

CODE OF ETHICS AND BUSINESS CONDUCT



Sealing for a Safer and Greener Tomorrow

PRINCIPLES

Mission

Sealing for a safer and greener tomorrow.

Vision

Our vision is to be the prime reference for high quality fluid sealing solutions in our chosen markets.

Values

Customer Focus

Anticipate customer needs to ensure their total satisfaction.

Integrity

Strive for excellence in the ethical principles that guide our internal and external relationships.

Reliability

Develop a trustful partnership with our customers, while being a top performing technical reference for them.

Safety

Guarantee the maximum safety for our employees and those of our customers in a sustainable way while respecting the environment.

The continued success of our business depends crucially on people with ethical, fair and honest conduct.

Our Code of Ethics and Business Conduct ("Code") demonstrates the actions and behaviors expected from all TEADIT employees in all TEADIT Group, TEADIT Europe and TEADIT North America (collectively referred to as the "Company") business units at all levels including executives, directors, officers, trainees and apprentices located wherever TEADIT does business. Contract workers and outsourced independent consultants doing business with TEADIT must also comply with this Code or their own companies' equivalents to the extent such equivalents meet or exceed the standards set forth in this Code.

Board Message

To all TEADIT Directors, Officers, and Employees:

We are presenting with pride TEADIT's Code of Ethics and Business Conduct, which represents important guidance that was carefully prepared by a group of committed employees in transcribing our Company's high standards, ethical principles and values into a set of guidelines that can be applied to our daily decisions and activities as we serve our customers, stakeholders and communities.

This Code will guide us on the set of moral values and ideal principles of human conduct within TEADIT, show us the proper role model and formalize orientation of the Company as to the behavior expected from its employees.

Our mission is "Sealing for a safer and greener tomorrow", so our efforts aim at a sustainable business that contributes to a better future. The Code will aid this mission by forming a group of valued, reputable and able professionals to foster the evolution of Brazilian society, and throughout the world where we do business.

In addition to our professional obligations to comply with all applicable laws in the jurisdictions in which we operate, we have a duty to improve as citizens and to participate in the development of ethical and moral principles in our environment. TEADIT supports this cause and works to be a reference of respect and integrity for our employees, customers and suppliers, government and society in general.

We ask everyone to study this Code carefully, refer to it regularly and to use the guidelines contained in it as a reference in their daily professional conduct. It will help guide you in ethical situations you may face at work, and it will help you to understand the type of behavior expected of you. If any employee needs further guidance regarding compliance with applicable laws and this Code, he or she should seek guidance through the information channels described in this Code.

Thank you and good reading to all.

The Board

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1. Compliance with Laws, Rules and Regulations

We conduct our activities in full compliance with all applicable laws, rules and regulations in the geographic markets we operate in throughout the world and consistent with the standards of ethical conduct that reinforce our principles.

Expected employee conduct

- Each employee is expected to comply with all applicable laws, rules and regulations in the jurisdiction in which they work. Any employee with questions about his or her obligations under applicable laws in the country in which TEADIT conducts business should seek advice from his or her supervisor.

2. Protection of Confidential Information

We strive to protect the confidentiality, integrity, and availability of any information belonging to our customers, suppliers or business partners that is entrusted to us and under our control.

Expected employee conduct

- Employees should not use company information to achieve personal goals or to receive favoritism from third parties;
- An employee shall not transmit or disclose TEADIT confidential information or information obtained from its suppliers, business partners and customers without proper authorization;
- An employee shall only disclose or make available TEADIT information upon legal or lawful requests made by proper authorities or upon authorization from authorized Company representatives;
- When requested and authorized, an employee shall transmit information to appropriate personnel within the Company in a cohesive, complete and objective manner.

3. Respectful Work Environment

We respect people who are part of our work environment and those individuals who interact with us on a daily basis. We acknowledge and recognize the potential of our employees through personal and professional development opportunities, training, benefits and compensation. We invest in a pleasant and respectful work environment that is safe and where everyone is treated respectfully and without being subjected to unlawful discrimination.

3.1. Professional Development

We invest in the professional qualification of our employees through internal training programs, total or partial refunds of courses, where appropriate, and training in addition to offering study training grant programs and/or school and languages completion by assessment of employee skills as it relates to specific needs of each business unit function. We strive to always evaluate the performance of our employees in a fair and impartial manner.

Expected employee conduct

- An employee must have access to his or her performance evaluation and the employee's immediate manager or supervisor must fairly and impartially evaluate him or her in all respects to include providing guidance and appropriate information to encourage the employee's professional development.
- An employee should take advantage of every opportunity to obtain the knowledge, abilities, and skills required of their roles and possess the proper attitude necessary to provide good performance of his or her job functions within the work environment.
- An employee who has benefited from the corporate education policy offered by TEADIT should devote himself to enjoying the maximum educational benefit received under the program.

3.2 Discrimination in the Workplace

TEADIT prohibits any form of discrimination and promotes a workplace that is free of any discrimination of any type to include the legally protected grounds of race, age, gender, religion, color, marital status, sexual orientation, national origin, disability or other status protected by law.

Expected employee conduct

- All employees are expected to interact with other work colleagues in a respectful and inclusive manner and to avoid making comments or jokes that may harass, embarrass or tarnish the image of the other, regardless of their position or function.
- In selective and internal promotion processes, candidates and employees must be evaluated objectively and in compliance with all legal requirements and corporate policies and without discrimination on the basis of a prohibited ground.

3.3 Violence

We do not tolerate any form of violence on the part of our employees, whether in the workplace, in activities sponsored or promoted by TEADIT or outside of office work hours.

Expected employee conduct

- An employee must refrain from physically or verbally assaulting a coworker.
- Employees are prohibited from bringing on to or carrying weapons of any kind on TEADIT company premises unless authorized by applicable law or policy.

3.4 Family Relationships

TEADIT does not permit employees to be in a reporting relationship with or to be otherwise involved in the hiring, delegating work or making compensation decisions with respect to someone with whom they have a family relationship.

Expected employee conduct

- Employees should not hire a relative of another co-worker on a pretext to repay a favor or receive a future favor from a co-worker.
- An employee must not knowingly conceal a family relationship with a job candidate who they know is applying for a job opening with the company.

3.5 Bullying or sexual harassment

We commit ourselves to maintain a work environment free of intimidation, bullying and harassment, including sexual harassment. TEADIT promotes a culture and atmosphere free of harassment and discrimination in all of our employee relations and business dealings.

Expected employee conduct

- An employee shall not use his or her office or position to gain personal or professional favors and to harass other employees.
- An employee must treat everyone respectfully and avoid engaging in behavior that could embarrass others.
- An employee in a position of leadership must respond to and appropriately address situations that could lead to intimidation, bullying or sexual harassment between employees.

3.6 Alcohol and drugs

We prohibit the use of alcohol and drugs within the workplace, since they may damage the health of the employee, interfere with an employee's job performance and compromise the safety of the others.

Expected employee conduct

- An employee must not carry on to or encourage the consumption of alcoholic beverages on TEADIT premises;
- An employee must not carry on to or consume illegal drugs on TEADIT premises;
- During business hours, an employee may smoke only in designated areas on TEADIT premises as defined by the on-site authorized facility or security department.
- An employee shall not come to work under the influence of alcohol and / or illicit drugs.

3.7 Conflict of interests

We require that all employees avoid any internal or external activity that may interfere with, or have the appearance of interfering with, the performance of the employee's job responsibilities to the Company.

Expected employee conduct

- An employee shall not engage in outside activities that may compete with the business interests of TEADIT or may impair the proper performance of his or her professional duties.
- Marketing of products or services by employees is strictly prohibited on TEADIT premises, both during and outside of normal office hours.

3.8 Exploitation of Adult or Child Labor

We do not condone the use of forced adult or child labor practices under any circumstances as prohibited by applicable laws and refrain from doing business with companies, clients, suppliers or service providers who engage in these practices.

Expected employee conduct

- An employee has a duty to report to their immediate manager or supervisor any knowledge that they may have regarding the use of forced adult or child labor practices by a company, client, supplier or service provider that has any relationship with TEADIT.

3.9 Partisan Political Activities

We respect the right of our employees to participate in the political process and to engage in partisan political activities in the geographic areas in which they work.

Expected employee conduct

- An employee, if desired, may participate in political activities outside the workplace and normal working hours but must refrain from using TEADIT's name and resources when doing so and avoid implying in any way that they are acting on behalf of the company.

4. Protection and Use of Company Assets

TEADIT's assets and resources are intended to be used for business purposes and are made available for the development and evolution of our business, as well as to enhance the job performance of our employees.

Expected employee conduct

- An employee shall not use TEADIT resources for personal or third-party purposes, except that occasional limited personal use of Company resources such as telephones, photocopiers, and the internet are permitted;
- An employee must be a good steward and work properly and efficiently with the Company's resources in the performance of their job position;
- An employee shall not misuse, damage or improperly dispose of TEADITs' tangible or intangible assets, or that of other stakeholders, to include such items as project schedules, worksheets, procedures, equipment, facilities, furniture, computers, telephones, supplies, tools, personal protective equipment, corporate credit cards, and other resources.

5. Working with Suppliers

Our suppliers and service providers are essential as a business partner, we believe that adds value in our relationships and we treat them with respect, fairness and without any favoritism.

Expected employee conduct

- An employee must choose suppliers and service providers in a manner which maximizes the Company's cost benefit ratio and such selection should be based on technical and commercial criteria, following the principle of free competition and in accordance with the Company's group purchasing policy;
- An employee shall under no circumstances accept or request, directly or indirectly, gifts, benefits, payments, rewards, fees or financial bonuses from any present, past or prospective customer, supplier or service provider with the exception of nominal corporate gifts such as pens, diaries, calendars, paper, notebooks or the like which are given in the interest of the Company and in furtherance of its established business relationship with the customer, supplier or service provider.
- An employee must ensure that the selection of a supplier or service provider is free from any conflicts of interest whatsoever, to include the undue influence of any Company employee, director or officer in the selection or negotiation process.
- Where applicable, an employee must obtain from a vendor or service provider a signed and executed "Statement of Adherence to Ethics and Anticorruption" that is made available in the Company's supply department, based on Federal Law 12.846 of 08/01/ 2013 (Anticorruption Law), which requires employees to ensure that trade relations are transparent and free from defects or favoritism.
- An employee must report internally to TEADIT's Board of Directors or through any reporting information channel outlined in this Code any evidence of known illegal acts between a company employee and supplier or service provider.

6. Working with Customers

The customer is the reason for our existence, being the main objective to make our mission, vision and values real.

Expected employee conduct

- An employee must serve customers efficiently, focusing on their needs to promote a continuous and mutually productive relationship;
- An employee may not engage in the practice of showing any favoritism or offering any personal advantage to buyers that are acting as representatives of the client, or have any undue influence, directly or indirectly, in the decision making process related to purchases;
- Employees may offer corporate promotional gifts distributed through official channels by the marketing department, and approved by the Board, which highlight our products and market solutions.

7. Company Communications

We seek to use the appropriate channels of communication when working with our business partners to ensure that information is communicated directly, fairly, clearly and concisely as necessary in the furtherance of our business operations.

Expected employee conduct

- An employee may only disclose TEADIT confidential or proprietary information to anyone outside the company after proper review and approval of the Board or an authorized Company representative;
- Sending information to suppliers and customers should be made through the appropriate supply and commercial sectors respectively, based on their ability and authorization to discern how much and what information may be disclosed;
- An employee must redirect to the controller or human resources department all demands for information required by governmental authorities and agencies;
- Where the information is required to assist employees in the performance of their job duties but is not available within the usual and customary Company information work flow, an employee should seek help from his or her manager or supervisor in order to minimize the risks in obtaining the proper information;

8. Shareholders, Finance and Accounting

TEADIT believes that behaving ethically is good business. We constantly strive to improve our corporate governance practices and to operate in an ethical, fair and reliable manner in dealing with the Company's customers, suppliers and competitors and in our stakeholder relationships consistent with all applicable legislative requirements in the jurisdictions in which we conduct business activities.

Expected employee conduct

- An employee must record all financial transactions in a manner that properly and appropriately reflects the work operations performed by him or her with zeal, diligence, honesty and technical skills, in accordance with all applicable laws, particularly as they relate to the Accounting Principles and International Standards of Accounting, with professional dignity and independence.
- An employee must maintain and protect the confidentiality of financial, sales, profitability, new product or other information that has, or could have, an impact on the performance of Company's business activities.
- An employee must cooperate fully with any internal or external audit, to include audits conducted by public regulatory agencies, and all TEADIT employees have a duty to disclose relevant company information and records in response to lawful audit requests in a transparent manner and without omissions or data manipulations.

9. Relationships with Governmental Authorities and Agencies

We maintain important relationships with governmental authorities and agencies in each of the jurisdictions where we conduct business operations. In these relationships, we ensure that all dealings with governmental officials are done in accordance with all applicable federal, state and local laws in each country.

Expected employee conduct

- All employee dealings with government officials shall be conducted in accordance with all applicable federal, state and local laws and done in the best interests of the Company;
- An employee may not offer or promise any form of payment or other personal benefit of any kind, directly or indirectly, to any federal, state or local government official in exchange for or as a result of an official act performed or to be performed by that official.
- All employees working outside of the United States must comply with the Foreign Corrupt Practices Act which prohibits the giving of money or other benefits of value to a foreign official or political party for the purpose of obtaining or retaining business or to induce the official to show favoritism to the Company.

10. Class Entities

We maintain a relationship with all Class Entities that may directly or indirectly influence or affect the interests of the company, aiming at the debate and negotiation of issues involving our interests, with the purpose of minimizing potential litigation that may harm the Company's interests.

Expected employee conduct

- An employee may participate in a class entity, whether of professional character, industry or any other. The Company does not restrict its employees from participating in such class entities in their personal capacity and respects an employee's right of free movement and choice.
- Employees who wish to enroll in any class entity as a Company representative must obtain prior authorization from TEADIT before doing so.

11. Social Responsibility

We have considered and built throughout our history, a permanent practice of social responsibility to the community, following ethical values, contributing effectively in the search for solutions to the challenges of sustainability.

We encourage projects and initiatives with the purpose of contributing to the economic, social and sustainable development and growth of the communities where we are present.

For this, we collaborate with non-profit organizations that work directly in the community, through the establishment of partnerships and/or donations. The main lines of social action are: education, disease prevention, quality of life, culture and sustainable development.

Expected employee conduct

- It is strongly recommended that employees participate and engage in social responsibility action initiatives, where and when appropriate, and contribute to creating initiatives so that they can collaborate in projects promoting social wellbeing.

12. Competitors

We respect the needs of our clients and we promote a healthy trading environment that fosters free, fair and just competition.

Expected employee conduct

- An employee must be fair and respectful in their discussions with competitors and shall in no way use illegal information that is false or of a pejorative nature or otherwise enter into discussions or agreements with competitors that would violate the antitrust laws in the countries where the Company conducts business;
- Employees should not disclose Company information or market information which may violate the practice of free trade.

13. Breach of the Code of Ethics and Conduct

The guidelines described in this Code should be carried out by each employee and we are committed to provide all necessary resources for this Code to be understood and complied with throughout the company.

Any employee who fails to comply with this Code may be subject to disciplinary action, up to and including termination of employment.

All employees must report any suspected noncompliance with the Code to one of the information channels listed paragraph 14.1 without fear of harassment or retaliation. To the extent possible, the Company will keep the name of the reporting employee and all disclosed information confidential unless TEADIT is required by law to disclose such information.

14. Compliance and Reporting Channels

14.1. Any employee who has questions about this Code or how it applies to them in certain situations is encouraged to contact any of the following information channels:

- Sector / Area of Human Resources
- Your immediate manager (Supervisor, Manager, Director)
- Directly to the CEO of your region
- Personally, by email or by phone (email: ouvidoria@teadit.com.br)

14.2. Reporting:

Reporting of suspected noncompliance with the Code should occur when an employee has a good faith basis based on reasonable information that a potential violation of the Code has occurred. An employee will not be subject to any disciplinary or retaliatory action for making a report in good faith but may be disciplined for knowingly making a false report.

15. Situations not covered in the Code

Ethics is the set of rules and precepts of value order and morals of an individual, a community group or a society, that is, the set of principles governing human social coexistence, inside and outside the company. This Code is intended to guide our employees to make decisions and act according with good moral practices we defend.

Human society is an infinite set of daily interactions and therefore it is impossible to list in its entirety every possible situation we face on a daily basis. Therefore, there will be situations in everyday life that are not specifically addressed in this Code. As a result, it is important for all employees to use good judgment in applying the basic principles set forth in the Code that are intended to guide all of our employees.

When you encounter situations where it may be unclear how the Code applies, you are encouraged to reflect and discuss with other coworkers, if required, and ask yourself the following questions:

- Does the law allow me to do this?
- Do I believe my actions are honest, fair and impartial?
- Would I feel comfortable engaging in this behavior in front of my family or telling my family, colleagues or superiors at work about my behavior?
- Will engaging in this behavior maintain the integrity of the company, my colleagues and any others involved?

If any of the above questions are answered "No," it is likely that your actions would not be compliant with the Code and we recommend that you seek additional guidance from your immediate supervisor or from one of the other information resources outlined in this Code.