



DEFINITIONS OF THE TERMS OF  
THE CODE OF ETHICS AND CONDUCT  
PETRO RIO S.A.

## I. Definitions

**Anything with monetary value Includes, but is not limited to the examples below:** (i) cash or equivalent (including gift cards); (ii) benefits and favors (e.g. payment of debts); (iii) contracts and other business opportunities granted to a company over which a public authority has ownership, any legal right or is the final beneficiary; (iv) employment, consulting or lecture opportunities; (v) donations to philanthropic entities; (vi) event sponsorship; (vii) scholarships and research support; (viii) contributions for political-partisan purposes. These examples should be noted in the light of each context.

**Blackout period:** Period of prohibition on trading in Company shares.

**Business/commercial partners:** All independent third parties, individuals or legal entities, which, through a contract or any other type of agreement, participate or allow, albeit indirectly, the pursuit of PetroRio's corporate purpose (e.g. suppliers, consultants, technicians, sales representatives, customers etc).

**Child Labor:** All forms of work performed by children under 12 years of age in any economic activity; any job between 12 and 14 years other than light work; all work under the age of 18 defined by the ILO as the "worst forms of child labor".

**Competitor:** The one who offers the same product or service to the same target audience, with the same price range in the same type of Point of Sale (POS).

**Conduct:** Behavior of the individual.

**Confidential information:** Data whose access is confidential/private, whose access is restricted by law, PetroRio regulation, its customers or business partners.

**Conflict of interests:** Any situation where the interests of one of the parties involved are in conflict or may influence the interests of other business partners.

**Corruption:** Giving, promising, offering, authorizing, soliciting or receiving, in exchange, directly or indirectly, for themselves or for others, an undue advantage (in cash or cash convertible), regardless of the value, for a public official, national or foreign, or person equivalent to it in order to lead this person to withdraw, to act or to cease to act according to law, morality and good manners.

**Customer:** Any individual or legal entity that has evaluated, witnessed demonstration, requested budget, purchased or may purchase the products or services offered by PetroRio.

**Disciplinary Measure:** Action applied to the employee or business/commercial partner, in the event of non-compliance with the PetroRio Code of Ethics and Conduct, in this Policy and other internal directives of the Company, or in a contract entered into with PetroRio, which may be up to contract termination and civil and criminal proceedings.

**Discrimination:** Unequal and unfair treatment to the detriment of a person (or group) in relation to others who are in the same situation. Generally, it comes from prejudices.

**Donation:** Transfer of assets or financial resources to another natural or legal person.

**Employees:** Any natural person who has a statutory/fiduciary relationship with the Company or who renders services that are not eventual (routine) and costly (receives salary) to PetroRio, and is subordinate to the Company, acting under its guidance. It includes, in addition to the employee hired under the Brazilian Labor Consolidation Law (CLT), Luxembourg Labor Law or any other correspondent law, interns, minor apprentices and temporary employees.

**Entertainment:** Any cultural or social event that has no direct link with PetroRio's commercial activities, such as show tickets, theater, exhibitions, concerts, sporting events or other types of events open to the public.

**Ethics:** A set of rules and precepts of value and moral order of an individual, a social group or a society. It serves as a guide for PetroRio's internal relations and its stakeholders.

**Facilitating Payments:** These are small payments made to public agents, or persons related to them, to guarantee or expedite the execution of an action or service to which a company has a normal or legal right, for obtaining authorizations, licenses and other official documents, processing of government documents, such as work orders. The official emergency rate (e.g. extra fee of the Federal Police of Brazil to issue the passport in an emergency) does not constitute a facilitator payment.

**Favorability:** Characterized by "sponsorship", protection, help or promotion of people or organizations due to friendship or kinship, without evaluating the professional and behavioral aspects.

**Foreign Public Agent:** Any person who exercises, even temporarily or without remuneration, a position, job or public function in bodies, state entities or in diplomatic representations of a foreign country, as well as in legal entities directly or indirectly controlled by the public authority of a foreign country or in international public organizations (including candidates for public office).

**Gifts:** Merchandise of negligible value and not related to the economic activity of the company, which has a promotional purpose (usually has the brand/logo of the company stamped in it).

**Hospitality:** Parties, shows, presentations, lunches, dinners, cocktails, events among other activities offered in order to strengthen the relationship with Third Parties or show appreciation, gratitude.

**Intellectual Property:** Intellectual property is understood as trademarks, products, processes, innovations, improvements, projects, documents, research, strategies, financial, price, commercial or market information or any other non-material activity developed in the company or by contracting it.

**Interested Party (Stakeholder):** Individual or group of individuals who have an interest in any decisions or activities of an organization.

**Inside information:** Information is considered privileged when it is unknown to the investors and if they may consider it important to make a decision to buy, sell or continue to own shares in PetroRio. Examples of privileged information are: investment plans or divestitures, new strategic partnerships, projections of results, among others.

**Kickback or Bribery:** Offer, promise, delivery, acceptance or requesting of an undue advantage of any value, which may be financial or otherwise, directly or indirectly, and regardless of position, in violation of applicable laws, as an incentive or reward to a person who is acting or failing to act, related to the performance of that person's duties. (definition brought by ISO ABNT 37001: 2016)

**Money Laundering:** A process in which criminals transfer funds obtained from illegal activities (e.g., fraud, terrorism, drug trafficking, arms smuggling and corruption) to legitimate businesses in order to conceal their criminal origin.

**Moral Harassment:** Negative attitudes and behaviors of managers or coworkers toward their subordinates or peers through humiliations, intimidations, and demands beyond the bearable or culturally acceptable, during or outside the workday. Harassment is characterized by continuous and repeated actions, becoming a daily habit.

**Personal data:** Personal data is information relating to a person living, identified or identifiable; the set of distinct information that may lead to the identification of a person; data that have been mischaracterized, coded or pseudonymized, but that can be used to re-identify a person. Examples: name and surname, home address, e-mail address (name.surname@company.com), ID card number, IP (internet protocol) address.

**Personal relationship:** Affective, professional or personal bond, united by common goals and interests. It is important to note that the personal relationship involves coexistence, communication and reciprocal actions (examples: spouse or partner, children, stepchildren, parents, stepparents, grandparents, siblings, close friend).

**Present:** A gift offered by a relative or friend, provided that its cost has been borne by the offeror and not by a third party that has an interest in a decision by a PetroRio employee, a public/governmental agent or a third party with whom PetroRio intends to make or maintain a business. Usually bound to the festive or commemorative date, such as birthday, marriage, birth, etc.

**Principles:** Concepts that regulate the behavior or action of someone (or a group), opinions, beliefs.

**Private Agent:** The person who performs the function and/or represents Business/Commercial Partners, Stakeholders or Related Parties.

**Public Agent:** Any person who exercises, even temporarily or without remuneration, by election, appointment, assignment, hiring or any other form of investiture or bond, mandate, position (including commission position), employment or function (even consultancy) in the direct, indirect or foundational administration of any of the Powers of the Union, of the States, of the Federal District, of the Municipalities, of the Territory, of a company incorporated to the public patrimony or of an entity for whose creation or cost the treasury has competed or competes with more than fifty percent of its equity or annual revenue. This also includes candidates for public or political offices and members of political parties/electoral committees.

**Related party:** A legal or physical person (or a close family member) who is related to the company that reports a data or information (e.g. presents the financial statements). The following are related parties: relatives up to third grade in a straight line, collateral or by affinity, controlled companies, affiliates, subsidiaries and consortiums.

**Sensitive information:** Information or knowledge that may result in a loss of advantage or of the level of security of PetroRio or of third parties, when the company has the custody of the information, if revealed (disclosed) to others, which may have low or unknown reliability or undue or unending intentions (examples: personal data, user passwords, business conditions, price agreements, development plans, etc.). Not all sensitive data is confidential.

**Sexual Harassment:** Embarrass someone with the intention of gaining advantage or sexual favor, during the work day or outside, making use of superior hierarchical condition, ancestry or abusing the relationship of trust between peers. Sexual harassment will be characterized when there is continuity, in a repeated and prolonged manner, becoming a daily habit.

**Social Investment:** Voluntary transfer of resources in a planned, monitored and systematic way for social projects of public interest.

**Symbolic value:** Hospitality actions, promotional and gifts of reasonable value for the region where they are granted/offered, and which do not exceed 20% of the local minimum wage, should be understood as symbolic value.

**Third Parties:** Any natural or legal person that acts directly or indirectly on behalf of or in favor of PetroRio, in the capacity of service provider, supplier, consultant, regardless of formal contract.

**Transparency:** Consists of the desire to make available to interested party's information that is of interest to them and not just those imposed by laws or regulations. It should not be restricted to economic-financial performance, also considering the other factors (including intangibles) that guide management action and which are consistent with the preservation and optimization of the organization's value (as defined by the Brazilian Institute of Corporate Governance - IBGC).

**Undue advantage:** Any benefit, albeit not economic and regardless of value, such as: presents, gifts, travels, meals, lodging, entertainment and job opportunities that may result in personal consideration or for the business of PetroRio, however, that under normal conditions the Company would not be entitled to or, if it had the right to it, it would be in different conditions or in a different term than the one obtained.

**Values:** These are guidelines for the decision-making process and for the behavior of the company and its employees in the fulfillment of its Mission.