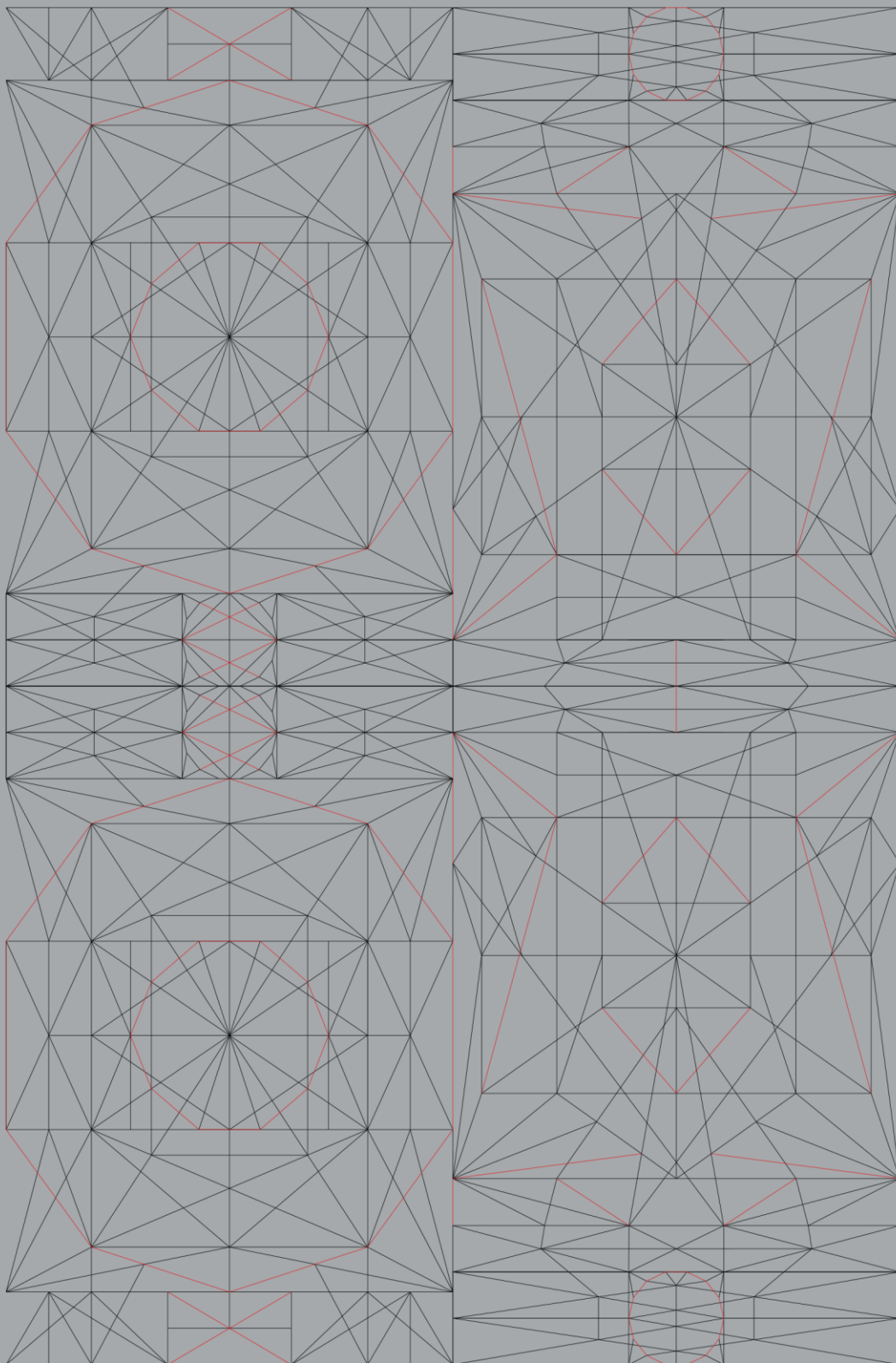


## GENDER EQUALITY AND DIVERSITY PLAN



## GENDER EQUALITY AND DIVERSITY PLAN

### BACKGROUND

Council of Ministers Resolution no. 19/2012 of 08 March 2012 requires the mandatory adoption of an equality plan by all entities in the state corporate sector, with a view to achieving equal treatment and equal opportunities between men and women, eliminating discrimination and reconciling personal, family and professional life.

This obligation was extended to listed companies through Law no. 62/2017 of 01 August, which passed the scheme for equal representation between men and women in the managing and supervisory boards of entities from the corporate public sector and listed companies. Article 7 of this law establishes the obligation to prepare annual equality plans “aimed at effectively achieving equal treatment and equal opportunities between men and women, eliminating gender discrimination and reconciling personal, family and professional life”.

Law no. 62/2017 also requires listed companies to have quotas representing both sexes of 20% (beginning on the first elective General Meeting of Shareholders held after 01 January 2018) and 33.3% (beginning on the first elective General Meeting of Shareholders held after 01 January 2020) vis-à-vis all executive and non-executive directors.

Sub-section III, articles 23 through 65 of the Labour Code gives relevance to the topic of gender equality through general positions on equality and non-discrimination, the prohibition of harassment and equality and non-discrimination according to gender and parenthood.

The Portuguese parliament has issued a number of recommendations to the government in this regard:

- Resolution no. 116/2012 of 13 July, recommending that it take family support measures to reconcile family life with professional life;
- Resolution no. 260/2017 of 30 November, recommending measures to ensure actual compliance with working hours and the reconciliation of work with family life.

Through Law no. 60/2018 of 21 August, the Portuguese parliament passed measures promoting wage equality between men and women for the same work or work of equal value, through four types of information, evaluation and correction mechanisms, which will enter into force on 21 February 2019.

## **INTRODUCTION**

In this context, the main aspects, documents, practices and processes in place at the Novabase Group, which it believes have an impact on issues involving the environment, society, labour, gender equality, non-discrimination, human rights and the fight against corruption, are listed below:

- Novabase's business and the conduct of its employees and professionals are governed by applicable law in relevant jurisdictions, and by Novabase's Code of Conduct (published at its corporate website), an internally approved document in effect at the Group since 2011 aimed at guiding the conduct of Novabase's professionals through values cultivated by the Group in its customer and interpersonal relations.
- The company's business is managed in accordance with the Integrated Management System.

- Novabase's companies are audited by its financial auditors; its certifications in quality (ISO 9001), environmental management (ISO 14001) and occupational health and safety (ISO 45001) are renewed each year after internal and external audits, the latter conducted by certifying entities.
- The company regularly monitors customer satisfaction, along with its employees' and professionals' satisfaction with company services and other issues of interest to the management.
- In compliance with Portuguese Securities Market Commission recommendations regarding the governance of listed companies, and in view of fostering a culture of responsibility and compliance, Novabase has adopted a system for reporting irregularities (known as "SPI") that may occur within its Group. Any report of irregularities made through the SPI is directed to a member of the Audit Board specifically designated for this purpose.
- The company is committed to promoting diversity. In the first quarter of 2018 (see point below), it approved a diversity policy for the managing and supervisory boards of Novabase S.G.P.S. S.A., reflecting shareholders' efforts to appoint a Board of Directors represented by at least 25% of members from each gender, likewise reflected in the Executive Committee.
- The company also has "Internal Regulations on Business Dealings with Qualified Novabase, SGPS, S.A. Shareholders" in effect.

## **MANAGING AND SUPERVISORY BOARD DIVERSITY POLICY**

At Novabase, we believe in equal opportunities and mutual respect regardless of ethnicity, gender, religion, beliefs, social background or sexual orientation. These differences tend to enhance the quality of decision-making processes through multiple perspectives, greater intellectual and cultural richness and a better representation of reality and of those involved.

For this reason, we also believe that diversity in our corporate boards helps to improve Novabase's performance and competitiveness. As such, we are committed to the following policy:

- Compliance with Law no. 62/2017 of 01 August, since gender diversity provides different management styles and complementary approaches;
- With regard to age, there must be a balance between experience and maturity and the youth and energy needed for the fast-paced innovation of our highly dynamic sector (information technologies);
- With regard to qualifications and education, in addition to areas associated with technology, various other areas of knowledge must also be represented, in view of the mounting importance of multidisciplinary in team performance.

Novabase will monitor this policy's implementation, in accordance with its corporate governance model, and will review it whenever deemed appropriate.

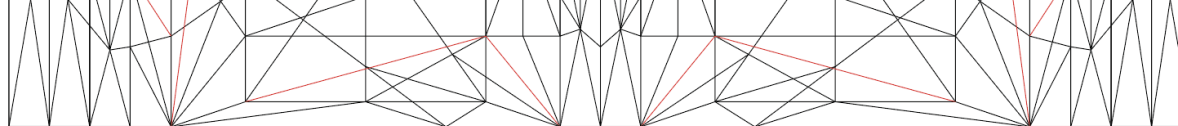
## **RESULTS AND INDICATORS**

Since no matters involving human rights, corruption or attempted bribery were reported in 2018 to the management of Novabase SGPS, S.A. through the available channels for this purpose, there are no indicators to report in this regard.

As regards gender equality, the key indicator considered is the proportion of men and women vis-à-vis all employees, which should tend to be balanced. This indicator did not change in the past two years (70% men and 30% women in 2017 and 2018). The gender imbalance is in line with trends in the IT industry in Portugal and abroad, and also reflects the higher education choices of each gender. In fact, in degree courses such as computer engineering, electrical engineering and network engineering, the number of male graduates far exceeds the number of female graduates.

## **MEASURES AND PRACTICES TO BE IMPLEMENTED**

Novabase has laid out the following measures and practices for the year 2019/2020:



| Goals   | Team   | Description   | Indicators                         | Targets  |
|---|--|---|------------------------------------|--|
| Create a gender equality and diversity committee  | CEO<br>CHRO<br>HR Manager<br>Legal Department<br>Investor Relations<br>Coordinator of operating team for gender equality and diversity (appointed by HR) | Design, ensure and monitor implementation of gender equality and diversity measures<br>Promote discussion on gender equality and diversity trends and practices<br>Implement plan<br>Coordinate plan with Executive Committee<br>Disseminate various initiatives and measures within the organization<br>Identify potential improvements and new measures to be implemented<br>Establish operating team for gender equality and diversity | Meeting minutes<br>Activity matrix | Done every three months.<br>Launch in November 2019. |
| Strengthen Novabase's commitment to gender equality and diversity through more cooperation with public entities and/or organizations from society | Gender equality and diversity team   | Join Portuguese diversity charter<br>Join corporate gender equality forum<br>Analyse joining other public entities and/or organizations from society  | Affiliation process                | To be determined by the committee                    |
| Action plan, by initiative of the committee, to promote gender equality and diversity   | Gender equality and diversity team   | Establish an action plan for gender equality and diversity from the following standpoints:<br>- Organizational mission and values<br>- Staff selection and recruitment<br>- Vocational training<br>- Career management and remuneration<br>- Reconciliation of professional, personal and family life<br>- Parental protection and family assistance<br>- Obligation to respect the dignity of men and women in the workplace             | Action plan                        | To be determined by the committee                    |