CONFLICT OF INTEREST POLICY

PO-JUR-002-01 – CONFLICT OF INTEREST POLICY.

SYNERGYE
TECNOLOGIA DA INFORMAÇÃO

CERTIFIED COMPANY
ISO 9001
QMS CERTIFICATION

MESSAGE
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CERTIFICATION

title

CONFLICT OF INTEREST POLICY.

code **SYNERGYE**	client code
PO-JUR-002-01	Not applicable

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Comments

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SUMMARY

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1 OBJECTIVES

1.1 Objectives

1.1.1 Situations of Conflicts of Interest, real or apparent, can harm the integrity and reputation of the organization, as well as create a risk of judicial or administrative questioning for the Foundation or the employee.

1.1.2 The objective of this policy is to avoid risk situations related to conflicts of interest and situations without transparency. This policy is in line with the Code of Ethics and current legislation.

2 ACRONYM AND DEFINITIONS

Public agent	Person holding a legislative, administrative, or judicial position, whether by appointment, election or succession, or any person exercising a public function, including for a public body or a public company, or any agent or official of a national or international public organization, or any candidate for public office.
CCO	Chief Compliance Officer
Ethics Committee	It is an interdisciplinary and independent collegiate, of a consultative, deliberative, and educational nature, created to defend the interests of research participants in their integrity and dignity and to contribute to the development of research within ethical standards.
Conflict of interest	It is a self-interest, where a candidate/employee can be influenced to act against the company's principles, making an inappropriate decision or failing to fulfill some of their professional responsibilities. These are situations in which the person's judgment and/or attitude is perhaps distorted in favor of other interests, to the detriment of those of the organization.
Corruption	Abuse of power or procedures for personal or dishonest benefit. Corruption can take many forms, such as bribery, bribery, conflict of interest, collusion (manipulation of

	proposals, cartels, and price fixing), patronage, illegal information agency, use of privileged information, price fixing, evasion tax, among others.
Fraud	Intentional act of obtaining an undue advantage for oneself or another, whether financial, using shady or illegal methods, inducing, or keeping someone in error.
Business partner	External party with which the organization has, or plans to establish, some form of business relationship. Business partner includes, but is not limited to, customers, joint ventures, joint venture partners, consortium partners, third-party providers, contractors, consultants, subcontractors, suppliers, vendors, advisors, agents, distributors, representatives, intermediaries, and investors. This definition is deliberately broad and should be interpreted in line with the organization's bribery risk profile, so that it is applied to business partners who could reasonably expose the organization to bribery risks.
Politically Exposed People	People who perform or have performed, in the previous five years, in Brazil or in foreign countries, territories and dependencies, positions, jobs or relevant public functions, as well as their representatives, family members and other people in their close relationship.
Bribery	Act of offering, giving, requesting, authorizing, or receiving money, gift, thing of value, undue advantage, or any type of offer made as a way of inducing the practice of any act, omission, influence or
Undue Advantage	Any private advantage, payment, or benefit, direct or indirect, tangible or intangible, to which a person is not entitled.

3 REFERENCE DOCUMENTS

3.1.1 Reference documents

3.1.2 Law No. 12,846/2023: Provides for the administrative and civil liability of legal entities for carrying out acts against the public administration, national or foreign, and provides other measures.

3.1.3 Law No. 8,112/1990: Provides for the legal regime of civil servants of the Union, local authorities, and federal public foundations.

3.1.4 Law No. 12,813/2013 – Conflict of interest

3.1.5 Law No. 8,313/1991 – cultural sponsorship – Pronac

3.1.6 Law No. 8,429/92 Administrative Improbity

3.1.7 NBR ISO37001:2017 – Anti-bribery management system requirements

4 SYNERGYE DATA

The Company is located in São Paulo – SP:
Rua Surubim, 577 - - Brooklin Paulista - SP – Brazil.
Phone: +55 (11) 3567-8620
Internet: www. SYNERGYE.com.br
E-Mail: SYNERGYE @ SYNERGYE .com.br
LinkedIn: www.linkedin.com/company/SYNERGYE/mycompany/
Facebook: https://www.facebook.com/SYNERGYEtec
CNPJ: 07.052.354/0001-29

5 GENERAL CRITERIA

5.1.1 General Criteria

5.1.2 Any conflict of interest must be avoided. Hiring must be based exclusively on objective skills, aiming for the best hiring.

5.1.3 Analyze the hiring recommendation at **SYNERGYE** to verify the incidence and relevance of the risk of conflict of interests in a given specific situation.

5.1.4 Consultations on conflict of interests and requests for authorization to carry out private activities aim to assist in the hiring of professionals under the CLT regime or by

subcontracting a candidate indicated by the client, partners, **SYNERGYE collaborator** and public agent, to prevent or to mitigate the risks of conflict of interest possibly associated with the performance of a private activity or a certain situation experienced by him.

5.1.5 The simple confrontation between public and private interests does not effectively constitute a conflict situation. For this characterization to exist, this confrontation must result in harm to the collective interest or to the performance of public or private functions, in terms of its broad concept of application.

5.1.6 Any indication of a candidate must be made using the Conflict-of-Interest Analysis form, forwarded to the CCO and/or Ethics Committee, after analysis forwarded to HR to continue the recruitment and selection process in accordance with procedures established by the area.

5.1.7 Nominated candidates must complete the Due Diligence form to support the conflict-of-interest analysis.

5.1.8 Criteria for analyzing conflict of interest for appointing a public agent:

Information protection	Disclose or make use of privileged information, for one's own benefit or that of third parties, obtained because of the activities carried out. Revelation of a secret that he appropriated due to his position
Incompatible activity exercise	Carry out, directly or indirectly, an activity that, due to its nature, is incompatible with the duties of the position or job, considering as such, including the activity carried out in related areas or matters. Carry out any activities that are incompatible with the exercise of the position or function and working hours
Acting as a consultant, advisor, intermediary for private interests	Act, even informally, as an attorney, consultant, advisor, or intermediary for private interests in bodies or entities of direct or indirect public administration of any of the Powers of the Union, the States, the Federal District and the Municipalities Act, as an attorney or intermediary, with public offices, except when dealing with social security or assistance benefits for relatives up to the second degree, and for a spouse or partner

5.1.9 Feedback on the existence of a conflict of interest is made by Human Resources.

5.1.10 SYNERGYE encourages the nomination of candidates who **are** relatives or friends of

employees, in the case of relatives whenever possible, avoiding a direct relationship of subordination. The regularity and integrity of such permission will only be considered if declared before hiring and provided that the relative who is already a collaborator does not participate in the hiring.

5.1.11 To constitute a conflict of interest, it is necessary to be characterized, to influence acting against the company's principles, making an inappropriate decision or failing to fulfill any of your professional responsibilities. These are situations in which the person's judgment and/or attitude is perhaps distorted in favor of other interests, to the detriment of those of the organization.

5.1.12 In their relationships with customers, suppliers, subcontractors, commercial and non-commercial intermediaries and competitors, employees must prioritize the interests of the organization, in any situation that characterizes a conflict of interest or that may lead to a real or potential benefit for themselves, family member or any third party.

5.1.13 When performing their duties, employees may have access to sensitive and strategic information, as well as become aware of, identify or be in conditions conducive to the development of potential transactions or businesses.

5.1.14 In these cases, Employees must perform their duties in the best defense of **SYNERGYE 's interests,** submitting the corporate opportunity to the competent area and refusing to receive a personal or professional benefit, conferred by people with the purpose of carrying out or seeking to carry out the business.

5.1.15 A potential conflict of interest situation does not mean it becomes a conflict.

5.1.16 Here are some examples of situations that deserve at least one point of attention:

a) Existence of relatives in the same hierarchical reporting line

b) Existence of close relatives in decision-making positions in public bodies

c) Employee with a second job

d) Employee with some relationship with competing companies

e) Employee with relatives in competing companies

f) Family members with decision-making power in companies with a commercial relationship with the employee's organization

g) Employees with equity participation in the company

5.1.17 Any situation of doubt or other than what is established in this policy can be communicated to the CCO and/or the Ethics Committee to carry out the appropriate deliberations.

5.1.18 Movements can also be considered a conflict of interest and must be notified by HR to the CCO using the conflict-of-interest analysis form, to assess whether the change could lead to conflicts of interest between the Employee and **SYNERGYE,** such as:

a) Employee was elected or is a candidate for public office.
b) Employee became partner or business owner.
c) If you are already a partner in a company, if that company provides services to **SYNERGYE.**
d) Marital relationship with a person at a higher hierarchical level in the same department.
e) Employee now holds a management position in a company.
f) Any change in the Employee's situation that implies a new situation of real or potential conflict.
g) Family members with decision-making power in companies with commercial relationships.

5.2 SANCTIONS

5.2.1 Sanctions

5.2.2 Non-compliance and violations of any of the provisions listed in this document will subject those responsible to disciplinary penalties recommended by the Ethics Committee and applied by the competent leadership, according to the nature and severity of the infraction committed, in addition to any penalties provided for in specific legislation.

5.2.3 Sanctions will also be applied, where appropriate and in accordance with the law, to any person who, by virtue of law, contract, or any legal act, directly provides services on a permanent, temporary, exceptional, or occasional basis.

5.2.4 Penalties in case of false information or omission of information that characterizes a conflict of interest.

a) CLT: warning, suspension or just cause, under the terms of the CLT.

b) Legal Entity: Notification, restriction on possible future hiring and/or termination of the Contract, as applicable.

6 RECORDS

Identification	Protection	Storage	Recovery	Filing time	Disposal
Conflict of interest analysis	Login, password and backup	SharePoint/Forms	Chronological and numerical	5 years	Delete
Due diligence	Login, password and backup	Forms	Chronological and numerical	5 years	Delete

PREPARED BY:	VERIFIED BY:	APPROVED BY:
Fábio Godoi **Victor Ribeiro**	**Carlos Fidalgo**	**Marcelo Almeida**