

# ETHICS CODE

PETROBRAS SYSTEM





# ETHICS CODE

THAT'S JUST  
HOW WE ARE



# SUMMARY

Ethics Principles of Petrobras System	06
Commitment to conduct of Petrobras System	11
1. Regarding practice of Corporate Management, Petrobras System undertakes to:	12
2. Regarding relation with its Employees, Petrobras undertakes to:	16
3. Regarding relation with Petrobras System, its Employees undertakes to:	20
4. Regarding relation with Suppliers, Service Providers and Trainees, Petrobras System undertakes to:	24
5. Regarding relation with Customers and Consumers, Petrobras System undertakes to:	26
6. Regarding relation with Environment, and as proof of its responsibility concerning current and future generations, Petrobras System undertakes to:	28
7. Regarding relation with Communities, Petrobras System undertakes to:	32
8. Regarding relation with Society, Government and State, Petrobras System undertakes to:	34
Complementary Provisions	37

# ETHICS PRINCIPLES OF PETROBRAS SYSTEM

- I. Respect for life and all human beings, integrity, truth, honesty, justice, equity, institutional loyalty, responsibility, zeal, merit, transparency, legality, impersonality, coherence between speech and practice, are the ethics principles that guide the actions of Petrobras System.
- II. Respect for life in all its forms, manifestations, and situations is the fundamental ethics principle and guides the care with the quality of life, health, environment, and safety in Petrobras System.
- III. Honesty, integrity, justice, equity, truth, coherence between speech and practice reference Petrobras System relations with people and institutions, and they are manifested in respect for differences and diversity of ethnic, religious, social, cultural, linguistic, politic, aesthetic, age, physical, mental, psychic, gender, sexual orientation conditions, and other.
- IV. The loyalty to Petrobras System manifests as responsibility, zeal and discipline at work and in dealing with all human beings, and with the material and immaterial goods of the System, in fulfillment of its Mission,

Vision and Values, by conducts compatible with the execution of its Corporate Strategy, with entrepreneurial spirit committed to overcoming of challenges.

- V.** Transparency is manifested concerning the public interest and of all interested parties and it is compatible with the rights to personal privacy and Information Security Policy of Petrobras System.
- VI.** The merit is the decisive criterion for all forms of recognition, reward, evaluation and investment in people, the favoritism and nepotism are unacceptable in Petrobras System.
- VII.** The legality and impersonality are constitutional principles which preserve the legal order and determine the distinction between personal and professional interests in the conduct of members of the Board of Directors, Fiscal Councils and Executive Boards and employees of Petrobras System.

- VIII.** Petrobras System is committed to respecting and valuing people in their diversity and dignity, in fair labor relations, in a healthy environment, with mutual trust, cooperation, and solidarity.
- IX.** Petrobras System develops activities of its business by recognizing and valuing the interests and rights of all interested parties.
- X.** Petrobras System operates proactively in pursuit of increasing levels of competitiveness, excellence and profitability, with environmental and social responsibility, contributing to the sustainable development of Brazil and countries where it operates.
- XI.** Petrobras System pursuits for excellence in quality, safety, environment, health and human resources, and for that promotes education, training and commitment of employees, involving all interested parties.

- XII.** Petrobras System recognizes and respects the legal, social, and cultural aspects of the various environments, regions, and countries in which it operates, always adopting the criterion of maximum execution of rights, compliance with law, rules, and internal procedures.

# COMMITMENT TO CONDUCT OF PETROBRAS SYSTEM

# 1

## Regarding practice of **Corporate Governance**, Petrobras System undertakes to:

- 1.1** pursuit a balance of power between the High Management (Board of Directors and Executive Boards) and shareholders interest, including minority, with a view to aligning the System's strategic objectives with the interests and rights of all interested parties;
- 1.2** conduct its business with transparency and integrity, creating credibility with its shareholders, investors, employees, suppliers, customers, consumers, government, media, communities where it operates and society in general, pursuing to achieve growth and profitability with social and environmental responsibility;
- 1.3** encourage all interested parties, internal and external, to disseminate the ethics principles and conduct commitments expressed in this Ethics Code;

- 1.4** maintain a relationship with its competitors founded on the principles of honesty and respect, adopting explicit and clear rules about its competition procedures;
- 1.5** promote honest and fair negotiations, without receiving inappropriate advantage through manipulation, use of insider information and other practices of such nature;
- 1.6** register its reports and statements in a correct, consistent, accurate and complete way, without ambiguous information and make its ledgers available with full transparency to internal and external audits and relevant public agencies;
- 1.7** produce annual Social and Environmental Balance Sheet with broad internal participation, explaining its actions to promote environmental, social and cultural development, as well as the environmental, social and cultural consequences and impacts of its activities;
- 1.8** conduct a transparent, true and correct communication, easily understandable and accessible to all interested parties, and advertising based on the principles set forth in this Ethics Code;
- 1.9** keep ombudsman agencies as formal channels, among others, for receiving, routing and processing of opinions, suggestions, complaints, criticisms, and denunciations about ethics transgressions, from the various relationship groups of System, respecting the laws of the countries where it operates;
- 1.10** comply with and promote compliance with this Ethics Code by means of management and monitoring, at the corporate and local levels, promoting it permanently, with willingness to clarify questions and receive suggestions, and submit this Code and its practices to periodical evaluation processes.



# 2

Regarding relation with  
its **Employees**,  
Petrobras System  
undertakes to:

- 2.1** promote working conditions which provide a balance between working, personal, and family life of all employees;
- 2.2** ensure safety and health at work, providing for that all necessary conditions and equipment;
- 2.3** provide formal listening channels to host and process its suggestions, for improvements of internal management processes;
- 2.4** ensure the availability and transparency of information affecting its employees, preserving privacy rights in the management of their relevant medical, personal and functional information;
- 2.5** acknowledge the right of free association of its employees, respecting and valuing their participation in unions and not doing any kind of negative discrimination against unionized employees;

- 2.6** pursuit permanent reconciliation of interests and realization of rights, through institutional channels of negotiation, in its relationship with the unions representing the employees;
- 2.7** ensure the right of refusal of employees, accepting the suspension of their activities, after taking corrective action and reporting it immediately to their supervisor, if there is a situation of serious and imminent risk to life or physical integrity of employee and/or its colleagues;
- 2.8** respect and promote diversity and combat all forms of prejudice and discrimination, through transparent admission, training, career advancement, rise to positions, and resignation policy. No employee or potential employee will receive discriminatory treatment a result of its race, skin color, ethnic origin, nationality, social status, age, religion, gender, sexual orientation, personal appearance, physical, mental or psychological condition, marital status, belief, political opinion, or any other individual differentiation factor;
- 2.9** promote equal opportunities for all employees, in all policies, practices and procedures, use as sole criterion for professional growth the individual merit

based on assessment of performance, and ensure their right to know and be represented in the drafting of the functional evaluation and progress criteria;

- 2.10** develop a corporate culture which values the exchange and dissemination of knowledge, promote the continuous development of its employees and avoid resignations whenever possible, pursuing alternatives of technical-scientific retraining and replacement in area suitable to the situation of its employees, at any hierarchical level;
- 2.11** provide institutional guarantees and protect the confidentiality of all involved in ethics denunciations, aiming at preserve rights and protect the neutrality of decisions;
- 2.12** prepare its employees for retirement, as a way to invest in the continuity of their quality of life, by developing systematic activities of guidance and counseling, involving families in discussing the psychological and financial planning aspects, and promoting the internal promotion of knowledge to preserve System memory.

# 3

## Regarding relation with Petrobras System, its Employees undertake to:

- 3.1** perform with the maximum commitment, technical quality and diligence the obligations of its contract of employment, take the opportunities for ongoing training, systematically evaluate themselves and learn from their mistakes or others;
- 3.2** act in an honest, fair, dignified, courteous way, with availability and attention to all people with whom they relate, internally and externally, respecting any individual differences;
- 3.3** properly use internal channels to express opinions, suggestions, complaints, criticisms and denunciations, engaging in continuous improvement of processes and procedures of System;
- 3.4** do not to engage in any activity which conflicts with the interests of Petrobras System and communicate to superiors or to the Ombudsman Agencies any situation which may be an apparent or potential conflict of interest;

- 3.5** observe professional secrecy, except as authorized or required by law, preserve the interest of System whenever they arise, whether in public or private environment, and to ensure that everyone does it;
- 3.6** keep strategic information and those relating to acts or facts not yet disclosed to the market confidential, to which they have access, as well as ensure that others do the same, except when authorized or required by law;
- 3.7** ensure the proper use of the material and immaterial heritage of Petrobras System, by its legitimate purpose, also to preserve the image and reputation of the companies that comprise it and not use it to obtain any kind of personal advantage;
- 3.8** do not obtain inappropriate advantages arising from function or position they hold in companies of Petrobras System;
- 3.9** do not perform or submit to acts of prejudice, discrimination, threat, blackmail, perjury, moral or sexual harassment, or any other act contrary to the principles and commitments of this Ethics Code, and immediately report the transgressors;

- 3.10** respect intellectual property and recognize the merits related to the work done by colleagues, regardless of their function;
- 3.11** watch over, in exercising the right to strike, life, physical integrity and safety of people and facilities, and the preservation of the environment;
- 3.12** do not require nor imply, neither accept nor offer any favor, advantage, benefit, gift, gratuity, for themselves or any other person, in return to their professional activities, and they may accept or offer just promotional, public, not exclusive, without commercial value gifts in their relationships with groups out of System;
- 3.13** have personal appearance and attire consistent with the institutional and cultural environment in which they operate.

# 4

## Regarding relation with Suppliers, Service Providers and Trainees, Petrobras System undertakes to:

- 4.1** make available to employees of service providers and trainees of Petrobras System, when operating in its facilities, the same healthy and safe conditions at work offered to its employees, reserving the right to management of knowledge and information security of System;
- 4.2** require to the service providers that their employees comply with the ethics principles and commitments defined in this Code, while contracts with System companies are in force;
- 4.3** select and hire suppliers and service providers based on criteria strictly legal and technical of quality, cost and timeliness, and demand an ethics profile in their management and social and environmental responsibility practices, refusing unfair competition, child labor, forced or compulsory labor practices, and other practices contrary to the principles of this Code, including the production chain of such suppliers;
- 4.4** require trainees to respect the ethics principles and conduct commitments defined in this Code, while their contracts with companies of the System are in force.

# 5

Regarding relation with  
**Customers and Consumers,**  
Petrobras System  
undertakes to:

- 5.1** offer good products and services, with advanced technology, at a transparent, efficient, effective, courteous and respectful service standard, aiming at the full satisfaction of its customers and consumers, for the maintenance of lasting relationships;
- 5.2** fix possible losses from damage under its responsibility to its consumers and customers, with the maximum agility, in enforceable deadlines.

COMMITMENT TO CONDUCT  
OF PETROBRAS SYSTEM

# 6

Regarding relation with  
Environment, and as  
proof of its **responsibility**  
**concerning current**  
**and future generations,**  
Petrobras System  
undertakes to:

- 6.1** conduct its business and activities with social and environmental responsibility, contributing to sustainable development;
- 6.2** maintain standards of excellence in environment, in order to ensure products and services proper to the expectations of its customers and to environmental legislation, in Brazil and in countries in which it operates;
- 6.3** contribute to the preservation and recovery of biodiversity, through the management of the potential impacts of its activities and projects to protect endangered species and areas;
- 6.4** clearly define its environmental sponsorship policies and programs, with budget allocation and management devices which ensure transparency and participation in their implementation;

- 6.5** develop programs to maximize its energy efficiency, and the use of renewable energies, aligning the interests of System and the sustainable development of the countries in which it operates;
- 6.6** invest in the sustainability of its projects, products and services, maximizing their benefits, and minimizing their adverse impacts and monitoring the entire lifecycle of its facilities, operations and products;
- 6.7** promote the sustainable use of water, oil, natural gas and energy; the reduction of consumption; the recycling of materials; the reduction of solid waste generation and the emission of pollutants gases;
- 6.8** maintain an environmental management system for continuous improvement of its processes, including the production chain and promote internal and external actions of environmental awareness;
- 6.9** identify, evaluate and manage its environmental liabilities, acting preventively and correctively in the solution of the problems which cause them;
- 6.10** communicate promptly to its consumers, customers, community and society about possible environmental damages, in the event of accidents;
- 6.11** provide to its consumers, customers, community, and society information about possible environmental damages resulting from bad use and about the final destination of its products.



# 7

## Regarding relation with the **Communities**, Petrobras System undertakes to:

- 7.1** keep permanent channels of communication and dialogue with the communities where it operates, with the purpose to prevent, monitor, evaluate and manage the impacts of its activities;
- 7.2** participate of the elaboration and implementation of projects jointly with local authorities, keeping working groups with the participation of members of the community, creating long-term partnerships, empowering leaders, considering their demands and expectations, and respecting their diversity;
- 7.3** adopt a transparent and democratic process of sponsorship, through public selection of social, environmental, and cultural projects;
- 7.4** promote voluntary initiatives of its employees, aiming at mobilize and improve its resources and skills in an integrated and systemic manner, for the benefit of the communities in which it operates;
- 7.5** fix possible losses from damage under its responsibility to affected people or communities, with the maximum agility.

# 8

Regarding relation with  
**Society, Government  
and State,**  
Petrobras System  
undertakes to:

- 8.1** act in order to contribute decisively to the economic, technological, environmental, social, political, and cultural development of Brazil and of countries in which it operates;
- 8.2** perform social influence, in all media, as part of the exercise of its economic, environmental, social, cultural, and political responsibility to Brazil and the countries in which it operates;
- 8.3** contribute to the Government in the preparation and implementation of general public policies and programs and specific projects committed to sustainable development;
- 8.4** value the involvement and commitment of its employees, in debates and proposals elaboration, aiming at facilitate and strengthen social nature designs, in actions articulated with public and private, governmental and non-governmental bodies;

- 8.5** encourage social awareness and the exercise of active citizenship of its employees, through its institutional example and the development of education programs for citizenship;
- 8.6** encourage and sponsor designs of development of researches and technology for sustainable development, interacting actively with the academic and scientific community;
- 8.7** interact in partnership with educational institutions, for the improvement of qualification of the labor force in the sector of oil, natural gas and energy;
- 8.8** refuse any corrupt and bribery practices, keeping formal procedures for control and consequences of any transgressions;
- 8.9** refuse support and contributions to political parties or political campaigns of candidates for elective offices;
- 8.10** accept and contribute with inspections and controls of the Government.

## COMPLEMENTARY PROVISIONS

- I. This Ethics Code covers the members of Boards of Directors, Fiscal Councils, Executive Boards, the occupants of managerial functions, employees, trainees and service providers of Petrobras system, as individual and collective commitment of each and all of them to comply with it and promote its compliance in all actions of the productive chain of Petrobras System and in its relations with all interested parties.
- II. The employees of Petrobras System will formally acknowledge this Code, which will be widely disseminated through printed and electronic means.
- III. The violation of the principles and commitments expressed in this Code may result in the adoption of disciplinary measures, in accordance with the standards of the companies comprising Petrobras System.
- IV. Petrobras System will submit this Ethics Code to periodic reviews, with transparency and interested parties participation.
- V. Ombudsman agencies or instances eventually responsible for processing complaints of ethics transgressions will preserve the anonymity of the complainant, in order to avoid retaliation against them and it will notice them of the measures taken.

Version approved by the Board of Petrobras on 11/09/2006, Minutes DE 4.613, Sheet No 1109; and by the Board of Directors on 11/29/2006, Minutes CA 1.281, Sheet No 35.

