

# ITAÚ UNIBANCO HOLDING S.A.

## PUBLIC DISCLOSURE VERSION

### CORPORATE CORRUPTION PREVENTION POLICY

#### OBJECTIVE

This document establishes guidelines for preventing and fighting corruption at Itaú Unibanco.

#### 1. TARGET AUDIENCE

This policy applies to Itaú Unibanco Holding S.A. and its subsidiaries in Brazil and abroad.

The guidelines within this policy must be followed by all managers and employees in Brazil and abroad, as well as the Conglomerate's controllers and by related non-profit entities in Brazil, in interactions with customers, partners, suppliers and other stakeholders, including public entities.

#### 2. INTRODUCTION

Itaú Unibanco is subject to several national and international rules, including, at the national level, Law 12,846/13, known as the Anti-Corruption Law, which establishes that legal entities have strict liability (regardless of intent, fault or negligence) if they are involved in any form of corruption or commit other harmful acts against the Brazilian or foreign public administration, such as bid fraud and obstruction of justice, providing for penalties for the practice of acts of corruption, such as suspension of activities or dissolution of the company. Internationally, the Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act stand out, among others in the countries where we are present.

Itaú Unibanco rejects any form of direct or indirect, active or passive corruption, and always seeks to establish fair and transparent relations. In this way, Itaú structures its processes and practices based on global market corruption prevention standards, jurisprudence and information. Additionally, while Brazilian law considers it to be a crime of

corruption only deviations in the relations between public and private agents, the Conglomerate considers both deviations between public and private agents, as well as between private agents.

In that sense, the Corporate Corruption Prevention Policy ("Policy") is one of the components of the Integrity and Ethics Program, and aims to reinforce Itaú Unibanco's commitment ("Conglomerate") to preventing and fighting corruption, in any shape or form. The Policy establishes guidelines and procedures for preventing and combating corruption, such as training, communication and channels for questions and complaints, procedures that aim to avoid conflicts of interest in relations with our stakeholders in the public and private sectors.

#### 3. PROHIBITIONS

It is prohibited:

- a) To suggest, offer, promise or grant, directly or indirectly, upon demand or not, bribery or undue advantages of any nature (financial or not) to individuals and companies in the public, private and third sector organizations, in Brazil and abroad, as well as **between people, companies and organizations from different countries, including transnationally**, in exchange for carrying out or omitting acts inherent to their assignments, operations or activities for the Conglomerate or seeking benefits for themselves or for third parties.
- b) To suggest, request, demand, accept or receive undue advantages of any nature (financial or not) for/from people and companies from the public, private and third sector organizations, in Brazil and abroad, as well as **between people, companies and organizations from different countries**, directly or indirectly, bribery or in exchange for carrying out or omitting acts inherent to its assignments, operations or activities for the Conglomerate or seeking benefits for itself or for third parties.
- c) The prohibitions also apply to Itaú's suppliers, service providers, partners, including its partners, directors, managers, employees or representatives of legal entities, who must also comply with the rules established in the GOVERNMENT AND INSTITUTIONAL RELATIONS POLICY.

#### 4. PRINCIPLES, GUIDELINES AND PROCEDURES

The following items are principles, guidelines and procedures that guide the Conglomerate's activities in preventing and fighting corruption, which are part of the Integrity and Ethics Program.

The Conglomerate adopts procedures proportional to the risks of corruption related to the nature, scale and complexity of its activities.

##### 4.1. Senior Management Commitment

The Board of Directors (BD) defines the conduct guidelines and values of the organization, which must be observed by all administrators, employees, suppliers and partners, in any relationships, in order to prevent

and fight all forms of corruption or other unlawful acts. The Board of Directors also ensures the allocation of financial, material and human resources for implementing the Institution's Integrity and Ethics Program, maintenance and evolution through monitoring actions linked to it.

These guidelines are formalized in this policy and in the [Itaú Unibanco Code of Ethics and Conduct](#).

#### **4.2. Communication and Training**

Education and communication actions are part of the Integrity and Ethics Program and are prepared in line with the risks to which the company is exposed. These actions deal with a variety of subjects, helping managers and employees to:

- Incorporate increasingly more corporate culture and awareness in preventing and fighting corruption in its practices;
- Deepen their knowledge of integrity, ethics and anti-corruption concepts and policies and their application to business and the management of internal and external processes and relationships;
- Be able to identify, prevent, report and resolve misconduct inherent to their daily activities.
- Know the channels for reporting and resolving questions.-
- Know publicly available information about the Integrity and Ethics Program.

#### **4.3. Customer Relations**

We base our actions on the satisfaction and protection of customers and users. To this end, the institution has established processes to ensure diligence and transparency in relationships, such as:

- Procedures for evaluating customers, also called Know Your Customer (KYC);
- Diligence to identify and monitor transactions with Politically Exposed Persons;

Details of these provisions are available in the internal policy.

Additionally, when applicable, a corruption prevention clause is also included in agreements with clients.

#### **4.4. Third-Party Relations**

Itaú Unibanco seeks the same transparency, quality and reliability achieved with its customers in relations with suppliers and partners. To this end, the following processes were established:

- Procedures for assessing suppliers, also known as Know Your Supplier (KYS) and business partners, also known as Know Your Partner (KYP), as established in the internal policy.
  - Procedures for registration, approval, contracting and monitoring of suppliers and service providers
  - Specific rules for hiring or inviting speakers by departments of Itaú Unibanco in accordance with internal procedure.
- Availability and disclosure, for suppliers in Brazil, of the [Itaú Unibanco Codes of Ethics and Conduct](#) and of Relationship with Suppliers on the website [www.itaú.com.br/fornecedores](http://www.itaú.com.br/fornecedores).
- Workshops, other events and providing training in Brazil to disseminate the institution's principles and values to its suppliers, among other topics
  - Procedure for assessing the reputation of sponsors and grantees, among other partners, and specific practices in units abroad, according to internal procedures
- Inclusion, when applicable, of a corruption prevention clause in contracts with third parties.
  - Rules and criteria for accepting and offering contributions, courtesies, invitations and hospitality, in accordance with the CORPORATE POLICY ON INTEGRITY, ETHICS AND CONDUCT.
- Specific practices in units abroad.

#### **4.5. Hiring Employees**

Itaú Unibanco has corporate guidelines and standards for the Know Your Employee (KYE) process, in order to prevent conflicts of interest and involvement in illegal activities.

A set of rules, procedures and controls have been established to be adopted for the selection, hiring and monitoring of situations that may characterize some type of risk or misconduct by employees, as well as, possible conflicts of interest in the selection and hiring of new employees (from the private or public sector, or who have a relationship with a public official), respecting the determinations of internal procedure.

#### **4.6. Appointing of administrators**

THE NOMINATION POLICY FOR MEMBERS OF THE BOARD OF DIRECTORS AND COMMITTEES RELATED TO THE BOARD OF DIRECTORS AND THE EXECUTIVE BOARD OF ITAÚ UNIBANCO HOLDING SA, defines the minimum requirements for appointing members to the Board of Directors, Committees related to the Itaú Unibanco Holding S.A.'s Board of Directors and Executive Board. Establishes that high standards of conduct and ethics in business must be observed in the professionals appointed, valuing sustainable relationships and practices that adhere to laws, rules and regulations, always in line with values and culture of Itaú Unibanco, in addition to the criteria established in current regulations.

#### **4.7. Relationships with Public Officials**

The relations and contacts maintained with public officials in Brazil and abroad, regardless of their position or hierarchy, require full transparency, collaboration and accountability on our part, in order to guarantee lawfulness and cooperation in these interactions. In this regard, Itaú Unibanco established the following procedures:

- Rules for relationships and contracts with public officials and companies that are part of the public administration, directly and indirectly, including government relations activities, the registration of interactions, bidding procedures and execution of administrative contracts defined in the specific policy
- Guidelines for the relationship with Regulatory Bodies, Self-Regulatory Bodies, Supervisors and Inspectors.
- Criteria for dealing with documents from government agencies, the judiciary, other authorities, third parties and specific practices in units abroad, defined in an internal procedure.
- Rules and criteria for accepting and offering contributions, courtesies, invitations and hospitality, as described in the Itaú Unibanco Code of Ethics and Conduct and the CORPORATE POLICY ON INTEGRITY, ETHICS AND CONDUCT

#### **4.8. Mergers and Acquisitions**

There are internal due diligence procedures, commensurate with the risk of our business, to identify possible indications of corruption, fraud and other illegal activities, including the assessment of human rights issues, in proprietary mergers and acquisitions and other strategic partnership transactions, and to include, where appropriate, clauses in contracts to protect against violations of the law.

In addition, there are defined processes for corporate events, both in Brazil and abroad, which are described in internal documents.

#### **4.9. Transparency and Accountability in Financial Management**

The preparation of accounting and financial statements at the Conglomerate complies with the laws, rules and regulations in force in the countries in which it operates, and accurately and clearly translates the transactions carried out by the Conglomerate, in order to ensure equality and transparency for stakeholders in accordance with internal procedures.

Internal Audit assesses the effectiveness of controls related to accounting management and financial report creation and the governance structure designed to ensure compliance with legal and regulatory standards by the Conglomerate; they also verify the accuracy, reliability and timeliness of relevant information of an accounting, managerial or operational nature

The Independent Audit performs mandatory recurring audits of the financial statements of the Conglomerate companies, in accordance with the procedure for contracting independent auditor services.

And it is up to the Audit Committee to supervise it, in accordance with AUDIT COMMITTEE REGULATIONS.

Additionally, Itaú Unibanco also follows the rules established to comply with the Sarbanes-Oxley Law.

The Board of Directors is responsible for issuing an opinion on the management report, the Executive Board's accounts and the financial statements for each year to be submitted to the Annual Shareholders' Meeting; pursuant to BYLAWS.

#### **4.10. Risk Assessment and Monitoring**

The Conglomerate assesses risks related to the topics of this Policy through its risk management, internal controls and compliance structure.

Periodic monitoring and assessments are carried out to verify the effectiveness of the controls and considering the risk profile of the institution, in accordance with internal procedures.

There is governance for assessing and approving Products with a focus on risk management, observing the applicable standards and regulations and best market practices, defined in the internal procedures. The risk assessment takes aspects related to the interaction with the public sector, sectors and business partners into account, in addition to the nature of the transaction.

#### **4.11. Fight against organised crime**

The implementation of and compliance with this Policy and the Policy for the Prevention of Illicit Activities are essential tools for the prevention and detection of illicit activities and the misuse of banking products or services by criminal organisations, in full cooperation with the public authorities and society in general.

### **5. RESPONSIBILITIES**

#### **5.1. Audit Committee and Board of Directors**

Approve the guidelines of this Policy and monitor the Integrity and Ethics Program, in addition to supervising the work of the independent auditor and the management report, the Board of Directors' accounts and the financial statements for each fiscal year, as described in item 4.9.

#### **5.2. Higher ESG Committee**

Evaluating and deciding on corporate topics that involve business and workplace ethics.

Validate guidelines and approval authorities for processes related to the Integrity and Ethics Program, including those related to corruption prevention.

#### **5.3. Integrity and Ethics Committee**

Discussing legal understandings of matters related to the Integrity and Ethics Program, including those pertaining to corruption prevention.

Indicating and approving process improvements arising from regulations, identified risks, complaints and others.

Monitoring compliance with policies and procedures related to preventing corruption.

#### **5.4. Sectoral Committees of Integrity and Ethics**

Assessing and deciding on specific topics in the departments of the Conglomerate that involve conflicts related to business and workplace ethics.

Assessing compliance with institutional integrity and ethics policies in their operations.

Submitting proposals to other Committees.

#### **5.5 Risk Area**

Communicate to the Audit Committee and the Board of Directors, through its co-chairs, any changes to or dismissal of the director responsible for coordinating the Integrity and Ethics Programme. Whenever possible, this communication will be made prior to the movements taking effect.

#### **5.6. Compliance & OpRisk Board**

Certifying the efficiency of the control environment through monitoring and indicators, control tests, independent residual risk reports, within the limits of its competence, as defined in the MANAGING OPERATIONAL RISK.

Coordinate the implementation, monitoring and evolution of the Integrity and Ethics Program, being independent in the exercise of their functions and being able to communicate directly with any administrator or employee and have access to any information necessary within the scope of their responsibilities, as defined in the COMPLIANCE POLICY.

Establishing parameters, coordinating the preparation and implementation of corruption prevention training for administrators and employees, as well as awareness campaigns.

Answering questionnaires, market research and internal and external reports related to preventing and fighting corruption, as required.

Assessing the occasional adoption of voluntary commitments to prevent and fight corruption.

Clarifying doubts about this Policy and its application, as well as receiving contributions to this policy or to the Integrity and Ethics Program, through the e-mail box: [consultadeetica@itau-unibanco.com.br](mailto:consultadeetica@itau-unibanco.com.br)

Reporting the Program's activities to the Audit Committee, Board of Directors and Higher ESG Committee (items 5.1 and 5.2) and coordinating the Integrity Committees and (items 5.3 and 5.4).

Share the Integrity and Ethics Programme guidelines, governance and methodology with international units. This Department is prohibited from managing any business that may compromise its independence or generate conflicts of interest, as defined in the Compliance Policy.

#### **5.7. Money Laundering Prevention Board**

- Conducts prior assessment of money laundering and terrorist financing risks in new products and services, including the use of new technologies;
- Performs the evaluation and monitoring of customers, partners and suppliers;
- Defines the guidelines and minimum criteria for classifying money laundering and terrorist financing risks for customers, employees, business partners, suppliers and outsourced service providers;

#### **5.8. Corporate Security Board**

Keeping the reporting channel for receiving suspicions and reports related to possible violations of this Policy guidelines accessible to all.

Investigating complaints and assessing the accountability for suspected or confirmed situations and take the necessary measures.

Confidentially handling corruption or bribery reports, whether from known or anonymous parties, regardless of which stakeholder is reporting a complaint or a suspicion.

Keeping a record of procedures and decisions taken to handle the complaint.

#### **5.9. Legal Board**

Interpreting changes in regulations to support the updating of this Policy, the Integrity and Ethics Program and guidelines on the subject.

Clarifying specific questions related to regulations involving corruption prevention, when requested.

Preparing, establishing and reviewing, anti-corruption clauses to include in contracts, as needed.

Assisting in preparing and reviewing corruption prevention training and awareness campaigns.

Assisting in preparing responses to questionnaires, surveys received from the market and internal and external reports related to the topic of corruption prevention, when requested.

Assisting in reviewing and discussing proposals related to the subject of this Policy that are discussed by representative entities.

#### **5.10. Internal Audit**

Periodically evaluate the effectiveness of controls and processes related to this policy and the Integrity and Ethics Programme.

#### **5.11. Internal Departments of the Conglomerate**

Following this Policy's and other related documents' guidelines.

Assisting in raising awareness of the guidelines of this Policy in people with whom there is a relationship, including customers, partners, suppliers and other stakeholders.

Defining and implementing policies, procedures and controls compatible with the complexity and risks associated with its operations and in accordance with the guidelines of this policy and other related documents.

#### **5.12. Administrators and Employees**

Knowing and following this Policy's guidelines.

Knowing and following local regulations applicable to the country in which they operate.

Immediately reporting any and all suspicions or noncompliance with this policy related to corruption or bribery practices or related activities such as atypical transactions, money laundering and other illegal activities to the competent channels.

Conducting mandatory corruption prevention training provided by Itaú Unibanco.

Annually signing the Term - Integrity Policies attesting knowledge about and agreement with this Policy's provisions.

### **6. QUESTION AND REPORT CHANNELS**

Itaú provides several channels for receiving complaints, including, but not limited to, the issues set forth in Law 12,846/13 and other applicable legislation. These channels are listed in the Code of Ethics and Conduct and are available to all employees, managers, suppliers, partners and the general public.

All complaints will be treated seriously, confidentially and impartially, in accordance with specific governance, and may be made anonymously.

Note: In the International Units, the whistleblower may communicate through the local channels available in the Codes of Ethics and Conduct of each Unit.

Any irregularities in processes and procedures identified during the investigation of the complaint are indicated to the departments for timely regularization.

### **7. PROTECTION FOR WHISTLEBLOWERS**

- Managers and employees may not perform acts of retaliation against those who, in good faith report or express a complaint, suspicion, doubt or concern regarding possible violations to the guidelines of this Policy; and provide information or assistance in investigations regarding possible violations.
- Managers and Employees must preserve information confidentiality related to the investigation of possible violations to the guidelines of this Policy.
- The Whistleblower Channels accept anonymous reports and preserve the whistleblowers' anonymity.
- Disciplinary sanctions will be applied to managers or employees who attempt or retaliate against anyone who, in good faith, reports possible violations of this Policy's guidelines.
- Sanctions should also be applied to managers or employees who are proven to be in bad faith when reporting possible violations of this Policy's guidelines or reporting facts known to be false.

### **8. PENALTIES**

Disciplinary, administrative, or criminal actions, without prejudice to other penalties or measures applicable under current legislation, may be applied to employees or administrators, as well as to suppliers, service providers, and partners of Itaú Unibanco, who act in a manner contrary to this Policy.

### **9. RELATED DOCUMENTS**

#### **9.1. Standards and external commitments**

- United States Foreign Corrupt Practices Act (FCPA).
- UK Bribery Act 2010.
- UN Global Pact
- Decree no. 5687: UN Convention against Corruption.
- Decree no. 3.678 Convention on Combating Bribery of Foreign Public Officials in International Business Transactions.
- Decree 4.410 - Inter-American Convention against Corruption

- Brazilian Penal Code.
- Administrative Improbability Law - No. 8,429/92.
- Conflict of Interest Law - No. 12,813/13.
- Law on Administrative and Civil Accountability of Legal Entities - No. 12,846/13 and their respective regulations at a state and municipal levels.
- Ordinance on the evaluation of corporate integrity programs - No. 909/15 of CGU.
- Ordinance on the determination of administrative responsibility and for the leniency agreement referred to in Law No. 12,846, of August 1, 2013 - No. 910/15 of the CGU.
- Normative Instruction by the Brazilian Government Accountability Office nº 01/15.
- Integrity Program - Guidelines for Private Companies published by the Brazilian Government Accountability Office – vol. I e vol II.
- Febraban SARB 21 self-regulation - Integrity Program to prevent corruption and other acts harmful to national or foreign public administration.
- International Business Units: Country-specific regulations.
- Global Reporting Initiative (GRI): 205-2, 103-1 Anticorruption, 103-2 Anticorruption and 103-3 Anticorruption.
- Business Pact for Integrity and Against Corruption - Instituto Ethos
- Business Contribution for the Promotion of a Green and Inclusive Economy.
- Pro-Ethics Company 2016, 2017, 2018/2019, 2020/2021 and 2022/2023.
- Positive Impact Commitment: Ethics in relationships and business.
- Federal Decree 11.129/2022 - decree that regulates the Anti-Corruption Law
- International units: country-specific regulations.

## 10. GLOSSARY

**Strict liability:** companies can be held responsible in cases of corruption, regardless of proof of guilt.

**Public Official:** anyone who exercises, even if temporarily or without compensation, by election, appointment, designation, hiring or any other form of investment or bond, mandate, position, employment or position in bodies and companies that are part of the direct and indirect public administration.

**Administrators:** directors, president director and board members.

**Unlawful Acts:** all human actions or omissions that are conscious and directed towards the practice of criminal offenses - money laundering, terrorism financing, corruption and fraud **Employees:** permanent and temporary employees, as well as interns at the Itaú Unibanco Conglomerate.

**Itaú Unibanco Conglomerate or Conglomerate:** Itaú Unibanco Holding S.A. and its subsidiaries in Brazil and abroad.

**Corruption:** consists of directly or indirectly suggesting, offering, promising, granting, requesting, demanding, accepting or receiving undue advantages of any nature (financial or not), upon demand or not, to/from persons or companies in the public and private sectors and nonprofit organizations, as well as between people, companies and organizations from different countries, in exchange for carrying out or omitting acts inherent to their assignments, operations or activities for the Conglomerate or seeking benefits for themselves or for third parties.

According to the Brazilian Penal Code, it can be active or passive. Active corruption is a crime that aims to offer or promise an undue advantage to a public official in exchange for some kind of favor or benefit, while passive corruption is a crime practiced by a public official, due to their position, against the Public Administration, which consists of directly or indirectly asking or receiving some type of undue advantage, or accepting a promise of advantage, for themselves or others.

**Suppliers:** individuals or legal entities, public or private, national or foreign, who supply products or services to the Conglomerate, as well as intermediary dealers.

**Direct and Indirect Administration Bodies and Companies:** comprises direct and indirect public administration. Direct administration is comprised of entities and bodies of the Executive, Legislative and Judiciary branches, including the Public Ministry, in all spheres, whether federal, state or municipal. Some examples are its leaders, Ministries and Secretariats. Indirect administration is composed of entities that were created as their own legal entities to conduct Government activities that need autonomy to act in a decentralized manner, such as Autarchies, Foundations, Public Companies, whose capital is exclusively public, and Semi-Public Companies, which are both public (50% + 1) and private holdings.

**Retaliation:** any act of retaliation, harassment, or revenge practiced due to complaints or manifestations of doubts, suspicions or challenges to possible violations of this Policy or unlawful and unethical actions. Some examples of retaliation are: threats, poor reviews, inclusion in a “black list”, suspension, termination, and others.

**Transnational:** between people, companies and organizations from different countries.