



# O DATA

*An Aligned Data Centers Company*

POLÍTICA DE ANTICORRUPÇÃO / POLÍTICA ANTICORRUPCIÓN /  
ANTI-CORRUPTION POLICY

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## 1. OBJECTIVE

This Policy is part of the Integrity Program of ODATA, along with its Code of Conduct and Anti-Corruption, and aims to establish and procedures for participation in bidding, donations, interactions with public power, sponsorships and obtaining licenses, procedures that shall be followed by Associates, Suppliers and/or Clients of ODATA.

## 2. SCOPE

Applies to all areas and processes of ODATA.

## 3. REFERENCES FOR THE PREPARATION OF THIS DOCUMENT

- ISO 9001
- ISO/IEC 20000-1
- ISO/IEC 27001
- ISO 14001
- ISO 45001

## 4. DEFINITIONS

- **Public Agent:** for the purposes of this Policy, a Public Agent or Civil Servant is considered to be anyone who exercises, even if temporarily or without remuneration, by election, appointment, designation, contracting or any other form of investiture or bond, mandate, position (including position in commission), employment or function in Public Administration entities, direct or indirect or functional (domestic or foreign) of any of the Powers of the Union, States, Federal District and Municipalities, of a company incorporated into the public patrimony or entity for whose creation or I fund the treasury that has concurred or concurs with more than fifty percent of the equity or annual revenue. Any person who acts for or on behalf of a political party, including candidates for public office. A foreign public agent is defined as a person who, even if temporarily or without remuneration, holds a position, job or public function, in state bodies, entities or diplomatic representations of a foreign country, as well as legal entities controlled, directly or indirectly, by the

government of a foreign country or in international public organizations. For the purposes of this Policy, it is understood as a Public Agent or Civil Servant spouses, parents, children, brothers and sisters, parents-in-law, brothers and sisters-in-law, sons, and daughters-in-law of these.

- **Associate:** Individual hired by ODATA to perform work, in any capacity, including an officer of the Company and excluding any suppliers, subcontractors and clients;
- **Ethics and Conduct Committee:** It is the committee formed by the Chief Financial Officer/Vice President, Chief Executive Officer, Chief Legal Officer and EHS Officer for the analysis of compliance with ODATA's policies, as well as receiving and investigating occurrences and complaints received; The Committee of companies located outside Brazil, in addition to the 4 (four) members described above, will count with the presence of the local Country Manager.
- **Controllershship:** ODATA's area responsible for the financial and administrative area;
- **Legal Department:** For purposes of this Policy is the Chief Legal Officer;
- **HR:** For the purposes of this Policy is the Human Resources area;
- **Board of Directors** is the deliberative body of ODATA formed by the Chief Executive Officer, CFO and COO, Sales Manager, Country Manager (for companies outside Brazil), as well as any other directors of ODATA whether formally elected or not.
- **Company or ODATA:** It is ODATA BRASIL LTDA., its subsidiaries, and affiliates;
- **Policy:** It is this Anti-Corruption Policy;
- **Third parties:** are companies in competition, suppliers, partners, suppliers' employees, customers' employees and customers, service providers, consultants.
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## 5. RESPONSIBILITIES AND AUTHORITIES

- **Chief Financial Officer or CFO:** Associate responsible for the macro management of Legal, Finance, *Business Development* and Human Resources;
- **Chief Executive Officer or CEO:** Associate responsible for the broad management of the Company;
- **Legal Director:** Associate responsible for the Legal area;
- **SGI:** Company's area responsible for internal controls, processes, and procedures.
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## 6. Presentation

ODATA does not tolerate corruption practices by its Associates, contracted third parties or suppliers, either in the relationship with the public sector, or in the relationship with the private sector, as also evidenced by its Code of Conduct and Anti-Corruption and Integrity Program.

ODATA undertakes not to offer or pay, directly or indirectly, money or any asset of value to public or private agents, national or foreign, with the purpose of obtaining an undue advantage for itself, for third parties or to facilitate a government action, as well as undertakes to take reasonable steps to make its employees, subcontractors, agents or third parties, under its control or influence, comply with the obligations highlighted herein.

We employ best practices to comply with the terms stipulated by Law No. 12.846/2013, also known as the Anticorruption Law of Brazil, Law No. 1.474/2011, also known as the Anticorruption Statute and Law No. 1.778/2016 both of Colombia, the Mexican General Law of the National Anticorruption System, the laws No. 20.393/2009 and No. 21.121/2018 of Chile, and other corresponding local legislation. We further commit to comply with all anti-corruption obligations prescribed therein, and to take reasonable steps to make our Associates, subcontractors, agents, or third parties under our control or influence to observe anti-corruption obligations.

With regard to the application of the anti-corruption provisions, it is applicable to all associates, including ODATA's senior management, who are also committed to complying with and guiding other associates on anti-corruption best practices.

## 7. Participation in Bidding – procedures to prevent fraud

The participation of ODATA in bidding processes demands extra attention from our Associates. From the time before the bidding (including the auction modality), throughout its course and until its conclusion.

All Associates must observe the following guidelines with respect to bidding processes:

- i. Before a bidding process, the contacts with the contracting public administration must follow the guidelines provided in the document referring to the relationship with public bodies and authorities

(Public Notice). Observe the rules contained therein and in case of doubt, refer to the *Compliance / Legal Area*.

- ii. The exchange of information with competitors may not occur, especially with regard to prices and other commercial conditions. Remember that informal conversations or meetings in other forums (such as associations) can generate conflict situations. The legislation expressly forbids price fixing between competitors when participating in bidding processes. It is very important that these issues are observed when preparing the proposal.
- iii. Communications should always be formal. Contact with public agents by phone messages and/or *WhatsApp* (or any similar applications) should be avoided. Conversations should preferably be recorded by e-mail, always keeping a copy for the Area Manager.
- iv. It is expressly forbidden to offer gifts, entertainment, or any other gratuity to public agents involved in the bidding process, especially those responsible for any decision (whether for awarding a contract or deciding on an appeal).

These guidelines are examples of good practice. They are not intended to be exhaustive. Whenever you have any questions, contact your manager, the *Compliance/Legal Area*, or the Ethics and Conduct Committee.

## 8. Donations

Making donations is an activity that requires attention. This is because its practice, in some situations, can be linked to corruption events or can be a counterpart for influence peddling or money laundering. Any donation, regardless of the amount involved, must be authorized by ODATA's CEO, after review by the Ethics and Conduct Committee.

Under no circumstances, however, are donations allowed:

- With the purpose of obtaining undue advantage or as facilitation payment;

- To political parties, candidates or candidates for public office, as provided for in Laws 9504/97 and 9096/95, both in Brazil, Laws 80 of 1993, 610 of 2000, 734 of 2002, 1474 of 2011, 1712 of 2014 and 1778 of 2016; the provisions of the Colombian Penal Code relating to anti-corruption practices; the circulars of the Financial Superintendence of Colombia (or whoever represents them) regarding anti-corruption practices; External Circular 100-000003 of July 26, 2016 issued by the Superintendence of Companies of Colombia and other administrative acts of a general nature applicable to anti-corruption matters;
- To entities that have connections with civil servant, their relatives, or their advisors;
- To entities of any kind linked to political parties or people who have held public positions (such as former Presidents, former Governors, former Mayors);
- For individuals;
- In kind.

As a general rule, the donation must have a legitimate purpose and proven social benefit. The entity that receives the donation must present documents that prove its regularity (constitution, honesty, transparency), which must be filed, along with evidence of the social action promoted.

No donations or charitable actions may be performed by third parties on behalf of or in reference to ODATA.

Donations must be duly registered with the Legal Department, the Controllershship, and the Ethics and Conduct Committee for auditing purposes.

## 9. Interaction with Public Power

As you all know, ODATA does not tolerate any corrupt practices.

In this context, we are forwarding below a non-exhaustive list of good practices that should be adopted in our interactions with public administration bodies, public companies (those whose majority of capital belongs to the State, whether federal, state, or municipal), and public agents.

### Meetings:

- Any meeting with public agents must count with the presence of at least two Associates and be scheduled or have its invitation forwarded to the e-mail: [governo@odata.com.br](mailto:governo@odata.com.br). In turn, and preferably, the meetings should be held at ODATA's offices or at the offices of the public entities or agencies;
- After the meeting, a record must be kept of its occurrence and the topics discussed, preferably with minutes that contain the topics discussed and the members present. Said record must be sent to the e-mail address: [governo@odata.com.br](mailto:governo@odata.com.br). If in doubt about the content and form of this record, contact the Legal Department;
- Records in digital calendars (e.g., Outlook) must have a back-up, to protect the information about the occurrence of the meeting<sup>2</sup>, and must be forwarded to the e-mail: [governo@odata.com.br](mailto:governo@odata.com.br);
- When meetings are held with agencies and entities of the direct federal, autonomous, and foundational public administration, the use of the Electronic System for Agendas of the Federal Executive Branch – E-Agendas – will be mandatory for registering and disclosing the agents' public commitments. In case of meetings with mixed economy companies and public companies, its use will be optional.

#### E-mail messages and phone calls:

- E-mail messages must have clear and objective content and must always be addressed to at least two public agents and two Associates. These messages must always have a copy or be sent to the e-mail address: [governo@odata.com.br](mailto:governo@odata.com.br);
- Proper language must be used in telephone calls. When strategic issues are dealt with, it is recommended that the content of the conversation is later registered in an email to all those involved in the subject, including those who did not participate in the calls, always copying the email: [governo@odata.com.br](mailto:governo@odata.com.br).
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#### Donations or contributions:

- Donations or contributions to political parties or candidates for political office are not allowed.

<sup>2</sup> In accordance to Article 7 of Decree No. 10.889 of December 9, 2021.



- Donations or contributions to foundations or non-profit entities maintained by people who have held public positions or are candidates for public positions are not allowed, except upon prior approval by the Ethics and Conduct Committee.
- ODATA facilities and/or equipment may not be used for political campaigns.

#### Signing of documents or statements:

- Each and every document to be signed with the Public Administration or with public companies must be previously analyzed by the Legal Department.

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#### Hiring service providers appointed by public agents:

- Hiring service providers or consultants appointed by public agents should be avoided. If the hiring is necessary, market references must be sought from the indicated service provider, to verify its participation in other companies and its relationship with the person who indicated it (relative, friend, etc.). One should also search on search engines the name of the provider and its companies with key words such as "denunciation, corruption, involvement, crime, police, public ministry, investigation, party, fraud, undue".

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## 10. Transparency with regard to sponsorship

Any Sponsorship must be approved by the CEO, after review by the Ethics and Conduct Committee. No sponsorships are allowed to:

- Individuals,
- ODATA employee or former employees terminated less than 24 months ago;
- Legal entity that is included in the National Registry File of Companies Not in Good Standing - CEIS([www.portaltransparencia.gov.br/ceis](http://www.portaltransparencia.gov.br/ceis));
- Legal entity that is included in the Registry of Impeded Private Non-Profit Entities - CEPIM([www.portaltransparencia.gov.br/cepim](http://www.portaltransparencia.gov.br/cepim));

- Legal entity that is included in the National Registry of Punished Companies – CNEP (<http://www.portaldatransparencia.gov.br/cnep>);
- Legal entity that has, among its partners and directors, relatives of employees or former employees of ODATA;
- Project with bad reputation or lack of integrity, that exploits child, degrading, or slave labor, that goes against the public order, that may generate judicial demand or that harms the image of ODATA, its subsidiaries, subsidiaries, or affiliates;
- A project that characterizes the personal promotion of an authority or public servant of the Federal, State, Federal District, or Municipal governments.

ODATA develops promotional actions of its brand through the Marketing area. These actions are a communication tool used to contribute to the construction of the corporate image. When directed to public entities and agents, they respect the limits and guidelines foreseen in the specific legislations and in those that deal with anti-corruption practices, domestic or foreign.

It is not allowed promotional actions that:

- Have a political-electoral-party character or any other activity linked to political parties and/or their coalitions;
- Are related to projects that characterize personal promotion of authorities or civil servants of the Federal, State, Federal District or Municipal governments; or
- That violate any other law or legal norm in effect.

In the relationship with foreign public agents, observe if local rules and legislations dealing with transnational bribery and anti-corruption are being respected (FCPA, UK Bribery Act, Law 12.846/2013, UK Bribery Act, Law 1778 of 2016 of Brazil, Law 136 of 1994 of Colombia, Law 21.121 of 2018 of Chile, Mexican General Law of the National Anti-corruption System, or other applicable legislation).

## 11. Obtaining licenses

Obtaining licenses shall strictly follow applicable laws and regulations, including ODATA's internal rules, observing the provisions of the Code of Conduct and Anti-Corruption and the provisions of this Policy.

The licenses referred to in this chapter encompass any licenses that may be necessary for the performance of the Company's activities, including, but not limited to, operating licenses, licenses of an environmental and administrative nature, fire department approval (AVCB), and permission for occupancy, among others.

As stipulated for the Company's other procedures, it is also strictly forbidden to offer any advantage to public or even private agents in order to influence them to comply with their obligations.

Therefore, all the Company's Associate and third-party contractors, as well as suppliers, must undertake to observe the provisions of this Policy, refraining from corrupt practices, both in relation to the public administration and the private sector.

If any Associate, third party or supplier, suspects the practice of conduct that may be characterized as violating anti-corruption obligations, he/she must immediately notify ODATA, through the Ethics Channel or through the other communication channels indicated in this Policy, to that the procedures for investigating the conduct and cessation of the act are adopted, in the event that the violation is verified.

Third parties acting on behalf of ODATA to obtain licenses shall, necessarily, sign a term of adherence to the Code of Conduct and Anti-Corruption and formally declare that they do not tolerate any corruption practices and have the necessary means to curb and prevent them.

## 12. Suppliers

All suppliers must go through a registration and evaluation process, according to the applicable Procurement area procedures. ODATA shall meet the applicable standards for hiring high-risk suppliers, keeping track of such hiring, and monitoring the supplier's performance.

The contracts entered into by the Company shall always have anti-corruption clauses, which should preferably follow the standard established by ODATA. Any exceptions must be approved in advance by the Compliance Officer.

### 13. Compliance Area and Ethics Channel

ODATA has an internal *Compliance* structure, responsible for ensuring compliance with the anti-corruption obligations established by Law, by ODATA's Integrity Program and those disciplined by this Policy. The area's management follows the most advanced models and works supported by three pillars: Prevent, Act, and Ensure.



The duties of the *Compliance* Officer are:

- To ensure compliance with laws, standards of conduct and internal procedures and policies;
- To implement all necessary actions to ensure an effective Integrity Program;
- To manage, review and evaluate ODATA's Integrity Program;
- To interact with other areas to identify risk situations;
- To review, periodically, risks and update policies;
- To receive, analyze and respond to internal inquiries;

- To act in a preventive manner against anti-corruption practices, updating ODATA's policies to disseminate the best practices to its Associates;
- To ensure the privacy and protection of the subjects and people involved in ethical issues.

The body responsible for receiving occurrences, accusations, questions, and for adopting the necessary measures to ensure compliance with anti-corruption obligations is the Ethics and Conduct Committee.

Everyone covered by this Policy has the duty to report to the Ethics and Conduct Committee any suspected or reported violation of anti-corruption obligations. The Ethics and Conduct Committee, in turn, will have autonomy in making decisions related to communication.

The communication to the Ethics and Conduct Committee can be made through the ODATA Ethics Channel, by phone or website (for information and access to the Ethics Channel, access the ODATA website: <https://odatacolocation.com/en/>, being guaranteed the anonymity and confidentiality.

The procedure for receiving and treating denunciations and occurrences is described in the Ethics and Conduct Committee's Internal Rules of Procedure, available to any interested party by sending an e-mail to the Ethics and Conduct Committee.

Any doubts, questions, communications, or specific situations faced by the Associate related to the fulfillment of this Policy or violations to it, shall be addressed to the *Compliance* / Legal Area, through the following e-mail: [compliance@odatacolocation.com](mailto:compliance@odatacolocation.com), as well as to any member of the Executive Board of ODATA or, further, through the Ethics Channel.

ODATA encourages its Associates, suppliers, and customers to denounce and report any occurrence or conduct that is practiced in disagreement with applicable laws, its Code of Conduct and Anti-Corruption, this Policy, as well as any internal policies and/or its Integrity Program. If anyone becomes aware of any occurrence, actual or potential violation of (i) the Code of Conduct and Anti-Corruption; (ii) this Policy and other applicable ODATA policies; or (iii) any national or foreign legislation applicable to ODATA, such person must immediately inform it through the ODATA Ethics Channel, directly to his/her manager, the *Compliance Officer* and/or any of the members of the Ethics Committee and Conduct.

Occurrences or complaints about the following subjects can be reported through the Ethics Channel: discrimination, sexual harassment and moral harassment, conflict of interests, receipt or delivery of gifts, entertainment and inappropriate gifts, fraud, thefts, robberies and losses, corruption, bribery and inappropriate/irregular government dealings, fraudulent financial reporting, money laundering practices, anti-competitive practices, violations of environmental laws and regulations, occupational health and safety issues, and deliberate concealment of any of the matters described above.

Although the use of the Ethics Channel is not mandatory, ODATA encourages its use. Nevertheless, everyone shall feel free to use any other means available to register occurrences, complaints, and doubts, and may even directly contact their manager, the *Compliance Officer*, the Legal Department, the Human Resources Department, or any member of the ODATA's Ethics Committee.

ODATA is committed to protecting from retaliation any person who, acting in good faith, has made a report (even if such report was made in error), reported an occurrence, or is assisting in an investigation, including, but not limited to suspension, harassment, threats, intimidation, coercion, loss of benefits, termination or any other form of discrimination or punishment.

ODATA strongly condemns any form of retaliation against the users of the Ethics Channel. People who believe they have been the victim of any form of retaliation or have questions about it should report it through the Ethics Channel, or directly to their manager, the *Compliance Officer*, one of the members of the Ethics Committee, the Human Resources Department, and/or the Legal Department. Reports of retaliation will also be analyzed and investigated by the Ethics and Conduct Committee.

The Ethics Channel is maintained by specialized service providers and is available to Associates, as well as to business partners, service providers, customers, and suppliers, whether direct or indirect.

The Ethics Channel is operated by an independent third party that collects all data provided by users and/or complainant and stores it. This independent third party, upon receiving an occurrence/complaint, files the information in its own system and forwards it to the members of the Ethics and Conduct Committee and, depending on who is involved, to the shareholders' representatives, so that the necessary measures can be taken. Everyone who receives information about the occurrence/complaint (the reporting channel provider, members of the Ethics Committee and representatives appointed by shareholders) have a legal



and contractual obligation to maintain confidentiality and protect the user's/complainant's data from unauthorized use and/or access.

When filing an occurrence/complaint, the user/complainant will be asked to provide as much information as possible that he/she knows about the reported fact. Through the protocol number provided at the time of the occurrence/complaint registration, the user/complainant can follow up on it and update the information provided. In case an anonymous occurrence/complaint has been made, it is even more important that the user/complainant follows up on its progress by phone or website, as these will be the only means of contact with the user/complainant. Additionally, he/she can be contacted for clarification of any questions that may arise during the investigation.

All occurrences and complaints submitted to the Company, regardless of the position they involve, will be carefully analyzed and, if warranted by the circumstances, will be investigated. In the event that a violation is proven, the Company may apply the most appropriate disciplinary and/or legal sanction.

## 14. Sanctions

The legislation carries severe penalties related to corrupt practices, both for individuals and legal entities, ranging from restrictive sentences of freedom, substantial fines, and compulsory dissolution of the legal entity (in the case of Brazilian legislation).

This Policy must be read and observed by all Associates. Associates who fail to comply with any of the provisions herein will be subject to the sanctions provided for in the Code of Conduct and Anti-Corruption, such as, but not limited to, verbal or written warning, suspension, dismissal for or with just cause, or termination of the employment agreement.

In addition to other civil and criminal sanctions, failure to comply with the rules contained in this Code is subject to disciplinary measures, as follows:

- a) Verbal warning;
- b) Written warning;
- c) Suspension;

d) Dismissal (without just cause, when applicable)

The application of any of the disciplinary measures described above will be defined by the Ethics and Conduct Committee and validated by the Executive Board, according to the severity of the infraction. The application of one does not depend on the other, and it is possible, for example, to dismiss for just cause without the need for a previous verbal or written warning.

## 15. Conflicts, exceptions, and clarifications

Any exception to what is determined in this Policy should be requested by sending a request addressed to the Ethics and Conduct Committee and/or the Legal Department, with the description of the request, justification, and criteria used. Exceptions must be formally and previously authorized by the Ethics and Conduct Committee and, if necessary, involve other competent management bodies.

## 16. Term, amendments, and updates

This Policy will come into effect on the date of its publication and may be revised annually, being subject to alteration or updating whenever necessary.