



COMPLIANCE PROGRAM

Board of Partners

Chief Compliance Officer & Compliance Committee

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1. Preliminary considerations

Profile and values

Quanam is a federation of companies that aim to produce innovation and knowledge. Made up of companies specializing in professional services for consulting and management, its most valuable capital is the intelligent union of more than 500 specialists, including engineers, analysts, economists, administrators, accountants, statisticians, data scientists, and communication and organizational change management professionals. With this team and with its own tools, methodologies and systems that are applied throughout its universe, Quanam has been developing the best practices in consulting and professional services for leading companies in their respective segments of action.

Offering attention, consulting, support and specialized services through consultants who work as a team, providing support and sustenance within our clients' companies – or even remotely, is a premise of the Quannam culture.

With vast experience in the market, Quanam has been constantly innovating since 1978 together with its business partners and collaborators, with the goal of success and improvement of its customers' processes, through state-of-the-art solutions and tools that meet all the challenges of an increasingly globalized economy.

The professional services offered by Quanam can be summarized as follows:

- Permanent introduction of innovative elements and processes in order to increase the competitiveness of our customers.
- Significant regional presence, as well as a deep knowledge of leading companies and organizations in the region.
- Deep knowledge of world-class methodologies, best practices, techniques and products, as well as the business of our clients and their industries.
- Permanent commitment of our professionals to quality and customer success.
- To generate valuable experiences for clients during the development of our services, combining knowledge with the technical and industry contributions of our professionals.
- Promote long-term relationships with our customers.

Our Mission

To be one of the most respected companies in Latin America, a leader in the region in which it operates, always seeking recognition from clients and the market, both for the quality of the professional services offered, and for the commitment it has to the success of clients.

Our Vision

To provide its clients, through management systems that are based on the best of information technology, competitive advantages that allow them to conquer and maintain leadership positions in their respective fields of activity.

Our Values

Our foundations are based on the technical capacity and human values of our professionals. At Quanam we understand that you can only count on professionals of exceptional solvency if you provide them with an environment of work in which they find full personal fulfillment. Our core values underscore the company's commitment to customers, the community, and the environment. To do this, we promote ethics, commitment, responsibility, loyalty, empathy and the courage to act accordingly.

1.1. Introduction

Corruption is an evil that affects everyone. Governments, citizens and companies suffer its effects daily. In addition to diverting resources that would otherwise be available for the better execution of public policies, corruption is also responsible for distortions that directly impact business activity, due to unfair competition, overbilled prices or restricted business opportunities. Combating it, therefore, depends on the joint and continuous effort of everyone, including companies, which have an extremely important role to play in this context.

Numerous laws around the world, such as the FCPA (Foreign Corrupt Practices Act) of the United States of America, the UK Bribery Act of the United Kingdom and the Anti-Corruption Law or Law of Empresa Limpa of Brazil, instituted the objective administrative and civil liability of legal entities for the practice of harmful acts that are committed in their interest or benefit. against the public administration, national or foreign.

The approval of these Laws aroused great interest and attention on the issue of combating corruption and has motivated intense discussions in the global business

sector, especially in the face of the concern of companies about the possibility of receiving severe sanctions within the scope of an administrative process of accountability. In addition to their punitive nature, the aforementioned Laws also attribute special relevance to the anti-corruption measures adopted by companies, which can be recognized as a mitigating factor in a possible process of accountability.

By operating in accordance with the practices and values defined in the previous item, Quanam delivers innovative services and products with standards of excellence, complying with the provisions of applicable legislation, and at the same time exceeds such legal obligations by incorporating in its compliance standards obligations assumed voluntarily, including our policies, rules and procedures and the obligations derived from the contracts signed with Partners, Customers or other legal and natural persons. All these compliance standards and provisions are mandatory for all Quanam's employees, managers, directors and partners.

Our compliance standards include anti-corruption practices and also contemplate the ethical, social and environmental responsibilities of our organization, including provisions referring to the defense of competition and antitrust; the prohibition of unfair competition practices, misleading advertising and fake news; the defense of equal opportunities and the prohibition of all types of discrimination; environmental protection; and the adoption of occupational safety and health standards. These practices are known in the market as ESG (Environmental, Social and Governance) and also as Triple Impact.

The set of these measures in our company constitutes the Quanam Compliance Program, which includes guidelines aimed at building and/or perfecting policies and instruments aimed at the prevention, detection and remediation of acts harmful to society, to our Clients, and especially to the public administration, such as bribery of national or foreign public and private agents. fraud in bidding and procurement processes in general or hindering investigation or inspection activities of public bodies, entities or agents.

The initial part of this document presents an overview of what Quanam's Compliance Program is under the approach of Anti-Corruption Laws, as well as the five pillars for its development, implementation and support:

- Commitment and support from Senior Management;
- Compliance Committee;
- Profile and risk analysis;

- Structuring of the rules; and
- Continuous monitoring instruments and strategies.

Below, we will address each of them in more detail, focusing on important points that were considered by Quanam's Management Committee and that should be considered for the updating and continuous improvement of our Compliance Program.

1.2. Overview

Quanam's Compliance Program consists of a set of internal mechanisms and procedures for compliance, integrity, control, auditing and incentives for whistleblowing and the effective application of our Code of Ethics and Professional Conduct, and our policies, rules and guidelines with the aim of preventing, detecting and correcting deviations. fraud, irregularities and illegal acts practiced in general in the market and in particular against the public administration, national (in the countries where Quanam operates) or foreign.

In view of the above concept, it is verified that our Compliance Program focuses on social responsibility and anti-corruption measures adopted by Quanam, especially those aimed at the prevention, detection and remediation of harmful acts against the national and foreign public administration provided for in the Laws applicable in the territories of Quanam's operation. Quanam has always operated in strict compliance with the laws in general, and the initiative to create and permanently update its Compliance Program constitutes an effort to compile and update compliance initiatives and programs to integrate ethical, social, environmental and anti-corruption measures into pre-existing frameworks, especially to reflect the concern with the occurrence of fraud in tenders and in the execution of contracts with the public sector.

1.3. The five pillars of the Compliance Program

1. Commitment and support of Senior Management

The active support of Quanam's Senior Management (Management Committee) and the Board of Partners (Governing Body) is an indispensable and permanent condition for the promotion of an ethical culture and respect for the laws and for the effective application of the Compliance Program.

2nd Committee responsible for the Compliance Program

The Compliance Committee is the body designated by Quanam's Senior Management as responsible for the Compliance Program of each federated company, being made up of the Chief Compliance Officer together with two other members in each company/office and endowed with autonomy, independence, impartiality, material, human and financial resources for its full operation. with the possibility of direct access, when necessary, to the highest decision-making body of the company: the Board of Partners.

3rd Profile and Risk Analysis

Our Compliance Program was developed and must be updated periodically taking into account the peculiarities of our processes and organizational structure, as well as our main practices, areas of action and business partners, and our level of interaction with the public sector – national or foreign – to consequently evaluate the risks of committing acts that violate the laws in force and our other compliance standards.

4th Structure of Rules and Instruments

Based on the knowledge of Quanam's profile and risks through its permanent analysis, Quanam's Code of Ethics and Professional Conduct and the rules, policies and procedures for the prevention and remediation of irregularities that make up our Compliance Program were developed and must be updated on a recurring basis. These instruments allow us to develop mechanisms for detecting or reporting irregularities (alerts or red flags, reporting channels and whistleblower protection mechanisms) as well as defining disciplinary measures for cases of violation and remediation measures. In addition to creating and keeping updated the aforementioned instruments, it is essential that Quanam widely and effectively disseminates its Compliance Program, which is why we have a Communication and Training Plan with specific strategies for Quanam's various audiences.

5. Continuous Monitoring Strategies

The dynamics of our operation make it necessary to permanently evaluate the applicability of our Compliance Program (PDCA Cycle or Deming Cycle), which determined the creation of verification procedures and mechanisms so that the deficiencies found in any area can feed back our Compliance Program to improve and update it continuously in accordance with the guidance of the Chief Compliance Officer with support from the other members of the Compliance Committee. It is Quanam's intention to ensure that our Compliance Program is part of the company's

routine, in an integrated manner between all correlated areas, such as operational units, human resources, legal advice, control and accounting-financial department.

2. Senior Management Commitment

The commitment of¹ Quanam's Management Committee to Integrity in relations with society and the market, especially in public-private relations, is concretely expressed in its active support for Quanam's Compliance Program, as a basis for the creation of an organizational culture in which Quanam's Compliance Program is based on the Quanam Compliance² Program. effectively have an Ethical Conduct of Compliance. A Program that is not endorsed by Top Management has little or no practical value; the lack of commitment of Senior Management would result in the same lack of commitment of the other Officials, causing the Integrity Program to exist only "on paper".

For the above reasons, Quanam's Governing Body and Senior Management demonstrate their¹ commitment to the Compliance Program in various ways: the Partners and Directors, and in general all the Executives of our organization, reaffirm their commitment on a regular and frequent basis, for example, by incorporating the matter into their speeches, in order to demonstrate that they are aware of the ethical values by which Quanam is governed and the policies that govern them. Apply. Quanam's Senior Management also includes the verification of the effectiveness of compliance actions as a permanent or frequent guideline in its meetings and/or in its meetings with Managers, Supervisors and other members of the Middle Management. The allocation of adequate resources (human and material) for the implementation and maintenance of the Compliance Program is, without a doubt, another factor of great importance that demonstrates Quanam's commitment, as will be shown in the following item.

The members of Quanam's Senior Management must always be an example of Good Conduct, promptly adhering to the Compliance Program and publicly and ostensibly declaring the importance of the values and policies that make up our Program, either through explicit, internal or public statements, or through written statements. On the one hand, the commitment to ethics and Integrity is demonstrated to our internal audience, such as Officials and Third Parties at various levels, Consultants, Supervisors and Managers, trying to convey to them the clear perception of the seriousness of the Program for our Organization and the obligation to follow its

¹ Senior **Management** is composed of the Partners (Board of Partners) and the Management Committee of Quanam.

² **Third Parties** are those that may act in the interest or benefit of Quanam, producing liability for it, such as suppliers, service providers, intermediary agents (*QBP – Quanam Business Partners*) and associates.

rules. On the other hand, we try to make this commitment clear also to Suppliers, Business Partners, Customers and to Society in general.

In addition, the demonstration of commitment includes the performance of Senior Management in the supervision and monitoring, directly or indirectly, of the application of the Programme. In the event of detecting indications of lack of effectiveness of compliance measures, or of the occurrence of irregularities, Senior Management guarantees the means and institutional support to make the necessary improvements to the Program and to adopt the corresponding corrective measures. The attitude of the members of Senior Management in the face of the possible occurrence of a harmful act is of extreme importance. When there is participation of members of Senior Management in harmful acts, the absence of institutional commitment is evident. If the leaders were to become aware of possible irregularities and did not adopt the expected measures, or if they intentionally avoided taking cognizance of facts that would create responsibilities for them, the lack of real commitment to the Compliance Program would become evident. Explicit guidance for all members of Quanam's Senior Management is unequivocally contrary to such assumptions.

Quanam seeks to ensure through simple and concrete measures that the occupants of Middle Management positions and Supervisors are clearly aware of the commitment of Senior Management to the Program, so that they also support the initiative. It is essential that this level of management considers the values, rules, policies and procedures of compliance in its goals and orientations, and for this Quanam seeks to include in the Bonus Plans, Stimulating Remuneration and similar, specific provisions that cancel any variable remuneration, even if the conditions have been met, if it is demonstrated that one or more principles or provisions of the Compliance Program were violated to obtain the measured results.

Otherwise, even if there is a firm commitment from Senior Management, Officials at all levels may be inclined to flout the rules. Thus, it is essential to ensure that all Supervisors are emphatic in terms of not tolerating harmful acts against the national and foreign public administration, contrary to the principles of Quanam, even if that means, ultimately, ceasing to do business.

3. Compliance Officer and Compliance Committee

Based on Quanam's decision for the commitment to ethics, Integrity and compliance, the members of the Senior Management appointed a Corporate Compliance Officer (Chief Compliance Officer) and constituted the Compliance Committee composed of this Officer, who chairs it and two other Executives with Supervision, Management or Management level in each federated company. with the responsibilities of developing, updating, implementing and monitoring the Compliance Program.

The members of the Committee are appointed by the Board of Partners and remain in office for renewable three-year periods, alternating in the day-to-day performance in interventions with the participation of at least two members, with the mandatory participation of the Corporate Compliance Officer (OCC), except in special cases of recommendations for modifications to the Compliance Program and the adoption of Disciplinary Measures. in which the three members of each Compliance Committee must participate. In cases of a tie vote, the criterion of "decisive vote" also known as "Minerva vote" will be used, adopting the vote of the OCC.

It is the responsibility of the Compliance Officer to verify that the organization fulfills its task so that the obligations contracted are complied with and that no one can ignore them, working to increase the effectiveness and efficiency of the Compliance Program throughout the organization. To this end, it has the support of the Compliance Committee, whose members, according to the best compliance practices, should be people at the supervisory level, management or direction in the accounting, financial, controlling, legal, human resources, technology, purchasing, Senior Management advice and internal audit areas. For reasons of segregation of duties and to avoid conflicts of interest, when possible it is recommended to avoid the members of the committee who act directly in the areas of operations and marketing.

The committee should meet periodically and as needed, as defined by the Compliance Officer, who chairs and guides it. Their work involves reviewing the activities of the Compliance Program and also knowing the reports on the progress of the actions implemented. The members of this committee support the Compliance Officer's activity by warning him or her about possible significant regulatory, political or legal changes that may have occurred in his or her area of responsibility, as well as about any new risks to the organization that need to be

addressed. Finally, the committee must carry out annual evaluations, identifying, based on them, the needs for training, the adoption of technological tools or the implementation of other types of control and monitoring measures.

The guidelines for the application of the Compliance Program are made through Executive Recommendations that must be communicated to the parties involved in writing, with the signature of at least two members of the Committee, one of them being from the OCC. Recommendations to Senior Management on modifications to the Compliance Program and decisions on Disciplinary Sanctions must be adopted with the participation and vote of the three members of the Committee by majority, preferably unanimously. Modifications to the Compliance Program will be adopted by decision of the Board of Partners based on a recommendation of a Compliance Committee.

The integration of each Compliance Committee guarantees that they have the necessary conditions to put the Program into practice, counting on the allocation of adequate financial, material and human resources. In addition to resources, the Compliance Officer and the Compliance Committee have the power and conditions to coordinate their efforts with the operational, staff, and administrative areas directly responsible for the execution of outreach activities, training, operation of the whistleblowing channel, and other procedures, so as to ensure that actions are in fact carried out in accordance with the Program's definitions.

The Compliance Officer and each Compliance Committee have autonomy to make decisions and implement the actions required for the proper functioning of the Compliance Program and have the authority to recommend to the Board of Partners the changes they deem necessary. The suggested corrections may, in some cases, represent financial investment, increased work, change of routines or additional training for various areas of Quanam. However, it is Quanam's policy that its Board of Partners and Senior Management support those corrections capable of mitigating considerable risks, even if they are seen by some sectors of Quanam as wasteful.

The Officer and the Compliance Committees also have the competence to ensure that possible indications of irregularities are effectively analyzed, even if they involve other sectors or even members of Senior Management, having the prerogative to, if necessary, report directly to the Board of Partners, the highest hierarchical and governance level of Quanam. In addition, to ensure the independent performance of the people who work in the area of compliance or related issues, it is Quanam's policy that for protection against possible

arbitrariness derived from the normal exercise of their powers, the members of the Compliance Committee may only be subject to penalties or disciplinary measures adopted by the Board of Partners.

3.1. Compliance Governance

Quanam voluntarily adheres to the provisions of item 5.1.3 of the ISO 37301 Standard, which establishes that the Governing Body (Board of Partners) and the Senior Management (Management Committee) must ensure that the following principles are implemented:

- Direct access of the compliance function to the governing body;
- Independence of the compliance function;
- Appropriate authority and competence of the compliance function.

For this reason, and without prejudice to the fact that compliance obligations must be fulfilled by all Employees without exception, the best practices of Compliance also recommend the independence of the compliance function reflected in its integration, in order to avoid conflicts of interest (segregation of duties).

3.2. Lines of Defense

Three lines of defense are recognized in matters of Internal Control:

1. Those who produce, operate, buy, sell, manage; the managers, who are the ones who have Compliance in their hands, are the ones who can comply or fail to comply; they are the first line of defense where "the game is being played" (the players, not the coach).
2. Where is Compliance, Risk Management, Internal Controls, Occupational Health and Safety, Quality; advice for the first line to work in compliance with the rules and procedures.
3. Audit, which can be internal, by a certification body, or external.

These three lines cannot be confused. For example: Internal Audit cannot assume Compliance, because it is the control of controls and therefore cannot recommend because there would be a conflict of interest: it would be "judge and party". Similarly, it is recommended that, as far as possible, the areas most exposed to compliance risks, which are generally the marketing and operations areas, should not be part of the Compliance Committee, prioritizing professionals at a supervisory

level or higher from the organization's staff, services and backoffice areas, such as legal and human resources.

3.3. Compliance Management Program and System

The Compliance Program contains policies, standards and rules aimed at ensuring compliance with Compliance Obligations, including (mandatory) laws and voluntary obligations. It contains recommendations and requirements for elements to avoid acts of corruption or non-compliance, but it is not a System.

A Compliance Management System (CMS) optimizes continuous improvement, providing indicators, audit processes, non-conformity management, context and stakeholder management, implementing processes and procedures with mandatory and easily monitored Internal Controls.

Compliance Management can be carried out through the implementation of the processes and procedures considered in a Compliance Program, in a more or less manual way without integration into a single technological platform. However, a Compliance Management System would provide the ability to more efficiently orchestrate controls, such as the management of non-conformities, the identification of root causes, the performance of audits, and the evaluation of context, among others. A system would also provide indicators linked to objectives, which are more difficult to achieve in a programme and generally automatic in a system.

Without prejudice to the above, at Quanam we understand that the existence of a mature Compliance Program, known and followed by the entire organization ("compliance culture") is a prerequisite to address stages of greater organizational maturity such as the eventual implementation of a Compliance Management System and the performance of ISO 37301 certification audits.

At Quanam we opt for a strategy of continuous improvement in Compliance and Sustainability issues, taking successive steps to evolve our instruments, processes and procedures, with a systemic and holistic vision, acting on a horizon that allows us to integrate the culture of compliance and sustainability to the entire organization, reaching a higher level of maturity of our organizational culture that will allow us to face the successful implementation with greater efficiency and effectiveness of a Compliance Management System and the successive performance of internal and external compliance audits, when the conditions are favorable to take such steps.

4. Quanam Profile and Risks

The Compliance Program of the Federation of Quanam companies was developed taking into consideration the size and specificities of our company, based on information such as:

- Market sectors in which we operate in each country and abroad.
- Organizational structure (internal hierarchy, decision-making process and main competencies of Boards, Directorates, Business Units or Departments or Nuclei).
- Number of Officers and other Collaborators (Third Parties).
- Level of interaction with the Public Administration, number and value of contracts entered into with Public Entities and Bodies, frequency and relevance of Third Parties in interactions with the Public Sector.
- Possible corporate participations involving the federated company Quanam as a controller, controlled, associated or consortium.

In addition to the analysis of Quanam's profile, the structuring of our Compliance Program also considers the evaluation of risks derived from the characteristics of the markets where we operate (local culture, level of state regulation, history of corruption). This evaluation mainly considers the probability of fraud and corruption, including those linked to tenders and contracts, and the impact of these harmful acts on the operations of the federated company Quanam. Based on the risks identified, policies, rules and procedures are developed to prevent, detect and remedy the occurrence of unwanted acts.

The risk mapping process continues to be carried out periodically by the Corporate Compliance Officer, by the Compliance Committees and by the Board of Partners in order to identify possible new risks, whether they are derived from alterations in current laws or the creation of new regulations, or from internal changes in Quanam itself. such as entry into new markets, business areas (internships) or opening of subsidiaries or incorporation of new federated companies, for example. Without prejudice to having a corporate Compliance Program in common, each federated Quanam company can define and update a National Addendum to the Program detailing the Laws, Decrees and other regulations contemplated for each country of action.

The evaluation of the profile and risks helps Quanam to be attentive to situations that may facilitate or camouflage the offer of undue advantages to public agents, or contribute to the occurrence of fraud in tenders and contracts. Below we present some risk situations, especially in relation to the anti-corruption legal provisions.

4.1. Compliance Management Program and System

The participation of Quanam federated companies in tenders and the execution of administrative contracts are situations that present a significant risk of fraud and corruption, such as the following acts harmful to the public administration:

- a) Frustrating or defrauding, through adjustment, combination or any other procedure, the competitive nature of a public bidding process.
- b) Preventing, disturbing or defrauding the performance of any act of a public bidding process.
- c) Setting aside or attempting to set aside a bidder, by means of fraud or an offer of advantage of any kind.
- d) Fraud a public tender or a contract derived from it.
- e) To create, fraudulently or irregularly, a legal person to participate in a public tender or to enter into an administrative contract.
- f) Obtaining any undue advantage or benefit, fraudulently, through modifications and/or extensions of contracts entered into with the public administration, without legal authorization, or in the act calling for public bidding or in the respective contractual instruments.
- g) Manipulating or defrauding the economic-financial balance of the contracts entered into with the Public Administration.

4.2. Licenses, authorizations and permits

In seeking to obtain licenses, authorizations, and permits, Officials or Third Parties may be driven by the impulse to offer undue advantages to Public Agents, or to comply with requests from those agents, with the objective of benefiting Quanam or obtaining any other undue benefit.

4.3. Contact with Public Agent in inspection

Contact with Public Agents when Quanam is being subjected to inspection may lead Officials or Third Parties to offer undue advantages, or to give in to requests in that regard, in order to influence the outcome of the audit. In audit situations, any Quanam Official and/or Third Party must report to the corresponding Compliance Committee about any contact to be maintained by or with a Public Agent in any way linked to the audit or to the body that promotes the audit.

4.4. Hiring of Public Agents

In the event of hiring Public Agents, Quanam's Professionals involved must take special care to verify whether the selection is being made due to the knowledge and professional competencies of the Public Agent and with the objective of providing technical advice to Quanam's decisions. Otherwise, there may be the impression that the procurement is intended to enable facilitated access to agencies or authorities or to obtain privileged information or illegitimate influence. Additional procedures must be complied with to verify whether the established remuneration is in accordance with the quality and relevance of the service provided by the Public Agent, in order to prevent any improper payment from being disguised as the provision of service. In addition, the hiring of people linked to Public Agents (family members, partners, etc.) may conceal the payment of an undue advantage.

Quanam must also verify whether the Public Agent can, in fact, be hired, in accordance with the conflict of interest regulation.

4.5. Hiring of Ex-Public Agents

In the event of the hiring of former Public Agents, Quanam must verify if they are not required to serve a period of separation from the sector in which they worked when they were Public Servants or Officials (quarantine).

Additional procedures must be complied with to verify whether the remuneration established is in line with the quality and relevance of the service rendered, so as to prevent a previous promise of undue advantage – made when the Agent was in practice – from being disguised as the provision of service.

4.6. Offer of courtesies to Public Agents

The offer of hospitality, gifts, presents or courtesies to Public Agents or persons related to them may be characterized as payment of undue advantages. In its eventual commercial relations with other countries, Quanam must pay redoubled

attention to this matter, under penalty of characterizing a situation of transnational bribery.

Great caution is recommended with the offer and payment of hospitalities, gifts and gifts to foreign Public Agents, as they can be understood, depending on the situation, as an undue advantage, not only by the national legislation of the federated company Quanam, but also by other legislations such as, for example, the FCPA³ (Foreign Corrupt Practices Act), the UK Bribery Act⁴, the Anti-Corruption Law⁵ and the CICC⁶ (Inter-American Convention Against Corruption).

Each Quanam Compliance Committee regulates by means of an Executive Recommendation updated annually the limits established to offer hospitality, gifts and gifts to national and/or foreign Public Agents.

4.7. Unattainable goals and other forms of pressure

The pressure to achieve unrealistic goals, such as for the closing of contracts, can lead Officials and Third Parties at the service of Quanam to practice irregularities, violating compliance principles and policies of our federation. The monitoring of Quanam's goals and variable remuneration policy by the OCC, the Compliance Committee and Senior Management is important so that the orientation to close deals "at any cost" is not transmitted, to the detriment of our commitment to Ethical Conduct.

4.8. Offer sponsorships and donations

The distribution of sponsorships and donations can serve as a means of camouflaging the payment of undue advantages to Public Agents. Therefore, it is essential that Quanam (especially its Marketing and Commercial areas with control of the Compliance Committee and Senior Management) knows the institutions and people who receive these benefits, is attentive to their possible links with Public Agents and follows the result of these practices with great attention.

³ **FCPA** (*Foreign Corrupt Practices Act*) of the United States of America. More information in <http://www.justice.gov/criminal/fraud/fcpa/>

⁴ **UK Bribery Act** of the United Kingdom. More information in <https://www.gov.uk/government/publications/bribery-act-2010-guidance>.

⁵ **Lei Anticorrupção** (12,846) from Brazil. More information in http://www.planalto.gov.br/ccivil_03/_ato20112014/2013/lei/l12846.htm.

⁶ **CICC** (Inter-American Convention Against Corruption) of the OAS. More information at <http://www.oas.org/juridico/portuguese/treaties/b-58.htm>.

Each Quanam Compliance Committee regulates through Executive Recommendations updated annually the limits established to offer sponsorships and donations to national and/or foreign Agents and/or Public Bodies.

4.9. Third-Party Contracting

The use of Third Parties in the relations between the federated companies Quanam and the Public Sector is a source of risk for our compliance, since the Third Parties represent the interests of Quanam, even if they are not part of our cadres or are not directly subordinate to our Supervisors, Managers and Senior Management. According to most anti-corruption laws, companies can be held responsible for all harmful acts practiced in their interest, including by Third Parties, without direct participation of Officers and/or Directors of the company. In this way, the continuous monitoring by the Compliance Officer, the Compliance Committee and Quanam's Middle and Senior Management aimed at controlling the actions of those who may practice acts for the benefit or interest of Quanam, refers to both Officials and Third Parties, regardless of the nature of the relationship (employment or not) of these actors with our company.

4.10. Mergers, acquisitions and corporate restructurings

Eventual mergers, acquisitions and corporate restructurings may represent risky situations, since there is the possibility that Quanam inherits liabilities from illegal acts practiced prior to the operation. In this way, Quanam (which did not contribute to the occurrence of these illicit acts) must be attentive to this risk and adopt prior verification procedures (due diligence) that must have the approval of the Compliance Committee and the Board of Partners, duly documented in a specific Executive Recommendation.

5. Program Rules and Tools

5.1. Code of Ethics and Professional Conduct

The standards of Ethics and Conduct detailed in Quanam's Code of Ethics and Professional Conduct that is part of our Compliance Program, represent the expected behavior of all Officers, Directors and even Third Parties subcontracted for the provision of services by Quanam federated companies to Clients and Prospects in our markets of operation.

Quanam's Code of Ethics and Professional Conduct defines clear standards of behavior, which must be followed by all our Consultants (Officers and Third Parties) and Directors (Middle and Senior Management), and which are also accessible to the external public on our website, especially for our Business Partners and Clients.

Our Code of Ethics and Professional Conduct is an important tool for communication with our Officers and Third Parties and with Society as a whole, through which we make explicit our values and the expected and prohibited behaviors at Quanam. Its content covers, in a general way, the values and the main rules and policies adopted by Quanam.

For purposes of compliance with the legal requirements applicable in each territory, we understand that our Code of Ethics and Professional Conduct:

- a) It explains the principles and values adopted by the Quanam federated companies related to issues of compliance, ethics and Integrity in their activities of providing consulting services and managed services covering the sale, conception, design, construction (development and parameterization), implementation – implementation and support of Business Solutions based on ICT (Information and Communication Technologies) components.
- b) He mentions Quanam's policies to prevent fraud and illicit activities, especially those that regulate our relations with the Public Sector.
- c) It establishes express prohibitions:
 - c.1) to the acts of promising, offering or giving, directly or indirectly, undue advantages to Public or Private Agents, national or foreign, or to persons related to them.

- c.2) to the practice of fraud in tenders and contracts with the Government and/or with public and/or private, national or foreign companies.
- c.3) to the offer of undue advantages to bidders – competitors.
- c.4) to the obstruction of the actions of supervisory authorities.
- d) It clarifies the existence and use of whistleblowing channels and guidance on integrity issues.
- e) It establishes the protection of identity and the prohibition of retaliation against whistleblowers and those who are summoned to testify in the investigations and determines the mechanisms to protect them.
- f) It contains provisions for disciplinary measures in cases of violations of Quanam's rules and policies.

Quanam's Code of Ethics and Professional Conduct was originally inspired by the principles of our Compliance Program and similar codes such as the "Code of Ethics and Professional Practice in Software Engineering" developed according to the recommendations of the "ACM/IEEE-CS Joint Task Force on Software Engineering Ethics and Professional Practices" jointly approved by the IEEE-CS (Institute of Electronic and Electric Engineers – Computer Society) and the ACM (Association for Electronics and Electric Engineers). Computing Machinery) as a standard in the teaching and practice of software engineering.

The code is written in a clear and concise way, with easy-to-understand language and can and should be applied by Quanam's various audiences. It was conceived, above all, as a source of consultation for the internal public and, if applicable, for Quanam's business partners, on how to act, decide and on what basis to support decisions, provided that Integrity in Quanam's business is being considered.

To this end, it is expected that the Code of Ethics and Professional Conduct will be periodically updated by the Compliance Committees, with the approval of the Board of Partners, in accordance with new needs, as a result of legal or regulatory, institutional changes or changes in Quanam's practices and/or business areas in their territories of operation.

5.2. Policies, Norms, Rules, and Procedures

The rules, norms, policies and procedures to prevent, detect, avoid and correct the occurrence of irregularities, based on the risks identified, are coordinated with each other, being easy to understand and apply in Quanam's work routine. All policies specify their objectives, procedures, public, periodicity, responsible units and forms of monitoring. These policies, standards, rules and procedures are contained in the Compliance Program, in the Code of Ethics and Professional Conduct and in the Executive Recommendations regularly produced by the Compliance Committees with the approval of the Board of Partners in the circumstances foreseen for it.

Some types of internal controls used for risk mitigation are common to various policies. This is the case, for example, of the establishment of approval levels for certain procedures, which, depending on the degree of risk identified, may even include the approval of the Compliance Committee and the Board of Partners.

Below, we present Quanam's Policies for mitigating the risks identified in the previous chapter.

5.2.1. Market Relations Policy

Several of the risks to which Quanam is subjected impose the need to establish rules on how our Representatives (Officers, Officers and Third Parties acting on our behalf) should act when they are in contact with the Market, especially with Public Agents. A clear and effective policy on relations with the Market, especially the Public Sector, is capable of mitigating risks related to participation in procurement processes, tenders and administrative contracts; to the payment of taxes; to obtain licenses, authorizations and permits; to situations of supervision or regulation; to the hiring of current and former Public Agents, among others. And most of the rules, policies and procedures defined for relations with the Public Sector are equally applicable in interactions with Clients and Prospects of Private Activity.

Below, we present the rules that make up our Public Sector Relations Policy, established to prevent contact with Public Agents from leading to the offer or payment of undue advantages.

5.2.10.1. Market Relations Policy

The Commercial Directorate and the Managers of the operational Business Units (responsible for the delivery of the services) will guarantee that Quanam's Officials and Third Parties who have business contacts with Public Agents rotate in the

conduct of such contacts with the same Public Agents, in order to reduce the possibility of defects in the relationships.

Given the duration of the business cycle corresponding to the pre-sale and sale stages, as well as the extension of the execution period of the contracted Projects, the permanence as the main interlocutor of each Quanam Official or Third Party with the same group of Public Agents of the same public entity may not exceed a period of five years. Exceptions will be tolerated exclusively for duly substantiated reasons of specialization and better service to the Client, requiring the written approval of the immediate Supervisor of the Quanam interlocutor and the corresponding Compliance Committee.

5.2.10.2. Meetings Policy

The Commercial Management and the Managers of the operational Business Units will ensure that the meetings of Quanam Officials and Third Parties with Public Agents are organized in such a way that at least two Representatives participate by Quanam, preferably including at least one at the hierarchical level of Supervisor or higher. The second participant in such meetings may also be an officer or a representative of a business partner company of Quanam.

In the event of a need for service reasons to hold a meeting with one or more Public Agents with the participation of a single Professional representing Quanam, when it is not possible due to time constraints or other nature to have the presence of another representative of Quanam or a business partner, the Professional participating in the meeting must notify his/her Supervisor in writing of the situation, and the Compliance Committee must notify the Compliance Committee in writing, which will evaluate the situation in accordance with the Compliance Program.

This rule does not apply to the meetings to accompany Projects in execution provided for in the schedule and methodology of such Projects

5.2.10.3. Approval Standards

Any statement by any Representative of a Quanam federated company that includes any commitment of the company to a Client or Prospect, whether oral or written, must have the prior approval of the relevant hierarchical bodies of Quanam.

This requirement applies to verbal communications as well as e-mails, letters, proposals and other written communications. In all cases, the Quanam Professional sponsoring the communication must calculate the cost and price of the sum of the

deliverables to be offered, and must obtain the formal and written approval of the corresponding instance according to the scale of the one that is greater between cost and price, if there is both, or the cost or price in other cases:

- Up to the equivalent in national currency of USD 1,000.00 (one thousand United States dollars): approval of the sponsor's immediate Supervisor.
- More than USD 1,000.00 and up to the limit of the equivalent in national currency of USD 2,500.00 (two thousand five hundred United States dollars): approval of the Manager(s) of the operational Business Unit(s) involved or the corresponding Director in the case of Staff areas.
- More than USD 2,500.00 and up to the limit of the equivalent in national currency of USD 25,000.00 (twenty-five thousand dollars of the United States of America): approval of the General Director of the federated company Quanam in question or of whoever is fulfilling his functions according to a Communication in that regard issued by the Director General.
- More than USD 25,000.00: approval by the Board of Partners, or according to the statutory rules of the corresponding territorial unit.

The initial values listed above may be updated by Executive Recommendation of each Compliance and Integrity Committee approved by the Board of Partners.

Any proposal that includes the delivery of licenses for the use of software, products and/or services from a third party (partner or business partner) must also have the approval of the Compliance Officer, who may delegate this approval to another member of the Compliance Committee or to the person in charge of the Compliance Administration. This approval is aimed at confirming that all the obligations arising from the contracts in force with said third party are fulfilled.

5.2.10.4. Proposal Rule

Any Technical and/or Commercial Proposal may only be prepared from a previous Q-Business Case document that must be approved in a documented manner by the Commercial Director, by each of the Managers of operational Business Units that have tasks attributed to them in the Project, and, if it is the case due to the requirement of the approval scale, by the corresponding higher levels according to the Approval Standard and the Executive Recommendation for approval processes in force.

Every Q-Business Case must contain the following elements:

- Macro tasks (activities) of the Execution Schedule in the timeline for service cases. The person responsible for defining the activities and estimating their duration will be in all cases the Manager of the operational Business Unit who will subsequently be responsible for the execution (delivery) of such tasks.
- Hourly load of dedication by Professional Profile in the timeline for service cases. The person responsible for estimating the hourly load by profile will be in all cases the Manager of the operational Business Unit who will subsequently be responsible for the execution (delivery) of the services considered.
- Prices and costs including taxes, fees, expenses and any applicable cost elements. Prices, costs and form of payment will be defined by the Commercial Director, who will endeavour to define them in consensus with the Manager(s) of the applicable Business Unit(s) whenever possible.

Exceptions to the requirements of this rule are the communication of price estimates that do not determine the obligation for Quanam to keep such estimates firm, as long as they are transmitted using prices from the list of licenses and subscription services (without any discount) and standard prices of Quanam for services to be executed under Quanam's responsibility (without any discount in relation to the prices usually practiced by Quanam for such services), especially in the case of services in the "time and materials" mode and not in the "fixed price and closed scope".

5.2.10.5. Licensing and Third-Party Services Proposal Standard

In the specific case of proposals that include the delivery of software, products and/or services licenses from third parties (partners or business partners), the following additional obligations must be complied with:

- Quanam may only offer licenses, products and services from third parties (partners or business partners) with whom it has a current and valid contractual relationship, respecting the conditions of such contracts and provided that the conditions of the offer have been previously accepted by the third-party provider, because they are standard conditions contemplated in the contracts or because special price conditions or other conditions have been approved.

- Any proposal that includes third-party software, product and/or service licenses must comply with the conditions of the proposal and approval rules, and with the pricing and bidding policies (if applicable), and, in addition, must be submitted for prior approval by the Compliance Officer, who will keep a copy of each approval process in Compliance's storage.
- Each proposed item (license, product and/or service) must be clearly identified with its source code when it has it (also known as "Part Number") and its description, which must be the same as the code and description of the proposal of the third party (supplier) to Quanam, and must have its price specified (unit and total) and that price must comply with the contractual conditions provided by the third party supplier of the item (standard price or special price duly approved and communicated).
- In those cases in which Quanam's proposal does not detail the unit and total price of the items offered (in general because the bidding specifications or the conditions of the RFP ask for a total or subtotal price), it will be mandatory for Quanam to hold a session with the prospect / client in which it will show a document containing the necessary information to allow determining its code for each item offered (if it is not available), its description and its unit and total price. This document must be previously validated before the Compliance Officer, who will file it together with the proposal in Quanam's Compliance records.
- In general, descriptions and prices that combine more than one type of item in the same line of detail will be avoided, whether they are licenses, products and/or services in any combination. Instead, each type of item will be detailed on an exclusive line separately from any other item, without prejudice to the possibility of specifying total and/or subtotal prices calculated by the total or partial sum of different detail items.

5.2.2. Pricing Policy

Quanam practices in all cases similar prices for the same material components (software and hardware) and for similar services to be provided by the same operational Business Unit. The variations respond exclusively to needs and/or opportunities for greater competitiveness, without deviating significantly from the average standards of expected profitability. For these purposes, Quanam uses the Price List Tables of its Business Partners – Suppliers (software and hardware and

services) and a List of Reference Prices and Operational Costs by Professional Profile level maintained by each Quanam operational Business Unit, and the prices and costs of the most recent Q-Business Cases of each Business Unit may be used for services.

The Reference Price Lists applicable in each Business Unit to each Professional profile and level of experience ("seniority") will be defined and updated periodically by the Commercial Director seeking consensus with the Manager of the corresponding Business Unit. The Operational Costs by Professional profile and by level of experience ("seniority") will contemplate the average costs of the profile – experience in each Business Unit and the Indirect Cost Attribution (MCI) component provided by the Corporate Business Controller, as well as the Expected Allocation Rate for the Business Unit(s) involved for the next twelve months, provided by the Commercial Director or by the General Director in his absence. Pricing and costs can also be drawn from the most recent Q-Business Cases for each Business Unit.

In cases where the total (global) price of a proposal is more than 35% (thirty-five percent) higher or more than 30% (thirty percent) less than the value of said proposal if it had been calculated with prices from the Reference Price List, it must be submitted for prior approval by the Compliance Committee without prejudice to the other applicable approvals in accordance with the approval rules in force.

The price derived from the calculation of actions for risk mitigation in cases of "fixed price" and "closed scope" proposals must be subtracted from the total (global) price of the proposal before applying the procedure of the previous paragraphs.

Estimates of proposals that do not imply the obligation of Quanam to honor such proposals, as well as initial proposals in Electronic Auction processes, are exempt from applying the provisions of the previous paragraphs, due to the fact that successive offers (casts) that will reduce the initial price are expected. In the latter case, the provisions of the previous paragraphs or those that have replaced them will be applicable to the final price of the proposal of the federated company Quanam, in the event that said company is the winner of the contest, and the prior approval will be verbal from the Commercial Director or another member of the Senior Management during the contest or by written delegation to another Quanam Professional (Official or Third Party) with subsequent notification to the Committee of Compliance.

The Commercial Management, with the agreement of the Compliance Committee, will update the content of Quanam's Pricing Policy whenever necessary by means of

an Executive Recommendation of mandatory compliance that will replace the previous provisions.

The restriction of discretion in the stipulation of prices and costs prevents the process from being influenced by combination with competitors, creation of "spreadsheet games", and other similar unethical practices that are strictly prohibited in Quanam. The limitations imposed on Quanam Officials and Third Parties responsible for sensitive transactions allow, for example, that, when formulating a proposal to participate in a tender or competition, the definition of the price rigorously follows pre-established technical parameters, consistent with the prices practiced by Quanam in similar situations.

5.2.3. Bidding Policy

It is not allowed for a single Official to autonomously validate documents that will be presented by Quanam in bidding contests in their most varied modalities, due to the risk of falsification or eventual fraud in the process.

The qualification documentation required in each tender must be prepared and approved by at least the following three Professionals:

- Commercial Sponsor: The Commercial Sponsor, or Commercial Manager, or Business Development Manager, or whoever is fulfilling such functions.
- Administration Supervisor. Collaborator of the Administration area at the level of Supervisor or Manager.
- Commercial Director or General Director or an operational Business Unit Manager if authorized by one of the above to perform such function.

The proposal must comply with the Approval and Proposal Rules (including their current updates as Executive Recommendations on approvals and proposals) that make up the Market Relations Policy, and with the provisions of the Quanam Compliance Program Pricing Policy.

In the case of bidding contests that by their nature allow and/or require successive price offers in competitive situations (bids), either in person or "online" (Face-to-Face or Electronic Auctions), the Commercial Director (or whoever is delegated by him) may delegate by designating a Quanam Professional who will be authorized by documentation to make such successive offers, either by means of a special power of attorney, or by communication of username and password, and in the written

communication of authorization the Commercial Director will establish the limits of the successive offers, which will be in accordance with the minimum conditions previously defined for the proposal in application of the relevant rules, policies and procedures.

5.2.4. Hospitality and Gift Policy

Relations with the market often involve issues related to gifts, gifts and hospitality, which deserve to be highlighted, since they demand the adoption of specific rules and policies by Quanam, considering that there are generally rules on the value of courtesies that Public Agents and even Officials of Private Companies can receive. In addition, the offer of courtesies and the costing of trips can be used to hide the payment of undue advantages. For the reasons stated, Quanam's compliance policy establishes the necessary limits and conditions to prevent this type of situation.

It is not a question of avoiding or condemning usual and legitimate practices that are part of business activity. It is common for companies to invite representatives of companies and government agencies from the countries in which they operate or in which they intend to do business, to travel in order to see the facilities of the company or business partners, present a solution, a product or a certain technology. Invitations to fairs and product exhibitions, conferences and congresses, receptions and social and business dinners are common, as well as the offer of gifts and gifts on these and other occasions.

In general, these practices are recognized by Quanam as legitimate ways to promote our work, promote our name and our brand and present our solutions, products and services to the market. However, Quanam takes specific care to ensure that invitations made or gifts offered are not considered unlawful acts subject to fines and other sanctions.

Hospitality Expenses may include the payment of travel, tickets to conferences and congresses, lodging, food and transportation, which may be legitimate mechanisms necessary to make possible, for example, the presentation of products and solutions or of the premises of Quanam or a Business Partner, invitations to events promoted by Quanam or, even to social events supported or sponsored by it. Those mechanisms prohibited by the Positive Law of some countries are excluded, where, for example, the purchase of air tickets for Public Agents is prohibited, but not the delivery of free entrance tickets (paid by the supplier company) to conferences and/or congresses or training, for justified reasons.

However, depending on the situation and the circumstances in which it occurs, the payment of a trip to a Public Agent who has decision-making power over a certain project that Quanam wishes to win may be considered a bribe to influence the outcome of the process. Quanam's policy on the offering and payment of gifts, presents, and hospitality clearly states what is acceptable and what is strictly prohibited.

They follow the guidelines of Quanam's Hospitality, Gift, and Gift Offer Policy, which are mandatory for all Quanam Professionals and Representatives, whose knowledge and strict compliance are mandatory for all Quanam Professionals and Representatives:

- The offer of gifts, presents and hospitality (courtesies) cannot be linked to the intention of obtaining undue profits for Quanam, to reward someone for a business obtained or to characterize the exchange of favors or benefits, either implicitly or explicitly.
- Before offering any type of hospitality, gift or gift, it should be checked whether local legislation is being respected, as well as laws dealing with transnational bribery (e.g.: FCPA, UK Bribery Act, Lei Anticorrupção del Brasil) and, additionally, whether the internal policies and rules of the institution of the one who will receive the courtesy are being obeyed.
- The expenses must be reasonable and in accordance with local legislation, and with the limits established in the Quanam Hospitality, Gift and Gift Cost Reference Table in force, which will cover at least the following items:
 - Types and scales (ranges) of gift and present costs.
 - Conditions and scales (ranges) of costs of soft drink invitations – coffees, lunches, dinners and the like.
 - Price conditions and ranges for invitations to local events.
 - Conditions and price scales (ranges) for invitations to international events.
 - Price conditions and scales (ranges) for domestic and international travel expenses (tickets, taxes, accommodation, living expenses).

- No courtesy (hospitality, gift, or gift) should be provided with unreasonable frequency to the recipient himself, in such a way as to give rise to any suspicion of impropriety.
- Travel invitations and related expenses must have a clear connection with the company's business, either to promote, demonstrate or present products or services or to legally enable the execution of current or potential contracts.
- The Reference Table provides indications that allow the Quanam Official to develop the critical capacity to decide on the reasonableness of proposing a certain action of hospitality or the offer of gifts and presents.
- Our Officers should be guided, for example, by a basic list of questions to be included and updated at the end of the Reference Table initially including the following: What is the intent? Is there anything besides the promotion of Quanam's business that should be kept secret? If the situation were reported to the outside public – published by a major newspaper, for example, would there be any drawbacks for Quanam? Could the situation be misinterpreted?
- All Quanam Officers and/or Representatives may contact their immediate Supervisor if they have any questions about practical situations involving hospitality, gifts and presents. Supervisors and even Officers may also consult with the members of the Compliance Committee if they deem it necessary.

5.2.5. Pre-sale policy

The market development (marketing) and commercial activities of Quanam federated companies frequently require the execution of technical and knowledge dissemination ("evangelization") activities by our Consultants, targeting public and private companies and institutions and, consequently, the Officials of such organizations, without Quanam receiving any remuneration in exchange for the activities carried out.

These are situations in which it is in Quanam's interest to disseminate information and knowledge in certain areas to promote products, solutions and services contemplated in our Business Plan. These unpaid pre-sale investments constitute legitimate actions of ethical and fair competition and are part of our company's authorized and customary practices, as long as they are executed within reasonable investment parameters and aligned with our business development plans. All these

activities must be approved by the Commercial Director, who will consult and seek the adhesion of the Managers of the operational Business Units involved.

The following is the initial list of free pre-sale activities that may be updated periodically by the Commercial Director and consulted by the Compliance and Integrity Committee, with the power to make recommendations in case it considers that any activity may not be in compliance with Quanam's Integrity policies.

- Presentations with or without demonstrations of products, services, practices and structures for individual Clients and Prospects or for meetings of groups of them (Events), carried out in person with logistics and infrastructure provided by Clients – Prospects, by Business Partners and Suppliers of Quanam or contracted by Quanam.
- Demonstrations of more in-depth functionalities known as Proof Of Concept (POC), eventually including technical "construction" activities related to software marketed by Quanam (parameterization and even development of some customizations).
- Training Sessions, with the aim of disseminating Quanam's products, solutions, services and competencies, in the form of:
 - Face-to-face Seminars at the headquarters of the Client – Prospect, of Quanam or at premises rented by Quanam or by a Business Partner or Supplier of Quanam.
 - Virtual Seminars via the Internet through specific Quanam tools such as Microsoft Teams or Zoom, such as the QLearning Webinars of our Cognitive Solutions Unit.

In all cases, the free pre-sale activities may include all cost components, such as the fees and travel and subsistence expenses of Quanam Consultants, the rental of premises and tools and the eventual subcontracting of Third Parties in case complementary skills not available in Quanam are required. However, the Commercial Director and the Managers of the operational Business Units involved and their respective teams will strive to minimize the costs derived from these activities, trying, whenever possible and applicable, that Quanam's Business Partners and Suppliers collaborate in the financing of these activities that in many cases will be promoting their own products, software and services.

5.2.6. Accounting Records and Controls Policy

The establishment of rigid procedures for accounting records is essential for the identification of improper situations. Bribery, as well as other illicit practices, is generally disguised in accounting in legitimate payments such as commissions, consultancies, travel expenses, study grants, entertainment, etc.

In the case of records that include compliance and/or integrity risk situations, Quanam's control rules require that the accounting records be more detailed, that is, analytical and with an elaborate history. They must include, for example, justifications related to the need to contract services, information on the contracted price and the market price, justification for possible payment of values higher than the market values or the usual values of Quanam, information on the delivery of the product or service and comments on the quality of the service provided compared to the value paid. Quanam's Middle and Senior Management have the obligation to promptly provide the Administration with all this information, as a work routine, or whenever requested by the Administration or by the Compliance Committee.

Quanam considers it important that our records are reliable, so that they allow the monitoring of expenses and income, facilitating the detection of illicit activities. Therefore, the Compliance Committee has the necessary authority to request and obtain from the Administration the review and monitoring of the records of situations that include risks to integrity. The identification of atypical characteristics of transactions or changes in revenue standards (accentuated and unforeseen increase in public contracts in a region, for example) or in expenditure standards (contracting of services for a value higher than the market value or accentuated reduction in the value paid for a certain tax, for example) may indicate that something improper is occurring.

5.2.7. Third-Party Engagement Policy

To minimize the chances that a federated Quanam company will be involved in cases of corruption or fraud in tenders and contracts, depending on the actions of Third Parties, it is mandatory to adopt and execute appropriate verifications (Due Diligence) for the contracting and supervision of Suppliers, Service Providers and Intermediary Agents (QBP – Quanam Business Partners). among others, mainly in situations of high risk to integrity.

Although the hiring of third parties does not have the immediate objective of intermediating relations with the public administration, such an event may occur

during the execution of the contract, generating risks for the federated company Quanam.

Before hiring third parties, it is advisable to find out if the natural or legal person has a history of involvement in harmful acts against the public administration. If it is a legal entity, it is also advisable to verify if it has a Compliance Program that reduces the risk of irregularities occurring and that is in accordance with Quanam's ethical principles.

Quanam will always try to include in the contract clauses that require, for example:

- Commitment to Integrity in public-private relations and to Quanam's guidelines and policies, including, when possible, with the implementation of Quanam's Compliance Program;
- Provision for contractual termination if the contractor practices acts harmful to the public administration, national or foreign;
- Payment of compensation in case of liability of Quanam for the act of the contractor.

Quanam will periodically verify whether the contracted third party is acting in accordance with what was agreed in the contract and if it does not adopt behaviors contrary to our values or the laws.

It should also be noted that there are a series of alerts for the possibility that Third Parties are involved in fraud or with the payment of undue advantages to public agents, such as, for example, requests that the payment to the contractor be made in an unusual way (in "live" money, in unusual foreign currency, in various accounts, etc.). in accounts in countries other than the country of the company or the country of the provision of the service) and contracts with an undefined or unclear purpose. Such situations are strictly prohibited at Quanam except when they are fully justified by acceptable reasons that must have the approval of the CEO and the Compliance Committee.

The use of success clauses is allowed, providing that the contractor will only be paid (or will receive an extra amount) if he or she is successful in performing the contracted service. Such is the case of all contracts of the agency or commercial intermediation or QBP type, in which it is completely natural and lawful that there is a variable remuneration depending on the results and only applicable in the event of the verification of such results.

Quanam does not allow current or former public agents and people related to them to be hired without additional care being taken to emphasize the technical nature of the selection.

5.2.8. Mergers, acquisitions and restructuring policy

In order to prevent liability for harmful acts practiced by another company with which it is related due to mergers, acquisitions or corporate restructuring processes, in the event of a merger, acquisition and/or corporate restructuring, the Quanam federated companies will adopt measures (Due Diligence) to verify whether the other company was or is involved in acts harmful to the public administration, domestic or foreign, and whether it has vulnerabilities that involve compliance risks.

Based on the verification of indications of irregularities (through "Due Diligence" and verifications of documents, corporate books, financial demonstrations, validity of licenses and authorizations, documented processes and procedures, searches in public databases and on the Internet, among other means), Quanam will seek to identify the need to carry out more detailed investigations, which will allow it to make the decision whether or not to continue with the merger or acquisition process. If it decides to continue, Quanam will take steps in accordance with the parameters of the Compliance Program, which may include verifying whether the company has cured the problems, applied disciplinary sanctions, reported to the public administration and effectively cooperated with the investigations.

Once any form of corporate operation has been concluded, the rules and procedures of the Compliance Program must be analyzed to verify how they will be applied, since adaptations may be necessary, depending on the vulnerabilities, structure and areas of action of the new company. The adoption of all these measures is aimed at demonstrating that Quanam will continue its commitment to integrity in business.

5.2.9. Sponsorship and Donation Policy

It is Quanam's policy not to make any type of philanthropic donation, sponsorship or financing of political parties. It is expressly forbidden to adopt any attitude that directly or indirectly violates this orientation. This simple and clear policy is contained in the current chapter of the Compliance Program and in Quanam's Code of Ethics and Professional Conduct. All Executives, Managers, Consultants and other Collaborators of the Quanam federated companies must know and disclose this policy internally, to Third Parties and to society in general.

Particular situations of sponsorships and/or donations to non-political entities are permitted exceptions as long as the specific rule is complied with which states that the selection of recipients of sponsorships and donations must be approved by the Director General, and approved projects must be monitored by the Compliance Committee, which has the authority to prohibit actions that violate the Compliance Program.

In cases where the donation or sponsorship has a high risk profile, the Compliance Committee will verify whether the securities are being used for the lawful purposes for which they were initially intended. Regardless of the risk profile, Quanam will seek to adopt contractual clauses that impose the commitment to the correct application of resources. Sanctions may also be provided for in the event of non-compliance with signed commitments. In addition, it will always be verified whether the beneficiary institution is related to a public agent, since the donation or sponsorship may be used to hide a payment of some undue advantage.

In any case, the prior verification of possible history of involvement in cases of corruption or fraud (Due Diligence) is an important stage in the approval process. In the same way, the transparency of donations, sponsorships and financing is another mechanism that helps to prevent the occurrence of illicit acts and to increase control.

5.2.10. Social and environmental responsibility policy

Since our inception, we have been a company with a socially responsible vision and an integral and ethical concept of the business, both for what is expected of the company and of our consultants and collaborators. Through our actions, we seek to have a positive impact on the society in which we are immersed, affirming the principles and values that govern us as a company.

The actions we carry out are part of our strategy and business vision and we are convinced that, more than philanthropy, they must contribute to the development of societies and different communities in those points that we consider strategic in our field of action. In this sense, we develop internal and external internships, linking up with civil society organizations with which we have been doing interesting work. But our actions would not be coherent if we only thought about the outside of Quanam for CSR (Corporate Social Responsibility) without first taking responsible actions within the company.

In this way, we promote teamwork and advocate for work environments where respect reigns at all levels. We are committed to the quality of life, health and safety of our consultants/collaborators as well as to their constant training that allows their integral development as human beings inside and outside the organization. So much so that we emphasize health promotion, training plans, performance evaluation, integration of the teams of the different business units, among others.

5.2.11.1. Equal opportunities and non-discrimination

Quanam upholds and promotes respect for the principles of equal opportunity in employment and business, regardless of race, social status, religion, ethnic or national origin, color, sex or gender, gender identity or expression, sexual orientation, age, mental or physical disability, mental condition, pregnancy, marital status, ideological or political convictions, or any other characteristic capable of determining differences, complying with the applicable laws of protection and practicing these principles, even if there are no such legal norms.

Our policy strictly prohibits any discrimination based on any personal attribute, physical, cultural, origin, health or any other nature and promotes a work environment free of harassment and consideration of people's talents and virtues when evaluating them in employment opportunities or when planning and conducting business transactions.

5.2.11.2. Contributors' rights

In relation to labor rights, Quanam promotes unrestricted compliance with applicable legislation and the usual good practices in each territory of action, treating its employees with respect and consideration, promoting teamwork in constructive and creative work environments, with quality of life, health and safety, also caring about the updating and evolution of their training in a constant way that allows them to develop fully as a professionals and as human beings.

Physical or intellectual abuse, sexual or other harassment, and discrimination for any reason are strictly prohibited at Quanam, both internally in relation to our collaborators and third parties, and externally in relation to customers, partners, authorities and any other person.

5.2.11.3. Corporate Social Responsibility (CSR)

As part of our social responsibility policy, Quanam promotes environmental protection, and, given the nature of our activity, we encourage, for example,

initiatives for the recycling of disused electronic material through alliances with companies that receive and process such materials, reducing the consumption of raw materials and preserving the environment.

Quanam widely disseminates this type of initiative among its employees, customers, partners and society in general, producing a multiplier effect of the ecological benefits derived from these programs.

Quanam also has policies aimed at guaranteeing the health and safety of our employees in the exercise of their tasks, being mandatory compliance with applicable legislation, to minimize the causes of danger inherent in the work environment, avoid accidents and occupational injuries, and promote comfortable, safe and healthy workplaces. Quanam complements these provisions with initiatives aimed at improving the quality and job possibilities, as is the case with the regional hubs in Uruguay, which are distributed units of the company that allow new employees to be incorporated in cities in the interior, avoiding migration to the capital and allowing these professionals to remain in their places of origin in daily contact with their family and lifelong friends.

The experience of the Covid-19 pandemic and the consequent increase in remote work in home office mode made our Managers and our Human Resources Departments perceive the need to promote physical meeting activities for employees, with due health care when necessary. Thus, sports and social initiatives such as Q-Volley were developed, which became points of meeting, reunion and socialization.

Finally, Quanam encourages in all its offices the creation and/or adhesion to programs and projects to support the community, especially in the area of education, because it understands that it is one of the most important and highly sensitive tools for the development of societies. In this sense, we highlight the case of our parent office, in which year after year we focus on support (in various ways) for the inclusion of the most vulnerable in the national education system, as well as on the contribution of the expertise of our consultants in educational projects of study centers. In this area we highlight the initiatives in which we participate: "Liceo Impulso", "Children with Wings Foundation", "Technological Baccalaureate Anima", "DESEM Young Entrepreneurs", and "Techy for the day – Girls in ICT" which commemorates every April 25 the International Day of Women in ICT, receiving high school girls in our offices so that they can get to know our work environment first-hand.

5.2.11.4. Triple impact

In 2015, the United Nations – UN published the Sustainable Development Goals – SDGs (see <https://www.un.org/sustainabledevelopment/es/objetivos-de-desarrollোসostenible/>). There are 17 "global goals to eradicate poverty, protect the planet and ensure prosperity for all as part of a new sustainable development agenda. Each goal has specific goals that must be achieved in the next 15 years." (2030 Agenda).

In recent years, Quanam has been embracing the concept of a socially and environmentally responsible company in general, and the concept of Triple Impact in particular. Historically, companies are concerned about the results of their management, including ethical and anti-corruption aspects in their governance, but concern for two other types of impact has been progressively gaining ground: social and environmental. The triple impact consists of companies being concerned about the impact on these three items: governance, environment and social (ESG: Environmental, Social and Governance).

Inspired by these concepts, Sistema B was created, which "is a non-profit organization that believes that governments, civil society organizations, social movements, citizens and corporate social responsibility, all together, must work together with B Corps and other economic actors, to build a new economy in which success and financial benefits work to build a fairer economy, equitable and regenerative for people and the planet." (sic).

"All B Corps measure their social and environmental impact and make a personal, institutional and legal commitment to make decisions considering the long-term consequences of their actions on the community and the environment. They assume with responsibility and pride to belong to this global movement of companies that want to make a change, using the force of the market to provide solutions to social and environmental problems." (sic). There is a certification process for B Corporations, with demanding requirements that must be met to obtain certification. In 2022, there were 1,006 B Corps certified in LATAM and 6,271 in the world.

The high level of demand to obtain certification as a B Corp gave rise to what could be considered an initial and/or intermediary step, which are the so-called BIC Companies: "The Benefit and Collective Interest Companies ("B.I.C. Companies") are commercial companies characterized by the commitment of their partners to generate a positive social and environmental impact as a central element of their

business, simultaneously with the generation of profits." (sic). Along these lines, the so-called Law (see <https://www.leybic.com/#documents>) was approved in several countries, currently in the United States, Italy, Colombia, Ecuador, Peru, the British Columbia province of Canada and Uruguay.

Quanam is one of the founding members of the Business Council B of Uruguay (see <https://consejoempresarialb.org/>): "The Business Council of Sistema B Uruguay is a group of the main businessmen and women and leaders of the country aligned with the purpose of Movement B. It aims to install the conversations and lead the transition to the new economies together with all the B System Communities of Practice: Academia, Government, B Corporations, Market, Investors, incorporating the "mainstream" business vision into the movement." (sic). "As climate change and inequality threaten the natural, social, economic and political systems on which humanity depends, a global movement of visionary entrepreneurs are redefining the meaning of success, putting the strength of the market and their business models to solve the greatest social and environmental challenges." (sic).

Quanam, together with other companies and Sistema B, developed and maintains an impact platform (<https://www.sosimpacto.org/portalb/> website) where initiatives, calls, news, scientific information, webinars and cases are centralized, associating a Market Place so that companies related to the triple impact can publish their products and services. The original initiative was from Quanam, which carried out the development and publication with suggestions from Sistema B, but recently the sponsorship was extended and the one who will assume its maintenance will be the Business Council B. Also as part of our participation in the founding and operation of Business Council B, Quanam constituted a Triple Impact and/or Sustainability Unit, which stimulates the creation of environmental and social impact initiatives, such as our recent WEEE (Waste Electrical and Electronic Equipment) Disposal, as a form of environmental contribution in accordance with our practices and processes.

5.2.11. Compliance Communications Policy

All communications relating to compliance matters shall be handled by the *Chief Compliance Officer*, who may involve the Compliance Committee, the Management Committee (Management body) and/or the *Board of Partners* (Governing body) as it deems necessary, under the conditions specified below.

5.2.11.1. About the communications received

Communications regarding compliance matters received from Partners or Business Associates, Customers, Prospects, Authorities and/or any institution or company external to Quanam, must be sent to the Compliance Officer, regardless of who their issuer has addressed them to. To this end, the following permanent measures will be adopted:

1. This provision will be communicated to the main Partners or Business Associates of Quanam in each territory, by means of correspondence, requesting them to address all communication related to compliance matters to the attention of Compliance – Quanam (in the case of postal correspondence) and to the corresponding e-mail address of those indicated in item "c" in the case of electronic correspondence:
 - a. The Management and the Secretariat of Quanam shall deliver to the Compliance Officer all postal correspondence received that is addressed to Compliance or that mentions compliance issues and/or review, audit or due diligence processes on transactions and processes involving business partners or any other external entity.
 - b. Any person from Quanam who receives an e-mail that in any way refers to compliance issues and/or a review, audit or due diligence process on transactions and processes involving business partners or any other external entity, must immediately contact the Compliance Officer forwarding said e-mail and all the information available to him on the matter.
 - c. Incoming e-mails to e-mail boxes:
 - compliance@quanam.com;
 - compliance.brasil@quanam.com;
 - compliance@quanam.com.mx and
 - compliance@quanam.cl

they will be automatically redirected by means of a parameterized rule to the e-mails in force of one or two persons from the Secretariat of the corresponding office (initially jfuster@quanam.com and

bgarella@quanam.com), to the person responsible for the Commercial and Compliance Administration of the corresponding office (initially sdeleon@quanam.com) and to the Acting Compliance Officer (initially jnordmann@quanam.com). Each Compliance Committee will communicate by Executive Resolution the people and their respective e-mails to be incorporated or modified in the automatic e-mail forwarding list.

- d. Any person from Quanam who receives postal correspondence not expressly and visibly addressed to Compliance, but whose content refers to compliance matters, reviews, audits or due diligence as verified upon reading it, must immediately inform the Compliance Officer by sending the correspondence in question to allow him to respond appropriately, in accordance with the provisions of this standard.
 - e. Upon receiving e-mails redirected to their mailboxes, the designated persons of the Secretariat and Commercial Administration and Compliance will make the due administrative follow-up and support to the Compliance Officer so that the communications received are answered in a timely manner.
2. The explanation of this standard and its procedure will be published on the Compliance pages of the corporate website www.quanam.com, directing the text to all possible interlocutors external to Quanam.
 3. The scope of this regulation will be disseminated internally on a regular and sustained basis, by the physical and electronic means available:
 - a. The Directors and/or Managers responsible for the Business Units will communicate this at the meetings of their respective Units.
 - b. The Commercial Director(s) and/or Manager(s) will communicate this to all members of the Commercial and Marketing Teams.
 - c. The content and scope of this standard will be published and kept updated on the corporate website and on the internal portal, in accordance with the wording coordinated by the Compliance Officer with the person(s) designated for this purpose by the Management Committee.

5.2.11.2. About the communications sent

All communications from Quanam addressed to any external institution or company that refer to compliance matters will be drafted and sent by the Acting Compliance Officer. It is expressly forbidden for any other person to make this type of communication, without prejudice to informing the areas involved of Quanam, especially operations and commercial.

In all cases, especially in those referring to reviews, audits, due diligence on transactions and processes involving business partners and/or any external entity and/or issues about potential breaches of any contractual condition with Partners, Business Partners or any external entity, the persons in the administrative, financial, legal, operational and/or commercial areas who have information on the case, they must promptly make it available to the Compliance Officer and support him so that he bases his communication on factual bases and relevant evidence.

The Compliance Officer may discuss his/her communications with Quanam's Management Body (Management Committee) and even with the Governing Body (*Board of Partners*), without prejudice to maintaining his/her functional independence, according to the generally accepted Compliance principles, set out in the Quanam Compliance Program.

The Compliance Officer shall be responsible for maintaining together with the Compliance Administration all documentation involved in communications received and sent on compliance matters, in corporate storage accessible by authorized interested parties, including in all cases, the participants of the Compliance Committee of each territory.

5.2.11.3. On the duty to cooperate

To fulfill their functions, the Compliance Officer and the other members of the Compliance Committee may require the collaboration of different people from all hierarchical levels and from all areas of Quanam.

In these situations, the requested persons shall promptly comply with the duty to cooperate in the investigation or other process conducted by the Compliance Officer, providing truthful and precise responses to requests for information and promptly delivering all the documentation they have on the subject analyzed, without omitting anything.

5.3. Communication and training

Investment in Communication and Training is important for Quanam's Compliance Program to be effective. The values and general guidelines on the main compliance policies adopted by Quanam, ratified and reinforced in the Code of Ethics and Professional Conduct, are accessible to all interested parties on the Quanam www.quanam.com website and are widely disseminated at all levels of our Organization. Officers, Officers, and even, in appropriate cases, Third Parties responsible for the implementation of policies, must be properly trained.

Quanam annually provides training sessions on updates to our Compliance Program and on specific topics, such as mandatory Codes of Ethics (in addition to our own) and/or good practices in relations with the Public Sector, presenting the specific conditions of the different countries in which we operate. Completing basic integrity, ethics and compliance training is mandatory for all our employees.

5.3.1. Communication

The Compliance Program, the Code of Ethics and Professional Conduct and the other documents dealing with integrity in business are available on the www.quanam.com website. Due to the nature of Quanam's work, the vast majority of our Officials have access to computers connected to the Internet, and consequently to the aforementioned documents. Without prejudice to the foregoing, all Quanam Directors, Managers and Supervisors have the obligation to confirm whether the Professionals under their supervision have access to and knowledge of the integrity and compliance documentation, offering the necessary means to those who need them to study these documents.

The documents are written in a way that is understandable to the entire public. The guidelines are conveyed clearly and precisely, without dubious messages. Additionally, given that there are Quanam federated companies in several countries, the fundamental documents are published in the local language (Spanish and Portuguese Language), and, in the case of the Compliance Program, each federated company may publish a National Addendum detailing the Laws, Decrees and other regulations contemplated for each country of operation.

Disclosure is made through e-mails from the Management and news on the corporate network, as well as including the subject in the schedule of the periodic work meetings coordinated by the Middle Managers, ensuring that the Officials are aware of the existence of the reporting channels, and of the policies for the protection of whistleblowers and that they are aware of the possibility of reporting

suspicious cases. To ensure that everyone is aware of the Code of Ethics and Integrity Policies, Quanam includes these matters in the Quanam Culture Induction sessions, which are mandatory for all Employees at some point during their first year of work, and all Employees who participate in this initial training are required to receive the welcome kit and to sign a document declaring that they are aware of Quanam's Integrity and Compliance policies. Quanam.

Each Officer or Third Party will receive at the time of hiring or signing their contract a welcome kit containing the documentation specified in the National Addendum corresponding to each Quanam federated company, and which in general will include the Contract (if applicable), the Confidentiality Agreement and applicable administrative procedures.

Finally, we also keep the contact channel open with any member of the Compliance Committee in office, to provide guidance and explanations of doubts related to different aspects of the Compliance Program. This communication channel can be used through free communication mechanisms via telephone or e-mail, easily accessible to everyone in the company and open to Third Parties and the general public, when applicable.

5.3.2. Training

The Training Plan on the content and practical aspects of the Integrity and Compliance guidelines and policies requires all Employees to participate in at least one training session, either during the Quanam Culture Induction Sessions for new Employees, or in a session specially created for Employees incorporated before the creation of the Compliance Program.

Given the nature of Quanam's activities and the Professional level of the vast majority of our Employees, self-training by reading the documents published on the website, as well as the eventual discussion of matters related to ethics and integrity with their Supervisors are fundamental pillars on which our Training Plan is based.

To be more effective, it is suggested that the trainings include practical situations, case studies and guidance on how to solve possible dilemmas. It is important to guarantee the periodicity of training, to train new Officials and keep already trained Officials updated.

The objective is that everyone at Quanam receives information on values and general guidelines of our Compliance Program, which will allow them to know how and when to apply our integrity rules and policies.

5.4. Reporting channels

A company with a well-structured Compliance Program must have channels that allow complaints to be received, thus increasing the chances of finding out about the existence of irregularities.

Consistent with our transparency policy, Quanam makes available widely accessible means so that anyone can report potential violations of our standards in terms of compliance, ethics and integrity. Both our Officers and the Third Parties and Business Partners that make up our ecosystem have access to computers and for that reason the simplest and most direct channel is to send an e-mail to the e-mail account of each Compliance Committee: integridad@quanam.cl, integridad@quanam.com.mx integridad.uruguay@quanam.com, integridade.brasil@quanam.com, which will be automatically redirected to the e-mail accounts of the Compliance Officer and the other two acting members of the corresponding Compliance Committee. It is important to note that this whistleblowing channel is also accessible to third parties and the external public.

To ensure the effectiveness of the whistleblowing channel, Quanam's mandatory rules guarantee the protection of the whistleblower in good faith, accepting, for example, to receive anonymous complaints from unidentified e-mail accounts and establishing the prohibition of any type of retaliation to whistleblowers. Our rules also include the application of confidentiality procedures, to protect those who, despite identifying themselves to the Compliance Committee, do not want to be publicly known.

Quanam's compliance with the rules of anonymity, confidentiality and prohibition of retaliation is an essential factor in gaining the trust of those who have something to report. In addition, Quanam assures whistleblowers the right to follow the evolution of the complaint, through contacts and communications with the persons designated for this purpose by the Compliance Committee, since transparency in the process confers greater credibility to the procedures.

5.5. Disciplinary measures

The provision for disciplinary measures in the event of a violation of the integrity rules is important to ensure the seriousness of the Programme, not being limited to a set of rules "on paper". The certainty of the implementation of the measures envisaged in the event of irregularities is very important for the credibility of the programme.

Quanam has defined and keeps updated in its Code of Ethics and Professional Conduct the written rules that specify what disciplinary measures are envisaged and the cases in which they are applied, as well as what procedures must be adopted and which area has the power to investigate the facts and determine responsibilities.

The punishments provided for are proportional to the type of violation and the level of responsibility of those involved, and there is also the possibility of adopting precautionary measures, such as the preventive removal of leaders and officials who could interfere with or influence the proper process of investigating the complaint.

These rules, as well as the Quanam Compliance Program as a whole, guarantee that no Leader or Officer will not suffer disciplinary sanctions for their position in the company. Quanam considers this essential to maintain the credibility of the Compliance Program and the commitment of the Officers. In this way, we convey written guarantees and the clear perception that the rules apply to everyone and that everyone is subject to disciplinary action in the event of non-compliance.

5.6. Remediation actions

The detection of indications of the occurrence of acts harmful to the public or private administration, national or foreign, will automatically lead Quanam to initiate an internal investigation, which will serve as a basis for the corresponding measures to be adopted. The rules established in the Code of Ethics and Professional Conduct deal with procedural aspects to be adopted in investigations, such as: deadlines, those responsible for the investigation of complaints, and identification of the instances or authorities to which the results of the investigations must be reported.

If an investigation confirms that a harmful act involving a federated company Quanam occurred, the relevant authorities will have the obligation to promptly adopt measures to ensure the immediate interruption of the irregularities, provide solutions and repair the effects caused. Our orientation in this area is to always try to improve the Compliance Program, in order to avoid the recurrence of problems

and the occurrence of new failures, applying disciplinary sanctions to those involved. Our unwavering adherence to the principles of transparency means that the adoption of these measures is disclosed to Officials and Third Parties, in order to publicly reinforce Quanam's non-tolerance of the practice of illicit acts.

Quanam also intends to use the data obtained in any internal investigations to foster effective cooperation with the Public Administration. Without prejudice to our spontaneous willingness to collaborate, we recall that in some countries the communication to the competent authorities about the occurrence of harmful acts, the delivery of information and the clarification of doubts can benefit the company in a possible administrative process of liability⁷.

It is desirable, therefore, that each Quanam federated company previously identify the bodies that have the competence to investigate and punish possible illicit acts in its territory of operation, in accordance with the sphere and power involved, and that the Compliance Program includes the provision, through the corresponding National Addendum, of the procedures to be followed to support the decision to cooperate with ongoing investigations in government agencies.

In serious cases, Quanam, through a reasoned decision of the Board of Partners at its own proposal or of the Compliance Committee, may provide for independent investigations, with the aim of guaranteeing the credibility and impartiality of the information obtained. The scope of the investigation must be appropriate to the possible extent of the irregularities. If one of the parties involved acts in other subsidiaries or areas of the federated company Quanam, it may be necessary to expand the scope to verify whether the illicit practices were replicated in other situations and/or territories.

⁷ In some countries, there are laws that allow for the reduction of penalties for companies that cooperate with the investigation of violations. Such is the case of **Law No. 12,846/2013 of Brazil**, which establishes that in the case of signing a "leniência" agreement, effective cooperation is a requirement, which translates into the identification of those involved in the infringement and the prompt delivery of information and documents that prove the crime under investigation.

6. Continuous monitoring

It is mandatory to permanently comply with this Monitoring Plan to verify the effective implementation of the Integrity Program and to enable the identification of points of failure that may require corrections and improvements. The Program's continuous monitoring, based on the principles of the Deming Cycle or PDCA (Plan, Do, Check, Act) also allows Quanam to respond quickly to any new risks that may arise.

The monitoring must be done by each Compliance Committee, which must write an Annual Report taking advantage of information and analysis from various sources, such as:

- Reports on Compliance Program routines or related investigations.
- Verified trends in Quanam's customer complaints.
- Information obtained from the whistleblowing channel.
- Reports from government, regulatory, or oversight agencies.

In addition to the analysis of existing information, the Compliance Committees may, for example, verify through interviews whether the Officers are aware of Quanam's values and policies, whether they follow the stipulated procedures and whether the trainings have produced the expected practical results.

If non-compliance with the rules or the existence of failures that are hindering the achievement of the expected results is identified, the Compliance Officer, with the support of the other members of the relevant Compliance Committee, must adopt measures to correct the problems found.

Regardless of the specific measures taken by the Compliance Officer and the Compliance Committees, the monitoring process may demand attention to some issues such as:

- Is the federated company Quanam adequately monitoring the application of policies related to its main risk areas?
- Are the Compliance Officer and the Compliance Committee conducting the monitoring process objectively, with independence and autonomy in relation to the monitored areas?

- Does the monitoring contemplate all the areas of the federated company Quanam involved in the implementation of the Compliance Program?
- Were the results of previous auditing processes, monitoring of the Compliance Program and other review mechanisms considered and corrected?
- How is the federated company Quanam responding to the issues identified during the monitoring process?
- Are action plans developed to correct the fragilities found?

7. Conclusions

The guidelines presented here constitute the Quanam Compliance Program, observing the specific characteristics of our federation of companies. At Quanam we understand that a Program whose measures are not customized according to the specificities of the company tends to be ineffective.

In an eventual process of holding a Quanam federated company accountable, the evaluation of our Compliance Program may be used both for the application of sanctions – as a factor to reduce the penalty – and for the conclusion of a cooperation agreement.

In this way, in an eventual administrative process of accountability, our Compliance Program would be an element of Quanam's defense; That is also why it is important to pay special attention to the documentation of all the actions implemented, in order to verify their effectiveness. It is also important that everyone in the company knows the rules on the matter, such as those specified in the relevant National Addendum.

Finally, it is undeniable that the punishments and requirements established in the Anti-Corruption Laws placed on the agenda important reflections on the role of companies in the fight against corruption. At Quanam we are convinced that, more than trying to avoid possible penalties, companies must perceive that investing in Integrity is good for their own business, regardless of any type of responsibility.

The market is increasingly valuing companies such as Quanam committed to Integrity and compliance, which have a competitive advantage over their competitors and differential criteria in obtaining investments, credits or financing. Thinking about an integral business environment makes it possible to evolve towards a market in which the ethical characteristics and social and environmental responsibility of companies become a differential in the corporate world.

Our Compliance Program must be understood as an organic structure, which will only work if there is harmony and connection between its pillars. Continuous monitoring, for example, may indicate the need for revision of some rules and instruments. The same is true in the case of changes in the company's risk scenarios. The commitment of the Management and the autonomy of the Corporate Compliance Officer and the Compliance Committees, responsible for the Program, on the other hand, are determining factors for the implementation of the established

rules and instruments, especially those related to the application of penalties and remediation of irregularities.