

Code of Ethical Conduct for Suppliers



September 2020

cielo

Message from the CEO

Dear partner,

More and more, our work is strengthened by bringing together our expertise with the expertise of partners like you. Cielo believes that this makes us stronger to meet the needs of our customers, our greatest goal.

So that our relationship is fluid, transparent and guided by trust, here we share with you our guidelines for this journey.

Cielo is committed to Ethics and guides its actions and partnerships to the highest standards of behavior.

This Code of Ethical Conduct for Supplier has the purpose to make clear the principles considered key for our relationship to be long lasting.

The idea is that you get to know our positions and rules on matters that are important for Cielo and that reflect our way of doing business and the contribution we want to make to the society in which we live.

We also set the responsibilities and conduct expected in our partnership so that, together, we can help the sustainable development of our business and our country.

Paulo Rogério Caffarelli

Chairman

Cielo S.A.

Contents

Scope	5
General Rules	5
Cielo's Culture	5
Purpose	5
Vision	5
Strategic Guidelines	6
Cultural Features	6
Conduct Guidelines for Suppliers	7
1. Compliance with the Law	7
Anticorruption Law	7
Fraud Prevention	8
Anti-money Laundering and Combating the Financing of Terrorism	8
2. Relationship of the Suppliers with their Supply Chain and Cielo	9
Development of Employees	10
3. Ethics in Business Relations	10
Freedom of Association	10
Antitrust Practices	11
Conflict of Interest	11
4. Social Networks	14
5. Human Rights	15
Discrimination and Diversity	15
Harassment	15
Slave Labor	16
Respect for the Fundamental Rights of Children and Adolescents	16
6. Environment	16
7. Secrecy and Confidentiality	17
Information Secrecy and Confidentiality	17
Information security	18
Information Transparency	19
Privacy and Personal Data Protection	19
Submitting Information to Regulators	20
Voluntary Commitments	20
8. Cielo's Compliance Program	20
9. Reporting Deviations	21
10. Final Provisions	21
Approval of the Code	21

Scope of the Code

This is Cielo's, Servinet's, Aliança's and Stelo's (hereinafter "Cielo" or "Company") Code of Ethical Conduct for Suppliers, and must set the guidelines for the Company's subsidiaries and be used as a reference to set the guidelines for Cielo's subsidiaries.

General Rules

Employee: Understood as any Employee, Member of the Board, Committee, Executive Officer, Attorney or Legal Representative.

Cielo's Culture

There is a new competition arena and it is digital, agile and with the potential for billions. And, as a technology company, Cielo, is aware of two simultaneous work agendas: today's and tomorrow's. Today's must be done very well, but without neglecting innovation. The future, which is nearly here, is digital. In this sense, the Company's Board of Directors, considering the disruptive movements in the payment value chain and the external context, approved a new inspiring direction for the Company.

Purpose

Simplifying and promoting the business for all: We work to simplify the daily lives of millions of consumers and companies and promote the business for everyone in the market's economy. Generating opportunities through our businesses also brings the possibility of work and income for millions of families who deserve to live in a fair, equitable and sustainable society. We seek to make all kinds of diversity possible by boosting business for all and, through innovation, simplifying the processes and relationships of companies and clients, making the trade context more sustainable.

Vision

Being the most desired smart platform in Brazilian trade: We work to be recognized as the smart platform that is part of the entire value chain, in broad and personalized solutions in the territories of digital banking and marketplace in Brazilian trade. We will be a reference for our work with sustainable practices and social responsibility and desired for our role in the inclusion of people diversity.

Strategic Guidelines

Here, the client is the boss: Our decisions are based on the client. We are guided by the best experiences and relationships and we prioritize the clients, always with a sense of responsibility regarding the company's results.

Delivering the best result, always: Our commitment is to maximize returns for our shareholders, through the intelligent use of our resources and the adoption of innovative solutions that bring greater operational efficiency. Innovation is a key aspect of this guideline, as well as a permanent agenda for operational efficiency, compliance and business relations.

Being the Core of the Value Chain: We seek the best strategic alliances in the market, focused on leading the Brazilian electronic payment ecosystem, expanding our traditional territory to the arenas of digital banking and marketplace of financial services and integrated solutions.

Maximum data value: All our operational decisions must be focused on better data capture, organization and analysis. Everything we do is based on facts and data, making it possible to support and allow the progress of our clients' businesses.

Extraordinary teams: #cieloteam relies on people who can collectively produce extraordinary results. We go above and beyond in productivity, quality and profitability, in an environment of collaboration, trust, commitment and meaning. We deliver unique results and we are diverse: in ideas, thoughts and as people. We have fast-tracked the process to empower minorities, creating extraordinary teams through the power of diversity.

Cultura Features

Spirit of Serving: Our success is proportional to our ability to serve, to meet the needs and expectations of our clients and partners. We have the power to empathize, to put ourselves in someone else's shoes. That's how we understand the problems and look for ways out for our company in a collective manner: as a team.

Systemic and Innovative Work: We work connected. We know our processes, products and gears. We affect our surroundings and also the operation of our entire segment. We transform our context through innovations that lead to the sustainability of business and society.

Autonomy with Responsibility: We encourage protagonism. As #cieloteam, we are committed to excellence in results and we delegate responsibly. We act according to our best, considering the desired results, shouldering eventual failures and evaluating possible improvements.

Collaboration and Trust: Here at Cielo we promote an environment of collaboration and trust, where people are encouraged to work as a team and to their maximum potential, expanding the creativity to build innovative solutions for clients. Respect and transparency are the grounds for all our relationships.

Simple and Agile Implementation: If we seek simplicity for our clients, we have to be simple as well. We don't relinquish on security, quality and excellence in solutions. We have a robust governance system, which ensures a consistent process to manage the implementation, complying with guidelines, policies and regulatory standards.

Conduct Guidelines for Suppliers

1. Compliance with the Law

Suppliers must comply with applicable laws and regulations, and also have practices focused on respecting health, safety, human and labor rights, the environment, among others.

Anticorruption Law

Cielo repudiates all forms of corruption, such as bribery, misuse and grants of undue advantages, as well as the concealment or dissimulation of these acts and the impediment to investigation and inspection activities. All Cielo's contracts with its suppliers and partners must include anticorruption clauses.

Suppliers must specially observe Law 12846/2013 ("Anticorruption Law"), making a commitment to not promise, offer or deliver, directly or indirectly, any undue advantage, payment, gift or courtesy to influence the impartiality of any authority, public servant, employee

or executive of companies, or third person related to them, in any act or decision, to obtain any undue advantage or direct business for itself or any person, or to perform any act that violates the Anticorruption Law.

Cielo encourages and endorses, in an unlimited way, reporting any act or omission that may entail a violation of Cielo's Code of Ethical Conduct, this Code or the current legislation, including the Anticorruption Law, committing itself to investigate, punish and/or report to the due authorities, as strictly as possible, any deviations that may be reported.

Whenever possible and within the best diligence, Cielo will seek to individualize the conduct that may be considered as a punishable crime according to the current laws, informing and collaborating with the due authorities for the proper investigation and accountability of individuals responsible for such conducts.



[[ODS 8](#)]



[[ODS 16](#)]

Fraud Prevention

Cielo acts to prevent fraud in all its relations, in line with the current legislation and its values. The Company does not condone the practice of illegal acts in its activities or in any other way directly or indirectly related to such activities. In case of possible deviations, Cielo will investigate the facts and adopt the due measures to assert its rights and values, including administrative sanctions and filing legal actions to hold the participants civilly or criminally accountable.



[[ODS 16](#)]

Anti-Money Laundering and Combating the Financing of Terrorism

Cielo does not condone practices involving money laundering is the process of concealing the origin of illegal funds, incorporating them into the business flow, in order to legitimate these funds.

According to the current laws and regulations, Cielo has guidelines and internal controls designed to prevent the use of its systems in practices related to money laundering. As an example of the measures

adopted, it should be noted the obligation of all its employees to annually take a specific training on the subject, hiring systems and specialized teams, as well as reporting suspicious cases to the due authorities.

Suppliers must comply with the current legislation and regulations and adopt measures to prevent the use of their systems in practices related to money laundering.



[[ODS 16](#)]

2. Relationship of the Suppliers with their Supply Chain and Cielo

Suppliers directly affect the quality of Cielo's products and services. The Company values the partnership and considers the principle of what can be good for Cielo, can be good for suppliers and for other stakeholders.

The relationship with suppliers must be characterized by observing the precepts of this Code. Cielo practices free competition, transparency and impartiality in the supplier procurement process, as well as the strict compliance with the contracts agreed. Always encouraging good practices and valuing sustainability.

Cielo expects its suppliers to:

- Comply with and monitor their value chains to prevent and combat: forced or compulsory labor, child labor, pedophilia, discrimination, moral and/or sexual harassment, tax evasion, corruption and money laundering;
- Have internal policies and/or social inclusion programs, code of ethical conduct, corporate responsibility, environmental policy to manage or minimize environmental impacts related to its business, and actions that promote the appreciation of diversity, equity, and training to employ people with disabilities and apprentices, and freedom of association;
- Have internal policies and/or code of ethical conduct with guidelines and procedures for fighting corruption, preventing money laundering and other laws and regulations in force;

- Manage its supply chain, identify critical suppliers from the point of view of sustainability and set goals to improve the economic, social and environmental indicators of this group of suppliers;
- Manage the economic, social, labor, tax and environmental risks in its supply chain, focused on the business continuity;
- Encourage internally and its supply chain to hire small and medium local suppliers for the economic development;
- Comply with and recommend to its suppliers the timely and due payment of their obligations to their employees, practices focused on ensuring wages that meet the minimum standards of the region's category and are enough to meet basic needs and secure health and safety conditions by law to its employees and outsourced workers, as well as the timely and due payment of their tax, labor and social security obligations.

Cielo hires suppliers whose management practices comply with the precepts herein and has the permanent purpose of expanding the supply base, without restrictions on suppliers by size or location, as long as they are able to offer their product or service in compliance with the needs and specifications disclosed by Cielo.

The supplier base is monitored through the approval of suppliers, which includes administrative and financial, tax, labor, social and environmental issues, as well as requirements on the performance and punctuality in supply and billing.

Development of Employees

Suppliers must seek the development of their employees by providing training and encouraging them to improve their education level. We believe that education accelerates and leverages the social rise of individuals and that the quality of the product and the service provided is intrinsically linked to the training of the workforce.

3. Ethics in Business Relations

Freedom of Association

Cielo respects the right of its employees to associate for collective discussion and requests and to ensure their rights and expects its suppliers to adopt the same practices with their employees.

Antitrust Practices

Cielo is committed to promoting free competition, advancing the market and complying with antitrust laws. Thus, it does not condone, among other issues, with the practices described below:

- Offering predatory prices, due to non-compliance with legislation (including, but not limited to, competition, labor, tax legislation, among others);
- Making hints or comments that may affect the image of its competitors or Cielo's competitors;
- Condoning, encouraging or participating in cartels, acting in a coordinated way on prices, sales, standardization of contractual clauses, remuneration, market division and business strategies to approach clients or suppliers;
- Making or benefiting from any type of fraud and/or business espionage or even disrespect industrial and intellectual property rights;
- Carrying out or contributing to coercive business practices or abuse of economic power, boycott and exclusion of competitors, suppliers or clients from the market;
- Offering or making bribes, extortion or facilitation payments to speed up an action of its interest.

Cielo respects its competitors and believes that fair competition helps improve the market.



[[ODS 8](#)]



[[ODS 16](#)]



[[ODS 17](#)]

Conflict of Interest

Cielo does not participate in conflicting relations between the Company's businesses and its stakeholders. There is a conflict of interests when professionals use the Company, their position or internal influence for personal interests and/or to benefit third parties.

Interest must be understood not only as obtaining any advantage for themselves, material or not, but also for family members, friends or

counterparties with whom these professionals have a political, personal or business relationship.

There is a conflict of interests in cases of personal or business relationship in any line of subordination or in the relationship with clients, suppliers or competitors to compromise the business impartiality and which may bring benefits to those involved or damages to the Company or also jeopardize the acquittal when assessing the performance of those involved.

See below some situations in which these conflicts may arise:

- Activities, professional or not, performed by Cielo's employees for suppliers or corporate interest in supplier companies;
- Private relations between Cielo's employees and suppliers that compromise business impartiality;
- Parental and collateral relationships of suppliers with Cielo's employees, even if by affinity or adoption, such as: spouse, common-law marriage, parents, grandparents, brothers, children, grandchildren, brothers-in-law, cousins, nephews, uncles, sons-in-law, daughters-in-law, in-laws, stepmother/stepfather and stepchildren;
- Use of information acquired at Cielo to obtain an advantage.

These and other situations of potential conflicts of interest should be reported, as soon as identified, through the Ethics Channel (canaldeetica.com.br/cielo or 0800.775.0808) so that they can be duly evaluated before signing any commercial agreement. Until the conclusion of the evaluation, those involved in the potential conflict should be absent from the situation.



[[ODS 8](#)]

Accepting and Offering Courtesies

The supplier, in its relations with Cielo, is required to follow the rules below.

Cielo is against directly and indirectly accepting and offering courtesies that may influence decisions, facilitate business or

benefit third parties. Accepting and offering courtesies depend on usual market practices. However, everything that may influence the impartiality in any negotiation should be avoided. Courtesies can be classified into three groups:

Promotional Gifts

Promotional gifts are objects or materials with no commercial value and low unit value, personalized with the company brand (such as pens, notebooks, calendars, among others). Accepting and offering promotional gifts are allowed, as long as it does not generate a conflict of interest and does not fit into the situations prohibited by this Code.

Presents

Gifts are objects or materials with commercial value, received or offered as a courtesy, and not classified as promotional gifts. In general, they should be avoided or limited to the USD 100.

If the value is higher than the limit and it is not possible to refuse the gift, Cielo's employee should formalize the acceptance through the email (sustentabilidade@cielo.com.br) and the gift must be sent to Sustainability and Corporate Responsibility Board, which will determine its destination.

Events

Events are activities linked to marketing and relationship actions such as: promotion of brands, products and services (honors, among others); conferences or business forums to disseminate technology and techniques, share knowledge and networking; and invitations to sporting, cultural or artistic events sponsored by the company that holds them.

Acceptance of events must be previously authorized, through email, by the superior of Cielo's employee, and subsequently informed to the Compliance Management (compliance@cielo.com.br), which will assess the invitation and the potential conflict of interests.

Offering and accepting events are allowed as long as they do not entail a conflict of interest, do not fit into the situations

prohibited in this Code and Cielo's Code of Ethical Conduct and do not happen in periods leading up to or during contract negotiations.

Expenses related to travel, accommodation, food and transportation should preferably be paid by Cielo when accepting this type of courtesy. Exceptions should be approved by the immediate superior (considering a minimum managerial position) and analyzed by the Risk and Compliance Board, to ensure that there is no evidence of conflicts of interest and deviations from the guidelines of the Code of Ethical Conduct.

Distribution of gifts and sweepstakes of gifts in events are allowed, as long as not intended to benefit a specific group and not entailing a conflict of interest.

It is forbidden to accept or offer courtesies that:

- Involve Bodies or Officials of Public Administration;
- Involve employees of the Procurement area, except promotional gifts;
- Involve cash, bank check, securities or equivalent, such as vouchers and gift certificates;
- Involve suppliers, clients or partners in a contractual negotiation process;
- Received repeatedly from the same person or company; and
- Worth more than the market average for similar goods/services.



[[ODS 8](#)]



[[ODS 16](#)]

4. Social Networks

Cielo has its official channels on social networks. Only these channels can represent the Company. Suppliers, as well as their employees, must act on social networks respecting Cielo's values and this Code.

The publication of opinions must be entirely personal, avoiding direct or indirect association with the Cielo's brand. Any mention to the Company can only be made with prior written approval from Cielo's Marketing area.



[[ODS 8](#)]

5. Human Rights

Discrimination and Diversity

Cielo values human rights and diversity and is against any type of discrimination. The Company observes the principles of the Universal Declaration of Human Rights and values the right to life, freedom of expression and safety. These principles are the grounds for justice, freedom and peace.

The suppliers must not allow any type of discrimination due to gender, disability, origin, religion, race, sexual orientation, marital status, age, social status or any other form of discrimination.

Cielo wants its suppliers to encourage the appreciation of diversity in their operations and those of their suppliers, focused on promoting the inclusion of all segments of society.



[[ODS 5](#)]



[[ODS 16](#)]

Harassment

Cielo repudiates any type of intimidation or sexual, moral, religious, economic, political or organizational harassment. We don't condone physical and/or verbal aggression, disrespect, embarrassment and/or humiliation.

The Company wants to build a work environment that encourages personal achievements and offers prospects for professional development.

Thus, it is unacceptable for suppliers to condone with harassment situations in their business environments.

Cielo expects its suppliers to monitor potential situations and take the appropriate measures.



[[ODS 5](#)]



[[ODS 16](#)]

Slave Labor

Cielo is against forced labor and situations that could potentially involve coercion, retaliation under any circumstances, degrading disciplinary measures and/or punishment for the exercise of any fundamental right. The Company does not participate in these practices in the use of its products and services and in its value chain.

Cielo encourages its suppliers to monitor their value chain to prevent and fight such situations and that, if identified, they must be duly reported to the competent authorities.



[[ODS 1](#)]



[[ODS 8](#)]

Respect for the Fundamental Rights of Children and Adolescents

Cielo is committed to the rights of children and adolescents. Against any type of negligence, discrimination, cruelty, violence, sexual exploitation and pornography in the Company's activities, in the use of its products and services and in its value chain.

Any supplier or client who has any involvement, direct or indirect, with this type of situation will be disqualified and reported to the due authorities.

Cielo repudiates child labor and does not participate in any situations that potentially involve irregular work by adolescents under the age of 16 (except as apprentices, from the age of 14).



[[ODS 1](#)]



[[ODS 8](#)]

6. Environment

At Cielo, the environmental issue is key and, therefore, suppliers must:

- Respect and enforce all provisions of the current environmental legislation, being accountable to the environmental agencies and society, for any and all damages or losses that they may cause to the environment, as well as to carry out their services and/or

activities respecting legal, regulatory, administrative and related acts, issued by the Federal, State and Municipal spheres, including, but not limited to, compliance with Federal Law 6938/81 (National Environmental Policy), Law 9605/98 (Law on Environmental Crimes) and Law 12305/10 (National Policy on Solid Waste);

- Provide products and services with reduced environmental impacts;
- Be aware of environmental impacts and establish action plans and targets to reduce these impacts;
- Adopt an environmental management system or similar, certified by a third party (e.g.: ISO 14001);
- Provide, when requested, data and information on environmental aspects of its products and services, such as greenhouse gas emissions, water and energy consumption, waste disposal, among others.

Among these impacts are, but are not limited to:

- Consumption of energy, water, paper, fuels, among others;
- Greenhouse gas emissions;
- Proper disposal of products and waste in general;
- Use of certified forest materials;
- Recycling of materials.



[\[ODS 7\]](#)



[\[ODS 9\]](#)



[\[ODS 11\]](#)



[\[ODS 12\]](#)



[\[ODS 13\]](#)

7. Secrecy and Confidentiality

Information Secrecy and Confidentiality

Confidential and strategic information must not be disclosed or used for its own benefit or for the benefit of third parties in an illegal or unauthorized manner, under the applicable laws and regulations, including, but not limited to, the Complementary Law 105/2001 and rules of the Brazilian Securities and Exchange Commission and Central Bank of Brazil.

Suppliers must treat all information received from the company as confidential, regardless of the context in which they received, either during competitions, negotiations, provision of services or supply of goods to Cielo.

Confidential information is considered, provided it is not made available to the public by Cielo, by any means of communication:

- Technical and business data on products and services;
- Business and marketing goals, tactics and strategies;
- Annual budgets;
- Short- and long-term planning;
- Volume and procurement conditions;
- Research results;
- Statistical, financial, accounting and operational data;
- Information on the business contract signed by Cielo and the supplier.

The confidentiality obligation will remain in force throughout the contractual relationship with Cielo and will remain in effect permanently after the termination of its contracts, unless otherwise agreed with Cielo or until this information, by chance, is officially published by Cielo, without breach of confidentiality duties.

Information security

At Cielo, information is treated with extreme care, according to the guidelines of its policies and standards. Thus, all information must be stored, conducted and processed in a safe environment and all involved are responsible for the information's security processes and for ensuring the integrity, availability and confidentiality of information assets.

Scopes of products, services and business strategies eventually made available to our suppliers must be treated in a confidential manner and must not be made available, presented, published or passed on to third parties, without Cielo's prior official consent.



[\[ODS 9\]](#)

Information Transparency

Transparency is key in all Cielo's relations. Transparent behavior is understood as:

- Having clarity and transparency in the information necessary for the price quote, contracting, purchase and management of products and services;
- The veracity of all information provided, including, but not limited to: legal, tax, economic-financial, health and safety, environment, quality, technical and professional training information;
- Clear expression of opinion regarding practices that result in the best possible service, avoiding error induction;
- Adopting good corporate governance practices, ensuring equity, accountability, transparency and responsibility for results.

Privacy and Personal Data Protection

Cielo ensures the privacy and security of the personal information of its clients, employees, suppliers and partners. Any information provided to or collected by Cielo is treated with the highest level of care and under the strictest security standards. The Company is ready to observe the precepts of Law 13709/2018, known as the General Data Protection Regulation. The treatment processes comply with legal guidelines and good practices, promoting transparency, securing the rights of holders and ensuring their privacy. Access to this information is restricted and controlled and, in case of violation of these rules, they will be subject to applicable administrative, disciplinary and legal sanctions.

Suppliers must secure the rights of the holders of the personal data and ensure the privacy of the personal data collected or accessed.



[\[ODS 9\]](#)

Submitting Information to Regulators

According to the Central Bank of Brazil's Official Letter Nr. 3885/2018, Cielo is a Payment Institution authorized to operate, as well as supervised, by the Central Bank of Brazil. Accordingly, as per the applicable regulation, suppliers may be required to submit documents and information to the Central Bank of Brazil regarding the purpose of the contract signed with Cielo. Such request must be promptly complied with, within the agreed terms.

Voluntary Commitments

Cielo encourages its suppliers to become signatories and/or incorporate into their business practices assumptions established by agreements, treaties, pacts and conventions that promote the sustainable development, such as:

- UN's Universal Declaration of Human Rights;
- UN's Sustainable Development Goals (SDGs);
- Global Pact;
- International Labor Organization (ILO);
- Business Pact for Integrity and Against Corruption;
- National Pact for the Eradication of Slave Labor;
- Business Pact Against the Sexual Exploitation of Children and Adolescents on Brazilian Highways.

Cielo also encourages its suppliers to contribute to the social, economic and environmental development of Brazil.

8. Cielo's Compliance Program

The Compliance Program ("Program") is a set of internal processes, controls and procedures that ensure that the Cielo's adhesion to the regulatory framework, non-statutory rules, the regulators' recommendations, operational regulations established by Brands, the Code of Ethical Conduct and regulatory instruments.

The Program is based on six elements going through processes carried out mainly by the 2nd and 3rd lines of defense, encompassing activities from different areas of the Company. Through these six elements, Cielo carries out its activities related to compliance and integrity.

9. Reporting Deviations

Each supplier, or interested parties in general, is responsible for helping implement this Code.

Any deviations from the precepts herein must be reported to our Ethics Channel through the website canaldeetica.com.br/cielo or by calling 0800.775.0808.

This channel is managed by an independent company to ensure confidentiality.

The informer's identity will be kept confidential, if required. The channel values the confidentiality of information and authorship of the reports and ensures absolute secrecy.

10. Final Provisions

Failure to comply with the principles and commitments herein may lead to the adoption of disciplinary measures, from blocking the supplier for new acquisitions to terminating current contracts, according to Cielo's rules.

Full compliance with this code is a key condition for the company's permanence in Cielo's supplier base.

The documents related to the Code of Ethical Conduct, Social and Environmental Questionnaire, Compliance with the Anticorruption Policy, Anticorruption Policy, Sustainability Policy, Compliance Policy and Procurement Policy are available at <https://www.cielo.com.br/fornecedores/>.

Approval of the Code

The Company's Board of Directors is responsible for approving the Code of Ethical Conduct for Suppliers.

This Code takes effect on the date of its approval by the Board of Directors, with a term of two (2) years or until another version is approved, whichever comes first.

Barueri, September 23, 2020.