

BUSINESS CONDUCT GUIDELINES TO THIRD PARTIES



OBJECTIVE

BR Distribuidora S.A. (BR Distribuidora) is a company committed to ethics and integrity and expects the same commitment from third parties, including suppliers and business partners.

In order to emphasize our commitment to ethics and integrity, BR Distribuidora has created these guidelines to reinforce with you, who have have a business relationship with us, the relevance of these matters.

These guidelines apply to those who are doing business with BR Distribuidora, such as: suppliers of goods and services, institutions and organizations proposing sponsorship projects and agreements, and companies in strategic and operational partnerships. BR Distribuidora expects you to:

- Understand and act in accordance to the Business Conduct Guidelines;
- Positively and proactively influence others parties involved in the business chain;
- Report any misconduct or irregularities on our Ethics Channel.

If you have any questions about the guidelines set out here, please contact our Compliance Officer at:

<http://www.br.com.br/pc/fale-conosco/ouvidoria>

These guidelines do not exhaust the subject and BR Distribuidora reserves the right to change its content.

INTRODUCTION

Corruption is extremely harmful to society. Its main damage is the increase of social inequality, once the money diverted from government's coffers is no longer invested in education, health, basic sanitation, public transport and culture.

However, corruption also damages the business environment, fair competition, free enterprise, the development of new potentials, tarnishing reputation, as well as driving away investments and ending up with jobs.

When we discuss about corruption, we often focus only on the public agent, forgetting that the occurrence of it is only possible by offering undue advantages from a company or individual to obtain advantages.

BR Distribuidora was a victim of corruption. As a result of "Operação Lava Jato", it was found that the money that should have been invested in business activities were embezzled, damaging oil, natural gas and energy industry development and Brazilian economy

Since that event, BR Distribuidora Distribuidora noticed that it was necessary to improve the compliance and governance model. Thus, BR Distribuidora has been working to ensure compliance and promote integrity.

BR Distribuidora Code of Ethical Conduct

BR Distribuidora has released a new version of its Code of Ethical Conduct. The Code of Ethical Conduct applies to the members of the Board of Directors, the Fiscal Council, Committees, the Executive Board, leaders, employees, interns, representatives, suppliers and service providers, constituting an individual and collective commitment of all to comply with and promote compliance, in all actions of BR's production chain and in relations with our stakeholders.

The English version of our Code of Ethical Conduct is available at:

<https://ri.br.com.br/en/corporate-governance/bylaws-codes-and-policies/>

Do you know the BR Program for the Prevention of Corruption?

We have implemented a compliance program, the BR Program for the Prevention of Corruption - PPC-BR.

The PPC- was created in accordance with Brazilian anticorruption legislation (Lei Federal nº 12.846/2013 and Decreto Federal nº 8.420/2015). PPC-BR consists of compliance mechanisms and procedures designed to prevent, detect and remedy misconduct, fraud, irregularities and unlawful acts.

Do you know the BR Program for the Prevention of Corruption? It is available on our website at:

<https://www.br.com.br/pc/a-br-distribuidora/transparencia-e-etica>

BR DISTRIBUIDORA ETHICAL PRINCIPLES

BR Distribuidora has a Code of Ethical Conduct, which defines ethical principles and conduct, for company and its employees, suppliers, service providers and interns.

In order to achieve fair and sustainable business, you must know and understand our ethical principles:

Our principles are:

- Respect for life in all its forms is the fundamental ethical principle
- Honesty, integrity, justice, fairness, truth, consistency between discourse and practice are the basis of BR Distribuidora's relationships with people and institutions, and are manifested in respect for diversities of ethnic, religious, social condition, cultural, linguistic, political, aesthetic, age, mental and psychic, gender, sexual orientation and others.
- Responsibility, zeal and discipline at work and in dealing with all people, and with the company's material and intangible assets, in the fulfillment of its Mission, Vision and Values, in conducts compatible with our Corporate Strategy, with an entrepreneurial spirit and committed to overcoming challenges.
- Transparency when addressing to our shareholders, carried out compatibly with personal privacy and Petrobras Distribuidora Information Security Policy
- Merit is the decisive criterion for all forms of recognition, reward, evaluation and investment in people. Favoritism and nepotism are unacceptable for Petrobras Distribuidora
- Legality and impersonality are principles that determine the distinction between personal and professional interests for members of the our Board of Directors, Fiscal Councils and Executive Boards and employees.

LAW N° 12.846/2013: FIGHTING FRAUD AND CORRUPTION

BR Distribuidora obeys with Brazilian anti-corruption legislation and expects the same behavior from third parties with which it interacts.

BR Distribuidora repudiates any kind of damage to national or foreign public administration. The practice of such violations may result in breach of contract, even if the third party alleges ignorance of these guidelines or applicable law.

Brazil Anti-Corruption Law provides that legal entities will be liable for illegal acts against national or foreign public administration, practiced in their interest or benefit, exclusive or not.

What are the acts that are harmful to the Public Administration?

According to Brazil Anti-Corruption Law, are considered illegal acts against national or foreign public administration: to promise, offer, pay, transfer, request, agree to receive or grant, finance, fund, sponsor something of value, directly or indirectly, to any individual or anyone on their behalf in order to obtain an improper advantage.

Something of value can be anything that constitutes a benefit, including, but not limited to:

- Money or cash equivalents;
- Buying or selling goods or services with excessive prices or discounts;
- Hospitalities and travels;
- Cars, jewelries, works of art;
- Insider information on investment in business;
- Charitable or political contributions;
- Job oportunities.

Undue advantage means any advantage obtained unlawfully or improperly including, but not limited to:

- Obtain a contract;
- Influence the purchase process;
- Privileged information.

Other illegal acts prohibited by Brazil Anti-corruption Law:

Brazil Anti-Corruption Law also prohibits the following acts, which violate national or foreign public administration or commitments assumed by Brazil, namely:

1) Frustrating or defrauding the competitive nature of public bidding processes.

Example: in a bidding, a supplier forges commercial proposals on behalf of third parties, so that proposal will be the most advantageous and declared the winner.

2) Withdraw or seek to withdraw a bidder, through fraud or offering an advantage of any kind.

Example: arrange with the competitor company so that it does not offer a proposal in a certain bidding process under the promise of doing the same for the next bidding.

3) Fraudulently obtaining undue advantages or benefits through modification or extension of contracts with the Public Administration.

Example: promote the extension of a contract in a situation in which a new bidding process should legally be opened.

4) Using third parties to hide or cover up their real interests or the identity of the beneficiaries of illicit acts.

Example: forge the hiring of a consulting company to provide fictitious services with the aim of transferring bribes to a public agent.

5) Create difficulties during internal investigations, inspection of public agents or during the monitoring of activities carried out by the Public Administration.

Example: hide or withhold documents requested by public agents in the context of internal verification or administrative liability process.

6) Proven to finance, fund, sponsor or otherwise support the practice of illegal acts provided by Brazilian Anti-Corruption Law.

Example: sponsor a non-governmental organization known to be a “frontage” institution whose purposes are illicit.

The examples described above are explanatory in order to facilitate the understanding of the exposed content and do not refer to real cases that occurred at BR Distribuidora.

What is Public Administration?

Public Administration consists of the set of agents, bodies and entities instituted by the State with the objective of carrying out the administrative management of the society's common assets.

The Public Administration is composed of: (i) any body, department or department subordinate to the Union, states, municipalities and the Federal District, in the spheres of the Executive, Legislative and Judiciary Powers; (ii) autarchies and public foundations; and (iii) state companies.

Who are public agents?

Public agents are all those who provide any type of service in the Public Administration and who carry out public functions, in the broadest possible sense of that expression.

Examples of public agents are:

- Public servants in general;
- Presidents, governors, mayors; senators, federal and state deputies and councilors;
- Ministers, judges, attorneys, prosecutors and defenders;
- Inspectors and government agents;
- Municipal, state, federal or military guards and police, firefighters and members of the Armed Forces;
- Notaries, registry officers or public registers;
- Employees, members or representatives in general of state companies and mixed capital companies, such as: Petrobras, Caixa Econômica Federal, Banco do Brasil, BNDES, Correios, Eletrobras, etc;
- Employees, members and representatives in general of local authorities and foundations, such as: CADE, CVM, BACEN, IBAMA, FUNAI, ANATEL, ANCINE, ANEEL, ANVISA, etc;

COMMITMENT TO ETHICS AND INTEGRITY

Third parties must act with ethics, integrity, professionalism, dignity and transparency.

In this regard, BR Distribuidora advises you to:

- Respect Brazilian anti-corruption legislation and all other applicable anti-corruption regulations;
- Act in accordance with the laws applicable to its activities;
- Raise awareness and instruct your employees to act ethically, with integrity and in accordance with current legislation;
- Commit to the veracity of the information provided to BR Distribuidora, in particular those related to quotations, contracts, purchases and management of products and services;
- Formalizing communications of relevant information in writing;
- Preserve information classified as confidential.

As a condition for contracting with BR Distribuidora, third parties must undertake, by themselves and their representatives, to: (i)) respect Brazil Anti-corruption legislation and all other applicable anticorruption laws; (II) respect this Business Conduct Guidelines and/or maintain and respect your own compliance program.

How to encourage an ethical and fair environment in your Company

Regarding the Brazilian anti-corruption legislation and best market practices, BR Distribuidora recommends third parties to implement a compliance program, in order to strengthen the culture of compliance.

Compliance program consists of a set of internal policies and procedures of a company to comply with laws, rules, and regulations, encouraging the report of misconduct and irregularities and the effective application of codes of ethics, policies and guidelines, in order to detect and remedy misconducts, fraud, breaches of laws, regulations and internal procedures.

What are the main steps taken in an integrity program?

- **Code of Ethical Conduct**: is a guide of principles designed to help professionals conduct business honestly and with integrity. The code must reflect the organization's principles and values and serve as a “compass” to guide employees on ethical and legal practices.
- **Fraud and Corruption Risk Management**: is an assessment of company's profile and the risks of fraud and corruption to which it is exposed in their activities. These risks must be identified, analyzed and treated periodically.
- **Integrity Due Diligence**: is a process of gathering information to verify key aspects of a company in order to mitigate integrity risks. It serves to get to know the third party better and check if it has a history of unethical business practices that could expose the company to unacceptable business or that involves legal risks.

- **Ethics Channel**: available to employees, partners and all stakeholders to alert the company about possible misconducts, whether breach of the law, the Code of Ethics Conduct, internal procedures or any type of irregular conduct.
- **Internal Investigations**: carried out to promptly respond to reports of illegal, unethical or irregular behavior. The findings must ensure that the facts are verified, that responsibilities are identified and indicate the application of disciplinary actions.

According to Brazil anti-corruption legislation, an effective compliance program reduces the fine imposed by the Public Administration - art. 18, item V of Decreto Federal nº 8.420/2015.

To learn more about integrity programs, we suggest reading the guide “Integrity Program: guidelines for private companies” developed by the Brazilian Office of the Comptroller General (CGU), available at:
<https://www.gov.br/cgu/pt-br/centrais-de-conteudo/publicacoes/integridade/arquivos/integrity-program.pdf>

SANCTIONS THAT MAY BE IN CASES OF VIOLATION OF BRAZIL ANTI-CORRUPTION LAW

Administrative Process

Brazil Anti-corruption Law provides for the administrative and civil liability of legal entities involved in acts against national or foreign public administration.

The law determines the establishment of an Administrative Process, , judged by the highest authority of each body or entity of the Executive, Legislative and Judiciary, to determine the administrative responsibility of entities that practice the illegal acts provided for in art. 5 of Brazil Anti-corruption law.

In the event of an effective determination of liability of a legal entity, it will be subject to two administrative sanctions:

- Fines that range from 0,1% to 20% of the annual gross revenue;
- Condenatory decision publication.

To learn more about Administrative Accountability Proceeding (PAR), access the Brazilian Office of the Comptroller General (CGU), available at:

<https://www.gov.br/cgu/pt-br/assuntos/responsabilizacao-de-empresas>

OFFERING AND RECEIVING GIFTS, HOSPITALITIES AND CORPORAE GIFTS

Receiving and offering of gifts, corporate gifts or hospitalities by/to BR Distribuidora employees

In order to avoid conflicts of interest and preserve impartiality and impersonality in decision-making, BR Distribuidora has established requires all employees to not accept, offer or give gifts of any kind and in any situation, except in cases of family or friendship ties or if offered by foreign authorities, in protocol cases.

BR Distribuidora also requires its employees to not accept, offer or give gifts or hospitality in exchange for any favors to them or to third parties (individuals or companies).

BR Distribuidora prohibits offering or receiving a gift or hospitality if:

- the reason or intention of the offer is to influence a decision;
- there is an expectation of retribution in some way;
- there is discomfort or personal embarrassment or impact on the image or reputation of BR Distribuidora when disclosing or justifying the receipt of the gift or hospitality;
- the hospitality is in cash, check or representative title;
- the gift or hospitality is conditional on any business carried out, in progress or potential;
- the value of the hospitality is not in accordance with local standards for business relations; and
- the gift or hospitality is usually received from the same natural or legal person, in a period of time less than 12 (twelve) months.

- **Gift**: object or service, with commercial value above what is set as reasonable, for personal use or consumption.
- **Corporate Gift**: object with no commercial value, below what was set as reasonable, distributed as a courtesy, advertisement, normal publicity, or on the occasion of commemorative events or dates of a historical or cultural nature, with a general and impersonal nature.

Note: corporate gifts offered to employees of Petrobras Distribuidora cannot exceed the amount established in our Code of Ethics Conduct (R\$ 200,00 - two hundred reais)

- **Hospitality**: meals, travel, accommodation, events, tickets to sporting or cultural events, entertainment, etc. Hospitality for exclusive tourism or leisure use is considered a present.

PREVENTION OF MONEY LAUNDERING AND TERRORISM FINANCING

Money laundering is the illegal process of making large amounts of money generated by a criminal activity, such as drug trafficking or terrorist funding, appear to have come from a legitimate source. The money from the criminal activity is considered dirty, and the process "launders" it to make it look clean.

Money laundering can occur through simple tricks, such as buying a winning lottery ticket, or through complex strategies, involving different countries and financial institutions.

Terrorism is the practice of xenophobia, discrimination or prejudice based on race, color, ethnicity and religion, causing social or generalized terror, exposing people, property, public peace or public safety to danger.

BR Distribuidora observes the lists of commercial sanctions and embargoes available by countries and international bodies that indicate companies, entities and individuals subject to economic embargoes or suspected of the involvement in terrorism and money laundering.

We ask third parties to also comply with laws and regulations regarding money laundering and terrorist funding.

SOCIAL AND ENVIRONMENTAL RESPONSIBILITY AND GOOD PRACTICES

BR Distribuidora seeks to do business with third parties who share our principles, values and respect human rights.

Work conditions

BR Distribuidora will not do business with anyone who uses irregular or illegal practices of child labor, sexual exploitation, human trafficking or forced labor.

Third parties must provide decent working conditions for your employees, with workload, compensation and benefits, health and safety, following the country's labor legislation.

Thus, BR Distribuidora reminds third parties to:

- Respect the labor legislation, in particular the working hours, which must not exceed the maximum allowed by law, and fair and befitting remuneration to employees, in order to offer them an adequate standard of living;
- Offer employees protection from any chemical, biological and physical hazards, as well as prohibit the performance of tasks that involve excessive physical effort in the workplace;
- Carry out adequate controls, have safety procedures at work, carry out preventive maintenance and adopt technical protection measures to mitigate health and safety risks in the workplace;
- Select commercial suppliers that operate within the labor legislation and ethical standards compatible with the assumptions defined herein.

Respect for Diversity

BR Distribuidora is against any kind of distinction, exclusion or preference, based on race, color, gender, sexual orientation, religion, political opinion, nationality or social origin, which has the effect of destroying or changing the equality of opportunity or treatment in employment or profession.

Thus, BR Distribuidora reminds third parties to:

- Treat all employees with respect and dignity, valuing the differences between gender, origin, ethnicity, sexual orientation, beliefs and religious practices of its workforce.
- Ensure that its employees do not suffer any kind of harassment, encouraging an inclusive and favorable work environment.
- Include, whenever possible, people with disabilities in the composition of the workforce, with adequate facilities and equipment.
- Work with equal pay for men and women for work of equal value.

Environment and Sustainability

BR Distribuidora values the respect for the environment and the adoption of actions that seek sustainable development and minimization of the adverse impacts of its operations.

BR Distribuidora advises third parties to comply with current environmental legislation, at the federal, state and municipal levels, and with international standards and agreements applicable to your reality.

Protection of Competition

BR Distribuidora obeys Brazil Competition Law (Lei Federal nº 12.529/11), which structures the “Brazilian System for the Defense of Competition” and provides for the prevention and repression of infringements against the economic order.

BR Distribuidora is committed to act in accordance with rules and best competition practices. We reject the practice of any act that has as object or may produce the following effects, even if they are not achieved: (1) limit, distort or in any way harm free competition or free enterprise; (2) dominate the relevant market for goods or services; (3) arbitrarily increase profits; and (4) abusively exercising a dominant position.

BR Distribuidora has a competition compliance program, according to the guidelines given by Brazilian Administrative Council for Economic Defense. Within the scope of this program, Petrobras Distribuidora has also a Guide to Competitive Conduct that provides guidance on the rules of competitive conduct to be followed by our employees.

BR Distribuidora expects the same observance and commitment from third parties.

ETHICS CHANNEL

If you experience, witness or become aware of any misconduct regarding Petrobras Distribuidora, we expect you to report it to our Ethics Channel.

Our Ethics Channel is operated by Contato Seguro, an external and independent company, which guarantees absolute confidentiality and anonymity to the whistleblower.

All complaints will receive a protocol number, through which the whistleblower can later complement their registration or follow up on their developments.

Petrobras Distribuidora does not accept retaliation or punishment against any whistleblower.

Do you know our Ethics Channel?

Phone

0800 800 8585
24-hour service

Internet

<https://www.contatoseguro.com.br/brdistribuidora>

If the complainant chooses to use the Channel website, there will be the option of including evidence you deem important.