

CODE  
*of conduct*  
employee



december 2017

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01

# Introduction

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# 01

## Introduction

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“ We are all responsible for building the Natura we want. This construction is collaborative, made daily from the conviviality we have with coworkers, customers, authorities, suppliers, communities and other public that relate to our company.

As Natura expands its international presence, it is fundamental to remain faithful to the principles and values that have guided us so far and at the same time to ensure that our business performance continues being guided by transparency, integrity and respect in all geographies in which we operate. Our ambition to generate a positive impact on people and the planet necessarily depends on the ethical attitude and respect for the legislation and culture of each location.

This Code of Conduct is the tool that brings clarity about how we should act, as Natura's employees, in several themes and situations. It is a document that consolidates contributions and reflections of people from several internal areas, as well as expressing the commitment of all levels of company leadership with a culture of ethics and respect for rules and laws.

Each year, the Code of Conduct goes through evolutions. In this new version, we reinforce some aspects such as rigor in the fight against discrimination and harassment in the work environment, care with confidentiality and information safety/security and compliance with anti-corruption standards. In addition, we have included new themes to further align you with global best practices.

You will find here some examples of acceptable and unacceptable behavior, but many situations may raise questions about what the most appropriate posture would be. To solve them, you can count on our Ombudsman. He is at your disposal to receive questions and, if applicable, complaints about behavior that is incompatible with the Code of Conduct.

By reporting situations and attitudes that do not conform to our values and procedures, employees are assured by confidentiality - their identity is preserved and they should not fear retaliation or any career impact.

Natura is recognized for incorporating ethics and sustainability into business and decision-making. We count on you so that our business behavior continues being an expression of the positive changes we hope to see in the world.

Good reading!

**Roberto Marques** – Chief Executive Officer of Natura's Board of Directors

**João Paulo Ferreira** – CEO of Natura

**Itamar Gaino Filho** – Natura's legal director and compliance officer

02

Scope

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# 02

## Scope

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**OUR CODE OF CONDUCT APPLIES TO NATURA'S ACTIVITIES AND ALL ITS SUBSIDIARIES AND AFFILIATES (COLLECTIVELY, "NATURA" OR THE "COMPANY"). THIS CODE IS ADDRESSED TO OUR EMPLOYEES, BUT WE HOPE ALL NATURA DIRECTORS, OFFICERS, EMPLOYEES, AGENTS, DISTRIBUTORS AND CONSULTANTS COMPLY WITH OUR CODE.**

Our Code requires compliance with all laws and regulations. We hope our employees, as well as third parties with whom we maintain relationships, act ethically and in accordance with our Code.

All employees are required to participate in annual training in relation to the Code, and must sign the Term of Compliance and Commitment of such training. Natura may take disciplinary measures, including termination or dismissal, against any employee who violates the Code, Natura's policies or any law, or acts in an unethical manner.

In case of doubt about the Code or the appropriate form of action, please contact our Ombudsman, your manager or Human Resources representative.

03

# Employee's Commitments

## 3.1 – CONFLICTS OF INTEREST

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BY ENTERING NATURA, YOU ASSUME THE COMMITMENT OF NOT USING YOUR BOND WITH THE COMPANY TO PRIVILEGE, DIRECTLY OR INDIRECTLY, ANY OTHER BUSINESS OR PERSON, OR TO, DIRECTLY OR INDIRECTLY, OBTAIN UNDUE ADVANTAGES TO YOU, OTHER BUSINESS OR PEOPLE.

In order to meet this obligation correctly, it is essential to know how to identify and avoid situations that may put your interests on one side and those of the Company on the other.

### **When is there a conflict of interest?**

There will be a conflict whenever you find yourself in a situation that could lead you to make decisions motivated by interests other than those of the Company.

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## 3.1.1 Parallel activities

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**Our employees must dedicate themselves to their best in the accomplishment with excellence of their obligations at Natura, however we also support, during their free time, the search by our employees of entrepreneurial activities that do not conflict with the interests of Natura.**

In this way, we establish rules for the exercise of parallel activities by our employees. We consider a parallel activity the performance by the employee of another professional activity in addition to that performed at Natura.

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### What is allowed

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- You can perform the parallel activities you wish, as long as they do not jeopardize your performance at work, are carried out outside the working hours agreed with Natura and do not conflict with Natura's business, interests and activity sector.
- The Natura consulting activity is also allowed and encouraged within our premises, since it is directly related to our business, as long as it does not jeopardize the performance of your function (this topic does not apply to Sales Force employees who cannot be Natura Consultants, but has the possibility of acting as CND – Natura Digital Consultant).
- The sale of other products at Natura's premises is also allowed, provided it does not affect the good work performance, other than products of irregular origin and that do not conflict with the Company's business, interests and activity sector.
- If you are a director of another company, you must inform your manager and state in the Term of Compliance and Commitment, in the field "Registry of Conflict".
- Employees can be franchisees of the franchise 'Aqui tem Natura', but they can not be managing partners in the franchise 'Aqui tem Natura', since they will not be able to fully dedicate themselves to this activity. (not applicable to OIS).
- If they have any type of relationship with people commercially linked to Natura, whether they are suppliers, investors, partners or franchisees, they should report the situation to their manager, as well as to the Ombudsman, in the field Registry of Conflict.
- If you hold a stake in a company, you are required to report it to Natura.

<sup>1</sup> Conflict of interest is a real or apparent conflict that may arise when personal, family, social, or political activities interfere with or have a high potential for interference with your responsibilities to the Company.

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## 3.1.1 Parallel activities

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### What is not allowed

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- You cannot provide services to Natura as a supplier.
- Companies that have a Natura employee as a partner cannot participate in a bid or provide services to Natura, even if the employee is not directly involved in the work.
- Employees working in parallel activities cannot use their working relationships to benefit from this parallel activity.
- Natura Sales Force (Vice President, Sales Director, Market Leaders, Sales Managers, Business Development Managers and Leaders), as well as others with whom you have a family relationship, cannot be partners and/or investors of a Franchise 'Aqui Tem Natura' in the national territory.

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## 3.1.2 Family and emotional bonds

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**We are a Company that believes in relationships and respects Emotional and family bonds that unite our employees.**

However, we understand that some limits need to be set to avoid conflicts of interest.

### What is allowed

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- Emotional and family bonds among employees are allowed, provided that there is no level of hierarchical subordination among these employees or influence of one employee over the other with respect to management decisions and processes. In cases where there is any hierarchical subordination, the relationship must be exposed to the managers and declared in the Term of Compliance and Commitment, in the field "Registry of Conflict"; the situation will be taken to the Ethics Committee for analysis and recommendation of a solution. In case there is no hierarchy, but there is influence of one party on some career decision or activity of the other, the employee should be absent from the decision making.
- In family bond situations with spouses/partners, parents, siblings and/or children working in competing companies, you must inform your manager and state in the Term of Compliance and Commitment in the field "Registry of Conflict" for analysis.
- Employees who are related to public bodies in the exercise of their functions and who have an Emotional or family bond with public agents, even if they are related to different bodies, must report the situation to the Ombudsman in the field Registry of Conflict.
- Employees who have any kind of bond with people commercially related to Natura, whether they are suppliers, investors, partners or franchisees, must report the situation to their manager, as well as to the Ombudsman in the field Registry of Conflict.
- If there is any Emotional or family bond, in the case in which there is influence of an employee on some decision, management or activity of the Franchisee, the employee should be absent from the decision making.

### What is not allowed

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- You cannot provide services to Natura as a supplier in the exercise of your parallel activity, even if outside of your working hours. If you have a company in your name, register in the field Registry of Conflict.
- You cannot benefit from your Emotional or family bond people working in public bodies to gain benefits for Natura.
- You cannot hide the existence of any Emotional or family bond with another employee when there is a possibility of establishing any hierarchical subordination, influence of management, influence of decision, whether management or processes between you.

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## 3.1.3 Travel and lodge

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**In many situations, employees may be required to travel for business reasons on behalf of the Company.**

In all cases, employees engaged in business travel must comply with our internal policies and procedures, including those defined in the Account and Reimbursement Policy.

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### What is allowed

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- You can accept subsidized trips to attend lectures, conferences and other events only when you are invited as a speaker or instructor, provided that you have your participation approved by your manager, the invitation is not bound to any favor in the commercial relationship with the Company and not public agency or public bodies. If you are not a lecturer or instructor, travel and lodge expenses must be under responsibility of Natura or the employee himself.
- You can bring companions in your professional travel, as long as you approve this situation with the manager and do not use Natura's resources to cover expenses related to travel, lodge, meal or any cost that your companion can incur. The manager should check the feasibility with the area responsible for the event.
- If applicable, miles earned on corporate travel are a benefit and may be used by the employee for personal purposes.

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### What is not allowed

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- You cannot accept payment or discount in travel or lodge when the benefit takes the form of a gift and can be construed as personal favor, bonus or an attempt to influence decision making.
- You cannot use Natura's resources to pay extra costs for personal preferences or choices.

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## 3.1.4 Political activities

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**Natura sees itself as an agent of positive social transformations; and the Company is aware of its active role in building public politics and encourages political participation as a transformative force in society as well as encouraging conscious voting.**

However, the Company does not contribute directly or indirectly to political parties, movements, committees, political organizations or trade unions, their representatives or candidates, except as required by applicable law.

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### What is allowed

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- The employee can join political parties;
- If an employee decides to apply for any political office, he should promptly communicate his decision to his manager and the Ombudsman.

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### What is not allowed

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- Employees cannot associate any political candidacy to Natura or speak on its behalf as a political or official candidate, whether during a working day or outside, regardless of the means of communication chosen (printed documents, social networks, etc.);
- Employee cannot use Natura's workplaces, meetings organized by Natura or its corporate communication channels (e-mails, telephone, among others) to publicize his own candidacy, third party's, or to promote any political party;
- Employees cannot use Natura's data, information, physical or technological resources for any political campaign activity.
- Employees cannot harm their activities or that of their coworkers because of their partisan performance.
- Employees cannot hold public office without the prior approval of Natura, as permitted by local law.

## 3.2 – WORK ENVIRONMENT AND RELATIONSHIP

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**WE VALUE THE WORK ENVIRONMENT COMMITTED TO TRUTH, HONESTY AND RESPECT FOR DIVERSITY.**

These values also apply in our interaction with third parties and strengthen the image of our Company.

**By becoming a Natura employee, you become part of the quality training of our relations and our work environment.**

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## 3.2.1 Prejudice, discrimination and harassment

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**We value the diversity of our team and reject any and all form of prejudice, discrimination and harassment.**

We are committed to ascertain and combat any situations of humiliation, intimidation, exposure to ridicule, hostility and embarrassment in our work environment, whether related to color, race, gender, sexual orientation, language, religion, physical, gender, age, political or other opinion, nationality, social origin or any other reason. Know our Diversity policy, where we reinforce our intolerance to these situations.

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We consider that MORAL HARASSMENT is the exposure of an employee to humiliating and embarrassing situations, in a repetitive and prolonged way, in the exercise of his functions, which, in the last instance, destabilizes the relationship of the victim with the work environment and the organization.

SEXUAL HARASSMENT is not tolerated at Natura and is considered a crime in Brazil, as in many other countries. Sexual harassment is characterized by any threat, insinuation of threat or hostility against the harassed person. Harassing acts may include insinuations, forced physical contacts, impertinent invitations conditioned to job retention and career promotions of the one harassed, offer of several types of growth and threats. Sexual harassment consists of the embarrassment of someone with the purpose of obtaining sexual advantages or favors, with the agent taking advantage of his superior status or influence inherent to the exercise of his job, position or function to pressure the victim. A classic example is the imposition of sexual favors as a condition for a promotion or threat of termination if the employee refuses the approaches of a superior.

The most common forms of disrespectful behaviors that can characterize harassment include:

- Tell jokes with obscene and sexual character;
- Show or share explicitly sexual images or drawings;
- Letters, notes, emails, phone calls or messages of a sexual nature;
- Sexual comments on dress or appearance;
- Make sounds or gestures of a sexual nature;
- Direct or indirect threats with the aim of having sex;
- Invite someone repeatedly to have relations or to go out;
- Call names, insult;
- Look offensively;
- Inappropriate questions about one's sexual life;
- Touch, hug, kiss someone without consent;
- Chase or try to control someone's personal life;
- Sexual attack.

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## 3.2.1 Prejudice, discrimination and harassment

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### What is allowed

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• You must report our Ombudsman situations of prejudice, discrimination, abusive conduct, such as aggression or threat, or harassment in our work environment. The complaints will be cleared and the names of the complainants will be kept confidential, to the extent permitted by law.

### What is not allowed

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- You cannot adopt abusive, inappropriate, or offensive conducts in the workplace, whether verbal, physical, or otherwise, against coworkers, partners, or visitors.
- You cannot adopt conducts that constitute harassment in the exercise of your duties, inside or outside the Company.

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## 3.2.2 Use of alcohol, drugs and possession of weapons at work

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To ensure an atmosphere of tranquility and respect among our employees, we have established rules for the use of alcohol, drugs and the possession of weapons in our facilities.

If you notice any violation of these guidelines, contact the Security and the Ombudsman.

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### What is allowed

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- You can consume alcohol moderately in our premises only when attending authorized celebrations. Those responsible for Natura events should reinforce in all related communications that employees cannot drive while consuming alcohol.
- The use of a cigarette is authorized only in the areas designated for this purpose.

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### What is not allowed

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- You cannot carry, consume, join or remain in our premises or in any external activities related to the Company, including driving, when you are under effect of alcoholic beverages or any illicit drugs or narcotics.
- You cannot store or carry any type of weapon in our premises or in any external activities related to the Company. Service providers (eg security guards) who use weapons as a working tool must be properly authorized, identified and technically qualified for such activity.

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## 3.2.3 Preservation and proper use of assets and resources of the Company

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**You are responsible for gently handling the assets and resources of our Company, including financial, material or intellectual, assets, furniture, equipment or infrastructure.**

It is the responsibility of the employee to ensure the cleaning and organization of his workplace and the conservation of the materials and resources made available to perform his function, as well as avoid unnecessary waste and expense of his and others, respecting the principles of sustainability that guide our business.

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### What is allowed

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- You can take advantage of Natura's assets in relation to your job responsibilities.
- You must comply with the policies, rules and procedures related to the subject, among which we highlight: Account and Reimbursement Policy and Corporate Card Policy.

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### What is not allowed

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- You cannot enjoy the Company's assets for unauthorized reasons.
- You cannot misappropriate the assets of the Company or another person, which means taking Company's assets out of our premises without the authorization of your manager or when there is no relation to the performance of your duties.
- You cannot waste the resources of the Company, using the assets more than necessary to carry out some activity. We will use the necessary efforts to monitor the correct use of Natura's assets and other work tools in order to prevent theft or other improper practices on the Company's assets.

*"Assets of the Company" means all properties owned, held or used, such as real estate, furniture, vehicles, systems, equipment, utensils, appliances in general, materials, documents, technical and intellectual materials, raw materials, products, financial resources, as well as its logo, which is an integral and important part of the equity and whose use must comply with the rules established by the Company.*

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## 3.2.4 Health, safety/security and environment

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We seek the maintenance of a safe and healthy workplace, with respect to safety/security policies and rules directed to each area and function and with attention to the environment that surrounds our facilities.

### What is allowed

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- You must comply with Health, Safety/Security and Environmental policies, rules and procedures of Natura and your workplace.
- You should identify and correct activities performed outside safety/security, health, and the environment.
- If you identify any situation that threatens your physical integrity or your coworkers in the work environment, you should guide the employee and communicate your manager and the Work Safety/Security area. In this situation, if the risk is serious and imminent, you should exercise the right of refusal, interrupting the activity and immediately informing your manager and Work Safety/Security.

### What is not allowed

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- Infringing internal regulations and taking risks in any premises of Natura.

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## 3.2.5 Contracting former employees and former third parties

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We must follow some procedures before contracting a former employee or a former third party.

### What is allowed

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A former employee can be contracted provided that the applicable legislation is respected and that he has not been dismissed for just cause. If necessary, such contracting should be appreciated by the Ethics Committee.

- Before contracting him again, a formal consultation with his last manager (when possible) and the request to the HR of the formal records of performance evaluation, goal contract and / or history of the former employee's termination are also required.
- It is allowed to contract an employee who is part of a Natura supplier provided that it is aligned with the partner and approved by the Legal Dept, because it is necessary to verify the contract signed with each provider.

### What is not allowed

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- When submitted to a selection process, the former employee or former third party cannot hide his previous bond with the Company.
- You cannot contract again someone who has been dismissed for just cause in the past.

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## 3.2.6 Contracting former public servants and public servants

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**The contracting of public agents must follow the hypotheses allowed by local legislation and the absence of any conflict of interests and incompatibilities between the activities to be performed in the company and in the position or public employment.**

### What is allowed

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- The employee or service provider must inform the Ombudsman annually and whenever there is new information, his duties as a public agent and any situation or activity that may give rise to a conflict of interest or favor in relation to his activity in the company.
- Employees must annually inform the Ombudsman of the existence of a spouse, partner or relative, by consanguinity or affinity, in a direct or collateral manner, up to the third degree, in the exercise of public positions or jobs that may give rise to a conflict of interests or favor in relation to their activity in the company.
- The contracting of former public agents must observe the fulfillment of the period of removal from the sector in which he acted as a servant or public employee, in the cases provided by local legislation. The employee must inform the Ombudsman of the positions and public jobs he has held before his appointment and the respective period of performance.

### What is not allowed

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- Contract public agent or former public agent without observing the legal conditions and possible conflicts of interests and incompatibilities.

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## 3.2.7 Respect to corporate procedures, rules and policies

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**It is the responsibility of each employee to become familiar and comply with corporate rules and procedures that regulate Natura's activities and processes.**

The knowledge and application of corporate policies, rules and procedures that regulate Natura's activities and processes are under responsibility of each employee. The manager has a fundamental role in guiding the employee about the Policies/rules that involve the performance of his function and also those that involve the whole Company. We reinforce the importance of some rules that everyone should know and apply in his day to day, we highlight here the most usual: Quality Policy, Environment Policy, Integrity Policy against Corruption and Bribery and Rules/Procedures of Purchases, Board of Directors, Information Safety/Security and Risk Management, Outsourcing, Regulation of Electronic Workday Control and Support and Sponsorship.

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### What is allowed

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- You must communicate the area responsible for the process whenever you identify noncompliance with any policy, standard or procedure.
- The travel, transportation, meals and other expenses necessary for the performance of your professional activities must be consistent with the business need and follow the values established in the rules, policies and procedures in force, especially Account and Reimbursement Policy.
- All employees are responsible for the accuracy and veracity of the information recorded at Natura's books and records, including account and reimbursement policy requests and any documents related to Natura's internal processes.

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### What is not allowed

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- You cannot start an activity or project without first checking whether there is already a rule and/or procedure that establishes the guidelines to be followed, as well as the approvals required for the process.

You can find these documents in our Intranet > normas e procedimentos on the page Natura.doc.  
If you have any questions, please contact our Management Systems area.

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## 3.3 – ANTI-CORRUPTION RULES

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## 3.3.1 Fraud, bribery and corruption

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**Natura values the truth and operates in a lawful, transparent and honest way.**

Therefore, we do not tolerate unlawful practices - including, but not limited to, fraud, bribery, extortion, illegal settlements, facilitation payments and corruption - by our employees or third parties in the conduct of our business.

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We have complied with all provisions of the Foreign Corrupt Practices Act (FCPA), the U.K. Bribery Act, the Brazilian Anti-Corruption Act, the National Anti-Corruption System (Mexico), and the Law of Administrative Responsibility of General Law in Mexico and all other applicable laws and regulations regarding corruption in places where we do business.

It is our policy that employees and third parties who operate on behalf of Natura cannot give or offer a bribe or other improper payment, require, accept or receive bribery or another improper payment from any person or entity, whether of official government agent, business, private or public organization or an individual. A bribe may include anything of value - such as money, gift, gift card, travel, entertainment, or even promise of employment or internship - given or received, directly or indirectly, in return for gaining a commercial advantage or obtaining or keeping business. Anything valuable, no matter the value, can be considered as a bribe. Bribery is against the law in most countries. It is also against the Company's policy to engage in corruption or public fraud. We also require our employees keep accurate and honest books and records. See the Natura's Integrity Policy against Corruption and Bribery (PO-0053) for further guidance on these topics.

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## 3.3.1 Fraud, bribery and corruption

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Therefore, we do not tolerate unlawful practices - including, but not limited to, fraud, bribery, extortion, illegal settlements, facilitation payments and corruption - by our employees or third parties in the conduct of our business.

### What is allowed

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- You must report our Ombudsman any practices of fraud, bribery, facilitation payments, illicit settlements, extortion, corruption or other unlawful activities of which you are aware. These activities are not only violations of the Code but also serious violations of the criminal and civil laws of several countries. If you or any other Natura employee receives an offer or request for a bribe or other improper payment for you or a third party, you must immediately inform your manager and the Ombudsman. The complaints will be cleared and the names of the complainants will be kept confidential, within the limits allowed by law.
- You must ensure that all travel, entertainment and gifts comply with our policies, including the requirements therein, that all such expenses must be modest, properly registered and for legitimate business purposes.
- Natura may make donations only for philanthropic purposes, such as support for cultural or educational institutions, provided that the donation complies with all our policies and other requirements, including its prior approval and all determinations of the Integrity Policy against Corruption and Bribery (PO-0053).
- You must properly record all activities that you hold on behalf of the Company, including proper accounting records and supporting documentation, which reallyy and accurately reflect all transactions, with sufficient information to confirm further analysis. This obligation extends to all registries, including, but not limited to, those related to consumers, discounts, returns and commissions paid to third parties.
- You must comply with all applicable trade sanctions, embargoes, and export and import laws at locations where we do business, including ensuring that Natura does not do business directly or indirectly with entities that are listed on the relevant embargo listings.

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## 3.3.1 Fraud, bribery and corruption

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### What is not allowed

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- Employees and third parties acting on behalf of the Company cannot give, offer, promise, accept, solicit or receive bribery or any other type of illicit payment.
- You cannot, in the exercise of your duties, obtain gains for yourself, others or the Company through fraud.
- You cannot practice acts of bribery, transnational bribery, corruption (active or passive) or “facilitating payment”, whether by offering / receiving money, favors or any other benefits, to gain any undue advantage for yourself, others, agents or for the company. If favors are offered or requested to you or Natura, you should immediately inform your manager and the Ombudsman.
- You cannot, in the exercise of your activity with Natura, make donations to politicians, political campaigns, political parties or candidates for public offices during or outside election periods. Such donations can be considered a crime in some countries.
- We do not tolerate unlawful practices of our suppliers or third parties in the conduct of our business. Our outsourced intermediaries may not offer, give or receive bribery or any other illicit payment. You should never accept improper personal benefits for the purpose of gaining or maintaining a business or other advantages from third parties, be they public or private.
- When acting on behalf of Natura, an employee cannot influence any official public agent by using the employee’s personal or family bond to obtain benefit, direct or indirect, for Natura or a third party.

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## 3.3.2 Contracting suppliers

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**We value the reputation and clarity of our contracting processes in order to ensure that Natura's interests, values and image are always preserved.**

Therefore, the contracting of suppliers to our Company must follow the internal rules and procedures established in the Rules of Purchases, Boards of Directors, Supplier Contracts and Registrations, as defined by the Legal and Compliance areas. We hope our third parties operate ethically and in compliance with all applicable laws and regulations, including anti-corruption laws and Natura's Integrity Policy against Corruption and Bribery (PO-0053).

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### What is allowed

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- In the process of contracting a supplier or another intermediary third party, you must comply with Natura's policies and procedures that require, among other things, the conduction of an intermediary third-party diligence process, assessment of a business need and formalization of the relationship upon entering a contract. See the rules of this process for further information.
- You can suggest suppliers to Natura, even if they are your relatives, as long as you have no participation in the contracting decision-making process, that you are not responsible for the supplier's management process, and that you formalize the situation to your manager and declare in the Compliance and Commitment Term in the field "Registry of Conflict".
- It is allowed to contract former employees and former third parties (who acted as suppliers, service providers or intermediary agents allocated at Natura), as suppliers at Natura, respecting the purchasing rules and contractual conditions and observing the time of not being bound to Natura. The contracting of our suppliers must be in accordance with the labor legislation and the norms and agreements applicable to your reality and to your country. The contracting of our suppliers must be in conformity with the labor legislation and rules and agreements applicable to your reality and to your country. Moreover, former employees cannot perform, as Natura service providers, the same activities as when they were employees.
- Directors, whether statutory or not, and Vice Presidents who have personal or family bonds with a Natura supplier should report this in the Compliance and Commitment Terms of the code and in the Terms of Compliance to the Related Party Transactions Policy available on the link), even when they do act in the contracting or management of such supplier.
- If you become aware of any case of misconduct, illegal activity or violation of Company policy by one of Natura's third parties, any conflict of interest between Natura and one of its third parties, or any undisclosed personal or family bond between a Natura employee Natura and one of Natura's third parties, you must promptly report it to the Ombudsman.

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## 3.3.2 Contracting suppliers

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### What is not allowed

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- You cannot act in the selection, contracting, management, evaluation or interaction with any third party or subcontractor of Natura with whom you have a family bond of any degree or any direct or indirect property interest. You cannot use your position at Natura to influence the contracting of suppliers with whom you have personal or family or property bonds or other interests.
- It is not recommended that you participate in the contracting or management of a supplier where you have operated in the last three years. If this is impossible, you must indicate this fact in the Terms of Compliance and Commitment, under the field "Registry of Conflict", formalize it with your manager and involve the Relationship Area with Suppliers in the process.
- You cannot use your position at Natura to influence the contracting of suppliers with whom you have personal connection or participation.
- Natura's employees cannot act as Natura suppliers, either as an independent contractor or as a partner in another Company.

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## 3.3.3 Gifts, presents and other offers

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**We know that the exchange of gifts is common in certain parts of the business world.**

The practice of giving or receiving gifts must be conducted with care and in accordance with Company's policy so as not to influence or appear to influence business decisions, create undue favoritism or violate laws or regulations.

### What is allowed

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- You can accept gifts, presents and other symbolic offers from Natura's suppliers and partners, as long as the monetary value of the item does not exceed BRL 300.00 . More expensive items should be declined. If you have already received them, they must be returned. In cases where the return may cause embarrassment, our Ombudsman should be contacted.
- You may accept invitations to cultural and sporting events, following the approval of your manager, whenever these have been offered to Natura as an institutional character, without an exclusive recipient, as in cases of marketing actions between Companies, provided that the monetary value of the item does not exceed BRL300 \*.
- You can accept invitations to trainings or seminars, without price restrictions, after the approval of your manager, in which case the travel and lodge expenses must be under the responsibility of Natura or the employee, unless you have been invited as lecturer or instructor.

*BRL 300,00 = perceived value, not cost.*

### What is not allowed

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- You cannot give or receive a gift (including those equal to cash, such as coupons or gift cards) unless it is compatible with Natura's policies and all applicable laws.
- You cannot request gifts, sponsorships, discounts, gratuities, or any other personal benefits from Natura's suppliers or partners, nor place them in a position where they feel obliged to offer them, regardless of the monetary value.
- You cannot give or accept gifts to or from any person or company in connection with the bidding process, regardless of monetary value, except for institutional gifts with the supplier's logo (such as organizers or pens) and materials related to the service rendered (such as books or videos).
- If a benefit is offered to you in the exercise of your role, it cannot be converted into a personal advantage. Discounts on services or any kind of offers must be reverted to Natura and not incorporated by the employee. In exercising your role, you are representing the Company.
- Employees of the Purchase Department should not accept or offer gifts or other offers, except for institutional gifts with the supplier's logo, such as organizers or pens.
- If you have any questions, consult the Ombudsman or Compliance.

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## 3.3.4 Gifts, presents and other offers to public agents

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When providing meals, travel or entertainment to Natura's business partners, especially to public agents, we must take care to comply with the Company's policies.

### What is allowed

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- The offer of gifts to government agents should be made exclusively by the government relations area, in accordance with the specific legislation of the country.
- You can offer gifts, presents and other offers to public agents in accordance with Natura's Anti-Corruption and Bribery Integrity Policy (PO-0053) and any applicable laws. This requires, in part, that such expenditure is approved, reasonable, intended for a legitimate and duly registered commercial purpose.

### What is not allowed

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- You cannot offer gifts, presents or other offers to public agents for benefits, influence decisions, or violate laws or regulations.

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## 3.3.5 Laws against money laundering

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**Natura values honesty, transparency and compliance with legislations, including compliance with all applicable laws against money laundering.**

Money laundering is the process by which someone converts illegally obtained funds from crime into legitimate funds that appear to be legitimate, sometimes taking advantage of important and reputable organizations like Natura. To protect the company against this risk, it is important that we have a good understanding of who we are doing business with, including who ultimately owns the business we deal with and that the transactions we enter into are normal business transactions with consideration and do not have unusual features. If we suspect that the transaction in which we are invited to participate involves money laundering, it is necessary to report our suspicions to the relevant authorities in some jurisdictions. The Company is committed to strict compliance with all laws and regulations applicable to the prevention and detection of money laundering. As it is clear from this policy, the Company has adopted a series of internal control regulations, according to the nature and scale of its business, in order to reduce the risk of money laundering operations, through the implementation of prevention and detection.

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### What is allowed

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- You must inform your manager and the Ombudsman immediately of any unusual or suspicious transactions. This includes any process whereby individuals or groups attempt to conceal the proceeds of illegal activities or attempt to make legitimate sources of their illegal funds legitimate, including, but not limited to: payment claims atypically, for example cash; payments involving transfers of funds from a third party or an unrelated country without an adequate explanation; not inform, not record, or change our records regarding certain aspects of payment; or overpayment of a customer that later we are asked to return.

## 3.4 – USE OF CONFIDENTIAL AND PRIVILEGED INFORMATION

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**Confidential information is a valuable part of our intellectual property and we protect Natura's confidential information.**

**Confidential information must be stored securely and can never be shared with other stakeholders, investors, partner companies or competitors.**

All information entrusted to the employees belongs to Natura and that, in case of voluntary or non-voluntary dismissal, all of them must be kept in the company, with the employee's obligation to maintain confidentiality, under penalty of being liable for possible damage to the Company.

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### What is allowed

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- Employees and intermediary third parties must maintain the confidentiality of all information acquired from Natura.
- You can exchange information with partner companies under certain circumstances, such as benchmarking or business meetings (subject to the restrictions below), provided that such exchange of information is approved in advance and observes the confidentiality agreement in writing between Natura and its commercial partners previously approved by the Legal Department.

## 3.4 –

# USE OF CONFIDENTIAL AND PRIVILEGED INFORMATION

### What is not allowed

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- Employees cannot use confidential information for their own benefit or of third parties, and it is prohibited to use it for external use.
- You cannot send any confidential, strategic or business information from Natura to a private email, whether yours or someone else's.
- To access data and documents that are available in your corporate email, you must use Outlook or Natura Webmail, which allows access from outside the Company.
- You cannot leave privileged information, such as surveys, business methodologies or any reports related to the Company's strategy or that have commercial relevance, exposed on your desk, printers or meeting rooms, as determined by the "Acceptable Use of Information Technology Resources".
- You cannot erase or destroy information produced in the course of your job. The data produced by our employees in the conduct of our business are Natura's assets. In case of dismissal, you should forward your corporate information to your manager.
- You cannot discuss matters that involve confidential or privileged information when you are in public places such as elevators, restaurants, taxis, airports or airplanes, as well as in virtual environments such as chat rooms, blogs, social networks and social areas of Natura.
- You cannot exchange confidential or privileged information with competitors. Take special care when attending meetings with associations and benchmarking. Benchmarkings with competitors need to be previously authorized by Compliance in order to confirm whether the information to be exchanged is competitively sensitive or not. The same is valid for participation in class associations.
- All employees who, in the exercise of their function at Natura, have exclusive and confidential information that may favor themselves or their families or acquaintances, cannot use them in any way in the consulting activity, so that it can generate an advantage to them or anyone else. This commitment is maintained after the termination of his employment contract with Natura.
- Employees cannot illegitimately access or obtain any confidential information from any competitor of Natura or a private person.
- Employees cannot provide registration data and/or general information about customers, consultants, suppliers and partners or other employees.
- We are responsible for the protection of personal data of our employees, suppliers, service providers, consultants and consumers, and such information cannot be shared without the previous and express authorization of the interested party.

*data = all information, formulas, studies, files, surveys, systems and spreadsheets are considered.*

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## 3.4.1 Misuse of privileged information (Insider trading)

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As a publicly-held company, Natura is subject to certain rules to disclose information, established and audited by the Brazilian Securities and Exchange Commission, the Brazilian capital market regulator. Such rules require public companies periodically and fairly disclose their shareholders certain information on the basis of which shareholders will make a decision regarding their investment strategies.

### What is privileged information?

The Securities and Exchange Commission considers as relevant information any political, administrative, technical, business, economic or financial act or event occurred or related to the business of a publicly-held company that may influence:

- the quotation (price) of shares of publicly-held company traded in stock exchange;
- the decision of investors to buy, sell or hold shares of the publicly-held company; or
- the decision of the investors to exercise any rights inherent to the ownership of shares of the publicly-held company.

Information is considered confidential when it is not publicly available to all shareholders of a publicly-held company. Privileged information does not only cover information about Natura Cosméticos S.A., but also information about all its subsidiaries and entities belonging to Natura Group, to the extent that such information is relevant to the results of Natura Cosméticos SA itself.

The first type of insider trading is the holder's own use of privileged information with the objective of gaining advantages in the trading of shares issued by a publicly-held company.

The second type of insider trading is the provision of privileged information to trusted third parties, albeit unintentionally, so that they gain advantages in the trading of shares issued by a publicly-held company. In such cases, both the person who disclosed the information, and the third party who made use of such privileged information, may be classified as insiders for purposes of regulation.

The Securities and Exchange Commission allows public-held companies to develop a securities trading policy as a way to mitigate risks of privileged information and to guide their controllers, managers and employees about insider trading. In this sense, Natura currently has a "Trading Policy with Securities Issued by the Company".

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### What is allowed

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- You must know the Trading Policy for Securities Issued by the Company, available at [http://natu.infoinvest.com.br/ptb/102/Politica\\_Negociacao.pdf](http://natu.infoinvest.com.br/ptb/102/Politica_Negociacao.pdf).
  - The Related Persons\* can negotiate with Securities, except in the specific situations and periods established in the Trading Policy of Securities Issued by the Company;
- \* Related Parties are the controlling shareholders, members of the Board of Directors, Executive Board, Audit Council and any bodies with technical or advisory functions created by statutory provision, managers and employees of the Company that have access to Relevant Information and others that the Company deems necessary or convenient.

### What is not allowed

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Employees cannot use confidential information to trade securities, and are prohibited from sharing confidential information with any third party for the purpose of trading securities. Employees must comply with all laws and policies of the Company regarding prohibitions on the trading of securities based on public information of Natura.

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## 3.4.2 Information safety/security

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**All files and data related to the professional activity created, received or stored in our systems, whether e-mail, network or corporate cellular, are owned by Natura and constitute commercial and legal property of the Company, as permitted by law.**

We have established some rules to strengthen the safety/security of our storage systems and the information generated by our Company.

### What is allowed

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- You can leave your workplace when you need it, as long as you lock or unplug your computer or terminal, preventing others from using it instead.
- The Company is committed to comply with the principles applicable to the protection of personal data: legality, consent, information, quality, purpose, loyalty, proportionality and responsibility in relation to any use, storage, transfer and, in general, any manipulation of data . Personal data can only be used in connection with the legitimate uses for which they were obtained in accordance with the applicable privacy notices.

### What is not allowed

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- You cannot install “pirated” or free (“freeware”) software on your computer, it also includes softwares that are considered “portable” or executable (which do not require installation). The acquisition, installation or execution of new programs must be homologated by the Digital Technology area and the product must be accompanied by a legally acquired license.
- You cannot not, under any circumstances, share your credentials, whether login, password or professional ID card.
- This data is individual and non-transferable and their custody, confidentiality and maintenance are under responsibility of the employee, provider or third party resident.
- You cannot use the password of another employee to perform any activity, even if you have express authorization from the holder to do so.
- You cannot allow improper access to another person for information or resources under your responsibility.
- You cannot share access to your individual email box with any employee or third party, except for the agenda and in cases of delegation formalized with Risk Management. In these cases, the signature of a NDA (Non-Disclosure Agreement) will be mandatory.
- The delegation process is described in the Delegation of Authority rule and can be used in exceptional cases.

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## 3.4.3 Use of electronic means

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Access to the internet and telephone, as well as the use of Natura's e-mails, softwares, hardware, equipment and other assets must be related to the exercise of professional activity.

Natura is responsible for the acts of its employees and providers and must, at its discretion, use and monitor any information transmitted or resident in those media. This rule covers information written or stored in electronic system and any other associated medium (such as pen drive, external disk, virtual storage, CD / DVD, among others).

**In this way, corporate e-mail and any equipment owned by Natura (desktops, notebooks, cell phones, etc.), used in the corporate network, can be monitored. Users in general should not have the expectation of privacy in the use of these corporate systems and resources.**

**To the extent permitted by applicable local laws, Natura can review, search, image, process, duplicate, copy, collect, export and transfer any data (including personal information) stored at Natura corporate email accounts or any other equipment owned by Natura.**

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### What is allowed

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- You can use Natura's electronic resources and means, such as the Internet or telephone, for personal purposes, as long as it does not violate internal rules and guidelines or hinder the progress of work, respecting the Acceptable Use Policy of Information Technology Resources.

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### What is not allowed

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- You cannot use our electronic means for games, chain messages, exchange, or storage of obscene, pornographic, violent, discriminatory, racist, defamatory or disrespectful content of any individual or entity that is contrary to Natura's policies and local law.
- You cannot use any external social media platform (for example, Wechat, WhatsApp or iMessage) for business communication, whether internal or external (such as with a customer, supplier, or another third party), and you cannot share Natura's confidential information through an external social network platform.
- You cannot use any external social media platform (for example, Wechat, WhatsApp or iMessage) for business communication, whether internal or external (such as with a customer, vendor, or other third party), and you may not share
- You cannot use Natura's electronic media to illegally obtain any confidential information from a Natura's competitor or personal data of a private person.

Freeware = is any computer program whose use does not imply payment of use licenses or royalties.

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## 3.4.4 Public relations

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**Ao ser convocado para entrevistas ou apresentações em público em razão  
When called for interviews or public presentations because of his relationship  
with Natura, the employee speaks on behalf of the Company.**

We have established certain rules that employees must follow in their communications on Natura's behalf with the media, government or other public forums to ensure the consistency of our speech and the confidentiality of strategic information.

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### What is allowed

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- You can lecture or provide information for academic papers that talk about Natura, as long as you have authorization from your manager for technical / specific content in your area, and provided you have validation from the Corporate Affairs Board for institutional matters. Both will set the limits of what is allowed to be disclosed to ensure compliance with our confidentiality criteria. The guidelines for participation in lectures are defined in the Rule of Participation in Lectures.
- Employees and Third Parties that are related to public agencies and who have already taken Public Agent functions must report the situation to the Ombudsman in the field Registry of Conflict containing the Position held, the position, and the body to which it was attached.

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### What is not allowed

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- You cannot speak directly with journalists, communication or government professionals as an employee of Natura without authorization and follow-up from our Corporate Affairs Board.

## 3.5 – FAIR COMPETITION

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### **NATURA COMPLIES WITH FAIR COMPETITION LAWS.**

**We conduct our business ethically and do not use unfair practices to gain business.**

#### **What is allowed**

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- You must comply with all applicable fair competition, antitrust, and purchase acquisition laws.
- You should use only legitimate means to obtain information about our competitors.
- You must respect the confidential information and intellectual property rights of our competitors and other third parties.
- You must get approval from the legal department for all contracts with business partners, in part to ensure that contracts comply with fair competition and antitrust laws.

#### **What is not allowed**

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- You should not request or use non-public information from our competitors.
- You should not agree with a competitor to set prices or limit competition.
- You should not comment on competitors' products or services in an incorrect or illegitimate way.

# 04

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## RESPONSIBILITIES

We believe in the defense of what is right and encourage our employees to do so.

## 4.1 – COMPANY'S RESPONSIBILITIES

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Natura encourages its employees to report any potential illegal practices. The company provides channels through which employees can file complaints, and we also have a process through which complaints are investigated and addressed. We acknowledge and comply with different laws on confidentiality and protection of complainants in several locations where we operate and offer our Employees mechanisms through which they can report issues confidentially and in accordance with local antiretaliation policies to the extent permitted by local law.

All complaints made in good faith about inappropriate conduct by Natura or its partners or employees will be investigated consistently and appropriate measures will be taken. "Good faith" means that the complaint is based on information that is believed to be true and honest.

The Code of Conduct will be reviewed annually, being the Ombudsman responsible for forwarding improvement suggestions.

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## 4.2 – EMPLOYEE’S RESPONSIBILITIES

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All employees must respect what is established in our Code of Conduct, during the performance of their duties and throughout our chain of relations, responding for their acts and presenting a conduct in full and in line with our ethical principles.

Whenever cases of non-compliance with this Code are identified, they should be reported to the Ombudsman for appropriate treatment. The consequences of misconduct can range from disciplinary actions, such as warning or suspension, dismissal.

The employee shall report his manager and the Ombudsman, whenever he becomes aware of a possible violation of the Code of Conduct, as well as in situations of conflict as mentioned in this material. The employee is responsible for making good faith reports (“Good faith” means that the complaint is based on information that is believed to be true and honest).

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05

Chat channels

# 05

## Chat channels

WE KEEP CHAT CHANNELS PERMANENTLY OPEN, AS WE BELIEVE THESE THINGS ARE MEANS TO IMPROVE OUR PROCESSES AND RELATIONS.

OUR MANAGERS, HUMAN RESOURCES REPRESENTATIVES AND THE OMBUDSMAN ARE OUR MAIN INTERLOCUTORS AND THEY SHOULD BE CONTACTED TO HELP FIND ANSWERS ABOUT SITUATIONS RELATED TO NATURA'S CONDUCT.

You can count on the Ombudsman, a channel to register and investigate cases of non-compliance with the Natura's Code of Conduct. The Ombudsman ensures safety/ security, confidentiality and preservation of the identity of the complainant, within the limits allowed by the applicable legislation. It is possible not to be identified (anonymous complaint). In this case, we ask that you inform the greatest number of facts about the case so that it can be forwarded.

**All complaints received are treated confidentially and complainants will be protected against reprisals,** to the extent permitted by applicable law. If in doubt, ask!

### Ombudsman channels:

#### EMPLOYEES BRAZIL AND THIRD RESIDENTS:

**Telephone:** 0800-7761620 (toll-free) or (11) 4446-2010 - 24 hours a day, every day of the week.

**E-mail:** [ouvidoria@natura.net](mailto:ouvidoria@natura.net)

**Intranet – link Ombudsman::**

<http://intranet.natura.net/pt-br/Paginas/Ouvidoria.aspx>

**Internet – link Ombudsman::**

[www.ouvidorianatura.com.br](http://www.ouvidorianatura.com.br)

**Personal service by appointment at** 0800-7761620 | **Mail:** Rodovia Anhanguera, s/n, km 30,5 – Empresarial Itaim (Polvilho) – Cajamar – CEP 07790-190.

#### INTERNATIONAL OPERATIONS EMPLOYEES:

Phones according to country, available 24h, every day of the week, in English / Spanish and Portuguese

**Argentina:** (54) 11 4837-6110

**Chile:** (56) 2 595-9288

**Colombia:** (57) 1 326-8775

**Mexico:** (52) 1 2282-6090

**Peru:** (51) 1 441-0808

**E-mail Latam:**

[naturateescucha@natura.net](mailto:naturateescucha@natura.net)

**Internet Latam:**

[www.natura.net/naturateescucha](http://www.natura.net/naturateescucha)

**E-mail France:** [naturaatonecoute@natura.net](mailto:naturaatonecoute@natura.net)

#### SUPPLIERS AND SUPPLYING COMMUNITIES

**Telephone:** 0800-7761620 (toll-free) - 24h, every day of the week, in English / Spanish / Portuguese | **E-mail:** [ouvidoria@natura.net](mailto:ouvidoria@natura.net) | **Internet – link Ombudsman:** [www.ouvidorianatura.com.br](http://www.ouvidorianatura.com.br)

06

Ethics Committee

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# 6

## Ethics Committee

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### THE ETHICS COMMITTEE IS MADE UP OF:

- Vice President of Operations & Logistics
- Vice President of People and Culture
- Legal Officer and Compliance Officer (president)
- Ombudsman
- Employee's representative
- Chief Executive Officer (in specific cases).

### IT HAS THE FOLLOWING DESIGNATIONS:

- Ensure compliance with the "Natura's Code of Conduct" and clarify doubts as to its content;
- Analyze and deliberate about misconduct and conflicts of an ethical nature in relation to established guidelines;
- Stimulate the adequacy of practices, policies and procedures to the "Natura's Code of Conduct";
- Ensure the privacy and protection of issues and people involved in ethical issues;
- Approve and guarantee the pertinence of the "Natura's Code of Conduct", proposing the document improvement;
- Monitor and report the indicators of complaints of conduct, in order to maintain an up-to-date diagnosis on the most vulnerable topics, areas and functions in the Company.

07

Term of compliance  
and commitment

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# 7

## Term of compliance and commitment

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**I DECLARE THAT I HAVE READ AND UNDERSTOOD THE NATURA'S CODE OF CONDUCT AND INTEGRITY POLICY AGAINST CORRUPTION AND BRIBERY, AND AFTER READING AND UNDERSTANDING THEIR CONTENTS, I AGREE WITH THE RULES CONTAINED IN THESE DOCUMENTS AND UNDERTAKE TO FOLLOW SUCH GUIDELINES IN MY PROFESSIONAL ACTIVITIES FOR OTHERWISE DISCIPLINARY ACTIONS, SUCH AS WARNING, SUSPENSION OR DISMISSAL.**

I assume the responsibility and the commitment to report and formalize to my manager and the Ombudsman any behavior or situation that is in disagreement with the rules established in the Natura's Code of Conduct or the Integrity Policy against Corruption and Bribery. I declare that, at this time, I am not in any situation that violates these documents and that I do not know of any circumstance that could generate any conflict with the rules contained therein. I'll stay tuned! Even if I do not have a conflicting situation now, if it does, I will post it on the form "Registry of Conflict" available on the Corporate Education Website, option "Code of Conduct".

**I declare that I am responsible for transmitting the rules of the Natura's Conduct and Integrity Policy against Corruption and Bribery to the employees under my management and to act on situations of non-compliance with these documents.**