

BB SEGURIDADE PARTICIPAÇÕES S.A.

INTERNAL REGULATIONS

ELIGIBILITY COMMITTEE

01.22.2020

Approved by the Board of Directors at a meeting on 09.04.2017 and amended on 01.22.2020.

INTERNAL REGULATIONS OF THE ELIGIBILITY COMMITTEE**CHAPTER I - PURPOSE**

Art. 1. These Internal Regulations govern the operation of the Eligibility Committee ("Committee"), defining its responsibilities and duties, subject to the provisions of the Bylaws of BB Seguridade Participações S.A. ("BB Seguridade" or "Company"), the legislation in force, the Governance, Indication and Succession Policy (the "Policy"), as well as the good practices of Corporate Governance.

CHAPTER II - COMPOSITION

Art. 2. The Committee shall be comprised by three (3) members, elected and dismissed by the Board of Directors.

Art. 3. With regard to its composition, it should be noted the existence of:

- I - one (01) member, chosen among the members of the Board of Directors of the Company;
- II - one (01) member, chosen among the members of the Audit Committee, that is not a member of the Board of Directors; and
- III - one (01) member, chosen among the members of the Executive Board of BB Seguridade.

Art. 4. The members of the Committee shall have a unified term of office of two (2) years, with a maximum of three (3) renewals being allowed, subject to the rules in force.

§ 1. The members of the Eligibility Committee shall remain in office until the election and investiture of their successors.

§ 2. The function of member of the Committee shall not be delegated.

§ 3. The function of member of the Committee shall not be compensated, and shall be exercised with respect to the duties of loyalty and diligence, as well as avoiding any situation of conflict that may affect the interests of the Company and its shareholders.

§ 4. The Board of Directors may elect or dismiss members at any time.

§ 5. In case of vacancy of member of the Committee, as a result of dismissal, resignation, death, proven incapacity, disability, loss of mandate or other cases provided by law, the Board of Directors shall elect its substitute to complete the term.

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§ 6. The members can only be part of the Committee again after, at least, three (3) years from the end of their previous term of office.

Art. 5. The member of the Eligibility Committee who fails to attend, with or without justification, three consecutive meetings, shall lose its office, except for force majeure or unforeseeable circumstances, and, at any time, by decision of the Board of Directors.

Art. 6. The members of the Committee are prohibited, directly or indirectly, from receiving any kind of compensation for the provision of consulting, advisory or other services that constitute an impediment or incompatibility with the duties and responsibilities of the position.

CHAPTER III - COMPETENCY

Art. 7. The Eligibility Committee shall:

- I - advise the Board of Directors in establishing the Governance, Indication and Succession Policy;
- II - opine on the form to assist shareholders on the completion of requirements and absence of prohibitions in the appointments of Directors and members of the Finance Committee of BB Seguridade, its subsidiaries and affiliates;
- III - opine on the fulfillment of the requirements and absence of impediments in the appointment of members of the advisory committees to the Board of Directors of BB Seguridade;
- IV - verify the compliance with the assessment process of the directors, of the members of the advisory committees to the Board of Directors and of the members of the Finance Committee; and
- V - submit to the Board of Directors, when necessary, a proposal to change the terms of these Internal Regulations.

§ 1. The Eligibility Committee shall also exercise its duties and responsibilities with companies controlled by BB Seguridade, which adopt the single Eligibility Committee regime.

§ 2. The members of the Eligibility Committee will have complete independence in the exercise of their duties, and shall keep confidential the information received from appointing authorities, of BB Seguridade and its subsidiaries.

§ 3. In the course of the assignment set out in this article, item II, the Committee shall give an opinion within eight (8) working days from the date of receipt of the standardized form and approval of the Chief of Staff, forwarded by the appointing authority, under penalty of tacit approval.

§ 4. If there is any obstacle to the analysis, if justified, the period defined in § 3 may be suspended upon formalization of the Committee to the person responsible for the indication.

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Art. 8 The Coordinator of the Committee will be chosen by the Board of Directors.

§ 1. The Coordinator shall:

- I - coordinate the activities of the Committee;
- II - convene and chair the meetings of the Committee;
- III - decide on the participation in meetings of the Committee of persons that are not part of the body, to provide information of any kind, not entitled to vote;
- IV - represent the Committee in its relationship with the Board of Directors, the Executive Board, the Finance Committee, the internal and independent audits, as well as with the other internal bodies and committees of the Company, signing, when necessary, the correspondence, invitations and reports;
- V - propose complementary standards necessary for the Committee's performance; and
- VI - performing other acts of technical or administrative nature necessary for the exercise of their functions.

§ 2. The Coordinator may postpone the resolution on any subject, and even determine its removal from the agenda informing the Corporate Management Superintendence for the appropriate measures.

§ 3. The matter whose resolution is postponed by the Coordinator may remain thereby for a maximum period of 48 hours. After this term and if there is no statement, the matter will be considered withdrawn from the agenda.

CHAPTER IV - MEETINGS

Art. 9. The meeting of the Committee shall only be established with the attendance of, at least, 2 (two) of its members, provided that the Audit Committee representative is present. Regardless of call, meetings attended by all its members will be valid.

§ 1. The meetings of the Eligibility Committee shall be held, preferably, at the Company's headquarters. Participation by conference call, video conference or other means with instruments that guarantee the authenticity and allow the member to effectively participate in the meeting, interacting and expressing his understanding, shall be allowed, and such attendance shall be deemed as personal attendance.

§ 2. Virtual meetings will be allowed through e-mail or other virtual electronic means.

§ 3. In the event of temporary absence of any member of the Committee, the absent member may, based on the agenda of the matters to be discussed,

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express their vote in writing, by e-mail sent to the Coordinator of this Committee, on the date of the meeting.

§ 4. The approval of the materials submitted for resolution shall be taken by majority of its members.

Art. 10. The convening of the members of the Committee for the meetings will be made, whenever possible, by notices sent, at least, three (3) days prior to its holding, through e-mail or the governance portal.

§ 1. The agenda and supporting documentation will be distributed in advance to the members of the Committee via email, electronic document manager or governance portal, at the time of the call.

§ 2. Regardless of call, meetings attended by all its members will be valid.

Art. 11. The Committee operates permanently, meeting, by call of the coordinator, whenever deemed necessary by any of its members or upon request of the Board of Directors of BB Seguridade.

Art. 12. If the Committee deems necessary the presence of a third party in a particular meeting to contribute in technical discussions, it may invite representatives of the controlling shareholder, employees of the subsidiaries and others not bound to the company, provided that with reasonable advance and explaining the reasons for such.

§ 1. Any third party who attends a meeting of the Committee will not be entitled to vote.

§ 2. Third parties invited to attend a meeting of the Committee shall stay only during the period in which the matter that originated their call is being evaluated.

Art. 13. The minutes shall be drawn up from the meeting, and it shall be signed by all the members attending the meeting, and by the secretary.

§ 1. The minutes shall be drawn up in a summarized manner, with an indication of the order number, date and place, report of on the matters discussed, resolutions taken and any divergent statements of the members of the Committee.

§ 2. The minutes of the meetings relating to the verification of compliance of the nominees to the statutory bodies of BB Seguridade and the subsidiaries that accede to the Single Eligibility Committee scheme, should be disclosed on BB Seguridade's Investor Relations website.

§ 3. The minutes of the meetings relating to the verification of compliance of those appointed to the Board of Directors and the Finance Committee of BB Seguridade, should be included in the document named the Board's Proposal for the shareholders' meeting which concerns the election of those members.

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§ 4. The minutes of the meetings related to the verification of compliance of those appointed to the Executive Board of BB Seguridade and the participants of advisory committees who are not members of the Board of Directors, also of BB Seguridade, should be included in the minutes of the meeting of the Board of Directors resolving on the respective elections.

CHAPTER V - DUTIES OF THE COMMITTEE

Art. 14. The members of the Committee shall perform its functions in compliance with the same duties and responsibilities assigned to the Company's directors, provided in article 22 of Decree 8.945/16 and in articles 153 to 159 of the Corporate Law, as provided for in article 160 of said Law.

§ 1. The members of the Eligibility Committee undertake to comply with the Bylaws, the Code of Ethics and Conduct, these Internal Regulations and other applicable rules.

§ 2. In addition to observe the legal duties inherent to the position, the members of the Committee shall base their conduct on high ethical standards, as well as observe and stimulate good corporate governance practices in the Company. They shall maintain strict secrecy about any relevant information of the Company until its formal disclosure to the interested parties.

CHAPTER VI – SECRETARIAT

Art.15. The Superintendency of Corporate Management of the Company shall assist the Committee, as follows:

- I - acting as the Committee secretary;
- II - communicating the convening of meetings of the Committee, at least three (3) calendar days in advance, if an emergency meeting is not required;
- III - organizing face-to-face and distance meetings, as well as enabling distance participation of members in face-to-face meetings;
- IV - distributing the agenda, preparing, recording and filing the respective minutes in own book and collecting the signatures of the members;
- V - verifying the statements submitted by those indicated according to the requirements of Law 13303/16, Decree 8945/16, of the Governance, Indication and Succession Policy, and other applicable standards;
- VI - verifying the completeness of supporting documents of the statements made by those appointed;
- VII - requesting additional information from the appointing authority for compliance with items V and VI;
- VIII - notifying the indicative authority after resolution by the Committee;

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- IX - adopting measures to promote the follow-up of recommendations and guidelines decided by the committee;
- X - organizing and maintaining in its custody the documentation related to the activities developed by the Committee;
- XI - drawing up the "Non-Performance Term" of the meeting, stating the justifications for its non-fulfillment;
- XII - submitting the minutes for approval of the Committee and knowledge of the Board of Directors and the Finance Committee;
- XIII - proposing to the Committee its Work Plan; and
- XIV - performing other acts of technical and administrative nature necessary for the exercise of the Committee's functions.

CHAPTER VII - FINAL PROVISIONS

Art. 16. The cases omitted herein will be submitted to the Board of Directors.

Art. 17. The Board of Director shall be responsible for amending these Internal Regulations.

Art. 18. This instrument shall enter into force on the date of its approval by the Board of Directors and will be filed at the Company's headquarters.

Brasília (DF), January 22, 2020.