

**AZUL S.A.**  
Companhia Aberta  
CNPJ/ME nº 09.305.994/0001-29  
NIRE 35.300.361.130

**SUPPLIERS CODE OF CONDUCT AZUL S.A.**

Hi Supplier.

Here we present our Code of Conduct for Suppliers. It will guide you through the main guidelines that guide our relationship. For Azul, this partnership is fundamental and it is up to us, in together, ensure that good conduct is complied with and respected, ensuring credibility and preserving the image of the Company and its suppliers.

We strive to integrate ethical issues in our business practices and the management of sustainability is vital to our operations. We have one Clear Code of Ethics, which instructs our Crewmembers about how sustainable business should be done under the best criteria of ethical practice. We hope and we trust that with this Code of Conduct to Suppliers, you also honor the same practices and ethical, social and environmental values.

We are committed to high standards of integrity and sustainability and we have a “zero tolerance” policy for such unethical business behavior such as bribes, corruption and slave labor or in a similar condition to slavery. We expect all our suppliers to follow similar standards and conduct business ethically.

The quality of supplier relationships is directly related to quality of the relationship with Azul's customers, since the quality of the products and services offered by its suppliers directly affect quality of the services offered by the Company.

Thus, Azul has the mission of disseminating its values among its Suppliers, promoting legal, efficient and correct practices, influencing the commercial relationship of suppliers, as well as their relationship with its Crewmembers and with the environment.

The subjects we address here are intended to meet the interests of all parties involved. In case of doubts related to the content of this document, the Supplier may contact directly with the Compliance Department, via email [compliance@voeazul.com.br](mailto:compliance@voeazul.com.br).

**MISSION**

Make this the best job of my life and that our Client has the best flight of his life.

**VISION**

Build the best airline in the world together.

**VALUES**

Security – Nothing is more important;

Consideration - Treat the other as he or she would like to be treated. Observe, Perceive and Answer;

Integrity – Be an example of the good;

Passion – Love what you do;

Innovation – Be open and make each day better;

Excellence – Be impeccable at what you do.

### **1. Introduction**

The Code of Conduct for Suppliers aims to establish what Azul understands by ethical conduct in business relationships with companies that provide us with services and products.

Azul suppliers must know all the assumptions of this Code of Conduct, committing not only to comply with the guidelines described here, but also ensure that your employees, representatives and contracted third parties are aware of and follow the established standards.

Failure to comply with the principles and commitments expressed in this Code may imply the adoption of disciplinary measures, from blocking the supplier for new purchases to the termination of current contracts, in accordance with Azul rules.

Full compliance with this code is a fundamental condition for the permanence of the company in the Azul supplier base.

### **2. Coverage**

This document covers all Azul suppliers, who must attest science through the signed Term.

### **3. Basic Code Policies**

Azul will only do business with suppliers that comply with the all applicable legal and regulatory requirements, comply with their contractual obligations and that follow consistent standards of conduct with Azul's policies. For Azul, the commitment of a Supplier to fully comply with laws, regulations and standards applicable is the foundation of a mutually beneficial business relationship.

All potential Azul suppliers and business partners will be evaluated using clear, honest criteria and without any discrimination. Every decision will be based on technical quality and economic, not being allowed favors or privileges of no nature.

Thus, with regard to ethical business conduct, Azul expects its suppliers to comply with the following guidelines.

#### **3.1 Ethical Conduct and Integrity**

Ethics guides our behavior as an organization. Therefore, we reserve the right to select our suppliers considering their relationship history with Azul and indication restrictive in publicly accessible databases. also in we reserve the right not to select suppliers that are in critical situation of default in the market.

We do not condone coercive business practices to gain an advantage or any type of harassment (moral, sexual, racial, political and religious).

Our suppliers are expected to:

- Respect and value differences between gender, origin, ethnicity, sexual orientation, belief, religious practices, political conviction, ideological, social class, disability, marital status or age.
- Act ethically, not sharing or exchanging information of any prices, costs or other information competitions, as well as the performance of any other collusive conduct with any entity outside Azul regarding of any proposed or current acquisition of Azul.

- Maintain a serious, honest and trustworthy attitude in all activities and relationships related to Azul, adhering to the Company Values.
- Do not propose or establish contracts or agreements with a competitor of Azul for pricing, terms and sales conditions, costs, profit margins, or others aspects of competition for sales to third parties.
- Deliver all products and services in compliance with the quality and safety criteria stipulated in the agreements relevant, safe for intended use.

### **3.2 Conflict of Interest**

Azul ensures that conflicts of interest do not occur. However, if there is a situation of conflict or potential conflict, this must be immediately brought to the attention of the Departments of Purchasing and Compliance. Business contacts must follow specific standards and appropriate ethical conduct, avoiding situations of conflict of interest and/or any relationships that interfere - or appear interfere - in the full exercise of business, such as:

- Perform other commercial activities, in addition to the relationship with Azul, that conflict with the interests of the Company;
- Azul Crewmembers and its suppliers must guarantee the understanding and transparency of information necessary for quotation, contracting, purchase and administration of services and products;
- Azul does not allow its Crewmembers to perform activities capable of influencing Purchasing decisions. That includes contracting suppliers for private purposes;
- Azul Crewmembers and their families are prohibited from participating as holders, partners or director, directly or indirectly by intermediary, from a company that maintains a relationship commercial with Azul;
- Suppliers are not allowed to use goods, services and/or Azul Crewmembers for their own benefit or that of third parties;
- Transactions with related parties must guarantee substantial and procedural honesty, through the compliance with pre-established rules of business conduct applicable to such transactions, and such rules of conduct they must be properly informed to the market.

### **3.3 Legislation**

#### **3.3.1 Labor**

Ensuring respect for the fundamental rights of its Crewmembers and basic working conditions are some requirements considered fundamental for Azul and, therefore, expected by all suppliers:

- Provide your services observing all necessary measures in terms of health, safety and the environment. Azul will terminate the relationship with suppliers and business partners whenever it observes losses or risks to its image or interests due to non-compliance with legal, tax, labor, social security, environmental and occupational health and safety issues.
- Comply with applicable laws regarding wages and working hours.

- Do not use any form of forced or slave labor, whether work produced in a prison, apprenticeship contract work, or workers subject to any form of pressure or coercion.
- Do not employ employees younger than the minimum age required by law, observing all laws relating to interns and young apprentices.
- Ensure respect for the human rights of its employees.
- Ensure a work environment free from discrimination, harassment, retaliation, threats, physical or moral violence, or any other forms of abuse of its employees.

### **3.3.2 Environment**

Suppliers must comply with and maintain their processes in accordance with applicable environmental legislation and adopt corporate environmental management standards when necessary, having adequacy plans to deal with non-conformities. It's expected that:

- Conduct their activities respecting the environment, in compliance with current environmental legislation in the locations where they carry out their operations.
- Commit themselves to the continuous improvement of practices for the conservation of natural resources, as a way to avoid and control environmental impacts due to their operational activities.
- Use caution when handling hazardous materials or when using exploration techniques and/or equipment that uses hazardous materials to prevent unforeseen releases to the workplace or the environment.

### **3.3.3 Anti-corruption**

Azul is committed to the laws to prevent and combat corruption and money laundering, in particular the Brazilian Anti-Corruption Law (No. 12,846/13) and Law No. 9,613/98, which provides for crimes of laundering or concealing assets, rights and values. The Company does not tolerate unethical conduct, especially when it involves acts of corruption or any other that may harm the Public Administration, national or foreign. Such attitudes are also expected from our suppliers.

Supplier shall comply strictly with all applicable laws, including the Brazilian Anti-Corruption Law, the US Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act .

### **3.4 Gifts, Giveaways and Hospitalities**

Azul Crewmembers and/or close members of their family, as defined in the Code of Ethics, are prohibited from receiving any gift, gift or advantage from suppliers and business partners that are equivalent to an amount above US\$ 100 (one hundred dollars North Americans).

It is not appropriate for Crewmembers to accept excessive meals, drinks or entertainment (tours, shows, etc.) from suppliers, business partners or potential suppliers and business partners.

Activities with suppliers and their representatives, funded by Azul, cannot jeopardize the Company's image and brand before the internal public, society, shareholders and public authorities. Offering or receiving cash offers for any reason is strictly prohibited.

The receipt, by Azul Crewmembers, of travel and courtesies, offered by suppliers and service providers, for visits and/or participation in events of a technical nature, can only be accepted

when (i) there is a real opportunity to develop commercial contacts for Azul, (ii) that they have also been extended to professionals from other companies and (iii) the participation has been formalized and authorized by the Crewmember's hierarchical superior.

### **3.5 Information Security**

Azul's information must be used ethically, safely, respecting all internal rules, as well as applicable laws and regulatory requirements. All Crewmembers, suppliers and service providers are responsible for protecting personal data and privacy of the data of their Customers, Crewmembers and suppliers, in accordance with the guidelines of the General Data Protection Law (Law nº 13.709/18).

The Supplier that has access to any confidential information that has not yet been publicly disclosed by the Company, must maintain absolute secrecy of such Confidential Information so as not to harm Azul's business, especially to disclose it to any of our competitors. Examples of this Confidential Information are Azul's strategies, methods, business plan, presentations (printed or electronic), manuals, books, handouts, records, electronic files, emails and other documents, as well as technical information related to its products, aircraft, engines, equipment, routes, services, promotions and processes.

The Supplier shall respect the intellectual property rights and other proprietary rights of other parties, especially those of Azul, and shall:

- Use only Azul information and assets (including tools, drawings and specifications) for the purpose for which they are provided to the supplier and for no other purpose.
- Not to use Azul's equipment, information or other assets (including office equipment, e-mail and computer applications) to carry out personal or non-personal transactions related to Azul's activities without prior authorization.
- Observe and respect all patents, trademarks and copyrights of Azul and comply with any limitations or prohibitions on their use that may be defined from time to time by Azul.

### **4. Report of violation to the Code of Conduct for Providers**

Any Supplier, its professionals and subcontractors, who believe in good faith that it has occurred or there may be a violation of the principles of this Code of Conduct, you can report such fact through the Confidential Channel, accessing the website [www.canalconfidencial.com.br/azul](http://www.canalconfidencial.com.br/azul) or by number 0800 377 8050.

The Confidential Channel, available to internal audiences and externals of Azul, it is a communication tool proactive, transparent, independent, impartial and anonymous for reporting violations or suspected failure to comply with any of the points described in this Code of Conduct for Suppliers or the Code of Ethics applicable to Azul Crewmembers.

All complaints or reports received by Azul will be treated confidentially as far as possible, that a proper investigation of the facts can be carried out denounced. Any allegations of fraud, misappropriation, private bribery or corruption of public, national or foreigners, in commercial acts or transactions involving Suppliers and business partners will be presented to the Committee of Ethics and Conduct for investigation.

All reports are made confidentially (when so defined) and will be handled by a limited group of people, depending on of the need for investigation. No retaliation will be allowed for the

Supplier who reports, of good faith, any suspected violations of the Code of Conduct for Suppliers or Crewmembers Code of Ethics.

### **Science Term**

By signing this term, I declare:

- That I know and accept the principles contained in the Code of Conduct to Azul Suppliers, whose entirety was delivered to me on this date;
- That I will seek to comply, from this date, with the terms and conditions transcribed in this Code and that I will seek to maintain myself adequate to it, develop it and integrate it into my management processes;
- What I will seek to share with Azul and with my respective supplier network the efforts, difficulties and achievements in the incorporation of the proposed practices aiming at sustainability of the company's business;
- That I am aware that the signing of this Term of Acknowledgment does not obliges Azul to establish any commercial relationship with signatory company.

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Barueri/SP (Update Apr/2020).