GC-PL-0001 - COMPLIANCE POLICY (Inglês)

1. PURPOSE

The purpose of this document is to establish, in plain language, Petronect's Compliance principles and guidelines for all Employees, Clients, Suppliers and other Stakeholders, as well as to disseminate the Compliance culture and practice, demonstrating the importance of knowing and complying with legal, regulatory, normative and procedural requirements, both external and internal, that must be adopted by Petronect.

2. REFERENCE DOCUMENTS

Código de Ética - versão inglês

Código de Conduta para Fornecedores (versão inglês)

3. DEFINITIONS

Compliance: The English word Compliance means "cumprir" in Portuguese. Since there is no equivalent word in Portuguese that fully reflects the meaning of this term, Petronect has adopted Compliance because it is widely used and understood by companies and governments worldwide. Therefore, Compliance is used to define being in conformity with the rules that Petronect and all its Employees must follow, in accordance with applicable laws, regulations, standards and procedures, both external and internal to the Company.

Compliance Program: A program that, in a corporate environment, aims to prevent and/or identify conduct that is not in compliance with the rules, including laws, regulations, standards and procedures, whether external or internal to the Company, by identifying risks and/or causes and acting preventively and/or correctively, while promoting a culture that encourages compliance with these rules and the adoption of ethical conduct.

Counterparties: Companies, entities and stakeholders in general with which Petronect maintains relationships in the course of its activities.

Stakeholders: Employees, Clients, Suppliers, Counterparties and other individuals or legal entities that interact with Petronect or are affected by its activities.

Integrity Risks: risks arising from non-compliance with the values, ethical principles, legal requirements, internal standards, good transparency practices, compliance and internal controls, and integrity commitments assumed by Petronect.

Conflict of Interest: arises when a person does not remain independent in relation to the matter under discussion and may influence or make decisions driven by interests that are not aligned with those of the organization. This conflict may also occur when a decision must be made between acting for one's own benefit, whether financial or otherwise, or in the best interests of the company. Services must be provided impartially and free from any conflict of interest.

Corruption: A direct or indirect action consisting of authorizing, offering, promising, requesting, accepting, delivering or receiving an undue advantage, whether economic in nature or not, involving public agents or private individuals, with the purpose of causing a specific act to be performed or omitted.

Fraud: Any intentional action or omission intended to harm or deceive another person, which may result in loss to the victim and/or undue advantage, whether financial or otherwise, for the perpetrator or third parties. It is also characterized by a false statement or the omission of material circumstances intended to mislead third parties.

Money Laundering: A set of commercial or financial operations intended to conceal or disguise the nature, origin, location, disposition, movement or ownership of assets, rights or values arising directly or indirectly from a criminal offense.

Misconduct: any action or omission that constitutes a violation, breach or disregard of legislation, applicable standards, the Compliance Program, Petronect's Code of Ethics, the Supplier Code of Conduct, when applicable, and other applicable internal policies, standards and procedures.

Political and Electoral Harassment in Labor Relations: the practice of coercion, intimidation, threat, humiliation, embarrassment, discrimination, retaliation, promise of advantage or differentiated treatment, with the purpose of influencing, manipulating, conditioning or restricting the vote, support, orientation, expression or political, ideological or electoral conviction of Employees, Third Parties or other Stakeholders in the workplace or in work-related situations.

4. DESCRIPTION

Petronect understands that being compliant means identifying, understanding and complying with the laws and regulations related to Petronect's business, as well as following the standards and procedures defined by the Company.

In addition, Petronect must comply with the contracts and agreements it has signed, disclose financial reports in line with current regulations, and act preventively to avoid losses and fraud.

This Policy applies directly to all Petronect Employees. Based on this document, all Leaders are expected to encourage their teams to act in compliance with the Company's ethical conduct standards. This Policy also applies indirectly to all Clients, Suppliers and other Stakeholders that, due to any relationship established with Petronect, undertake to comply with all applicable legal provisions.

4.1 Guidelines

All Petronect activities and relationships with its Stakeholders must be guided by the value of Integrity, respecting applicable national and international standards and the Code of Ethics, as well as other internal standards, through a primarily preventive approach aimed at inhibiting misconduct, mitigating integrity risks and promoting a safe environment for decision-making.

Board members and leaders must continuously and visibly support the strengthening of integrity in the organizational culture through example, active listening and ethical conduct in daily decisions.

Petronect Employees are responsible for Compliance, regardless of their roles in the Company.

Everyone is a Compliance agent and must act in accordance with Petronect's guidelines, based on the following assumptions:

4.1.1 Applicable Regulations

Comply with the laws applicable to Petronect's business and commit to conducting business with integrity and the highest ethical standards, not tolerating misconduct or any type of violation or non-compliance with legal obligations, internal standards or procedures.

4.1.2 Strategy, Goals and Values

The vision, mission, strategies, goals, operations, processes and activities must reflect the Company's full commitment to Compliance actions, providing a safe environment for decision-making and supporting the objective of being a benchmark for ethics, integrity and transparency in its area of activity.

4.1.3 Organizational Structure of Governance

Include the Compliance function in Petronect's Organizational Structure, directly connected to Senior Management, with: (i) authority and responsibility for the consistency and integrity of the compliance management system; (ii) clear and unequivocal support with direct access to Senior Management; (iii) the information and resources required to perform compliance tasks; and (iv) integration with the Governance, Risk, Audit and Legal areas.

Ensure that Senior Management exercises active and continuous oversight over the Compliance Program, ensuring that actions to prevent, detect and remediate misconduct are integrated and work together with all areas of the Company.

Protect professionals who work in the management of governance and compliance actions against arbitrary punishment that may arise from the regular exercise of their duties.

4.1.4 Integrity and Compliance Risk Management

Continuously identify, assess, monitor and mitigate integrity and compliance risks, considering all Stakeholders and aspects inherent to the Company's business. The approach must be primarily preventive, aiming to inhibit intentional or unintentional acts that violate the required behaviors and attitudes, thereby reducing the risk of misconduct.

Integrity risks include, but are not limited to, fraud, corruption, money laundering, terrorism financing, violation of sanctions regimes, anticompetitive practices, conflict of interest, nepotism, moral and sexual harassment, discrimination, human rights violations, property and non-pecuniary damages, and other misconduct.

Establish effective and updated internal controls, with periodic assessment of their effectiveness, in order to prevent or detect systemic failures, strengthen the control environment and ensure the proper recording and control of transactions, in accordance with applicable standards.

4.1.5 Accessible Policies, Standards, Procedures and Documents

Implement and continually improve the Company's standards and procedures that support the Compliance Policy, incorporating and integrating its principles and concepts across all hierarchical levels and organizational processes.

Ensure that the documents governing the behavior and attitudes required by the Company are accessible to the applicable stakeholders.

4.1.6 Communication

Communicate, whenever observed, any behavior considered inappropriate that violates the Code of Ethics, in order to prevent inappropriate conduct in the corporate environment.

Provide communication channels that protect the anonymity of the reporting person and allow the Company to become aware of any indication of misconduct. Retaliation against good-faith reports is prohibited, and the use of these channels must be encouraged among internal and external Stakeholders.

Use specific communication methods, such as websites, emails, events, reports, meetings, presentations and hotlines, for all Stakeholders, in order to ensure the disclosure and understanding of the information applicable to each of them.

Promote communications and campaigns in plain, accessible and inclusive language, appropriate for internal and external Stakeholders, with the purpose of reinforcing the duty to act with integrity and raising awareness of integrity risks.

4.1.7 Reporting Channel

Ideally, concerns should be raised directly with managers. However, there may be circumstances in which individuals do not feel comfortable reporting the issue in this manner.

In such circumstances, a Reporting Channel must be available and must also protect the anonymity of the reporting person.

Ensure an accessible and widely disclosed channel for any audience to report any indication of misconduct, guaranteeing anonymity, secrecy, confidentiality and protection against retaliation for good-faith reporting persons.

All reports submitted through the Reporting Channel must be handled in accordance with Petronect’s specific internal procedures in force.

Ensure that reports received are investigated in a timely, impartial and confidential manner, based on the principles of good faith, objectivity, presumption of innocence, adversarial proceedings when applicable, and protection of good-faith reporting persons.

Any form of retaliation against good-faith reporting persons is prohibited, and secrecy, confidentiality and non-retaliation must be guaranteed to persons who report indications of misconduct, observing anonymity when requested or applicable.

4.1.8 Training and Awareness

Continuously disseminate, with the support of Senior Management, the duty to act with integrity and in compliance with this Policy, through training, campaigns and educational actions aimed at internal and external Stakeholders, using plain, inclusive language appropriate to the target audience and considering the level of exposure to integrity risks.

Training and awareness actions must address, as applicable, topics such as the Code of Ethics, conflict of interest, fraud, corruption, moral and sexual harassment, discrimination, human rights, anticompetitive practices, money laundering, terrorism financing, reporting channel, prevention of retaliation and other integrity risks relevant to the Company.

4.1.9 Addressing Political and Electoral Harassment in Labor Relations

Promote prevention, guidance and awareness actions to address political and electoral harassment in labor and employment relations, as part of the measures to prevent abusive conduct and psychosocial risk factors.

Prohibit the practice of political and electoral harassment, including through the use of hierarchical position, functional influence, corporate resources, institutional channels or physical and virtual environments related to work.

Include the topic, as applicable, in conduct, ethics and integrity standards, in Compliance training and communication actions and in the Reporting Channel, with the support of Senior Management.

4.1.10 Misconduct and Disciplinary Sanctions

Establish proportional accountability measures applicable to cases involving fraud, corruption, moral and sexual harassment, property and/or non-pecuniary damages, including those related to information security, nepotism, conflict of interest, as well as any other conduct considered inappropriate in the work environment, in accordance with specific internal procedures in force at Petronect.

Maintain mechanisms for detecting, investigating and responding to misconduct in order to identify and interrupt, in a timely manner, situations not mitigated by preventive actions. These mechanisms must ensure the adoption of corrective and accountability measures proportional to the seriousness of the facts, the recovery of any losses, the treatment of weaknesses identified in processes and internal controls, and the promotion of organizational learning to reduce recurrence risks.

4.1.11 Prevention of Fraud, Corruption and Money Laundering

Maintain an ethical posture and professional integrity, reflected in mechanisms for preventing fraud, corruption and money laundering, as well as controls compatible with applicable legislation and the best practices of its sector.

Support and cooperate with public authorities in investigations of suspected irregularities or legal violations, when applicable.

Promote transparency and compliance with internal procedures, contributing to everyone's commitment to strengthening the integrity environment, including the prevention and fight against fraud and corruption, with zero tolerance for any type of misconduct.

4.1.12 Competition

Observe and prevent violations against the economic order, both in the context of contacts between competitors, whether directly or through trade associations, and in relation to the Company's commercial practices.

Do not allow the practice of any conduct that results in violation of Law No. 12,529/2011 ("Competition Defense Law"), prohibiting any business practices that characterize an offense against the economic order.

The sharing of any strategic and competitively sensitive information with competitors is prohibited, as well as establishing any type of agreement, combination, manipulation or arrangement with competitors regarding price leveling, sales, standardization of contractual clauses, remuneration, market division, discount policy, or any commercial strategies for approaching clients or suppliers.

4.1.13 External Activities, Transparency and an Ethical Business Environment

Keep the policies, standards, procedures and mechanisms related to the Compliance Program updated and accessible to Stakeholders, subject to applicable legal, strategic and confidentiality restrictions.

Ensure transparency regarding the evolution of the Compliance Program, integrity actions and commitments assumed by the Company, including topics related to ESG commitments, safeguarding confidential information.

5. APPLICABLE AREAS

All Petronect Employees, Clients, Suppliers and other Interested Parties.

6. MEASUREMENT AND ASSESSMENT

Not applicable.

7. CONTINGENCY ACTION

Not applicable.

8. RECORD CONTROL

Access, retention, retrieval and disposal of records shall comply with Petronect's corporate procedures and applicable legislation.

- Record: Not applicable.

9. VERSION HISTORY

1. Original
2. Update of items 3 and 4, and inclusion of items 4.1.10 and 4.1.11.
3. Update of item 4.1.10 to include support and cooperation with public authorities.
4. New items 3.9, 3.13 and 8. Updated items 4.1, 4.1.3, 4.1.4, 4.1.6, 4.1.7, 4.1.8, 4.1.10, 4.1.11 and 4.1.12.