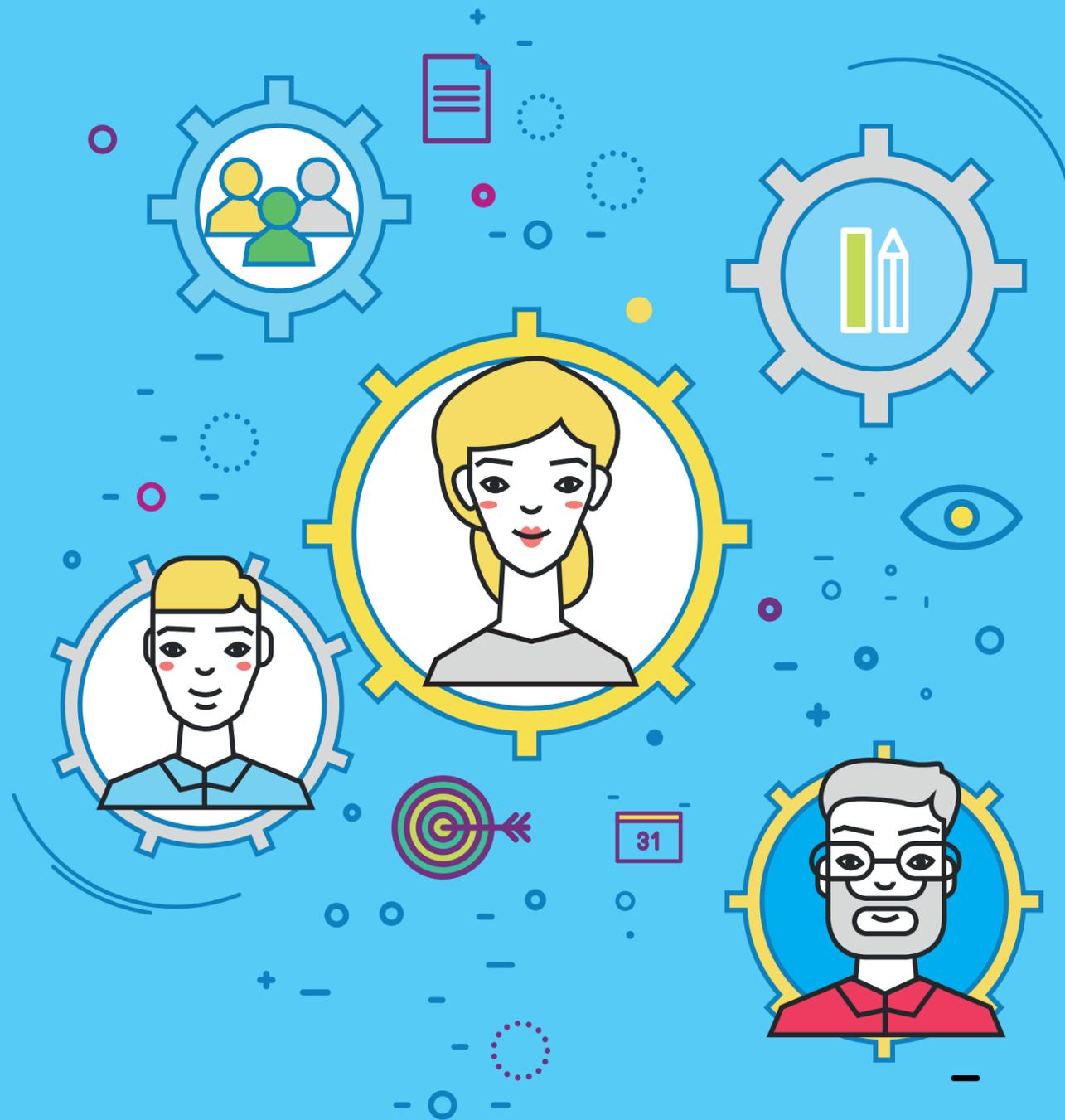


Beauty is to take the right attitude in any situation.

Grupo Boticário 

Code of
Conduct



Dear Friend,

Passion for evolution and challenges, commitment to results, we are honest, and we value people and relationships, these are values of the **Boticário Group**. These values follow and are part of our history, permeating the development and growth of our business in Brazil and throughout the world.

Our positive reputation is acknowledged by several audiences, and this acknowledgement ends up generating awards in different areas. Furthermore, we are one of the best companies to work for and have occupied first place in the ranking of our industry for the last three years. This acknowledgement is very important and is the reflection of the daily work of all of us, in every action we perform. The guidelines of our Code of Conduct were drawn up based on our values and they depict the conduct that the **Boticário Group** expects from each one of us.

The Code of Conduct Code of the **Boticário Group** was launched in 2009 and since then it has been submitted to updates, considering the natural evolution of our business. In this new version, the document has become even more accessible, with practical tips regarding the expected conducts. All this was conceived to facilitate consultation and understanding. It is important that you refer to the Code of Conduct when you feel the need to clarify any doubt, or even to direct routine decision-taking.

I emphasize that it is expected that everybody know and act in accordance with our rules of conduct. It is also the duty of each one to disclose these rules to our partners, suppliers and to anyone having a relationship with us, so that no doubt remains concerning the ethic attitude adopted by the **Boticário Group**.

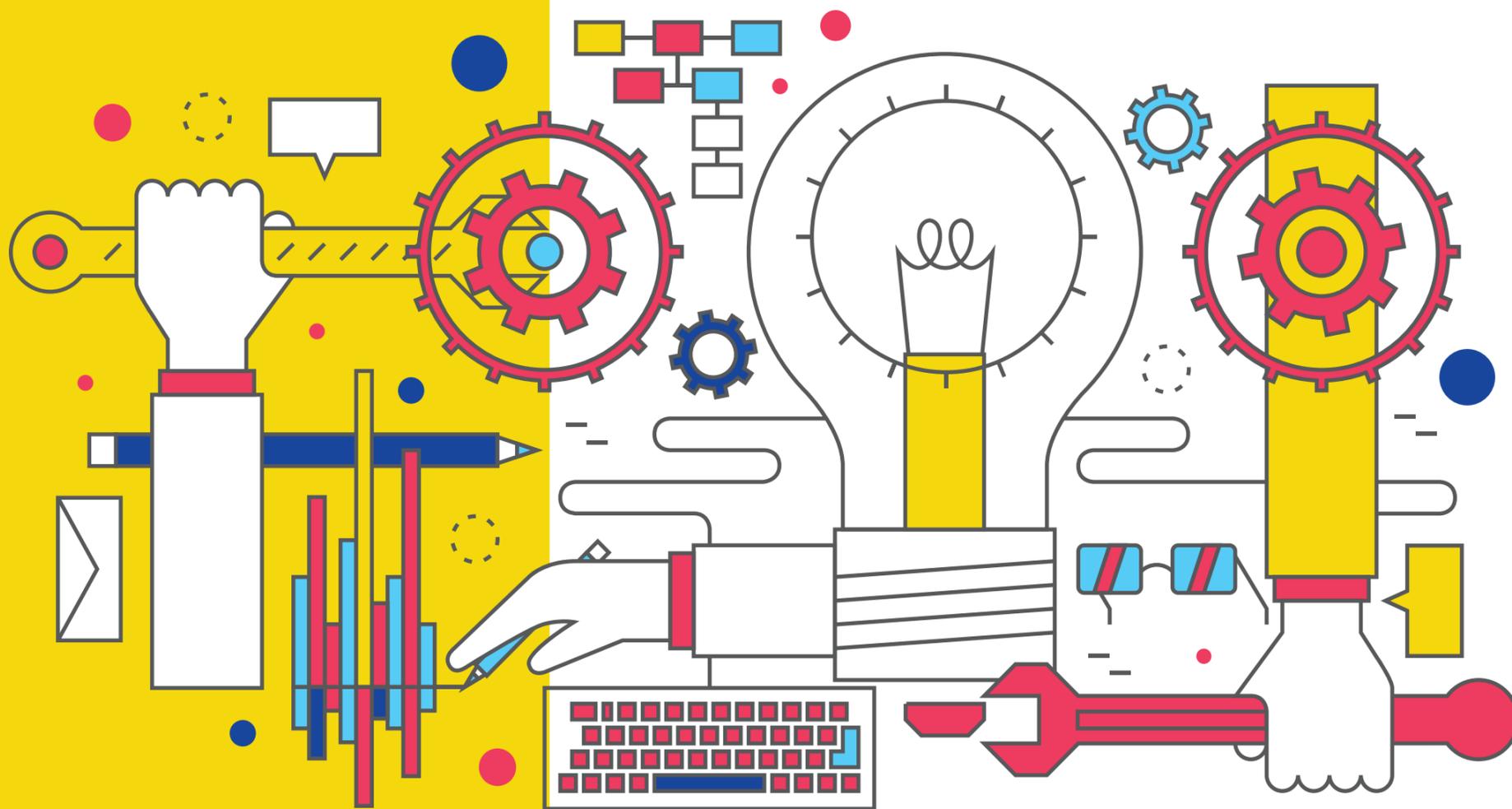
Commitment to results, but not at any cost. The way we act makes all the difference, and it is an integral part of our values!

We are honest, and this is our way of being! Enjoy your reading!

Artur Noemio Grynbaum

CHIEF EXECUTIVE OFFICER

1. INTRODUCTION



Our society is ruled by several values that guide individual and collective conducts. The same happens with companies, which define guidelines and share them with their staff and publics with whom they relate, suppliers, consumers, partners and society at large.

Starting from the values of the **Boticário Group**, guidelines were established that should be complied with by all staff members and by the public with whom they relate, in a transparent, respectful and consistent way.

2.

Boticário Group

Our values.



3. Legislation

Boticário Group respects Brazilian legislation and the legislation of the countries where it operates.



4. Commitments and adherence to movements

Management of the **Boticário Group** is guided by the respect to human rights and the environment. This philosophy makes up the essence of the **Boticário Group** and is reflected in the adherence to global and national movements, such as:

- » GLOBAL COMPACT, ESTABLISHED BY THE UNITED NATIONS
- » CALL TO ACTION: ANTI-CORRUPTION AND GLOBAL DEVELOPMENT AGENDA
- » THE COPENHAGEN COMMUNIQUÉ
- » THE PRINCE OF WALES'S CORPORATE LEADERS' GROUP ON CLIMATE CHANGE
- » CLIMATE OBSERVATORY
- » ABRINQ FOUNDATION
- » MILLENNIUM GOALS
- » CORPORATE COVENANT TO COMBAT SEXUAL EXPLOITATION OF CHILDREN AND TEENAGERS – IN THE RIGHT DIRECTION - *NA MÃO CERTA*
- » VALUATION OF DIVERSITY AND ELIMINATION OF CHILD WORK PRINCIPLE OF THE ETHOS INSTITUTE
- » BUSINESS PACT FOR INTEGRITY AND AGAINST CORRUPTION
- » PRINCIPLES OF WOMEN'S EMPOWERMENT
- » REACH YOUR HAND TO THE FUTURE PROGRAM - *DÊ A MÃO PARA O FUTURO* - ABIHPEC
- » BRAZILIAN ASSOCIATION OF THE PERSONAL HYGIENE, PERFUMERY AND COSMETICS INDUSTRIES (ABIHPEC)

- » BRAZILIAN BUSINESS NETWORK FOR THE ASSESSMENT OF LIFE CYCLE
- » BRAZILIAN FRANCHISING ASSOCIATION (ABF)
- » COMPANIES FOR THE CLIMATE (FGV)
- » INNOVATION AND SUSTAINABILITY IN THE VALUE CHAIN (FGV)
- » GHG PROTOCOL
- » NATIONAL CONFEDERATION OF INDUSTRY (CNI)
- » GROUP OF ENVIRONMENTAL PROFESSIONALS OF THE INDUSTRIES OF PARANÁ (GPMAI)
- » BRAZILIAN ASSOCIATION OF ADVERTISERS (ABA)
- » BRAZILIAN CORPORATE COMMUNICATION ASSOCIATION (ABERJE)
- » BRAZILIAN PACKAGING ASSOCIATION (ABRE)
- » ASSOCIATION OF INFORMATION TECHNOLOGY AND TELECOMMUNICATION USERS OF PARANÁ (SUCEU-PR)
- » AMERICAN CHAMBER OF COMMERCE FOR BRAZIL (AMCHAM BRAZIL)
- » BRAZILIAN BUSINESS COUNCIL FOR SUSTAINABLE DEVELOPMENT L (CEBDS)
- » CORPORATE CITIZENSHIP COUNCIL OF PARANÁ (FIEP)
- » SOCIAL AND CORPORATE RESPONSIBILITY COUNCIL OF PARANÁ - (FIEP)
- » ENDEAVOR PARANÁ
- » GROUP OF INSTITUTES, FOUNDATIONS AND COMPANIES (GIFE)
- » TECHNOLOGY AND STUDIES IN PERSONAL HYGIENE, PERFUMERY AND COSMETICS INSTITUTE
- » AKATU INSTITUTE
- » ETHOS INSTITUTE
- » JUNIOR ACHIEVEMENT
- » NATIONAL NETWORK FOR ALTERNATIVE METHODS (RENAMA)
- » BRAZILIAN ALTERNATIVE METHODS SOCIETY (SBMALT)
- » MOVEMENT WOMEN 360 ASSOCIATION (*ASSOCIAÇÃO MOVIMENTO MULHER 360*)

TO OBTAIN MORE DETAILS CONCERNING EACH INITIATIVE, REFER TO THE INFORMATION AVAILABLE AT THE BOTICÁRIO GROUP WEBSITE: WWW.GRUPOBOTICARIO.COM.BR

5. To whom the code applies

This Code applies to all staff members of companies of the Boticário Group (“Boticário Group”), allotted in Brazil or abroad, shareholders, members of the Board of Directors, and to all third parties who undertake formally to comply with and abide by this Code of Conduct.

The Boticário Group expects that the behaviors shown by partners, suppliers and service providers do not contradict, at any time and in any way, the guidelines of this Code of Conduct when they are within the premises of the Boticário Group, interacting with staff members of the Boticário Group or, furthermore, acting on behalf of the Boticário Group.

1. For the purposes of this Code, staff member means any employee, temporary worker, trainee, Young apprentice and statutory officer of the companies of Boticário Group.

6. Publication and updates

The updated and effective version of the Code of Conduct is published on the Awareline channel (www.compliancegrupoboticario.com.br). The Code of Conduct is reviewed periodically, therefore, you should always verify the channel on line to have access to the newest version.

7. Responsibility

A good work environment depends on the engagement of each one to take over the responsibility of doing what is ethic and correct.

IT IS EXPECTED FOR ALL TO PREVENT OR AVOID SITUATIONS THAT MIGHT DIRECTLY OR INDIRECTLY HARM COLLEAGUES, PARTNERS, AND/OR THE REPUTATION OF THE BOTICÁRIO GROUP.

Managers of the Boticário Group shall act as reference in compliance with the Code of Conduct and apply daily talks based on the guidelines of this Code. Moreover, managers are responsible for communicating, spreading and effectively demand from their teams compliance with the internal norms and guidelines of the Boticário Group.



8. NON-RETALIATION

It is everybody’s commitment to maintain at the Boticário Group a work environment where there is freedom for the clarification of doubts, registration of concerns and perception of irregularities. Retaliations of any kind shall not be tolerated.

9. COOPERATION AND CONFIDENTIALITY

Cooperation and confidentiality as provided by this Code are mandatory, whether you are a reporting party or a professional called to support the Awareline in the process of conduct management.

10. Code of Conduct General guidelines

10.1

RELATIONSHIP WITH STAFF MEMBERS

“We value people and relationships” and “we are honest” are two of the four values of the **Boticário Group** and are the basis of our way of being and our way of working. Our results shall always be ruled by a healthy relationship between all staff members, and by our honest and correct way of doing business. In the

same way, collaboration and responsibility are among the competencies of the **Boticário Group**. Cooperation and teamwork are strong allies of the **Boticário Group** culture and they reinforce the concern with a healthy and harmonious work environment.

Relationship with staff members is friendly, based on respect and equality of rights. It is the duty of all to care for this environment and the leader shall be the role model.



HUMAN RIGHTS AT WORK



INTERNAL RELATIONSHIP



ABUSE OF POWER AND HARASSMENT



PROTECTION AND USE OF THE ASSETS AND PHYSICAL RESOURCES OF THE **BOTICÁRIO GROUP**

10.1.1

The **Boticário Group** understands that, to be productive and at the same time attractive, the work environment should foster respectful relationships between people. For this purpose, it promotes respect to individual freedom and fair treatment to its staff members and partners.

THE BOTICÁRIO GROUP BELIEVES IN THE BEAUTY OF RELATIONSHIPS, VALUES AND RESPECTS DIVERSITY, AND REJECTS DISCRIMINATORY PRACTICES.

10.1.2

Staff members are encouraged to go beyond expectations, and their performance contributes to an innovative environment, reflected by differentiated products and services. Please remember: innovation is one of the competencies required by the **Boticário Group**.

Managers are directed, during the coexistence between the work teams, to foster the professional development of all hierarchical levels, aiming at the excellence of activities and clarity of objectives.

The **Boticário Group** informs relevant facts to its internal audience before disclosure to the market. This practice strengthens transparency in the relationship of the Group with its staff members.

10.1.3

Promoting people and relationships is one of the values of the **Boticário Group**. Abusive behaviors that might be interpreted as moral harassment, sexual harassment or any abuse of power shall not be tolerated.

Everybody shall be treated with respect and dignity. Physical or oral behavior humiliating others, interfering in functional performance or creating an intimidating, abusive, hostile and offensive work environment shall not be accepted.



TIP: SITUATIONS CONTRARY TO THE GUIDELINES OF THIS CODE SHALL BE TREATED

PRIMARILY WITH YOUR MANAGER. YOU MAY ALSO GO TO THE HUMAN RESOURCES REPRESENTATIVE OF YOUR AREA, BUT IF YOU PREFER, REPORT THE SITUATION USING ONE OF THE AWARELINE CHANNELS.

10.1.4

The **Boticário Group** invests in an adequate infrastructure, whether regarding furniture or equipment. These assets shall be used for professional purposes on behalf of the **Boticário Group**.

All staff members are responsible to care for the assets of the **Boticário Group** when using them, being diligent so that the property, like for example: financial assets, vehicles, cab service, office supplies, equipment, computers, networks, software, phone and Internet services, does not suffer depreciation or misuse.

CARE FOR THE ASSETS OF THE BOTICÁRIO GROUP AS IF THEY WERE YOUR OWN

In addition to the responsibility of each staff member, the manager has a fundamental role in guiding his team to this effect.



SALE OF PRODUCTS WITHIN THE PREMISES OF THE BOTICÁRIO GROUP

10.1.5

Sale of products within the premises of the **Boticário Group** is allowed, provided it does not affect the progress of work, that the products are not of irregular origin and/or that they do not conflict with the business, interests and activities of the **Boticário Group**.



USE OF TECHNOLOGICAL TOOLS

10.1.6

It is expressly forbidden to use the corporate email in disagreement with the Information Security Policy.

TECHNOLOGICAL TOOLS SHALL BE USED, FOR WHATEVER PURPOSE, ALWAYS WITHIN THE LIMITS OF THE LAW, OF GOOD FAITH AND OF GOOD MORALS, AND THEY MAY NOT BE EMPLOYED FOR ANY PRACTICE CONTRARY TO THE VALUES AND INTERNAL GUIDELINES OF THE **BOTICÁRIO GROUP**.



BEHAVIOR AND CLOTHING

10.1.7

The **Boticário Group** values variety of styles and understands that clothes and accessories are the expression of preferences and personalities. However, it expects its staff members to use clothes suitable to the working environment and corporate events.

Knowing how to choose garments correctly inspires professionalism and respect for colleagues, managers and partners. Dressing appropriately does not mean waiving individual style, but the suitable use of clothes and accessories promotes self-confidence and improves self-esteem, having a positive influence on the performance of activities within the work environment.

AVOID EXAGGERATIONS, SO THAT THE CLOTHING DOES NOT SUPERIMPOSE ITSELF OVER PROFESSIONALISM, BECAUSE THE IMAGE OF THE BOTICÁRIO GROUP IS ALSO THE SUM OF THE IMAGE OF EACH ONE OF US!

In the areas and activities where using a uniform is mandatory, the uniforms shall be used pursuant to internal directions and applicable safety rules.



OCCUPATIONAL HEALTH AND SAFETY

10.1.8

Health, quality of life and safety of all staff members and partners are extremely valuable to the **Boticário Group**. In this way, care for safety processes and procedures is mandatory. We request attention concerning the use of uniforms and individual safety equipment required for daily activities. As an additional precaution, it is expected for the staff member to inform to his/her manager any situation threatening the physical integrity of people within the premises of the **Boticário Group**.

USE OF ALCOHOL, DRUGS, WEAPON POSSESSION AND VIOLENCE AT WORK:

The **Boticário Group** fosters the physical, intellectual and social balance of its staff members and encourages the adoption and maintenance of healthy habits for the well-being and safety of all.



ALCOHOL: It is forbidden to enter and/or to remain in the work environment or in any other activity related to the **Boticário Group** while under the effect of alcoholic beverages. The consumption of such beverages, internally, is restricted to celebrations authorized by the responsible member of the Board, always with moderation and in such a way as not to impair the activities performed nor to influence any kind of behavior that might contradict the guidelines of this Code. However, if the staff member is going to drive a vehicle, he/she shall not drink any alcoholic beverages, as provided by applicable legislation.

DRUGS: The consumption, possession, entrance with and/or permanence within the premises or in activities related to the **Boticário Group** under the effect of any kind of illicit drug is forbidden.

POSSESSION OF WEAPONS: Possessing or keeping any kind of weapon within the premises or in the activities related to the **Boticário Group** is forbidden. Service providers who eventually use weapons as work tools shall be duly authorized, identified and technically qualified for this purpose.

VIOLENCE: Any kind of violence, whether physical or oral, is forbidden.



AFFECTIVE RELATIONSHIP AND FAMILY RELATIONSHIP BETWEEN STAFF MEMBERS

10.1.9

In the work environment, professional relationships may coexist with affective relationships. However, intimate and private issues shall not interfere in the work routine, either as discussions or by publicly showing affection. The **Boticário Group** is not against affective relationships or family relationship between staff members, provided there are no conflicts of interest as provided by this Code or by the internal guidelines of the **Boticário Group**.



CONFLICTS OF INTEREST

10.1.10

A real or potential conflict of interest occurs when the position occupied by a staff member (i) may benefit directly or indirectly private interests opposing the interests of the **Boticário Group**, or (ii) may cause damages or losses to the **Boticário Group**.

Staff members may not use their link with the **Boticário Group** to achieve undue advantages for themselves or to benefit unduly other businesses or persons. They should even avoid situations of apparent conflict of interest, that might cause others to doubt their sense of integrity.

A conflict of interests may arise, for example, when a certain staff member deals with relatives or close friends. The same applies if the staff member has relatives or friends working for suppliers or even if he/she is involved in the selection procedure for potential suppliers and/or staff members with whom he/she has a personal relationship.

Staff members should also not perform external activities that (i) involve information or knowledge of the **Boticário Group** that should not be disclosed, (ii) have interests that conflict with the business of the **Boticário Group**.

INFORM, VIA THE AWARELINE CHANNEL, SITUATIONS IN WHICH YOU APPEAR TO BE INVOLVED IN A CONFLICT OF INTERESTS. IF YOU HAVE ANY DOUBTS, SEND AN EMAIL TO compliance@grupoboticario.com.br, AND YOU WILL BE INSTRUCTED AS TO THE BEST WAY TO BEHAVE.



INTELLECTUAL PROPERTY

10.1.11

Intellectual property is one of our most valuable assets. Therefore, all brands, innovations, improvements, processes or products, projects or models, techniques, commercial secrets, logos, design, diagrams, financial, commercial or market information, ideas, know-how, formulations, business processes, researches or any other activity with non-material features developed for the **Boticário Group**, whether by its staff members or by third parties hired by the Group, are the sole property of the **Boticário Group** and shall be protected.



ATTITUDE BEFORE THE MEDIA, PRESS AND PUBLIC PRESENTATIONS

10.1.12

The **Boticário Group** has continuous presence in the local press, in a spontaneous manner and free from any exchange of favors. The relationship with the press is managed by the internal communication team, which defines and/or authorizes disclosures, always considering the strategy of the **Boticário Group**.

DO NOT PROVIDE ANY INFORMATION ABOUT THE BOTICÁRIO GROUP IF JOURNALISTS OR PRESS PROFESSIONALS CONTACT YOU. NO STAFF MEMBER IS AUTHORIZED TO TRANSMIT INFORMATION WITHOUT PREVIOUS CONSENT FROM THE COMMUNICATION AREA OF YOUR BUSINESS UNIT OR FROM THE CORPORATE COMMUNICATION DEPARTMENT.

When being invited to give lectures, provide information for academic papers or write articles on the **Boticário Group**, it is important that the staff member request prior consent from his/her manager and that they jointly define what may be disclosed without impairing confidentiality standards or causing losses. Doubts should be shared with the corresponding communication area which, eventually, will help with information that may add to the paper or to the lecture of the staff member and that are not harmful to the **Boticário Group**.



PRIVILEGED INFORMATION AND SOCIAL INTERACTIONS

10.1.13

In certain work routines, it is natural that the staff member has access to privileged/confidential information concerning business strategies of the **Boticário Group**, for example:

FORMULAE OF PRODUCTS AND OPERATIONAL METHODS, SIGNIFICANT CHANGES IN THE BOTICÁRIO GROUP, DATA REGARDING EMPLOYEES AND SUPPLIERS, BUSINESS MODELS, ETC.

This information should remain confidential, it may not be disclosed under any excuse nor used by the staff member to obtain any kind of advantage or personal benefit, even after the staff member ceases to work at the **Boticário Group**.

Any information concerning the **Boticário Group** which, if disclosed, might help the competition, infringe the privacy of staff members, franchise owners, partners and clients or that might damage the **Boticário Group**, should be treated as confidential.

In order to ensure the safety of such information, the **Boticário Group** recommends special measures:

1. AT PUBLIC LOCATIONS:

» In restaurants, classrooms, taxis and events, the care with what you say should be doubled. The guideline is to talk about business only when necessary, and always with neutrality and discretion.

» Being places with large concentrations of people, many of them on business trips, airports require special attention. Usage of computers in waiting rooms and on board airplanes shall be made with due attention to prevent theft and exposure of strategic/confidential information.

WHEN SPEAKING ON THE PHONE, RESPECT THE CONFIDENTIALITY OF THE INFORMATION AND ADOPT A DISCREET TONE OF VOICE, AFTER ALL, YOU ARE REPRESENTING THE INTERESTS OF THE BOTICÁRIO GROUP.

2. AT BOTICÁRIO GROUP:

» It is necessary to pay attention to the circulation of confidential emails and documents, not leaving them open on the desk or on the computer screen and to certify that they will arrive to the addressee without detours.

» Passwords and other access codes to internal systems are individual and non-transferable.

YOU ARE RESPONSIBLE FOR YOUR PASSWORD. THE BOTICÁRIO GROUP DOES NOT ALLOW THE SHARING OF PASSWORDS AND CONSIDERS ITS OWNER FULLY LIABLE FOR ITS USE, PURSUANT TO THE INFORMATION SECURITY POLICY.

» The staff member working with printed confidential information shall keep it in a locked drawer when leaving his/her desk.

» Staff members approached directly for conversations with consulting services concerning perception of the industry and of competitors are instructed not to participate in this kind of conversation. This guideline is justified in view of the protection of business data and information of the **Boticário Group**.

» Any event jeopardizing the security of information shall be informed to the Information Security area responsible for the assessment of the Information Security Policy.

3. INTERNET AND SOCIAL NETWORKS:

The **Boticário Group** cherishes the ethic, safe and legal use of the new communication and interaction technologies, including the so-called social networks, such as Instagram, Facebook, LinkedIn and Snapchat.

It is commendable that everybody should have an appropriate attitude when using these social channels. When participating in virtual communities or discussion forums involving commercial names or brands of the **Boticário Group**, the staff member shall request previous consent from his/her manager and comply fully with the Information Security Policy. Furthermore, the **Boticário Group** rejects social networks being used by staff members to issue insults, or practice actions that are illicit, unethical or against the conduct suggested herein.

In case of doubt, refer to the Information Security Policy.



ACCOUNTING INFORMATION

10.1.14

Accounting information of the **Boticário Group** complies with legal requirements and with the best practices, including the contracting of reputable external audits to ensure the reliability of its internal controls.



APPROPRIATION OF ASSETS

10.1.15

The **Boticário Group** does not tolerate undue appropriation of its assets or of the property of any person. During campaigns, events, exhibitions and similar events, the acquis composing the environments may not be appropriated. The same guideline applies to the products being developed or even to those being tested.

10.1.16 REWARDS, GIFTS, INVITATIONS AND HOSPITALITY

Rewards, gifts, invitations and hospitality offered to staff members of the **Boticário Group** deserve special attention, because they may denote potential advantages in detriment of the interests of **Boticário Group**.



REWARDS AND GIFTS:

RECEIPT:

» The **Boticário Group** does not forbid its staff members to receive rewards and gifts, provided they are occasional and that the value is limited to BRL400.00 (four hundred reais). It should be emphasized that the amount is just a guideline, because rewards and gifts shall never be received in the event of conflict of interests or to define the conduct of the staff member receiving the item.

» If the value of the reward or gift exceeds the amount established by the **Boticário Group** or characterizes a conflict of interests, the staff member should refuse it. If it is not possible to refuse the reward or gift, whether for cultural

issues or on account of the logistics to return it, consult the Compliance area, that will define the best solution.

» It is forbidden to receive any amount in cash.

OFFERING:

Offering of rewards and gifts by the **Boticário Group** and its staff members to their network of relationships shall be equally limited to BRL 400.00 (four hundred reais).

When dealing with public agents, offering of rewards, gifts and hospitality shall be avoided and, in exceptional cases, the Compliance area shall be previously consulted: compliance@grupoboticario.com.br



INVITATIONS AND HOSPITALITY:

Hospitality, invitations for events, courses and similar offers shall be received pursuant to high ethic and integrity standards. They may not be tied to achievement of undue personal gains, reward for the conclusion of a business or exchange of advantages or benefits, either implicitly or explicitly.

INVITATIONS TO GIVE LECTURES AND PARTICIPATE IN EVENTS MAY BE ACCEPTED PROVIDED TRAVEL TICKET AND ACCOMMODATION ARE

NOT INCLUDED, AND ONLY BY AUTHORIZATION OF THE EXECUTIVE OFFICER. THE EXECUTIVE OFFICER MAY AS WELL CHOOSE WHO WILL REPRESENT THE BOTICÁRIO GROUP AT THE EVENT.

Concerning invitations for meals, they may be accepted provided this occurs in the context of a business discussion that is relevant for the company, and it is necessary that the involved persons are directly connected to the theme. Moreover, a colleague or a manager should rather accompany the invited staff member.

GENERAL INSTRUCTIONS RELATED TO REWARDS, GIFTS, INVITATIONS AND HOSPITALITIES:

No kind of gift, invitation or hospitality should be frequently accepted by staff members in such a way that it might seem an undue advantage.

The staff member shall always talk to his executive officer about the received offer and it is up to the executive officer to authorize or not acceptance, assessing the general conditions of the invitation. If any doubt about the possibility of receipt remains, the Compliance area shall be activated.

It is important for suppliers and commercial partners to know the limits of the **Boticário Group** for the receipt of rewards and gifts, and the manager shall inform and strengthen the parameters in his teams.

EVERY STAFF MEMBER RECEIVING A REWARD, GIFT OR HOSPITALITY, EVEN WITHIN THE PARAMETER ESTABLISHED IN THIS CONDUCT CODE, SHALL INFORM THE RECEIPT BY THE CHANNEL OF THE AWARELINE *.

*Receipt of rewards of symbolic value need not be reported. For example: pencil, appointment book, calendar, keyring.



SALE OF PRODUCTS TO STAFF MEMBERS

10.1.17

The products sold by the **Boticário Group** may be purchased at the **Boticário Group** Association by the associated staff members, and it is forbidden to buy these products in order to resell them with profit.

POLITICAL PARTICIPATION IN CLASS ENTITIES AND THE LIKE

10.1.18

The **Boticário Group** respects political plurality and believes that political debate is healthy, to the extent in which it promotes democracy and diversity of ideas. The **Boticário Group** also acknowledged that the option for a political party is individual and, for this reason, holds a neutral position during political election periods and stimulates the same impartiality among the staff members in the work environment. For this reason, distribution of political party material in the premises of the **Boticário Group** is not permitted.

On the other hand, the **Boticário Group** is aware that every Brazilian citizen is entitled to stand for political office and respects this decision when taken by a staff member, provided his/her nomination does not interfere in his/her professional responsibilities.

If the staff member occupies positions or participates in any way in external entities without relation to his/her activities at the **Boticário Group**, he/she shall inform his/her manager in writing, for the assessment of possible conflicts of interest or of competition with the working hours at the **Boticário Group**.

Staff members participating as representatives of the **Boticário Group** in directive committees of class entities and the like, having representativeness on the market where the **Boticário Group** is active, shall be appointed by the Chief Executive Officer or by the Deputy Chief Executive Officer.



10.2

OUR WAY OF CONDUCTING BUSINESS

The **Boticário Group** acknowledges the importance of each of its staff members and requires them to be responsible in the conduction of their business. Engagement of each of them is a prerequisite for the success of the business, and the conduct applied at work shall be free of any act representing indifference concerning the interests of the **Boticário Group**. The correct performance of procedures and accuracy in the notes and information offered within the context of work should be sought. Staff members in leadership positions are required to treat the staff they lead with equality, to foster development and sharing of ideas, as well as being liable for the results produced under his/her supervision. We understand that in this way we may keep our passion for challenges and our commitment with results, without losing our integrity, that always conducted the business of the **Boticário Group**.



WE AND OUR COMMERCIAL PARTNERS

10.2.1

The products of the **Boticário Group** reach consumers over its several sales channels and are taken to all regions of Brazil and also to other countries. The relationship of the **Boticário Group** with the commercial partners exceeds the basic notion of commercial relations and is based on concrete expectations of the commercial partners identified by them. This relation is directed by respect, professionalism, participation and transparency.

There are cases when potential commercial partners send samples of their products and services to be analyzed by the areas interested in hiring them. Situations like this shall be handled with total transparency, because they may seem conflict of interests. It is important to assess each case, taking it to the executive officer in charge and involving the Compliance area, if required.

WE AND THE CONSUMERS

10.2.2

We work to satisfy, conquer and always have the preference of our consumers.

The investments of the **Boticário Group**, together with the passion of its staff members, permit to create and produce innovative and high-quality products, focusing on making life more beautiful in its colors. The **Boticário Group** makes all efforts to deliver products and services that go beyond the expectations of consumers. All this, allied to the unceasing search to transform every contact into a unique experience by means of the beauty made by the Group.

WE AND THE SUPPLIERS

10.2.3

To transform plans into actions and results, the **Boticário Group** counts with the partnership of several suppliers. Selection of these partners is strict, without any kind of benefit, and it is based on the best cost-benefit relation for the **Boticário Group**, its clients and consumers. Any kind of negotiation to hire a professional from the companies with which the **Boticário Group** has commercial relations shall occur by means of a dialogue supported by trust and transparency.

WE AND THE CLASS CATEGORIES

10.2.4

O **Grupo Boticário** respeita a livre associação, reconhece as entidades sindicais pertinentes como representantes legais dos colaboradores e busca o diálogo constante sobre os temas de natureza trabalhista ou sindical.

WE AND THE GOVERNMENTAL BODIES

10.2.5

The **Boticário Group** complies with all effective laws in Brazil and in the countries where it is active and supports open and constructive dialogue that may promote improvements within the government. During inspections of any kind, staff members responsible for providing the requested information are directed to act in compliance with the effective legislation. Attention given to this theme becomes evident by our firm ethical attitude, suppressing the grant of any advantage or privilege to public agents.

Pursuant to Act No. 12,846, of August 1st, 2013, it is expressly forbidden: (a) to promise, offer or give, directly or indirectly, undue advantage to a public agent, or to a third party related to this agent; (b) financing, funding, sponsoring or in any way subsidizing the practice of illicit acts; (c) using a natural person or legal entity as intermediary to hide or disguise the real interests or the identity of the beneficiaries of the acts being practiced; or (d) incurring in irregularity in a bidding procedure; (e) hindering investigation or supervision activity of public bodies, entities or agents, or intervening in their action, including within the range of regulatory agencies and of supervision bodies of the national financial system.



WE AND THE COMPETITORS

10.2.6

The **Boticário Group** respects other companies acting in the cosmetics and beauty product market and ensures healthy competition, free from espionage or other practices not backed by loyal and legal methods.



WE AND SOCIETY

10.2.7

The relation of the **Boticário Group** with society goes beyond the products and services available at the shops. The **Boticário Group** develops projects and maintains sponsoring programs and institutional visits with the purpose of developing closer relationships with different audiences. Since 2010, the **Boticário Group** began to disclose in a detailed and transparent manner the outcome of its initiatives by means of the Sustainability Report, developed in compliance with the guidelines of the Global Reporting Initiative (GRI).



WE AND THE ENVIRONMENT

10.2.8

The beauty disseminated by the **Boticário Group** is also in the way the Group relates with the environment, contributing to a more beautiful world. The **Boticário Group** supports preservation of the environment with practices that are not limited to the compliance with the environmental laws. The **Boticário Group** strengthens a culture of respect for the natural heritage that is shared with the members of the staff, as well as encouraged among consumers, business partners and suppliers.

At the premises of the **Boticário Group**, all activities are regularly monitored with the purpose of using the resources efficiently and diminishing or eliminating waste and impacts to the environment. The **Boticário Group** does perform tests on animals with the products that it develops, and it has several other initiatives to integrate sustainability into its business strategy.

To this effect, the **Boticário Group** is a natural reference in preservation of the environment and creation of the **Boticário Group** Nature Protection Foundation is the best example of its contribution to leave the diversity and richness of the natural heritage as a legacy for the future generations.

11. Management of the Conduct Code

The **Boticário Group** acknowledges that Compliance is important for business. Good practices related to integrity always were an internal reality.

To reinforce even more this position, in 2015 the Compliance Area was created within the **Boticário Group**, being responsible for the implementation of a Compliance Program structured on three pillars: preventing, detecting and answering.

The conduct management procedure has an essential role within the Compliance Program. Communication and education actions have the function of preventing deviations of conduct; the channel of the Awareline is important to the extent that it detects situations in disagreement with this Code, and, finally, the answer is materialized when there is evidence of any undue conduct, and disciplinary sanctions are applied.

Disciplinary sanctions related to non-compliance with the **Conduct Code** may include warning, suspension or dismissal. These sanctions are applied pursuant to the legislation and after the analysis of the report is concluded and if the undue conduct is verified. It is possible as well that the solution might be a simple guidance, correction of a certain process or an education action.

The **Boticário Group** has, furthermore, several internal policies containing guidelines to be followed by its staff members. Such documents are available for consultation and non-compliance with them may also characterize a conduct deviation.

SECRECY AND IMPARTIALITY ARE PREREQUISITES OF THE CONDUCT MANAGEMENT PROCESS.

It is recommended that, whenever cases of non-compliance with this Code, with the applicable legislation and with good morals are identified, they should be reported to the Awareline Channel to receive appropriate treatment. The solution and the measures are under the responsibility of the Compliance Area and of the Conduct Committee, which reports to the Risks and Audit Committee.

The Awareline channel is an independent channel, that warrants secrecy, preservation of the identity of the person making the report and forwarding of the received information over one of the following contact channels:

OUVIDORIAGRUPOBOTICARIO.COM.BR
0800 706 2000

The Awareline channel can receive reports 24 hours per day, seven days per week. Besides this, reports are made in a secure way, and they may anonymous. A specialized and external structure allows to receive all communications.

Term of Commitment with the Conduct Code

This Code will be a true instrument for the guidance of conduct only with the commitment of every staff member. Sign the term below and deliver it as instructed by Human Resources, as acknowledgement and commitment with our way of being and our way of acting.

TERM OF COMMITMENT WITH THE CONDUCT CODE OF THE BOTICÁRIO GROUP

I declare that I acknowledge, in the terms of the **Conduct Code** of the **Boticário Group**, that the main guidelines and conduct principles established by the **Boticário Group**, and that I am aware of the importance of practicing and applying integrally the rules therein contained.

My acceptance of this term is an expression of my free agreement.

NAME
REGISTRATION NUMBER
COMPANY
PLACE AND DATE
SIGNATURE

