

**ANTITRUST POLICY**  
**PI-COR-CPL-016 – REVIEW 03. DATE: 02/22/2024**



## 1 OBJECTIVE

Establish the guidelines that must be followed to comply with the Antitrust Law (12.529/11) and free competition.

## 2 REFERENCES

- CD-COR-CPL-001 - Iguá Saneamento Code of Conduct
- Antitrust Law No. 12.529/11
- NBR ISO 37301 - Compliance management system - requirements
- NBR ISO 37001 - Anti-bribery management system - requirements

## 3 INVOLVED AREAS

This policy applies to all Collaborators, including members of the Board of Directors, Administrators of subsidiaries and affiliates under the governance of the Iguá Group and Third Parties who relate to or act on behalf of the Iguá Group.

## 4 TERMS AND DEFINITIONS

- **Iguá Group:** All companies controlled by and affiliated to Iguá Saneamento.
- **Public Administration:** The term covers both national and foreign public administrations.
- **National Public Administration:** Any body or entity belonging to the direct (Union, States, Municipalities and Districts) or indirect (autarchies, public foundations, public companies, open-stock private-public company, regulatory agencies, etc.) of any of the Executive, Legislative and Judicial Branches and any sphere of the federation, as well as a company incorporated into the public patrimony or an entity for whose creation or costing the exchequer has contributed or contributes more than fifty percent of the patrimony or annual revenue.
- **Foreign Public Administration:** State bodies and entities or diplomatic representations of a foreign country, at any level or sphere of government, as well as legal entities controlled, directly or indirectly, by the public authorities of a foreign country.
- **Public Agent(s):** The term covers the natural and/or legal person who exercises a public position, employment or function, on a temporary basis or without remuneration, for the Public Administration, direct and indirect, of any of the Powers of the Union, States, Federal District and Municipalities or Foreign Public Administration. It also includes political party leaders, officials and related persons acting on behalf of the political party or candidate for public office. Iguá Collaborators shall always consult the Compliance Officer when in doubt as to whether or not an individual is a Public Agent.

- **Audit Committee:** a statutory body with consultative and advisory functions to the Board of Directors, whose responsibilities include supervising the Internal Audit function.
- **Ethics Committee:** an independent committee made up of the Company's employees, responsible for dealing with questions of ethical deviation, especially with regard to reports received via the Whistleblowing Channel, and making decisions on the situations investigated.
- **Bidding:** is the means used by the Public Administration to contract services or purchase products from a private company.
- **Competitively Sensitive Information:** non-public information and data, recent and not sufficiently aggregated, related to the company's business and commercial and competitive strategies, which may facilitate coordination with competitors or enable relevant competitive advantages if accessed by a rival, such as prices, costs, suppliers, capacity, business and investment plans, among others, without prejudice to the possibility of exchanging information within the scope of legitimate business, taking care to desensitize sensitive information from a competitive point of view.
- **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.

## 5 DUTIES AND RESPONSIBILITIES

### 5.1 ALL COLLABORATORS

- 5.1.1 Comply with and disseminate the guidelines set out in this Policy.
- 5.1.2 Formalize or request the formalization of their position if they participate in meetings where matters are discussed that are not in accordance with the guidelines of this Policy and the conduct practiced by the Iguá Group.
- 5.1.3 Report any act that does not comply with the provisions of this document to the Whistleblowing Channel.

### 5.2 COMPLIANCE AREA

- 5.2.1 Guide and train Iguá Group Collaborators on the guidelines and conduct established in this Policy and in the company's Code of Conduct.

- 5.2.2 Protect the reputation of the Iguá Group and its subsidiaries and/or affiliates, maintaining the trust of stakeholders, customers, Third Parties, Collaborators and society in general.
- 5.2.3 Ensure full access to any information, instigating or following up investigations when deemed necessary.
- 5.2.4 Investigate complaints received of non-compliance with this Policy and present the results of the investigations to the Ethics Committee and the Audit Committee.
- 5.2.5 Review this policy and propose any changes to the CEO and Audit Committee in order to keep it up to date.
- 5.2.6 Clarify any doubts regarding the interpretation of this Policy or any situation related to the subject.

### **5.3 PRESIDENT/CHAIRMAN**

- 5.3.1 Approve this policy and propose changes to keep it up to date.

### **5.4 AUDIT COMMITTEE**

- 5.4.1 Approve this policy and propose any changes to the Board of Directors in order to keep it up to date.

### **5.5 BOARD OF DIRECTORS**

- 5.5.1 Comply with and enforce the application of the guidelines described in this Policy by the Executive Board of the Iguá Group.
- 5.5.2 Approve this policy and propose changes to keep it up to date.

## **6 DESCRIPTION AND CHARACTERIZATION OF ACTIVITIES (ANTITRUST)**

### **6.1 GENERAL GUIDELINES**

- 6.1.1 The main objective of the antitrust law (No. 12.529/12) is to preserve an open and competitive economy, contributing to the free growth of companies, the well-being of stakeholders and the solidification of the country's economy.
- 6.1.2 The fundamental principle of the law defines that there can be no agreements that restrict the participation or freedom of companies to act and make independent decisions in matters that impact them.

- 6.1.3 Companies must act completely independently to set prices, establish production levels, develop sales, create marketing strategies, choose markets and select customers and suppliers.
- 6.1.4 Failure to comply with antitrust laws establishes severe penalties for individuals and companies, as well as actions that can be brought by entities victimized by such violations. Therefore, the aspects defined in this policy must be fully observed and complied with by all Collaborators and Third Parties acting within the scope of the Iguá Group's business.
- 6.1.5 Questions about antitrust law and exchanges of information with competitors should be clarified in advance with the Compliance or Legal area.

## 6.2 **RELATIONSHIP WITH COMPETITORS**

- 6.2.1 The following conducts are strictly forbidden because they constitute violations of antitrust law, the economic order and free competition:
- Limiting, distorting or harming free competition or free enterprise;
  - Illegally obtaining price information from other competitors;
  - Agreeing, combining, manipulating or adjusting with a competitor, in any way, the prices of goods or services offered individually, the production or marketing of a restricted or limited quantity of goods or the provision of a restricted or limited number, volume or frequency of services, or the division of parts or segments of an actual or potential market for goods or services, by, among other things, distributing customers, suppliers, regions or periods, as well as agreeing, combining, manipulating or adjusting prices, conditions, advantages or abstention in public tenders with a competitor;
  - Promoting, obtaining or influencing the adoption of uniform or concentrated commercial conduct among competitors;
  - Dividing markets, product types, sales, territories or customers;
  - Defining or signaling any kind of agreement on the submission of bids in public tenders;
  - Selecting, classifying, terminating or rejecting specific suppliers and customers or classes of suppliers and customers;
  - Eliminating competitors or controlling prices in a given market;
  - Making the sale of a good conditional on the acquisition of another good or the use of a service, or making the provision of a service conditional on the use of another good or the acquisition of a good.

6.2.2 To avoid such conduct, Collaborators and Third Parties acting on behalf of the Iguá Group must take the following precautions, among others:

- If the conversation/meeting (face-to-face or not) in which the Collaborators and/or Third Party participates with competitors moves towards topics related to Competitively Sensitive Information, the Collaborators and/or Third Party must refuse to deal with the topic and, if the interlocutor insists on the subject, they must immediately terminate the contact and, if possible, request that the reason for their departure be recorded in the minutes;
- No Competitively Sensitive Information should be sought from other competitors;
- Sign non-disclosure agreements when negotiating with competitors, delimiting the object of the negotiation and, where applicable, rules of conduct in order to avoid violations of Antitrust Law.

6.2.3 Furthermore, when a bidding process takes place in which Iguá Group is participating, the following conducts are also prohibited:

- Defining or signaling any type of agreement with a competitor on the presentation or suppression of proposals in public tenders or bids, with the exception of the possibility of consortium, when so provided for in the law and in the public notice, motivated by legitimate and competitive reasons.
- Discussing in advance or exchanging specific information with a competitor about a particular tender, such as proposals, price levels, commercial strategies, etc;
- Disclosing Comgás' possible participation in a tender/bidding to a competitor;
- Submitting "protective" bids, in which bidders agree to submit symbolic bids to make them unacceptable;
- Rotation between bidders to induce the choice of the highest bidder in a tender;
- Agreeing not to participate in the bidding or withdraw bids in order to ensure that another bidder's bid is accepted;
- Agreeing to subcontract a competitor under the condition that they will refrain from entering the tender or that they will submit a "protective" bid.

### **6.3 CORPORATE OPERATIONS**

6.3.1 In corporate transactions, such as mergers, acquisitions, incorporations, joint ventures, among others, it is forbidden to provide, receive or exchange Competitively Sensitive Information with administrators, collaborators or persons acting on behalf of the company involved, prior to final approval by CADE. With the exception of information needed to analyze the viability of the

business, this will always be supported by a contractual instrument that guarantees the confidentiality and non-disclosure of the information.

6.3.2 In transactions subject to approval by CADE, Collaborators and Third Parties must not, prior to a final and unappealable decision by the antitrust authority:

- Sharing Competitively Sensitive Information with the other party, especially if it is a competitor, before or during corporate transactions, unless it is competitively desensitized or shared in appropriate ways and accepted by the antitrust authority, such as via clean teams, due diligence audits or other formats;
- Prematurely integrating the activities of the parties involved in the concentration, or entering into clauses to this effect, such as, among others, prior non-competition clauses, which allow one party to interfere in strategic aspects of the other's business, or, in general, which in general, clauses which provide that they cannot be reversed at a later date, or whose reversal implies the expenditure of a significant amount of resources by the agents involved or by the authority;
- Carrying out activities that involve the consummation, even if partial, of the operation, such as, by way of example, the transfer of assets in general, making payments, integrating teams, exercising voting rights or having relevant influence over the business of the other party and the interruption of investments.

#### **6.4 RECRUITING COMPETITORS' COLLABORATORS**

6.4.1 Iguá Group collaborators responsible for recruitment and selection must conduct recruitment interviews with those currently working for Competitors, observing the following rules:

- do not ask questions about the Competitor (Competitively Sensitive Information) that are not necessary for the recruitment process, only ask questions about the candidate's experience, their ability to carry out the desired activity, their remuneration scheme, what their job is and reasons for leaving, for example.

6.4.2 The hiring of any candidate who works, or has worked in the last two (2) years at competitors of the Iguá Group, must undergo an integrity analysis carried out by the compliance area, in accordance with PR-COR-CPL-001 - Due Diligence Procedure.

#### **6.5 DISCIPLINARY MEASURES**

6.5.1 In the event of non-compliance with the conduct provided for in this Policy, corrective actions and disciplinary measures provided for in PI-COR-CPL-006 - Policy for Disciplinary Measures may be observed and dealt with immediately.

6.5.2 Without prejudice to the application of the appropriate disciplinary measures, Iguá Group may take the necessary legal measures to repair any damage caused by the Collaborator.

## **6.6 WHISTLEBLOWING CHANNEL**

6.6.1 The Iguá Group encourages its Collaborators and Third Parties to report any conduct contrary to this Policy to the whistleblowing channel, using the following channels:

- Telephone service: 0800 721 0784.
- Internet: <https://canaldedenuncia.com.br/igua/>

6.6.2 Reports can be made anonymously or identified. All complaints will be recorded and evaluated in accordance with the specific rules and procedures defined in PI-COR-CPL-008 - Complaints Channel Management Policy.

6.6.3 The Compliance area guarantees secrecy and confidentiality throughout the process and that there will be no retaliation of any kind against whistleblowers who make a statement in good faith.

## **7 FORMS/TEMPLATES**

Not applicable.

## **8 ANNEXES**

Not applicable.