



COPERSUCAR'S CODE OF CONDUCT AND ETHICS FOR PARTNERS

Introduction

Ethics is understood as the set of values and principles that govern human behavior, it is the fundamental pillar of life in society and, as such, needs to be disseminated and reinforced in all aspects of personal and business relations.

Committed to the highest standards of conduct and governance and aware of its joint responsibility in relation to the production chain, Copersucar developed this Code of Conduct for Partners, looking to introduce the requirements that should guide the conduct of our suppliers, customers and other business partners in their relations with the Company.

The text is an evolution of Copersucar's Code of Conduct and Ethics for Suppliers, released in 2014, and is complementary to our own Code of Business Conduct and Ethics. In this revised version, we expanded its target audience beyond suppliers, to also include Copersucar's customers and other business partners.



More than total commitment to the legal precepts of the countries where we operate, Copersucar's Code of Conduct and Ethics for Partners also incorporates the defense of fundamental human rights and of the precepts of sustainable business development, seeking balanced economic, social and environment outcomes.

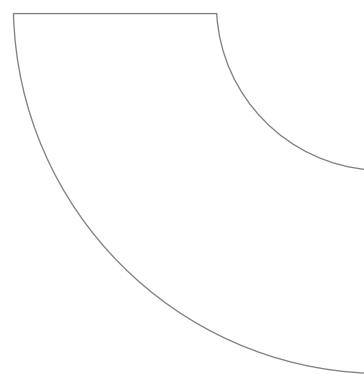


Last but not least, we believe that proper compliance with and respect for Copersucar's Code of Conduct and Ethics for Partners are essential requirements that allow us to achieve the expected results in a manner that is absolutely in line with our Purpose: To connect our fields to the world, providing renewable energy and natural food for the well-being of society."

João Roberto Teixeira

CEO

February 2020



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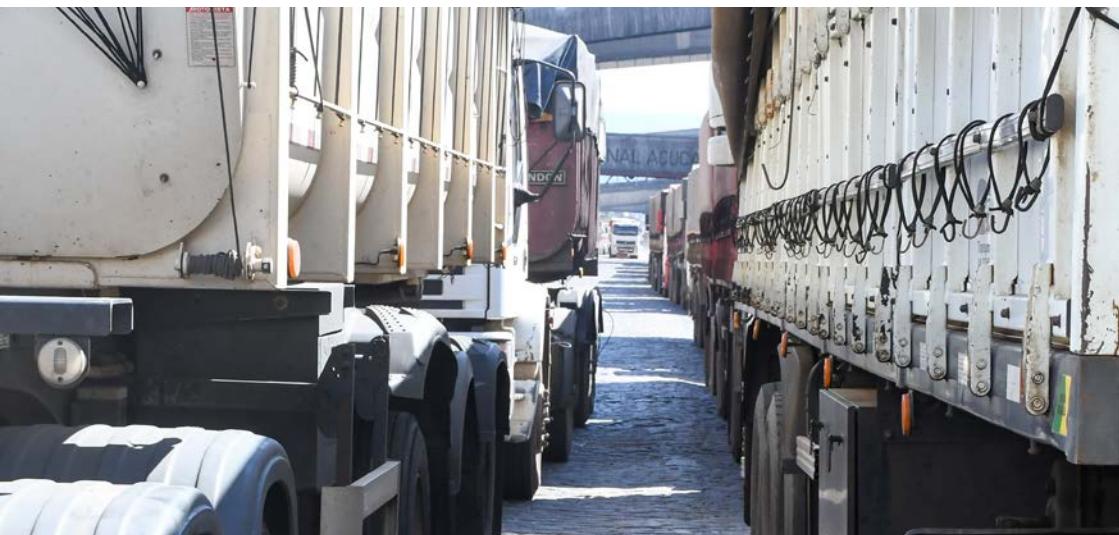




1. Scope of Copersucar's Code for Partners

This document is based on the Brazilian legislation and is intended for all Copersucar's "Partners", i.e., all Copersucar's suppliers, customers and business partners, who should know, disclose and ensure compliance with this Code of Conduct.

Copersucar recommends that its Partners replicate this Code to their employees, suppliers, partners and direct and indirect subcontractors, so that everyone can know and complies with the rules set forth herein, in order to ensure compliance with applicable laws and seek improvements in sustainability



practices across our Company's value chain and those of its business partners. Your adhesion and commitment to comply with this Code will be formalized through the signing of the "Terms of Adhesion to Copersucar's Code of Conduct and Ethics for Partners," which can be found on the final pages of this document. The Terms of Adhesion must be signed by the Partner's legal representative and, when applicable, and depending on the type of supply or services, by the employees who have a direct relationship with Copersucar's representatives.

The signing of the Terms of Adhesion does not exclude the obligation to sign other documents formalizing the contracting of goods, services and businesses, including the Contract and its attachments. Adhesion to the Code of Conduct may also be formalized by executing a contract with Copersucar or with another company that is part of the group, which expressly requires the partner to adhere to the Code.

1. Copersucar is also referred to in this Code as Company, with the same scope provided in the text above. Copersucar, its affiliated companies and subsidiaries are also referred to in this Code as the Copersucar Group.



2. Code Guidelines and Requirements

Copersucar conducts its business, wherever it operates, based on the legislation in force and on best market practices. For this reason, and expecting its Partners to follow the same standards, the Company created this Code of Conduct containing the standards and requirements expected by Copersucar.

2.1. Partner Integrity and Ethics

Copersucar expects its Partners, while conducting their business, to act with

ethics and integrity by complying with the legislation in force, and any illegal conduct associated with corruption, bribery, fraud, extortion, conflicts of interest and other conduct prohibited by law or regulations in their relations with representatives of the public and private sectors and third sector entities are prohibited and subject to the applicable legal measures.

Copersucar expressly prohibits acts that are deleterious to public administration, including offering of undue advantages, fraud or tampering with tenders, bids or contracts.



Partners must not offer, promise, authorize, give, request or accept gifts, loans or other benefits to or from any person, employee, subcontractor or customer of Copersucar, looking to obtain or maintain business and benefits, or to influence decision-making, as an incentive to commit an illegal act, or to obtain, maintain or direct business, or to protect any other undue advantage. Under these rules, undue payments include offers, promises, authorizations or payments to streamline administrative routines, government decisions or routine authorizations.



Likewise, Partners must not accept advantages or gifts from third parties in exchange for differentiated treatments or that give them advantages based on their relationship with Copersucar.

In limited cases, Partners may offer gifts of symbolic value that are distributed to their customers at corporate events or social gatherings, or offer gifts without commercial value that display the Partner's own brand or advertisement.

Partners who work in the international operations, activities related to the export of products, or who provide services to Copersucar outside the Brazilian territory, must comply with all national and international laws and regulations applicable to Copersucar's services, products and businesses and to those of its suppliers and customers. Copersucar's services, products and businesses at international level are subject to anti-corruption laws in force in the countries where Copersucar operates, including, but not limited to, the (i) US Foreign Corrupt Practices Act - FCPA; (ii) UK Bribery Act; Prevention of Bribery Ordinance - POBO and, (iii) Dutch Criminal Code (arts. 177, 177a, 328, 362 and 363). If necessary, Copersucar will assist by providing any guidance or clarifications regarding the application of such laws. Partners must guarantee the confidentiality of all Copersucar information to which they have access, and its disclosure to third parties without prior approval and its use for their own benefit or interest are prohibited.

2.2. Partner Environmental Management

Partners must always operate and act in a manner that respects the environment, ensuring compliance with the environmental legislation and regulations in effect, insofar as they are applicable to their activities and businesses, especially covering the aspects of:

- Licensing;
- Conservation of natural resources;
- Management of waste and hazardous products.

2.3. Partner Management of Labor Practices and Human Rights

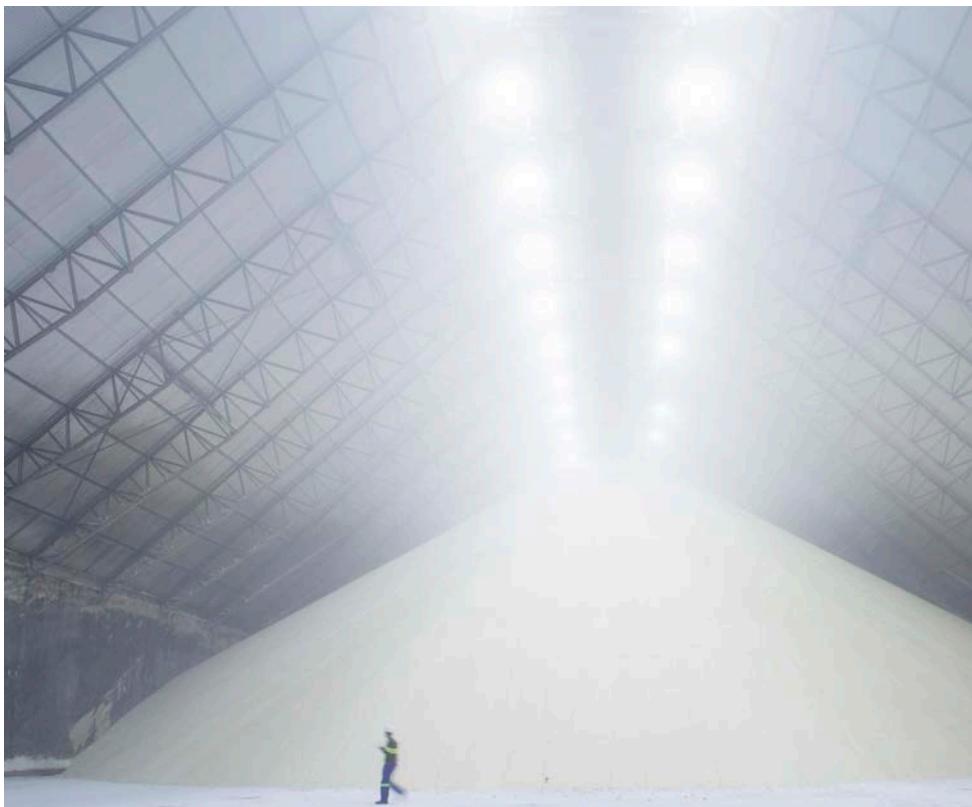
Partners must ensure respect for the fundamental rights of their workers, and the basic working conditions must be in accordance with: (i) the Brazilian labor laws applicable to their business; (ii) international agreements, treaties and conventions, such as the UN Universal Declaration of Human Rights, and (iii) the regulations issued by the International Labor Organization, covering:

2.3.1. Discrimination and disciplinary practices: ensure a work environment that respects diversity and treat people with respect and dignity. Partners must treat people with dignity and protect human rights, as set out in the United Nations Universal Declaration of Human Rights. Partners shall not tolerate any type of physical, moral, social and/

or sexual harassment, nor any type of threat, offense, corporal punishment, physical and/or psychological coercion, harassment and/or verbal abuse.

2.3.2. Work environment: promote the health and safety of their employees and visitors to their workplaces, complying with all applicable health and safety laws, providing a safe, healthy work environment and taking the necessary precautions to protect everyone from accidents at work and occupational diseases.

2.3.3. Personal information: protect personal privacy and comply with applicable privacy laws, and guarantee the security of Copersucar data against unauthorized access and against their use in disagreement with the policies set out by Copersucar.



2.3.4. Compensation, working hours and employment agreement: comply with all applicable laws and regulations on salaries and work hours. People should not be required to work more than the maximum weekly number of work hours established by local law, including overtime, except in extraordinary circumstances and with the person's consent.

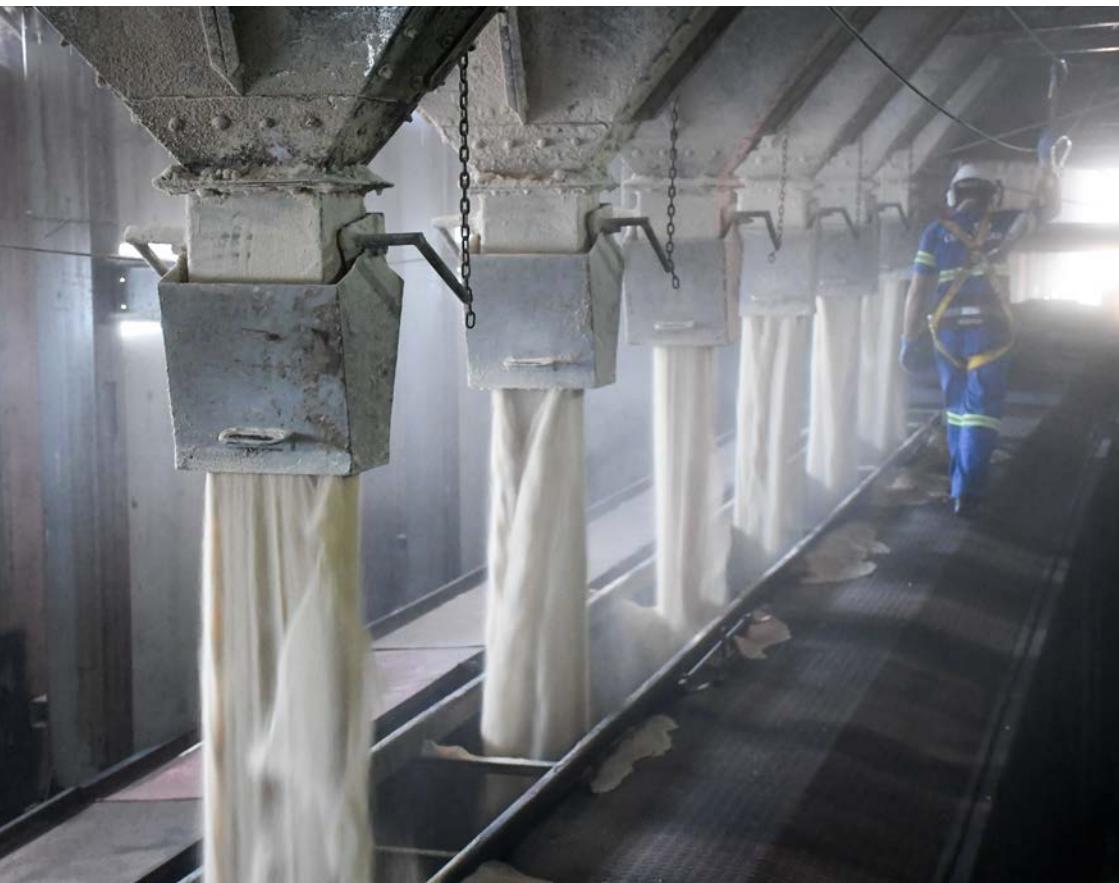
Employees must not be paid less the minimum wage and must receive all benefits required by applicable laws and regulations. Employees must be paid for overtime, at a rate set out by applicable laws and regulations. Partners must ensure that workers have their Work and Social Security documents duly signed, pursuant to the activities they perform.



2.3.5. Freedom of collective association: allow workers freedom of association and collective bargaining and respect their right to freely join workers' organizations of their choice, and enter into collective bargaining agreements, as permitted by law.

2.3.6. Forced labor: not use forced, bonded, compulsory or involuntary labor.

2.3.7. Child labor: not use child labor. Many countries define a minimum age for employment or work. Copersucar's Partners must understand and respect these requirements.

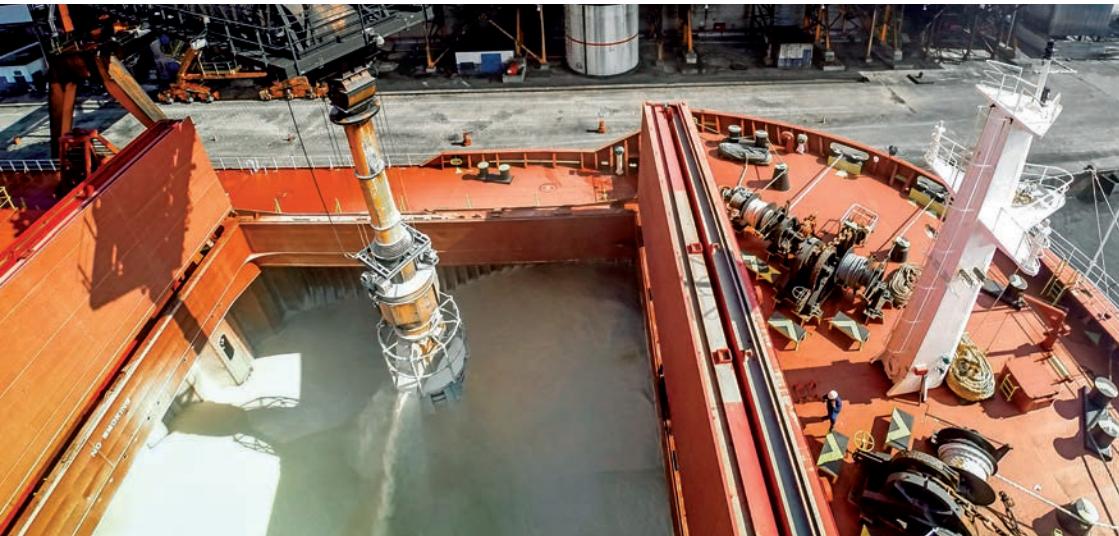




3. Compliance with the Code Guidelines

Full compliance with legislation and normative provisions applicable to their services and products is a fundamental condition for Partners to maintain a relationship with Copersucar.

Copersucar expects its Partners to comply with and provide evidence of compliance with the standards set out in this Code of Conduct and Ethics. Whenever requested, Partners will answer self-assessment questionnaires and will be audited by own employees or third-party employees appointed by Copersucar, through whom additional evidence and action plans may be requested, looking



to avoid new occurrences and to promote compliance with the guidelines and standards of this Code of Conduct and Ethics. Nevertheless, if it is found that the requirements described herein are not met, this may result in Copersucar's decision to terminate the business relationship with such Partner. In addition, in the event of violation of the applicable laws, regulations and legal provisions, whether intentionally or repeatedly, especially those associated with human rights, occupational health, safety and the environment, and should acts against public administration be



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found, as provided for in Law 12,846, such practices may entail, in addition to the immediate termination of the business relationship, the escalation of the matter to the relevant authorities.

Partners undertake to notify Copersucar immediately if any legal non-compliance is identified involving: failure to comply with the basic rights of Copersucar workers and subcontractors; failure to comply with anti-corruption laws and/or any occurrence that may result in environmental impacts, practiced by any Copersucar representative.

For certain activities developed by the Partners and given their criticality to the business, specific guidelines may be created in the form of annexes to this Code of Conduct and Ethics.

This Code may be revised at any time,

and Copersucar shall be responsible for disclosing any changes to its Partners. For questions, suggestions for improvement, reporting of specific incidents and/or complaints associated with this Code of Conduct and Ethics, please contact Copersucar via email: canaleticocopersucar@tmf-group.com, or toll-free number 0800 702 2312, or through www.copersucar.com.br/etica. Access to the Ethics Channel can be either identified or anonymous. Copersucar encourages consultations to be made in an identified manner to allow a more targeted service, in addition to the possibility of providing feedback throughout the process. Copersucar will guarantee the confidentiality of the identity of any person who uses the Ethics Channel to report any incident or for whistleblowing.



Terms of Adhesion to Copersucar's Code of Conduct and Ethics for Partners

I declare that I have received and read a copy of Copersucar's Code of Conduct and Ethics for Partners, containing the rules and requirements expected by Copersucar. Thus, I confirm that:

- I understand the importance of the content of this Code to guide negotiations and guarantee the quality of the relations with Copersucar.
- I am aware of all information contained in this Code and of my obligation to disclose it to our workers and subcontractors who are related or work with Copersucar, ensuring that everyone is aware and able to comply with the Code.
- Our company is capable of carrying out the activities agreed upon with Copersucar and is obliged to adhere to and fully comply with the rules set out in this Code of Conduct.

PARTNER DATA

COMPANY CORPORATE NAME

CNPJ (CORPORATE TAX ID)

ADDRESS

NAME AND POSITION OF THE PARTNER'S LEGAL REPRESENTATIVE (*)

CPF (TAX ID) OF LEGAL REPRESENTATIVE

EMAIL OF LEGAL REPRESENTATIVE

SIGNATURE, PLACE AND DATE

(*) Person assigned by the company to act and respond on its behalf, either through a Legal Proxy or Bylaws, representing it in negotiations across the business relationship with Copersucar, regardless of having direct contact with the negotiation processes and activities.

PARTNER EMPLOYEES WHO HAVE DIRECT CONTACT WITH
COPERSUCAR

NAME AND POSITION

CPF (TAX ID)

SIGNATURE, PLACE AND DATE

NAME AND POSITION

CPF (TAX ID)

SIGNATURE, PLACE AND DATE

NAME AND POSITION

CPF (TAX ID)

SIGNATURE, PLACE AND DATE

NAME AND POSITION

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SIGNATURE, PLACE AND DATE



ETHICS CHANNEL ON THE INTERNET: www.copersucar.com.br/etica
ETHICS CHANNEL BY EMAIL: canaleticocopersucar@tmf-group.com