



**PROFERTIL S.A.  
CODE OF ETHICAL CONDUCT FOR  
THIRD PARTIES**

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## I. INTRODUCTION

Profertil S.A. (or “the company”) is committed to maintaining the highest standards of ethical and legal conduct in all its activities, and therefore its third parties personnel have the duty to adhere to the principles and values that arise from this Code.

Profertil S.A. has developed this "Code of Ethical Conduct for Third Parties" ("Third Party Code"), which is aligned with the Code of Ethical Conduct of Profertil S.A., which contains the values and principles that allow transparent business relationships to be maintained and expresses the Company's expectations regarding the ethical conduct of third parties within the framework of its contractual relationship with Profertil S.A.

## II. SCOPE

Our code for third parties sets forth Profertil’s principles and values applicable to our contractors, subcontractors, suppliers, associated persons, commercial intermediaries, non-commercial representatives, consultants, business partners or anyone providing services for or on behalf of the Company (jointly, “third parties”). Therefore, our third parties are responsible for ensuring that their employees, representatives, agents and subcontractors understand and comply with these principles.

The Code for Third Parties does not replace or alter contractual clauses, although it does supplement them.

## III. BASIC PRINCIPLES

Third parties must act in accordance with the values of Profertil S.A., which are stated below:

- **Ethics** We conduct our activities with transparency, integrity and honesty, acting consistently.
- **Respect** We promote mutual respect between people and responsible care for the environment and safety.
- **Engagement** We do our best to achieve the agreed objectives.
- **Professionalism** We perform our tasks applying the best knowledge and quality standards for each situation.

## IV. CONDUCT PRINCIPLES



## **1. Respect and equality**

- a) Profertil S.A. prohibits activities that could be interpreted as discriminatory practices in accordance with Section 1 of Act 23.592. Discriminatory acts are those determined or originated by reasons such as race, religion, nationality, ideology, political or union opinion, age, sex, economic position, social condition or physical characteristics, among others.
- b) Company members and Third Parties must interact cordially, with courtesy and respect, offering transparent and clear information, and within the expected time frame. Also, they should avoid foul language, speculation and derogatory comments from other people and companies in their communications.

## **2. Environment protection and safety**

- a. The company operates committed to environment preservation and respect. Therefore, processes and activities should be planned taking the necessary precautions to prevent and, where appropriate, minimize the eventual environmental impact and contribute to the conservation of natural resources.
- b. Likewise, the Third Parties must provide the necessary means and resources so that their activities are conducted in safe conditions, complying with all the applicable safety regulations and policies in order to guarantee the safety of all those involved.

## **3. Political contributions**

- a. Profertil S.A. respects and values the exercise of political rights and civic responsibilities. However, no Third Party may use funds or assets of the Company to make contributions to any political party, organization for political purposes or any person who holds a political office or is a candidate for political office, except as permitted by law and as previously authorized by the Company's Board of Directors.
- b. Third parties may not make donations in the name or interest of Profertil S.A.

#### **4. Money laundering prevention**

- a. In Profertil S.A. we take all the necessary measures to prevent asset laundering. Consequently, it is absolutely forbidden to conduct any activity that is contrary to domestic or foreign regulations regarding money laundering.
- b. Third parties should pay special attention to unusual transactions, to relationships of economic relevance, to verify that those with whom they interact are not on lists of individuals/companies observed for money laundering and/or terrorist financing offences, and to transactions conducted with high-risk or non-cooperative jurisdictions for the purposes of fiscal transparency.

#### **5. Anticorruption policy**

- a. At Profertil S.A., it is prohibited to pay, lend or disburse any sum of money, assets, or any type of gift, whatever its concept or denomination, for the purpose of influencing the decision of any public official (National, Provincial or Municipal). Profertil S.A. categorically rejects any act of corruption, whether public or private, whether by a member of the Company or by a Third Party.
- b. In particular, it is strictly forbidden to make, promise or offer any kind of undue payment to authorities, public officials or managers or employees belonging to public or private national or international companies or bodies, members of political parties or political candidates either directly or indirectly through agents, intermediaries, advisors or interposed persons, with the purpose of having the official do, delay or stop doing something related to his or her functions or with the purpose of securing improper advantages.
- c. Nor is it permitted to seek or obtain undue advantage from the exploitation of personal relationships with public authorities or officials, persons linked to them or any other private subject.

#### **6. Conflict of interests**

- a. There is a "conflict of interest" when the individual interests of the third parties interfere or come into conflict in some way (or even appear to interfere) with the interests of Profertil S.A..
- b. The Third Parties must avoid any activity that creates a conflict of interest and in the event of a potential conflict, the Third Party must communicate the situation to Profertil S.A. to assess the best solution possible.

## **7. Gifts**

- a. Third Parties may not offer or give to any Member of the Company or any member of his or her family or close relative any sum of money, business gifts or other property or assets when these are paid or given to obtain benefits, facilitate business or secure special concessions for and/or with the Company from any natural or legal person.
- b. Third Parties may not offer or give any Member of the Company any gifts or entertainment during any bidding and/or tendering process.
- c. The Third Parties may only offer, on an exceptional basis, those gifts that do not exceed the value of U\$S 100 (one hundred U.S. dollars) or its equivalent in local currency, provided that they correspond to normal and customary commercial practices or signs of courtesy, generally accepted.
- d. Invitations to events, conferences, conventions, commercial presentations or technical courses that are financed by third parties must be previously authorized by the Ethics Committee.
- e. The receipt or delivery of gifts by a member of the Company of a higher value than that referred to may be exceptionally authorized by the Compliance Officer when the circumstances of the case justify it.

## **8. Defense of competition or unfair competition**

- a. Profertil S.A: prohibits anti-competitive behavior and therefore undertakes to ensure that fair, honest and transparent competition prevail in the performance of its activities.
- b. Third parties must not engage in anti-competitive behavior and must strive to avoid even the appearance of possible transgressions.

## 9. Information use and management

- a. All information arising from Profertil's relationships with its Third Parties is considered confidential and may not be disclosed or used for purposes other than those intended or for personal gain. Such information may not, under any circumstances, be disclosed to persons outside the Company, except with prior express authorization of Profertil S.A.
  
- b. Our Third Parties must ensure compliance with applicable data protection and privacy laws and regulations.

## V. Compliance with the Ethical Conduct Code

- a. It is the responsibility of the Third Parties to correctly communicate and disseminate the guidelines established here among their employees and related persons.
  
- b. Any breach of this Code may give rise to the suspension or termination of our contractual obligations or business relations and to a claim for financial compensation.

## VI. Ethical conduct line

The Ethical Line of Conduct is a channel of communication for Third Parties to anonymously, confidentially and safely report acts of corruption or any violation or apparent violation of the law, this Third Party Code or Company policies of which they become aware; and any type of situations that affect the proper ethical climate.

The ways to communicate with the Ethical conduct line are the following:

- Toll free: **0-800-999-4636** (option 1 operator and option 2 recorded message)
  
- E-mail: **reportes@resguarda.com**
  
- Send your letter to RESGUARDA to 25 de Mayo 555, piso 13 (C1002ABK), C.A.B.A.
  
- Web site: [www.resguarda.com](http://www.resguarda.com) (channel through which you can also follow up on your report)
  
- Fax: 0800-999-4636, option 3



**PROFERTIL**

Under no circumstances will adverse action be taken against a person who makes an inquiry or who in good faith reports a possible illicit or abnormal situation which, in his or her opinion, deviates from the provisions of this Code, any law, regulation or internal company procedure.