

Code of **Conduct** and **Ethics**



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Message from the President

Carlos Eduardo José Monguilhott

“**Neoway** is Latin America's largest Big Data Analytics and Artificial Intelligence company for business. Established in Florianópolis and present throughout the country, we launched our SaaS platform in 2012 and, in 2021, we joined **B3**, the Brazilian stock exchange. The Neoway Platform offers intelligent solutions for marketing strategies, compliance, loss prevention, among others. Our purpose is to generate a positive impact on the country's development through our technologies and, together with B3, we have started our new cycle to transform the data market in Brazil.

The Neoway style is still alive, with a lot of **passion** and **attitude**. We value the **protagonism** of our employees, who always make it happen and strive to evolve, just as we believe and encourage dialogue as a way to overcome challenges and problems with a **collaborative** posture. Here at Neoway we are open to new ideas, suggestions, and opinions, and always try new solutions because we are **daring**.

The **NeoEthics** story brings all this and more to **Neoway's compliance program**. With pillars that reinforce each other, we have implemented policies and controls to prevent, detect, and remediate misconduct in order to **promote business in a sustainable, safe, and ethical manner**.

Our **Code of Ethics and Conduct** was updated and reflects the importance of a conduct based on the principles of **integrity** and **transparency**, in all the interaction of our employees with both the public and private sectors. **Similarly, our Anti-Bribery Management System**, certified by the **International Organization for Standardization - ISO**, demonstrates Neoway's commitment to disseminating anti-corruption initiatives in our business environment and to increasingly incorporate compliance in our **culture**.

I count on everyone's help, participation and involvement to keep NeoEthics successful! **W**

SCOPE AND TERM OF VALIDITY

NEOWAY COMPLIANCE PROGRAM

Our Compliance Program, **NeoEthics**, is composed of this **Code of Ethics and Conduct** (Code), and the internal compliance **policies and procedures**. The **goal** is to apply, care for, and enforce **Neoway's manifesto and purpose**.

TO WHOM DOES IT APPLY?

This Code applies to **all Neoway sites and their employees**, at any hierarchical level, including their directors, officers, executives, managers and other employees.

It also applies to any **third parties involved with Neoway**, such as **current business partners, new business partners, suppliers and service providers** (collectively, Third Parties).

HOW LONG IS IT VALID?

This Code will be valid for an **indefinite period of time and** may be revised periodically by Neoway. All **Employees and Third Parties** will be informed of any updates to this Code, which can be viewed on the Neoway website (www.neoway.com.br/codigo-de-etica).

INTERNAL POLICIES AND PROCEDURES

All Neoway's **policies and procedures** are available for employees to check on our Compliance Portal located on the **Neoway Portal**.



STANDARDS OF BUSINESS CONDUCT

RESPONSIBILITIES OF NEOWAY AND ITS EMPLOYEES

Neoway is Latin America's largest Big Data Analytics and Artificial Intelligence company for business. We offer intelligent solutions that transform information into knowledge, and generate productivity and accuracy for marketing strategies, compliance, loss prevention, among others.

The **sustainability of the business depends on the conduct of all our employees.** Thus, Neoway expects its employees to perform their professional activities in **compliance with the standards of ethical, honest and transparent conduct set forth in this Code, as well as with the Company's other internal policies and procedures.**

Neoway **does not admit any kind of violation of the law** and will investigate all facts involving suspected corruption,

fraud, theft, robbery, embezzlement, or any other crime, misdemeanor, or unlawful act. Acts that stray from Neoway's established internal policies and procedures will also not be permitted.

All employees have the **obligation to strictly comply with Brazilian anti-corruption regulations**, including the provisions of Law 12,846/2013 and its executive orders, **as well as personal data protection regulations**, such as Law 13,709/2018 (General Law of Personal Data Protection - LGPD).

The conduct of our employees must always be based on **transparency and on the ethical principles in this Code**, whether in the relationship with private institutions, government agencies, or competent government authorities.



RESPECT FOR PEOPLE

Neoway values a **productive, ethical, and harmonious** work environment where the commitment to **transparency and respect for diversity prevails**. Work relationships should be respectful, constructive, collaborative, and cordial, while dealing with differences of opinion and personality, **regardless of rank, position, or function**.

We strive for continuous improvement in delivering results that **drive growth for clients and society**. At the same time, Neoway values the development of our employees, and we believe that **each one plays an essential role in the success of our business**.

We seek the trust of our Partners, clients and employees, based on the following premises:-

- Neoway maintains and supports standards and procedures designed to **safeguard the confidentiality** of its own information of its customers and employees;
- Neoway does not accept any kind of discriminatory or prejudiced conduct toward any person by our employees, whether based on age, color, race, ethnicity, nationality, religion, gender, marital status, family situation, creed, social group, physical or mental disability, political opinion, or sexual orientation;

- Neoway evaluates its employees based solely on their competencies, merit and professional performance, and offers **equal professional development opportunities** to all, recognizing each person's characteristics, merits, contributions and competencies;
- **Neoway does not tolerate any kind of harassment**, humiliation, intimidation, verbal abuse, threats or violence on the part of our employees;
- Neoway **does not accept or condone any form of labor exploitation**, adult or child, or practice that violates human rights.



RESPECT FOR CUSTOMERS

At Neoway, we encourage **respect for our customers** through attitudes and concrete actions that seek to meet their expectations in relation to the products and services we offer.

Employees must keep in mind that the relationship with customers is defined by **courtesy and efficiency** in customer service, strict risk control, and the **provision of clear and objective information**.

Neoway does not permit treatment and professional decisions based on or guided by the personal interests of an employee, a sales partner, or a customer representative. In customer service, employees are **forbidden from offering or receiving any undue advantage** in order for a sale to be concluded, expedited, or in any way modified for personal interests.



CONFIDENTIAL AND PRIVILEGED INFORMATION

As a company that works with Big Data, analytics, and artificial intelligence projects for business, Neoway works with **sensitive data and information** on a daily basis. All Employees must assign maintain **secrecy and confidentiality of Neoway data** in order to protect them in a complete and efficient manner. This means protecting the information from all improper access or disclosure.

INFORMATION

We receive, process, handle, make available, and store a large volume of data of our own, customers, participants, and business partners. For this reason, information security is essential for the sustainability and credibility of Neoway's business.

SECURITY

Therefore, all data related to commercial proposals, contracts, projects, specifications and technical drawings, budgets, accounting and finances, cost sheets, agreements, investments, among others, must be duly protected and classified in accordance with their strategic importance. Neoway **guarantees the security and protects the integrity of the information** in our systems and equipment, and **adopts the appropriate mechanisms to protect** against cyber attacks, hacking, and information leakage.

The disclosure of Neoway's data by employees without proper authorization is forbidden, whether through in-person sharing, written information or stored in any other electronic format (such as flash drive, hard drive, virtual storage, CD/DVD, among others). In addition, Neoway is **responsible for the acts of its employees and business partners acting on its behalf or for its benefit**. In this regard, it is the responsibility of all employees and managers in charge of the performance of partners to ensure the integrity of our data and monitor proper compliance with the standards described in this Code.



Corporate e-mail and any Neoway-owned equipment (such as desktops, notebooks, and cell phones) used on the corporate network can be **monitored**. Employees should not have expectation of privacy when using these corporate systems and resources. Please note that, in accordance with local applicable laws, Neoway may review, search, make an image, process, duplicate, copy, collect, export and transfer any data (including personal information) stored in Neoway's corporate email accounts or any other equipment owned by Neoway.

CONFIDENTIALITY

Neoway **does not tolerate spying** to obtain trade secrets from third parties. The use of the information available in Neoway systems should be restricted to employees to the exact extent of their duties, and passing it on to third parties is forbidden, except when expressly authorized by the appropriate department.

If there is an official request for information by any government authority, after answering and with the due joint support of the **Neoway's Legal Department**, the data can be supplied according to the terms of the request.

Employees must **avoid talking about company matters in public places** and keep **absolute secrecy about confidential or privileged information** to which they have access while conducting their professional activities. When in doubt about the secrecy and confidentiality of information, or about the possibility of disclosure, consult the **department manager, the Legal Department and/or the Compliance Department.**



ANTI-CORRUPTION RULES

FRAUD AND CORRUPTION

Neoway conducts its business in a **lawful, transparent and honest manner**. It is also our premise that our businesses comply with all anti-corruption provisions in Brazil (Law 12,846/2013 and other regulatory decrees) and in the locations where we operate. Neoway does not tolerate any illegal practices, including fraud, bribery, extortion, inappropriate compensation, facilitation payments and other forms of corruption. This rule applies to our employees and business partners who act on behalf of or for the benefit of Neoway.

Fraud

Fraud is defined by any illicit and dishonest act carried out with the purpose of concealing facts and data through illegal practices, with the aim of obtaining undue gain or advantage for oneself or a third party.

Some examples of fraud are: falsification of documents, distortion of accounting data, changing contractual clauses, manipulation of results to achieve goals, and tampering with reimbursements for food, cab, and traveling expenses.

Corruption

Corruption can be understood as the act of **offering, delivering, promising, or authorizing** others to deliver, **directly or indirectly**, any **undue advantage** to a national or foreign official or to a related third party, with intention or resulting in obtaining any **improper benefit in return** (financial return, preferential treatment, preferential contracting, illegal act or omission, among others). The concept of undue advantage is very broad and can comprise anything that has some value to the recipient (such as money, goods, gifts, gift cards, job openings, entertainment, lunches, dinners, and services). An **example** for our daily life would be the act of paying a bribe to succeed in a government contract.

A few important notes:

Any asset, no matter the amount, can be used as a form of undue advantage and, consequently, considered an act of **corruption**

It is strictly forbidden for Neoway employees and business partners to offer, deliver, promise or authorize any type of undue advantage, whether involving government officials or individuals from private organizations.

Fraudulent or corrupt conducts that aim to benefit an employee, a person related to him/her, or third parties personally, even if with the intention of achieving corporate goals or to enable Neoway's business, **are prohibited and must be immediately reported to the reporting channel.**

INTERACTION WITH GOVERNMENT OFFICIALS AND PARTICIPATION IN BIDDING PROCESSES

- For the purposes of this Code, Government Officials will be considered to be any person who, even if on a temporary basis or without compensation:
- Works in a government position;
- Works or holds an office in a government agency, Brazilian or foreign;
- Works or holds a position in a company or institution controlled or managed by the government;
- Represents or holds a position in a political party;
- Candidates running for political office.

Neoway and its employees are committed to conducting the relationship with Government Officials in an ethical and transparent manner, safeguarding Neoway's best interests and in accordance with the Brazilian legislation in place, as well as in compliance with the provisions set forth in this Code and other Neoway's internal policies.

The participation in bidding processes must comply with the Bidding Law (Law 8,666/93), the Antitrust Law (Law 12,529/12) and other applicable legal provisions. **No conduct that plans or results in fraud, manipulation or undue influence** on decisions of Government Officials, or any action that can be characterized as **influence peddling** to speed up routine services or **administrative procedures** in benefit of Neoway, shall be admitted. **Unofficial payments** commonly known as facilitation fees are not allowed either.



COMPLIANCE

RULES

BUSINESS COURTESIES

Neoway understands that commercial relationships are extremely important for the development of your business, and that the exchange of business courtesies is a common way to strengthen such relationships.

Therefore, the **offering or receiving of gifts, presents, and hospitality** (such as entertainment, travel, lodging, event courtesies, among others) must be done in a transparent manner and in accordance with Neoway's internal policies. Under no circumstances can corporate courtesies be used as an undue advantage. In addition, **expenses with such items must be properly recorded in Neoway's accounting books.**

DONATIONS AND SPONSORSHIPS

Neoway believes it has an **important role in contributing to society and building a better world.**

In this respect, in addition to supporting marketing initiatives aimed at **developing and publicizing new products or the Neoway brand**, the Company also makes donations and provides sponsorship to support cultural, social, educational, environmental, sports, and health initiatives. **No donation or sponsorship shall be made with the intent to obtain or which results in the obtaining of an undue benefit for Neoway, its employees or any person.**

Political donations by Neoway or its Members are prohibited and Neoway's name should never be associated with any such donations, even if made by employees or Third Parties.

THIRD-PARTY MANAGEMENT

We emphasize **honesty and transparency** in our hiring processes, sales partnerships, and business alliances to ensure that **Neoway's interests, values, and image** are always preserved. Neoway has internal rules and procedures that guide the **choice of Third Parties** based on the efficient allocation of resources, approval levels, contract signing, and internal records.

We expect our **Third Parties to share the same standards of integrity as Neoway**. Accordingly, Neoway Third Parties must operate ethically and in compliance with all applicable laws and regulations, including anti-corruption laws.

Hiring a Third Party at Neoway should be guided by the following principles:

- Neoway **does not hire Third Parties who refuse to comply with anti-corruption laws**, the provisions of this Code or equivalent principles;
- Neoway **does not admit the request or obtaining of any benefit in exchange for hiring, a partnership or an alliance**;
- Neoway **does not permit the improper influence of employees** in the selection, hiring, management, or evaluation of a Third Party.

CONFLICT OF INTERESTS

Conflict of interest is a situation in which an employee's private interests may **interfere with the one's professional duties** in disagreement with the company's by-laws or even harm Neoway's interests.

Conflicts and potential conflicts of interest must be reported so that Neoway can take the necessary mitigation measures. In addition, **reporting can prevent a misconduct from materializing** or even dispel the mistaken perception of it. Neoway needs to be alert to the day-to-day cases, to **prevent and avoid the occurrence of unmitigated conflicts of interest**. Here are some **examples** of conflicts of interest:

- Presence of relatives in the same hierarchical reporting line;
- Presence of family members in decision-making positions in government agencies with which Neoway has a relationship;
- Employee with a second job conflicting with the role at Neoway;
- Employee with economic or financial interest in competing companies;
- Employee with family members in competing companies;
- Employees with economic or financial interests in companies that supply, provide services to or are partners of Neoway.

The **involvement of our employees in activities outside Neoway**, regardless of what they do, must not jeopardize the Company's business. Therefore, Neoway's resources must not be used for purposes other than those related to the exercise of professional duties, and any **parallel activity must be performed outside of working hours**.

Participation in other companies as a partner, partner-director or partner-investor **must not conflict in any way** (nature or time) **with the activities performed at Neoway.** Before taking on responsibilities in other institutions, employees must inform their immediate manager and, if necessary, the **Compliance Department.**

The ties of kinship, partnership, friendship or affective relationship among employees are permitted **as long as there is no direct subordination among them** and such relationships **do not result in cronyism** (such as negatively influencing Neoway's management model, the distribution of activities or decision-making regarding compensation, promotions and performance).

Transactions and contracts that involve interested related parties (companies in which an employee has a professional role, is a partner, or has an economic interest) must meet Neoway's interests and be approved by the Board of Directors. Such operations must be carried out in accordance with the laws and corporate documents in force, as well as respecting the impartiality of treatment.

Situations of actual or potential conflict of interest involving any employee **must be reported to the immediate superior and to the Compliance Department.**

GUIDELINES APPLICABLE IN ELECTION PERIODS

Neoway is an organization without any party/political affiliation, interest, or ideology. Therefore, Neoway's name should never be associated with any demonstration of that nature, inside or outside its business environment.

Neoway does not prevent its employees from expressing themselves politically. However, we must remember that the work environment should not be used to promote candidates, parties, or political ideas. Political discussions and demonstrations within Neoway should be avoided. With this in mind, during the election period, it is very important that Neoway employees maintain respect above any ideological differences.

What to do inside Neoway?

- Do not wear T-shirts, caps, brooches, or any accessories with party or political symbols;
- Do not disseminate party or political propaganda in the corporate communication groups and channels;
- Do not allow party or political comments, even anonymously, in corporate activities; and
- Do not use any Neoway's assets and technologies for the purpose of polls about political candidates, whether for personal use or for the use of Third Parties.

Outside the company's environment, Neoway employees have the autonomy to express their political and ideological views. Nonetheless, the following precautions are recommended:

- Do not associate Neoway, directly or indirectly, with any type of party or political demonstration, such as participating in political *streaming content* and meetings by wearing Neoway-branded apparel or accessories;
- Do not mention the name Neoway in any political speech, debate or demonstration; and
- Do not invite or involve Neoway's customers and partners in political events or demonstrations.

RUNNING FOR PUBLIC OFFICE

Neoway's employees who wish to run for political office or join any political party must notify the Compliance Department in advance so that the case can be analyzed.



DIALOGUE

CHANNELS

Neoway maintains an open **environment for dialogue** as a way to improve our processes and relationships.

Neoway managers, the **Personnel and Management Department**, and the **Compliance Department** are our main representatives and should be contacted to help us find answers about Neoway's ethics and conduct standards. In addition, all employees have the **right and duty to report** to the Compliance Department any **violations of this Code**, internal policies and procedures, and current legislation.

Misconduct can also be reported to **NeoLine**:

- Phone number: 0800 003 0315 - available from 8 am. to 8 pm. on business days.
- E-mail: neoline.neoway@iaudit.com.br
- Internet - link:
<https://denuncia.iaudit.com.br/sistema/neoway>

This dialog channel is open to the internal and external public, is operated by an independent service provider, and receives **both identified and anonymous reports**. In all cases, Neoway will **preserve the confidentiality of the report and the information** brought by the person reporting, always taking into account the need for the proper procedure in the internal investigations.

If you have any question, ask!

The Compliance Department is at your disposal!



INTERNAL INVESTIGATIONS AND CONSEQUENCES

The Compliance Department is responsible for **coordinating internal investigations of reported misconduct**, reporting to the **Governance, Risks and Compliance Committee**, as provided for in its bylaws. All internal investigations will be done in a way that **does not expose the employees or Neoway**.

In addition to the penalties provided by law, **failure to comply with any of the provisions listed in this Code will subject the Employee to disciplinary measures** that will be applied according to the nature and severity of the violation committed. Depending on the severity of the facts, Neoway may decide to terminate the employment contract without cause. Third Parties that commit any infraction of this Code may also be subject to the specific sanctions provided for in the corresponding contracts, to termination of the contract or termination of the business relationship.

Neoway encourages inquiries regarding the understanding and applicability of the Code to concrete situations, as well as values the collaboration of its employees in the identification and remediation of irregularities committed within the Company. Neoway encourages inquiries regarding the understanding and applicability of the Code to concrete situations, as well as values the collaboration of its employees in the identification and remediation of irregularities committed within the Company.



ADHESION

TERM

I declare that I have read and understood Neoway Code of Ethics and Conduct and, after reading and understanding its content, I agree with the rules contained therein, I pledge to follow such guidelines in my professional activities, and I pledge to report any misconduct or potential misconduct of which I become aware.

To **confirm your adherence to this Code of Ethics** and agree to the above, click on the **link below**:

Sign the code here!

bit.ly/assinaturacodigodeeticaeconduta