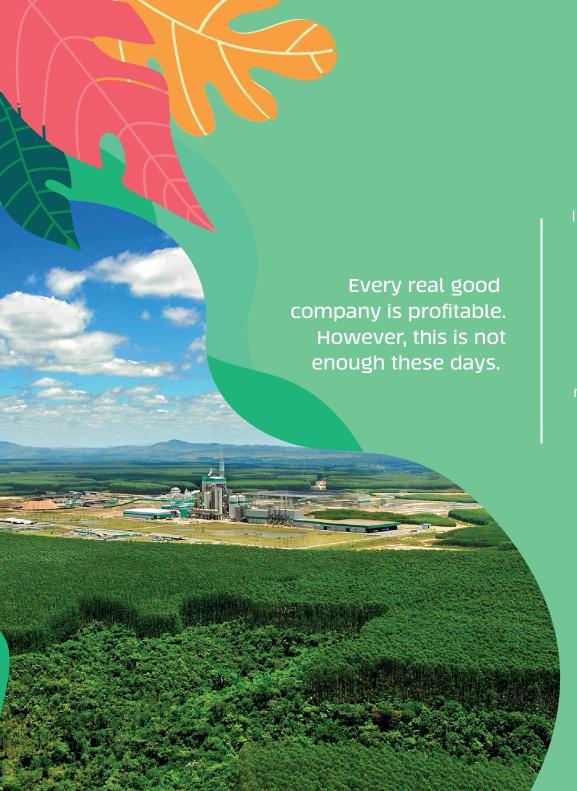


# Meet our — CODE OF CONDUCT





# This is Veracel way!

Veracel has a long history of great achievements. In addition to talent and resources, our company is governed by sound and transparent business ethics.

This has contributed to making the achievements not only memorable, but sustainable over time.

Building a reputation based on honesty, respect and fair social treatment is our daily journey.

The challenge is guaranteeing that for everyone who works or provide services and products for Veracel. The great news: there are clear and objective guides on how to do this.

Every real good company is profitable. However, this is not enough these days. No matter where we operate around the world, we can always take care and improve the place where we are located, be a good neighbor, a great place to work and be profitable.

For Veracel, each employee and business partner are part of this bold and ingenious work force. With them, we cultivate high ethical standards by maintaining an environment of trust and strengthening our purpose of being responsible, inspiring people and valuing life.



In this context, the Code of Conduct is a synthesis of Veracel's own learning and the most up-to-date content in this field. More than a document, it is a working tool that best reflects the Veracel's way while indicating the expected conduct of our employees and business partners.

# In this content you will find elements legitimizing the pillars of our organizational culture:











By being guided by the content of this Code, in the daily and routine exercise of our activities, we are convinced that we are building a solid and ethical company.

## Since 2009,

the Code of Conduct implemented by inspire practices that strives for excellence. With it, we can find examples of the best behavior and the best decision to make, always seeking the common good. Therefore, this practice has always been under continuous improvement, reflecting advances in the corporate governance - after all, we are always learning new things.

It's important to note that we can always update a rule, but we can't break it. This is so serious that each employee must read, understand, sign and comply with the Veracel Code of Conduct commitment term. However, situations may arise that were not foreseen in the Code and cause doubt about proper conduct. These cases will be resolved by the corporate governance bodies of the Company, in due course: Ethics and Integrity Committee, Collegiate Board, Audit Committee and / or Board of Directors.

# Read the Code of Conduct periodically.

The document is available on the company's website and intranet. Read it, consult it, make questions. Use it as legitimate support for guidance, as this is the right way to do the right things. Learn and share your knowledge. We should be proud to work at an ethical company because it argues in our favor and makes us responsible, inspiring, and valuable persons.

This is how Veracel fulfills our purpose.

Veracel Celulose S/A Board





# **Our Purpose**

### **Being Responsible**

means putting values into practice responsibly, being responsible for others, and understanding our role in society.

### **Inspiring People**

means setting an example by values and practices, inspiring based on our attitudes and showing how we should do.

### Valuing life

It means reaffirming that the company values life in its different forms and thinking about people's well-being and health, including the environment conservation.









# We are Responsible

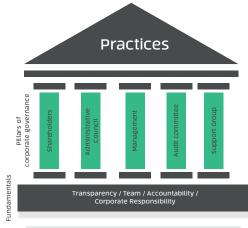
We have a management structure that ensures credibility and transparency.

This is Corporate Governance.

We have a management structure that oversees the strategy development and execution, the audit process and their effectiveness, as well as communication with shareholders and other stakeholders.

We exercise broad transparency, accountability, equity and corporate responsibility, contributing to the organizational integrity. We value authenticity and transparency of the financial information in the balance sheets, which are annually audited by independent external auditors, periodic reviews and internal annual audits.





Veracel Board is in charge of this Code approval and updates.

## The right way to do the right things



We comply with all laws, regulations, contractual obligations and guidelines in this Code of Conduct, Veracel policies, regulatory standards and procedures.



In compliance with laws and in accordance with the good conduct principles set forth in this Code, Veracel does not allow the practice or participation of employees or partners in fraud or any unlawful act in the performance of their duties or as a result of them. Veracel reserves the right to investigate the facts and apply the applicable administrative sanctions, without prejudice to civil and criminal liability.



Are you in doubt about your decision? Ask the following questions and reflect about them:

Is it in accordance with the law?

Is it consistent with our Code and our procedures?

Is it ethical?

Would I be comfortable if my decision were made public?

### Applicable policy/procedure



**✓** Compliance Program

\*COMPLIANCE - The Compliance term comes from the "to comply" verb, which means execute, satisfy and perform in accordance with applicable business laws and regulations. Similarly, to comply with Veracel Code of Conduct, policies, regulatory standards and procedures.

\*APPLICABLE POLICY/PROCEDURE - company's policies developed to better define the rules and procedures applicable to a specific topic.





## We do not tolerate acts of corruption\*



We do not tolerate acts of corruption by employees and partners.



We relate with public officials in an ethical manner. We require our employees and business partners - acting on our behalf - to be aware of and share our commitment to do business under ethical standards and in compliance with anti-corruption laws.

Non-compliance with anti-corruption laws and/or principles set forth in this Code can result in severe civil and criminal penalties for Veracel and its employees and/or representatives involved.

### Applicable policies / procedures

- Anti-Corruption Practice Guide
- ✓ Public Official Relationship Guide

# \*CORRUPTION There are two types:

a) Passive: When public officials "ask for or receive an improper advantage, or accept promise of such advantage for themselves or others, directly or indirectly, even outside of their functions or before assuming them, but because of them"

b) Active: "Offering or promising an improper advantage to public officials to make them practice, omit or delay a work task"





# No conflict of interest: It must be good and fair for everyone

Conflicts of interest occur when personal interests or interests of people directly related to you\* affect, or seem to affect, your decision making within Veracel You have the right to develop extra activities, in addition to your work at Veracel. In these cases it is necessary to ensure that these activities do not have an adverse impact on your relationship with the company, including the conflict of interest. Before developing an extra activity, consult your manager and Internal Audit and Compliance team. They can assist you in assessing a potential conflict of interest.

Veracel employees must act aiming to reconcile their personal interests with the interests of the company. The commercialization and exchange of goods with particular interest within the Veracel premises is prohibited for employees and third parties.



If you are facing a situation characterizing a conflict of interest, contact your manager. Together, you can find a solution before the conflict is set.

\*Friends, father, mother, son, brother, grandfather, grandchild, uncle, aunt and nephew, spouse, partner, son-in-law, daughter-in-law, mother-in-law, father-in-law, cousins, stepfather, stepmother, stepdaughter, stepson, sister-in-law, brother-in-law or intimate person.



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# When facing a conflict of interest, act in accordance with the Code Examples of potential conflicts of interest:



Performing an extra activity, in addition to your work at Veracel, at the same time you are expected be working for the company.

Having people directly linked\* to you, in a subordinate degree, performing activities under your responsibility as a Veracel employee, supplier or partner;

Having a business relationship with a particular nature with partner companies or partner companies' managers in your area of activity.

Obtaining improper advantage from a third party in a particular business relationship due it is a Veracel supplier.

Having business or financial interest with Veracel suppliers or competitors.





### 11 The best gift is acting in accordance with the Code



Business practices may be subject to different or additional rules or regulations due to the various anticorruption laws and the customs of each locality. Consider the gift and hospitality procedure and. if in doubt, contact your manager and/or Veracel Internal Audit and Compliance team for approval before giving or receiving gifts or hospitality benefits.



If you face any bad faith situation when offering or receiving gifts, report it immediately to your manager.

### **Maximum attention!**

- Employee must never offer or accept money or alike (voucher, money card, etc).
- Gifts and hospitality benefits should never be offered or received with the expectation of exchange, bargaining, compensation or favoritism.
- In addition to values, it is important to evaluate the frequency of gifts.



### Applicable policy/procedure

Gifts, and Hospitality Benefits

\*Giving and receiving gifts and hospitality benefits means valuable anything that is given or received in a business relationship for which the recipient need not pay. This is considered a common business courtesy practice. It symbolizes a kindness and appreciation attitude as long as it occurs appropriately, ethically and legally.

## If it's a company's asset, I'll protect it!

We ensure that assets or information are used strictly for Veracel operations.

We safeguard and protect the company's confidential information as well as third parties' personal data to which we have access.

We keep confidential information in a secure way and we do not disclose it under any circumstances, including after employee or supplier contract termination.

### Follow best behavior publicly:

- Do not discuss the company's confidential information\* in public or private places.
- Avoid discussing the company's confidential information with family or friends.
- Avoid phone calls, about business in public places such as restaurants, public transportation, taxis, outside meetings or on social media.
- Don't spread rumors about company operations.
- Information disclosed on the official website or by the Communication department is not considered confidential.

An example is our Sustainability Report. Whenever you need, use and cite the material where you sought the information.

\*Confidential information is not known by the market and, when disclosure, may affect the company's operations.



# We inspire people

# Respect and trust are built with dialogue, transparency and ethical behavior

We respect people, communities, suppliers, competitors, the government, trade unions, fulfilling our duties ethically and responsibly.

We hold permanent dialogues, respect the traditionality of the communities in our area of influence, support initiatives that contribute to the improvement of quality of life and advocacy, and maintain communication channels as part of our constant relationship agenda with communities and neighbors.

We create an environment that is conducive to transparent dialogue with everyone, respecting differences, cultures, ideas and opinions.

We seek to provide the right working conditions and professional development, with initiatives and attitudes aligned with this value.

We provide employees with the human and professional development through appropriate salary and benefit practices and policies, as well as education, occupational safety and health programs.

We respect the right to free union association and collective bargaining.

We are impartial in the recruitment, selection and promotion processes. Candidates are those who present the most appropriate results to the profile defined for the position and fit the pillars of our culture.

Candidates with the most appropriate profile for the position who fit our culture will be considered eligible.



### Applicable policies / procedures

- Public Official Relationship Guide
- Code of Conduct for Suppliers
- Stakeholdeľ

# Reputation we want depends on the image we present to our audiences

### Representing Veracel

Whenever the employee is representing Veracel in a professional or social situation, he/she must honor the principles of honesty and integrity expressed herein, not having attitudes that may compromise Veracel image, reputation and interests.

Publishing, sending via e-mail or disclosing information, opinions, photos, audios or videos with events occurring in Veracel sites, without the prior and express authorization by your manager, is prohibited.

#### Personal behavior

As a Veracel employee, you must be judicious about your behavior in private situations, acting prudently and diligently and not negatively exposing your own and/or Veracel image.

### It is unacceptable:

- Having aggressive behavior with the purpose and effect of violating other person's dignity inside or outside the workplace, including social media.
- Take photos or videos including image of Veracel without prior authorization by a manager.
- Post photos with co-workers, partners and suppliers image without their prior permission.

### Applicable policy/procedure

✓ Press Contact



# We respect human rights to make the world better for everyone

We cultivate an environment that respects dignity, diversity and human rights.

We have adopted policies and practices that actively contribute to prevent, combat and eradicate degrading forms of labor, such as child, forced or slave-like work.

We do not tolerate discrimination, harassment, disrespect, exploitation, and prejudice related to race, religion, age, gender, political, nationality, marital status, sexual orientation, appearance, weight and others.

We seek actions to be a more inclusive company.

We value the physical and emotional health of our employees. That is why we repudiate the practice of bullying and/or sexual harassment.

Regardless of the hierarchical level, sexual harassment, bullying, abuse of power, retaliation and reprisals are not tolerated by Veracel

Moral harassment is exposing someone to humiliating and embarrassing, repetitive and prolonged situations during the workday.

Sexual harassment is considered a crime when "embarrassing someone in order to gain sexual advantage, because the agent has a higher hierarchical level or influence inherent in the job, position or function".

### It is unacceptable:

- Threating
- Spreading rumors or offenses
- Making jokes, teasing or giving titles or nicknames
- Being aggressive, screaming or speaking disrespectfully
- Discriminating or tolerating discrimination
- Disrespecting people



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# We need respect diverse political options to cultivate democracy



Veracel resources, space and image may not be used to meet personal or partisan political interests.

Veracel respects the employee individual right to engage in civic affairs and participate in the political process. However, such participation must take place in their free time and at their own expense. In this situation, the employee must make it clear that any manifestations are hers/his, not ours or that they were not held on behalf of Veracel.

Applicable policy/procedure

Public Official Relationship Guide



# We value life

## We all have to return home in good conditions

People's health, and physical and emotional integrity are priorities for Veracel and are more important than economic or production issues. Safety is one of our values!



### You can and must:

- Exercise the right to refuse to engage in activities that endanger your own or others' safety
- Recognize good safety behaviors
- Be an example of safety
- Monitor the physical and emotional integrity of people who work with you
- Disseminate good practices inside and outside the work place
- Take care of the work environment



- Being tolerant of non-compliance with safety standards.
- Making decisions that endanger the employees' lives.
- Performing tasks with no sufficient and adequate security knowledge, resources or conditions.
- Pretending not to see non-compliance by people in higher hierarchical level.

We value a healthy and safe work environment!



We take care of and value our employees' well-being. That is why drinking alcohol is not allowed during working hours as well as at rest and eating breaks. We do not allowed to work in a drunken state either.



We prohibit the use and possession of illicit drugs and/or being in the workplace when altered state by the use of these substances.



Firearms, melee weapon or other type of weapon are not permitted within Veracel premises, except for professionals expressly authorized to use them.

Tip: Celebrate life with no excesses and in accordance with the law.

Excessive alcohol consumption and drug use can destroy careers and families.



## This is our home! Let's take care of and improve the environment

We work to continuously improve our environmental performance with strong management based on the best practices.



We protect biodiversity, water, air and soil, continually work to improve our environmental performance,. We have established goals and closely monitor our results.



Employees are expected to be aligned with Veracel environmental policies, procedures and practices and comply with them rigorously. Everyone must monitor closely the work environment, identifying possible risk situations and opportunities for improvement.

### Monitor the environment and act:

• Be aware of the potential impacts of your work on the environment. If required, contact environmental experts for better guidance.

• Use resources efficiently, reuse and recycle materials whenever possible to minimize waste.

- Whenever possible, choose to work with renewable materials.
- Use water, energy, fuel and other supplies consciously and with no waste.
- If you have ideas for improving our environmental performance, share them with your manager.



# Have you seen or become aware of possible non-compliance with the Code? Communicate it!

If you see anything that you believe that it may be a possible non-compliance with law, regulation and this Code or a Veracel procedure, please speak freely. We have an exclusive channel for reporting, complaints and clarification about to the Code of Conduct that must be used with responsibility and seriousness.

We have several ways of submitting identified or anonymous reports. Remember:

- Anonymity mode is optional, without prejudice to the investigation process, as we treat all reports impartially and confidentially.
- ✓ Always use facts and/or legitimate suspicions.
- We emphasize that complaints should be made without any interest in harming anyone.
- Using this communication channels to harm someone with false facts and data may be considered as bad faith and characterized as a non-compliance with this Code of Conduct.

We work to prevent retaliation against the whistleblower. Whenever you experience a situation and have doubts about the conduct to be adopted or if you do not agree with the conduct adopted by a colleague, try to talk to your immediate manager.

When it comes to issues involving your immediate

manager, you can seek advice from the Internal Audit and
Compliance representative or, if you feel comfortable, you
may submit your question to Veracel Anonymous
Communication Channel.

We have adopted procedures to ensure that there is no retaliation against the whistleblower.

Who should I report to? Talk to those who can take the best attitude.

You can contact the channels below:

- I. Your immediate manager. Whenever possible, he or she must be your first option for a report.
- II. Anonymous Communication Channel. Use this channel on the website or by phone at 0800-721-0764.
- III. You can also report your case directly to Veracel's Internal Audit and Compliance Department.

## **Anonymous Communication Channel**



### Investigation and Disciplinary Measures

Reports about non-compliance with this Code of Conduct, law or any Veracel policy or procedure will be investigated by the Internal Audit and Compliance area and, when proven, they will be submitted to the Ethics and Integrity Committee to define the appropriate disciplinary measures.

dissuade employees in their efforts to report what they believe to be a non-compliance with the commitment set forth herein will be considered a non-compliance with this Code.

### Applicable policies / procedures

- **Anonymous Communication Channel**
- Ethics and Integrity Commission







