LEGAL CRITERIA
Qualification Requirements for bidding process – Law 13.303

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I. NATIONAL COMPANIES

I.1. Certificate of the State Commercial Board or Civil Registry of Legal Persons (RCPJ) or Civil Registry of Natural Persons (RCPN)

Note 1: Among the types of certificates issued by the Business Companies Registries, the document must obligatorily contain:

- Corporate name;
- CNPJ;
- Social object;
- Share capital;
- Constitution date;
- Record of the last contractual or statutory alteration;
- Partners and respective capital participations, Directors and administrators.

Note 2: The Registration Form will not be accepted as a substitute of the Commercial Board Certificate.

Note 3: For validity, consider the period of 365 (three hundred and sixty five) days from the date of issuance of the certificate.

Note 4: Individual Micro Entrepreneur (MEI) – The submission of the Commercial Board Certificate/ Civil Registry of Legal Persons is not mandatory.

I.2. Document of constitution according to the type of company

Submit documentation according to the following table:

Limited Liability Companies (LLC), EIRELI and Simple Companies	Joint-stock company	Cooperatives, Foundations, Associations, Institute or Institutions	Individual Company and Individual Micro Entrepreneur (MEI)
• **Social Contract (Social Contract of Constitution of the company) and/or Last Consolidated Contractual Alteration.** **Note 1:** If the last contractual alteration of the company is consolidated, it is enough to submit this document. **Note 2:** If since the constitution of the company there has been no any contractual alteration, it is enough to submit the Constitution Contract. **Note 3:** If since the constitution of the company there has been no consolidated contractual alteration, submit the Constitution Contract and other contractual alterations. **Note 4:** The mentioned documents must be submitted in full and the signatures and the respective stamps, authentications and seals of the State Commercial Board or Civil Registry of Natural Persons must also be visualized for validation of the document.	• **Consolidated Bylaws (Bylaws in full).** • **Minutes of Ordinary General Meetings that deliberate about the election of Administrators.** • **Minutes of Extraordinary General Meeting that deliberate about the reform of the Bylaws, change of the company object, change of the company name, change of address, incorporation of the company in another, its merger or split, participation in a group of companies, change of the share control of the company.** **Note 1:** For validation of the documents it is necessary to have a clear visualization of the seal, stamp and official authentication of the respective State Commercial Board.. **Note 2:** If there is a Legal Prosecutor constituted to represent the company, please submit the power of attorney by public instrument.	• **<u>Cooperatives</u>: Minute of General Meeting of Constitution or Minute of General Meeting of the Founders of the Cooperative and the Bylaws with the Minute of the Meeting that approved it.** **Registration in the Brazilian Cooperatives Organization or in the state entity, if any, as provided for in Article 107 of Law No. 5,764 of 1971.** **Regulation of funds established by the members of the cooperative, with the minutes of the meeting that approved them.** **Summons of the convocation of the last three extraordinary general meetings.** **Three records of the presence of the members of the cooperative who will execute the contract at general meetings or sectional meetings.** **Minutes of the session that the cooperative authorized the cooperative to contract the object of the bidding.** **List of cooperative members who meet the technical requirements required for hiring and who will execute the contract, with the respective registration forms and proof that they are domiciled in the locality of the headquarters of the cooperative, respecting the provisions of item XI of art. 4, item I of art. 21 and §§ 2 to 6 of art. 42 of Law No. 5,764 of 1971.** • **<u>Foundations</u>: Public Deed of Constitution of the Foundation, current Consolidated Bylaws and Minute of the current Executive Board or current Minute with the members of the Board of Directors and/or Administrators of the Foundation.** • **<u>Associations</u>: Minute of General Meeting of constitution of the Association, Consolidated Bylaws, Minute of Meeting of the current Executive Board or current Minute with the members of the Board of Directors and/or Administrators of the Association.**	• **<u>Individual Company</u>: Submit the Requirement of Individual Entrepreneur properly registered in the State Commercial Board or Civil Registry of Legal Persons or Civil Registry of Natural Persons.** **<u>Individual Micro Entrepreneur (MEI)</u>: Submit the Certificate of Condition of Individual Micro Entrepreneur. Consider the period of 365 (three hundred and sixty-five) days from the date of issue of the certificate.** **Note 1:** The documents must be submitted in full and the respective stamps, authentications and seals of the Commercial Board or Civil Registry of Legal Persons or Civil Registry of Natural Persons must also be visualized for validation. **Note 2:** In the case of companies framed in Micro Enterprise (ME) or Small Business (EPP), also submit the Framework Act.

		• **Institutions: Minute of General Meeting of Constitution of the Institution, Current Consolidated Bylaws and Minute of Meeting of the current Executive Board or current Minute with the members of the Board of Directors and/or Administrators of the Institution.** • **Institutes: Minute of Foundation of the Institute, Current Consolidated Bylaws and Minute of Meeting of the current Executive Board, and/or members of Administration of the Institute.** **Note 1:** In the case of a company whose constitution is made by Internal Regulation, submit the Internal Regulation in full and the Minute of Meeting with the current Composition of the Executive Board. **Note 2:** The documents must be submitted in full and the respective stamps, authentications and seals of the Commercial Board or Civil Registry of Legal Persons or Civil Registry of Natural Persons must also be visualized for validation of the document.	

I.3. Enrollment in the National Registry of Legal Persons (CNPJ)

Submit proof of enrollment in the National Registry of Legal Persons (CNPJ). The cadastral situation will be verified at the moment of the evaluation, through consultation to the Federal Revenue Office at “www.receita.fazenda.gov.br".

II. FOREIGN COMPANIES

II.1. Proof of being legally constituted in its country of origin

Submit the equivalent documents appropriate to the legislation of each country, as listed:

- Certificate of Fact, Certificate of “Status”, Registration in the Business Registry Center, etc.;
- Full content of the Social Contract or Bylaws;
- Current minute of the board of directors, executive board or shareholding composition of the company;
- Documents mentioning alteration of the corporate name, incorporations, mergers, acquisitions, partnerships and holdings, when applicable.

Signatory Countries of the Hague Convention

-Documents apostilled according to the Hague Convention: Apostilles issued by countries party to the Hague Apostille Convention, including those issued prior to the date of validity of the said Convention in Brazil, will be accepted nationwide from August 14, 2016, in substitution of diplomatic or consular legalization, according to art. 2° of Resolution n. 228, of June 22, 2016 and Legislative Decree n. 148, of June 12, 2015.

https://www.cnj.jus.br/poder-judiciario/relacoes-internacionais/apostila-da-haia/paises-signatarios/

-Public Sworn Translation in Brazil in its completeness into Portuguese language by Public Sworn Translator in Brazil so that them produce legal effects in accordance with the provisions of Law 10.406/2002 - article 224 (Brazilian Civil Code) and Art. 32 paragraph 4° of Law 8666.

Note: Alternatively, if the documents are not apostilled, the documents of the Signatory Countries of the Hague Convention that are Notarized, Consularized and Translated by Public Sworn Translator in Brazil will be accepted.

Non-signatory Countries of the Hague Convention

-Notarization

-Consularization of the Document by the Brazilian Consulate in the country of origin.

-Public Sworn Translation in Brazil in its completeness into Portuguese language by Public Sworn Translator in Brazil so that them produce legal effects in accordance with the provisions of Law 10.406/2002 - article 224 (Brazilian Civil Code) and Art. 32 paragraph 4° of Law 8666.

Note: In addition, must fill out the shareholder composition table informing the current Board Members.

II.2. Ordinance of authorization of operation issued by the Federal Government (only for service providers)

The foreign company, service provider, must submit a **Ordinance** of authorization of operation issued by the Federal Government according to IN DREI Nº77, OF MARCH 18, 2020, published in the "Diário Oficial da União (DOU)" on March 24, 2020.

II.3. Letter presenting the Legal Representative in Brazil

Presenting the Legal Representative in Brazil. It is suggested to observe the *Model I (Power of Attorney)*, for natural person, or *Model II (Power of Attorney)*, for legal person.
The power of attorney must be submitted on letterhead of the foreign company, indicating place and date, signature of the grantor duly identified with legible name and position held. It should be noted that the signatory of the power of attorney must be included in the documents equivalent to the Social Contract, Bylaws, Minutes of election/appointment of the Board of Directors or any other official document that grants powers to an Administrator of the foreign company.
The document must contain obligatorily: Corporate Name, CNPJ number, full address. It is imperative that the qualification of the Granted and Grantor are complete for validation.

Note 1: The legal representative must be a natural or legal person resident in Brazil.

Note 2: The validity of this document for the purposes of analysis and evaluation of Petrobras is considered one (1) year from the date of issue, even if the document stipulates an expressed expiration date.

Note 3: Consular Legalization of the document is not required.

Note 4: Notarization of the document is not required.

Note 5: Stamps, seals and authentications must be visualized in full and may not contain erasures for validation of documents.