

POLICY OF REWARDS, GIFTS AND HOSPITALITIES

I – PURPOSE

The purpose of this Policy of Rewards, Gifts and Hospitalities (“Policy”) is to state the position of **GROUP USIMINAS** in regard to the delivery, offer, promise and receipt of rewards, gifts, entertainment, trips and other hospitalities by part of the Collaborators of **GROUP USIMINAS**.

Specific concerns occur as to the offer of gifts, entertainment, rewards or hospitality that may be related to any form of a possible commercial transaction or approval of business. However, even if there is no intention to corrupt, it still subsists the risk that the beneficiary understands the offer of a certain gift, reward, entertainment or hospitality as an attempt to obtain undue advantages, which views to be restrained by means of this Policy.

In this sense that, without impairing the desire to promote good relationships with business partners and other interested people, by means of legitimate and occasional social interactions, this Policy establishes guidelines aiming to observe the best practices related to the rewards, gifts, hospitalities or entertainment. This Policy shall be read and interpreted together with the Code of Ethics and Conduct and other policies of the Integrity Program of **GROUP USIMINAS**.

II- APPLICATION AND COVERAGE

The procedures established in the present Policy are applied to all the Collaborators of **GROUP USIMINAS**. Exception is made to Hospitalities offered by the controlling shareholders of Usiminas in activities involving the Collaborators who are expatriates, managers, fiscal council and committees’ members (statutory or non-statutory) nominated or appointed by them (“Appointed Persons”) to work in **GROUP USIMINAS**. Such expenses shall include, but are not limited to, costs deriving from gatherings, meetings, transportation and meals among the Appointed Persons and representatives of the controlling groups’ companies for the maintenance of the relationships and the sharing of information, all in strict compliance with applicable laws and Policies and in the best interest of **GROUP USIMINAS**.

Its application covers all the activities developed by Group Usiminas in Brazil and abroad. In companies invested by Usiminas that are not its subsidiaries, Usiminas shall use its best efforts to that they adopt policies and practices in line with this Policy.

The receipt and offer of Rewards, Gifts and Hospitalitys shall always be guided by the principle of good faith, without the objective of obtaining an undue advantage, be delivered in an open and transparent way, avoiding its deliver or offer by or to Close Relatives and must be proper documented and registered according to the terms of this Policy.

It is prohibited by this Policy, the delivery, offer, promise and receipt of Rewards, Gifts, Entertainment, and other Hospitalitys by part of the Agents (*Terceiros Intermediários*) of **GROUP USIMINAS**.

III – DEFINITIONS AND ABBREVIATIONS

For the better understanding of this Policy, it is necessary to know the following concepts and abbreviations:

1. Public Agent¹: any individual, servant or not, of any level or hierarchy, exercising, even if transitorily or without compensation, by election, appointment, designation, hiring or any other form of investiture or bond, mandate, position, job or function in or for the Governmental Authority; any individual who works for a company provider of service contracted or convened for the execution of typical activity of the Public Administration, as well as any leader of political party, its employees or other people who act for or on behalf of a political party or candidate for a public position. It shall be considered Public Agent the one who falls into this definition, either national, foreign or who holds position, job or function in international public organizations.

2. Governmental Authority²: any body, department or entity of the direct or indirect administration of any of the Powers of the Union, of the States, of the Federal District, of the Municipalities, of the Territory, legal entity incorporated to the public property or entity for whose creation or costing the treasury has concurred or concurs with more than fifty percent of the equity or of the annual revenue, or on which the State or Government may, directly or indirectly, perform a dominant influence (by holding the majority of the subscribed capital, controlling the majority of the votes or

¹ Examples: Workers of Ministries, Municipal and State Secretaries, workers of city halls and city council, workers of public companies, governmental departments, employees of BNDES, Caixa Econômica Federal, Bank of Brazil and Petrobras, workers of Regulatory Agencies, politicians in general (deputies, councilors, mayors, governors, etc.), judges, prosecutors, tax authorities, doctors of the public system (SUS), teachers of universities, members of the Audit Courts, UN workers, IMF, Banco Mundial, among others.

² Example: Ministries, Secretary, Regulating Agencies, companies as SABESP, CEDAE, SANASA, Bank of Brazil, BNDES, international organizations, as Banco Mundial, IMF, United Nations Organization, among others.

by having the right to appoint the majority of the management members, management body or fiscal council); as well as bodies, state entities or diplomatic representations of foreign country, as well as bodies, entities and people controlled, directly or indirectly, by the Public Authority of a foreign country or international public organizations, including sovereign funds or an entity held by a sovereign fund. For the purposes of this Policy, Governmental Authorities is either national and foreign, as well as the international public organizations by equivalence.

3. Group Usiminas It includes Usinas Siderúrgicas de Minas Gerais S.A. – USIMINAS and all of its controlled companies.

4. Reward: items without commercial value or with market value lower than one hundred Reais (R\$ 100.00), distributed or received as courtesy, marketing, usual disclosure or by occasion of events or commemorative dates of historical or cultural nature, that is of general character and, therefore, is not destined to exclusively award a person and that contains the logo of **GROUP USIMINAS** or of the legal entity that granted the reward to the Collaborator of the companies of **GROUP USIMINAS**, as, for example, diaries, calendars, key chains, pen drives, pens, among others.

5. Collaborator: all the employees, managers, members of the committees and fiscal council, officers, supervisors, apprentices and interns of the companies of **GROUP USIMINAS**, regardless of position or duty.

6. Entertainment: activities or events that have as main purpose to proportionate leisure to its participants, such as parties, shows, sports events, meals, among others.

7. Hospitality: comprises displacements (air, maritime and/or by land, etc.), accommodation, meals and receptive, related or not to activities of business. The hospitality of exclusive nature of tourism or of leisure is considered Gift.

8. Close Relatives: in relation to a person, his or her spouse or domestic partner, consanguineous or related, in a straight line (ascending or descending) or collateral, up to the second degree of kinship.

9. Gifts: objects or services, of personal use or consumption that have commercial value and do not fit into the definition of Rewards.

IV – GUIDELINES

(i) Frequency

The offer of Rewards, Gifts, Entertainment or any other Hospitality shall not occur in a regular manner for the same Collaborator or individual, Public Agent or not. More than two (2) times within a period of twelve (12) months shall be considered a regular manner for the purposes of this Policy and, if this occurs, it shall be immediately communicated to the Department of Integrity.

Determination of reasonableness and good faith of expenditures shall be made taking into account applicable laws, the Code of Ethics and Conduct and the policies of the Integrity Program. Although different thresholds may be acceptable, the expenses paid to Public Agents and Close Relatives must always be made in good faith, in a reasonable, legitimate and proportionate amount, in a transparent and not inconsistent manner with the rules and regulations of the entity that the Public Agent represents or for whom he/she works and without aiming an undue advantage.

(ii) Offer, Delivery or Promise

a) Reward

The offer, delivery or promise of a Reward to a person, whether a Public Agent or not, does not require the prior authorization of the Department of Integrity of **GROUP USIMINAS**, being attentive to the concept of Reward and to the frequency.

b) Gift, entertainment, or hospitalities

If the beneficiary is not a Public Agent or a Close Relative of a Public Agent

Every Collaborator of **GROUP USIMINAS** shall obtain express authorization or in writing of its respective Statutory Officer, before promoting, offering or delivering any Gift, Entertainment or Hospitality to a person that is not a Public Agent or to a Close Relative of a Public Agent.

Managers, members of the committees (statutory or non-statutory) or of the Fiscal Council are not subject to the approval mentioned in the previous paragraph.

In any case, it shall be reported to the Department of Integrity when the value of one hundred Reais (R\$100.00) is exceeded in a single act, or if it is expected that the values of several items of Gifts,

(Free Translation: For reference only – Original in Portuguese)

Entertainment and Hospitality exceed one hundred Reais (R\$100.00), within a period of twelve (12) months.

If the beneficiary is a Public Agent or a Close Relative of a Public Agent

The offer, delivery or promise of a Gift, Entertainment or Hospitality by a Collaborator to a Public Agent or to a Close Relative of a Public Agent present greater risk to **GROUP USIMINAS**. Thus, even being within the values established in this Policy, these acts may only be performed after the Department of Integrity has previously approved expressly and in writing.

c) Meals

Regardless of the parties involved, in general, the meals shall be of a moderate amount, compatible with the people involved and/or with the context of its occurrence, so that the act is not able to influence in an inadequate manner any commercial decision that affects **GROUP USIMINAS** or that may result in undue advantage for **GROUP USIMINAS** or to any other person, observing the possible limits established by the internal rules of **GROUP USIMINAS**.

In cases in which the beneficiary is a Public Agent or a Close Relative of a Public Agent, the meal taken with such person shall be reported by the Collaborator to the Department of Integrity.

(iii) Receipt

a) Reward

The receipt of a Reward by a Collaborator does not require prior authorization from the Department of Integrity of **GROUP USIMINAS**, provided that such receipt is not frequent.

b) Gift, entertainment, or hospitalities (except meals)

If the offeror is not a Public Agent or a Close Relative of a Public Agent

As a general rule, the receipt of Rewards, Entertainment or Hospitalities (except meals) in an amount higher than BRL 100.00 (one hundred Reais) must be avoided.

In line with the above, every Collaborator of **GROUP USIMINAS** must obtain a previous approval of its respective Statutory Officer, that will inform to the Department of Integrity, for every receipt of Gift, Entertainment or Hospitality (except meals) that exceeds the individual value of one hundred Reais (R\$100.00) when provided by an individual who is not a Public Agent or a Close Relative of a Public Agent.

The approval shall also be requested by the Collaborator at the moment in which the values of the several items of Gift, Entertainment or Hospitality (except meals) originally lower than one hundred Reais (R\$100.00) exceed this amount per person, paid by the same source within a period of twelve (12) months.

The managers, members of the committees (statutory or non-statutory) or of the Fiscal Council are not subject to the approval mentioned in the previous paragraph, but they must report all situations that fits in the situations described above to the Department of Integrity.

This item shall also be observed mainly in the cases in which the offeror is a person who does or has the potential to do business with **GROUP USIMINAS**.

If the offeror is a Public Agent or a Close Relative of a Public Agent

Regardless of the value, any Gift, Entertainment or Hospitality (except Meals) offered by a Public Agent or a Close Relative of a Public Agent, the Collaborator of **GROUP USIMINAS** must reject the item in question or, if its rejection were not possible, immediately deliver it to the Department of Integrity, which will determine its destination.

c) Meals

Regardless of the parties involved, in a general, the meals shall be of a moderate value, reasonable, in good faith and compatible with the people involved and/or with the context of its occurrence, so that the act is not able to influence in an inadequate manner any commercial decision that affects Group Usiminas or that might result in an undue advantage to Group Usiminas or to any other person.

In cases in which the offeror is a Public Agent or a Close Relative of a Public Agent, the Collaborator shall report the meal taken with such person to the Department of Integrity.

(iv) Accounting Records

All expenses incurred related to Rewards, Gifts, Entertainments, Meals or Hospitalities, shall be reported in a sufficiently detailed and complete form in the accounting records of the **GROUP USIMINAS**. The accounting area shall ensure that the records shall include the expense incurred, the beneficiary and the value of the act.

V – SPECIFIC RULES

(i) Gifts, Entertainments and other hospitalities

If the beneficiary is, or not, a Public Agent or a Close Relative of a Public Agent, the following additional rules shall be observed when delivering, offering or promising Gifts, Entertainments or Hospitalities on behalf of **GROUP USIMINAS**:

- It is prohibited Gifts in cash or equivalent, as vouchers or coupons.
- Whenever possible, the Gifts shall contain the Company's logo, so that they have the intention to promote the brand of **GROUP USIMINAS**, shall have a low or irrelevant value of resale in the market and shall be destined for professional use and not personal.
- Whenever possible, the Gifts shall be destined to a legal entity (company, body, entities, etc.) and not to a specific individual.
- The purpose of the Entertainments shall be to provide opportunities and legitimate commercial discussions. The responsible for the concession of the Entertainment shall be present at the event/activity involved or indicate a representative to attend in his place representing **GROUP USIMINAS**.

VI – SANCTIONS

The Collaborator that does not comply with any determination provided in this Policy shall be subject to the sanctions provided in the Code of Ethics and Conduct of **GROUP USIMINAS**.