

Movimento Bem Maior Code of Conduct

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Chapter I – Introduction and Purpose

1. Movimento Bem Maior (“MBM”) is a nonprofit organization that brings together philanthropists, organizations, and a network of partners with the goal of collaboratively building a more equitable and dignified Brazil for all. Through strategic philanthropy, MBM mobilizes financial resources and invests in ideas, projects, and initiatives that multiply positive impacts and drive sustainable development in the country.
2. This Code of Conduct aims to define the principles and standards that should guide the actions and behavior of employees, partners, members of the management bodies, associates and other stakeholders of the organization, referred to here only as employees and partners. This code reflects our values, mission and vision, promoting an ethical, transparent work environment committed to social justice.
 - 2.1. In addition to aligning with MBM's values and principles, this code also aims to ensure compliance with the following laws: (i) Federal Law 12,846/2013 (*Brazilian Anti-Corruption Law* - Lei Brasileira Anticorrupção), along with Decree 11,129/2022; (ii) Federal Law 14,133/2021 (*Public Procurement and Administrative Contracts Law* - Lei de Licitações e Contratos Administrativos); (iii) Federal Law 8,249/1992 (*Administrative Improbity Law* - Lei de Improbidade Administrativa) and Federal Law 13,019/2014 (*Regulatory Framework of Civil Society Organizations* - Marco Regulatório das Organizações da Sociedade Civil); (iv) Federal Law 9,613/1998 (*Anti-Money Laundering Law* - Lei de Lavagem de Dinheiro); (v) Federal Law 13,709/2018 (*General Data Protection Law* - Lei Geral de Proteção de Dados Pessoais – LGPD); and (vi) other relevant regulations applicable to MBM's activities.
 - 2.2. MBM employees and third parties are expected to observe and comply with the laws and/or regulations relevant to their activities, including MBM's principles and values, the rules established in this code, and Brazilian legislation.

Chapter II – General Rules

Section I – Commitment to the Community and the Environment

3. MBM will conduct its activities in a socially responsible manner, striving to promote progress, well-being, and the improvement of the quality of life for communities and individuals, as well as to foster environmental, economic, and social sustainability in a meaningful way.
 - 3.1. MBM is committed to respecting the environment by adopting sustainable and ecologically responsible practices in all its actions. All MBM members and partners must ensure that this commitment is upheld in all their decisions and practices, continuously seeking more sustainable and responsible solutions.

Section II – Workplace Environment

4. MBM encourages the transformation and development of a fair, balanced, and equitable environment, committing to promoting diversity and inclusion in all its activities and relationships, especially in the workplace. We believe that a diversity of experiences, perspectives, and identities strengthens our organization and contributes to a more significant social impact. We continuously work to create an inclusive work environment where everyone feels welcomed, safe, and supported to be authentic and contribute fully, ensuring that different voices are heard and considered. By embracing diversity, we amplify our potential for fostering positive change in society.

4.1. MBM is committed to providing a safe and healthy workspace for its employees. Employees are expected to cooperate in maintaining workplace safety by adhering to all relevant safety regulations.

5. MBM strongly rejects practices involving child labor, forced labor or conditions resembling slavery, as well as any form of demeaning work. Therefore, MBM establishes and maintains relationships only with suppliers, funders, and partners who demonstrate compliance with current labor standards and recognized ethical practices. If evidence of violations of these practices comes to our attention, it will be the responsibility of the Conduct Committee to investigate and take appropriate actions.

Section III – Image And Reputation Maintenance

6. Reputation and credibility are assets of MBM, and it is the duty of all employees and partners to preserve them, so it is forbidden to speak on behalf of MBM on any platform, including social networks, unless they have specific authorization due to the position they hold. When mentioning MBM or its activities in public statements or social media posts, employees must act in a constructive and respectful manner, avoiding the dissemination of false information, hate speech and other behavior that goes beyond the responsible exercise of the right to freedom of expression.

Chapter III – Conduct of Service Providers And Employees

Section I – Values and Conduct

7. The conduct of service providers and employees must be aligned with MBM's values:

- Act with Courage: firmly believe that we can improve every day, face challenges with a positive and collaborative mindset, and create positive agendas that benefit society.
- Practice Adaptability always be ready to learn and incorporate new concepts, adapt actions to constantly evolving contexts and challenges, and adjust approaches to achieve significant results.

- c. Apply Balance: build relationships based on transparency and aligned expectations, pursue results without compromising MBM's principles or causing damage, valuing harmony in relationships, ensuring fairness and respect.
 - d. Ensure Respect: recognize and celebrate empowering differences, value individual data, goals and choices to promote an inclusive environment and ensure that all actions are qualified and based on mutual respect.
 - e. Transparency in Relationships: listen to and learn from our partners, funders, and colleagues, appreciate different points of view, and incorporate them into our work, be humble.
 - f. Commitment to Individuals: prioritize people, commitment to choices and actions, always guided by intentionality.
 - g. Affection and Care: foster a work environment based on affection and care for everyone involved.
8. Service providers and employees must also observe the following guidelines and conduct standards:
- a. Promote a respectful and harmonious work environment, free from rumors and criticisms that could embarrass colleagues and harm the reputation of MBM employees and associates.
 - b. Act responsibly and in compliance with the responsibilities assigned to their roles.
 - c. Share efforts and knowledge to achieve MBM's objectives, promoting collaborative actions.
 - d. Speak out fairly and based on facts about professional behavior that is not in line with MBM's principles.
 - e. Embracing differences in opinions, working constructively to resolve conflicts.
 - f. Preserve the confidentiality of personal information, protecting the data of members, employees, and any other individuals under MBM's care.
 - g. Protect MBM's assets and material resources, ensuring their proper use.
 - h. Avoid professional activities that could interfere with or harm MBM's operations, including using facilities for personal or commercial interests.

Section II – Zero Tolerance

9. MBM does not tolerate the following behaviors from its partners and employees:
- a. Violence or threats, defined as any action, behavior, or attitude that causes or has the potential to cause physical, emotional, psychological, verbal, sexual, or economic harm to another person. This includes physical assaults, threats, intimidation, humiliation, sexual harassment, financial control, and any form of discrimination or exclusion.
 - b. Discriminatory, derogatory, or offensive language, as well as physical contact or harassment, including offensive jokes and unwanted touching or conduct.

- c. Offer, promise or transfer any amount, commission, gift or advantage, directly or indirectly, to third parties, especially public officials, to obtain undue advantages for themselves or MBM.
- d. Interference with and/or obstruction of public inspections or manipulation and fraud in contracts and bidding processes.
- e. Redirecting MBM's resources for illegal purposes or for financing partisan activities.
- f. Possession or consumption of illegal drugs in the workplace.
- g. Moderate alcohol consumption is permitted in the workplace only during social events where participants are invited, to ensure a professional environment and uphold the organization's reputation.

Section III – Facilities and Intellectual Property

- 10. Employees must take care of MBM's facilities, equipment, machines, systems, documents, and materials. Their use for purposes contrary to the principles and values set forth in this Code is prohibited.
- 11. The external use or reproduction, whether partial or complete, of MBM's materials marked as confidential or restricted, as well as references to the organization's brand and symbols, for any purpose, is prohibited without prior and explicit authorization. All announcements, news, and external communications from MBM, as well as related activities, must have prior and explicit approval of the Executive Board, including promotional or marketing materials.
 - 11.1. All logos, trademarks, and rights used by MBM must follow the specific guidelines outlined in the **MBM Institutional Brand Manual** - https://movimentobemmaior-my.sharepoint.com/personal/natalia_cordeiro_movimentobemmaior_org_br/_layouts/15/onedrive.aspx?id=%2Fpersonal%2Fnatalia%5Fcordeiro%5Fmovimentobemmaior%5Forg%5Fbr%2FDocuments%2FLogo%20MBM&ga=1 .

Section IV – Use of Artificial Intelligence

- 12. MBM is committed to responsible development of artificial intelligence (“AI”) and to using AI technologies in an ethical, transparent and responsible manner. Therefore, MBM employees must adhere to the following guidelines:
 - a. Use AI technologies to improve living conditions, health, and work, promoting responsible innovation to address social challenges without causing harm or undue discomfort to individuals.
 - b. Ensure confidentiality and control of personal data when using AI systems.

- c. Ensure that AI does not create, reinforce, or reproduce discrimination based on social, sexual, ethnic, cultural, and religious differences. AI should contribute to reducing inequalities and promoting inclusion.
- d. Promote responsible innovation by encouraging the use of AI solutions that address significant social and environmental challenges.

Section V – Political Involvement

- 13. Employees and partners must maintain MBM's political neutrality, prohibiting the use of resources, spaces, and MBM's image to promote personal political-partisan interests of any individual.
 - 13.1. MBM acknowledges the individual right of employees and partners to engage in civic activities and political processes, provided that such participation occurs outside of working hours and at their own expense. In such cases, individuals must make it clear that their political-partisan expressions are personal, maintaining MBM's impartiality.
 - 13.2. If any MBM employee or partner takes part in an election process for public office, they must leave their MBM duties for the duration of the campaign and exercise of public office.

Section VI – Confidentiality

- 14. Employees and partners must treat as confidential all information, materials, processes, trademarks, trade secrets, industrial secrets, data, innovations or improvements that have been indicated as confidential by MBM. It is forbidden to disclose, reveal, reproduce, use or share this information with third parties without prior written authorization from MBM's Executive Board. In any event, employees and partners are forbidden from using confidential information for personal or third-party gain.
 - 14.1. The confidentiality commitment remains in effect even after the end of the individual's relationship with MBM.

Chapter IV – Conflict of Interest and Related Parties

- 15. Employees and partners are prohibited from engaging in activities that create a conflict of interest with MBM and that could cause harm to the institution, especially financial or reputational damage.
 - 15.1. Conflict of interest, real or apparent, occurs when an employee or partner makes decisions influenced by personal interests, which may result in personal benefits for themselves or individuals and organizations with whom they have familial, emotional, commercial, or other ties.

- 15.2. A conflict of interest also exists when an employee or partner is involved with an institution related to MBM, and this involvement could result in divided loyalty in decision-making contexts.
- 15.3. The management of conflicts of interest should be based on impartiality, fairness, and transparency, as well as on the participation or non-participation in decision-making in cases where a conflict of interest is present.
- 15.4. More detailed guidelines on conflict of interest management may be subject to a specific internal policy, to be approved by the Board of Directors, if necessary.
- 16. Employees and partners commit to disclosing any personal, familial, emotional, commercial, or other interest that might, in the eyes of any person, influence their activities at MBM or decision-making.
- 17. An employee or partner in a situation of real or apparent conflict of interest must report it to the Executive Board or the Board of Directors of MBM, so that the situation can be verified and, if necessary, appropriate measures taken.
 - 17.1. The communication of a conflict of interest must be made confidentially through MBM's Conduct Channel.
- 18. If a conflict of interest is identified, the employee involved must abstain from participating in related discussions and deliberations, except in cases previously authorized by the Board of Directors.
- 19. Employees who engage in other professional activities or serve on boards of other companies or institutions must declare these roles to MBM before being hired or assuming the position and must always prioritize their activities as MBM employees.
- 20. MBM employees responsible for hiring, salary determination, promotions, and benefits must base their decisions on the candidates' competence, not on personal favoritism or relationships of kinship or friendship.
- 21. Employees responsible for purchasing supplies or services must avoid interference or bias that could compromise the impartiality, competition, and objectivity of the contract, including a ban on receiving gifts or other benefits.
- 22. In activities carried out by MBM employees for the benefit of clients, supporters, and/or partners, MBM's collective objectives must prevail over personal or professional interests.

- 22.1. Business decisions made by MBM employees must be impartial, fair, and transparent, aligned with MBM's objectives and interests, and free from personal, commercial, or any other influences.
23. Offering or accepting gifts, presents, hospitality, or other advantages ("Gifts") from supported social organizations, supporters, partners, and/or potential partners is acceptable if the practice aligns with Brazilian regulations and this Code.
- 23.1. When offering or accepting Gifts, the employee or partner must consider: (i) whether the intention of offering or receiving is to influence the recipient to make a professional decision; (ii) whether it is something extravagant or inappropriate that could compromise their integrity or impartiality; and (iii) whether it could cause any embarrassment to their manager, colleague or related party who becomes aware of the practice.
- 23.2. Any personal gift with a market value exceeding R\$ 250.00, such as a computer, designer clothing, concert tickets, accommodation, or airfare, should be considered extravagant or inappropriate. In this case, the receipt or delivery must be approved in advance by the Conduct Board.
24. In the event of a request for recommendations for service providers or product suppliers by partners and beneficiaries, employees may recommend related parties, if the recommendation serves the requester's interests and is conducted impartially and transparently.
- 24.1. Whenever possible, recommendations of only one service provider or supplier should be avoided, promoting free competition.

Chapter V – Code Management and Oversight

25. This Code will be widely disseminated among all employees, partners, and other stakeholders to ensure understanding and adherence. Periodic training sessions will be conducted to reinforce the principles and standards outlined in this Code.
26. Compliance with the Code, Bylaws, Internal Regulations, and applicable legislation will be regularly monitored by the MBM Conduct Committee, which will be elected by the Board of Directors.
- 26.1. The Conduct Committee will be composed of at least two members, who will be elected to serve for an indefinite term.
27. In cases of suspected violations of this Code's policies or applicable legislation, MBM employees or third parties must file reports through the Conduct Channel, accessible at the following link: <https://forms.gle/CpPXTxmcuxZ1NKMP6>, which will be treated with discretion and confidentiality, guaranteeing anonymity.

- 27.1. Complaints will be investigated by the Conduct Committee, which, if it deems it necessary, will carry out an internal investigation and present the complaint and the recommendation for conduct and sanctions applicable to the case to the Board of Directors.
28. MBM will not tolerate any form of harassment, threat, or retaliation against a partner or employee who uses the Conduct Channel to report non-compliance or violations of MBM's standards.