

SUPPLIER CODE OF CONDUCT

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INTRODUCTION

The Supplier Code of Conduct aims to guide all suppliers as to the minimum quality requirements and commitment necessary for the supply of goods or services to CONASA INFRAESTRUTURA, as well as to indicate the rules of Compliance that shall be compulsorily observed by suppliers, as provided in this Code. Furthermore, suppliers must, when exercising their activities, observe the current legislation, the Code of Ethics and Posture of CONASA INFRAESTRUTURA, and oppose acts of corruption, unfair competition and money laundering or concealment.

As an orientation guide for the total compliance with the Quality standards, respect to the environment and social responsibility, as well as the compliance with the legislation in force, CONASA INFRAESTRUTURA expects that all supply chain, when predisposed to participate in this process, accepts the commitment and the vital role of assuring the quality of our products and services, where it will guarantee the permanent satisfaction of our customers.

The practice of the Supplier Code of Conduct is another significant step in building and maintaining a sustainable relationship between CONASA INFRAESTRUTURA, its suppliers and society.

SCOPE

As a crucial communication channel between CONASA INFRAESTRUTURA companies and its Suppliers, this Code shall be followed by all companies, partners, individuals, and legal entities that wish to be or are already part of our select group of suppliers.

Approved by: High management <i>Name</i>	30/05/19 <i>Date</i>
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CHAPTER I – CONASA VALUES

VALUES

- ✓ *Transparency*
- ✓ *Respect*
- ✓ *Ethics*
- ✓ *Professionalism*
- ✓ *Integrity*
- ✓ *Solidarity*
- ✓ *Prevention*
- ✓ *Coping*

WHAT IS THE SUPPLIER CODE OF CONDUCT?

The code of conduct is a guide that determines the main guidelines on how suppliers should act toward stakeholders and the government. The principles that guide its activities are an important part of CONASA INFRAESTRUTURA's commitment to high standards of Ethics and Transparency.

All suppliers shall act in an ethical, integral, and efficient way in the search for results, observing the “Values” expressed in this Code and obeying the norms, codes, manuals, and internal procedures of CONASA INFRAESTRUTURA.

OBJECTIVES OF THE SUPPLIER CODE OF CONDUCT

The purpose of this Code is to establish and clarify what CONASA INFRAESTRUTURA understands as Ethical conduct and the expected conduct in the commercial relations with the companies that supply us with goods and services.

CHAPTER II – THE SUPPLIER CODE OF CONDUCT

The Supplier Code of Conduct is a crucial tool for disseminating the company's values in addition to the Code of Ethics and Conduct and the current legislation.

Suppliers shall establish adequate measures to transfer to their employees and other subordinated professionals the knowledge about the guidelines of this Supplier Code of Conduct and applicable laws at an appropriate level.

In case of doubts about this Supplier Code of Conduct, contact us through the following channels: 0800 602 6911, compliance@conasa.com, and www.contatoseguro.com.br/conasa.

RESPONSIBILITIES ACCORDING TO THE SUPPLIER CODE OF CONDUCT

1) CONASA'S RESPONSIBILITIES

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Each employee at CONASA INFRAESTRUTURA must:

- *Know in detail and clarify this Code to his team;*
- *Adopt the behavior and attitudes established in this Code to serve as an example;*
- *Disclose this Code to third parties and other social segments with whom they have contact, guiding the procedures set forth;*
- *To ensure compliance with the Supplier Code of Conduct; and*
- *Denounce, through the Service Channels, any act or suspicion of illicit act or non-compliance with this Code.*

2) SUPPLIER'S RESPONSIBILITIES

Each CONASA INFRAESTRUTURA supplier shall:

- *Adopt the behavior and attitudes established in this Code to serve as an example;*
- *Disclose this Code to third parties and other social segments with whom they have contact, guiding the procedures set forth;*
- *To ensure compliance with the Supplier Code of Conduct; and*
- *Denounce, through the Service Channels, any act or suspicion of illicit act or non-compliance with this Code.*

3) REPORT CHANNEL

The Report Channel guarantees absolute secrecy of the identity and confidentiality of the information provided. No one shall be punished or retaliated for information provided in good faith about suspected inappropriate behavior or that is contrary to this Code and the "Values" guidelines of CONASA INFRAESTRUTURA.

Any supplier who is uncertain about how to act or has knowledge or suspicion of any illegal act or non-compliance with this Code or suffers any form of pressure or an illicit request from a CONASA INFRAESTRUTURA employee, must immediately communicate the company through the Reporting Channel at 0800 602 6911 or www.contatoseguro.com.br/conasa.

CHAPTER III – GENERAL CONDUCT

CONASA INFRAESTRUTURA stimulates and invites its suppliers to acknowledge and act based on pacts, agreements, treaties, and international and national conventions applicable in their field of activity, such as the Universal Declaration of Human Rights of the United Nations (UN), the Brazilian laws of anti-corruption and against crimes of money laundering or concealment, International Labor Organization (ILO), Consolidation of Labor Laws and labor safety standards, environmental legislation, and National Environmental Policy. The supplier is responsible for disseminating, monitoring, and ensuring compliance in their business relationships.

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Failure to comply with the determinations in this Code and the rules above-mentioned, or the involvement of a supplier in this type of situation, directly or indirectly, may lead to the termination of the Contracts formalized by CONASA INFRAESTRUTURA and suppliers for just cause. As well as, it may lead to the supplier's unsubscription from CONASA INFRAESTRUTURA's system and the collection of losses and damages that may have been suffered.

1) ABUSE OF POWER/HARASSMENT:

CONASA INFRAESTRUTURA does not condone any kind of harassment (moral, sexual, political, and religious) or coercive business practices, such as, but not limited to, abuse of economic power as a form of discipline and control.

2) COMMERCIAL INTEGRITY:

The supplier shall maintain integrity in all interactions with CONASA INFRAESTRUTURA's employees. Thus, all forms of corruption, bribery, extortion, or fraud are strictly prohibited, such as:

- *Offering benefits or cash payment to CONASA INFRAESTRUTURA professionals;*
- *Facilitation payments;*
- *Falsification of documents, brands, or products; or*
- *Involvement in illegal activities or conducts, among others provided for in the legislation.*

3) COMMERCIAL NEGOTIATIONS:

CONASA INFRAESTRUTURA believes in transparency and solidity of the relationship with suppliers. For that, it is necessary that the negotiations are ethical, honest, and performed only with CONASA INFRAESTRUTURA's professionals who are authorized for this function. Failure to comply with this requirement will lead to the automatic cancellation of the hiring process or termination of the contract for just cause, in case it has been formalized.

When hiring suppliers, CONASA INFRAESTRUTURA acts in accordance with the constitutional principles of free competition, transparency, and impartiality. Thus, the decision-making and hiring of suppliers are based on objective criteria that prioritize the best cost-benefit of the contracting. Acts of corporate espionage will not be accepted, as of any other practice that is not fair competition.

4) COMBATING CORRUPTION AND FRAUD:

CONASA INFRAESTRUTURA will not accept, under any circumstances, illicit conduct or harmful acts against the public administration and/or fraud, according to Law 12.846/2013 among others.

5) GIFTS, SOUVENIRS, AND HOSPITALITY:

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CONASA INFRAESTRUTURA, in its Policy of Gifts, Hospitality, Entertainment and Others (POL.05R00), determines the guidelines for acceptance, and any gratuities in cash, gifts and others are not admitted under any circumstances.

6) CONFLICT OF INTEREST:

Any conflict of interest must be analyzed and communicated by the suppliers or their representative at the time of their registration, for example:

- Knowledge of any CONASA INFRAESTRUTURA business in which there may be a direct conflict of interest with the supplier or close persons;
- Any relationship between suppliers and INFRAESTRUTURA's employees that may compromise the impartiality of the business;
- Suppliers that have in their shareholders' professionals who are or were part of CONASA INFRAESTRUTURA's staff and/or suppliers that, during the rendering of services, will hire CONASA INFRAESTRUTURA's professionals; and
- Intermediation of commissioned representatives, except when formally justified, and the necessity of involvement of the supplier's representatives.

7) CONFIDENTIAL INFORMATION:

Trust is the basis of CONASA INFRAESTRUTURA's relationship with the market. Thus, it is expected that suppliers have the same commitment and treat all information or data of our operations as confidential - unless such information becomes public domain without the supplier's responsibility.

It is forbidden to disclose, reveal and reproduce CONASA INFRAESTRUTURA documents without previous and express authorization under the penalties of the law.

The following are considered confidential information: technical data, business strategies, know-how, budgets, proposals, plans, research, formulas, statistical, financial, accounting, and operational data, among others that may be indicated in this sense.

CHAPTER IV – CONDUCT – SOCIETY

1) INCOME AND SOCIAL BENEFITS:

Suppliers must ensure that incomes and benefits are paid to their employees, suppliers, and subcontractors in full compliance with all applicable laws.

2) CHILD LABOR:

Suppliers must not use any type of child labor in their companies and/or maintain business relationships with companies that agree to exploit child labor. Child labor is understood as work that is dangerous or harmful to children or adolescents under the minimum age allowed by law.

3) PREVENTING SEXUAL EXPLOITATION OF CHILDREN:

CONASA INFRAESTRUTURA does not condone the exploitation of minors. Thus, all suppliers should prohibit the use of children and adolescents for sexual purposes, including those mediated by profit, objects of value, or other elements of exchange.

4) FORCED, SLAVE OR SLAVE-LIKE LABOR:

All suppliers must not engage in or support any practice of forced labor - understood as labor extracted from a person under the threat of physical, moral, or psychological penalty or that which is performed as a means of payment of a previous debt (debt servitude) or for the purpose of their own simple survival.

5) EQUAL OPPORTUNITIES:

Suppliers must not discriminate in hiring, compensation, access to training, promotion, termination, or retirement on the basis of race, ethnicity, social class, national origin, religion, disability, gender, sexual orientation, political affiliation, origin, marital status, pregnancy, or age.

6) FREEDOM OF EXPRESSION:

Suppliers commit to maintaining an open and constructive dialogue with professionals and their representatives, respecting freedom of expression and peaceful manifestation, within the dictates of the legislation in force.

CHAPTER V – CONDUCT – HEALTH AND SAFETY

The health and safety conditions at work must be the object of permanent attention from suppliers, who must ensure their employees and contracted professionals the health and safety conditions foreseen by law.

CHAPTER VI – CONDUCT – ENVIRONMENTAL MANAGEMENT

Supplier must operate with adequate care regarding the environment, acting in compliance with the law, and obtaining all necessary operating permits and licenses to perform its activities.

In addition, the supplier must make every effort to eliminate or reduce the sources of pollution generated by its activities, to preserve renewable and non-renewable natural resources, to avoid or minimize the use of hazardous substances, and to promote the recycling or reduction of waste and promote its proper disposal.

CHAPTER VII – CONDUCT – QUALITY

The supplier must meet recognized quality requirements, such as Brazilian and international standards and those defined in contract. It is important that the product or services meet CONASA INFRAESTRUTURA's needs consistently, having the contractual and expected performance and being safe for their intended use.

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CHAPTER VIII – CONDUCT – PUBLIC AGENTS

The relationship of our suppliers with public agents shall be guided by professional and ethical attitudes, committing not to promise, offer or give, directly or indirectly, undue advantage to the public agent, or third person related to him/her, with the purpose of: influencing any act or decision of the agent, the government, or public entities; ensuring any undue advantage; or directing business to any person, violating any current laws, such as the Anticorruption Law and the rules of administrative misconduct.

Notwithstanding the above determinations, suppliers are prohibited from acting on behalf of CONASA, such as:

- Financing, funding, sponsoring, or in any way subsidizing the practice of illicit acts provided for in the Anticorruption Law;*
- Practice fraudulent and/or corrupt acts;*
- Using an intermediary natural or legal person to hide or dissimulate the identity of the practiced beneficiaries.*

CHAPTER IV – MONITORING AND ASSESSMENT

The Assessment and Qualification of suppliers is the process implemented by CONASA INFRAESTRUTURA to monitor and record the performance of contracted companies. CONASA INFRAESTRUTURA believes that the assessment is an opportunity to improve the processes and suppliers. The suppliers should contribute with their contract manager or purchasing department, helping with information and facilitating visits to their company at pre-established time and dates. This assessment and qualification process is defined in the “Assessment and Qualification Manual for Suppliers and Service Providers” (MA.001), which will be implemented in all CONASA INFRAESTRUTURA business units.

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