

# **MANAGEMENT OF WHISTLEBLOWING CHANNEL POLICY**

**PI-COR-CPL-008 - REVIEW 03. DATE: 02/22/2024**



## 1 OBJECTIVE

Establish the process for handling reports and Complaints related to alleged violations of the Iguá Group's Code of Conduct, Policies and Procedures, received through the Whistleblowing Channel.

## 2 REFERENCES

- CD-COR-CPL-001 - Iguá Code of Conduct
- NBR ISO 37301 - Compliance management system - requirements
- NBR ISO 37001 - Anti-bribery management system - requirements
- Rules of procedure of the Ethics Committee
- Law no. 12.846, of August 1, 2013 (Anti-Corruption Law)
- PI-COR-CPL-006 - Disciplinary Measures Policy

## 3 INVOLVED AREAS

It applies to all Collaborators and Third Parties working for the companies of the Iguá Group.

## 4 TERMS AND DEFINITIONS

Whenever mentioned in this Policy, the terms below have the following meanings:

- **Audit Committee:** a statutory body with consultative and advisory functions to the Board of Directors.
- **Ethics Committee:** an independent committee made up of the Company's Collaborators, responsible for dealing with questions of ethical deviation, especially with regard to reports received via the Whistleblowing Channel, and responsible for taking decisions on the situations investigated.
- **Collaborator(s):** All persons who are part of Iguá's corporate group, such as employees, trainees, shareholders, administrators, directors and advisors.
- **Third Party(ies):** Any natural or legal person who is not part of Iguá's corporate group - therefore, who is not a collaborator as defined above - but who is hired to assist in the performance of its activities, such as partners, consortium members, representatives, subcontractors, suppliers, consultants, service providers in general, among others.
- **Channel Operator:** Third-party company contracted to receive reports and complaints on the Whistleblowing Channel.
- **Report or Complaint:** To make a Complaint/Report is to communicate a suspicion or evidence of wrongdoing about a fact related to conduct that is not in compliance with the law, Iguá's Code of Ethics and Conduct and other policies.

- **Accused Party:** Anyone named as the target of the Complaint.
- **Whistleblower:** Anyone who makes a Complaint.
- **Senior Management:** the person or group of people who directs and controls Iguá at the highest level. It consists of those who have the power to delegate authorities and provide resources in the Iguá. It refers to the highest level of executive management.
- **Governing Body(ies):** person or group of people who have ultimate responsibility and authority for the activities, governance and policies of Iguá, and to whom Senior Management reports and is held accountable.
- **Top Management:** Includes the terms Governing Bodies and Senior Management.

## 5 DUTIES AND RESPONSIBILITIES

### 5.1 ALL COLLABORATORS

- 5.1.1 Report to the Whistleblowing Channel whenever there is knowledge or suspicion of a potential illegal act or non-compliance with Iguá's internal Policies and Procedures.

### 5.2 BUSINESS INTELLIGENCE - COORD. OF INTERNAL CLEARANCE

- 5.2.1 Manage the Whistleblowing Channel.
- 5.2.2 Proceed with the necessary handling of Complaints and Reports received through the Whistleblowing Channel.
- 5.2.3 Request support from other areas of the company whenever necessary to complete the analysis.
- 5.2.4 Report to the Ethics Committee any complaints that require a decision on the application of disciplinary measures, and if there is a conflict within the body, to the Audit Committee.

### 5.3 ETHICS COMMITTEE

- 5.3.1 Deliberate on the application of Disciplinary Measures in Complaints related to alleged violations of the Code of Conduct, Policies and Procedures of the Iguá Group, concluded as well-founded by the responsible area and which fall within the competence of the Committee;
- 5.3.2 Refrain from deliberating on Complaints involving one of its members. In this scenario, the Audit Committee will be responsible;
- 5.3.3 Decide on the communication of the fact to the competent authorities together with the Audit Committee and the Board of Directors.

### 5.4 PEOPLE MANAGEMENT

- 5.4.1 Support the Ethics Committee and the Audit, Risks and Compliance Board in the application of Disciplinary Measures to Iguá Collaborators, in cases where the investigation concludes that the Complaint is well-founded.

## **5.5 OPERATIONS BOARD**

- 5.5.1 Support the Audit, Risks and Compliance Board in dealing with and answering complaints from clients and the community that come in through the Whistleblowing Channel.

## **5.6 AUDIT, RISK AND COMPLIANCE BOARD**

- 5.6.1 Support the Corporate Intelligence Area and the Internal Investigations Coordinator in investigating and resolving the reports that reach the Whistleblowing Channel.
- 5.6.2 Organize an agenda with the Ethics Committee or Audit Committee to advise on and, where appropriate, seek resolutions to Complaints/Reports received through the Whistleblowing Channel.

# **6 DESCRIPTION AND CHARACTERIZATION OF ACTIVITIES (MANAGEMENT OF THE WHISTLEBLOWING CHANNEL)**

## **6.1 CONTACT CHANNELS**

- 6.1.1 The Whistleblowing Channel can be accessed via the contact methods listed below:

- **Website: [www.canaldedenuncia.com.br/igua](http://www.canaldedenuncia.com.br/igua)**

Complaint via the website is available to everyone 24 (twenty-four) hours a day, 7 (seven) days a week.

- **Telephone: 0800 721 0784**

Telephone reporting is available from Monday to Friday, on working days, from 06:00 to 18:00.

## **6.2 GENERAL GUIDELINES**

- 6.2.1 The Whistleblowing Channel is the most important source of information for identifying situations with signs of illegality of any kind related to Iguá's activities, as well as ethical deviations in relation to national and international laws, and Iguá's internal Policies and Procedures.
- 6.2.2 The Whistleblowing Channel and all the processes related to it must be effective in order to contribute to achieving ethics and integrity. In this way, the channel is available to all

Collaborators, clients and Third Parties, so that they can access it whenever they suspect or know of anything contrary to Iguá's ethical guidelines.

6.2.3 Use of the Whistleblowing Channel must be based on the principle of good faith, i.e. Iguá does not tolerate the use of the channel to report facts that are not true or for retaliation of any kind.

6.2.4 Complaints will not be accepted if they are deliberately intended to cause harm to others, if they result in any kind of inappropriate intervention or refusal to cooperate with investigators, or even false testimony. In such cases, those involved will be subject to possible disciplinary or legal action.

## **6.3 WHISTLEBLOWING CHANNEL GUARANTEES**

### **6.3.1 Anonymity**

6.3.1.1 The whistleblower is guaranteed the right to remain anonymous.

6.3.1.2 The Whistleblowing Channel makes this right explicit when opening the case. On the other hand, there are situations in which the person wants or needs to say their name. Even under these conditions, Iguá undertakes to keep the identity of the source confidential.

### **6.3.2 Confidentiality**

6.3.2.1 The handling of complaints that reach the Whistleblowing Channel is governed by the utmost confidentiality, even if the author wishes to identify himself. Only the people who definitely need to know the information will receive it.

6.3.2.2 Information is received on a case-by-case basis, but as a general rule, the following people and functions will have knowledge of the content of the Complaint:

- **Channel Operator:** The Channel Operator's internal attendant will have access to Complaints when they are made by telephone, and in cases of prior screening for Complaints made via the website.
- **Corporate Intelligence Area and Internal Investigation Coordinator:** The Business Intelligence Area and the Internal Investigation Coordinator will have access to the Complaints made and will carry out the necessary investigations, except in the case of Complaints against any of the Collaborators in the area;
- **Ethics Committee:** The members of the Ethics Committee will have access to the content of Complaints and responsibility for handling them, when they are responsible for handling them;
- **Board of Directors:** In cases of Complaints against members of the Audit Committee, CEO, and Complaints considered manifestly serious to Iguá, either because of the

potential/concrete financial and/or reputational damage that the facts involved in the Complaint may cause it, the reports will be forwarded to the Board of Directors. In the case of Complaints against members of the Board of Directors, the independent members of the Board will receive them.

- **Chairman/President:** The President will have access to the content of Complaints and responsibility for handling Complaints filed against the Director of Audit, Risks and Compliance, Managers belonging to the Audit, Risks and Compliance Board and Members of the Ethics Committee.
- **Collaborators:** Reports will be disclosed to Collaborators who need to know the information for investigative purposes, who must maintain the confidentiality of all content received about the manifestation, without the author of the Report (if he has chosen to identify himself) and the investigated person(s) being exposed.

### 6.3.3 No Retaliation

6.3.3.1 Iguá does not accept or tolerate acts of retaliation against any Collaborator or Third Party who makes a Complaint, as well as those who contribute information or participate in an internal investigation to investigate a Complaint.

## 6.4 WHISTLEBLOWING CHANNEL PROCESS

6.4.1 The following topics describe the main processes related to the use, promotion and management of the Whistleblowing Channel.

### 6.4.2 Making Reports/Complaints

6.4.2.1 In the event that a Collaborator or Third Party believes that there has been a breach by another party of the current legal system, internal rules or policies of Iguá, they must send a Report/Complaints to the communication channels mentioned in item 6.1.

6.4.2.2 When registering a Complaint through the channels described in item 6.1 of this policy, the whistleblower will receive a protocol number that will enable them to monitor the status of the Complaint. As soon as they receive Iguá's reply, if they deem it necessary, the whistleblower can access the Whistleblowing Channel and send a new message regarding the same report. This process guarantees secure and anonymous communication between Iguá and the Whistleblower.

6.4.2.3 When Complaints are received without the necessary details for a proper investigation, the person responsible for investigating the Report will ask the Whistleblower for additional information, which will be returned within 7 (seven) working days. If you remain inactive, the Complaint will be closed for insufficient information. In addition, the person responsible for processing the reports may wait for a response from the Whistleblower, for a longer

period than that informed, when they believe that the content of the report contains information of relevant interest to the company.

6.4.2.4 Complaints lacking essential information for the investigation will be closed without processing. In any case, the following communications will not be accepted:

- Communications that do not refer to facts that may constitute a legal infringement or an infringement of Iguá's internal rules;
- Reports that do not refer to the scope of the Whistleblowing Channel;
- When there is insufficient information about the facts under investigation or there are obvious inconsistencies or inaccuracies;
- Communications that are manifestly unfounded or untrue.

6.4.2.5 Complaints closed without treatment must be reported by the person responsible for the investigation to the Audit, Risks and Compliance Board so that it can assess the correct closure of the report. The Executive Board may request the opening of new investigative scopes for a Complaint classified as closed by the Corporate Intelligence Area and Internal Investigation Coordination.

#### 6.4.3 **General requirements for the Report/Complaint**

6.4.3.1 The record of a Complaint shall be prepared with as much information as possible about the fact being reported, so that it can be sorted by the investigating officer.

6.4.3.2 As a rule, Complaints shall contain: **(i)** a detailed description of the report; **(ii)** the name, surname and detailed description of those involved; **(iii)** a witness to the event; **(iv)** the dates on which the situation happened, is happening or will happen **(v)** the place where the event is taking place, has taken place or will take place, and the time if it is during a specific period; **(vi)** the motive or cause, if you know it; **(vii)** whether there is any evidence and where it can be found.

#### 6.4.4 **Reports/Complaints via telephone**

6.4.4.1 The professional who receives the phone call is trained to make the conversation as effective as possible. This aims to obtain information that is true to reality and comprehensive enough to enable focused and effective investigative action.

6.4.4.2 It is common for the demonstrator to be nervous or stressed when making a call of this nature. With this in mind, the Whistleblower Channel's agents and operators are duly qualified and trained so that they are able to conduct the conversation in a friendly, calm and professional manner, seeking to give the complainant the necessary confidence and

comfort, so that their statement is, in fact, clear and contains all the important topics for the investigation to begin.

6.4.4.3 It is also essential that the Whistleblower expresses all their knowledge about the situation, because the more details, the greater the chance of clarifying the case and the faster the investigative process will be.

#### 6.4.5 **Flows of receipts and processing of the Report/Complaint**

6.4.5.1 All reports from the Iguá Group's Whistleblowing Channel are screened by the Whistleblowing Channel Operator and dealt with by the Fraud Investigation Coordination following the general flow shown in FL-COR-IEM-001 - Flowchart for Handling Whistleblowing Channel Reports.

6.4.5.2 Complaints involving Governing Bodies, Top Management and those responsible for investigating complaints will follow a special treatment flow and should be directed to the people listed below:

<b>Accused Party</b>	<b>Forward to</b>
Members of the Board of Directors	Independent members of the Board of Directors and the Audit Committee
Members of the Audit Committee	BOARD OF DIRECTORS
President/Chairman	Independent members of the Audit Committee
Directors of the Holding Company	ETHICS COMMITTEE
Directors	ETHICS COMMITTEE
Director of Audit, Risks and Compliance	Audit Committee and Chairman/President
Managers belonging to the Audit, Risk and Compliance Board	Audit Committee and Chairman/President
Members of the Ethics Committee	Audit Committee and Chairman/President
Collaborators belonging to the area responsible for processing reports (Investigation Coordination)	Director of Audit, Risks and Compliance

6.4.5.3 Upon confirming the veracity of the reported irregularity, the person responsible for resolving the complaint will decide on actions for its interruption and correction, as well as



the application of disciplinary measures in accordance with the rules established in PI-COR-CPL-006 - Policy for Disciplinary Measures.

- 6.4.5.4 The areas that are called upon to assist in dealing with Reports and Complaints must respond within the stipulated timeframe and with the levels of confidentiality required for this type of activity.
- 6.4.5.5 Collaborators, members of Senior Management and/or Governing Bodies who are suspected of being involved in acts of corruption, fraud against the Public Administration or other serious infractions, may be removed as a precaution until the investigation process is concluded.
- 6.4.5.6 In the case of Complaints that must be investigated by Committees or Governing Bodies, the latter must delegate investigative responsibility to an internal or external team that is independent and does not conflict with the decision-making interests of the Committee or Board in question.
- 6.4.5.7 In any deliberation on the resolution of complaints by the Ethics Committee, Audit Committee or Board of Directors, if there is a conflicted member, it is recommended that they abstain from deliberating on the matter in question or influencing the decision. If he/she does not abstain spontaneously, it is recommended that he/she be urged to do so by the respective body. If the individual does not disclose their potential Conflict of Interest, it is recommended that any other member of the body who is aware of the fact should do so. It is recommended that the chairman of the body should order the conflicted individual to refrain from taking part in the deliberation or influencing the decision.
- 6.4.5.8 In order to guarantee the isonomy and impartiality of the investigative process, those responsible for the investigation cannot be the ones responsible for resolving the reports, except when the investigative responsibility has been delegated to an independent internal or external team.
- 6.4.5.9 The Audit, Risks and Compliance Board and those responsible for investigating the Complaint must have free access to documentation, data, systems, information and people to collect the information necessary for the investigation and treatment of Complaints.
- 6.4.5.10 In cases of investigations involving breaches of national and international anti-corruption legislation, the persons responsible for handling the Complaint, as indicated in item 6.4.5.2, must hire a law firm to be legally responsible for investigating the facts.
- 6.4.5.11 When it comes to any report that implies legal obligations to communicate to the Public Administration, the Ethics Committee and the Audit Committee will decide on the process of reporting to the competent authority, in a full and transparent manner.
- 6.4.5.12 The person originally responsible for the internal investigation must declare him/herself suspect for handling the complaint when: (i) he/she is a close friend or enemy of the

Accused Party or Whistleblower; (ii) he/she believes that his/her judgment of reasonableness is prejudiced due to the position held by the Whistleblower or Accused Party. In such scenarios, they must refrain from participating in the investigative process and any related issues, and other collaborators in the area will be called upon to resolve the report.

#### **6.4.6 Reply to the Whistleblower**

6.4.6.1 The person responsible for investigating the Whistleblower's Complaint will record the feedback given to all Whistleblowers, always in a succinct, simple manner and showing the stage of the process and, at the end, its conclusion, without, however, revealing names, confidential information or the outcome of the Complaint.

#### **6.4.7 Deadlines**

6.4.7.1 The initial analysis of Complaints by those responsible will take place within the timeframe defined in the Internal Investigation Procedure.

6.4.7.2 The average period for completing the investigations, deliberating the case and final return to the Complainant will be that defined in the Internal Investigation Procedure, and may be extended whenever necessary, depending on the degree of complexity involved, considering that each Complaint has its own particularities and can involve a series of different elements and analyses.

### **6.5 DOCUMENT RETENTION**

6.5.1 The Audit, Risks and Compliance Board will keep a record of all the reports processed by the company (receipt, investigation, deliberation and resolution of complaints).

6.5.2 The storage time of the records indicated in item 6.5.1 will follow the maximum legal retention period of the document, or concurrently with the legal limitation period for the application of sanctions by the Public Administration for the conduct found by the company, under the terms of PI-COR-JUR-005 - Document Retention Policy.

### **6.6 DECISIONS, RESIGNATIONS AND QUESTIONS**

6.6.1 The Audit, Risks and Compliance Board, with the approval and support of the Ethics Committee and the Audit Committee (Governing Body), has the authority to make decisions, adopt measures, give instructions and guidance, as appropriate to the implementation and application of this Policy, in addition to managing, monitoring or resolving declared or notified conflicts. This authority shall be exercised after considering all relevant facts and,

whenever possible, after discussing the matter with the Ethics Committee or the Audit Committee.

6.6.2 The waiver of any guideline of this policy, or its suspension, will only be approved by the Ethics Committee and the Audit, Risks and Compliance Board of the Iguá Group.

## **7 FORMS/TEMPLATES**

- FL-COR-IEM-001 - Flowchart for Handling Reports from the Whistleblowing Channel.

## **8 ANNEXES**

Not applicable.