

Unofficial translation

Code of Conduct Uni – Ability e Serviços S/A

This Agreement has been signed as a follow-up to the negotiations on a Code of Conduct to uphold trade union and workers' rights in all Empresa Ability Tecnologias e Serviços S/A activities at the national and Latin-American levels.

For such purpose, the General Secretary of UNI and the President of Ability Tecnologias e Serviços S/A 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 Ability affirm their support for fundamental human rights in the community. That is:

⇒ **Employment is freely chosen**

There shall be no use of forced labour or bonded labour (ILO Conventions 29 and 105).

⇒ **There is no discrimination in employment**

All workers shall have equality of opportunity and treatment regardless of their ethnic origin, colour, gender, religion, political opinion, nationality, social origin or other distinguishing characteristics. Workers shall receive equal pay for work of equal value (ILO Conventions 100 and 111).

⇒ **Child labour is not used**

Child labour shall not be used. Only workers above the age of 15 years or over the compulsory school-leaving age, if higher, shall be employed (ILO Convention 138).

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

2. UNI and Ability affirm their support for fundamental human rights in the workplace. In that respect the company agrees to; comply with the ILO conventions on freedom of association and trade union rights, to recognize the right to organise and the right of trade unions to represent and negotiate on behalf of the workers, and to apply minimum standards in respect of wages and working conditions.

⇒ **Freedom of association and the right to collective bargaining are respected**

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 Ability Technologias e Serviços, the company shall recognize the right of 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 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) All dispute settlement procedures

(c) Negotiations and consultations in all matters affecting jobs and training

(d) Where no trade union exists, the company shall adopt a positive and flexible policy in a way that does 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 discriminated against and shall have access to workplaces to enable

them to carry out their representation functions (ILO Convention 135 and Recommendation 143).

⇒ **Minimum wages**

Workers shall be paid wages and benefits for a standard working week that are at least as favourable as those established by national legislation or agreements, for work of the same character in the trade or industry concerned in the area where the work is carried out. No worker shall be paid less than the legal minimum wage and shall always be sufficient to meet basic needs of workers and their families and to provide some discretionary income (ILO Conventions 94, 95 and 131). All workers must be provided with clear information about wage conditions.

⇒ **Hours of work are not excessive**

Weekly hours of work shall be agreed with unions and shall, as a minimum, meet the requirements of appropriate national legislation, national agreements and industry standards (ILO Conventions 1, 47 and Recommendation No. 116).

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

THE PARTIES COMMON RECOGNITION OF THE NEED TO CONTRIBUTE TO DECENT CONDITIONS IN THE WORKPLACE AND THE COMMUNITY

3. Strict respect of standards applicable to the environment, security, health and safety at the workplace.

⇒ **A safe, hygienic and sustainable working environment shall be provided (ILO Convention 155)**

Best occupational health and safety practice shall be promoted; safety clothing and safety equipment shall be provided wherever possible.

⇒ **Co-operation between the company and the workers and their representatives, for the observance of adopted measures to guarantee health and security**

The workers and their representatives will receive the appropriate information and training in the area of occupational health and safety.

⇒ **Respect of others at work**

Workers and management should observe harmonious relations avoiding any behaviour that implies a lack of respect or discrimination towards other employees. Those that are responsible for a working team should fairly distribute tasks, both in the amount and the quality of that work.

4 UNI and Ability affirm their support for the improvement of the community conditions.

⇒ **Training**

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 of 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 the environment**

UNI and Ability share concerns about the impact that the operation of Ability business may have upon the natural and human environment and will commit to making all efforts to ensure that all environmental concerns are met.

IMPLEMENTATION

⇒ Ability Tecnologias e Serviços S/A 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 comprising of three members from Ability and three members from SINTETEL- FENATTEL – UNI Americas shall be appointed to examine the case and to report.

DURATION

The duration of this agreement is five years, after which this agreement will be evaluated and may be prolonged for a new period.