

POL 001 – Anti-Corruption and Clean Company Policy

MESSAGE FROM THE CEO

CCR Group has been contributing to the development of infrastructure in Brazil for the last 20 years, and has just began a new moment in its trajectory. Focused on building an increasingly solid company and committed to ethics, transparency and responsibility, CCR made significant efforts to restructure and strengthen its management. Therefore, it implemented a set of initiatives to prepare the Company for future achievements.

The Vice-Presidency of Compliance, Governance and Internal Audit was created, under the direction of Pedro Sutter, as well as the Vice-Presidency of Corporate Management, under the direction of Eduardo de Toledo and, with the support of specialized advisors and the commitment of a team of 15,000 employees, rules, policies and procedures were revised, aimed at even more safety and sustainability to operations, as well as strengthening our practices.

A new company is born with the same commitment to helping people to move around more comfortably and safely, focused on innovation and ethical responsibility, contributing to a fairer society and a more developed, better world. You are part of this commitment.

Come with us on this journey by reading our Anti-Corruption and Clean Company Policy which guides our anti-corruption practices.

Leonardo Vianna

CEO of CCR Group

1. PURPOSE

1.1. The POL 001 – Anti-Corruption and Clean Company Policy (“Policy”) aims to promote the fight against Corruption in all operations of CCR S.A. (“CCR” or “Company”) and its Subsidiaries (“CCR Group”), both in the relationship with the Public Sector, as well as in private relationships, reinforcing the Company's commitment to conduct its business with the highest standard of ethics and integrity.

1.2. To promote the purpose described in item 1.1, this Policy presents guidelines and rules of conduct to be observed by all Directors, Employees and Third Parties acting on behalf of CCR Group.

2. APPROVAL AND EFFECTIVENESS

2.1. The revision of this Policy was approved by CCR's Board of Directors on 11/28/2019 and will take effect as of 02/05/2020, replacing the Policy until then in force.

2.2. The Vice-Presidency of Governance and Compliance will be responsible for revising and monitoring versions of this Policy.

3. APPLICATION

3.1. The provisions of this Policy apply to CCR Group's Employees and Directors, as well as to the Third Parties with whom they relate, and shall be interpreted in accordance with the provisions contained in its Bylaws, policies, rules, internal regulations and shareholders' agreements, as well as all applicable national or foreign legal provisions, among other documents, including those listed in item 4 below.

4. REFERENCES

4.1. This Policy was developed based, fundamentally, on the provisions of Law 12,846/2013 (“Anticorruption Law”), as well as the following documents:

- i. Code of Conduct and Ethics;
- ii. Supplier's Code of Conduct and Ethics;
- iii. Regulations of the Commission for the Studies and Application of Disciplinary Measures (CEAMD);
- iv. POL 003 – Trade Union, Class Entity and Related Entity Association Policy;
- v. POL 008 – Competencies Policy;
- vi. POL 009 – Donations and Sponsorships Policy;
- vii. POL 010 – Management of Consequences and Non-Retaliation Policy;

- viii. POL 013 – Hiring and Procurement Policy;
- ix. NOR 003 – Standard for Gifts, Giveaways, Business Meals, Entertainment and Travel Invitations;
- x. NOR 004 – Standard for Third Party Risk Assessment (Due Diligence);
- xi. NOR 006 – Standard for Interaction with Public Officials;
- xii. NOR 009 – Standard for Positive Working Environment;
- xiii. NOR 011 – Standard for Whistleblowing Channel Reporting Management;
- xiv. NOR 012 – Standard for Behavior in Electoral Periods;
- xv. NOR 015 – Standard for Proper Use of Assets and Services;
- xvi. NOR 016 – Standard for Monitoring Procedures;
- xvii. NOR 018 – Standard for Conflict of Interest.

5. DEFINITIONS

5.1. In this Policy, the following terms, when started with a capital letter, singular or plural, regardless of gender, refer to:

“Public Administration”: any entity that is part of the direct or indirect public administration, including the Union, the States, the Municipalities and the Federal District, as well as their bodies, ministries, secretariats, departments, sub-secretariats, autarchies, companies, institutions, agencies and bodies owned or controlled by the government and other public entities.

“Directors”: the statutory officers and members of the Board of Directors of CCR or its Subsidiaries.

“Public Officials”: for legal purposes, those who, regardless of public examination, even if provisionally or without compensation, hold a public position, job or function. Public Officials are also considered, for the purposes of this Policy, their respective Relatives. The status of “Public Official” also applies to those holding a position, job or function in a para-state entity, and those working for service providers contracted or retained to undertake activities typical of government. As an example, the following are considered Public Officials for the purposes of this Policy:

- (i) Officers, employees, agents or official or fiscal representatives of any governmental entity at the national, state, regional, municipal or local level, including any elected officers, including those with the participation of the Public Administration;
- (ii) Representatives of public companies, banks or public investment funds, mixed capital companies, municipalities, regulatory agencies, public foundations or that are controlled by the Public Administration of any jurisdiction;

- (iii) Any individual acting, even if temporarily, in an official manner for or on behalf of any Public Administration entity (such as a consultant hired by a government agency);
- (iv) Candidates for political posts at any level, political parties and their representatives, as well as elected politicians; and
- (v) Directors, employees or official representatives of any foreign or international public organization, such as the International Monetary Fund – IMF, United Nations – UN, World Health Organization – WHO, World Bank, among others.

“Giveaways”: items received or offered as an institutional courtesy, marketing, branding or during events or commemorative dates of a historical or cultural nature. Their distribution must be generalized and impersonal, not intended exclusively for a specific person.

“Whistleblowing Channel”: available to Directors, Employees, Third Parties, suppliers or business partners who have knowledge of an action, omission or fact that violates or may violate any CCR policy or standard, as well as any law.

“Employees”: CCR Group’s employees, including non-statutory directors.

“Subsidiary”: any company in which CCR holds shareholder rights which assure to it, individually or through a voting agreement, and permanently, preponderance in corporate decisions and the power to elect the majority of directors.

“Consortium”: a contract entered into by two or more companies, in accordance with Law No. 6,404/76, with the objective of executing a specific development. The Consortium has no legal personality, and the consortium members are only bound under the conditions provided for in the respective contract, each being responsible for its obligations.

“Corruption”: occurs when a Director, Employee, or a Third Party acting on behalf of CCR Group, offers, promises, receives, enables, pays, authorizes or provides any Undue Advantage, directly or indirectly, to a Public Official or Private Agent, national or foreign, or person indicated by them, to influence, reward any action, omission or decision with the purpose of obtaining undue benefit for themselves, for others, or for the Company.

“Donation”: any act in which an individual or legal entity, at their sole discretion, transfers something (money, service provision, goods or advantages), of any value, to another individual or legal entity, who accepts it. Donations can occur

by entering into a written or verbal contract, expressly or tacitly, with or without present or future conditions, and the parties involved may or may not be disclosed.

“Entertainment Invitation”: a Gift in the form of entertainment. It is any action, event or activity intended for leisure, recreation or fun, with the purpose of entertaining and arousing the interest of an audience, whether public or private. To be considered an Entertainment Invitation, the host must be present during these actions, events or activities, otherwise, they are considered Gifts or Giveaways. Examples: live concerts, football matches, etc.

“Mergers and Acquisitions”: corporate transactions carried out with the aim of reorganizing or grouping the activities of two or more companies, which may result in the formation of new companies, or in the acquisition of one company by another. Mergers and Acquisitions may involve merger operations, acquisition of equity interest, incorporation, incorporation of shares and spin-off.

“CCR Group”: the group of companies composed of CCR and its Subsidiaries.

“Joint Venture”: the association of companies, without no settled meaning, including through the constitution of a legal entity, for the execution of a particular commercial enterprise, dividing its obligations, profits and responsibilities.

“Public bidding”: the administrative procedure carried out to choose a company to be contracted by Public Administration entities for the supply of products or services.

“Applicable Anti-Corruption Laws”: all applicable national and international anti-corruption laws and regulations, especially Law 12,846/2013 and Decree Law 8,420/2013, including, without limitation, the anti-bribery and anti-corruption laws of the countries where CCR Group operates.

“Relative”: includes, for the purposes of this Policy, spouse or person with a similar affective relationship, father/mother or stepfather/stepmother, grandfather/grandmother or grandson/granddaughter, brother/sister or foster brother/sister, son/daughter or stepson/stepdaughter, father-in-law/mother-in-law, son-in-law/daughter-in-law, brother-in-law/sister-in-law, nephew/niece, uncle/aunt, or cousin to second degree, and any other individual who is part of the family unit.

“Sponsorship”: any transfer or contribution, financial or not (services or materials); made by CCR Group for an event organized by Third Parties, in exchange for compensation aimed at adding value to the brand, strengthening a concept,

generating recognition or expanding the relationship of CCR Group with its stakeholders and with society in general.

“Gift”: a benefit or advantage with monetary value, which is received or offered as a result of a business relationship and for which the recipient does not have to pay its respective market value. Its distribution is targeted and personal, not to be confused with Giveaways.

“Business Meals”: meetings held during meals (lunch or dinner), to discuss topics related to CCR Group’s operations, for the purpose of business development.

“Third Party”: any and all individual or legal entity or depersonalized entity, with whom CCR Group is associated to or will be associated to, service provider, supplier, consultant, customer, business partner, contracted or subcontracted third party, lessee, assignee of commercial space, regardless of formal contract or not, including those that act or provide services, materials, interact with public officials, the government or other Third Parties on behalf of CCR Group.

“Undue Advantage”: the advantage or favor in any form that is not authorized by law or contract and/or could not be obtained legally or with integrity. For the purposes of the Applicable Anti-Corruption Laws, examples of Undue Advantage are also: money, gifts, travel, entertainment, job offers, meals, sponsoring events, scholarships and charitable contributions without due authorization or that do not comply with the standards set by CCR Group to gain any advantage.

“Travel Invitations”: trips received or offered with a personal and leisure character, with no intention of carrying out work and/or activities by the employee. They may involve airline tickets, accommodation, food and/or transportation, but they are not to be confused with Internal Travel for Employees for the development of their activities, nor those expressly provided for in contracts signed with Third Parties. Nor are trips to attend courses and/or other professional events paid for by CCR Group (for example, congresses, lectures, seminars, awards). These are provided for in NOR – 007 Standard for Travel Expenses Reimbursement).

6. GENERAL GUIDELINES

6.1. In exercising their duties, CCR Group’s Directors and Employees shall constantly observe and ensure compliance of their actions and behavior with CCR Group’s ethical standards, and the practice of any acts of Corruption, whether in the public or private sector, is expressly prohibited.

6.2. All Directors, Employees and Third Parties hired by CCR Group shall receive a full copy of this Policy at the time of their hiring or when they take up their positions in CCR Group, as the case may be.

6.3. The content of this Policy must be known and observed by all CCR Group's Directors and Employees, as well as by Third Parties, with non-compliance subject to the application of legal and disciplinary measures, according to POL 010 – Non-Retaliation and Consequence Management Policy.

7. ACTS OF CORRUPTION OR FRAUD

7.1. Directors and Employees who have any indications of the practice of Corruption or notice any deviation to this Policy's guidelines shall report it through CCR Group's Whistleblowing Channel.

7.2. The simple offer of Undue Advantage by a Director, Employee or Third Party acting on behalf of CCR Group to any Public Official or Private Agent already constitutes a violation of this Policy, regardless of whether the Undue Advantage was accepted or not, or whether the undue benefit sought by the offeror has been achieved.

7.2.1. Any and all interactions with Public Officials shall follow the rules set forth in NOR 006 – Standard for Interaction with Public Officials.

7.3. The offering of Undue Advantages is not restricted to cash payments, and may also occur through the offer of Gifts, Giveaways, Business Meals, Entertainment and Travel Invitations or any other benefits, financial or not, such as:

- (i) Perform actions in order to influence or prevent the imposition of taxes or fines, cancel an existing contractual obligation, obtain a license, permit or authorization that CCR Group would have no right to except by unethical means;
- (ii) Obtain confidential information about competitors' business opportunities, bids or activities.

7.4. Directors, Employees and Third Parties, acting on behalf of CCR Group, are prohibited from receiving any Undue Advantages in the exercise of their activities within CCR Group, and are obliged to report to the Compliance area, through the email address compliance@grupoccr.com.br, any requests for Undue Advantage eventually received or requested.

7.5. It is also prohibited to offer or receive "small payments" or "small favors" in order to obtain or offer undue benefits.

7.6. The CCR Group will not agree with money laundering practices, with the aim of concealing or disguising the illicit origin of financial resources through the use of these resources in legal operations, in an attempt to make it appear that their

origin is lawful. Therefore, CCR Group will act in order to prevent any activities of this nature, which constitute a crime under Brazilian law. Directors and Employees who have any indications or suspicions of money laundering practices shall report them through CCR Group's Whistleblowing Channel.

8. PROCEDURES

8.1. Gifts, Giveaways, Business Meals, Entertainment and Travel Invitations

CCR Group's Directors and Employees are expressly forbidden to promise or pay Travel or Meal expenses, and to offer Free Gifts, Giveaways and Entertainment invitations to Public Officials or private agents, in order to:

- (i) Influence the acts of the recipient for their own benefit or of CCR Group;
- (ii) Or when such acts could be deemed improper conduct, either due to the circumstances in which they are offered, how many times they have been offered or their value.

CCR Group's Directors and Employees shall strictly comply with the guidelines, prohibitions and limits according to NOR 003 – Standard for Gifts, Giveaways, Business Meals, Entertainment and Travel Invitations.

8.2. Donations and Sponsorships

CCR Group is committed to social development and, for this purpose, carries out philanthropic actions such as Donations and Sponsorships, within the limits of the law, through the CCR Institute.

In order to ensure adherence to current legislation and best governance practices, any and all requests for Donations or Sponsorships must comply with the rules and procedures established in POL 009 – Donations and Sponsorships Policy, and it is strictly forbidden to offer Donations or Sponsorships to electoral candidates, political parties or individuals.

8.3. Participation in Public Bidding

When participating in Public Biddings, CCR Group undertakes to comply with Law 8,666/13 (Law on Bids), Law 11,079/2004 (Law on Public-Private Partnerships), and Law 8,987/95 (Law on Concessions), as well as with the other applicable specific regulations, the contractual provisions signed with the bidding public body or entity and the provisions of the Anti-Corruption Law, and all Directors and Employees are expressly prohibited to:

- (i) Frustrate or defraud, through adjustment, combination or any other expedient way, the competitive nature of a public bidding procedure;

- (ii) Prevent, disturb or defraud the performance of any act of the public bidding procedure;
- (iii) Remove or seek to remove a bidder, through fraud or offering an advantage of any kind;
- (iv) Defraud Public Bidding or contract arising therefrom;
- (v) Create, in a fraudulent or irregular way, a legal entity to participate in Public Bidding or enter into an administrative contract;
- (vi) Obtain an undue advantage or benefit from modifications or extensions of contracts entered into with the Public Administration, without authorization in law, in the notice of public bidding or in the respective contractual instruments; and
- (vii) Manipulate or defraud the economic-financial balance of the contracts entered into with the Public Administration.

8.4. Relationship with Third Parties

As CCR Group's Code of Conduct and Ethics, the Clean Company Policy extends to Third Parties acting on behalf of CCR Group, whether they are partners, suppliers or service providers, among others.

Although external to the Company, when acting on behalf of CCR Group, Third Parties must be aware of internal rules that regulate their relationship with public officials, being forbidden to practice any acts of Corruption or other unethical acts that may damage CCR Group's reputation, observing the rules of the Supplier's Code of Conduct and Ethics.

The hiring of Third Parties by CCR Group shall comply with the provisions below:

- (i) The hiring process shall be guided by the principles of integrity, ethics, transparency and equity, without the grant of benefits of any kind and always by formalizing the respective contract in a written instrument signed by the parties;
- (ii) Third Parties shall present a good financial situation, evidence of their fiscal good standing and adequate technical capacity, and shall stick to the scope defined in the respective contract, and shall not, under any circumstances, conduct negotiations with the public sector that are not expressly provided for in the contract;
- (iii) Third Parties are prohibited from making any kind of offer or promise to Public Officials, their family members and advisors, as well as

sending Gifts and Giveaways, offering travel, accommodation, entertainment invitations, money, favors or advantages;

- (iv) It is prohibited to make any payments to Third Parties in cash or via document to the bearer.

8.5. Joint Ventures, Consortia, Mergers and Acquisitions

The performance of CCR Group in Joint Ventures, Consortia, Mergers and Acquisitions (regardless of the legal form adopted for this purpose) must be preceded by a risk assessment, in order to identify eventual non-conformity in the target company (in case of acquisition) and/or other companies involved (in the case of Joint Ventures, Consortia and Mergers and Acquisitions), specifically in relation to the applicable Brazilian and foreign anti-corruption laws.

The Board of Directors, pursuant to CCR Group's POL 008 – Competencies Policy, shall resolve on the conclusion of the business in question.

8.6. Operations Records

Any and all of the Company's financial transactions shall be accounted for in an accurate and timely manner, in sufficient detail to reflect the reality in the CCR Group's accounting records and allow full traceability of all payments, including all payments made to Third Parties hired by Group CCR.

It is prohibited to file or record transactions in an obscure manner or omit them, partially or completely, from accounting controls and procedures. It is absolutely forbidden to maintain any undisclosed or unregistered account for any purpose.

8.7. Behavior in Electoral Periods

During the electoral period, as defined by the Superior Electoral Court (TSE), Directors, Employees and Third Parties acting on behalf of CCR Group shall observe specific procedures provided for in NOR 012 – Standard for Behavior in Electoral Periods that may be applicable to the activities they perform in CCR Group, always acting based on honesty and ethical principles.

8.8. Points of Attention / Warning Signs / Red Flags

Directors, Employees or Third Parties shall report any situations that may indicate possible illicit or unethical practices to CCR Group's Compliance area or the Whistleblowing Channel (Ethics Line), pursuant to NOR 011 – Standard for Whistleblowing Channel Reporting Management.

Examples of these situations are:

- (i) Atypical or extremely complex hires that do not comply with the rules provided for in POL 013 – Hiring and Procurement Policy;
- (ii) Offer of travel expenses or gifts to Public Officials and/or people related to them;
- (iii) Request for hiring a Third Party appointed by a Public Official;
- (iv) Multiple payments to the same Third Party without clear contractual justification and/or evidence to attest to the services provided;
- (v) Excessively high payment for a service by a Third Party, whose size does not match its operations;
- (vi) Payments in cash to unidentified bank accounts or bank accounts whose country of residence of the contracted Third Party is different from that of the bank account;
- (vii) Payments for services not provided and/or without evidence to support them;
- (viii) Hiring of a company whose partner is a Public Official (and/or persons related to him/her) with whom the Company have direct interaction in the conduct its business;
- (ix) Payments to personal accounts; and
- (x) Indication or practice of any other acts prohibited by CCR Group's standards and policies.

CCR Group's Compliance area will be responsible for evaluating such situations and adopting the appropriate measure.

9. WHISTLEBLOWING CHANNEL

9.1. CCR Group encourages its Employees or Directors, as well as any Third Parties who notice or have evidence of any case of non-compliance with this and other policies, rules or laws in force in the country to report it to the Whistleblowing Channel.

Channel	Access
Website	https://canalconfidencial.com.br/canalconfidencialccr/
Phone	1-800-245-8549



9.2. Reports to the Whistleblowing Channel will be treated anonymously and in a confidential way.

9.3 CCR Group will not tolerate any act of retaliation against anyone who makes a report in good faith.

10. IMPLEMENTATION, SUPERVISION AND APPLICABLE SANCTIONS

10.1. CCR Compliance area, with the support of the Audit and Compliance Committee and within the scope of its respective attributions, will be responsible to ensure the effective compliance with this Policy.

10.2. Failure to comply with the provisions of this Policy will subject Directors and Employees to appropriate disciplinary measures pursuant to CCR Group's POL 010 – Management of Consequences and Non-Retaliation Policy, without prejudice to other applicable legal measures.

10.3. Contracted Third Parties who fail to comply with the provisions of this Policy will be subjected to appropriate disciplinary measures such as the application of contractual penalties, the termination of the contract and judicial or extrajudicial proceedings.

11. UPDATE HISTORY

Date	Version	Summary
2015	01	Creation of Policy
02/05/2020	02	Revision of Policy

12. APPROVALS

Code	Description	Version	Term
POL 001	Anti-Corruption and Clean Company Policy	02	02/05/2020 to 02/05/2021

ISSUER: BRUNA CAMPOS/ CATIA VELOSO

REVIEWER: PEDRO SUTTER

APPROVAL: CCR'S BOARD OF DIRECTORS (01/30/2020)
