

# ITAÚ UNIBANCO HOLDING S.A.

CNPJ 60.872.504/0001-23

Companhia Aberta

NIRE 35300010230

## POLICY ON GOVERNMENTAL AND INSTITUTIONAL RELATIONS

### 1. OBJECTIVE

This policy establishes the main guidelines to be observed in the governmental and institutional relationship of the Itaú Unibanco Conglomerate, as defined in its target audience, with public officials and in the provision of resources to civil society organizations and associative entities, aiming to guarantee the performance of administrators and employees in an ethical and transparent manner, as well as preventing and combating fraud and illegal acts within the scope of bidding procedures, execution of administrative contracts, donations and association contributions.

### 2. TARGET AUDIENCE

This policy applies to all administrators and employees of the Itaú Unibanco Holding Conglomerate, in Brazil and abroad.

### 3. INTRODUCTION

3.1 Governmental and Institutional Relations are all Interactions with Public Sector Bodies or Entities and other institutions – whether public or private – in order to defend the interests of the Itaú Unibanco Conglomerate, the financial sector and the national economic environment. The activities also include the establishment of partnerships in social responsibility actions, activities or programs through donations, contributions or sponsorships.

The Itaú Unibanco Conglomerate's relationship with Public Officials is not restricted to interactions involving Government and Institutional Relations Activities. The Conglomerate's representatives also act commercially, always observing the legal principles of ethics and transparency.

Example: i) Meeting with a Federal Deputy, ii) Joint elaboration of a program to impact public policies for the population or iii) Payroll contracting with States and public administration bodies in general, through participation in public bids.

3.2 Donation is the contribution of financial resources to projects and/or activities without forecast of benefits/compensation to the donor.

Example: Contribution of voluntary resources by the Itaú Unibanco Conglomerate to institutions linked to our causes and operating platform, such as the collaboration with the United Nations Development Program (UNDP) to carry out debates and formulate tools related to the Sustainable Development Goals (SDG) or support to other civil society organizations.

3.3 Associative Contribution: It is the financial contribution made by the Itaú Unibanco Conglomerate to join entities, providing compensation for this participation. Support is linked to our participation in the framework of Associations that may represent the sector or topics of relevance to society.

Examples: Brazilian Federation of Banks (Febraban), National Federation of Private Pension Plans and Life (FENAPREVI), Brazilian Business Council for Sustainable Development (CEBDS) or Ethos Institute of Companies and Social Responsibility. For International Units, the local Compliance Officer must be consulted.

#### **4. RELATIONSHIPS WITH PUBLIC OFFICIALS**

**4.1 The relationship with Public Sector Bodies or Entities, national or foreign, and with partner institutions, even when carried out on behalf of professional entities or associations,** must observe the following principles:

- Establish and ensure that any type of interaction with all Public Officials will be guided by the maintenance of an ethical and transparent relationship, respecting the rules that govern public administration, current laws and regulations and the principles established by the Code of Ethics and Conduct of the Itaú Unibanco, such as legality, impersonality, publicity, morality and administrative probity;
- Carrying out Governmental and Institutional Relations Activities in an impartial, democratic and independent manner, without attachment to political or party ideologies, aiming exclusively at defending the legitimate interests of the Itaú Unibanco Conglomerate, the financial sector, society and the country;
- It is not allowed to impede, interfere or hinder the investigation or inspection activity of Public Officials, Bodies or Entities of the Public Sector, inspection or regulatory bodies, including within the scope of regulatory agencies and inspection bodies of the national financial system.
- The offer, promise, delivery or acceptance, directly or through third parties, of economic benefits or undue advantages of any kind to Public Officials, or the third person related to them, as a way of facilitating business is not allowed, omitting acts or obtaining benefits for the Itaú Unibanco Conglomerate, such as obtaining authorizations, licenses, permits and certificates;
- Offering tickets or invitations to public officials for events sponsored or promoted by the Itaú Unibanco Conglomerate is permitted, provided that there is no intention of influencing decisions or obtaining undue advantages. The frequency of invitations should be moderate and the invitation should be sent by the Government Relations department. All offers must be previously approved in accordance with governance defined by the Compliance department and by the Director of the Risk Department (CRO), under the approval authority of the Higher Committee for the Prevention of Money Laundering (CSPLD), ensuring transparency and compliance with ethics and integrity standards.
- It is not allowed to practice or contribute, finance, fund, sponsor or in any way subsidize the practice of Acts Harmful to the Public Administration.
- It is not allowed to use an intermediary, a natural or legal person to hide or conceal their real interests or the identity of the beneficiaries of the acts performed.
- Ensuring that the content of technical opinions, clarifications, suggestions and information provided to Public Officials is complete and up-to-date, not allowing for falsifying facts, data and arguments.
- The Boards responsible for Government Relations, Institutional Relations and Corporate Communication activities must clarify any doubts of administrators and employees related to the form and viability of relationships with public officials. For International Units, the local Compliance Officer must be consulted.
- Employees and administrators who repeatedly interact with Public Officials with Relevant Functions must necessarily receive specialized training, aiming to guarantee their performance in accordance with the ethical and transparency guidelines of the Itaú Unibanco Conglomerate.

- In election years, contributions by directors of the Itaú Unibanco Conglomerate, as well as members of the Board of Directors who are part of the company's controlling block and their respective spouses, to parties, candidates for political office and electoral campaigns of any kind, promoted by the Brazilian Electoral Court, as well as for supplementary elections occurring or not in election years, are prohibited. The International Units are subject to the rules set out above, being prohibited the donation in election years in Brazil and abroad, being certain that the local rules must be observed and any exception must be analyzed by the local Compliance Officer.

**4.2 Contracting with Public Sector Bodies or Entities, national or foreign**, for any products and services made available by the Itaú Unibanco Conglomerate must be subject to the rules below:

- The contracting of products and services made by Public Sector Agencies or Entities depends on a previous Bidding Procedure, so that this will only be mandatory or expendable in the cases provided for by law. The Legal Department must analyze whether the hypothesis of waiver and/or non-enforceability in hiring can be considered. In International Units, the local Legal Department must analyze the hiring in accordance with applicable legislation;

- The participation of the Itaú Unibanco Conglomerate in Bidding Procedures is allowed, subject to the following conditions:

a) the performance of the Itaú Unibanco Conglomerate, as well as any employee or manager representing it in Bidding Procedures, shall be guided by an honest and ethical posture, with respect to the principles governing public administration, and any participation in fraudulent schemes of payment, establishment of preference, combination of values or business conditions, aiming at obtaining an undue advantage or favoring the Itaú Unibanco Conglomerate or any employee or manager representing it. The principles established in the Code of Ethics and Conduct and in the Corporate Corruption Prevention Policy must be observed, available on the Corporate Portal and on the website <https://www.itaubr.com.br/relacoes-com-investidores>;

b) the competitive nature of the Bidding Procedures must be strictly respected, observing, among others, the guidelines and general rules to guarantee the defense of competition from Corporate Antitrust Policy. For International Units, local competition rules (Antitrust) must be observed;

c) the values/prices offered in the Bidding Procedures must be compatible with the values practiced in the market for the same purpose, allowing competition and respecting the minimum and maximum values provided for in the Bidding Procedure, if applicable.

- It is expressly prohibited:

a). Prevent, disturb or frustrate any act of the Public Bidding Procedure;

b). Withdraw or seek to withdraw a bidder, through fraud or offering undue advantages of any kind;

c). Prevent, frustrate, manipulate or defraud the competitive nature of the Bidding Procedure by adjustment, combination or any other means;

d). Create, fraudulently or irregularly, a legal entity to participate in a Bidding Procedure or to enter into an administrative contract;

e). Obtain economic benefits or undue advantages, fraudulently, from modifications or extensions of contracts entered into with the public administration, without authorization by law, in the summoning act of the public bidding or in the respective contractual instruments;

f). Manipulate or defraud the economic and financial balance of contracts signed with Public Sector Agencies or Entities.

- Monitoring contractual obligations is the responsibility of the contract management department, aiming to ensure compliance with them. The guidelines contained in this Policy, in the Corporate Integrity and Ethics Policy and in the Code of Ethics and Conduct must be observed, in addition to respecting the laws, rules and regulations in force with the aim of ensuring maintenance of an ethical and transparent relationship.

4.3 When hiring Public Officials , former Public Officials , PEP (politically exposed person) or people who have a relationship or link with employees of the Itaú Unibanco Conglomerate, it is necessary to consider the legislation in force, in particular:

a) Expressly follow the provisions of the EXTERNAL HIRING OF PERSONS procedure, which define the rules for hiring public officials , former public officials or PEP (politically exposed people and their relatives). In International Units, local policies and procedures related to this matter must be observed;

b) Observe the same selection and hiring criteria adopted by the Itaú Unibanco Conglomerate for candidates in general, without any type of privilege or benefit. In International Units, local policies and procedures related to this matter must be observed;

4.4 When offering or receiving Gifts, Courtesies and/or Invitations to technical and non-technical events, lunches and dinners, among others, to or from Public Officials, the provisions contained in the internal Policy must be observed.

4.5 The rules to be observed in the relationship between the Itaú Unibanco Conglomerate and its Related Entities with Regulatory, Self-Regulating, Supervisory and Inspecting Bodies are defined in the internal Policy.

- The interactions of Government Relations and Institutional Relations of the Itaú Unibanco Conglomerate with Regulatory Bodies, Self-Regulators, Supervisors and Inspectors must comply with the principles and provisions of this Policy, as well as the rules defined in the internal Policy wherever applicable.

## **5. GOVERNANCE OF THE POLITICAL INFLUENCE AGENDA**

The strategies for acting on critical issues under discussion in the Legislative and Executive branches are reported to the Director of the Government Relations department. When it comes to matters involving the ESG agenda, the discussion is shared in the Social, Environmental and Climate Responsibility Committee. Details are set out in the Social, Environmental and Climate Responsibility Policy and in the Internal Regulations of the Social, Environmental and Climate Responsibility Committee.

### **5.1. RECORD OF INTERACTIONS**

Recording Interactions with Public Officials with Relevant Functions is important for monitoring the responsible departments, aiming to resolve risks arising from activities, as well as reinforcing the ethical and transparent nature of the interactions that occur.

The concepts and definitions for recording interactions contained in this policy are applicable both in Brazil and in International Units. Detailed rules are described in internal procedure.

## 6. DONATIONS

Donation is the act by which, by mere liberality, an individual or legal entity transfers financial resources, services and/or goods to the other. Donations are made free of charge, with no provision for benefits/counterparts to the donor. The Itaú Unibanco Conglomerate's donation strategy is related to the following topics:

- (i) Projects linked to the UN Sustainable Development Goals;
- (ii) Priority causes of private social investment such as: education, culture, sport, urban mobility, longevity, diversity and sustainability;
- (iii) Projects related to public policies and actions with the community and surroundings;
- (iv) Assistance to support areas that work with topics of interest to the Itaú Unibanco Conglomerate, such as consumer, labor, tax and other related matters;

There are two types of Donations:

### a) Not Encouraged

Donations made without tax benefit in favor of Itaú Unibanco, both in cash and in goods and services.

### b) Encouraged

Donations that generate some kind of tax benefit, whether in relation to the deductibility of expenses in the calculation of income tax and social contribution, or the possibility of reducing taxes due, by deducting the amount donated. Incentive donations are made in accordance with some incentive laws, including: Rouanet, Sport, FUMCAD, PRONON, PRONAS/PCD, Elderly and donations deductible from operating profit.

If there is interest in counterpart financial commitment, observe in internal procedure.

## 7. CONTRIBUTIONS

Affiliations to entities have two natures:

### 7.1 Entities With Representation Purposes:

These are entities in the financial sector or those related to the activities or interests of the Itaú Unibanco Conglomerate, whose purpose is to promote greater interaction between the State, civil society and stakeholders. With the authority and legitimacy to represent their affiliates, the Representative Entities act to:

- Constitute an identity for the sector;
- Represent the general interests of members;
- Improve the system that impacts financial institutions;
- Concentrate the efforts of financial institutions in favor of the population's access to financial products and services;

- Support and act to enrich the debate in the public sphere;
- Articulate and celebrate collective work agreements/arrangements between the actors;
- Produce technical content on topics that relate to the activities developed by the sector.

Examples: Brazilian Federation of Banks (FEBRABAN), National Federation of General Insurance (FENSEG) and National Federation of Capitalization (FENACAP).

## **7.2 Non-Representative Entities:**

They are entities that are not representative of the financial sector or related to the activities or interests of the Itaú Unibanco Conglomerate, whose purpose is to gather, nurture, support and develop activities of a civic, business or institutional nature, in order to produce and add value to society. These non-representative entities are not responsible for representing the Itaú Unibanco Conglomerate, although they recognize and promote actions that are consistent with their institutional pillars.

Examples: Brazilian Association of Institutional and Governmental Relations (ABRIG), Brazilian Corporate Governance Institute (IBGC), Brazilian Business Council for Sustainable Development (CEBDS) and Ethos Institute of Business and Social Responsibility.

Its duties are to provide spaces for socialization, discussion, dialogue and participation between sector and society agents in order to guide:

- Achievement of common purposes and conceptions;
- Organization and improvement of work practices;
- Promotion and exchange of knowledge, experiences and trends;
- Construction of affirmative policies, actions and behaviors.

## **8. REPORTING CHANNELS**

Red flags or evidence of fraud and illegal acts within the scope of this Policy must be reported directly to the Corporate Security Department, through the Inspectorate in Brazil. In International Units, the whistleblower may also use the local reporting channels set out in the Code of Ethics and Conduct and report incidents to the local Compliance Officer, who must immediately report the case to the Inspectorate, if it has not been copied/informed.

Managers, employees, customers, service providers of the Itaú Unibanco Conglomerate, its Related Entities, and the general public may use any of the following channels to report complaints to the Inspection:

External:

- Corporate website: <https://www.italy.com.br/atendimento-italy/para-voce/denuncia/>
- Phone: 0800-723-0010 - working days - from 8:30 am to 7:00 pm;
- E-mail: [inspetoria@italy-unibanco.com.br](mailto:inspetoria@italy-unibanco.com.br)

Internal:

- Email: Inspectorate box;
- Online Inspectorate: Access via route: Automation Portal > Online Inspection or click here to access: <https://intranetpre.italy/Web1/PB4/PA>

## 9. SANCTIONS

Failure to comply with the legal and regulatory provisions set forth herein subjects managers and employees to applicable disciplinary measures, in addition to sanctions ranging from administrative to criminal penalties for fraud and corruption, pursuant to applicable legislation. Negligence and voluntary failure are also considered non-compliance with this Policy and the Code of Ethics and Conduct, being subject to the application of disciplinary measures provided for in internal regulations.

## 10. GLOSSARY

**Administrator:** Members of the Board of Directors and Directors.

**Public Official:** anyone who performs public functions, in the broadest possible sense of this expression, even if temporarily, with or without remuneration, by election, appointment, designation, hiring or any other form of investiture or bond, mandate, position, employment or function in Public Sector Bodies or Entities and companies that are part of the Direct or Indirect Public Administration, including public companies and mixed capital companies. For International Units, the local concept and rules must be observed.

**Public Officials with Relevant Functions:** Public Officials who are members of the Executive Branch, the Judiciary Branch, the Legislative Branch and the Public Prosecution Office who exercise, in Brazil or abroad, relevant public positions, jobs or functions, namely:

I - holders of elective mandates of the Executive and Legislative Powers;

II - the occupants of office, in the Executive Power of the Union, States and Municipalities: a) of minister of state or equivalent; b) of special nature (commissioned) of high hierarchy able to take decisions (e.g. presidents, secretaries and the like); c) president, vice president and director, or equivalent, of autarchies (e.g. Administrative Council for the Defense of Competition – CADE, Federal Universities, National Council for Scientific Development – CNPq, etc., as well as Regulatory Agencies, such as the National Supplementary Health Agency – ANS, National Electric Energy Agency – ANEEL, etc.), public foundations, public companies or mixed-capital companies;

III - the members and presidents of the Federal Court of Accounts, of the audit courts and state, district and municipal accounts councils;

IV - the members of the National Council of the Public Ministry Prosecution Office, the Attorney General of the Republic, the Attorney General for Labor, the Attorney General for Military Justice, the Assistant Attorneys General and the Attorneys General for Justice of the States and of the Federal District; and

V - the president and counselors of the National Council of Justice, the ministers of the higher courts (Federal Supreme Court - STF, Superior Court of Justice - STJ, Superior Labor Court - TST, Superior Electoral Court - TSE, Superior Military Court - STM, Superior Council of Labor Justice and Council of Federal Justice), the judges of the Federal Courts, State and Federal District Courts and Territories and Regional Electoral Courts.

VI – those who hold a command position and who provide services in the Armed Forces: navy, army and air force, and; in the Police and Military Fire Departments of the States, Federal District and Territories.

VII - individuals in collaboration with the Public Authorities, providing services to the State, but without employment relationship, either by delegation of the Public Authorities (e.g. auctioneers and private auctioneers), or by requisition, appointment or designation (e.g. members of groups of work and commissions instituted by the Government).

VIII - other invested members, for the purposes of applying this policy, in the role of public Officials with a relevant function: Auctioneers and Auctioneers, public servants, Ambassadors, Consuls, Diplomats, exceptional representatives of public bodies and entities, those temporarily invested in positions of relevant function and advisors of public Officials with a relevant function.

IX - foreign public officials, with relevant function, even if temporarily or without remuneration, exercising a position, employment or public function in agencies, state entities or in diplomatic representations of a foreign country, as well as in subsidiary legal entities, directly or indirectly, by the power foreign country or public international organizations.

For International Units, local concepts and rules must be observed.

**Governmental and Institutional Relations Activities:** interactions with Public or Private Sector Bodies or Entities, national or foreign - in order to defend the interests of the Itaú Unibanco Conglomerate, the financial sector, the national economic environment and society in general or establish partnerships in social responsibility actions, activities or

programs through donations, contributions or sponsorships. The Governmental and Institutional Relations activities with public law bodies and entities are legitimate and essential activities to strengthen democracy in the country and aim to achieve a set of relationship strategies, with the objective of assisting and providing input to public authorities to make a better political decision, execute projects and partnerships of public interest, as well as assistance in matters related to the banking system or the financial market in general.

**Acts Harmful to the Public Administration:** acts harmful to the public administration, national or foreign, are all those committed against national or foreign public property, against principles of public administration or against the international commitments assumed by Brazil, defined as follows: (i) promise, offer or give, directly or indirectly, undue advantage to a public officials, or a third person related to him; (ii) demonstrably finance, fund, sponsor or otherwise subsidize the practice of unlawful acts; (iii) demonstrably, use an intermediary natural or legal person to hide or disguise their real interests or the identity of the beneficiaries of the acts performed; (iv) prevent, frustrate, defraud, disrupt the performance or competitive nature of the Bidding Procedures and Administrative Contracts and (v) hinder investigation or inspection activities of public bodies, entities or officials, or intervene in their performance, including within the scope of regulatory agencies and supervisory bodies of the national financial system.

**Itaú Unibanco Conglomerate:** is Itaú Unibanco Holding SA and its subsidiaries in Brazil and abroad.

**Administrative contract:** For the purposes of this Policy, it is understood as any contract, agreement, agreement, consortium, term that has as part any of the Public Sector Agencies or Entities. For International Units, the local concept and rules must be observed.

**Corruption:** any and all actions, negligent or intentional, involving a suggestion, offer, promise, concession (active form) or request, demand, acceptance or receipt (passive form), of undue advantages, financial or otherwise, such as: bribes or kickbacks, influence peddling and favors; in exchange for performing or omitting acts or facilitating business, operations or activities for the Itaú Unibanco Conglomerate and Related Entities or aiming at direct or indirect benefits for employees or managers or for third parties.

**ESG:** acronym in English that stands for environmental, social and governance, and corresponds to an organization's environmental, social and governance practices.

**Interaction:** Interaction is understood to mean contact with a Public Officials, in person, remotely or by electronic means, regardless of the place and occasion of the interaction (including meetings, telephone contacts, social events, technical and non-technical events, congresses, lunches, dinners, etc.) .

**Interaction of a strictly commercial nature:** those that occur only for conducting or maintaining business and that are not characterized in the definition of Governmental and Institutional Relations Activities, such as the initial offer or clarification of any product/service.

**Interaction of a strictly legal nature:** those for the purpose of monitoring and acting in legal proceedings in which the Itaú Unibanco Conglomerate and Related Entities are a party or in causes that are of interest to the Itaú Unibanco Conglomerate and Related Entities, such as conciliation hearings, mediation or instruction, testimonies, production of evidence, judicial inspections, trial sessions, orders, negotiations for carrying out joint efforts, among others. For the purposes of this Policy, interactions of a strictly legal nature are also considered, those occurring within the scope of administrative proceedings for the application of sanctions or penalties.

**Regulatory, Self-regulatory, Supervisory and Inspecting Bodies:** these are the entities responsible for the regulation, self-regulation, supervision and inspection of the activities carried out by the Itaú Unibanco Conglomerate, in its various sectors of activity, as defined in the internal policy.

**Public Sector Agencies or Entities:** They are understood as: (i) bodies of direct public administration, which is composed of the bodies of the Executive, Legislative and Judiciary powers, including the Public Prosecution Office, in all spheres, whether federal, state or municipal, and (ii) entities and companies that are part of the public administration indirect, which encompasses entities that were created with their own legal personality to carry out activities of public interest or economic activities explored by the State and that need to have autonomy and act in a decentralized manner, namely the Local Authorities, Foundations, Public Companies (entity with legal personality of private law, with creation authorized by law and with its own equity, whose share capital is fully owned by the Union, the States, the Federal District or the Municipality, Semi-Public Companies (entity endowed with legal personality of private law, with authorized creation by law, in the form of a corporation, whose shares with voting rights belong in their majority to the Federal Government, the States, the Federal District, the Municipalities or the indirect administration entity). For the purposes of this policy, Public Sector Bodies or Entities are also considered to be the as Private Pension Plans Regimes - RPPS and Closed Complementary Pension Entities - EFPC, if linked to one of the bodies or entities mentioned above. For International Units, local concepts and rules must be observed.

**Bodies or Entities of the Foreign Public Sector:** State bodies and entities or diplomatic representations of a foreign country, of any level or sphere of government, as well as legal entities subsidiaries, directly or indirectly, by the government of a foreign country.

**Bidding Procedures:** administrative procedure for selecting the most advantageous contract proposal for the public agency or entity, with predetermined criteria. Examples of types of bidding procedures are: competition, price taking, auction, invitation, and "request for proposal" and "request for information" procedures. For the purposes of



this Policy, bidding procedures are also considered to be contracting processes, by Public Sector Bodies or Entities, through the exemption or non-requirement of bidding, as well as all its preceding phases, such as public hearings or consultations and price quotations, observing the requirements in the relevant legislation. For International Units, local concepts and rules must be observed.

## **11. RELATED EXTERNAL RULES**

This Policy must be read and interpreted in conjunction with the following documents:

Brazilian and foreign legislation:

- United States Foreign Corrupt Practices Act (FCPA).
- UK Bribery Act (UKBA);
- Brazilian Penal Code.
- Bidding and Administrative Contracts Law - No. 14,133/2021;
- Administrative Misconduct Law - No. 8,429/1992;
- Conflict of Interest Law - No. 12,813/2013;
- Law on Administrative and Civil Liability of Legal Entities - No. 12,846/2013.
- State-owned Law - No.13.303/2016

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