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# AMORIM

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## Anti-corruption Code of Conduct

*Approved by the Board of Directors of Corticeira Amorim, S.G.P.S., S.A.  
at the meeting held on 22 February 2023.*



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AMORIM

*Informal Translation*

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# Anti-corruption Code of Conduct

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## I. Corticeira Amorim's principles and values

Corticeira Amorim and its Companies (all the companies over which Corticeira Amorim exercises a controlling relationship, regardless of whether their head offices are located in Portugal or in another country), hereinafter jointly referred to as the "Organisation", consider that institutional integrity is a fundamental value of their corporate culture.

The Organisation is guided by high professional and ethical standards, both in internal and external relationships, such as compliance with the law, integrity in business relationships, environmental sustainability, respect for human rights and social responsibility.

Corticeira Amorim absolutely rejects any and all unethical or dishonest conduct or behaviour, in particular, fraud, corruption, money laundering or financing of criminal or terrorist organisations. It has zero tolerance for any act or omission that may, even potentially, lead to situations of conflict of interest, undue advantage, inducement or permeability. It seeks to promote free competition and loyalty in the marketplace.

Employees of the Organisation undertake, for this purpose, to adopt all appropriate measures to avoid any situation of conflict of interest during the term of their contracts with the Organisation. Such conflicts of interest may result from economic interests, family or emotional ties or any other common interests, and these could compromise their impartial and objective performance.

Employees must also, in the performance of their roles, abstain from relationships with any third parties (clients, suppliers or intermediaries) who do not offer them guarantees of strict compliance with the legal rules applicable to them or who, when necessary, do not ensure adoption of an adequate compliance programme.

Accordingly, any Employee seeking to establish a commercial relationship between any company in the Organisation and a Third Party must first comply with the following criteria:

**a)** A legitimate need for the services or goods to be acquired must exist;

**b)** The price charged for the services and/or goods must correspond to the market value, unless there is a legitimate reason, duly justified and approved by the competent body, for not doing so;

**c)** The third party must be considered adequate in terms of the degree of exposure to the risk of corruption, and must be certified by the Organisation;

Whenever Employees have any doubts on how to act, they should consult with the Compliance area, through the e-mail address [legal@amorim.com](mailto:legal@amorim.com).

## II. Scope

This Code of Conduct is addressed to an internal group and an external group:

- The internal group includes all Employees (including members of the governing bodies, directors and employees) of any Company that forms part of the Organisation. The Organisation and its Employees will guide their decisions and actions by the principles set out in this Code, protecting the reputation of the Organisation and contributing to its sustainability.

- The external group comprises all entities that have an economic, institutional or corporate relationship with the Organisation. External Stakeholders (shareholders and investors, customers, business partners and suppliers of the Organisation) are expressly required to respect or comply with the principles set out in this Code to the extent that such values, principles and standards established herein may apply to them.

This Anti-corruption Code of Conduct was prepared in accordance with the criminal law rules on corruption and related offences established in Portugal under European Union law. It does not address all local regulations that may be more restrictive than the rules of this Code. Each employee must obtain from the competent departments of his or her entity, information about the applicable local law.



### III. Zero tolerance for corruption or related offences

This Anti-corruption Code of Conduct includes the Organisation's stance on this matter and establishes principles in line with the main applicable international standards:

- Principles of the 1948 Universal Declaration of Human Rights;
- Fundamental Conventions of the International Labour Organization;
- Organisation for Economic Cooperation and Development's (OECD) guiding principles for multinational companies;
- The 10 principles of the United Nations Global Compact;
- BCSD Portugal Charter of Principles;
- ISO 37001:2016;
- Act4Nature Portugal;

The Organisation does not permit corruption and bribery, in the active or passive form, whether in the private or public sector, including facilitation payments, creation, maintenance or promise of irregular situations or of favours, for whatever reason.

Any Employee who becomes aware of any situation that indicates or makes him/her suspect less ethical or inappropriate conduct, even if only potentially, must immediately report it to the Organisation, through the reporting channels available for this purpose.

### IV. Permitted Practices and Conduct

Employees must abstain from promising, offering, delivering, asking or receiving, directly or indirectly, any gifts, invitations or similar benefits, gratuities, remunerations, commissions, trips, accommodation, favours, privileges or any other kind of incentive or advantage, whether financial or non-financial, that may or are likely to affect impartiality and/or integrity in the performance of their duties, except when:

- a) the value of the gift is merely symbolic or less than €150 (one hundred and fifty euros) in value;
- b) the gift in question is socially appropriate and in accordance with customary practice, such as Christmas or wedding presents, provided that it is not in cash and within the limit provided for in clause a);

c) it comprises invitations or similar benefits in connection with participation in official ceremonies, conferences, congresses, seminars, trade fairs, industry meetings or other similar events, when this is in accordance with custom and practices and compatible with the representative role inherent to the Employee's position and where such presence may be in the Organisation's interest, or when the Employee is expressly invited in this capacity, in a representative role of the Organisation.

Notwithstanding the above, the offer or invitation in question must only be accepted if the following requirements are cumulatively met:

- a) It is done in a public and transparent manner;
- b) It is not imposed or suggested by the recipient;
- c) It has a legitimate and verifiable purpose;
- d) It is in accordance with the circumstances and the occasion when it is offered;
- e) It is not offered in cash;
- f) It is not recurrently offered to the same recipient, i.e., more than once within a period of 6 (six) months.

Notwithstanding the above, all employees and representatives of Corticeira Amorim whose professional duties allow them to participate in the process of contracting or renewing contracts, are prohibited from accepting any offers, invitations or promises of advantages during the negotiations or in the period preceding the renewal of the contract with any third party.

In any case, the offer or receipt must always take place in a public and transparent manner and all such offers must be reported, in writing, by the Employees to their superiors and by the directors/managers to the Audit Committee, within two business days.

The Employee should fill in, for that purpose, the Gift Offer/Receipt Registration Form, included in Annex I to this Code of Conduct, and submit it to the respective superiors (Audit Committee in the case of directors or managers).

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## V. Duty to refuse

If an inappropriate advantage or gift is offered/given/promised, i.e., one that does not comply with the provisions of clause IV above, the Employee should kindly refuse or return it, whichever is appropriate.

Before offering/giving/promising any advantage, the Employee must ensure the following:

- a) Could knowledge of the offer cause any embarrassment, even if merely reputational, to the Organisation?
- b) Does the recipient perform public functions or have links, directly or indirectly, with the public sector?
- c) Does the recipient belong to an organisation whose internal policies may prohibit or restrict the receipt of gifts?
- d) Is the recipient located in a country where the rules of conduct regarding the receipt of gifts and entertainment are unknown?

If the answer to any of the above questions is yes, the offer must not be given or promised. Even if in doubt, the Employee must abstain from making the offer or accepting it. If in doubt about how to refuse or return an inappropriate advantage or gift, the Employee should contact the Compliance area, by means of the e-mail address [legal@amorim.com](mailto:legal@amorim.com).

## VI. Interactions with Officials, Public Servants or Politically Exposed Persons

Under no circumstances may Employees request, accept, give or promise to give to public officials, servants, holders of political office, holders of senior public positions or politically exposed persons any payments, invitations, favours, advantages or gifts in the performance of the duties performed by them or because of them, advantages aimed at the performance of any act or omission that constitutes a violation of the duties of the office or advantages that are not due, even if they do not constitute a violation of the duties of the office.

Definitions of each of the concepts mentioned herein can be found in Annex III of this Code of Conduct, if further explanation is required.

## VII. Facilitation payments

The Organisation does not authorize or consent to facilitation payments, i.e., those related to the need to secure or speed up otherwise legitimate authorisations or approvals from authorities that are pending.

## VIII. Exceptional Approvals

Any derogation to any of the criteria described in this Code of Conduct may only occur if approved in writing by the Board of Directors prior to the offer or acceptance of the gift in question. The Employee must complete, for this purpose, the Request for Exceptional Approval to Offer/Accept a Gift, contained in Annex II, and submit it to the Compliance area, at the e-mail address [legal@amorim.com](mailto:legal@amorim.com).

The Compliance area shall assess and forward the request, together with its opinion, to the Board of Directors, within 3 (three) business days of receipt of the Employee's request. The Board of Directors shall take a decision on the request as soon as possible.

## IX. Sponsorship and donations

The Organisation develops sponsorship activities that aim to promote the Organisation's brand and reputation and, likewise, invest in social and cultural causes, while also maintaining a strong commitment to environmental protection.

The granting of sponsorship and donations may not be used as a means of exerting undue influence on the entity benefiting from the same, nor may they constitute an advantage aimed at the practice of an act or omission by the beneficiary entity or by a third party.

The award of sponsorship and donations must always be transparent, irreproachable, rigorous, coherent and developed according to the Group's Social Responsibility commitment.

The Organisation shall conduct prior identification and diligence procedures on the respective beneficiary(ies) and the proposed operation, for donations and sponsorship. The aim is to prevent the donation or sponsorship from being a simulated act or which aims to prevent the detection of any illicit conduct, in breach of this Code of Conduct or of any applicable anti-corruption rules.

Any donation or sponsorship must be backed by supporting documentation - presentation of the request, with the justification for granting the support and respective approval by the Board of Directors.

## X. Political contributions

Contributions to any political party or candidate for political office, directly or indirectly, are expressly forbidden, regardless of the circumstances or reasons.

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## **XI. Conflict of interests**

A “conflict of interests” is understood as any situation in which the personal interests of Employees are potentially conflicting and/or contrary to the interests of the Organisation.

There is a conflict of interests when:

**a)** An Employee or a member of his/her family simultaneously acts as a member of the management or governing body of any client, contractor, supplier, service provider or partner of the Organisation;

**b)** An Employee hires, pays, contributes or performs any action that implies an economic benefit for any member of his or her family who acts as a supplier, contractor, service provider, partner or is a client of the Organisation.

The Organisation’s Employees are bound to comply with the established internal procedures whenever a situation of conflict of interests arises, specifically the Related Parties’ Transactions Regulations and the Procurement Policy.

## **XII. Fair competition and defence of market values**

The Organisation’s Employees must, at all times, promote fair, free and effective competition in the commercial activities in which they participate, so as not to damage the market, clients and all those with whom the Organisation maintains commercial or professional relations.

Whenever any anti-competitive conduct may be detected or suspected in relations with competitors, it must be reported through the available internal channels. If in doubt, the Employee should contact the Compliance area, by means of the e-mail address [legal@amorim.com](mailto:legal@amorim.com).

## **XIII. Third Parties**

All suppliers and business partners must, together with the Organisation, conduct themselves according to the highest principles of integrity, transparency, honesty and good business practice, rejecting all conduct, behaviour or practices that are or may appear to be irregular, illegal, unethical or dishonest.

The Organisation’s suppliers and business partners also undertake to adopt all appropriate measures to avoid any situation of conflict of interest during the term of their contracts with the Organisation. Such conflicts of interest may result from economic interests, family or emotional ties or any other common interests, and these could compromise their impartial and objective performance. If any situation arises that constitutes, or may be considered, a conflict of interest during the term of the contracts under

consideration, the supplier is obliged to immediately inform Corticeira Amorim in writing. The latter is then entitled to terminate the existing contract if it considers that the situation definitively impedes its adequate performance.

All suppliers that are legal entities must implement the appropriate internal procedures and mechanisms aimed at preventing and mitigating, under the terms of the applicable law, the occurrence of criminal and administrative offence risks, also ensuring that this Code is disseminated and properly understood by their employees and managers, as well as their subcontractors.

In particular, legal persons with headquarters in Portugal employing 50 or more workers, as well as branches in Portugal of legal persons with headquarters abroad employing 50 or more workers, must adopt and implement a compliance programme in their organisation that includes at least one plan for the prevention of risks of corruption and related offences, a code of conduct, a training programme and a reporting channel, in order to prevent, detect and penalise acts of corruption and related offences carried out against or through the entity.

Employees, in the performance of their roles, must abstain from relationships with any third parties (clients, suppliers or intermediaries) who do not offer them guarantees of strict compliance with the legal rules applicable to them or who, when necessary, do not ensure adoption of an adequate compliance programme.

## **XIV. Disclosure and Training**

This Code of Conduct is made available to Employees through the Intranet. It will also be made available to Third Parties representing the Organisation or who establish contractual relations with any of the companies included in it.

In addition, the rules set out in this Code of Conduct are an integral part of the Organisation’s training plan and programme. Attendance on training courses by all Employees is mandatory.

The Organisation will take appropriate measures to ensure that all employees are aware of the contents of this Code and understand its scope. The Anti-Corruption Code of Conduct will be available on the Intranet and on Corticeira Amorim’s corporate website (in Portuguese and English), so that all those to whom it is addressed may have access to it. The Human Resources Department is also responsible for other internal disclosure measures.

This Code may be periodically reviewed, taking into account annual reports. Whenever possible and desirable, the Organisation will notify Employees of updates to this

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Anti-Corruption Code of Conduct, and will promote training courses to ensure that they are aware of the rules it contains.

The collective bargaining instrument may also provide for other disciplinary penalties, provided that they do not jeopardise the rights and guarantees of the employee.

## **XV. Implementation and monitoring of the rules on combating corruption**

The Organisation maintains a system of internal control and monitoring of the operations carried out, which must be adjusted to the specific risks of corruption and conflict of interests of the activity developed by each of the areas and the companies included therein.

The crimes of Corruption and Related Offences referred to in this Code have the Portuguese legal framework identified in the table below:

It ensures, for this purpose, the publicising of its Plan for the Prevention of Corruption Risks and Related Offences to its Employees, through the Intranet and on its official website, within 10 days of its implementation and any respective revision or drawing up.

Corruption and related offences are defined as the following crimes: active corruption, passive corruption, receiving and offering an undue advantage, embezzlement, illegal profiteering from a public act, extortion, abuse of power, administrative misconduct, influence peddling, money laundering, fraud in obtaining a subsidy, grant or credit and misappropriation of the same.

The failure by Employees to comply with the rules set out in this Anti-Corruption Code of Conduct and/or activities that may be associated with acts of corruption and/or related offences may comprise a disciplinary offence, without prejudice to civil and administrative liability, and may also, depending on the seriousness of the offence and the culpability of the offender, give rise to criminal penalties.

The employer may apply the following penalties according to the law, in the exercise of its disciplinary power:

- a)** Reprimand;
- b)** Reprimand placed on record;
- c)** Financial penalty;
- d)** Loss of holiday days;
- e)** Suspension from work with loss of pay and seniority;
- f)** Dismissal without compensation or indemnity.

The penalty may be aggravated by its disclosure within the company.

Legal type	Description Penalties	Legislation (Portugal)
Active corruption	<ul style="list-style-type: none"> <li>• Whoever, by him/herself or through an intermediary, with his/her consent or ratification, gives or promises to give to an official, or to a third party by indication or with his/her knowledge, a monetary or non-monetary advantage for the performance of an act or omission in the exercise of his/her duties, even if the action or omission does not imply a violation of the duties of office.</li> <li>• Punishable by imprisonment for up to 5 years or a fine of up to 360 days (€1,800 - €180,000), in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 600 days, between €60,000 and €6,000,000.</li> </ul>	Penal Code Article 374
Offering undue advantage	<ul style="list-style-type: none"> <li>• Whoever, by him/herself or through an intermediary, with his/her consent or ratification, gives or promises to give to an official, or to a third party by indication or with his/her knowledge, a monetary or non-monetary advantage which is not due to him/her for the performance of his/her duties, or because of them.</li> <li>• Punishable by imprisonment for up to 3 years or a fine of up to 360 days. (€1,800 - €180,000), in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 360 days, between €36,000 and €3,600,000.</li> </ul>	Penal Code Article 372
Active corruption damaging international trade	<ul style="list-style-type: none"> <li>• Whoever by him/herself or with his/her consent or ratification, through an intermediary, gives or promises to a national, foreign or international official, or to a national or foreign political officeholder, or to a third party with their knowledge, a material or non-material advantage that is not due to them, in order to obtain or retain a business deal, a contract or another undue advantage in international trade.</li> <li>• Punishable by imprisonment from 1 to 8 years, in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 960 days, between €96,000 and €9,600,000.</li> </ul>	Law no. 20/2008 of 21 April  (Criminal liability for crimes of corruption in international trade and private activity) Article 7
Passive corruption in the private sector	<ul style="list-style-type: none"> <li>• Whoever [private sector employee], by him/herself or with his/her consent or ratification, through an intermediary, requests or accepts for him/herself or a third party, without being owed such, a monetary or non-monetary advantage, or the promise thereof, for an act or omission that constitutes an infringement of his/her functional duties.</li> <li>• Punishable by imprisonment for up to 8 years or a fine of up to 600 days (€3,000 - €300,000), in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 960 days, between €96,000 and €9,600,000.</li> </ul>	Law no. 20/2008 of 21 April  (Criminal liability for crimes of corruption in international trade and private activity) Article 8
Active corruption in the private sector	<ul style="list-style-type: none"> <li>• Whoever by him/herself or with his/her consent or ratification, through an intermediary, gives or promises to a worker in the private sector, or to a third party with his/her knowledge, a monetary or non-monetary advantage, which is not due, for the performance of an act or omission which constitutes an infringement of his/her functional duties.</li> <li>• Punishable by imprisonment for up to 5 years or a fine of up to 600 days (€3,000 - €300,000), in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 600 days, between €60,000 and €6,000,000.</li> </ul>	Law no. 20/2008 of 21 April  (Criminal liability for crimes of corruption in international trade and private activity) Article 9
Influence peddling	<ul style="list-style-type: none"> <li>• Whoever, by him/herself or through an intermediary, with his/her consent or ratification, requests or accepts, for him/herself or for a third party, a monetary or non-monetary advantage, or the promise thereof, in order to abuse their real or supposed influence over any public entity; or whoever, by him/herself or through an intermediary, with his/her consent or ratification, gives or promises a monetary or non-monetary advantage to the above-mentioned persons.</li> <li>• Punishable by imprisonment for up to 5 years or a fine of up to 240 days (€1,200 - €120,000), in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 600 days, between €60,000 and €6,000,000.</li> </ul>	Penal Code Article 335
Money Laundering	<ul style="list-style-type: none"> <li>• Whoever converts, transfers, aids or facilitates any conversion or transfer operation of advantages obtained, for him/herself or a third party, directly or indirectly, for the purpose of concealing their illegal origin or avoiding prosecution for the crime(s) committed.</li> <li>• Punishable by imprisonment of up to 16 years, in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 1920 days, between €192,000 and €19,200,000.</li> </ul>	Penal Code Article 368-A

Legal type	Description Penalties	Legislation (Portugal)
Fraud in obtaining a subsidy or grant	<ul style="list-style-type: none"> <li>• Whoever obtains a subsidy or grant: <ul style="list-style-type: none"> <li>a) Providing the competent authorities or entities with inaccurate or incomplete information about themselves or third parties and concerning facts important to the granting of the subsidy or grant;</li> <li>b) Omitting information on facts that are relevant for the awarding of the grant;</li> <li>c) Using a document proving entitlement to the subsidy or grant or important facts for its award obtained through inaccurate or incomplete information.</li> </ul> </li> <li>• Punishable by imprisonment from 1 to 8 years, in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 960 days, between €96,000 and €9,600,000, or even the penalty of winding up the company.</li> </ul>	<p>Decree-Law no. 28/84 of 20 January</p> <p>(Anti-economic offences and against public health)</p> <p>Article 36</p>
Fraud in obtaining credit	<ul style="list-style-type: none"> <li>• Whoever, when presenting a proposal for granting, maintaining or modifying the conditions of a credit intended for an establishment or company: <ul style="list-style-type: none"> <li>a) Provides inaccurate or incomplete written information intended to enhance the application or which may impact on the decision to be taken regarding the application;</li> <li>b) Uses inaccurate or incomplete documents relating to the economic situation, namely balance sheets, profit and loss accounts, general descriptions of assets or expert opinions;</li> <li>c) Conceals downturns in the economic situation discovered subsequent to submission of the credit application and which may impact on the decision to be taken regarding the application.</li> </ul> </li> <li>• Punishable by imprisonment for up to 5 years or a fine of up to 200 days (€1,000 - €100,000), in the case of natural persons.</li> <li>• A legal person may be sentenced to pay a fine of up to 600 days, between €60,000 and €6,000,000, or even the penalty of winding up the company.</li> </ul>	<p>Decree-Law no. 28/84 of 20 January</p> <p>(Anti-economic offences and against public health)</p> <p>Article 38</p>
Misappropriation of a subsidy, grant or subsidised credit	<ul style="list-style-type: none"> <li>• Whoever uses benefits obtained as a grant, subsidy or subsidised credit for purposes other than those for which they are legally intended or those provided for in the credit line as established by the legally competent entity.</li> <li>• Punishable by imprisonment for up to 6 years or a fine of up to 200 days (€1,000 - €100,000).</li> <li>• A legal person may be sentenced to pay a fine of up to 720 days, between €72,000 and €7,200,000, or even the penalty of winding up the company.</li> </ul>	<p>Decree-Law no. 28/84 of 20 January</p> <p>(Anti-economic offences and against public health)</p> <p>Article 37</p>



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## **XVI. Internal Whistleblowing**

Corticeira Amorim encourages the reporting of suspicions of any conduct that may constitute corruption or related offences, or which is inappropriate to the principles set out in this Code. Such suspicions may be reported through the Whistleblowing Procedure (published in various languages on the Internet page (website) of Corticeira Amorim).

Irregularities may be reported through the Whistleblowing Procedure, anonymously and confidentially and without fear of reprisals.

Employees should always seek clarification from the Compliance Officer if they have any doubts.

## **XVII. Reporting to the competent authorities**

The prevention of corruption and related offences involves making each Director and each Employee aware of the culture of respect for the legal principles on corruption and related offences, as well as the negative consequences for the Organisation that may arise from non-compliance with these principles.

Crimes of corruption and related offences are public crimes and, as such, the authorities are obliged to investigate from the moment they become aware of them, whether they are reported to them or they become aware of them through other means.

The Organisation shall report to the competent judicial authority any suspicions of the crimes of corruption or any related offences that it becomes aware of.

Breaches of this Code of Conduct shall not be tolerated under any circumstances. The Organisation reserves the right to resort to legal remedies to protect its rights, including the initiation of disciplinary, civil or criminal proceedings.

## **XVIII. Approval, publication and validity**

This Code comes into force on 22 February 2023, the date on which it was approved by the Board of Directors of Corticeira Amorim.

Given the Organisation operates in different countries, if the content of this Code differs from local rules and regulations, Employees shall give preference to the most restrictive rule.

Mozelos, 22 February 2023

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## Annex I Gift Offer/Acceptance Registration Form

Gift: \_\_\_\_\_

Date of Gift Offer/Acceptance:        /        /

Estimated value of the Gift (in local currency and in euros): \_\_\_\_\_

Legal person recipient of the Gift: \_\_\_\_\_

Natural person recipient of the Gift: \_\_\_\_\_

Is the natural person recipient of the Gift a Civil Servant? \_\_\_\_\_

Legal person offering the Gift: \_\_\_\_\_

Natural person offering the Gift: \_\_\_\_\_

Reason/justification for Gift: \_\_\_\_\_

Before offering/giving/promising to any Third Party or accepting/receiving from any Third Party any Gift, you must verify and ensure that said conduct meets all the following criteria:

Corticeira Amorim General Criteria	YES	NO
It is permitted by law		
It is permitted by the Amorim Group's internal rules		
It has a legitimate purpose		
It is not intended to, nor is it capable of, improperly influencing, nor does it constitute a quid pro quo for any action or omission		
It is appropriate		
It complies with the established limit in terms of value (150 euros)		
It is not directed at a civil servant or equivalent		

If a "No" is the reply to any of the above criteria, the Gift should not be offered/given/promised or accepted/received. Any departure from any of the General Criteria must be approved in writing by the hierarchical superior before the Gift is offered or accepted, as defined in the Anti-Corruption Code of Conduct. If in doubt, the offer or acceptance shall not be made.

I hereby declare that all the information provided herein is true and accurate.

Name/Position: \_\_\_\_\_

Date:    /        /

Signature: \_\_\_\_\_

## Annex II

### Request for Exceptional Approval of the Gift Offer/Acceptance

Gift: \_\_\_\_\_

Date of Gift Offer/Acceptance:        /        /

Estimated value of the Gift (in local currency and in euros): \_\_\_\_\_

Legal person recipient of the Gift: \_\_\_\_\_

Natural person recipient of the Gift: \_\_\_\_\_

Is the natural person recipient of the Gift a Civil Servant? \_\_\_\_\_

Legal person offering the Gift: \_\_\_\_\_

Natural person offering the Gift: \_\_\_\_\_

Before offering/giving/promising to any Third Party or accepting/receiving from any Third Party any Gift, you must verify and ensure that said conduct meets all the criteria established in the **Anti-Corruption Code of Conduct**. Any departure from any of the criteria must be approved in writing by the Board of Directors **before** the Gift is offered or accepted. If in doubt, the gift shall not be offered or accepted.

Group Criteria	YES	NO
It is permitted by law (including, without limitation, by anti-corruption laws)		
It is permitted by the Amorim Group's internal rules		
It has a legitimate and verifiable purpose		
It is not intended to obtain improper influence, nor does it constitute a quid pro quo for any action or omission		
It is appropriate		
It complies with the established limit in terms of value (150 euros)		
It is not directed at a civil servant or equivalent		

What are the reasons for this Request for Exceptional Approval of the Gift Offer/Acceptance:

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I hereby declare that all the information provided herein is true and accurate.

Name/Position: \_\_\_\_\_

Date:    /        /

Signature: \_\_\_\_\_

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### Annex III

#### Definitions

**a) “Politically exposed person”:** any person who - in any country or jurisdiction - performs the functions of (i) head of state, head of government or member of the government, (ii) member of parliament, (iii) judicial magistrate or member of high-level judicial bodies of other states or international organisations, (iv) representative of the Republic and member of the bodies of self-government of autonomous regions, (v) head of diplomatic missions and consular posts, (vi) general officers of the armed forces in active service, (vii) mayors and councillors with executive functions of municipal councils, (viii) members of management and supervisory bodies of central banks including the European Central Bank, (ix) members of the administrative and supervisory bodies of public institutes, public foundations, public establishments and independent administrative bodies, regardless of how they are designated, (x) members of the administrative and supervisory bodies of entities belonging to the public corporate sector, including the business, regional and local sectors, (xi) members of the executive bodies of political parties, and of national or regional scope, (xii) directors, deputy directors and members of the board of directors or persons exercising equivalent functions in an international organisation;

**b) “Official”** - the concept of official covers (i) civil and military public servants; (ii) those holding public office by virtue of a special employment relationship; (iii) those who, even if temporarily or provisionally, in return for a wage or free of charge, voluntarily or compulsorily, have been called upon to perform or take part in the performance of an activity forming part of the administrative or judicial civil service (iv) judges of the Constitutional Court, judges of the Court of Auditors, judicial magistrates, magistrates of the Public Prosecution Service, the Attorney General of the Republic, the Justice Ombudsman, members of the Higher Council of the Judiciary, members of the Higher Council of the Administrative and Tax Courts and members of the Higher Council of the Public Prosecution Service; (v) any arbitrator, juror, expert, technician who assists the court in judicial inspection, any translator, interpreter and mediator; (vi) a notary; (vii) whoever, even if provisionally or temporarily, in return for a wage or free of charge, voluntarily or mandatorily, performs or participates in the performance of a public administrative function or who performs a role of authority in a legal person of public utility, including private charitable institutions; (viii) whoever performs or participates in the performance of a public service role in a public association. The members of the management or administrative body or supervisory body and the employees of public, nationalised, state-owned companies or companies with a majority public holding in the capital, as well as public service concessionaire companies, shall be treated in the same way as officials; in the case of companies with

an equal or minority public holding in the capital, the members of the management or administrative body designated by the state or by another public body shall be treated in the same way as officials.

**c) “Holder of political office”** - the concept of holder of political office covers (i) President of the Republic; (ii) President of the Parliament; (iii) Member of Parliament; (iv) member of the Government; (v) member of the European Parliament; (vi) representative of the Republic in the autonomous regions; (vii) member of the autonomous region’s own governing body; (viii) member of the representative body of a local authority. Also included here are holders of political office in foreign countries or in international organisations, namely in the European Union;

**d) “Holder of high public office”** - The concept of holders of high public office covers (i) public managers; (ii) members of the management body of a company in which the state has a shareholding, when appointed by the state; (iii) members of the executive bodies of companies in the local business sector; (iv) members of the management bodies of public institutes; (v) members of independent public entities provided for in the Constitution or in the law; (vi) holders of senior management positions of the 1st degree and equivalent.

**e) “family members” or “family ties”:** spouses, relatives and related persons in a direct line, or persons living with them and sharing the household expenses.



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