

PRESENTATION

Dear Collaborators, Suppliers, Consultants and Partners of SER ENERGIA,

“Whatever is worth doing at all is worth doing well.”

Philip Darmer Stanhope

The shift of the economy away from coal and toward a green economy, where solar energy plays an essential role represents a BENEFIT for humanity. The contribution of SER ENERGIA to the construction of this new industry arises from the concern for future generations and the GOOD of our planet earth. However, we cannot undertake this properly if we do not act in the correct way, carefully navigating propriety, dignity and respect.

The concern and commitment of SER ENERGIA, not only for the ends, but also all the means for achieving its objectives, are reflected in this COMPLIANCE AND INTEGRITY POLICY. The terms of this document are a declaration of the principles of the SER ENERGIA shareholders, always put into practice in real life. The content of the following pages is a commitment to the extension of these principles and practices to all who become involved in the activities of the COMPANY and its subsidiaries, senior management, collaborators, service providers, consultants, representatives and partners.

With this COMPLIANCE AND INTEGRITY POLICY developed in the ETHICAL CONDUCT PROCEDURES, SER ENERGIA wishes to publicly express its strict respect for the laws, regulations and national and international anti-corruption and anti-bribery agreements, restate commitment to fulfilment of each and every agreement with its collaborators, partners, clients and suppliers, and disseminate the spirit of collaboration and support for all movements of transparency, justice and combatting terrorism and drug trafficking.

The creation of a sustainable, clean economy is a great and necessary advance, but we can do more. At SER we believe that the creation of a society which is fairer, more equal, honest and free requires respect for humanity in all its diversity, the value of life and care for the environment, simultaneously, by everyone and everywhere. Thus, each day we reaffirm these values and ask all our partners to embrace this cause with us, with enthusiasm and solidarity.

Salvador, September 2019,

1 – To whom it applies

Observation and application of this COMPLIANCE AND INTEGRITY POLICY is obligatory for all those who wish to establish professional and/or commercial relationships with SER ENERGIA as collaborators, subsidiaries, service providers, agents, intermediaries, representatives or consultants, and all those who supply goods and services to SER SISTEMAS DE ENERGIA RENOVÁVEL LTDA.

2 – Application of the Code requires the following conduct:

Expected conduct in line with the rules:

All actions within SER ENERGIA must be governed by COMPLIANCE, understood as strict compliance with the laws, regulations, policies and internal and external rules applicable to the business of the COMPANY.

However, in addition to compliance with the Laws, in the conduct of collaborators, service providers and partners, we also expect transparency, honesty, loyalty, dignity, respect, courtesy and collaboration.

Adherence and compliance with laws and ethical regulations, such as: “Federal Constitution”, “Brazilian Criminal Code”, “Administrative Improbity Law”, “Anti-corruption Law”; “Decree 8.420/15”; “Law on Bidding and Contracts”; “FCPA – Foreign Corrupt Practices Act”; “Convention on Combatting Bribery of Foreign Public Officials in International Business Transactions and Inter-American Anti-corruption Convention” among others.

Ensuring INTEGRITY in actions:

Business culture and systematisation of practices and procedures for control and mitigation of financial, legal, operational and reputational risks of the COMPANY.

Observation and compliance with the SER Anti-corruption Policy.

Collaborators, service providers, intermediary agents, representatives, consultants and all those supplying goods and services to SER must observe compliance with the anti-corruption legislation stated above and the SER Ethical Conduct Policy presented below:

SER COMPLIANCE AND INTEGRITY POLICY:

All collaborators, advisors, managers, consultants, representatives or any individual acting on behalf of SER ENERGIA must follow the rules below:

- I. Never offer, promise or give financial sums or material objects of any value, directly or indirectly, which may represent or be considered a BRIBE, which violate the applicable laws and policies as a way to prompt actions which may benefit the COMPANY;
- II. Never accept or request financial sums or material objects of any value, directly or indirectly, which violate the applicable laws and policies;
- III. Identify and avoid CONFLICT OF INTEREST: when a person or entity with an obligation to the company has a conflicting interest, obligation or commitment;
- IV. Never participate in or establish COLLUSION for the manipulation of proposals, the formation of lobbies and schemes to DEFRAUD or damage public or private bidding and tenders;
- V. Never offer benefits in exchange for FACILITATION or INFLUENCE which may interfere in the impartiality of the Public Authority;
- VI. Never obtain or use ILLEGAL INFORMATION, not complying with or infringing confidentiality agreements;
- VII. Never impede or INTERVENE in the ACTIVITY of AUDIT of the Public Authority, Agencies or State Bodies.
- VIII. Never circumvent, conceal or practice TAX EVASION and ensure the TRANSPARENCY and maintenance of accounting records and financial information;
- IX. Never permit or tolerate CHILD LABOUR or LABOUR ANALOGOUS TO SLAVERY and acting to prevent child sexual exploitation;
- X. Never practice or tolerate RACISM, SEXISM, HOMOPHOBIA or RELIGIOUS INTOLERANCE.

This SER COMPLIANCE AND INTEGRITY POLICY will be expanded upon in the Ethical Conduct Procedures attached to this document.

3 – Preventive Actions and Rectification of Infringements

All those who wish to establish professional and/or commercial relationships with SER ENERGIA must be aware of this document, and acting on behalf of the company, may not plead ignorance of the following:

In all SER ENERGIA contracts, evidence of knowledge and acceptance of the terms of this document must be generated.

When potential non-compliance or potential infringements with this document are identified, they must be shared with the company for corrective and improvement actions to prevent recurrence.

SER ENERGIA establishes a secure communication channel, maintaining anonymity, to allow collaborators and suppliers to report potential infringements of the terms of this document.

4 – Non-compliance

Actions which infringe the terms of this document or other regulations and procedures in effect, including due to mere omission or attempted deception, will be subject to the application of the penalties established by the applicable service contract, independently from potential civil or criminal actions, including but not limited to verbal or written warning, and suspension and termination of the work or service provision contract.

SER SISTEMAS DE ENERGIA RENOVÁVEL

References:

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APEX BRASIL. Empresas Brasileiras no Exterior e CGU Controladoria Geral da União – Relacionamento com a Administração Pública Estrangeira. Brasília ,2015

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