organization, or any person holding an official office for or in name of any government or department, agency, or behalf of any international public organization.

Company: Marfrig Global Foods S/A, its subsidiaries and the companies controlled and/or managed by it.

Active Corruption: Offer or promise an undue advantage to a public official, to make him practice, omit or delay an act of office.

Passive Corruption: Request or receive, for himself or herself, directly or indirectly, even if out of office or before assuming it, but because of it, improper advantage, or accept promise of such advantage.

FCPA: Foreign Corrupt Practices Act, with global effect and is the main North American law on the subject, being also the most important and the most effective.

Fraud: An intentional act committed by one or more individuals among managers, controllers, contributors, Interested Parties and/or Third Parties, involving the use of falsehood to gain an unfair or illegal advantage.

Money Laundering: These are economic and financial practices whose purpose is to hide the illicit origin of financial assets or property.

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Brazilian Anti-corruption Law: Law No. 12,846/2013 and Decree 8,420/2015 compose the Brazilian anti-corruption law, and are a system applicable to legal entities with similar characteristics to the FCPA of the United States and to the UK Bribery Act of the United Kingdom.

Nepotism: It is the practice through which a person favors someone in the family in a working or employment relationship, not because they did not deserve it, but because they are related.

Interested Parties: Controllers, shareholders, directors and members of Company's committees.

Bribe: Act of paying or receiving from someone for service or information on the sly. Roughly, it's the act of buying someone.

Subornment: Defined as giving or receiving a financial or other benefit in connection with the "improper conduct" of a position of trust, or a position to be performed impartially or in good faith. The subornment does not have to involve money or a payment and can take many forms such as a gift, generous treatment during a business trip or tickets to an event.

Third Parties: Include various entities and individuals acting on behalf of a company, including, but not limited to, agents, consultants, sales representatives, customs agents, resellers, subcontractors, franchisees, lawyers, accountants or similar intermediaries.

UKBA: UK Bribery Act - United Kingdom anti-corruption legislation that came out as a result of pressure from the Organization for Economic Co-operation and Development (OECD) and strong international criticism of corruption in the UK and became the most restrictive legislation on the subject .

3. GOAL

The goals of this policy are:

- Establish minimum guidelines on Company's commitment to conduct business with transparency, integrity and compliance

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with applicable laws, and to conduct based on ethical principles and values, wherever Company operates.

- Establish minimum guidelines on the expected behavior of the Company’s contributors, Interested Parties and Third Parties acting on Company’s name, as well as to present internal control mechanisms for the prevention and detection of possible acts that may be interpreted and/or deemed as not in compliance with laws dealing with injurious acts against public administration and property, (such as, but not limited to, corruption, conflict of interest, inside information).

4. PUBLIC

Applies across the entire value chain, regardless of geographic location. Thus, this policy is applicable to all contributors of the Company, Interested Parties and Third Parties acting on behalf of the Company.

5. CONTENT

The Company’s presence in national and international markets, as well as the participation of contributors, Interested Parties and Third Parties in various businesses, geographic regions and cultures, requires continuous improvement of internal controls and strengthens the obligation to adopt clear, open and transparent standards, and appropriate records of transactions and, in accordance with applicable laws and regulations, policies and consistent with the Code of Ethics and Conduct in order to minimize exposure to regulatory and compliance risks, contributing to the generation and value protection.

All Contributors, Interested Parties and Third Parties shall observe, comply with and enforce the terms and conditions of this Policy, without limitation to Brazilian laws, such as the Brazilian Anti-corruption Law, the FCPA, the UKBA and any other existing or emerging anti-corruption laws, or to be introduced in other jurisdictions, as well as the rules and regulations that are being implemented.

The compliance with this policy is essential to maintain the transparency and reputation of our business and activities, which is

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why the Company does not tolerate the practice of any illegal acts, such as payment of bribery, kickback and other acts of corruption.

5.1. Prohibited Practices

In order to protect and protect the Company, it is important that all Contributors, Interested Parties and Third Parties be aware of and know how to prevent unlawful acts, acts of corruption and situations in conflict with Company's compliance guidelines. In view of this need, Company prohibits certain practices, not limited to the following:

- Offer, promise, accept, authorize and/or conceal any bribery payment to obtain advantages for yourself, Relatives, Interested Parties, Third Parties and/or Public Agents, for the purpose of:
 - influence any act or decision of the Public Agent and/or private entity;
 - to induce him to commit any act in violation of his legal duties;
 - ensure personal gain that may impact Company's interests;
 - guarantee undue advantage;
 - to induce him to use his influence over a government agency to help to obtain, keep, or forward business to anyone.
 - obtain Confidential Information about business opportunity, bids or the activities of competitors.
- Demonstrably, finance, fund, sponsor, or otherwise subsidize the practice of unlawful acts under this Policy.
- Demonstrably, use of interposed individual or legal entity to hide or disguise its real interests or the identity of the beneficiaries of the acts practiced.
- Falsifying documents, expense reports, financial records, brands or products, and structuring transactions in order to fraud approval processes and other internal controls;
- Practice misappropriation, misconduct, corporate espionage and/or other unfair and antitrust practices.

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According to the main anti-corruption laws, corruption is established only by the promise of an undue advantage, even if this advantage is not really granted. The crime is also established regardless of whether the promise or attribution is made directly or indirectly, that is, using a third party as an intermediary.

5.2. Money Laundering Prevention and Combat

Company is strongly committed to preventing the use of its operations for Money Laundering or any activity that facilitates Money Laundering, terrorist financing or other criminal activities.

The contributors, Interested Parties and Third Parties dealing with training and transfer of values should pay attention to suspicious situations internally. In case of doubt regarding the transfer or receipt of values of unclear or unknown origin, it is indispensable to report this fact to the Compliance Department through its widely publicized communication channels.

Contributors and Interested Parties should exercise their roles with reasonable caution to ensure that they do not relate to third parties that are controlled or acting on behalf of such individuals, entities and organizations subject to restrictions imposed by certain jurisdictions. This includes require from third parties to make representations that they comply with anti-money laundering prevention and combat practices and are not subject to restrictions on their respective agreements or other documents to be entered into with Company. The Legal Department must include provisions for preventing and combating money laundering in contracts to be entered into with third parties.

5.3. Accounting Records

Any Company contributor who creates a false record, incomplete record that does not accurately and precisely reflect his transactions or does not disclose payments will be subject to immediate disciplinary action. If you become aware of any false record or unregistered payments, you should report this fact to the Compliance Department through its widely publicized communication channels.

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5.4. Disciplinary Sanctions

Contributors and Interested Parties that have confirmed their violations of this policy will be subject to termination of their relationship with the Company, as well as any other measures and legal remedies under applicable laws and regulations, including the Code of Ethics and Conduct and Policy of Disciplinary sanctions.

The Company does not permit or tolerate any type of retaliation against any person who presents a good faith report or complaint of violation of this policy or anti-corruption laws. Any contributors who engage in retaliation will be subject to disciplinary action.

5.5. Internal Control Mechanisms

➤ **Complaint Channel (*Helpline*)**

All contributors, Interested Parties and Third Parties should know this channel and be aware of its usefulness to denounce unethical behavior in the broad sense. The channel is available to internal and external public for denunciations of any suspicion or verification of the practice of an act of corruption of any kind. The denunciations can be done in an identified or anonymous way, being guaranteed its secrecy.

Telephone: 0800 223 1000

E-mail: etica@marfrig.com.br

Questions: compliance@marfrig.com.br

➤ **Board of Directors, Fiscal Board and Committees**

The Company has effective and active Boards and Committees which, among all their duties and functions, play a unique role in monitoring Company's Compliance Program.

➤ **Internal audit**

Internal audit plays an important role in fighting corruption. Internal auditors should prioritize the transparency and

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accuracy of reports as well as follow the internal audit plan approved annually by the Company's Board of Directors.

- **Clients, Suppliers and Service providers**
All Company's managers and contributors should carefully review their service providers, suppliers and their customers, attesting that they also fully comply with Company's ethical and anti-corruption standards and applicable law.
- **Clauses with declaration of anti-corruption**
The Company adopts the position of including in its agreements signed with clients, suppliers and service providers, clauses with an anti-corruption declaration, in order to extend to its partners the obligation to comply with anti-corruption legislation and Company's internal regulations.
- **Relationship with Public Agents**
In the area where we work, it is common to contact Public Agents. In this context, established relationships must be based on ethics, transparency and formality. In addition, if you are asked to do so, do not hesitate to provide correct and up-to-date information to the Public Agents, sufficient to comply with applicable rules.
- **Training**
The Company maintains an anti-corruption awareness and training program for its contributors and directors and for this, training is provided on anti-corruption policies and laws, as well as the Code of Ethics and Conduct of the Company.

6. GENERAL PROVISIONS

When there are potential conflicts among Company's internal rules and guidelines, contributors should guide their conduct by considering the most restrictive rule/guideline.

7. CONFIDENTIALITY STATUS

This is a public policy.

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**ANNEX 1 –RECEIPT AND COMMITMENT AGREEMENT – ANTI-CORRUPTION
POLICY**

I declare, for all intents and purposes, that I have received a full copy of the Company’s anti-corruption policy and have taken note of its provisions and undertake to comply with them in full.

In this sense, I am aware of the principles, guidelines and concepts of the Company’s anti-corruption policy. I acknowledge and understand that it is my obligation to strictly abide by the policy as well as the local and international anti-corruption laws that apply to the Company’s business in all locations it operates.

I further declare that I have been informed on the obligation to comply with it in all situations and circumstances that are directly or indirectly set forth in the employment agreement signed by me.

Name:

Department where I work:

Place and date:

Signature:
