



## UNI-TEL TELECOMUNICAÇÕES LTDA Code of Conduct

This Agreement is being signed as a follow-up to the negotiations on a Code of Conduct to uphold trade union and workers' rights in all Tel Telecomunicações Ltda activities at the national and Latin-American levels.

For such purpose, the General Secretary of UNI and the President of Tel Telecomunicações Ltda agree on the following "Code of Conduct" based on the following principles:

### THE PARTIES' COMMON RECOGNITION OF FUNDAMENTAL HUMAN RIGHTS IN THE COMMUNITY AND THE WORKPLACE

1. UNI and Tel Telecomunicações Ltda affirm their support for fundamental human rights in the community, particularly:

- **Free choice of employment**, as established in ILO Conventions 29 and 105.
- **Non-discrimination in employment**, so that all employees are guaranteed equal opportunities and equal treatment regardless of ethnic origin, religion, political opinion or gender. Workers shall receive equal pay for work of equal value (ILO Conventions 100 and 111).
- **Abolition of Child Labour**  
Child labour shall not be used. Only workers above the age of 15, or older if the compulsory school-leaving age is higher in any given State, shall be employed (ILO Convention 138).

Children under the age of 18 shall not perform work that, by its nature or the circumstances in which it is carried out, is likely to harm their health, safety or education (ILO Convention 182).

2. UNI and Tel Telecomunicações Ltda affirm their support for fundamental human rights in the workplace.

In this respect, they undertake to observe the ILO Conventions on freedom of association and trade union rights, to recognise the right of workers to organise and the right of trade unions to represent and negotiate on behalf of the workers, and to comply with minimum standards in respect of wages and working conditions.

- **Freedom of association and the right to collective bargaining**  
All workers shall have the right to form and join trade unions (ILO Convention 87).

Where UNI affiliates represent the workers employed in companies owned by Tel Telecomunicações Ltda, the Company shall recognise the right of these unions to represent said workers in:

- a) Collective bargaining (ILO Convention 98).  
On their part, unions agree to negotiate in good faith, aware of the need to involve themselves in the search for the best practices in the area that ensure the development of the respective undertakings and their viability, which is the greatest expression of the guarantee of employment for their workers.
- b) Any dispute settlement procedure.
- c) Negotiations and/or consultations in those matters affecting jobs and training.
- d) Where no trade union exists, the Company shall adopt a neutral position and shall not prevent workers from organising. The Company shall also respect the right of trade unions to organise employees.

➤ **The right to represent workers**

The Company guarantees that workers' representatives shall not be the subject of discrimination and shall have access to all the workplaces necessary to enable them to carry out their representation functions (ILO Convention 135 and Recommendation 143).

➤ **Minimum wages**

Workers shall be paid wages and benefits that are at least as favourable as those established by national legislation or agreements for work in the sector concerned. No worker shall be paid less than the legal minimum wage, which shall always be sufficient to meet the needs of workers and their families (ILO Conventions 94, 95 and 131). All workers shall be provided with clear information about wage conditions.

➤ **Working day**

The working day shall meet, at least, the requirements of national legislation or national agreements and/or industry standards for the sector. (ILO Conventions 1, 47 and Recommendation No. 116)

Overtime work shall be voluntary wherever possible, and shall not be a substitute for inadequate regular wages.

**THE PARTIES' COMMON RECOGNITION OF THE NEED TO CONTRIBUTE TO IMPROVING CONDITIONS IN THE WORKPLACE AND THE COMMUNITY**

3. UNI and Tel Telecomunicações Ltda affirm their support and respect for the standards applicable to the environment and health and safety in the workplace.

➤ **The guarantee that workplaces are safe and do not imply risks for the safety and health of workers. (ILO Convention 155)**

Best occupational health and safety practices shall be promoted, and appropriate safety clothing or equipment shall be provided when necessary in order to prevent, to the extent reasonable and possible, accident hazards and harmful effects for health.

- **The cooperation of workers and their representatives for the observance of the measures adopted to guarantee health and safety.** Workers and their representatives shall receive the appropriate information and training in the area of occupational health and safety.
  - **Respect for others at work**  
Workers shall observe the fundamental rules of coexistence, avoiding any behaviour that implies a lack of respect or scorn towards other employees. Those that are responsible for a working team shall also fairly distribute tasks, both in the amount and in the quality of the work.
4. UNI and Tel Telecomunicações Ltda affirm their support for the improvement of the community conditions.
- **Training**  
All workers shall be given the opportunity to participate in training programmes, especially training to improve their skills to use new technology.
  - **Employment stability**  
National employment legislation and agreements shall be respected in an attempt to create stable employment wherever possible.
  - **Respect for the environment**  
UNI and Tel Telecomunicações Ltda share concerns about the impact that the operations of Tel Telecomunicações Ltda may have on the environment and commit themselves to making all possible efforts to ensure that these environmental concerns are taken into account.

#### IMPLEMENTATION

- Tel Telecomunicações Ltda shall provide information concerning this Agreement to all the Companies of the Group.
- Both parties shall be responsible for the administration and implementation of this Agreement. For this purpose, they shall engage in ongoing dialogue and meet regularly. Any dispute arising out of the interpretation or implementation of this Agreement shall be examined jointly with a view to making appropriate recommendations to the disputing parties. A group shall be appointed comprising three members from Tel Telecomunicações Ltda and three members from SINTETEL- FENATTEL – UNI americas to examine the case and report its findings to the President of Tel Telecomunicações Ltda and the General Secretary of UNI.

#### DURATION

The duration of this Agreement shall be five years, after which this Agreement shall be evaluated and, if appropriate, extended for an additional period.

Signed in March 2009

Philip Jennings  
UNI General Secretary

Paulo Sergio da Silva Girio  
CEO

Rodolfo Benítez  
UNI americas Regional Secretary

Almir Munhoz  
President of SINTETEL