



Petrobras Ethical Conduct Guide for Suppliers

foreword

Petróleo Brasileiro S.A. – PETROBRAS strives for excellency in the execution of its activities and has as one of its pillars the construction of healthy, transparent, sustainable and safe relations, believing in its role of acting as a true driving force of integrity in the Brazilian corporate environment.

The company identifies itself with companies that meet expectations concerning respect to its values and that interact in order to improve performance and competitiveness.

In this context, the present document contains the principles, values and guidelines that guide the relation between Petrobras and its suppliers, reflecting the Company's high integrity standards and what it expects from its supply chain.

PETROBRAS believes that the observance of the guidance contained in this document will lead to a more transparent management, strengthened mutual trust, and quality and credibility to business, thus contributing for the country's economic and social development reinforcing its commitment to ethics, transparency and respect to human rights and the environment.

PETROBRAS PURPOSE

Provide energy that ensures prosperity in an ethical, safe and competitive way

PETROBRAS VISION

To be the best energy company in value creation, with a focus on oil and gas, sustainability, safety, and respect for people and environment

PETROBRAS VALUES

- » Results and market orientation
- » Ethics and transparency
- » Out performance and confidence
- » Respect for life, people, and the environment

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1. Introduction

The respect to life, to people and to the environment, integrity, transparency, meritocracy, and value generation are the principles supporting the guidance of this Ethical Conduct Guide for Suppliers (“Guide”).

Petrobras is committed to the highest integrity standards, social and environmental responsibility, and ethical conduct. Our suppliers must offer safe working conditions, treating their workers with dignity and respect, acting in an ethical and righteous way, observing the principles and requirements of this Guide and be fully compliant with the applicable laws and regulations.

The observance of this Guide for all suppliers is crucial for Petrobras in order for it to achieve its goals in an ethical and transparent way.

2. To whom it applies

This guide applies to all suppliers, regardless of whether or not they reside in Brazil—including their colligated and controlled companies – who may be involved in business processes with Petrobras such as: public tenders, pre-qualifications and direct contracting procedures, as well as those who sign juridical instruments with Petrobras due to such processes, regardless of whether it concerns a contract, partnership, cooperation term or other instruments.

3. Ethics and integrity

3.1. Prevention to fraud, corruption, money laundering and terrorism financing

Petrobras is committed to the promotion of integrity in the public and private business environment and acts in compliance with the national and international Anticorruption Legislation and other applicable norms, especially the Brazilian Administrative Impropriety Law, the Brazilian Business Anticorruption Law, the FCPA – Foreign Corrupt Practices Act (USA) and the UK Anti-Bribery Act, signing initiatives in fighting corruption both in Brazil and abroad.

In this sense, according to the provisions in its Ethical Conduct Code, Petrobras adopts a zero-tolerance policy to all forms of fraud and corruption, including bribery, extortion, money laundering and insider trading, throughout its entire supply chain. Therefore, all suppliers are absolutely forbidden to, demanding a similar stance from its (sub)suppliers:

- a. *Request, obtain, receive, promise, offer or grant undue advantages of any kind for oneself or third parties, including facilitation payments;*
- b. *Induce or persuade others to act in an improper or illegal manner in favor of Petrobras;*
- c. *Failing to act concerning any form of fraud and corruption (national*

or transnational) situations of any kind, directly or indirectly, actively or passively, involving monetary values or not;

- d. *Finance, fund, sponsor, or, in any way, subsidize the practice of illicit acts;*
- e. *Adopting any initiative with the public sector, whether in Brazil or abroad, which may be interpreted as influence peddling and as a harmful act to the Public Administration, described in Art. 5 of Federal Law n. 12.846, from 2013*

3.2 Integrity and transparency in relations

Suppliers must, demanding a similar stance from its (sub)suppliers:

- a. *Act with integrity, honesty, innovation, cooperation, trust, responsibility, continuous improvement, tangible results, reputation and transparency;*
- b. *Adopt a transparent, truthful, easily comprehensible communication accessible to all interested parties, in all business relations with Petrobras, always observing questions concerning information security;*
- c. *Report in the Petrobras Reporting Channel, in a timely, reasonable, responsible and honest manner any misconduct which they might find.*

3.3. Prevention of conflicts of interest

The conflicts of interest, provisioned in Federal Law n. 12.813/2013, are harmful to Petrobras' business and to the internal

control environment, as it may influence in an improper way the conduct of our employees by seeking particular interests contrary to Petrobras' interests, or even causing any type of damage to Petrobras and its societal participations.

It is the suppliers' duty to, demanding a similar stance from its (sub)suppliers:

- a. *Abstain from practicing any action that might put Petrobras' employees or public agents from other public institutions and bodies in a real or potential conflict of interest;*
- b. *Act diligently to prevent or stop any real or potential conflict of interest;*
- c. *Communicate any type of particular relation between suppliers and Petrobras employees that may act in the supply relation, such as kinship between the supplier and its employees with Petrobras' employees and its administrators.*

3.4. Gifts, handouts, hospitality and sponsorship considerations to Petrobras employees or contractors

The occasional receiving or offering of gifts, handouts or hospitality must observe the strict law provisions, Petrobras' internal norms, in addition to normative acts emanating from public authorities, as it has the potential to represent an opportunity for fraud and corruption. Thus, such practices in exchange for any personal benefit or advantage to the proponent or third parties are forbidden.

3.5. Competitiveness in contracting processes

Petrobras observes, in its action in the economic segment, the principles of free initiative and free competition, and, at the same time, does not condone any practices that may seek cartelization or market concentration, which it deems absolutely incompatible with the economic order established by the Brazilian Constitution.

Public tenders held and contracts signed by the Petrobras within the scope of the Law 13.303/16, as well as contracting processes performed for the E&P (Exploration & Production) operational partnerships, seek to ensure the selection of the most advantageous proposal, including in which it concerns the object's life cycle, and avoiding operations in which overpricing and overbilling are characterized, and they must observe the principles of legality, impersonality, morality, equality, publicness, efficiency, administrative propriety, cost-effectiveness, national sustainable development, entailment to the summoning instrument, competitiveness gains and objective judgement.

Therefore, no behaviors at odds with the applicable legal norms and the referred principles will be tolerated.

3.6. Integrity Due Diligence (IDD)

Petrobras adopts the Integrity Due Diligence (IDD) procedure to subsidize decision making on the start or continuity

of the commercial relation and for defining the monitoring level of identified potential fraud and corruption risks.

In order to meet the Integrity criterion, suppliers must make available information on their organizational and business structure, public agent relationships, integrity history, relationships with third parties and an integrity program. This information substantiates the IDD procedure, the result of which is the attribution of a Integrity Risk Degree (GRI – Grau de Risco de Integridade).

4. Bidding processes, negotiations and dealings

The suppliers must:

- a. *Certify that the proposal fully meets the demanded requirements in the contracting process, presenting all the required documentation, including the confirmation of meeting the habilitation requirements and conditions for signing the juridical instrument, under penalty of the applicable sanctions and penalties;*
- b. *Commit to proposals and declarations sent to Petrobras due to business proposals, with no abandonment possible, except for a justifiable reason, arising from a posterior event and accepted by Petrobras;*

- c. *Certifying that the dealings with Petrobras are made with legal representatives or professionals carrying the supplier's functional identification (examples: badges, the company's official electronic address, etc.).*

5. Execution of contracts and juridical instruments

Suppliers hired by Petrobras must:

- a. *Execute the juridical instrument according to the law and its clauses and conditions, observing this Guide and other applicable norms.*
- b. *Sharing our commitment, demanding a similar stance from its (sub) suppliers, to value generation in an ethical and transparent way, adopting the market's best practices.*
- c. *Using in an adequate way, according to the industry's good practice and terms contained in the juridical instrument, Petrobras' goods, products and/or facilities granted for execution of its activities.*

6. Operational excellency commitments

Petrobras aims permanently at excellency in the execution of its activities and, therefore, expects the same commitment from its suppliers.

Petrobras monitors the performance of its suppliers using the Supplier Performance Index (IDF – Índice de Desempenho de Fornecedores), on which the meeting of obligations regarding terms, quality, management, and safety, environment, and health (SMS – Saúde, Meio-ambiente, Segurança) is evaluated.

Through performance evaluation, Petrobras may establish criteria for taking part in contracting and tie-breaking between proposals, according to Petrobras' norms.

The data resulting from performance evaluation may be consulted by the supplier, contributing to the improvement of performance in contractual execution and supplier action in its intended market.

7. Personal data and corporate information protection

7.1. Personal data protection

It is the supplier's duty, demanding a similar stance from its (sub)suppliers, to guarantee its compliance with the provisions of the current privacy and data protection legislation, especially Law n. 13.709/18 (LGPD) as well as observing norms, guidelines, and Petrobras privacy and personal data protection policies. Therefore, it is the duty of all its collaborators to:

- a. *Have an exact understanding that the treatment of personal data is only allowed for specific, defined and legitimate ends, provided in one of the legal hypotheses described in article 7 or 11 of the LGPD and other current legislation on personal data protection.*
- b. *Verify which of the personal data are really necessary for its activity before collecting them, accessing them, using them, storing them, divulging them or performing any sort of treatment provisioned in art. 5, X of LGPD;*
- c. *Not share access passwords with third parties or using third party passwords for accessing corporate systems or computers.*
- d. *When using Petrobras' equipment and resources, there should be no expectation of privacy, with Petrobras being able to have access to the content produced or circulated in them, as long as within the grounds of the current legislation.*

Should there be any inquiries on the application of the General Data Protection Law (LGDP) by Petrobras, the supplier may send an email to encarr@petrobras.com.br.

7.2. Corporate information protection

The supplier, demanding a similar stance from its (sub)suppliers, must comply the internal norms of Petrobras on information security, giving the adequate treatment to information received or generated due to the juridical relation

established with Petrobras, keeping its collaborators informed about such internal norms, and reporting to Petrobras the cases of infringement of said norms.

8. Human rights and legal compliance

The suppliers, demanding a similar stance from its (sub)suppliers, commit to:

- a. *Respecting internationally recognized human rights, according to the provisions of the International Human Rights Charter, the International Labor Organization Declaration on the Fundamental Rights and Principles of Labor, the UN Guiding Principles on Companies and Human Rights ("Guiding Principles") and the Decree n. 9.571 from 21 of November of 2018 and other applicable legislation.*
- b. *Communicating the surrounding communities about activities affecting their daily life, so as to minimize impacts/risks, disturbances and conflicts arising from the execution of their relation with Petrobras;*
- c. *Offer reparations to communities for damages arising from its activities*
- d. *Not performing acts that characterize excessive force in interactions between security personnel, communities and workers*

8.1. Work Conditions

The supplier must provide decent work conditions to its employees, ensuring compliance with the labor legislation of each country, demanding a similar stance from its (sub)suppliers.

In countries where the current legislation is less protective than international law, the latter's standards apply. The supplier must also take action against acts of prejudice, threat, blackmail, libel, moral and sexual harassment.

8.2. Diversity

Honesty, integrity, justice, equity, truth and coherence between practice and discourse guide the relations of Petrobras with people and institutions, and manifest themselves concerning the differences and diversity of ethnical, religious, social, cultural, linguistic, political, aesthetic, physical, mental, psychic, sexual orientation, gender identity, age and gender conditions, among others.

Therefore, the supplier commits to promote diversity, ensuring respect to differences and equality of access opportunities, remuneration and professional ascension, while also demanding a similar stance from its (sub) suppliers.

8.3. Gender equity

The supplier must promote the validation of gender equity, ensuring non-discrimination in labor relations and contributing to effective participation of women in their social and economic activities and

in leadership positions, respecting differences and ensuring equality of rights and opportunities between genders, while also demanding a similar stance from its (sub)suppliers.

8.4. Racial equality

The supplier must validate racial equality initiatives to contribute with more fair labor relations and with opportunity equality for people from ethnical-racial strata in a vulnerability situation, contributing to amplify representation in their social and economic activities and in leadership positions, while also demanding a similar stance from its (sub)suppliers.

8.5. Inclusion of people with disabilities

Every person with disabilities has the right to equal opportunities with other people and will not suffer any form of discrimination. Thus, the supplier must contribute to the actualization of work opportunity equality including, as much as possible or according to the legal provisions, people with disabilities in its workforce, promoting, equally, the exercise of their fundamental rights and liberties, seeking social inclusion and effective citizenship, while also demanding a similar stance from its (sub)suppliers.

8.6 Child, slave labor or labor analogous to slavery, and fighting child and adolescent sexual exploitation

The supplier, while also demanding a similar stance from its (sub)suppliers, commits to:

- a. *Not using child labor, according to the provisions of section XXXIII of article 7 of the Brazilian Republic Constitution,*

nor using a workforce in conditions of slavery or analogous to slavery, demanding the same posture from its own suppliers and contractors, under penalty of the applicable sanctions.

- b. Not practicing and/or condoning any form of sexual exploitation of children and adolescents, making their employees aware for facing such violence and publicizing, whenever possible, the local reporting channels, especially the Municipal Child Protection Councils and Human Rights Helpline (Disque Direitos Humanos) – Dial 100.*

9. Health, environment, work safety and climate change mitigation

The supplier, its employees and subcontractors, engaged in caring about life, the environment and promoting safe and ethical behavior, committing, while also demanding a similar stance from its (sub)suppliers, to:

- a. Reducing risks to safety and health and strengthening safety of processes;*
- b. Caring about one another in work environment and, in doubt, stop and seeking help;*
- c. Fostering protagonism in continuously improving safety, health and wellbeing;*
- d. Preventing and mitigating environmental impacts arising from its activities and products, seeking improvement in environmental quality;*
- e. Ensuring the origin traceability of wood directly or indirectly used in the execution of its activities, in order to certify its production is ecologically adequate, socially fair and economically viable;*
- f. Preventing, monitoring and controlling the impacts of their activities on the communities where they act;*
- g. Consider the specific HSE requirements established for their activities;*
- h. Bolstering the HSE and Climate change mitigation culture by focusing in education, training, awareness raising and shared learning and experience;*
- i. Communicating HSE and Climate change mitigation information and performance in a transparent way;*
- j. Seeking alignment with industry HSE and Climate change mitigation good practices, complying with legislation, standards, norms and ordinances, as well as Petrobras' sustainability commitments and its zero fatalities, zero leaks goals;*
- k. Anticipating and responding swiftly to emergency situations;*

l. Continually implementing improvements in HSE and Climate change mitigation.

10. Community relations

Each community possesses its own characteristics, defined from its history and social relations, represented by values, interaction forms and identity, all of which must be respected.

From these premises, Petrobras encourages the supplier to establish relationships with the communities situated in its service area, based on continuous and transparent dialogue, contributing to the viability of its activities and local development, while also demanding a similar stance from its (sub)suppliers.

11. Social network activity

The digital communication of the supplier must be conducted in accordance to the provisions of this Guide whenever it mentions Petrobras, and in accordance to the current legislation regarding intellectual property and the respective copy and use rights.

It is thus forbidden to:

a. Create websites, pages or any application on Petrobras' behalf or in direct association with the brand;

b. Create profiles in social networks or communities on Petrobras' behalf;

c. Speake on behalf of Petrobras, behaving as a speaker for it in the digital environment without due authorization/designation.

12. Agreements, treaties and conventions

Petrobras supports suppliers in initiatives the seek compliance with agreements, treaties and international conventions in matters concerned by this Guide, among them, the United Nations Universal Declaration of Human Rights, the Business Pact for Integrity and Against Corruption, and the Oil, Gas and Biofuel Industry Integrity Pact, and the International Labor Organization (ILO) guidelines.

13. Ombudsperson Office

It is the duty of all to protect Petrobras from any and every infringement that they find, even it is only suspicious conduct. Therefore, situations that might characterize non-compliance must be reported in the Petrobras Reporting Channel, in a timely, honest, reasonable and responsible manner, detailing attitudes or practices that do not observe this Guide's guidelines, the Company's internal norms or the legislation.

Petrobras makes available safe and reliable communication channels, including an external and independent Reporting Channel, comprehending its controlled companies, and possesses security mechanisms in order to ensure the reporting person's anonymity and allows them to accompany its' report progress.

The Reporting Channel can be accessed by the address:

<https://petrobras.com.br/pt/ouvidoria>

For telephone calls, there are the following numbers:

0800 282 8280

+55 (21) 3224-6666

14. Audits and Evaluations

The supplier, while also demanding a similar stance from its (sub)suppliers, commits to cooperate and aid audit, verification and investigation processes conducted by Petrobras or a designated third party concerning any alleged, suspected or proven non-compliance whether with the applicable national and international, whether in relation to its contractual obligations concerning Petrobras.

The supplier, while also demanding a similar stance from its (sub)suppliers, must make the necessary efforts in order to correct eventual shortcomings or violations identified by an audit, evaluation, inspection, investigation, or external or internal analysis.

15. Complementary dispositions

Non-compliance with this principles and commitments expressed in this Guide may imply adoption of measures by Petrobras, such as the imposition of the penalties and other contractual consequences, as well as administrative sanctions, which may culminate in the barring of the supplier from new contracts and even the termination of current contracts, according to Petrobras' norms.

Regarding administrative sanctions, examples of conducts subject to scrutiny by a specific commission, according to Petrobras' norms, are: fraud, corruption or deliberate conduct from the company; abandonment or unilateral denouncing of the contract; occurrence of HSE accidents, whether or not fatal; non-compliance with labor or social security obligations; the unjustified proposal withdrawal by the bidder, among others considered relevant to Petrobras, according to the seriousness of the harmful conduct or company behavior, or its effects.

