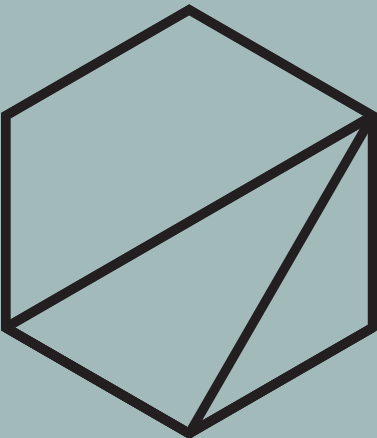
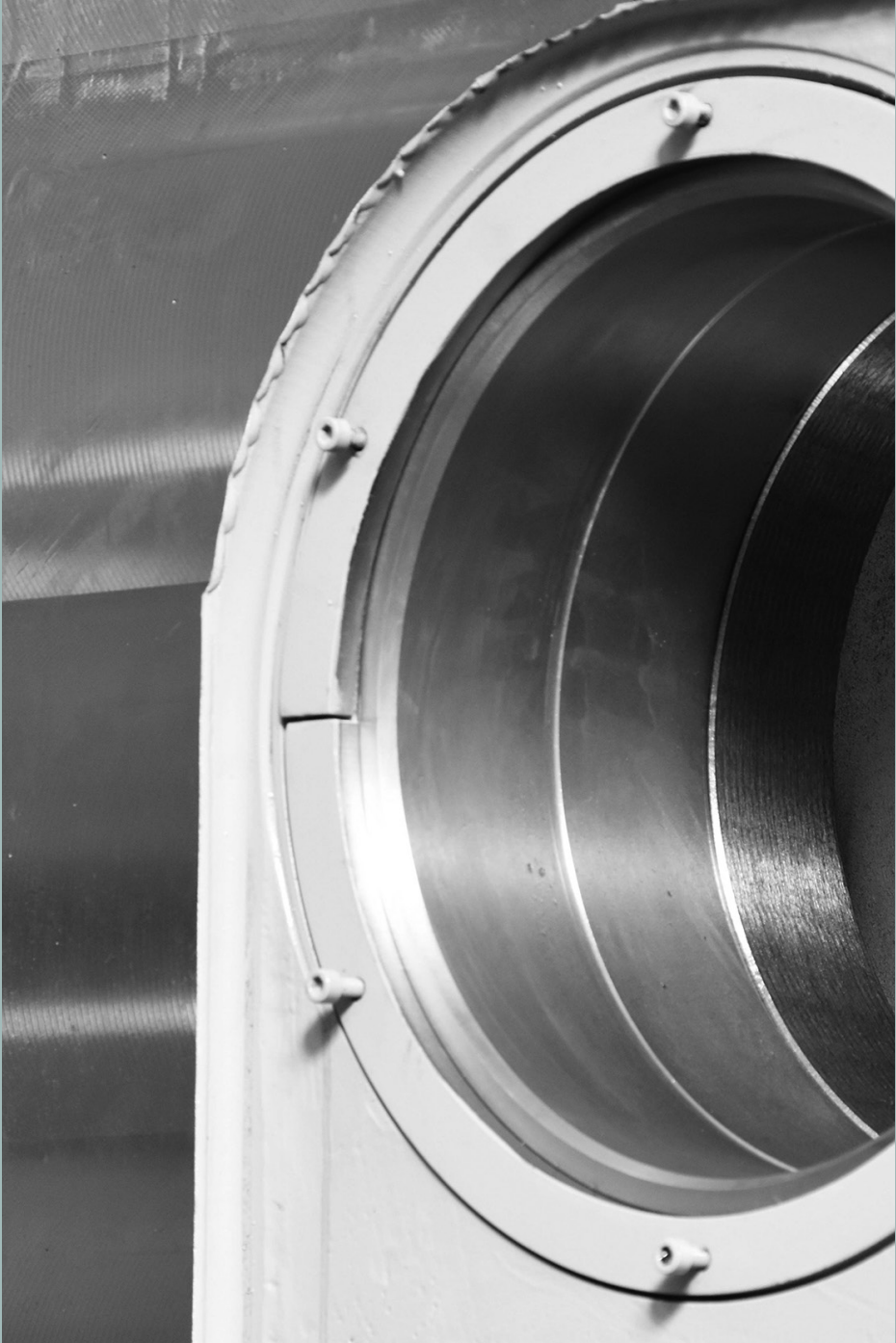


ANTICORRUPTION POLICY





1. Table of Contents

1. OBJECT	4
2. SCOPE	4
3. GENERAL RULES	4
4. FIGHT AGAINST CORRUPTION OR RELATED CRIMES	5
5. UNLAWFUL PAYMENTS	6
6. BUSINESS COURTESIES	7
7. CHARITABLE CONTRIBUTIONS	8
8. SPONSORSHIPS	9
9. RECORD KEEPING	9
10. WHISTLEBLOWING	10
11. TRAINING	10
12. DISCLOSURE	10
13. VIOLATION	11
14. REVISION	11
15. FINAL DISPOSITIONS	11

1.

Object

The present Policy seeks to list the internal rules and procedures complementary to our Code of Conduct with regard to the prevention and the fight against corruption or related crimes.

2.

Scope

1. The dispositions in the present Policy are not only applied to Members of our companies, but also to agents, consultants, representatives, business partners, any person or persons representing Schmidt Light Metal Group companies or acting on their behalf, or third parties related to Schmidt Light Metal Group companies.
2. This Policy is applicable to all members of Schmidt Light Metal Group, which is composed of Schmidt Light Metal, Fundação Injectada, Lda. (“SLM”), DMM – Desenvolvimento, Maquinagem e Montagem, Lda. (“DMM”), AutoConceptus – Projectos de Engenharia, Lda. (“ATC”) and ODIBIL – Oliveira de Azeméis Imobiliária, Lda. (“ODB”).
3. Members are the persons within the board and supervisory bodies, directors, employees or any other persons who, regardless of their contracts, work at any of Schmidt Light Metal Group’s companies.
4. Members and Schmidt Light Metal Group business partners shall fully comply with the rules and principles referred to herein, regardless of where they are or where they work.

3.

General rules

1. In the performance of their duties, all Members must comply with local and international laws and regulations applicable to the fight against corruption or related crimes.
2. The enforcement of the present Policy does not impede or exempt the enforcement of any applicable laws or other regulations regarding the fight against corruption or related crimes. In case such laws and regulations contradict the present Policy, the former shall prevail.

4.

Fight against Corruption or Related Crimes

1. The following behaviours are strictly prohibited:

- a) Offer or promise to offer any undue material or intangible advantage, directly or indirectly, to a Public Officer, in exchange for an action or omission related to their duties;
- b) Offer or promise to offer any undue material or intangible advantage, directly or indirectly, to a Public Officer in the exercise of their duties or on account of such duties, or to a third party – with the knowledge of the Public Officer –, except if such offer or promise is referred to in the law or permitted by the present Policy;
- c) Offer or promise to offer any undue material or intangible advantage, directly or indirectly, to an Officer working in the private sector, in exchange for an action or omission that may constitute a violation of their duties;
- d) Offer or promise to offer any undue material or intangible advantage, directly or indirectly, to any person, with the goal of exerting undue influence over a public entity.

2. Members of Schmidt Light Metal Group companies shall not solicit nor accept, directly or indirectly, any undue material or intangible advantages or promises of advantages in their own benefit or in that of a third party, in exchange for an action or omission in the performance of their duties.

3. Attempting the practice of any of the aforementioned behaviours is prohibited.

4. For the purposes of enforcing the present Policy, the following are defined as:

- a) Public Officer: any person in political office, in civil service or in public administration, any arbitrator, jury or expert who, provisionally or temporarily, paid or unpaid, voluntarily or mandatorily, (i) has worked or taken part in civil service, in an administrative role or in a jurisdictional function; (ii) who, in similar circumstances, has worked in public utilities; (iii) who is a member of a management or supervisory body in public undertakings, nationalised or state-owned companies, companies with a majority public capital holding or public service concession holders, regardless of where they work; or lastly, (iv) any person in similar positions, in accordance with the law;

- b) Officer in the Private Sector: any person working under an employment contract, working as a service provider or under any other status, including board member or supervisor, who is serving an entity within the private sector (legal person governed by private law, civil society or a *de facto* association), even in provisionally or temporarily, paid or unpaid;
- c) Material or intangible advantage: any undue sum, quantifiable or not, that objectively benefits the situation of a given recipient; common advantages are namely delivering a sum in cash, supplying goods or services, conceding discounts, liquidating debt, or enhancing the social or professional reputation of a beneficiary by providing favourable opinions, by giving honours or titles, or by not pursuing civil or criminal action against them.

5.

Unlawful payments

1. One must not make any payments, namely to accelerate legitimate or illegitimate governmental proceedings that a Public Officer may be compelled to execute in accord with the law or under contractual terms («Facilitation payments»), except when such payments correspond to fares, levies or other expenses mentioned in the law of the country where payment has been made.
2. Admissible payments such as those indicated in the previous paragraph shall preferably be carried out by any means other than cash.
3. Admissible payments under number 1 should be duly recorded and kept in a payments file, together with the corresponding permission and a detailed identification of the person to whom payment has been handed.
4. It is also prohibited to make donations or political contributions in cash or in kind on behalf of any Schmidt Light Metal Group company, or in a way that appears to be carried out on behalf of a Schmidt Light Metal Group company.
5. No cash payments above € 3,000 are allowed.

6.

Business courtesies

1. In the scope of business relations between Schmidt Light Metal Group companies and their clients or potential clients, any offers, promises or solicitations of business courtesies are subject to rules and provisions referred to herein.
2. Courtesies include, but are not limited to:
 - a) Gifts;
 - b) Promotional materials;
 - c) Meals, entertainment, recreation or other courtesies;
 - d) Tickets to sports events, cultural events or others;
 - e) Products or services for free or on discounts;
 - f) Loans;
 - g) Medical assistance.
3. Offering business courtesies is only admissible when:
 - a) they are related to a legitimate business purpose;
 - b) they are not unreasonable or susceptible of causing distortion of competition or financial losses to third parties;
 - c) payments correspond to a customary tradition in the country where payment was made, whose value is adequate to such habits and traditions;
 - d) payments are not meant for the practice of any unlawful actions or omissions; and
 - e) they seek to strengthen business relations and/or foster the brand image of the company and/or comply with a contractual obligation, among others.
4. Expenses with business courtesies must not be made in a way that the beneficiary is compelled to give any business advantage or otherwise to any Schmidt Light Metal Group company. Likewise, beneficiaries shall not compromise their independence.
5. To enforce proceedings referred to in number 3 of the present article, one must consider the actual business courtesy or any other valuable asset, the identities of provider and beneficiary, as well as the circumstances behind the offer.
6. In situations disregarded by number 3 of the present article, the offer of business courtesies or other valuable assets is always subject to approval from the Board.

7.

Charitable contributions

1. Charitable contributions within the scope of Schmidt Light Metal Group's social responsibilities are allowed, as long as previously approved and foreseen in the Group's budget.
2. Contributions as mentioned in number 1 of the present article can only be given to:
 - a) Private social solidarity institutions or equivalent legal persons;
 - b) Non-profit public utilities¹ pursuing charitable work, assistance, beneficence and social solidarity, or social welfare associations;
 - c) Non-governmental organisations whose aim is to promote citizenship, the defence of human rights, rights of women and gender equality, in accordance with applicable laws;
 - d) Non-governmental organisations for development;
 - e) Other institutions promoting humanitarian aid initiatives as a follow-up of natural disasters or other international calamities, as acknowledged by the Portuguese government by joint order from the Finance Minister and the Foreign Affairs Minister; and
 - f) Any other entities equivalent to the aforementioned institutions, in nature and aim.
3. Charitable contributions require approval from the Board.
4. The allocation of charitable contributions by any Schmidt Light Metal Group company must not be conditioned by the possibility of obtaining or maintaining business; it must not be susceptible of causing distortion of competition or financial losses to third parties.
5. The allocation of charitable contributions by any Schmidt Light Metal Group company must not be done in a way that the beneficiary is compelled to allocate any business advantage or otherwise to any Schmidt Light Metal Group company. Likewise, beneficiaries shall not compromise their independence.
6. Charitable contributions records must be duly kept in a contributions file, together with the corresponding invoice/receipt and a copy of the approval from the Board.
7. For the implementation of the present Policy, charitable contributions are considered cash or in-kind donations allocated to entities pursuing charitable work, environmental work, or related to sports and education, as mentioned in number 2 of the present article.

¹ NT Non-profit public utilities are acknowledged by Portuguese law as "legal persons in the public administrative interest".

8.**Sponsorships**

1. Sponsorships granted by any Schmidt Light Metal Group company are only admissible when previously budgeted and approved, and when a written sponsorship contract is executed, after which it must be recorded and duly kept in a sponsorships file.
2. Celebrating sponsorship contracts among any of Schmidt Light Metal Group's companies is always subject to approval from the Board.
3. While celebrating sponsorship contracts, every Schmidt Light Metal Group's company shall privilege the allocation of sponsorships to institutions in accord with company's internal or social policy. Sponsorship contracts shall always provide for specific clauses to fight corruption.
4. Allocating sponsorships on the part of any of Schmidt Light Metal Group's companies must not be conditioned by the possibility of obtaining or of maintaining business; it must not be susceptible of causing distortion of competition or financial losses to third parties.
5. The allocation of sponsorships by any Schmidt Light Metal Group company must not be done in a way that the beneficiary is compelled to allocate any business advantage or otherwise to any Schmidt Light Metal Group company, besides that of promoting the company allocating the sponsorship and/or Schmidt Light Metal Group. Likewise, beneficiaries shall not compromise their independence.
6. For the implementation of the present Policy, Sponsorships are considered the amounts allocated with the aim of promoting any Schmidt Light Metal Group company, under the scope of cooperation protocols or sponsorship contracts celebrated between Schmidt Light Metal Group companies and event planning companies or others.

9.**Record keeping**

1. Accounting records of all Schmidt Light Metal Group companies comply with local and international accounting standards and accurately reflect the financial situation of the company and its accounts. In accord with the law, they are subject to supervision, audits and external revision.
2. Every payment made by any Schmidt Light Metal Group company, or on their behalf, is recorded in the books and records of the company in question, according to applicable accounting standards.

3. Payments made by any Schmidt Light Metal Group company, namely facilitation payments, business courtesies, social contributions, sponsorships or any equivalent expenses shall be recorded in the books and records of the company in question, in compliance with accounting standards. They shall be duly kept in a record file, together with the corresponding invoice/receipts and, if applicable, with the original request for permission, as well as with the permissions subsequently granted and duly signed.

10.

Whistleblowing

1. If Members become aware of a violation or suspect a potential violation of the rules described herein, of related company policies and/or proceedings, or of any legal provision, they shall immediately report the situation to Schmidt Light Metal Group's *Compliance* Department.
2. Violation reports as prescribed in the previous paragraph shall be submitted in written form to the *Compliance* Department and/or to the reporting channel mentioned in the Code of Ethics and Whistleblower Protection Policy. Confidentiality of the information is guaranteed, and so is the identity of whistleblower, if requested. No retaliations are permitted.

11.

Training

1. All companies at Schmidt Light Metal Group organise annual training sessions to ensure their Members are aware of the rules within the present Policy, and that they know when these are updated and disclosed. Training sessions also include information regarding legal provisions pursuant to the fight against corruption.
2. For new Members, Schmidt Light Metal Group companies organise and lecture all the necessary training sessions to ensure the full knowledge of the present Policy and its disclosure.
3. Members responsible for areas such as customer service and business promotion, canvassers and salespeople, and their respective directors, are entitled to yearly trainings regarding the fight against corruption.

12.

Disclosure

The present Policy and its updates shall be disclosed to all Members of Schmidt Light Metal Group companies and can be permanently consulted within Schmidt Light Metal Group's internal page.

13.**Violation**

Violation of any of the rules prescribed in the present Policy on the part of a Member of a Schmidt Light Metal Group company may substantiate a disciplinary offence or a breach of contractual obligations, without prejudice of the consequences explicitly prescribed by law. Therefore, the Schmidt Light Metal Group company in question may report the violation to the authorities, if applicable.

14.**Revision**

The present Policy **shall be** updated whenever necessary. Schmidt Light Metal Group's *Compliance* Department is responsible for submitting the corresponding proposal for approval from the Board.

15.**Final dispositions**

Any doubt or omission within the present Policy shall be resolved by the Board.

Date of entry into force

October 17 2018

Last revision in

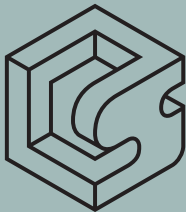
October 17 2018

Submitted by

P&C

Approved by

Board



Schmidt Light Metal Group