

## COMPLIANCE AND ANTICORRUPTION POLICY OF AUREN ENERGIA S.A.

### 1. OBJECTIVE

Auren Energia S.A. is committed to being a reference in integrity and ethical standards. This Compliance and Anticorruption Policy (“Policy”) is part of the company’s efforts to reinforce its culture of ethics, transparency and compliance with laws, rules and good compliance practices that guide its business. This Policy establishes the guidelines of Auren’s compliance program, as well as the rules and standards to prevent, detect and mitigate acts of corruption and other improper conduct.

### 2. SCOPE

This Policy includes the guidelines for compliance with laws applicable to corruption, fraud, money laundering, terrorism financing and weapons of mass destruction, antitrust practices, tax evasion and sanctions and embargoes, including Law 12,846/2013, Federal Decree 11,129/2022, Law 8,429/1992, Law 14,133/2021, the Brazilian Penal Code, Law 9,613/1998, Law 13,260/2016, Law 13,810/2019, Law 8,137/1990 and Law 12,529/2011, among others.

The provisions in this policy apply equally to all employees, executive officers, directors and members of committees and commissions of Auren (“Personnel”).

The principles established in this Policy must also be a reference of good practices for clients, suppliers, service providers and other business partners with whom Auren interacts (“Third Parties”).

### 3. REFERENCES

The following documents (as amended from time to time) must be used as additional references on the subject of this Policy:

- a) Auren’s Code of Ethics and Conduct;
- b) Internal standards and guidelines on compliance due diligence, Ethics Line, gifts, presents, hospitality and entertainment, consequence management, donations, conflicts of interests and relations with the government; and
- c) Charter of the Conduct Commission.

### 4. DEFINITIONS

The capitalized terms used in this Policy will have the meanings attributed to them in this document, as applicable. Moreover, the capitalized terms listed below will have the following definition:

Auren or Company: Auren Energia S.A. and all of its direct or indirect subsidiaries.

Code of Conduct: Auren’s Code of Conduct is available at <https://ri.aurenenergia.com.br/en/governance-and-sustainability/policies-regulations-and-code-of-conduct/>

Conduct Commission: The Conduct Commission is responsible for analyzing, forwarding and handling the issues reported in the Ethics Line, as well as any potential violations of the Code of Conduct, policies, internal rules or applicable laws and which are connected to the Company’s activities.

**Ethics Line:** Communication channel of the Company, which can be accessed by all the Personnel and Third Parties, whose goal is to receive requests for clarifications and reports of potential violations of the Code of Conduct or any other internal policies and standards or applicable laws.

**Government:** All bodies related to the Brazilian or foreign governments, including independent bodies (e.g. the United Nations – UN). It also includes indirect government entities, such as regulatory agencies, independent government agencies, public foundations, government educational institutions, public hospitals, government-owned companies and government-controlled corporations.

**Government Official:** any Brazilian or foreign individual who exercises or has exercised in the last five (5) years, on a temporary or permanent basis, for or without compensation, by election, appointment, designation, contract or any other form of investiture or relationship, any position, office, job or function in the Government. It includes, but is not limited to: (i) any individual working in the Executive, Legislative or Judiciary Branch or in the State or Federal Prosecution Office; (ii) any individual who works in government-owned companies and government-controlled corporations, independent government agencies, regulatory agencies or public foundations; (iii) any individual who works in a public utility concessionaire, such as energy distribution companies or any educational or health institution; (iv) any person running for office or any member of a political party; (v) any individual working in diplomatic representations or state entities of a foreign country or any company controlled by the government of a foreign country; and (vi) any individual who works in international public organizations.

## 5. GUIDELINES

### 5.1 General Guidelines

The Company firmly declares that it is totally against any act that could represent corruption, fraud, money laundering, terrorism financing and weapons of mass destruction, antitrust practices, tax evasion and violation of any applicable rules involving sanctions and embargoes. All Personnel and Third Parties must apply the guidelines of this Policy, Code of Conduct and any applicable internal rules, as well as comply with applicable laws and regulations.

As with the government, Auren's relations with private agents (individuals or legal entities) must be based on integrity in all aspects. The Company reiterates that it strictly prohibits any type of bribery in the private sector as well.

All Personnel and Third Parties that become aware of any questionable conduct or one that violates the guidelines of the Code of Conduct, this Policy or the internal rules of the Company must contact Auren's Compliance Area ("Compliance Area") to request clarifications or make a report via the Ethics Line.

### 5.2 Commitment to integrity

Commitment to integrity must be part of everyone's daily routine. The Personnel and Third Parties are responsible for interacting in an ethical manner while doing business, in accordance with the following guidelines:

- Continuously strive to promote a safe and healthy workplace for all;
- Act with honesty, integrity and respect for the interests of all internal and external stakeholders;
- Comply with the Company's policies and procedures and applicable laws and take full responsibility for their actions;

- Map persons with whom they have commercial and/or personal relations and identify potentially improper relationships;
- Always report any situation of potential or actual conflict of interest and all wrongful situations or those in violation of this Policy that occur on behalf, for the benefit or in the interest of the Company.
- It is everyone's duty to know thoroughly and disseminate this Policy and the rules on the issues addressed here. In case of any doubts, the Personnel or Third Parties must contact the Compliance Area;
- The Personnel will not suffer any consequences for refusing to be involved in wrongful acts, even if their attitude results in loss of commercial opportunities for Auren.

If anyone has any questions about the identification of conflicts of interest and conduct in their relations, they must consult the internal policies on the matter and seek guidance from the Compliance Area.

### **5.3 Combatting Corruption**

Auren does not tolerate any act that could be interpreted as corruption, whether in the public or private sphere. All and any action that directly or indirectly implies a suggestion, offer, promise, concession (in an active way) or request, demand, acceptance or receipt (in a passive way) of improper advantages, whether or not financial in nature (things of value), in order to commit, omit or delay an act, will be considered an act of corruption.

Also, to combat corruption, the Company does not tolerate any payment of facilitation or urgency fee. Likewise, the Company also prohibits any Personnel or Third Parties from acting on behalf, for the benefit of or in the interest of Auren, receiving, promising, offering or making any payment, directly or indirectly, of any nature or amount, to a representative, Government Official or any other public or private entity that may characterize or result in obtaining improper advantage, including, but not limited to:

- Favoring the Company, in any way, that may violate the laws or regulations applicable to the Company;
- Facilitation of any nature, even in countries where it is permitted by law;
- Inducing the grant of an agreement or license to the Company;
- Obtain tax treatment that would not otherwise be available to the Company;
- Obtain confidential information on business opportunities, bidding processes or activities of competitors;

Notwithstanding the internal rules on this matter, as the basis of an ethical workplace, Auren expects that the Personnel will: (i) consult their managers and the Compliance Area in case of doubts about receiving or giving presents, hospitality, entertainment or any other asset or amount; (ii) support the Compliance Area in assessing the reputation and integrity of Third Parties.

### **5.4 Relationship with Government Officials**

As mentioned above and in accordance with the internal norms on the subject, the Personnel and Third Parties are responsible, as applicable, for identifying and informing the Compliance Area if the persons with whom they have a relationship on behalf, in the interest or for the benefit of the Company, are Government Officials.

All interactions between the Personnel or Third Parties acting on behalf, in the interest or for the benefit of the Company, with Government Officials must be conducted with legitimacy and transparency. Contacts must be made through conventional channels, in professional environments and during business hours, even if the contact is for institutional purposes, without prejudice to other guidelines on the format of such interactions established in internal rules on the subject.

The Personnel and Third Parties will report to the Compliance Area all and any improper approach or request they may receive and must act assertively in such situations, clearly demonstrating integrity in all their actions as representatives of Auren.

### **5.5 Contracting with Companies of Government Officials**

Doing business with companies that have Government Officials as partners must be preceded by an analysis by the Compliance Area.

### **5.6 Gifts, Presents, Hospitality and Entertainment**

As envisaged in internal norms on the subject, it is prohibited to, directly or indirectly, receive, promise, offer or give gifts, presents, hospitality and entertainment of any nature to a Government Official or any third party related to them, and any exceptions must be analyzed previously by the Compliance Area. Any exception to this rule must first be discussed with the Compliance Area, which will provide the proper guidance. For such exceptions, the following procedures established in internal norms on the subject must be followed:

- Confirmation that there will be no type of entertainment associated;
- All expenses incurred with a Government Official and borne by Auren must comply with the Company's rules, applicable laws and the policies of the agency that the Government Official represents;
- Besides the usual rendering of accounts, the person that requested the expense must prepare a consolidated report justifying the need and all the expenses incurred in the period.

It is acceptable to offer, give or receive institutional gifts as courtesy or during special or promotional events or on special historical or cultural dates, such as calendars, key chains, flash drives and pens to clients and service providers. The value of the gift or present must comply with the internal norms of the Company. Offering or receiving gifts must not be recurring in nature and must not be aimed at influencing any decision.

Expenses with entertainment, hospitality, gifts and presents must follow the approval procedures and authority levels defined by Auren and duly registered in the Company's accounting books and records.

The presentation of any inconsistent, false or misleading information, as well as any omission or missing information may result in disciplinary measures against the Personnel or Third Parties involved and, as applicable, may result in contractual termination.

### **5.7 Donations and Sponsorships**

Any donation or sponsorship by the Company to political parties, political campaigns, candidates or persons holding public office or any political initiative on behalf, in the interest or for the benefit of the Company is not permitted by law and Auren's policies.

Auren respects the right of any employee to engage in political matters and actions. However, such engagement must take place outside the Company's premises, without using any of Auren's resources and outside working hours, for their personal purpose, without mentioning or using Auren in any way.

In compliance with the Company's internal rules on the subject, all donations or sponsorships must be submitted by the relevant area to the internal flow of request for donations and sponsorships, when an analysis will be conducted to assess the integrity and relevance of such contribution.

### **5.8 Contracting of Third Parties/Business Partners**

As per the Company's internal norms on the subject, the contracting of Third Parties follows a specific flow to assess the compliance aspects according to predefined criteria. Notwithstanding such analysis, all Third Parties must be aware of the Code of Conduct and this Policy, as applicable.

The area requesting the contracting must ensure the maintenance of ethical, integrity and qualification standards of the Third Parties during the performance of the agreement.

The Personnel must report to the Compliance Area, Procurement Area and/or the area managing the agreement or negotiation any point of attention involving the Third Party's integrity during the negotiations or performance of the agreement. Following are examples of points of attention:

- Third Parties indicated or recommended by Government Officials or persons related to them;
- Third Parties requesting unusual contractual terms or payment arrangements, such as payment in cash, in tax havens, in the currency of another country or to a third party other than the contractor;
- Third Parties refusing to sign the agreement containing anticorruption clauses and/or clauses on awareness of the Code of Conduct and this Policy;
- Third Parties that do not seem to have the experience, personnel and financial capacity to provide the service or supply the product contracted; and
- Third Parties requesting payment of any commission or fee in excess of fair and reasonable compensation, considering the work performed by such Third Party and its market value.

### **5.9 Money laundering, terrorism financing and weapons of mass destruction**

Auren must maintain a proper record of all its transactions together with the relevant documentation, also specifying the parties, amounts, payment terms and measurements.

All the Personnel and Third Parties must be attentive to transactions that may violate applicable laws, and if any point of attention is identified in a potential financial transaction, the same must be reported immediately to the Compliance Area. Following are examples of points of attention:

- Transactions in which the counterparty refuses or is reluctant to provide the necessary information for their correct identification or requests that certain information not be recorded;
- Transactions involving large amounts made in cash or in tax havens;
- Transactions in which the counterparty cannot demonstrate its economic and financial capacity to fulfill the obligations agreed upon;
- Transactions in which the payer or receiver of payments will not be the counterparty involved in the transaction;
- Transactions involving financial transfers of large sums without any prior history or increase without any justification;
- Bank information is different from that used earlier;
- Bank information that does not match the corporate name;
- Transactions carried out via unnecessary or unknown intermediaries;
- Requests for payments or payments made in cash or checks of third parties without any proven link to the receiver.

### **5.10 Tax evasion**

Auren complies, and will require Personnel and Third Parties to comply as well, with all the laws and regulations on the proper payment of applicable taxes. The Company will not tolerate any conduct that may be deemed tax evasion, under penalty of disciplinary measures, contractual termination and liability for losses and damages, as applicable.

All Personnel and Third Parties are prohibited from:

- Failing to provide or providing false or incorrect information to any tax authority;
- Defrauding tax inspections;
- Forging, failing to provide or otherwise tampering with the documentation necessary for calculating the applicable taxes.

### **5.11 Antitrust practices**

Extreme care is necessary in all interactions that may involve practices against free competition, whether these are in collusion with competitors against any kind of arrangement (e.g. price rigging) or individually, in relation to applicable laws.

As such, Personnel and Third Parties are prohibited, without limitation, from:

- Agreeing upon prices, conditions or commercial strategies with competitors in any way;
- Making informal contact with competitors that may represent a risk for Auren from the competition standpoint;
- Exchanging confidential information of the Company with any competitor;
- Refusing or restricting products/services to clients or the market without a reasonable economic justification.

### **5.12 Sanctions and embargoes**

Economic sanctions and embargoes may be imposed by countries on certain persons or territories and may restrict Auren from doing business with persons or in territories under sanctions or embargoes, as applicable. The lists of such restrictions are updated periodically and must be consulted while doing business. In case of doubts on any restriction in this regard, the Compliance Area must be consulted to evaluate whether a compliance assessment is applicable.

### **5.13 Corporate operations**

The Company will adopt procedures to assess the counterparty before concluding consolidations, acquisitions and/or any other corporate operations, including the acquisition of assets or ownership interest, formalization of joint ventures or any partnerships of this nature, in order to analyze, among other aspects, the integrity and ethics of the parties involved.

The Compliance Area must be involved in the initial discussions related to a potential operation, to identify the timing of the compliance assessment and recommend the most appropriate analysis strategy for the operation, also defining the information to be provided by the counterparty and additional steps to be followed in order to mitigate compliance risks.

### **5.14 Energy Trading (public bids or contracts and private competition)**

Pursuant to the Energy Trading Policy, all energy purchases and sales must be submitted to the formal internal approval process, and must be carried out under appropriate market conditions and due transparency for the Company.

Business opportunities resulting from public bids or contracts and private competition for energy purchases and sales must always ensure the integrity of the process and be conducted by employees with technical and market knowledge in an ethical and transparent manner, in strict compliance with the Code of Conduct and regulations of the Company. The Personnel involved must act transparently and honestly in relation to all and any processes or procedures that involve bids or contracts with the government and in private competitions. Actions, such as the following, which could be characterized as fraud or violations of rules are strictly prohibited: (i) any collusion or agreement to defraud the competitive nature of the process; (ii) impeding, disturbing or defrauding of any part of the process; (iii) any act to remove or seek to remove a competitor through fraud or by offering an unlawful advantage; (iv) fraudulently creating a legal entity; (v) fraudulently taking advantage of contract amendments or extensions, without respecting applicable laws and procedures; (vi) manipulation or fraud of the economic and financial balance of contracts; or (vii) proposals submitted outside the technical parameters normally practiced by Auren.

All decisions taken in the course of bid and competition procedures must be based strictly on technical, economic and legal criteria and must, under no circumstance, be based on undue influence.

The documentation to be submitted and/or formation of consortia to participate in bids must first be analyzed by the Legal Area, while the specific clauses or documentation related to integrity or compliance must be analyzed by the Compliance Area.

#### **5.15 Integrity of accounting and financial information**

The financial and accounting records of Auren must be truthful, accurate, transparent, reliable and supported by documentation and detailed information.

Expenses incurred by Personnel or Third Parties must be substantiated with detailed descriptions, such as nature of expense, reason and persons involved. It is essential that these are proven with original tax documents.

Recording of false, incomplete or inconsistent information with the original document, or the conscious acceptance of false documents, is strictly prohibited.

The Company must establish a structure to conduct audit, as well as monitor internal controls and compliance, to assist it in complying with this Policy.

### **6. Compliance Program and Ethics Line**

Auren has a Compliance Program based on solid pillars aimed at the values of ethics and integrity, notably the following:

- Compliance with laws and regulations and the commitments undertaken in contracts and agreements signed;
- Obtaining the necessary licenses, authorizations and certifications for our operations;
- Compliance with legal requirements in all contracts and agreements signed;
- Quality and veracity of all the information in the external reports issued by the company;
- Auren's commitment to competition/antitrust, fraud prevention and anticorruption practices;
- Attention to areas exposed to losses and fraud;
- Combating corruption daily.



Auren's agenda also includes the management of practices that involve training, initiatives and regulations designed to standardize the requirements to ensure that the company and its Personnel comply with applicable laws on all the subjects covered in this Policy. The Compliance Program is independent of any history of improper actions or noncompliance with laws, since its key objective is not only to eliminate an existing problem but also to act preventively to ensure the non-recurrence of such situations.

As an indispensable tool of the program, Auren has established an Ethics Line, a confidential channel for reports of noncompliance with laws, Code of Conduct, Policies and other applicable regulations in force, as well as guidelines and pillars of the Compliance Program. It guarantees the anonymity of those who use it and is a secure channel of reporting to the Conduct Commission.

The channel, available on a 24x7 basis in Portuguese, English and Spanish, can be accessed by both the internal and external public by calling 0800 591 7192 or by visiting <https://canalconfidencial.com.br/aurenenergia/>. Note that the Ethics Line is operated independently and impartially, and all the cases are forwarded to a qualified and independent external entity for preliminary screening and subsequent referral to the Conduct Commission.

Anyone who knows or suspects unforeseen cases or the actual or imminent breach of any guideline of this Policy must report the same through the Ethics Line.

Any reprisal against anyone who reports suspected violations of the law, Code of Conduct or the Policies and regulations of the Company will not be tolerated and is expressly prohibited.

With this reporting mechanism, Auren seeks the best market practices for monitoring the risks applicable to its operations and business.

## **7. TRAINING AND GUIDELINES**

The Company encourages everyone to be aware of its guidelines regarding the subjects covered by this Policy, and may use newsletters, training, discussion panels and events for this purpose. All Personnel and Third Parties must participate in compliance-related training and events, when called.

## **8. IMPACTS OF NONCOMPLIANCE WITH THIS POLICY**

Noncompliance with this Policy may result in heavy fines, as well as civil, administrative and criminal penalties, besides seriously damaging the Company's reputation. Personnel involved in such violations may be subject to disciplinary action (pursuant to law and internal regulations on the subject/consequence management), including the termination of employment, as applicable. Violations by Third Parties of this Policy may result in the termination of the business relationship, without prejudice to administrative and legal measures required to remedy the violation.

## **9. APPROVAL AND VALIDITY**

This Policy was approved at the Board of Directors Meeting held on October 17, 2022. It is effective indefinitely and may be modified or revoked at any time by a resolution of the Board of Directors.

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