



## **Code of Ethics Manual**

**Year 2016**

# Message from the President

## Code of Ethics Manual



Since the foundation of DC in 1994, we established values and rules in order to have better solidness in the company, and to also be known in the market as a reliable company.

Our success was fruit of good market practices, and upon establishing the Compliance Program, we wanted the assure that our principles, concepts, and guidelines regarding the relationship with employees, clients, partner agents, suppliers, and other public entities were exposed in a transparent way, and which continue to serve us as a guide in the development of our businesses.

We are aware that the continuity of our company requires dedication and perseverance, having Excellence (always do more and better), Growth (aggregate value with solidness and competence), and Ethics (apply our values) as our main bases.

We count on the engagement of all employees in the application of this Compliance Program, so we may continue to deserve trust from our clients, partner agents, and suppliers.

*In its trajectory, which started in 1994, DC Logistics Brasil was consolidated by acting in the logistics management of international transportation. DC proposed differentiated solutions, working nationwide and counting with owned offices in Itajaí (SC), Curitiba (PR), São Paulo (SP), Porto Alegre (RS), Manaus (AM), Campinas (SP), Vitória (ES), Rio de Janeiro (RJ), Belo Horizonte (MG) and Recife (PE).*

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## 1. Introduction

THIS CODE OF ETHICS AND CONDUCT MANUAL has the objective to establish the ethical principles and rules of conduct that should guide the internal and external relations of all of the organizational levels of the DC LOGISTICS BRASIL LTDA company, especially of third parties whom it relates with.

The obedience of the provisions of this Code of Ethics and Conduct Manual from any of its employees, besides representing a guarantee of full observation on the involved legislation, it provides opportunity for safe and sustainable expansion for the company.

This manual contains accurate rules on the compliance of competitive laws, anti-corruption at national and international levels. And of explicit rules of conduct destined to either employees and partners of DC LOGISTICS BRASIL, as well as third parties, such as clients and vendors.

## 2. Mission, Vision and Values

DC LOGISTICS BRASIL seeks for the development of its full potential based on the following strategies:

- ✓ **Mission:**  
Add value to our customer's business with innovative and optimized logistics solutions.
- ✓ **Vision:**  
Grant 7% of the market share of Brazilian Freight Forwarding until 2027.
- ✓ **Values:**
  - Ethics;
  - Transparency;
  - Respect for others;
  - Responsibility;
  - Continuous Improvement;
  - Environmental Sustainability;
  - Innovation;

## 3. Internal relationship

### 3.1 Expected conducts:

The lists of all who are directly or indirectly involved with the activities of DC LOGISTICS BRASIL company (clients, public officials, vendors), regardless of the job position or role which they play, must be rules on the company Values.

In the same way that the positive and constructive conducts will be uplifted, there will be administrative sanctions for those considered unacceptable.

### 3.2 Unacceptable conducts:

It will not be admitted in the work place or outside of it, under any hypothesis: moral and sexual harassment; disrespectful attitude, rudeness, threatening or discriminatory behavior to anyone, regardless of any hierarchal level, job position, or role; discrimination due to social origin, race, color, gender, age, religion,

physical feature or sexual orientation.

It is strictly prohibited the use of systems and resources of the company to perform activities which are not professional specifics, established for the employee, or yet, for the propagation or spreading of gossip, pornography, jokes, games, or political party propaganda.

It is not admitted the labor under the effect of alcohol or illegal drugs, as well as acts that may cause damage to the company's asset, besides other conducts prescribed on article 482 of the Consolidation of the Work Laws<sup>1</sup>.

It is also prohibited to manifest in the name of the

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<sup>1</sup>Art. 482 - Constitutes fair cause for rescinding the work contract by the employer: a) act of misconduct; b) incontinence of conduct or misbehavior; c) habitual negotiation by own or other's account without employer's permission, and when constituting act of competition to the company at which the employee works, or when harmful to the service; d) criminal condemnation of the employee, taken in trial, if there has not been suspension of the execution of the punishment; e) negligence in the performance of the respective roles; f) habitual drunkenness or in service; g) violation of company secrecy; h) act of indiscipline or insubordination; i) employment abandonment; j) act of violence injurious to the honor or reputation exercised in service against any person, or physical offenses, in the same conditions, unless in case of legitimate defense, own or of others; k) act of violence injurious to the honor or reputation or physical offenses exercised against the employer and hierarchal superiors, unless in case of legitimate defense, own or of others; l) constant gambling practices.

company, including social networks, blogs, or any other type of channel or media, without prior authorization.

## 4. External Relationship

### 4.1 Clients:

Our service to the clients must be focused on respect, courtesy, and efficiency, providing clear and precise information in the hiring of services, in a way to reach the expected results.

### 4.2 Competitors:

DC LOGISTICS BRASIL respects the rules of free market and does not condone any measure to its employees which results in disloyal competition.

In this manner, the company bases its operation in defense of the rules prescribed in the national and interna-

tional legislation of competition defense.

As an example, see some prohibited conducts:

- I. I. Inform competitors on any charged amounts, or any other parameter which determines or influences the competitive behavior of DC LOGISTICS BRASIL, with the objective to induct a parallel behavior from the competitor;
- II. Establish agreements with competitors in the sense of not competing, restricting businesses with vendors, presenting fictional offers in the scope of proposals.

Thus, the primacy on the competitive freedom must always prevail in the spirit of our employees.

### 4.3 Work with Suppliers:

DC LOGISTICS BRASIL has the principle to work with vendors and partners of suitable businesses, treating them without privileges, favoritism, or discrimination of any nature.

Thus, it is up to the compliance officers to make the prior analysis of the hiring, through delivery of standard form which verifies whether the vendors share the principles outlines next:

- I. Compliance of all applicable laws;
- II. Prohibition of corruption acts;
- III. Respect for human rights;
- IV. Admit the responsibility for the health and safety of their employees and;
- V. Act according to the local and international applicable rules related to environmental protection.

All employees and business partners must abide their behavior by the expressed principles in this CODE OF ETHI-

CS AND CONDUCT MANUAL.

#### 4.3.1 Private Corruption:

It will not be admitted in the relationship with private agents the offering, promise, or delivery of financial advantage with the intention to induct the improper execution of roles or as a form of compensation for a inadequate performance, as well as for the facilitation in the hiring of a service or product.

This also applies to gifts, values, commissions, or other advantage to companies to their employees, as well as to the third person related to them, without prior authorization of the Board.

For prevention and verification of these conducts, the specific procedures are adopted provided with red flag mechanisms prescribed in the internal statute, in a way that, whenever it is apparently identified in the conduct of vendors less usual or with prices exerted out of the

market average, it must be necessarily reported to the compliance officer superior for approval or the non hiring, if appropriate.

## 5. Conflict of Interests

The employees shall abstain from practicing any act that implies in the conflict of interests particular with those of DC LOGISTICS BRASIL, such as the use of prerogatives of the role for the employee's own benefit or commercialize any products or services of private character inside of the company.

This can also be manifested in the form of a commercial relationship, in the company share or operation through a third party competitor or client of DC LOGISTICS BRASIL, or of association with parallel activities that hinder the employee from complying the responsibilities toward DC LOGISTICS BRASIL.

It is also prohibited the breach of nondisclosure, which is manifested by the use for private purposes or in the form

of forwarding to third parties, of all and any information, patented or not, of technical, operational, commercial and legal nature, know-how, inventions, internal or external processes (administrative or legal), formulas and designs, patentable or not, business plans, accounting methods, accumulated techniques and experiences, documents, contracts, papers, studies, opinions and researches at which the member has access to:

- a) through any physical mean (ie. express documents, manuscripts, fax, photographs, etc.);
- b) through any form registered in electronic media (e-mail, flashdrive, etc.);
- c) verbally.

Thus, the secrecy of the internal confidential information or of property of DC LOGISTICS BRASIL must be preserved, which has not been disclosed to the public in general. The non public information of vendors, clients, employees, agents, consultants, and other third parties shall be equally protected in conformity with the legal

and contractual requirements.

## 6. Relationship with public officials

The operation of all for the administration agents, public national or foreign, must be done in fairness, transparency, ethics, and morality.

The expression "public administration", includes managers or employees from any organism, agency, or state-owned or governmental legal entity, in any level, including managers or employees from state-owned companies and international public organizations. Equally includes candidates for political positions, managers, and employees from political parties.

Under any hypothesis, may the employees promise, offer or give, directly or indirectly, an improper advantage to them, or to a third party in the relationship.

It is understood as an improper advantage the offer of something valuable to the public agent, such as: money,

entertainment, trips, gifts, donations, among others.

Is it also prohibited to entangle the operation of the supervisory tax authorities, as well as finance, fund, sponsor, or in any way subsidize the practice of unlawful acts prescribed on Law no. 12.846 of 2013.

## 7. Gifts and entertainment

- May be accepted or offered, as an act of courtesy or institutional purposes, gifts, presents and entertainment which do not cost or seem to cost more than one fourth of a minimum wage, such as:
  - Baskets, panettones, chocolates, wines;
  - Planners, notebooks, pens, pencils or calendars;
  - Lunch and dinners meals.

For all gifts, present or entertainment, Controller approval is needed.

## 8. Treatment of information

DC LOGISTICS BRASIL will uphold the control and management of all internal and external procedures in order to transpire the reality of the performed operation, as the secrecy specified above is safeguarded.

The employees must certify that the documents and accounting records of DC LOGISTICS BRASIL created by it, or by which are responsible for in another way, are accurate, complete, and generated in the due time and according to the applicable accounting rules and regulations.

Thus, there cannot be omitted in the accounting transaction records, illegal commission or other type of improper payment, as well as make up accounting records to hide inadequate or unidentifiable activity.

## 9. Environment, safety and health

The protection of the environment and the preservation of natural in their respective roles, to aim for the enhan-

cement in the management and execution of the operations in a way that is safe for the environment.

This also applies to the workplace environment, in which effective measures are required of prevention of accidents, such as the technical plan in the workplaces, among others.

## 10. Political contributions, donations, and sponsorships

DC LOGISTICS BRASIL does not make political contributions (donations to politicians, political parties or political organizations).

The contributions which may be eventually made from employees or third parties in any way related, will be of their sole responsibility, without any bond with DC LOGISTICS BRASIL company.

## 11. Ethics Committee and Complaint channel

The Ethics Committee is the entity responsible for the application and inspection of the compliance of the *compliance* program.

This Committee will meet every semester for study and evaluation of the program, involving the managers from each area, and one more member of the legal sector, and are called "Compliance Officer".

All of the issues regarding the eventual non-compliance of the disclosed hereby may be presented anonymously or identified at the Complaint Channel (Contact Us section on the website [www.dcllogisticsbrasil.com](http://www.dcllogisticsbrasil.com)) or even directly to the "Compliance Officers", with no tolerance for any type of retaliation against the authors of the issues.

Upon verification of the existence of prohibited conducts, the sanctions of administrative nature will be applied, ac-

ording to the severity and/or relapse in conduct, in which administrative procedure is established by the ethics committee for analysis of the facts.

For further questions on the adopted criteria, see Code of Ethics and Conduct in full contained on the website [www.dcllogisticsbrasil.com](http://www.dcllogisticsbrasil.com).