



**POWERCHINA INTERNATIONAL**  
GROUP LIMITED DO BRASIL



**2023**

**POWERCHINA  
HANDBOOK**



Rev 01

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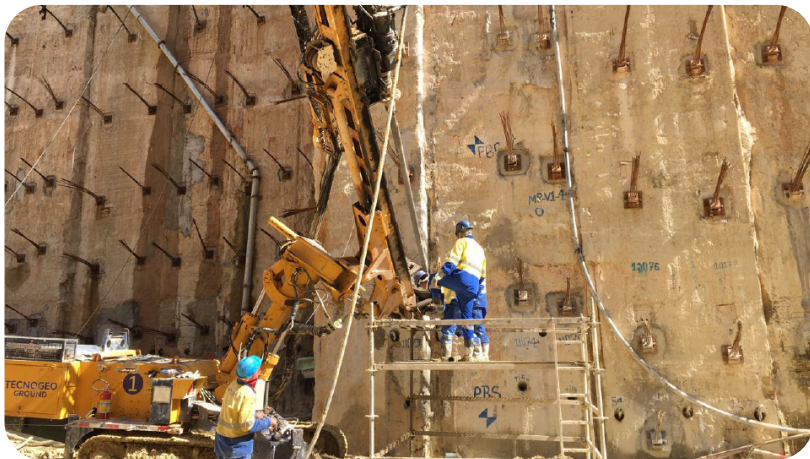
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# POWERCHINA PROJECTS

Hydroelectric power plant  
São Simão - GO



Guilherme Giorgi Station  
in São Paulo



Photovoltaic power station  
Paracatú - MG



# CODE OF ETHICS



## Policy Statement

This Code of Ethics aims to clearly and openly establish the ethical principles that govern all POWERCHINA operations. It is also a public commitment by POWERCHINA to adopt the highest ethical goals and implement them in its daily operations to POWERCHINA be acknowledged in Brazil, and globally as an ethical company.

POWERCHINA firmly believes that continuous success and global development can only be achieved by pursuing the core values of **responsibility, innovation, integrity and win-win partnerships.**

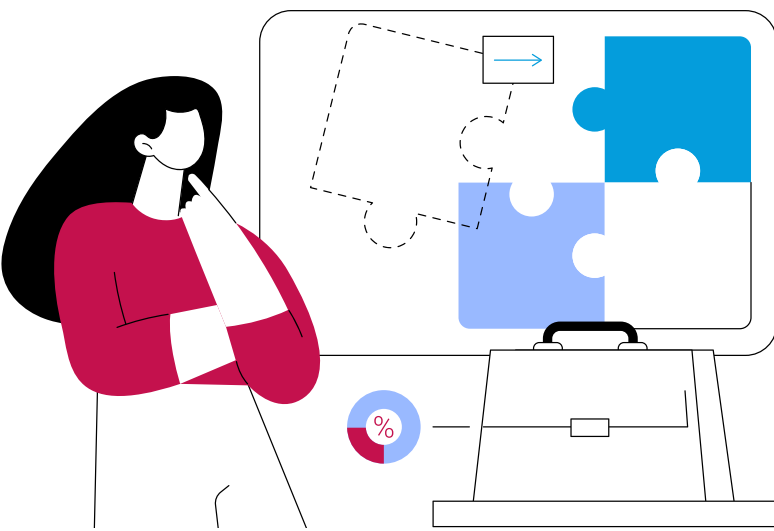
Whether as individuals or collectively, all employees must behave honestly, fairly, responsibly and with integrity in all their internal and external relationships, respecting the core values and striving to create a people-oriented and harmonious coexistence culture.

Ethical compliance and integrity must be inherent in all actions of each employee, without exception or mistake.

All employees must act in accordance with this Code of Ethics and actively practice its concepts, principles, and rules.

Every employee must commit to strictly complying with applicable laws where POWERCHINA does business and upholding the Company's high ethical standards. No employee shall compromise the ethical principles and regulations of the company to achieve any objective.

POWERCHINA's employees must treat clients, suppliers, contractors, other business partners and competitors fairly and equally. Competitive advantages must not be sought through illegal operations, corruption, concealment, abuse of privileged information, misrepresentation of material facts or other improper conduct.



**responsibility**

**innovation**

**integrity**

**Win-Win partnership**

**POWERCHINA does not tolerate corruption, fraud, or dishonesty.**

Any violation of this Code of Ethics is a serious incident that can have devastating consequences for the Company, individuals, or groups and seriously damage POWERCHINA's reputation as an ethical and trustworthy business partner. If you have any ethical concerns, or become aware of any irregularities, you must report them through the reporting channels set forth in POWERCHINA's compliance policies and procedures.

Every employee and partner must carefully read this Code of Ethics. The Company recognizes that the Code of Ethics, the integrity requirements and the work policies and procedures may not cover every situation that may arise, but the core values apply in any context.



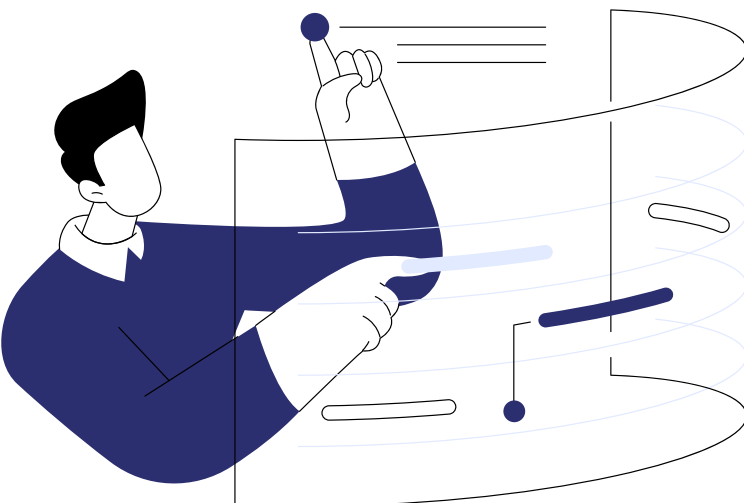
# IMPLEMENTATION

All employees are responsible for ensuring that they and their team comply with the requirements of this Code of Ethics and the laws, regulations, and policies.

The Compliance area is responsible for coordinating compliance actions with other areas of POWERCHINA and with units and companies operating under the brand or logo of POWERCHINA in Brazil.

Any doubts or other information related to this Code of Ethics shall be reported to the Compliance area.

Problems or concerns about ethics or compliance identified and brought to the attention of any leadership, whether resolved or not, shall be reported to the Compliance area, which is responsible for conducting regular monitoring of the implementation of the Code of Ethics.



**ANY EMPLOYEE WHO DOES NOT COMPLY WITH THE CODE OF ETHICS WILL BE SUBJECT TO DISCIPLINARY MEASURES PROVIDED FOR IN THE ASSOCIATED PROCEDURES, WHICH MAY INCLUDE A WARNING OR THE TERMINATION OF THEIR EMPLOYMENT CONTRACT.**

# APPLICATION



All employees, in addition to complying with this Code of Ethics, must also comply with corporate and operational policies and procedures related to their work responsibilities.

As no set of policies can address every possible situation, employees should use these principles to guide them in their daily activities. When facing a difficult decision, the employee shall always ask:

- Am I following the law?
- Am I complying with the Code of Ethics, integrity requirements and specific POWERCHINA policies and procedures?
- Am I damaging my reputation or that of POWERCHINA?
- Did I practice POWERCHINA's core values of responsibility, innovation, integrity, and win-win partnership?

After asking himself the questions above, if the employee has any concerns or questions, he shall seek guidance from the Compliance area or the Compliance Agents at your place of work.



## Leadership

Managers' responsibilities go beyond those of other employees. They must integrate in their behavior and actively promote this Code of Ethics and the Company's core values in the workplace, demonstrating commitment through their actions.

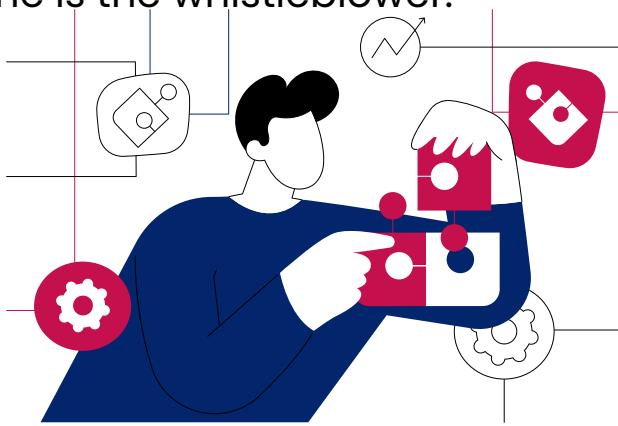
Managers are personally responsible for ensuring that the Company fully implements this Code of Ethics in activities under their responsibility. They must be vigilant to prevent, promptly detect and resolve any violations and protect employees who report any violations.

## Guidance and Reporting

If you have questions about this Code of Ethics or about any legal or ethical issue, the Compliance area or the Compliance Agent at your unit are the indicated channels for your consultation: feel free to seek guidance.

Any evidence or suspicion of violation of this Code of Ethics should be reported to the Compliance area or to the Compliance Agent at your unit.

Employees who report violations in good faith cannot be punished. Anyone who engages in prohibited conduct can be punished, even if he is the whistleblower.



# CORE REQUIREMENTS

The selected requirements and guiding principles of this compliance commitment are presented below.

## Fraud and Criminal Conduct

Under no circumstances will the Company tolerate any fraud, deception or falsification of original records, bidding documents or other materials. Do not steal, misuse Company property, or commit abuse of power. These actions directly violate the Company's basic principles of good faith.

All employees must be aware of the laws, regulations, and requirements relevant to their role at work. Violation of any laws, regulations and requirements may result in civil or criminal liability and damage to POWERCHINA's reputation.

Activities that could involve POWERCHINA in any illegal or unethical practices are therefore prohibited.



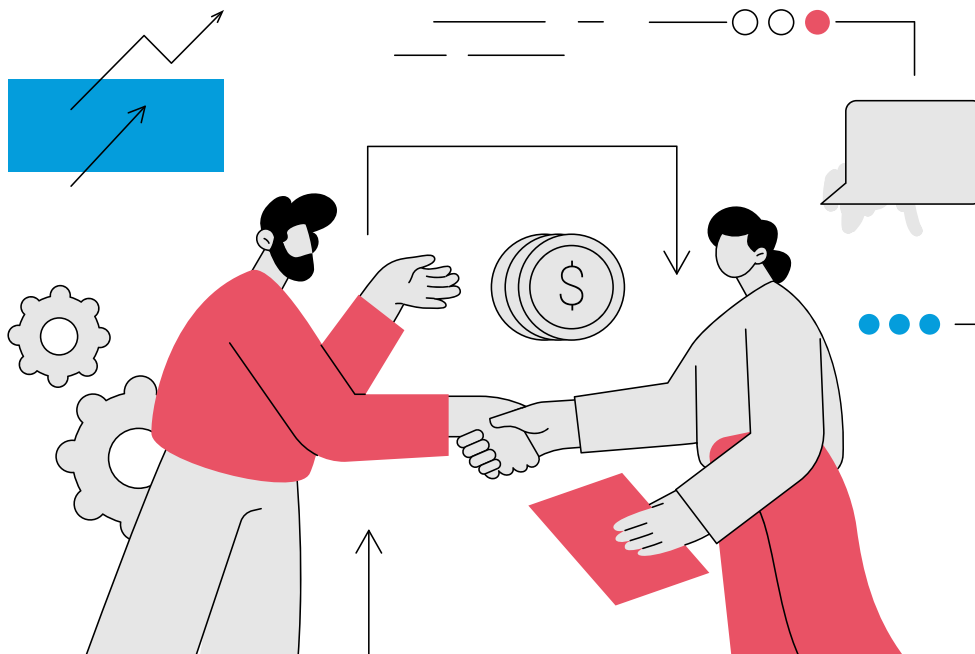
## Dealing with Business Partners

**POWERCHINA's commitment to ethics extends to relations with its business partners, from which is expected the adherence to the values and ethical principles in accordance with this Code of Ethics.** It shall be ensured that improper payments are not channeled through intermediaries, including joint venture partners, consultants, agents or other representatives, suppliers, and subcontractors. The following guidelines shall be used:

### Clients

POWERCHINA must treat all its clients honestly and fairly. Employees negotiating contracts must ensure that any statements, communications, and presentations made to clients are accurate and true. They should not mislead current or potential clients to win their business.

Clients' confidential, sensitive, or private information may never be disclosed by any employee to any person except as required or permitted within a project or contract or under applicable law.



## **Subcontractors and Suppliers**

The purchase of goods and services should be based on the merits of price, quality, performance, delivery, and suitability. Bribery and kickbacks in all forms, and conflicts of interest, between POWERCHINA and its subcontractors or suppliers are strictly prohibited. POWERCHINA requires its suppliers and subcontractors to strictly comply with all applicable legal requirements related to its activities.

## **Representatives**

The use of agents, consultants, and any other representatives who act on behalf of POWERCHINA or for POWERCHINA's benefit presents a potentially serious legal and integrity compliance risk that must be properly controlled.

Any representative acting on POWERCHINA's behalf is obliged to comply with all applicable laws and regulations and with POWERCHINA's ethical and integrity commitments, in the same manner as POWERCHINA in accordance with this Code of Ethics. In no event may improper payments, fraudulent practices, and other criminal, improper or unethical conduct be made using representatives.

Employees with any knowledge or suspicion of such conduct by a representative must report the matter immediately to the Compliance area using the reporting channels, in accordance with the Company's policies and procedures.

## Government Officials

Contracts with public entities and agencies or with any Public Administration company require legal compliance and integrity with remarkably high standards and must be conducted with the highest business ethics.

Particular care should be applied when dealing with state-owned or public entities or when seeking government approvals, licenses, permits, or similar approvals. To prevent conflicts of interest, particular care also must be given to the hiring of a former or current government employee, which will only be permitted in accordance with the Company's policy, procedures, and approval requirements.



## Anti-corruption

POWERCHINA prohibits, under any circumstances, the use of bribery and similar practices in any form and at all levels of its business. **Employees are prohibited from offering, giving, or accepting bribes or kickbacks in any way, directly or indirectly, from or to any person or party, including clients, representatives, contractors, suppliers, and public officials.**

It is POWERCHINA's goal to ensure that the success of its business remains based on its competitiveness, performance and quality of products, services, and technologies. POWERCHINA does not and will not seek success through bribery or improper influence in any way.

Employees shall not offer, promise, or give money, services, gifts, or other items of value (including hospitality) to obtain or retain business or otherwise benefit POWERCHINA. Nor should they receive money, services, gifts, or other items of value (including hospitality) for having offered POWERCHINA business to an individual or organization.

In some cultures, good business relationships can sometimes involve the exchange of symbolic gifts and hospitality. However, if the ultimate goal is to unduly influence business decisions, employees may not give, offer, or accept such gifts or hospitality or any other form of special treatment from any person engaged in business with POWERCHINA.



## Conflicts of Interest

A conflict of interest is a situation in which POWERCHINA's interests differ from the personal interests of an employee or that employee's family members, or persons with whom the employee is engaged in a business relationship (including representatives). Conflicts of interest distort judgment and generally are improper. All employees must avoid any situation that involves or may involve a conflict of interest.

Business decisions and actions must be based solely on POWERCHINA's best interests and must not be motivated by personal considerations or relationships. Relationships with prospective or existing suppliers, subcontractors, representatives, contract employees, clients, competitors, or regulators must not affect one's independent and sound judgment on behalf of POWERCHINA. No employee shall engage in any business or other activity, whether in an employed, self-employed, personal, or unpaid capacity, which may give rise to a conflict with POWERCHINA's interests.



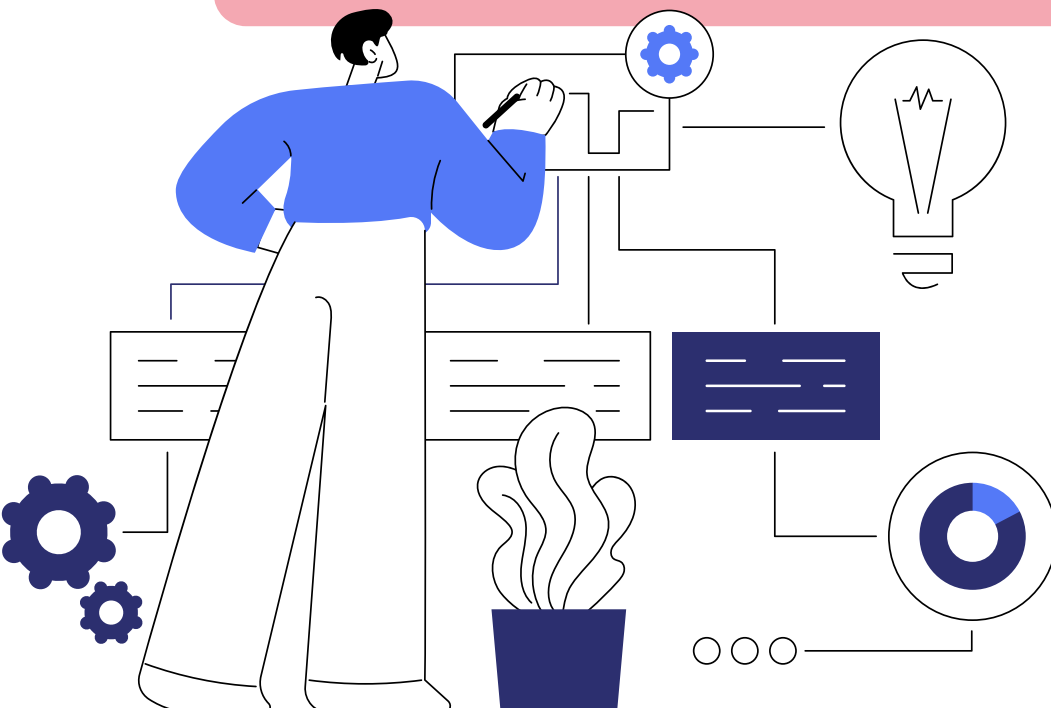
## Fair Competition

Employees are prohibited from participating in any agreement with our competitors that has the improper intention or effect of fixing prices, distorting a bidding process, dividing a market, or limiting production.

Employees must not exchange sensitive information with competitors in infringement of competition or anti-trust laws. Generally speaking, competition laws forbid agreements or activities that restrain trade or limit competition and prohibit monopoly attempts.

POWERCHINA is committed to vigorous but fair competition in compliance with all applicable laws and in accordance with recognized international standards.

Rules in this area differ from one country to another and may require specific legal expertise, and international or private financial institutions have their own requirements in this area. Employees should consult the Compliance and Legal areas for clarification, as necessary.





## **Coercion and Extortion**

POWERCHINA expressly prohibits employees from inflicting physical or financial damage or injury, threatening, or in any way harming individual or company to unduly influence the actions of that individual or company.

## **Confidentiality**

Each employee must keep confidential and not to disclose or use any confidential information belonging to POWERCHINA, or belonging to a third party which has been received by POWERCHINA pursuant to a confidentiality agreement, or in circumstances where it is clear that the information is proprietary and confidential.

Employees with access to confidential and proprietary data, including information on clients and suppliers, must be only those whose function and responsibilities specifically include the handling, use, and communication of such data, and such data must never be improperly disclosed within POWERCHINA or to a third party, or misused.

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Examples of confidential information include, but are not limited to, results, forecasts, and other financial data, human resources and personal data, information with respect to acquisitions and divestitures, new products, and orders. Examples of proprietary information include, but are not limited to, business strategies, product improvements, technical information, systems, inventions, trade secrets, or know-how developed or acquired by POWERCHINA. This definition includes matters covered by secrecy agreements.

## **Internal Controls**

Our books and records must always be truthful and complete, and prepared with the utmost accuracy and integrity. Books and records, including expense reports, time sheets, invoices, and accounting documents must be supported by sufficient documentation to provide a full and auditable record of the transaction.

Employees who maintain or submit false documentation or who maintain off-books accounts or other means of avoiding or subverting POWERCHINA's internal controls will be subject to sanctions as provided in this Code of Ethics and the Compliance Policies and Procedures.

## **Health, Safety and the Environment**

POWERCHINA is committed to the health and safety of its employees and any other person who may be affected by its operations. All employees have the responsibility to prevent injury, ill health, damage, and loss arising from the Company's operations as well as to comply with all regulatory or other legal requirements pertaining to safety, health, and environment.

Employees are responsible for reporting any hazardous situations they may witness, or any incidents indicating such risks, and for helping to implement preventive measures. Safety guidelines issued or applied by POWERCHINA must be strictly adhered to.

# ETHICS CHANNEL

if you would like to report a suspected violation of this Code of Ethics, contact the area of Compliance or your site's Compliance Agent.

For anonymous reports, make contact using the ethics channels informed in your unit and on the Company website.

YOU CAN ALSO DELIVER A MESSAGE AT THE:  
E-MAIL OR TELEPHONE



Telefone • Confidential channel  
**0800 800 1061**



Site • Confidential channel  
**[www.contatoseguro.com.br/powerchina](http://www.contatoseguro.com.br/powerchina)**



E-mail • Information channel  
**[canal.etica@powerchina.com.br](mailto:canal.etica@powerchina.com.br)**





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GROUP LIMITED DO BRASIL



# THANK YOU



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