

**CAIXA**

seguridade

**COMPLIANCE AND INTEGRITY POLICY OF CAIXA SEGURIDADE  
PARTICIPAÇÕES S.A.**

## RESPONSIBLE UNIT

National Superintendence of Risks, Internal Controls and Compliance

## TO WHOM THIS POLICY APPLIES

This Policy applies to the Directors and Officers, members of committees, Employees and Contractors of Caixa Seguridade Participações S.A.

This Policy applies to all Appointees of Caixa Seguridade Participações S.A. for Investees.

## REGULATION

Minutes 72 of the Board of Directors of Seguridade Participações S.A. of November 9, 2018

Decree 8.420 of March 18, 2015

Decree 8.945 of December 27, 2016

Guide for Implementation of Integrity Program in State-owned Companies of the Ministry of Transparency and Office of the Comptroller General (CGU)

ISO 19600:2014 – Compliance Management Systems – Guidelines – published on June 10, 2016 by the International Organization for Standardization

Law 9.613 of March 3, 1998

Law 12.846 of August 1, 2013

Law 13.303 of June 30, 2016

CMN Resolution 4.595 of September 28, 2017

CGPAR Resolution 18 of May 10, 2016

## COMPLIANCE AND INTEGRITY POLICY OF CAIXA SEGURIDADE PARTICIPAÇÕES S.A.

### 1 PURPOSE

- 1.1 To inform the target group of this Policy of all Compliance and Integrity rules of Caixa Seguridade Participações S.A. (“Caixa Seguridade” or the “Company”) in order to ensure compliance with laws, regulations, codes, policies, rules and procedures that apply to the Company’s activities, and to detect and combat Illicit Acts and to build an anticorruption environment.

### 2 DEFINITIONS

- **Director(s) and Officer(s)** – members of the Senior Management.
- **Senior Management** – means the Board of Directors and the Executive Board of Caixa Seguridade.
- **Illicit Act** – voluntary act or omission, negligence or imprudence, or exercise by the holder of a right in a way which manifestly exceeds the limits imposed by its economic or social purpose, by good faith or by good conduct, which violates rights and causes damage to another, even though the damage is exclusively moral, or in the case of acts previously defined by law as illicit, which causes damage or danger to another, except in any of these cases if such acts are performed in legitimate defense or in the lawful exercise of a recognized right or in order to remove an imminent danger. In the latter case, the act will be legitimate only when the circumstances render it absolutely necessary, not exceeding the limits of what is indispensable for the removal of the danger.
- **CGPAR** – Interministerial Commission for Corporate Governance and Administration of State-Owned Enterprises.
- **CMN** – National Monetary Council.
- **Contractors** – service providers, suppliers, business partners, interns and apprentices of Caixa Seguridade.
- **Compliance** – means conforming to, abiding by, following, obeying an order or rule. It is the Company’s duty to comply with and enforce internal and external regulations and rules.
- **Conflict of Interest** – a situation in which an Employee, Contractor, Director or Officer has private interests that conflict with the interests of Caixa Seguridade and that could harm the Company’s interests or improperly influence the performance of their duties and responsibilities. A conflict of interest occurs whenever an Employee’s, Contractor’s, Director’s or Officer’s private/personal interests influence or might influence directly or indirectly their analyses and decisions at Caixa Seguridade. Personal/private interest is characterized by the Employee’s, Contractor’s, Director’s or Officer’s

desire to obtain any advantage, whether immediate or not, monetary or not, for themselves or for their relatives, friends or other persons with whom the Employee, Contractor, Director or Officer has or had personal, business or political relations, to the detriment of the Company.

- **Board Members** – members of the Board of Directors and the Supervisory Board of the Company.
- **Corruption** – any and all unintentional or intentional act of making a proposal to give, offering, promising, giving (active corruption) to a person, or requesting, demanding, accepting or receiving (passive corruption) by a person, for himself or herself or anyone else, any undue pecuniary or other advantage, for him or her to act or refrain from acting in the exercise of his or her functions or to obtain or secure business for the Company.
- **Due Diligence** – the process of investigating and auditing company information, fundamental to confirm the data made available to potential buyers or investors. The scope of the due diligence depends on the nature of the transaction and the size of the company but it usually covers financial, accounting and tax matters, in addition to corporate law, labor, environmental, real estate, intellectual property and technology issues.
- **Executive Officer(s)** – the CEO and Executive Officers of Caixa Seguridade.
- **Employee** – an individual who has a contract of employment with Caixa Econômica Federal (“CAIXA”) and works for Caixa Seguridade.
- **Fraud** – an intentionally deceptive action designed to provide the perpetrator with an unlawful gain (not necessarily financial) for his or her own benefit or for the benefit of third parties.
- **Manager** – all Employees occupying a managerial position and all Executive Officers.
- **Appointees** – the persons appointed by Caixa Seguridade to the Executive Board, the Board of Directors, the Supervisory Board, the Audit Committee and other committees that may exist in Investees.
- **Integrity** – the quality of having moral uprightness, being honest, impartial. In the corporate context, integrity has to do with the quality, or virtue, of the Company and its agents acting or behaving with probity and in accordance with the principles of the Company. Integrity is complementary to Compliance, focusing specifically on anticorruption measures and initiatives.
- **ISO** – International Organization for Standardization is a non-governmental organization that was founded in 1947 in Geneva and is currently present in more than 160 countries. The mission of ISO is to promote the technical standardization, on a global scale, of products

and services to ensure that their quality is continuously improved. ISO 19600:2014 – Compliance Management Systems – Guidelines provides guidance for establishing, developing, implementing, evaluating, maintaining and improving an effective and responsive compliance management system within an organization. The guidelines are applicable to all types of organizations. The extent of the application of these guidelines depends on the size, structure, nature and complexity of the organization.

- **Money Laundering** – economic and financial practices that are intended to disguise or conceal the illicit origin of certain financial assets or property by giving them the appearance of having originated from legitimate sources or at least making it difficult to prove their illicit origin.
- **Stakeholders** – any individual or group that can affect or be affected by the Company’s opinions or actions. For example: Senior Management, employees, suppliers, consumers, community, government, stockholders, among others.
- **Investees** – companies in which Caixa Seguridade has made a direct or indirect investment.
- **Compliance and Integrity Program** – a set of internal mechanisms and procedures of integrity, audit and support for disclosure of irregularities and the effective application of codes of ethics, policies and guidelines with the aim of detecting and stopping misconduct, fraud, irregularities and Illicit Acts committed against national or foreign public administration.
- **Risk** – any event that may adversely affect the achievement of the Company’s objectives.
- **Compliance Risk** – the risk of losses due to the failure to abide by compliance obligations; the risk of legal or regulatory sanction, financial or reputational loss (reputational risk) arising from the failure to comply with laws and regulations (legal risk), rules and codes of conduct and ethics.

## 3 RULES

### 3.1 PRINCIPLES

- 3.1.1 **CORRECTIVE ACTIONS:** Timeliness and effectiveness of actions to detect and deter misconduct and punish those who engage in misconduct.
- 3.1.2 **SUPPORT OF SENIOR MANAGEMENT:** It is the role of Senior Management to demonstrate the importance of Compliance and Integrity in the conduct of business, including standards of behavior, committing itself to implementing and continuously improving anticorruption actions.
- 3.1.3 **ASSESSMENT OF COMPLIANCE RISK:** Identifying Compliance Risks is an essential first step to implementing a Compliance management system and

to allocating the appropriate resources and processes to manage the identified Compliance Risks.

3.1.4 **COMPLIANCE AND INTEGRITY:** All decisions, routines and procedures are compliant with the relevant internal and external rules, including codes of ethics and conduct.

3.1.5 **ETHICAL CONDUCT:** Ethical behavior of all Board members, Executive Officers, members of Committees, Appointees and Employees involved in Caixa Seguridade's business.

3.1.6 **INFORMATION AND COMMUNICATION:** The Company has a set of mechanisms in place to obtain, produce and use relevant information from internal and external sources and to communicate this information to the Stakeholders.

## 3.2 GUIDELINES

3.2.1 This Policy is structured, implemented and updated according to the characteristics and Risks of the activities of Caixa Seguridade and is applicable to the attitudes and behaviors of the Board members, Executive Officers, members of Committees, Appointees, Employees and Contractors of Caixa Seguridade to prevent actions not in accord with laws, regulations, codes, policies, rules and procedures relevant to the Company's business.

3.2.2 The standards of ethical conduct and Integrity set out in the Code of Ethics of Caixa Seguridade are adopted and upheld by the Board members, Executive Officers, members of Committees and Employees of the Company and are mandatory for Contractors and Appointees.

3.2.3 The Company has processes in place to ensure compliance with applicable laws and regulations issued by national and international bodies and agencies and with internal policies, rules and procedures.

3.2.4 Caixa Seguridade provides guidance and adopts clear and timely actions to ensure that its Board members, Executive Officers, members of Committees, Appointees, Employees and Contractors avoid any conduct that might involve the Company in corruption and any other Illicit Acts.

3.2.5 The Compliance function is independent and autonomous to ensure impartiality in all its activities and has free access to data it needs to fulfill its responsibilities.

3.2.6 Compliance-related information is provided to Senior Management.

3.2.7 The Compliance Officer contributes to the Company's decision-making process and has direct access to the Company's Senior Management and governing bodies.

3.2.8 The Company's Compliance and Integrity Program is aligned with best practices and is periodically reviewed and updated to improve its effectiveness in preventing, detecting and combating violations, principally corrupt acts.

- 3.2.9 The Code of Ethics is tailored to the specificities of the Company, with emphasis on the need to prevent and combat Conflict of Interests, Money Laundering, Corruption and nepotism.
- 3.2.10 The Compliance function has a formal status within the Company and clear authority and responsibility as well as the appropriate physical and financial resources to carry out its assigned activities properly.
- 3.2.11 The consistency and timeliness of the information that is relevant to decision-making or which affect the Company's business is ensured by a reliable, timely, understandable communication process accessible to internal and external stakeholders, safeguarding the security of information pursuant to XS006 – Information Security Policy of Caixa Seguridade Participações S.A.
- 3.2.12 There is a periodic assessment of Compliance Risks that Caixa Seguridade faces, especially in relationships with suppliers, service providers and agents.
- 3.2.13 A research into a prospective supplier or external service provider is carried out before entering into a contract in order to check whether the supplier or service provider has any involvement in acts of Corruption or other illicit acts that could harm the Company's interests.
- 3.2.14 Anticorruption clause is included in contracts with external suppliers, service providers and business partners whereby they commit to put in place and maintain mechanisms to prevent Corruption and other Illicit Acts.
- 3.2.15 Caixa Seguridade directs its Investees to adopt procedures and monitoring to prevent and deter Corruption and other Illicit Acts.
- 3.2.16 Sufficient and adequate controls are maintained to prevent Fraud and Illicit acts in all activities and at all levels, including during merger, acquisition and corporate restructuring processes.
- 3.2.17 Due diligence is conducted to support strategic investments, mergers, acquisitions and corporate restructuring.
- 3.2.18 Caixa Seguridade has a specific, widely publicized channel in place to settle doubts and receive suggestions for improvements and internal and external reports of instances of suspected noncompliance that guarantee and protect the anonymity of the reporters.
- 3.2.19 Reports of suspected Illicit Acts involving Board members, Executive Officers, members of committees, Appointees, Employees and Contractors of Caixa Seguridade are investigated while maintaining confidentiality of the information reported.
- 3.2.20 Appropriate, timely and applicable measures are taken to stop illegal actions, if they occur, and to remediate any loss or harm arising from acts not in accord with laws, regulations, codes, policies, rules and procedures that govern the Company's business.

- 3.2.21 Appropriate disciplinary and administrative measures are applied to instances of Corruption involving Employees, Directors and Officers and third parties.

## 4 RESPONSIBILITIES

### 4.1 ALL DIRECTORS AND OFFICERS, MANAGERS AND EMPLOYEES OF CAIXA SEGURIDADE

- 4.1.1 Know, disseminate, foster and fulfill the provisions of this Policy and related rules, and promote the highest standards of ethics and Integrity.
- 4.1.2 Comply with laws, rules and regulations issued by oversight bodies and ensure adherence to internal policies and rules and other applicable regulations.
- 4.1.3 Participate in at least one of the periodic ethics training delivered by the Company.
- 4.1.4 Be preferably accompanied by another Director or Officer, Manager or Employee at business events with Stakeholders, such as meetings, lunch, dinner and travels.
- 4.1.5 Report identified failures and suspected violations of this Policy, with the adequate level of detail.
- 4.1.6 Consult with the Compliance unit if there is doubt as to the conduct to be adopted in situations such as participation in meetings, invitations to events, lunch, travels, receipt of gifts from Stakeholders.

### 4.2 ALL MANAGERS OF CAIXA SEGURIDADE

- 4.2.1 Identify and communicate the Compliance Risks of the activities under their responsibility and report suspected violations of this Policy, with the adequate level of detail.
- 4.2.2 Take timely actions to stop irregularities identified in the activities under their responsibility and promptly communicate these irregularities to the Compliance Manager so as to remediate any loss or harm and impose penalties.
- 4.2.3 Cooperate with the Compliance function and if it is determined that any activity under their responsibility needs to be corrected, ensure that correction is implemented.

### 4.3 ALL UNIT MANAGERS OF CAIXA SEGURIDADE

- 4.3.1 Lead by example and ensure that the culture of Integrity is strengthened and disseminated to the Employees and Contractors of the Company.
- 4.3.2 Keep their team engaged and committed to fulfilling the legal and ethical obligations associated with the activities.
- 4.3.3 Maintain an updated schedule (date, participants, subject matter and place), of all external meetings.



4.3.4 Inform the Compliance unit of invitations they intend to accept to travels and business or industry events that are to be paid by third parties.

4.3.5 Request an evaluation and/or monitoring of the Compliance unit in situations in which they identify a potential Conflict of Interests.

#### **4.4 COMPLIANCE MANAGER OF CAIXA SEGURIDADE**

4.4.1 Maintain a specific channel to settle doubts, receive suggestions for improvements and reports of suspected violations of the guidelines of this Policy and the Code of Ethics of the Company.

4.4.2 Identify the Compliance obligations of the Company through a Calendar of Legal Obligations and control the fulfillment of the obligations and periodic update to avoid sanctions.

4.4.3 Monitor and provide support for other areas of Caixa Seguridade to comply with regulatory requirements.

4.4.4 Identify the activities exposed to acts of Corruption and respective Risks involved, evaluate and propose mitigants.

4.4.5 Investigate and monitor all reports of suspected violations.

4.4.6 Communicate to the Executive Board, the Board of Directors and the Supervisory Board the occurrence of any act or conduct not in accord with the rules applicable to the Company.

4.4.7 Ensure compliance with the Code of Ethics of the Company.

4.4.8 Prepare a periodic report on his or her activities to the Senior Management and Supervisory Board.

4.4.9 Promote periodic training to Employees, Managers, Directors and Officers to ensure ethical conduct and to evaluate the results of compliance education and awareness activities.

4.4.10 Review this Policy annually to ensure that it is appropriate to the nature, complexity and Risks and aligned with the business objectives and governance of the Company.

4.4.11 Settle doubts about actual cases not addressed in the Code of Ethics and regulations of the Company.

#### **4.5 COMPLIANCE OFFICER OF CAIXA SEGURIDADE**

4.5.1 Oversee the activities of the Compliance function.

4.5.2 Report directly to the Board of Directors in cases of suspected involvement of the CEO in irregularities or in situations in which the CEO fails to take the required actions towards the issues brought to the CEO's attention.

#### **4.6 CONTRACTS AND PROCUREMENT MANAGER OF CAIXA SEGURIDADE**

4.6.1 Check the existence, maintenance and adequacy of rules and procedures for the procurement of services, observing legal requirements for competitive bidding processes and the criteria for bid exception and waiver.

- 4.6.2 Ensure that contracts follow the guidelines of this Policy and comply with laws, regulations, codes, rules, procedures and other policies that govern the Company's business.
- 4.6.3 Develop, implement and monitor procedures to ensure that Contractors are aware of the Code of Ethics and the Company's whistleblower hotline.
- 4.7 MANAGERS RESPONSIBLE FOR THE FINANCIAL STATEMENTS OF CAIXA SEGURIDADE**
- 4.7.1 Ensure the veracity of the information presented in the financial statements, in accordance with legislation in force and national and international accounting policies applicable to the Company.
- 4.7.2 Ensure compliance with internal policies and rules for accounting for information received from Managers of other processes of the Company, maintaining first line of defense controls throughout the accounting cycle (receipt of information, recording, consolidation and disclosure).
- 4.8 MANAGERS RESPONSIBLE FOR MERGERS, ACQUISITIONS AND INVESTMENTS OF CAIXA SEGURIDADE**
- 4.8.1 Comply with the guidelines of this Policy, especially in conducting due diligence, to ensure the identification of any irregularities or unlawful acts or the existence of vulnerabilities in the companies involved.
- 4.9 MANAGERS RESPONSIBLE FOR THE COMMERCIAL AND PRODUCTS DEPARTMENT OF CAIXA SEGURIDADE**
- 4.9.1 Ensure that the Company's marketing campaigns and actions have clear and formal rules and comply with applicable legislation and ethical standards upheld by the Company.
- 4.10 INTERNAL AUDIT**
- 4.10.1 Evaluate the effectiveness and enforcement of this Policy.
- 4.10.2 Provide the governing bodies with an objective and independent assurance on the effectiveness of the Compliance function.
- 4.10.3 Attest to the adequacy of the budget and structure of the Compliance function.

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