

CODE OF CONDUCT AND ETHICS

MCOIN - MILLENNIUM CONCERT INTERNATIONAL CORP SA .

INDEX.

INSTITUTIONAL

Vision	02
Mission	02
Values	02
Definition	03
objective	03
Applicability	03

INTERNAL RELATIONSHIPS

Attitude	03
Leadership	04
Resources	04
Confidential Information	05
Records and Reports	06
Conflict of interests	06
Security and health	06

EXTERNAL RELATIONSHIPS

Relations with Public Bodies	07
Press Relations	07
relationship with investors	07
Customer and Consumer Relations	08
Supplier Relations	08
Social media	09
Social responsibility	09
Environment	10
Gifts, Gratuities, Courtesies	10
Business Conduct	10

WAY TO PARTICIPATE

Doubts, Criticisms, Suggestions	11
denunciations	11
sanctions	11
Validity	11

TO PRODUCER.

MCOIN - MILLENNIUM CONCERT INTERNATIONAL CORP SA , is a North American Startup, a closed capital corporation, by shares, duly registered and registered under no. P21 0 0001 92750 , Filed October 26/2021, Sec Of State, I further certify that this authorized is an electronically transmitted certificate by section 15.16, Florida Statutes, and authenticated by the code noted below. In this act, represented by President Norberto Ribeiro da Silva and Vice President Claildo Mariano Sá.

PROFESSIONAL ACTIVITIES.

MCOIN - MILLENNIUM CONCERT INTERNATIONAL CORP SA, referred to as ("**MCOIN**"), is a Startup, Private Limited Company, by shares, whose tax regime is based on taxable income, provides specialized advice and/or consultancy through its shareholders, individuals and/or legal entities, linked or not linked to the producer, intermediating and/or representing businesses and providing services, whose objectives are to design, create, develop, produce, build, manufacture, capture the purchase of products and/or financial resources, development of new technologies, 3D designer projects . The production company is 100% focused on the live entertainment industry, specializing in the production and design of concerts, shows, mega music festivals of an itinerant nature, conducting world tours, holding commercial partnerships with all the largest suppliers and service providers, infrastructure, communication, marketing, advertising, booking agencies for internationally renowned artists and bands based around the world, entertainment company founded to perform shows, concerts, festivals, cultural activities, which always seeks to spread the world music phonographic industry , in addition to selling and marketing products. We intend to promote a wide variety of entertainment genres, from live music shows, electronic music shows, ballets, operas, circus activities, audiovisual, hybrid events. And with the aim of obtaining a large set of attractions for the future, adding daring, the curriculum of the directors and production. **MCOIN** enters this market with the proposal of offering high quality entertainment similar to that of the world's large metropolises, aiming to reach diverse impacts and audiences through all mass communication vehicles. Our entire infrastructure is outsourced and decentralized through partnership with various companies that operate in the entire production chain of live entertainment, such as: Ticket sales, Food & Beverages, advertising, merchandising, etc.

GOALS.

Our goal is to change the cultural behavior of investors, generate new habits and create sensations. **MCOIN 's** trajectory comes from good business relationships with suppliers and service providers that are among the largest companies in the field, and we are always close to the main music content providers in the world. Guide employees through ethical guidelines defined in this Code. Each MCOIN professional has a duty to reinforce compliance with co-workers, practicing them daily.

VISION.

We are a startup and we intend to be strong in entertainment and in the market in which we operate to be recognized for our innovation, quality, service, profitability, and human talent, contributing in a relevant way to the strengthening of the culture and commercial evolution of music in the music industry. and in the global entertainment industry.

MISSION.

Always being able to serve exclusively and with quality, facilitate people's desires and deliver current entertainment to society, as well as being an effective marketing tool that provides business partners with great business opportunities.

VALUE.

To be ethical, and loyal. Respect our investors, shareholders, shareholders, partners and employees. **QUALITY** . Ensuring the continuous satisfaction of our investors and investors, based on quality and attention to detail. **PEOPLE** _ Our leadership's main role is to take care of our people, developing, challenging, keeping their teams motivated and rewarding them for doing so. **FOCUS ON RESULTS** . We think big, we are focused, determined, we always seek to achieve goals.

ETHIC

We are ethical and loyal. We respect our customers, shareholders, partners and employees.

Definition

The MCOIN Code of Ethics reflects the organizational culture, principles and values that must guide the attitudes and behavior of all employees, making their actions exemplary for the society in which they live.

Applicability

This document applies to employees, suppliers, service providers of ERW companies, including their branches, in national and/or international territory. And it must be followed by everyone regardless of hierarchical level, including interns. Therefore, it should serve as a reference for our suppliers and business partners.

INTERNAL RELATIONSHIPS

Attitude

Each and every relationship within MCOIN must be honest, transparent, preserving mutual respect. It is also expected to work in partnership to meet the needs of the various areas of the company, always aiming at the practice of the organizational principles (Vision, Mission and Values) of MCOIN.

Ethics is one of the values that guide the company's actions. Thus, any manifestation of discrimination and prejudice regarding race, origin, sex, age, religion, sexual orientation, physical and mental disability, among others, is unacceptable. Conversations and attitudes that involve physical or verbal violence and moral or sexual harassment are not accepted.

During working hours, the employee must dedicate himself to the exercise of his functions and respect the commitments and schedules. The search for quality, innovation and focus on results must be permanent.

Employees must take care of their personal appearance, dressing in a manner consistent with the function performed. Avoid financial default in your personal life, especially when in positions of trust, as it is a negative circumstance.

The consumption of alcohol and illicit substances compromises health and professional performance, harms the work environment and affects the company's image. Therefore, no employee can work under the influence of illegal drugs or alcohol. In compliance with current legislation and due to the harm caused to passive smokers, smoking is only allowed on ERW premises, in places pre-determined by the Occupational Health and Safety area.

Leadership

The performance of MCOIN leaders within the premises of this Code is essential, maintaining a climate of respect and trust, giving equal treatment to each of its team and serving as an example in the practice of ethical guidelines for employees and third parties.

Company leaders must ensure that the behavior of employees on their team is aligned with MCOIN's values and the practices described in this Code.

Resources

All assets, devices and equipment (financial, equipment, software, telephones, office supplies, among others) must be used exclusively for work activities in the company. All assets and resources made available by MCOIN must always be used avoiding waste, costs and unnecessary expenses.

Reimbursement requests must accurately reflect the expenses incurred, as per the Travel and Expense Reimbursement Policy.

The use of electronic systems, e-mail and internet, for personal purposes, must be moderate and provided that this use does not harm the progress of the work. To ensure proper use and protection of confidential information, the company reserves the right to monitor the use of these electronic systems. Accessing websites or forwarding electronic messages related to any type of discrimination, sexual content or other topics is inappropriate for the work environment.

The MCOIN brand is an asset of the company and can only be used with the knowledge and authorization of the responsible Boards. No third party or business partner may use the MCOIN brand without prior authorization or contractually.

Confidential Information

Information is an essential asset of MCOIN's business processes. Every employee who has access to confidential and privileged information has a duty not to expose it to third parties. The use of information classified as confidential must be exclusively for professional purposes, and it is prohibited to use it for one's own benefit or that of third parties or to suggest investments to family members, friends or any third party.

Relevant information such as surveys, business methodologies, manuals, business or corporate presentations, business studies and any confidential reports or data must not be exposed on workstations, printers and meeting rooms. These documents form part of the intellectual property of MCOIN, must be stored properly, and cannot be passed on or given to third parties without authorization.

All intellectual production in the exercise of its functions is the property of MCOIN, and it is not allowed to erase, destroy or take this information at the end of your employment contract.

The use of identification credentials (ID, passwords and badges) is individual and non-transferable, and their sharing at any level is prohibited.

Avoid any discussion, face-to-face or over the phone, involving confidential or competitive information when in public places such as elevators, restaurants, taxis, airports or planes, as well as in virtual environments such as social networks, personal web pages or blogs.

The obligation of confidentiality will continue to be in force even after the end of the employment relationship, in accordance *with the Confidentiality Agreement* signed at the time of admission.

Records and Reports

It is MCOIN's policy to maintain accurate, complete and truthful accounting records and consistent financial statements. For this, all records must be trusted.

No false information should be recorded in any MCOIN book or account. MCOIN funds must not be used for any purpose other than that described in the documents supporting the payments. This includes financial, technical, security and personnel records.

Likewise, all operations are recorded in the accounting and parallel accounting controls are not allowed, in any capacity or of any nature. The accounting records are made with a sufficient level of detail, duly entered in the official books and supported by suitable documentation.

All books, records and accounts must reflect transactions and events in accordance with accepted accounting principles, applicable internal methodologies and the framework of internal controls.

It is prohibited to influence, coerce, manipulate or deceive any internal or external party involved in an audit engagement.

Interest conflicts

Business opportunities that arise through the use of information or position at MCOIN should not be used for personal gain.

MCOIN

When a relative and/or spouse is appointed to work at MCOIN, the employee must inform the People and Management Directorate of this relationship.

It is not allowed to hire first or second degree relatives (father, mother, children, brothers and uncles) and spouses, in functions in which there is a hierarchical relationship, direct or indirect, or who report to the same immediate superior, and/or in the same Board.

If a situation of stable relationship is established between employees who have, among themselves, hierarchical, direct or indirect subordination, or who report to the same immediate superior, it must be communicated to the immediate superior or to the Management People Board, so that the conflict situation be resolved in the best possible way.

Security and health

MCOIN seeks to promote a healthy, organized and harmonious work environment, aiming at valuing the human being, with good levels of hygiene, ergonomics, equipment, personal protection and adequate treatment for the storage and handling of hazardous material.

Employees must be aware of and comply with all safety and health rules, practices and laws that apply to their activities, as well as take the necessary precautions to protect themselves, their co-workers and visitors, in activities indoors and external.

All MCOIN employees must wear their identification badge at all times while on duty.

EXTERNAL RELATIONSHIPS

Relations with Public Bodies

MCOIN is transparent with government bodies and authorities, and complies with legislation in all spheres.

All information provided to government agencies must be truthful and accurate.

Under no circumstances may any type of illicit favor be offered to public officials or political organizations.

MCOIN has areas specially trained to speak with public bodies. In case of receipt of any court order or demand, it must be forwarded immediately to the Legal Department. Demands from other public bodies must be forwarded immediately to the responsible

Press Relations

All requests from the media and requests for interviews must be sent to the Press Office area. Any type of statement that directly or indirectly cites MCOIN without proper prior authorization is prohibited.

relationship with investors

Corporate Governance of MCOIN companies it is guided by the creation of shareholder value, transparency, ethics, legality and corporate sustainability. It is the commitment of all employees to protect the interests of MCOIN shareholders and investors, with the Investor Relations Area responsible for this contact.

The confidentiality of information that is not yet public knowledge and that may interfere with the quotation of shares traded on stock exchanges or influence market movements and investment decisions must be ensured.

Requests from financial analysts, investors and shareholders should be directed to the Investor Relations Department or to the Investor Relations channel through the MCOIN website .

Customer and Consumer Relations

To meet the needs of our customers and consumers, all the company's deliveries must be of high quality. From the shows shown to the public, advertising campaigns to the service and personal contact, MCOIN's commitment to the customer is based on honesty and transparency.

Building a solid and lasting relationship with our customers and consumers is everyone's responsibility. MCOIN focuses its activities on identifying needs and seeks to meet them through products and services that correspond to the advertised characteristics, without false promises. MCOIN's credibility lies in our ability to deliver what is agreed.

When a customer raises a problem or demand, it must be dealt with courteously and proactively, regardless of the company's area of activity.

Any form of bribery or influence by a client to favor negotiations must be repudiated.

Supplier Relations

The choice and contracting of suppliers must be based on technical, professional and ethical criteria, and be conducted through formally defined procedures, which assure MCOIN the best cost-benefit, where there is no room for decisions of personal interest.

The Supply Area employees are exclusively responsible for negotiating and approving suppliers.

No employee, regardless of area and hierarchical level, can favor one supplier over others. The hiring of a first or second degree relative (father, mother, children, brothers and uncles), spouses, friends or a company managed and controlled by them to supply goods or services should not be negotiated. Only suppliers and partners that respect, act and comply with all laws and regulations applicable to the contracted service or product, in addition to the rules and guidelines of conduct of this Code, should be hired. It is the employee's responsibility to inform the Procurement Area about doubts regarding the ethical conduct and behavior of companies that are notoriously disreputable in the market.

The Supplies Area must keep the supplier register permanently updated.

Companies that disrespect these rules and guidelines must be discredited.

Social media

MCOIN is present on social networks with the aim of informing, interacting and disseminating. Everything communicated on these channels has high visibility and is considered official information by customers. We must always be judicious when using them.

APPROPRIATE.

Disclose information from social networks or share, whenever possible in a positive way;

Take advantage of the internet to pass on your knowledge and acquire new ones;

Be kind to others. When you don't agree with other people's opinions, be polite and subtle when expressing your views;

Obtain permission from a third party if you intend to write about it.

INAPPROPRIATE.

Post photos of your work environment, or any information that is confidential or that may belittle the company;

Expose professional issues in open conversations;

Vent about company events, as it can be misunderstood and compromise both your career and the reputation of the place where you work;

Defend the company in an online discussion. Any problem, report it to the Digital Marketing team.

Social responsibility

MCOIN respects Human Rights, values and cultural diversity present in each community where we operate.

The company honors its commitment to social actions through the due collection of legal charges and taxes, recognizing their importance for the maintenance of social, educational, cultural, environmental, health and safety programs implemented by government agencies.

MCOIN provides needy communities with free access to culture. Through philanthropic institutions in general, such as non-profit organizations, public schools, among others, MCOIN provides tickets and/or courtesies for its events, contributing to cultural promotion in society.

MCOIN sponsors and/or adopts other forms of support for projects and activities aimed at the community, in accordance with the company's internal policies and in accordance with the objectives established for carrying out the proposed actions.

MCOIN repudiates any form of child labor or forced labor.

Environment

Respect for all laws for the protection of the community and the environment is, for our Company, an elementary principle resulting from legal and ethical guidelines.

Each employee is responsible for protecting the community and the environment. We must analyze all environmental impacts that our business may cause and take the necessary preventive measures.

All laws and regulations concerning the protection of the environment or the safety of installations and work must be strictly obeyed.

The available resources must be used optimally, avoiding unnecessary printing and waste of water and electricity.

Gifts and Gratuities

Receiving gifts, presents, courtesies will only be acceptable if it does not influence negotiations between MCOIN and third parties, and their values must be symbolic, not exceeding 2% of the employee's monthly salary.

The provision of private services to an employee, by suppliers or customers, in the form of a gratuity or favor, must be rejected.

Payment by MCOIN or a third party of meal-related expenses within a normal business relationship is permitted.

Business Conduct

MCOIN, in conducting its business, obeys the laws in force and respects free competition. Furthermore, it does not ask, does not demand, does not charge, that third parties and/or individuals initiate prosecutions against competition in general.

The company repudiates any form of violation of trade secrets or improper acquisition of confidential information about products and services. You must not reveal or encourage others to reveal or use any trade secret of MCOIN or a competitor. These secrets include prospecting for new content, commercial strategies, technical developments, and pricing information.

Any behavior that could lead the public to view MCOIN as unethical is prohibited. It is not permissible to make comments that could affect the image of the company or contribute to the dissemination of incorrect information about our products, services or operational and financial data.

WAYS TO PARTICIPATE

Questions, Criticism and Suggestions

This Code is not definitive and may be amended and amended at any time. MCOIN believes that its participation contributes to the improvement of ethical conduct. MCOIN 's open-door policy encourages you to bring your questions, criticisms or suggestions about this Code to your immediate supervisor via

denunciations

MCOIN encourages dialogue between employees and customers as a way of dealing with any breaches of this Code. When necessary, report the violation to your immediate superior or the General Board via the email ombudsman@mcoin.com All complaints will be investigated, guaranteeing the confidentiality of all those involved and the absence of any retaliation. Complaints can be submitted anonymously.

MCOIN repudiates the practice of empty, conspiratorial or vindictive reporting. The complaint is valued when the employee is aware of facts, data or situations that may harm MCOIN, its employees or other stakeholders.

sanctions

Sanctions for non-compliance with this Code will follow the appropriate *Disciplinary Rules* controlled by the General Board , and may be executed through verbal or written warning, suspension or termination of the employment contract, regardless of any opening of legal proceedings.

Validity

The Code of Ethics enters into force as of its publication: 12 June of the year 2022.