



## STANDARD OPERATING PROCEDURE WITH PUBLIC AGENTS



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### 1. OBJECTIVE

The purpose of this procedure is to establish the manner in which those employees whose attributions include conducting activities before public agencies will behave during their interactions with public agents, in order to guarantee compliance with the guidelines contained in the Anti-corruption Law, and consequently, the principles in the Compliance Program, which reflect the Elfa Way of Acting.

### 2. FIELD OF APPLICATION

**THIS PROCEDURE APPLIES TO ALL EMPLOYEES WHO INTERACT WITH PUBLIC AGENTS in which there are (i) monitoring and/or regulation procedures by the government, such as interactions with ANVISA and finance entities, as well as (ii) interactions resulting from commercial needs, such as situations related to the supply of medications to government entities; and (iii) bill collecting from public entities for which the Elfa Group is a creditor.**

### 3. TERMS AND DEFINITIONS (Glossary)

**Public Agent:** any person who holds, even temporarily or without remuneration, a government position, job, or function, including but not limited to the following hypotheses:

- Federal, State or Municipal Civil Servants, in both direct public administration (judicial, executive, and legislative branches), and indirect public administration (ex. Anvisa, ANTT) and foundations (ex. Fiocruz);
- Employees or civil servants at companies controlled by the government (ex: Petrobrás, Banco do Brasil, Caixa Econômica Federal, BNDES, etc.);
- Employees of a service provider contracted to perform activity that is typical of the Public Administration (ex. Administration of public hospitals);
- Any individual temporarily acting in an official manner for, or on behalf of any government entity (such as a consultant contracted by Anvisa);
- Candidates to public positions at any level, political parties, and their representatives;



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- f) Diplomatic offices of foreign countries or of state-owned entities and agencies;
- g) Legal entities controlled by a foreign government;
- h) International public organizations;

**Subpoenas and Notifications:** acts by which the Company is called to respond in lawsuits, normally delivered by mail or by Process Servers.

**Monitoring:** acts performed by public agencies with powers established by law. This may occur at any time, with or without prior notice, and normally originate from entities associated with monitoring of Labor (ex. Ministry of Labor, Public Labor Prosecutor's Office, etc.), Fiscal (ex. Federal Revenue Service, State and Municipal Finance Offices), Environment (ex. IBAMA, Environmental Police), regulatory bodies (municipal and/or state sanitary surveillance and Anvisa), etc.

**Inspection:** procedure necessary for issuance of good practices certificate, commonly required by ANVISA and preceded by notice, of favorable opinions for AFEs and routine inspections of sanitary agencies, as well as inspections of hospital representatives and public entities that are clients of the Elfa Group.

**Interaction:** any situation that includes an exchange of information or communication between an employee or representative of the Elfa Group with a Public Agent, either at the facilities of any of the companies in the Group or outside them; in other words, whenever any of the persons referred to herein act on behalf of the Company or Group.

**Meeting:** formal act of interaction with a defined agenda and purpose, through formal prior request by employees of the Elfa Group and/or by the Public Agent.

**Visit:** situation in which the employee goes to a government office to check on the progress of public acts related to the delivery of documents, to the supply of medications (receipt of pledges and official documents, delivery of notices, filing of defenses, etc.).

### 3. INTERACTION WITH PUBLIC AGENTS: PREMISES

The Elfa Group reiterates that any payment, offering or receiving of an undue advantage in the Company's business relations is absolutely prohibited, whether with public agents or with agents in the private sector, in Brazil or abroad, directly, or indirectly.

Elfa Group employees who interact with public agents shall refrain from offering or suggesting any type of benefit to the public agent or person connected to him, and

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shall also refrain from providing any orientation or information that illicitly benefits the companies in the Elfa Group, even if there was no direct compensation to the Public Agent, including due to the fact that there is any type of closer relationship with the Public Agent or with a person of his inner circle.

Messages exchanged with Public Agents, by any means, whether written or verbal, may not, under any hypothesis, violate the provisions in this procedure and must always make clear the premises of the Elfa Way of Acting, thereby avoiding any incorrect interpretation (whether now or in the future), since a poorly worded sentence, whether written or stated, could be analyzed in the future by someone who does not fully know the facts, and lead to a great deal of harm to the company, the, Group and its employees.

### 3.1. MONITORING AND COURT ORDERS

Interactions that result from acts of government monitoring shall be accompanied by two employees of the Elfa Group according to the object of the monitoring, which must include an employee with seniority and specialization to clarify the points of the monitoring, as defined below:

- 3.1.1. **Labor Monitoring**: the Manager from Personnel and Management or highest position present from the Personnel Department must participate in the monitoring done at the João Pessoa Unit. Monitoring at other units must be done by the responsible pharmacist or, in his absence, by the highest position present from the Operations Board, duly assisted remotely by the Manager of Personnel and Management or highest hierarchical position present of the Department of Personnel and Management.
- 3.1.2. **Fiscal Monitoring**: the Fiscal Manager or the person with the highest position present from the Fiscal Department must participate, exclusively if the monitoring is being done at the João Pessoa Unit; for monitoring done at the other units, the work will be conducted by the employees of the Fiscal Area, if any, or by the pharmaceutical responsible, duly assisted from a technical standpoint, remotely, by the Fiscal Manager.
- 3.1.3. **Monitoring, Audits or regulatory inspections**: audits are normally done at the Distribution Centers ("CDs") and shall be accompanied by the responsible pharmacist; if any are conducted at the administrative offices, they shall be conducted by the person with the highest position present at that time.
- 3.1.4. **Compliance with court orders from the Police**: when there are police authorities, the Legal Department must be informed immediately for orientation in regard to the procedure, and in these cases

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he must be received and accompanied by the employee holding the highest position present at the time the police authority is present PROVIDED THAT AND IN ALIGNMENT WITH THE LEGAL DEPARTMENT, EVEN IF NO ONE FROM THE LEGAL DEPARTMENT IS PHYSICALLY PRESENT AT THE TIME OF THE SITUATION.

The employees that receive the Public Agent(s) (at least two employees must be present) shall:

- a) Request the official document that authorizes the act which the agent is seeking to conduct and carefully check the information on it to confirm whether the Elfa Group is in fact the intended party of the act.
- b) THE LEGAL DEPARTMENT MUST BE CONSULTED BEFORE PROVIDING ANY INFORMATION OR DOCUMENT, except in cases of provision of documents commonly required by the regulatory agencies (Anvisa and local agencies).**
- c) Subject to the orientation of the Legal Department, the employees shall jointly provide the public agent with the requested information and documents. Copies must be made of the documents before they are provided.
- d) Within two hours after the end of the act, the employees shall report the interaction with delivery details and any consequences to the Legal Department and the Compliance Area; any necessary explanations will be provided within the same period.

### 3.2. SUBPOENAS AND NOTIFICATIONS

Subpoenas and Notifications (easily identified by the symbols of the Judiciary or seal of the Federative Republic of Brazil on the envelope) are usually received by Mail or from a Process Server. Either way, the rules of this Procedure shall be complied with, including the following:

- a) **Subpoenas and Notifications received by Mail**, identified by the symbols of the Judiciary on the envelopes, these shall be signed by the Manager responsible for the Administrative area at the João Pessoa Office, by the Legal Department at the São Paulo Office, and by the responsible pharmacists at the Distribution Centers. The document shall be sent to the Legal Department, to the e-mail "contencioso@grupoelfa.com.br" within two hours of receipt, including those documents for which the reception area signs, since the Legal Department will have the obligation to notify the responsible party immediately whenever they receive a document of this nature, except for notifications related to routine regulatory matters.
- b) **Subpoenas and Notifications received from a Process Server** shall be received by two (2) employees, one of whom must be the responsible person identified

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above, who will, as described in item “a” above, sent it to the Legal Department within two (2) hours, to the email “contencioso@grupoelfa.com.br.” In addition, the interaction with the Process Server shall be reported to the Compliance Area through the tool made available for reporting interactions with public agents.

### 3.3. VISITS

Visits made by the Commercial and/or Financial Teams to government agencies to conduct routine commercial activities (ex. Pick up pledges, make collections, etc.), as well as visits for regulatory matters to public agencies (Anvisa, etc.) shall be conducted with a correct posture, and under no circumstance will there be any attempt to influence the public agent, in any way, to do or refrain from doing anything to benefit Elfa to the detriment of the Public Interest in legality.

### 3.4. PARTICIPATION IN MEETINGS:

Whenever an employee of the Elfa Group participates in a Meeting with a Public Agent, he shall:

- Request participation of a second Group employee;
- Formalize by email the agenda, time, and location of the meeting with the Public Agent;
- The employees that participate in the meeting shall prepare formal Minutes, using the Model in Attachment I to this Procedure, and send it to the Compliance Area by e-mail ([compliance@grupoelfa.com.br](mailto:compliance@grupoelfa.com.br)) within five (5) days of the meeting, together with the evidence of the formalization indicated in item “b” above.

### 3.5. REPORT OF INTERACTIONS WITH PUBLIC AGENTS

**ANY AND ALL INTERACTIONS BETWEEN EMPLOYEES OF THE ALFA GROUP WITH PUBLIC AGENTS, WHETHER THEY ARE MERELY A SIMPLE INTERACTION OR A SCHEDULED MEETING, SHALL ALWAYS BE THE OBJECT OF A REPORT TO THE COMPANY’S COMPLIANCE AREA. IN THE CASE OF A MEETING, THE REPORT WILL BE MADE THROUGH THE MEETING MINUTES SIGNED BY THE GROUP PARTICIPANTS FROM THE ELFA GROUP, as established in item 3.4 above!**

**If any anti-ethical behavior, speech, situation, or if anything is not the object or focus of the interaction or meeting that does not comply with the Elfa Compliance rules is witnessed, the employee shall immediately state his disagreement, shall record this disagreement in Minutes, and state that as a result of the situation, he is leaving the**

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**location and promptly leave. Any situation of this nature shall be immediately reported to the Elfa Compliance Area!**

All interactions shall be reported using the tool for reporting interactions with Public Agents, as informed by the Compliance Area within five days from the interaction date or every Friday if the interaction is made by the Commercial Area, as the result of the interaction with public agents is part of their routine, and shall contain at least the following fields:

- a) Date:
- b) Name of Agency:
- c) Name of public agent with whom there was interaction:
- d) Position of Public Agent
- e) The Public Agent is a friend or relative of the employees involved in the act:
- f) Participants from the Elfa Group:
- g) Topic covered:
- h) Documents/information provided:
- i) Describe any anti-ethical situation in violation of the Company's Compliance rules.

**ANY AND ALL QUESTIONS OR SITUATIONS THAT COULD VIOLATE THIS PROCEDURE, THE ANTI-CORRUPTION POLICY, OR ANY OF THE ELFA COMPLIANCE RULES MUST BE REPORTED IMMEDIATELY TO THE AREA MANAGER AND/OR COMPLIANCE AREA.**

## **6. EXPECTED RESULTS**

The purpose of this Procedure is to identify all interactions between employees and Public Agents and to avoid any situations that could expose the Company to the risk of violating its rules of Compliance, ethics, and of fighting corruption. Therefore, in order to properly comply with the Elfa Compliance Program, its provisions must be strictly followed.

## **7. APPROVAL**



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STATUS	NAME	POSITION/FUNCTION	DATE
PREPARED BY	LEILA SANTOS	LEGAL AND COMPLIANCE MANAGER	8/14/2018
VALIDATED BY	JANAINA PAVAN	LEGAL AND COMPLIANCE DIRECTOR	8/14/2018
APPROVED BY	RANY ALVES	QUALITY SPECIALIST	9/12/2018

## 8. RECORD OF REVIEW

VERSION	REVIEWED BY – POSITION/FUNCTION	DATE	APPROVED BY POSITION/FUNCTION
ALTERATIONS MADE			

## 9. ATTACHMENTS AND COMPLEMENTARY DOCUMENTS

Anti-corruption Policy

ATTACHMENT I – MODEL OF RECORD OF MEETING WITH PUBLIC AGENTS

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## ATTACHMENT I – MODEL OF RECORD OF MEETING WITH PUBLIC AGENTS

Date: \_\_/\_\_/\_\_.

Location: \_\_\_\_\_

Length: \_\_\_\_\_.

Subject: \_\_\_\_\_

Detailed description of what was discussed and/or decided: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Documents or Information delivered or sent:

a)

b)

Did the Public Agent ask for any type of benefit to favor the companies in the Elfa Group?

( ) Yes ( ) No. If yes, please give details: \_\_\_\_\_

Did you offer, even if implicitly, any benefit to the Public Agent or did you use any personal relationship with the Public Agent or with anyone from his circle to obtain a benefit or differentiated treatment from the Public Agent?

( ) Yes ( ) No. If yes, please explain:

Describe any situation not in line with the Elfa Compliance rules:

\_\_\_\_\_  
\_\_\_\_\_

Public Agent Participants:





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Name: \_\_\_\_\_ Agency/Entity: \_\_\_\_\_

Name: \_\_\_\_\_ Agency/Entity: \_\_\_\_\_ (

Participants of the Elfa Group (minimum 2 employees):

Name: \_\_\_\_\_ CPF: \_\_\_\_\_

Position: \_\_\_\_\_ Signature: \_\_\_\_\_

Name: \_\_\_\_\_ CPF: \_\_\_\_\_

Position: \_\_\_\_\_ Signature: \_\_\_\_\_

Elfa Representative Participants:

Name: \_\_\_\_\_ CPF: \_\_\_\_\_

Signature: \_\_\_\_\_

