

## seguridade

# INTERNAL REGULATION OF THE SUPERVISORY BOARD OF CAIXA SEGURIDADE PARTICIPAÇÕES S.A.

(Approved at the Supervisory Board Meeting held on 02-25-2019)



### INTERNAL REGULATION OF THE SUPERVISORY BOARD OF

#### CAIXA SEGURIDADE PARTICIPAÇÕES S.A.

#### **CHAPTER I - CONCEPT AND PURPOSE**

Art. 1. These Internal Regulations ("Regulations") provide for the operation of the Supervisory Board of Caixa Seguridade Participações S.A. ("CAIXA Seguridade" or "Company"), as well about their relationship with the other bodies of the Company, subject to the provisions of the Statute, of the legislation in force and good governance practices.

Art. 2. The Supervisory Board is the supervisory body of Caixa Seguridade, which monitors and verifies the actions of the managers and the fulfillment of their legal and statutory duties, watches over the interests of the Company and exercises the powers inherent to its supervisory power in accordance with the legislation applicable, with the terms of the current Caixa Seguridade Statute and these Internal Regulations.

#### **CHAPTER II - COMPOSITION**

#### **SECTION I - MEMBERS**

- Art. 3. The Supervisory Board will function on a permanent basis, and will be composed of 3 (three) effective members and an equal number of alternates, elected by the General Meeting, observing that:
- I 1 (one) sitting member and his/her respective alternate will be appointed by the holders of minority common shares, pursuant to article 240 of the Brazilian Corporation Law, if any, or if not, by the parent company;
- II 1 (one) effective member and his/her respective alternate will be appointed by the Ministry of Economy, as representatives of the National Treasury Secretariat, who must be civil servants with permanent ties to the Public Administration;
- III 1 (one) effective member and his respective alternate will be appointed by CAIXA.

#### **SECTION II - MANDATE**

Art. 4. In addition to the conditions provided for in the Caixa Seguridade Bylaws, when applicable, the Supervisory Board members are subject, including as to their powers, duties and responsibilities, requirements and impediments for investiture and remuneration, to the provisions



contained in Law No. 6,404/1976, Law No. 13,303/2016 and its respective regulatory Decree, other applicable rules and regulations and these Internal Regulations.

Art. 5. In the event of eventual absence, resignation, or impediment of the effective member, the Chairperson of the Supervisory Board will call the respective alternate until the new holder takes office, if applicable.

Art. 6. The function of member of the Supervisory Board is non-delegable.

#### **SECTION III - VACANCY**

Art. 7. In addition to the cases provided for by law, vacancy will occur when the member of the Supervisory Board fails to attend, without written justification, two consecutive ordinary meetings or three alternate ordinary meetings, in the last twelve months, except for reasons of force majeure or fortuitous event.

Paragraph 1. In the event of vacancy, resignation or removal from office of a member of the Supervisory Board, the respective alternate shall replace this.

Paragraph 2. In the event of vacancy of the incumbent and his alternate, a General Meeting shall be called in order to elect a substitute and respective alternate to exercise the vacant position until the end of the Supervisory Board's mandate.

Paragraph 3. The resignation of the Director to the position must be made in writing and forwarded to the Chairperson of the Board, with a copy to the Governance Secretariat, who will ensure its proper filing, registration and publication.

Paragraph 4. In the event of the resignation of the Chairperson of the Board, the latter must do so in writing to the Vice-Chairperson, with a copy to the Governance Secretariat, which will ensure its proper filing, registration and publication.

#### **SECTION IV - OWNERSHIP AND REAPPOINTMENT**

Art. 8. The members of the Supervisory Board will be invested in their positions regardless of the signature of the investiture term, since the respective election.

Art. 9. The term of office of the members of the Supervisory Board will be 2 (two) years, with a maximum of 2 (two) consecutive renewals permitted.

Single paragraph. Once this limit is reached, the return of a member of the Supervisory Board can only be made after a period equivalent to a period of performance has elapsed.



Art. 10. In the event of reappointment, the term of the new mandate shall begin on the expiration of the previous mandate.

Art. 11. Each Supervisory Board member before entering the exercise of the function, upon leaving office, and annually, while exercising their functions, submit to Caixa Seguridade the annual declaration of assets, which will be filed, and to the Public Ethics Committee of the Presidency of the Republic - CEP/PR.

Art. 12. At their first meeting, the Chairperson and Vice-Chairperson will be elected by the members of the Board.

Single paragraph. The Vice-Chairperson will exercise the duties of the Chairperson, provided for in these Internal Regulations, in his absences and temporary impediments, regardless of any formality.

Art. 13. When elected, the Supervisory Board members must sign a Confidentiality Agreement with the Company, guaranteeing, during and after the exercise of their mandate, that information that they have or will have access to in the exercise of their functions in the Supervisory Board, which is not publicly available, will not be disclosed, except in compliance with its legal obligations.

#### **SECTION V - IMPEDIMENTS**

- Art. 14. The following may not be elected or remain on the Supervisory Board of Caixa Seguridade, in addition to those prohibited by law and other applicable rules:
- I the convicted, by final decision, of bankruptcy, tax evasion, prevarication, active or passive corruption, concussion, embezzlement, against the popular economy, against public faith, against property, against the System National Finance and those sentenced to criminal penalties that prohibit, albeit temporarily, access to public positions;
- II those declared ineligible for management positions in institutions authorized to operate by the Private Insurance Superintendence (SUSEP), the Brazilian Securities Commission (CVM), the Central Bank of Brazil (BACEN) or in other institutions subject to authorization, control and supervision, direct and indirect Public Administration bodies and entities, including private pension entities, insurance companies, capitalization companies and public companies;
- III those in default with the CAIXA Seguridade, its subsidiaries or CAIXA and/or political-administrative person to which it is related, or which have caused them unpaid damage;
- IV those who have control or significant interest in the capital stock of the non-performing legal entity with the companies mentioned in the previous item or that have caused them an unpaid loss, extending this impediment to those who have held a position of management in a legal entity in this situation, in the fiscal year immediately preceding the date of election or nomination;



- V those who are responding personally, or as a controlling shareholder or director of a corporation, for pending claims of securities, court collection, issuing bad checks, defaulting obligations and other similar occurrences or circumstances;
- VI those who control or participate in the administration of a bankruptcy or insolvency legal entity, for a period of five years prior to the date of election or appointment, except as receiver, commissioner, or trustee;
- VII those declared bankrupt or insolvent, while this situation lasts;
- VIII those who hold positions of administration, direction, inspection or management, or hold control or a portion greater than ten percent of the capital stock of an institution, financial or not, whose interests are in conflict with those of Caixa Seguridade;
- IX those who have been convicted of the crime of tax evasion or against the National Financial System (SFN);
- X the representatives of the regulatory body to which the Company, its controlled or subsidiaries are subject;
- XI those who hold statutory positions in the administration of political parties; and
- XII holders of mandates in the Legislative Branch at any level of the Federation, in office or licensed for the position.
- Art. 15. In addition to the persons with the impediments indicated in article 15 of these Internal Regulations, they may not be part of the partner Supervisory Board, ascending, descendant or collateral or similar, up to the third degree, of members of the management bodies, employees of Caixa Seguridade or companies by this subsidiary, in addition to the spouse or relative, up to the third degree, of the administrator of the Controlling Shareholder.
- Art. 16. The members of the Supervisory Board are prohibited from intervening in the study, decision-making process, control or liquidation of any operation in which, directly or indirectly, companies in which they have control or a portion greater than ten percent of the capital stock are interested, applying this impediment, even when the control or participation in the capital is held by persons referred to in art. 15, item III of these regulations, and when dealing with a company in which they hold or have held management positions in the financial year immediately prior to investing in Caixa Seguridade.



#### **SECTION VI – REMUNERATION**

Art. 17. The remuneration, advantages and benefits of the members of the Supervisory Board will be determined annually by the General Meeting, in accordance with Caixa Seguridade's Statute, in compliance with current legislation.

Paragraph 1. The remuneration of the members of the Supervisory Board, in addition to the mandatory reimbursement of travel and accommodation expenses necessary for the performance of the function, will be 10% (ten percent) of the average remuneration of the Officers.

Paragraph 2. The members of the Supervisory Board will have reimbursement of their travel, accommodation and food expenses necessary for the performance of their function, whenever they live outside the city where the meeting is held. If the members reside in the city where the meeting is held, reimbursement will be restricted to locomotion.

Paragraph 3. The payment of any remuneration, advantage or benefit not established by the General Meeting is prohibited.

Paragraph 4. Caixa Seguridade will disclose all and any form of remuneration for the Supervisory Board members.

#### **CHAPTER III – COMPETENCES**

Art. 18. The Supervisory Board is a permanent supervisory body, with collegiate and individual activities, in addition to the legal terms:

I - supervise, by any of its members, the acts of the Administrators and verify the fulfillment of their legal and statutory duties;

II - opine on the annual management report and the financial statements for the fiscal year, stating in its opinion the complementary information deemed necessary or useful for the resolution of the General Meeting;

III - express an opinion on the proposals of the Management bodies, to be submitted to the General Meeting regarding the modification of the capital stock, issuance of debentures and subscription bonuses, investment plans or capital budgets, distribution of dividends, transformation, incorporation, merger or split;

IV - report, by any of its members, to the Management bodies and, if they do not adopt the necessary measures to protect the interests of the Caixa Seguridade, to the General Meeting, the errors, fraud or crimes they discover, and suggest measures;



- V call the Annual General Meeting, if the management bodies delay this call for more than one month, and the Extraordinary Meeting, whenever there are serious or urgent reasons;
- VI analyze, at least quarterly, or when there is a relevant matter, the balance sheets and other financial statements of Caixa Seguridade, independently, and of its subsidiaries and affiliates, on a consolidated basis, as well as the opinions issued by independent auditors;
- VII issue an opinion, at least on a quarterly basis, on Caixa Seguridade's balance sheets and other financial statements, independently;
- VIII provide, whenever requested, information on matters within its competence to the shareholder, or group of shareholders, who represent at least 5% (five percent) of the Company's capital stock;
- IX in addition to other statutory duties, exercise those of items I to VIII of this article, during the eventual liquidation of the Company;
- X appreciate the results of the work produced by the independent and internal audits, including the Annual Internal Audit Activities Plan (PAINT) and the Annual Internal Audit Activities Report (RAINT);
- XI attend meetings of the Board of Directors or of the Executive Board in which matters are resolved on which the Supervisory Board may issue an opinion;
- XII approve its Internal Regulations and its annual work plan;
- XIII perform the annual, individual and collective self-assessment of its performance;
- XIV monitor the equity, financial and budgetary execution, being able to examine books, any other documents and request information;
- XV inspect compliance with the company's participation limit in defraying health care and supplementary pension benefits;
- XVI annually analyze the risk management report and, quarterly, the internal controls and compliance report;
- XVII assess the occurrence of an act or conduct that does not comply with the Company's rules.
- Single paragraph. The monthly balance sheets, as well as the balance sheets and financial statements corresponding to each quarter, will be forwarded to the members with Independent Audit Opinion, the half-yearly with the respective Internal Audit Report, within the term established in the schedule to be signed with the financial area.



#### **SECTION I - ATTRIBUTIONS**

Art. 19. The Supervisory Board has the following duties:

I - meet, at least quarterly, with the Audit Committee to discuss policies, practices and procedures used within the scope of their respective powers;

II - meet, at least quarterly, with the Board of Directors to discuss the result of the analysis of the financial statements and information of CAIXA Seguridade, as well as to analyze the operations carried out by the Company in the period;

III - meet, at least on a quarterly basis, with the Executive Board to provide clarifications, advise and discuss issues within its scope;

IV - become aware, through the Audit Committee, together with the independent auditor and the Internal Audit:

- a) fraud, failures or errors that jeopardize the continuity of Caixa Seguridade or the reliability of the financial statements; and
- b) assessments regarding the effectiveness of risk management, controls and governance processes.
- V request, from Caixa Seguridade's Independent Audit, clarifications or information, and the verification of specific facts, at the request of any of its members;
- VI request Caixa Seguridade to indicate, within a maximum period of thirty days, three experts, who may be individuals or legal entities, of notorious knowledge in the area in question, among which the Supervisory Board will choose one, whose fees will be paid by the Company, to answer questions asked by him, to ascertain a fact whose clarification is necessary for the performance of his duties;
- VII establish an annual evaluation system, on which the Supervisory Board will evaluate its performance and that of its Members in order to improve their functions, and the methodology adopted must be previously approved by the Members and make up the general process for evaluating internal procedures and controls;

VIII - exercise the other attributions related to its supervisory power, according to the current legislation.



Paragraph 1. The Fiscal Council, at the request of any of its members, will request clarification or information from the management bodies, as well as the preparation of special financial or accounting statements.

Paragraph 2. The members of the Supervisory Board will attend the meetings of the Board of Directors or of the Executive Board in which to deliberate on the matters to which they should give their opinion.

Art. 20. The Chairperson of the Supervisory Board of Caixa Seguridade is

responsible for:

- I represent the Supervisory Board;
- II call and preside over ordinary and extraordinary meetings;
- III distribute, in a timely manner, by rapporteur, the materials for examination, when

applicable;

- IV determine the measures necessary for the full functioning of the Board;
- V exercise, in addition to the ordinary voting right, the quality vote;
- VI guide the work, ensuring order in the debates, as well as resolving issues of order raised in the meetings; and
- VII conduct, annually, the process of formal assessment of its own performance, of the performance of each member of the Supervisory Board and the Governance Secretariat.
- Art. 21. The Board members are responsible for:
- I issue an opinion on the matter submitted to it, when invested in the role of rapporteur;
- II raise questions of order;
- III request a view of the processes and/or other documents necessary for clarification and guidance;
- IV ask the Management Bodies for information considered essential to the performance of the function;
- V submit suggestions to the Supervisory Board regarding its operation and about the Company's problems;
- VI exercise the right to vote in the Supervisory Board's deliberations; and



VII - exercise other legal attributions, inherent to the function of Supervisory Board member, and resolve on its own Internal Regulation.

#### **SECTION II - DUTIES**

- Art. 22. It is the duty of every member of Board, in addition to those provided for in current legislation and the Statute:
- I participate, in possession and annually, of integration program and specific training on essential subjects and other subjects related to the Company's activities;
- II attend the Board meetings previously prepared, having examined the documents made available, and participate actively and diligently in them;
- III attend the meetings of the Management Bodies in accordance with this Internal Regulation, or when invited;
- IV qualify for the exercise of the respective function, developing personal skills and acquiring information and knowledge necessary for their performance;
- V communicate to the Chairperson of the Board and to the Governance Secretariat, at least 48 hours in advance, the impossibility of attending the scheduled meeting, for the purpose of calling the alternate;
- VI present a written or oral statement of vote or, if you prefer, record your disagreement or reservation, if applicable;
- VII declare, prior to the resolution, whether for any reason, it has a particular or conflicting interest with the Company regarding a particular matter submitted for its consideration, abstaining from participating in its discussion and vote;
- VIII inform Caixa Seguridade about its candidacy for elective office in the Executive and Legislative Branches, when this occurs;
- IX keep confidentiality about all and any information of the Company to which it has access due to the exercise of the position, observing the legislation, the current policies, codes of ethics and conduct and other internal rules.
- Art. 23. The members of the Supervisory Board must keep their personal data updated with the Secretariat of Governance and, also, provide the declarations required by the Statute and by the current legislation and regulations.



#### **SECTION III - RESPONSIBILITIES**

Art. 24. The members of the Supervisory Board are liable for damages resulting from failure to comply with their duties and from acts carried out with guilt or intent, or with violation of the law or the Statute.

Paragraph 1. The loss of office does not eliminate the civil and criminal liability to which the members of the Supervisory Board are subject, due to the breach of their obligations.

Paragraph 2. The member of the Supervisory Board is not responsible for the unlawful acts of other members, unless he/she connives with them or if he/she contributes to the practice of the act.

Paragraph 3. The liability of the members of the Supervisory Board for failure to comply with their duties is joint and several, but the dissenting member who consigns their divergence in the Minutes of the Board meeting and communicates the fact to the Company's Management Bodies is exempt from it.

#### **CHAPTER IV - OPERATION**

Art. 25. The Audit Committee will meet, ordinarily, once a month and, extraordinarily, whenever necessary, when convened by its Chairperson or by the majority of members, and the agenda must be included in the call.

Paragraph 1. The call will be made by electronic means or any other means that allows proof of receipt, at least 5 (five) business days prior to the date of the meeting and with presentation of the agenda and material of the matters to be addressed.

Paragraph 2. As a matter of urgency, meetings may be called without observing the above deadline, provided that they are duly justified by the Company and accepted by the Collegiate, unequivocally aware of all members of the body.

Paragraph 3. Regardless of the formalities provided for in the caput and in Paragraph 1 of this article, the meetings of the Supervisory Board that have the presence of all its members will be valid.

Art. 26. In addition to face-to-face meetings, meetings may be accepted by teleconference or videoconference, or by electronic means.

#### **SECTION I - IN-PERSON MEETING**



Art. 27. The meetings will be held, preferably, at Caixa Seguridade's headquarters.

Art. 28. The meeting will only be opened with the presence of the majority of its members.

Paragraph 1. In the event that it is not possible to attend the meeting, in person or by audio or videoconference, the member may, based on the agenda of the matters to be addressed, express their vote in writing or by e-mail.

Paragraph 2. Members who participate in the ways provided for in Paragraph 1 of this article are deemed to be present, including for purposes of meeting the minimum quorum for setting up the meeting.

Art. 29. Resolutions at Supervisory Board meetings will be taken by majority vote of those present, and the Supervisory Board has a casting vote.

Single paragraph. In the event of a non-unanimous decision, the divergent vote may be registered, at the discretion of the Member.

Art. 30. The Supervisory Board member, who for justified reasons is unable to attend ordinary or extraordinary meetings, shall communicate the fact to the Chairperson of the Board, at least 48 (forty-eight) hours in advance, for the purpose of calling the respective alternate.

Single paragraph. The communication referred to in this article will be unnecessary if the respective alternate, duly informed by the effective member, attends the meetings.

Art. 31. The regular face-to-face meetings of the Supervisory Board will be subject to the following agenda: I - opening at the present time with the verification of "quorum";

II - communications from its Chairperson and its members;

III - reading of the minutes of the last

meeting;

IV - signature of the list of those present;

V - presentation, discussion and appreciation of the matter on the agenda;

VI - general matters;

VII - ending.

Art. 32. At the discretion of the Board Presidency, on its own initiative or that of any of its members, Officers and employees may be invited to participate in the meetings, for discussion and/or presentation of clarification on specific matters.



Paragraph 1. The persons specially invited to provide clarifications or information will have access to the meeting grounds, in addition to the Board members and advisers.

Paragraph 2. The third parties invited to attend the Board meeting shall only remain during the period in which the matter that originated their call is being considered.

Art. 33. All matters and resulting decisions offered to the Board in a private manner will be confidential, of restricted knowledge to the Board members and to the participants of the meetings.

#### **SECTION II - ELECTRONIC MEETING**

Art. 34. Electronic meetings have a maximum period of 24 (twenty four) hours for the Board members to manifest themselves, unless a longer period is established in the disclosure.

Paragraph 1. The Board Chairperson may extend the term established in the caput, upon authorization.

Paragraph 2. After this period has elapsed, the meeting will be closed and the matters will be removed from the agenda and included in the next meeting, if there is no manifestation by the majority of members.

Art. 35. The expressions by electronic means, i.e. votes and/or considerations, are filed in a digital folder of the meeting, on a server of the Governance Secretariat, keeping the date and time information.

#### **SECTION III - MINUTES**

Art. 36. Minutes will be drawn up for the meeting, which will compose the Supervisory Board's minutes book, and must be signed by all members present, in the case of a face-to-face meeting, or by the members who spoke, in the case of an electronic meeting, and by the representative of the Governance Secretariat.

Paragraph 1. The minutes of the meeting will be disclosed when requested by one of the members, except when the majority believes that the disclosure could put Caixa Seguridade's legitimate interest at risk.

Paragraph 2. The manifestations, divergences, reservations and opinions issued, when applicable, initialed by all members of the Supervisory Board will be an integral part of the minutes.



#### **SECTION IV - BOARD DEMANDS**

Art. 37. The deadline for meeting the demands of the Board originating in a meeting or spontaneously, at the request of a Member, is 15 (fifteen) consecutive days, based on the knowledge of the demand by the responsible area in the Company, through electronic communication from the Governance Secretariat or the disclosure of the Certificate of Minutes, except when a specific term has been set by the demanding Board or Member.

Paragraph 1. The area formalizes to the Governance Secretariat, within 48 (forty-eight) hours, counted from the receipt of the demand, the need for its redirection, with the necessary justifications and indication of the unit responsible for the service, which must be according to the transfer.

Paragraph 2. The request for redirection of demand is sent to the mailbox of the Governance Secretariat with a copy to the unit indicated as responsible for the service.

Paragraph 3. As soon as it finds that it is impossible to meet the deadline, the area informs the request for a reasoned extension to the Governance Secretariat for evaluation, through Electronic Communication (CE).

Paragraph 4. The demand not met by the responsible area within the established deadline, will be guided by the Governance Secretariat at the next Board meeting, at which time the manager will provide clarifications regarding the non-compliance with the deadline.

Paragraph 5. Requests for extension of the term will be submitted to the Board for consent or refusal.

#### **SECTION V - INFORMATION REQUEST PROCEDURE**

Art. 38. For the performance of his/her activities, the board member may request, at any time, documents, clarifications and face-to-face meetings with Executive Officers or with other managers or technicians of the Company, responsible for the matters to be dealt with.



Single paragraph. Such requests must be answered within 15 (fifteen) consecutive days, from the receipt of the request, with a tolerance of another 5 (five) days, in extraordinary cases.

Art. 39. In order to facilitate and order the requests of the board members, these will be coordinated by the Governance Secretariat, which will be in charge of monitoring the progress of the request.

Art. 40. The documents, technical notes or clarifications requested must be dealt with in accordance with Art. 23, item IX of these Regulations regarding the confidentiality of information.

Art. 41. For the case of document request and clarification by Technical Note:

- I the Board member will forward the request to the Governance Secretariat, which will be in charge of copying the other members of the Supervisory Board;
- II the Governance Secretariat will identify the member of the Executive Board responsible for the matter to be addressed, to whom it will forward the request;
- III the contact Executive Officer will provide the relevant document and Technical Note and forward it to the Governance Secretariat; and
- IV The Governance Secretariat will send the document and the Technical Note to the requesting Director, with a copy to the other members of the Supervisory Board.

Art. 42. In the case of a request for a meeting with a member of the Executive Board, manager or technician of the Company:

- I the Board member will forward the request for a meeting, with the topics to be discussed, to the Governance Secretariat, who will inform the Chairperson of the Board;
- II the meeting will be scheduled by the Governance Secretariat, and, in the case of the participation of managers or technicians of the Company's staff in the meeting, the Executive Officer of contact must be involved;
- III the CEO of the Company and the Executive Officer of contact may recommend the presence of other members of the Company's staff, considering their knowledge or responsibilities in the matters in question; and,
- IV the notes and commitments originating from the meetings will be registered and controlled by the Governance Secretariat, and the matter may be addressed at the meetings as clarifications related to previous meetings.



#### **CHAPTER V - EVALUATIONS AND TRAINING**

Art. 43. The Supervisory Board will make an annual assessment of its performance and that of its Members in order to improve their functions.

Art. 44. The evaluation will be conducted by its Chairperson according to the following procedures:

I - Evaluation of the performance of the Board by each Member;

II - Self-assessment of each Member; and

III - Evaluation of the Governance Secretariat.

Paragraph 1. It is incumbent upon the Supervisory Board to approve the evaluation methodology, contemplating evaluation terms, responsibilities, methods and instruments and their respective updates, when necessary.

Paragraph 2. The evaluations will be carried out by means of a specific instrument and registered in the Minutes of the meeting.

Paragraph 3. The Governance Secretariat, with the authorization of the Chairperson of the Board, will forward the performance evaluation forms to the members of the Board.

Paragraph 4. The Governance Secretariat will be responsible for consolidating the evaluations and presenting the results to the Board.

Paragraph 5. The Supervisory Board is responsible for discussing the results of the evaluations, their annual evolution and the elaboration of an improvement plan with details of the actions, responsibilities and deadlines.

Art. 45. The Supervisory Board members must participate, in possession and annually, of specific training provided by Caixa Seguridade as provided by the Mandatory Training Program in force.

Single paragraph. The reappointment of a Member who has not participated in any annual training provided by the Company in the last two years is prohibited.

#### **CHAPTER VI - GOVERNANCE SECRETARIAT**



Art. 46. The advisory and support to the Supervisory Board will be provided by the Governance Secretariat, which is responsible for adopting all measures and will exercise all the activities necessary for the effective functioning of the Board, as follows:

- I supporting the Board in the proper exercise of its functions, aiming at improving its governance system and adhering its documents to the legal environment, in compliance with the provisions of these Internal Regulations and the legislation in force;
- II arrange for the summons of the members of the Board for the meetings as provided in these Rules of Procedure;
- III exercise the secretariat of the Board;
- IV propose to the Board the agenda and Annual Calendar of ordinary meetings;
- V organize, under the direction of the Chairperson, the agenda of the matters to be discussed at each meeting;
- VI observe the minimum deadlines for sending the documentation related to the matters governed by the proposing areas, of 7 (seven) working days from the date scheduled for ordinary meetings and, preferably, of 2 (two) working days for extraordinary meetings;
- VII prepare administrative acts resulting from the decisions of the Board and forward them to the interested areas;
- VIII internally disclose the decisions and requests of the Board and follow up on pending matters and/or demands of this governance body, defining those responsible for meeting pending issues and/or demands;
- IX prepare, draw up and file the respective minutes, including those of not holding a meeting, in the proper book and collect the signatures of the members;
- X organize and keep under its custody the documentation related to the activities carried out by the Board and make them available for consultation by the various supervisory bodies, internal and external;
- XI request the publication of minutes and deliberations of the Supervisory Board in the official press organ and in a newspaper of great circulation, when applicable;



XII - monitor other matters involving the Board and/or requested by it; and

XIII - provide the Board with the means necessary for its proper functioning.

#### **CHAPTER VII - JUDICIAL DEFENSE AND CIVIL LIABILITY INSURANCE**

Art. 47. The Company, as defined by the Board of Directors, will ensure members and former members of the Supervisory Board, the defense in judicial and administrative proceedings brought against them by the practice of acts in the exercise of office or function, provided that no fact has been found that causes the action of liability and that there is no incompatibility with the interests of the Company, its subsidiaries and affiliates.

Paragraph 1. The benefit provided for in the caput applies, as appropriate and at the discretion of the Board of Directors, to those who are included in the passive pole of judicial or administrative proceedings, as a result of acts they have practiced in the exercise of delegated competence by the managers.

Paragraph 2. If any Member is convicted, by a final and unappealable judicial decision, based on violation of the law or the Statute, he shall reimburse Caixa Seguridade for all costs and expenses arising from the defense referred to in the caput, in addition to any losses.

Art. 48. The members of the Supervisory Board, effective and alternate, undertake to resolve, by means of arbitration, before the Market Arbitration Chamber, in the form of its regulation, any dispute that may arise between them, related to or arising from their condition of issuer, shareholders or administrators and members of the Supervisory Board, in particular, arising from the provisions contained in Law 6,385/76, Law 6,404/76, in the Statute of Caixa Seguridade, in the rules issued by the National Monetary Council (CMN), by BACEN and CVM, as well as in the other rules applicable to the functioning of the capital market in general, in addition to those contained in the Novo Mercado Regulation, the other regulations of [B]<sup>3</sup> and the Novo Mercado Participation Agreement.

Single paragraph. Disputes or controversies involving unavailable rights are also excluded from the caput.

#### **CHAPTER VIII - FINAL PROVISIONS**

Art. 49. It will be up to the Board to resolve doubts and omitted cases, regarding this Regulation, and to promote the changes it deems pertinent and necessary, observing the statutory provisions and those issued by the regulatory bodies and the current legislation.



Art. 50. These Rules of Procedure may be amended at the proposal of any of its members.

Art. 51. These regulations come into force on the date of their approval by the Board and will be filed at the Company's headquarters and made available on its website.