

CODE OF

Ethics and Conduct

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 frulact



MESSAGE FROM EXECUTIVE BOARD

The last few years have been years of transformation and growth for the Frulact Group. We believe that growth is essential to create more jobs, to generate more wealth, enable more investment and reach more clients in more geographies; however, we only will be fulfilling our mission if this growth is sustained in culture and principles of ethics and conduct that have always characterized the Frulact Group, namely:

- a) Respect for our people;
- b) Rigor in the process and respect for the Planet;
- c) Value Sharing;
- d) Transparent and true Communication.

This is why the Code of Ethics and Conduct is intended to be a guiding guide to all those who interact with Frulact. It should be read carefully and make sure that you understand the resulting obligations



To our collaborators we want to say that we believe that in all your decisions, you seek to contribute to the common good. But we know that throughout your professional career at Frulact, several times, you will face situations that generate doubt. We want you to use this document at this time to ensure that your decisions will be taken in line with the commitments made. If still not clarified, please do not hesitate to contact the Conduct Committee.

We choose to make the document public because we want that everyone knows the ethical principles and conduct that govern us. We want this way to promote them with our external Stakeholders and point out that we are available to work in partnership in the transversal implementation of these principles, which we believe contribute to a fairer and more respectful market that respects people and the planet.

The Executive Board of the Group undertakes to ensure the correct disclosure and understanding of the Code and monitoring the Group's ethical performance by seeking its continuous improvement.

Together we will build one

Better Fruit!

THE EXECUTIVE COMMITTEE

Dinorah Mandic | CEO

Clara Meira | CINO – Fruit Prep

Luís Amaral | CFO

Paulo Leal | CMO

Rogério Silva | COO

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OUR CODE OF ETHICS AND CONDUCT



Framework

We believe that any entity or person acting on behalf of the Frulact Group is considered a stakeholder and is contractually bound to comply with the content of the Code of Ethics and Conduct, acting in a consistent manner made by the Frulact Group.

We want everyone to feel motivated to:

- to carry out their duties in accordance with these principles,
- ask for guidance when in doubt,
- communicate whenever they identify a misaligned situation.

The commitments expressed in this document are complemented by other documents of the Group, such as the Integrated Management System Policy or the Collaborator Manual. This Code may be reviewed and updated at any time as required any legal or practical developments.

The Code applies to all entities owned directly or indirectly by companies of the Frulact Group and reinforce compliance with all laws and regulations that are applicable in the geographies where it operates. To this end, where deemed necessary adjustments will be made to the same in order to respond to applicable legislation and standards in force in each of the geographies where companies of the Group are located. The previous versions of the Code of Ethics and Conduct will be available on the Frulact website.

Conduct Committee

The Conduct Committee is the internal structure whose mission is to promote dissemination and ensure the correct implementation of the Code of Ethics and Conduct.

It consists of:

- Global Head of Frupeople - Rita Pereira
- Company Secretary & Legal Specialist - Ana Hierro
- Controller - Nathalie Marcos

It has the following functions:

- a) Propose amendments to the Code of Ethics and Conduct recognising that it is a dynamic document that can be improved to contribute for a common good.
- b) Ensure the proper functioning of the associated communication tools to the Code of Ethics and Conduct, including compliance with the field of confidentiality in the processing of information and in no reprisals.
- c) Clarify doubts about the Code of Ethics and Conduct referred by any stakeholder, using, where necessary, internal or external support in order to ensure compliance with the Code and legislation in force in geography.
- d) To receive, analyse and address suspected non-compliance Code of Ethics and Conduct.
- e) Immediately report to the Executive Board on serious situations, protecting always those who report the same and the people involved in the process.
- f) Prepare a half-yearly global activity report for consideration by Executive Board and measures to enable the Frulact Group an improvement of its activity.

Frequently asked questions

1. WHY THE CODE OF ETHICS AND CONDUCT?

The Code of Ethics and Conduct defines how the Frulact Group is expected to act commitments and responsibilities with all stakeholders, including: shareholders and corporate bodies, employees, interns, government entities, customers, suppliers, financial institutions, partners, community and planet.

The Code reflects the commitments of the Frulact Group, defining performance criteria that its stakeholders must demand within the company and in the relationship with the outside.

2. TO WHOM IS THE CODE OF ETHICS AND CONDUCT ADDRESSED?

It is aimed at all stakeholders: entities and people with contractual links, economic, institutional and/or social, with the Frulact Group.

All stakeholders of the Frulact Group have an obligation to read and understand the Code of Ethics and Conduct in order to ensure its application throughout the group's activities.

3. HOW TO KNOW THE CODE OF ETHICS AND CONDUCT?

The Code of Ethics and Conduct is available to all stakeholders in our website: <https://frulact.com/pt-pt/persons/codigo-de-conducta-e-etica-entrepreneurial/>

It is also available on the intranet for consultation of the Frulact Group's collaborators. At the time of integration of the Frulact Group, all collaborators are invited to read the Code and sign a declaration of knowledge that proves the individual's knowledge of and commitment to individual commitment to compliance.

Whenever deemed relevant, namely when a new revision of the document is promoted, training and dissemination actions will be promoted on this Code for the collaborators.

4. IN SITUATIONS OF DOUBT, HOW TO ACT?

The Code identifies the essential elements for ethical action in accordance with the Frulact Group culture; however, it does not contain the answer to all situations of doubt. In a situation of doubt and before taking any decision on its how to act, consult the teams with technical knowledge for clarification.

It's important that you feel confident and aligned with the ethics of your decision, so do not hesitate to ask any questions.

5. IN SITUATIONS OF POSSIBLE NON-COMPLIANCE WITH THE CODE, HOW TO ACT?

Any stakeholder, whenever he finds any commitment not fulfilled, is obliged to report the situation which will be examined later.

It is considered a situation of non-compliance all non-aligned behaviours with this Code, namely inappropriate conduct, disregard by others or the institutions they represent.

It is important that the reporting is done in a timely and clear and transparent manner, trying to anticipate and clarify any doubts that may arise and to reduce the impact of the non-compliance.

To ensure that everyone has the opportunity to clarify their conduct and to clarify their motivation, they should clearly identify all the actors involved.

Situations should preferably be reported via the email address conduct.committee@frulact.com. Only the Global Head of Frupeople has access to this email.

If you wish to report a situation anonymously you should do so by mail to:

Global Head of Frupeople
589 Rua do Outeiro
4475-150 Gemunde - Maia
Portugal

6. HOW IS A REPORTED SITUATION ANALYSED?

When the Global Head of Frupeople receives a status report:

- Processes the information to ensure the confidentiality of the person reporting the situation;
- Anonymously presents the situation to the Conduct Committee;
- The Conduct Committee analyses the information received and seeks to clarify technical doubts in the relevant areas;
- Whenever necessary, listen to people/teams/entities involved in the situation in order to understand what doubts it may have raised and how they have been clarified;
- Carry out such steps as may be appropriate;
- Draw up a progress report with recommendations and measures to be taken;
- Ensures the timely implementation of the measures adopted which, where necessary, may include the opening of disciplinary proceedings and civil and/or criminal proceedings;
- Communicates the measures implemented to all entities involved.

7. HOW DO WE PROTECT THOSE INVOLVED IN THE ANALYSIS PROCESS?

During the process of analyzing a situation of possible irregularity we ensure that only the Global Head of Frupeople is aware of the identification of the person who reported the situation. If identity sharing is required with other elements of the Conduct Committee or other elements critical to the process, this will only be done with the prior permission of those involved.

Ensuring the anonymity of all those involved must not call into question the duty to cooperate and support the Conduct Committee to ensure full compliance with the Code of Ethics and Conduct. Non-cooperation may even be identified as a situation of non-compliance with the code.

8. WHAT ARE THE CONSEQUENCES OF NOT COMPLIANCE CONFIRMED?

In a confirmed non-compliance situation, notwithstanding the conduct of applicable criminal and civil proceedings, they may:

- internal censorship proceedings are initiated in accordance with the Group's procedures;
- the necessary measures are taken to verify the implementation of corrective and preventive actions to ensure that they do not happen again;
- measures are taken that have an impact on commercial and/or partnership relations with external stakeholders.

OUR PRINCIPLES OF ETHICS AND CONDUCT



2.1 RESPECT FOR OUR PEOPLE

1. Respect for the other

The commitment of the Frulact Group

We promote cordial and cooperative relations and ensure integrity and dignity in the workplace. We provide equal work opportunities to all collaborators based on their professional performance and qualifications.

We provide a working environment where everyone is treated equally, fairly, with dignity and respect. We do not allow discriminatory behaviour based on age, ancestry, colour, race, citizenship, Ethnic origin, Place of origin, Creed, disability or health conditions, family status, marital status, gender identity, gender expression, receipt of public assistance, record of offences, sex including pregnancy and breastfeeding, sexual orientation, political convictions and party or trade union membership. Not allowed any form of verbal or physical harassment, including psychological and/or sexual harassment.

We promote a work environment where all collaborators feel comfortable to address issues related to the Code of Ethics and Conduct, without fear of retaliation.

The Commitment of Our Collaborators

In the performance of our duties we are committed to complying with the basic rules of coexistence, cooperation and mutual respect, promoting the rules of education and courtesy in the treatment of others, regardless of who they are.

We seek to:

- be an integrated and honest person;
- communicate in a clear and transparent manner;
- cooperate with all in the workplace to build a common good;
- be non-discriminatory for any reason;
- be humble and recognise the need to learn, correct and be corrected;
- ensuring mutual respect, loyalty, cooperation, honesty.

We are committed to reporting any time we feel that the working environment does not respect this.

2. Health and Safety at Work

The commitment of the Frulact Group

The physical health, mental well-being, health & safety and security of our collaborators and those who enter our units is our priority.

We structure the emergency plan, the prevention, detection and response measures to specific risks and procedures.

We promote training that ensures that all collaborators, or subcontracted workers, know these documents when they are part of the team of the Frulact Group or when they change functions.

We provide protection equipment to collaborators and visitors.
We guarantee a security environmental for all.

The Commitment of Our Collaborators

In order to guarantee the Health and Safety of all, we commit ourselves to:

- Knowing: others have made mistakes, it is not worth making mistakes again!
- Ask: I won't risk it!
- Communicating: Warning is prevention!
- Protect: Collective and personal protective equipment (Epcs and Epis) save lives and prevent occupational diseases.

- Comply: Security begins in me!

3. Fair Contractual Relationship

The commitment of the Frulact Group

We ensure that the recruitment process is based on personal and professional qualifications. No candidate may be excluded from the competition on the basis of being a family member or partner of a collaborator of the Frulact Group.

Hiring in the Frulact Group is always done in compliance with local legislation and promoting the fundamental values and rights of the human being. Under no circumstances will we hire against one's will or that of a person under the age of consent permitted by local legislation. Whenever necessary, we will provide appropriate documentation to enable of work visas. Under any circumstances, the Frulact Group may retain personal documentation of the collaborator, including identification documents and/or work visas.

These criteria are applied to all aspects of the contractual relationship with the Frulact Group, including: remuneration, performance assessment, promotions and transfers.

The Commitment of Our Collaborators

We undertake to inform the FrUPeople management whenever we become aware of a family member or partner applying for an available position within the Frulact Group ensuring that we are not involved in the decision-making process;

4. Training

The commitment of the Frulact Group

We undertake to provide collaborators with the conditions to have the opportunity to participate actively and regularly in training activities.

We believe that training is a vehicle to promote:

- the growth of our collaborators;
- compliance with the quality, environmental and food safety requirements of our products;
- knowledge of the main health and safety hazards and risks at work;
- compliance with legislation, standards and procedures.

The Commitment of Our Collaborators

We recognize the importance of training, so we commit ourselves to:

- ensure our active participation in the actions proposed to us;

- provide the necessary conditions so that others, including our subordinates, can participate actively in the actions proposed to them.

2.2 RIGOUR IN THE PROCESS AND RESPECT FOR THE PLANET

1. Quality and Food Safety

The commitment of the Frulact Group

Our first responsibility is to ensure the Quality and Food Safety of our products. In all units we comply with local legislation and follow the strictest Quality Standards and Food Safety. If we identify an incident that could jeopardize the Quality requirements and Food Safety of our products we act immediately to ensure the least possible impact on customers and consumers.

We committe to implement measures that guarantee food defense and site security. We promote equal commitment from all our stakeholders.

The Commitment of Our Collaborators

We are all aware that it is our duty to ensure Quality and Food Safety of our products. We are committed to ensuring compliance with Food Quality and Safety requirements in all our actions, including those of management, and throughout the entire value chain: of supply, design, production, dispatch and transport.

We know and remain vigilant for the main risk factors and incidents that can compromise Quality and Food Safety. If we identify any incident that might jeopardize this requirement we act immediately and report the situation to our superiors.

2. Respect for Raw Material

The Commitment of the Frulact Group

We seek to select the best producers and suppliers of raw materials/services. We share with suppliers the knowledge we hold resulting from our experience seeking a culture of continuous improvement in processing practices.

The Commitment of Our Collaborators

We recognise the relevance of our suppliers and as representatives of the Frulact Group, we pledge to treat them with respect and dignity.

3. Efficient Use of Nature

The Commitment the Frulact Group

We are committed to reducing the environmental impact of our activity:

- We have implemented measures to ensure the efficient use of natural resources.
- We make our employees aware of the importance of using natural resources efficiently.
- We promote the definition and monitoring of environmental targets throughout the value chain.

Our environmental indicators and metrics are publicly disseminated in the sustainability report.

The Commitment of Our Collaborators

We ensure that we promote the efficient use of all natural resources. Promoting consumption reduction, reuse and recycling.

2.3 VALUE SHARING

1. Relations of Trust

The Commitment of the Frulact Group

All our external stakeholders, namely customers and suppliers, are considered our partners. We promote that the relations of the Frulact Group are strong and lasting, based on a relationship with transparent and true communication.

The Commitment of our Collaborators

We recognise that every time we contact a partner we are contributing to the strengthening relationships of trust with the Frulact Group. We must therefore convey the Frulact Group's values of respect, honesty and integrity.

2. Promotion of Human Rights

The Commitment of the Frulact Group

We are committed to ensuring compliance with the Universal Declaration of Human Rights, namely:

- condemnation of slave or forced labour and human trafficking;
- condemnation of child labour;
- freedom of association;
- non-discrimination by sex, race, religion, economic, health or other situation
- condemnation of situations of any kind of harassment or abuse: sexual, psychological or verbal.

We recognise that our external stakeholders, namely suppliers and customers, are independent entities of the Frulact Group, however, we promote that they too share these fundamental values of respect for the human being and for planet.

The non-respect for these values, even by an external stakeholder, may affect the reputation of the Frulact Group and the level of confidence of the market.

The Commitment of Our Collaborators

We commit ourselves to reporting all situations where we identify a lack of respect by any human being or the planet, no matter who does it.

If necessary, we will act immediately to ensure the integrity of individuals and planet.

3. GLOCAL, GLOBAL WITH LOCAL ADAPTATION

The Commitment of the Frulact Group

The Frulact Group is certified by different standards in different geographies, implementing good practice across all Group units.

The governing bodies of the Frulact Group ensure that all decisions are taken global, but in accordance with local reality ensuring compliance with legislation and local regulation.

We have an independent position vis-à-vis institutions and political parties. We are committed to co-operate with public authorities and local communities, showing full willingness and openness to contribute to the improvement of the legal environment of our business.

The Commitment of Our Collaborators

As the Frulact Group is a global company, and recognizing the value and importance of diversity in our growth and in the culture of the Frulact Group, we are committed to promote diversity and to understand and respect the differences that exist in all geographies.

4. LAWFUL, FAIR AND IMPARTIAL DECISION-MAKING AND EXEMPT

The Commitment of the Frulact Group

We promote that all decision-making processes are made:

- lawful manner: complying with all local legislation and with international best practices in fighting corruption and influence peddling.
- fairly, ensuring payment of the fair value of goods or services which we are buying or selling.
- in an impartial and impartial manner, that is, without the influence of factors other than directly related to the process.

In this sense we undertake to promote the removal of a collaborator involved in the decision-making process which has some direct proximity relationship, for example family or friendship relationship with the external stakeholders involved.

Your direct intervention will only be permitted when strictly necessary and preferably shall be validated by other members of the Frulact Group.

The Commitment of Our Collaborators

Under no circumstances can we perform actions that can be interpreted by our interlocutors such as influence trafficking or corruption. In this sense, we cannot make threats that jeopardise the integrity of any person or entity with who we are negotiating, nor offering goods or services that are not directly relating to the case in question.

We commit to inform the leadership whenever we are involved in a decision-making process that involves, directly or indirectly, any entity with which we personally collaborate or have collaborated, or people with whom we are or have been connected by ties of kinship or friendship.

We also recognise that such practices, even on a personal level, can harm the reputation of the Frulact Group.

5. Gifts and Offerings

The Commitment of Frulact Group

The Frulact Group encourages its employees not to be involved in receiving or donating any benefit or advantage to the company, its employees or to third parties. This includes all unethical practices or practices contrary to the duties of the position, such as bribery, corruption, extortion, improper receipt, influence peddling or embezzlement.

We always ensure compliance with local legislation and adapt our behaviour to the habits and customs of the countries where we operate.

The Commitment of Our Collaborators

We expressly reject being involved in any kind of process of bribery, corruption, extortion, misappropriation, influence trafficking or embezzlement.

Whenever we are faced with a receiving or donating situation that is addressed to us personally or through an intermediary person by any stakeholder of the Frulact Group we must ensure alignment with this Code of Ethics, ensuring that they do not influence or alter our decision-making in the processes in which we are involved. Gifts and gifts, entertainment services, hospitality services and so on are considered in this context.

When the refusal of these offers can show disrespect, the collaborator should analyze with his or her leadership and Fruperson the best way to proceed.

6. Use of Goods and Services

The Commitment of the Frulact Group

The Frulact Group offers its employees various equipment and services for professional use, namely:

- personal protective equipment
- production technologies or production support activities
- lifting and moving equipments
- IT equipment such as computers, printers and mobile phones
- vehicles
- business email
- internet access services

The establishment of these rules allow the Frulact Group to protect collaborators and their activity. In case you have questions on the use, do not hesitate to contact the responsible ones that are available to provide the necessary clarifications.

The Commitment of Our Collaborators

We undertake to use the equipments, goods and services we have access to according to the rules that have been presented to us in order to promote our security, the one of our colleagues and also of the Frulact Group.

We recognise that the use of this equipment for personal purposes must be made exclusively for the purposes set out in the defined rules and reduced to the minimum necessary to ensure our comfort and well being and always guaranteeing the safety of all.

7. Customer Satisfaction

The Commitment of the Frulact Group

We are committed to providing products and services according to quality standards established with our customers.

We guarantee that Customers have access to all the information they need:

- complying with the legislation in force;
- respecting the privacy of information;
- ensuring compliance with agreed conditions.

This information will be provided in particular when providing information and handling complaints.

The Commitment of Our Collaborators

We treat all customer representatives with professionalism, cordiality, respect and loyalty, regardless of their hierarchical level or responsibility.

We undertake never to make offers of goods or services without:

- being approved in advance by the hierarchical superior;
- being carried out on behalf of the Frulact Group;
- being related to the activity.

8. Respect for Competitors

The commitment of the Frulact Group

We promote fair and healthy competition sustained in respectful relations and which comply with legislation and market criteria.

We do not engage in any anti-competitive practices, including pricing, coordination with competitors and discrimination of customers and suppliers.

We do not engage any entity, including potential employees, who are covered by an existing non-competition agreement.

The Commitment of our Collaborators

We always treat with respect and cordiality all representatives of the competition, ensuring that we protect Frulact and its representatives. We share internally with transparency where such contacts exist.

As Frulact collaborators we do not engage in any activity that competes with those developed by any entity of the Frulact Group.

We know that at the end of our contractual relationship we must always respect and protect the knowledge and intellectual property of the Group.

9. Support to the Community

The commitment of the Frulact Group

We recognize that the benefits of our activity are also a result of how we are inserted in the communities where we operate. We undertake to seek and identify opportunities that allow us to give back to the community. We seek that these actions are in line with the sustainability objectives of the Frulact Group that are reported in our report.

The Commitment of Our Collaborators

We commit to whenever we become aware of a local need aligned with the sustainability objectives of the Frulact Group, we will communicate it to the FrUPeople team who will be responsible for following up the request.

2.4 TRANSPARENT AND TRUTHFUL COMMUNICATION

1. Speaking with one voice

The commitment of Frulact Group

We want the internal and external image of the Frulact Group to be integral and consistent with our culture. We ensure that the Marketing team supports any governing bodies or collaborators that have to speak publicly on behalf of the Frulact Group.

We are aware of the importance of new online communication tools, the individual role in them and the potential impact of any mention of the image, name or brand of the Frulact Group. We promote that all our stakeholders use the name of the Frulact Group in these communication vehicles respecting our image and our ethical principles.

All situations of misinformation, slander and cover-up and bad practices against the Frulact Group and its stakeholders will be analysed.

The Commitment of Our Collaborators

Whenever we mention the Frulact Group in any communication vehicle, including online sharing tools, and even if on personal behalf, we commit ourselves to:

- to ensure respect, loyalty, common sense and consistency with ethical principles which have always characterised the Frulact Group;
- actively defend the reputation of the Frulact Group or its employees.

Whenever we are approached by a media body we must first request permission to answer the questions that are raised to us. When these requests are made in an untimely manner, we should, in a courteous and polite way, refer the responses to the Marketing team, making contacts available.

2. Privacy and Data Protection

The Commitment of the Frulact Group

We promote the confidentiality of information of all our stakeholders, committing to keep it safe and with limited access. We undertake to comply with the privacy and information security legislation in force in each of the countries where we are present.

The Frulact Group has an implemented Privacy programme that allows the whole group to respect the rules of this matter in all its geographies, by all its collaborators, in all their relationships. In this programme we define duties and rights and we commit ourselves to: "Guarantee the privacy of your data, using it for legitimate purposes, in accordance with the legal rules in force and guaranteeing your rights".

The confidentiality of the data (including the personal data of the respective owners) extends even after the termination of the contractual relationship with the stakeholder, except when it is not legally or contractually required.

The Commitment of Our Collaborators

We validate all the information we communicate, thus ensuring that it is credible and true. We guarantee confidentiality about any information received in the development of our work, unless there is a legal or contractual obligation to the contrary.

We undertake to implement:

- the principles of privacy and information security set out in the legislation;
- the Privacy Programme, thus ensuring compliance in the performance of our functions.

3. Protection of Intellectual

The commitment of the Frulact Group

We ensure that all employees are aware that the Frulact Group owns the knowledge and information regarding product development processes, computer programmes, reports, studies or documentation developed by collaborators in the performance of their duties.

We undertake to assess the need for registration of intellectual property taking into account the purpose for which it applies and depending on the geographical environment.

Whenever the intellectual property rights of the Frulact Group are not respected, disciplinary and legal measures may be taken to protect the Frulact Group.

The Commitment of Our Collaborators

We are aware that every day we have access to privileged and confidential information that we must protect.

We are aware that all the knowledge we produce as collaborators of the Frulact Group is owned by the Frulact Group and we cannot at any time appropriate it or use it for our own benefit or for the benefit of others.

We undertake to obtain the necessary authorisation before transmitting, using or allowing the use of such knowledge by any person or entity outside the Frulact Group.

Our duties of protection and confidentiality with regard to confidential knowledge obtained within the scope of our employment with the Frulact Group, continues even after leaving the Frulact Group.

MESSAGE FROM CONDUCT COMMITTEE



Thank you for reading our Code of Ethics and Conduct.

From now on we ask you to ensure compliance with the commitments set out in this document.

If you are in doubt and do not find the answer in this document, please feel free to contact the Conduct Committee which will always be available to help to clarify.

Together we will contribute to an environment of respect and appreciation.

