



1 Presentation

---

2 Our Principles, Expected Attitudes and Behavior Guidelines

---

3 Fulfilling Legal and Contractual Provisions

---

4 Commitments Made in Supplier Relationships

---

5 Consequence Management

---

6 Related Documents and Legislation

supplier  
**relationship code**  
of  
**conduct**

# 1

## Presentation

We pursue excellence in all our relations, whether with our employees, clients, partners or suppliers.

We strive to have with our suppliers the same transparency, lawfulness, quality and trustworthiness we have achieved with our clients.

We have developed Our Principles and our Supplier Relationship Code of Conduct to be a regiment to the interactions between our employees and suppliers.

Our Principles are the values that guide the appropriate conduct in the commercial relationship between Itaú Unibanco and its suppliers, and the Code translates these values into objective guidelines, stating the behavior expected from both parties in everyday interactions.



# 2 Our Principles, Expected Attitudes and Behavior Guidelines

Itaú Unibanco considers ethics management and conscious risk taking as fundamental elements to its activities, aiming to ensure a lasting and continuously improving presence, as well as contributing to strengthen and protect our reputation.

Our Principles and the Supplier Relationship Code of Conduct supplement the Itaú Unibanco Code of Ethics and internal norms addressed to stakeholders. This set of instruments was built to promote a culture of openness, where healthy debate is encouraged, risks are assessed, and action is based on clear behavior rules.

Our Principles are:



# 2

## Our Principles, Expected Attitudes and Behavior Guidelines

### Ethical and Lasting Relationship

We value ethics in our relationship with suppliers, and pursue sustainable and lasting contracts in the long term.



#### It is required

- To practice business with transparency and integrity, which is encouraged by Ethics Management Programs.



#### It is unacceptable

- To participate in biddings uncertain of technical capacity or being aware of other limitations to meet Itaú Unibanco's requirements.
- To charge for unprovided services.
- To disrespect Itaú Unibanco policies and procedures, especially to attaining advantage.



# 2

## Our Principles, Expected Attitudes and Behavior Guidelines

### Transparency

We clearly state the rules for both suppliers and Itaú Unibanco to follow throughout the relationship cycle, and we demand that both parties fully abide by it.



#### It is required

- To formalize and disclose the minimum rules required in relationships established by Itaú Unibanco and its employees with suppliers.
- For suppliers to indicate any critical points that might affect the hiring process or the continuity of the supply.
- For suppliers to report any fault in the payment process for service or material provided.



#### It is unacceptable

- To sign any contract with the bank accepting commercial and technical conditions one is unable to fulfill.
- To breach contracts, claiming unawareness of the established requirements.
- To modify contract items without the awareness and consent of both parties.



# 2

## Our Principles, Expected Attitudes and Behavior Guidelines

### Traceability and Integration

Recording and performing every stage of the relationship with suppliers, from prospection to the contract end, is fundamental to ensure traceability, information maintenance and integration of all parties involved.



#### It is required

- That executive areas have access to information pertaining to all suppliers and their performance.
- To record the hiring and supply process information in the bank's official tools.



#### It is unacceptable

- To require or provide service/ material without all conditions agreed and formalized.
- To take advantage of an appointment to access other areas and employees unrelated to the matter at hand.



# 2

## Our Principles, Expected Attitudes and Behavior Guidelines

### Simplicity and Efficiency

Eliminating unnecessary bureaucracy is a crucial part of our daily commitment in the pursuit of efficiency and objectivity, and it is everyone's duty to identify and report it.



#### It is required

- To constantly seek to eliminate unnecessary bureaucracy in the commercial relationship between suppliers and the bank.
- To simplify processes and establish objective and professional relationships.
- That suppliers share innovative solutions to generate efficiency and to improve performance for both parties.



#### It is unacceptable

- To skip mandatory stages of the hiring process, aiming exclusively at expediting the process.
- To indicate technical requirements that do not create real efficiency, with the goal of guiding the hiring process.



# 2

## Our Principles, Expected Attitudes and Behavior Guidelines

### Sustainable Results

Decisions should be driven to generate solid and lasting results for both Itaú Unibanco and its suppliers.



#### It is required

- To constantly pursue efficiency gains, seeking to improve results and to reduce costs for both parties, notwithstanding the quality of service.
- For employees and suppliers to report unnecessary goods and services agreements, when those are identified.
- To intelligently manage contracts, avoiding unnecessary purchases and spending.



#### It is unacceptable

- For suppliers to induce the purchasing of products and services, aiming only at reaching their targets, with no real consideration for the bank's needs.
- To undertake contracts that exceed the bank's risk appetite.
- Formalizing contracts that do not balance economic, technical and ethical aspects.



# 2 Our Principles, Expected Attitudes and Behavior Guidelines

## Cooperation

We are connected and interdependent, and thus, understand that a continuous collaborative posture is determinant to our relationships.



### It is required

- For Itaú Unibanco and its suppliers to collaborate in the pursuit of a win-win relationship.
- For executive areas and suppliers to follow formal procedures of contracts and payments.



### It is unacceptable

- To prioritize an individual agenda despite the collective good.
- Having and not sharing knowledge of alternative solutions that might make the operation more efficient.
- To omit risks that might expose Itaú Unibanco, in order not to compromise procurement process.
- To request or offer any privileges springing from a supplier-client relationship to individuals.



# 2 Our Principles, Expected Attitudes and Behavior Guidelines

## Risk Management

Risk management must be aligned with the conscious decision-making business strategy, guiding achievements, ensuring perpetuity and security for both the bank and its suppliers.



### It is required

- To report any noncompliance in the relationship between Itaú Unibanco and its suppliers, for the risk to be assessed.
- To share any situation that affects the continuity of business between the banks and its suppliers.
- For subcontracts to be submitted to appraisal and approved before any service is provided.



### It is unacceptable

- Not to follow the execution of the contract, thus exposing Itaú Unibanco to flaws in service provision.
- Not to pay suppliers according to contract conditions.
- Not to share known risk situations of any nature.



# 2

## Our Principles, Expected Attitudes and Behavior Guidelines

### Error, failure and misconduct reports

Itaú Unibanco is committed to offer quality treatment to its suppliers, and deploys great effort so that no situation that might harm the supplying arises. This Code's guidelines and other norms are also applicable to the bank. Thus, suppliers must:

- **Report Itaú Unibanco's errors and failures**

Should there be any failure on the bank's part to fulfill contract and payment conditions, it is the suppliers' duty to report it, so that we may take corrective action.

- **Report statements and charges**

Suppliers who identify fraud, misconduct, unethical attitude, among others, should report it to the Reporting Service.

The bank is committed to keeping reports confidential and forbids any retaliation against suppliers who, in good faith, report any errors and misconduct incurred.



# 3 Fulfilling Legal and Contractual Provisions

In addition to Our Principles and behavior guidelines, we expect that our suppliers adhere to legal, regulatory and contractual requirements, as well as Itaú Unibanco's Code of Ethics.

## Personal and institutional gifts

### i. Material gifts

- Suppliers must not offer gifts of any nature or importance to employees of Itaú Unibanco Procurement Department.
- Suppliers must not offer gifts in cash to employees of the Itaú Unibanco Conglomerate; material gifts limited to R\$400.00, in Brazil, and US\$100.00, in External Units, are allowed, for employees who do not work in Procurement, as detailed in our Corporate Code of Ethics.
- Any gifts offered may not have the intent of influencing the decision-making process, facilitating business or securing any undue advantage (financial or otherwise) to their giver.



#### It is required

- To contact the reporting services, according to item 5 of this document, if any doubts regarding offers not disclosed in this Code arises.

### ii. Tickets and invitations

Suppliers may offer to employees of Itaú Unibanco tickets and invitations for:

- Technical events;
- Institutional, marketing or supplier relationship events.

Such offers must be in line with the bank's Corporate Code of Ethics, and may be accepted, as advised by internal norms and guidelines.



#### It is unacceptable

- To offer or accept any gift, gratification, food or favor, in the name of cordiality or of acquiring undue advantage, if the taker is an employee or manager in the Procurement area.
- To send gifts that are banned by this Relationship Code to employees' homes, their relatives' and/or close ones'.
- To offer or accept gifts with unreasonable frequency, to or from the same person or in disproportional amounts.



# 3 Fulfilling Legal and Contractual Provisions

## Parallel Activities

Itaú Unibanco suppliers' employees should not partake in parallel activities within Itaú Unibanco's facilities or when working for the bank.



### It is required

- To report to the Reporting Service, in the event of any suppliers' employees practicing activities unrelated to the contracted services within Itaú Unibanco's facilities.



### It is unacceptable

- To sell any type of merchandise or offer services that are not related to the scope contracted by the bank.
- For suppliers to approach bank employees with offers that are unrelated to the services provided in our facilities.



# 3 Fulfilling Legal and Contractual Provisions

## Hiring companies with family ties

### i. Related parties:

#### a. Definition:

As per the definitions established under Technical Pronouncement CPC No. 5, issued by the Brazilian Accounting Pronouncement Committee and approved by the Brazilian Securities and Exchange Commission ("CVM"), in accordance with Decision No. 642/10, the following individuals and/or entities are considered as Parties Related to Itaú Unibanco:

- a) those who, directly or indirectly, through one or more mediator: i) control, are controlled by, or are under common control of the Company; or ii) have any vested interest in the Company that grants them considerable influence over it;
- b) those who are affiliated with the Company, as per the Corporations Law ("LSA");
- c) those who are considered as key-persons, in other words, those who occupy administrative positions in the Company, its affiliates or its holdings;
- d) those who are, in regards to any person mentioned in item "a" or "c": i) spouse or partner; ii) ancestor by blood (parents, grandparents, etc.) or by marriage (stepfathers, stepmothers, fathers and mothers in-law); ii) descendent by blood (children, grandchildren, etc.) or by marriage (stepchildren, sons and daughters in-law, etc.); and iii) collateral kin within the 2nd degree, whether by blood (siblings, etc.) or by marriage (sisters and brothers in-law, etc.);
- e) those who are controlled by any person referred to in item "c" or "d";
- f) entities in whose capital any person referred to in item "c" or "d" participates in over 10% (ten percent), directly or indirectly; and
- g) any entity that offers an post-employment benefit plan to Company employees (ex.: UBB Prev - Supplementary Pension; Itaú Unibanco Foundation - Supplementary Pension; BEMGEPREV Foundation).



# 3 Fulfilling Legal and Contractual Provisions

## b. Transactions between Related Parties

Transactions must be made under Market Conditions<sup>1</sup> and in accordance with all other practices employed by the Company's Management, such as the guidelines provided in the Company's Code of Ethics.

### It is required

- To inform Itaú Unibanco, through the Reporting Service, whenever one becomes aware of kinship of relationship between an employee and a supplier that might create a conflict of interest.

<sup>1</sup>Market Conditions

Conditions for which were observed throughout negotiations the principles of competitiveness, (prices and service conditions compatible to those on the market), conformity (adherence to the contract terms and responsibilities practices by the Company, as well as to the appropriate information security controls) and transparency (adequately reporting the conditions agreed upon with execution, as well as reflexes of these in the accounting documents of the Company). In the negotiation between related parties, the same principles and procedures that guide negotiations carried out by the Itaú Unibanco Conglomerate with independent parties must be followed.

## ii. Companies with ties to employees:

To hire companies whose owners or partners are kin within the 3rd degree, or have a close relationship (emotional, for example) with employees, the following conditions must be observed.

- Contracts will follow the established guidelines, with no advantage to them;
- Bank employees must not contract or manage contracts with suppliers with whom they have a close relationship or kinship;
- Any conflict of interest that is identified must be reported to the Ethics Committee.

### It is unacceptable

- To use a personal relationship to attain advantages in contracts.
- For a supplier to take advantage of a close relationship with bank executives and managers to intervene or alter the bank's formal procedures.



# 3 Fulfilling Legal and Contractual Provisions

## Using Itaú Unibanco's image in media

Itaú Unibanco's image, brand, corporate name and distinctive imagery, and even formalized contract aspects, must not be used as a form of self-promotion with any other company or in published portfolios.

In this sense, we do not allow our distinctive imagery to be linked to our suppliers without prior authorization. This is true for all media: printed, televised or online. The association of the supplier's image to Itaú Unibanco's must follow contract conditions. The same applies to our suppliers' employees.



### It is required

- To contact the Corporate Communication area to clear any doubts regarding the use of Itaú Unibanco's image commercially, to attain information and/or request authorization.



### It is unacceptable

- To disclose any information regarding the supply of goods and services to Itaú Unibanco.
- To disclose, publish or distribute (online or otherwise) information regarding decision making with Itaú Unibanco.
- To disclose, in any media or information vehicle, matters pertaining to Itaú Unibanco or its employees and customers that might create misinterpretation, that defames, slanders or in any way harms the reputation and image of those involved.



# 3 Fulfilling Legal and Contractual Provisions

## Information Security, Intellectual Property and Privacy

Concerns pertaining to information security, whether of our customers or Itaú Unibanco itself, is one of the sustaining pillars of our reputation. It is of utmost importance that our suppliers follow all legislation and regulations applicable to protecting our customers' data, under penalty of sanctions.

Itaú Unibanco information, if improperly disclosed, may cause sanctions to the bank. Thus, suppliers who have access to information regarding Itaú Unibanco or its customers must not use it for unauthorized purposes, such as: attaining privilege, benefits or advantages of any kind.



### It is required

- For suppliers to develop internal control practices on the traffic of information amongst their employees, to protect sensitive data to which they may have access.
- For suppliers to report any incident involving the bank's or its customers' information leaking, as well as its undue use, to Itaú Unibanco.



### It is unacceptable

- To use confidential information belonging to Itaú Unibanco and its customers for any means other than provided by contract, including advantages in commercial conditions or personal benefit.
- For suppliers to use Itaú Unibanco's and its customers' information in lectures, workshops, classes, congresses and seminars.
- For suppliers to use strategic information to which they have access to perform transactions in the securities market.



# 3 Fulfilling Legal and Contractual Provisions

## Preventing corruption, fraud, money laundering and other illicit acts

Companies' commitment to social responsibility is reasserted in preventing and fighting illicit acts, such as, for example, corruption and fraud.

These crimes cause great harm to companies and society. Because of that, Itaú Unibanco reasserts its commitment to fighting corruption and practicing ethical business through partnerships with companies that hold those same values.

The banks suppliers must protect the integrity and transparency of all their commercial relationships. We do not allow suppliers to offer, promise or pay bribes, kickbacks, favors or any form of undue advantage to employees or public officers on behalf of Itaú Unibanco or at its service.

In that sense, any and all interactions with the public sector on behalf of Itaú Unibanco must be in accordance with Brazilian laws 12,846/13 (Anti-Corruption Laws) and 8,666/96 (Public Bidding Law), as well as any applicable international anti-corruption laws and Itaú Unibanco's Code of Ethics.

As much as having an attitude of rejection toward corruption, our suppliers must fight fraudulent practices and other illicit acts, in their relationship with the bank or within their own structure. Organizational and financial health of our suppliers is also important for the established commercial relationship.

We encourage our suppliers to have Integrity Programs, as suggested by Brazilian Federal Decree 8,420/15. The goal, is to ensure business practices free from corruption, respectful toward competition and characterized by ethics.



### It is required

- To not be involved in acts of corruption and fraud.
- To report to the bank any attempt of abusive or illegal conduct during interactions with us.
- To immediately inform Itaú Unibanco, through the Reporting Service, if any of its suppliers, acting on behalf of the bank, is approached by a public or private officer requiring undue charges.



### It is unacceptable

- For suppliers to offer bribes to public or private officers on behalf of Itaú Unibanco or in its benefit.
- For suppliers to perform favors or offer benefits to public or private officers' relatives on behalf of the bank or in its benefit.
- For suppliers to use the bank's vulnerabilities to attain undue benefits.
- To be omissive of actions related to fraud and corruption from Itaú Unibanco employees and/or its suppliers.



# 3 Fulfilling Legal and Contractual Provisions

## Work conditions and Human Rights

Itaú Unibanco develops and supports guidelines that ensure its employees and suppliers' employees human rights; these values are firmly rooted in our business management, and are demanded by the Conglomerate.

We seek to work with suppliers whose policies and practices, in terms of human rights and work conditions, are aligned with our culture.

We seek to hire suppliers who are committed to the premises of work that is decent and not discriminatory, who are respectful toward the dignity of workers and who promote equal opportunity. In this sense, respecting labor laws is a fundamental issue that Itaú Unibanco will not overlook when hiring and interacting with suppliers.



### It is required

- To report any human right violation to the bank, through the Reporting Service.



### It is unacceptable

- To practice or support child, slave or slave-like work and moral and sexual harassment.
- To disrespect labor, welfare, contract laws and those established in agreements or collective bargaining.



# 3 Fulfilling Legal and Contractual Provisions

## Health and Safety

Although they are related to aspects under the work conditions, health and safety are relevant to the point of earning special focus within this Relationship Code.

We perceive that our suppliers should give the utmost importance to practices that minimize the incidence of accidents and diseases in a workplace environment, and promote the well-being of their employees.

- a) Work Safety: employees exposure to potential safety hazards (for example, power sources and others, fire, vehicles and risk of falling) should be controlled through an appropriate project, with engineering and managing controls, preventive maintenance, work safety procedures and safety training. In environments that present risks and cannot be adequately controlled by those tools, personal protective equipment must be offered, as per specific norms.
- b) Emergency Preparedness: any potential emergency must be identified, and its impacts assessed and minimized by implementing an emergency plan and response procedures, including: emergency reports, employee notification, evacuation procedures, training, fire detection and suppression, exit installments and recovery plans.
- c) Occupational accidents and diseases: there should be procedures and systems in place in order to: i) encourage reports from workers; ii) classify and register cases; iii) provide medical treatment, if needed; iv) investigate cases and implement corrective actions to eliminate its causes; and v) facilitate workers return to work.
- d) Tasks that require physical effort: all types of tasks that require physical effort and may create health risks must be identified, assessed and controlled, including the handling of materials, heavy or repetitive work, prolonged positions, etc.
- e) Sanitation: employees must have prompt access to clean sanitary facilities and drinking water.

Acknowledged management systems, such as OHSAS 180001 and IWO (International Work Organization) about Occupational Health and Safety, have been used as reference in preparing these guidelines, and may be a useful source for additional information.



# 3 Fulfilling Legal and Contractual Provisions



## It is required

- To report to Reporting Service or Itaú Unibanco contract manager any situation that might pose a threat to the health and safety of workers.



## It is unacceptable

- To punish or retaliate in any way employees who point out safety concerns.
- To expose employees to lethal or accident risks, not to offer necessary Personal Protective Equipment (PPE) and Collective Protective Equipment (CPE), as provided by specific norms for each field of work.
- To manipulate information regarding work accidents and incidents that take place in our suppliers.



# 3 Fulfilling Legal and Contractual Provisions

## Sustainability and Socioenvironmental Responsibility

Itaú Unibanco believes that socioenvironmental management is essential to business sustainability and to the health of the communities in which we are inserted. Therefore, the bank prioritizes hiring suppliers who act responsibly toward the environment and society, and who are engaged in sustainable practices throughout their chain.

The diversity within our supply chain is a relevant basis for sustainable social development. To that effect, the bank has specific programs to support the development of suppliers who meet diversity requirements, such as women's entrepreneurship, or support small businesses. Similarly, we expect that our suppliers embrace the commitment to value of diversity, adopt practices that minimize environmental impact and create environmental and social responsibility policies.

In addition, suppliers must attentively observe social and environmental legislation.



### It is required

- For our suppliers to act responsibly alongside the environment and communities, as mentioned above.



### It is unacceptable

- For our suppliers not to manage environmental and social risks adequately, exposing the bank's image and operation due to deliberate negligence or omission.
- For our suppliers to fail to obey socioenvironmental legislation.



# 4 Commitments Made in Supplier Relationships

As Itaú Unibanco requires its suppliers to be transparent and contribute to the bank's business sustainability, through ethical and professional attitudes, the bank is committed to offering fair, ethical treatment meeting all aspects of the contract signed by both parties.

## Formalizing all stages

Itaú Unibanco formalizes all of its business relations, following the bank's procedures and in strict legal conformity. Therefore, making correct use of the tools and recording all purchasing process stages (relevant documents and data) is key to ensuring traceability and the security level that our business requires.

We treat our suppliers fairly and impartially. It is not allowed for Itaú Unibanco employees to provide information to one supplier despite the others.



### It is required

- To formalize contracts or instruments that regulate applicable terms and conditions.



### It is unacceptable

- To make personal contact through unofficial medias with other suppliers involved in biddings.
- To offer unequal information and communication to different suppliers participating in the same bidding.



# 4 Commitments Made in Supplier Relationships

## Contract management

The relationship with suppliers must be continuously efficient, ethical and respectful: from the first contact to the end of the contractual relationship.

Thus, contract management is crucial to develop this relationship according to the conditions agreed upon.

The parties involved must oversee and offer support to the supplier, so that the contracted scope is delivered, contracts are formalized and up to date, payments are made in accordance with contract conditions, the contract is renewed in a timely manner, doubts are cleared as soon as possible, and everything happens according to existent guidelines.

The interdependence between procurement and managing must be a means of mutual support: there is no room for compartmentalizing.



### It is required

- To develop oversight routines for contract execution.
- For executive areas to constantly share good practices and improvement opportunities in procurement processes.



### It is unacceptable

- To fail to call upon the Procurement area to renew contracts that are about to reach maturity in a timely manner.
- For commitments made under contract conditions to not be honored.



# 4 Commitments Made in Supplier Relationships

## Conflict of interest: employees

In relationships with suppliers, specific conflicts of interest may arise, and it is fundamental to be transparent at those times. Employees who are involved in the procurement process must pay attention to the following situations:

- a) Offering and accepting gifts and invitations: Itaú Unibanco Code of Ethics and its provisions must be followed.
- b) Technical visits, when needed, will be paid by the bank and only, in exceptional cases, by the supplier.
- c) Nominating suppliers: it is allowed to nominate suppliers to Itaú Unibanco. Any nominated suppliers will be put through the entire analysis and registration process, with no favors or facilitating. All nominations must be directed to the Procurement area, never to another Department.
- d) Employees who have direct or indirect ties to suppliers may not manage contracts or work on the hiring stages. In this context, it is forbidden to request or accept any prize, payment, favor or any type of benefit to nominate suppliers to Itaú Unibanco, or even to attempt to facilitate the hiring process.
- e) Employees, upon termination, should respect the guidelines in place to become suppliers.
- f) Employees who have been suppliers for Itaú Unibanco must abstain from sharing information regarding the former employer, such as: prices, commercial conditions practiced with other companies and market strategies. The former employer (or even former coworkers) must also not be informed of strategic information or negotiation policies pertaining to Itaú Unibanco.



# 4 Commitments Made in Supplier Relationships

## Reaching Targets

We are performance fanatics, and seek constant evolution. We are, however, fully aware of the weight of ethics in our daily routines. Our relationship with suppliers cannot stray from that. While we have targets to reach, we must reassert our commitment to the highest level of integrity.

At Itaú Unibanco, we do not believe that targets should be reached at any cost. Therefore, we demand that all our employees make decisions guided towards producing sustainable results. Our relationship with suppliers should be driven responsibly, emphasizing the bank's efficiency and performance and considering exposure to risk.



### It is required

- To define targets with focus on creating sustainable results for both parties.
- To adopt a healthy and responsible attitude when enforcing targets.



### It is unacceptable

- For target reaching to overshadow Itaú Unibanco's principles.
- To manipulate information or adopt unethical practices to reach those targets.



# 4 Commitments Made in Supplier Relationships

## Risk Management

A successful bank is a bank that manages risks and clients in an expert manner. At Itaú Unibanco, we seek rewards, without losing focus on the robustness of our processes, and without giving up secure decision-making. We should not act differently when hiring suppliers. When we hire a company to be our partner in our supply chain, we must know their values and what risks may arise from that relationship.

Itaú Unibanco invests and adopts the best processual and structural practices in risk management. In that way, it is advisable for all our employees to know and manage the possible risks involved in the relationship with suppliers, so that the safety and perpetuity of business is ensured. Procurement area undertakes the necessary analysis to ensure that these suppliers are capable and competent, and contract managers are in charge of overseeing the execution of the contract and integrity of their suppliers throughout the established period.

Any bank employee who identifies any irregularities related to suppliers must advise the Procurement area immediately, so the analysis and actions are carried out.



# 4 Commitments Made in Supplier Relationships

## Planning Demand

An effective demand planning significantly reduces costs and contributes to enduring activities. Consequently it must be a constant exercise amongst our employees, by estimating demand and anticipating product flow.

Purchases outside of that flow should be avoided at all times, because they bring unnecessary risk into business, in addition to be an indicator of inefficiency. In that sense, emergency purchases must be made in very specific isolated situations, and obeying the rules established in internal norms and notices.



### It is required

- For executive areas to effectively manage their demands and report any contracting needs, in accordance with existent norms.



### It is unacceptable

- To allow the operation to hit critical levels, leading to emergency hirings, without due analysis of the need, the market and the hiring process.



# 4 Commitments Made in Supplier Relationships

## Subcontracting

We are in charge of monitoring the risks involved in the contracts we undertake, in view of the existent subsidiary responsibility. All criteria analyzed by Itaú upon the registration of our suppliers can also apply to subcontractors (fourth parties), when subcontracting is authorized.

The guidelines below must be observed:

- I. The possibility of subcontracting/including fourth party services, under Itaú Unibanco's approval, must be provided in the contract.
- II. It is the contract manager's responsibility to oversee the subcontracting.
- III. The criteria for authorizing subcontracting/including fourth party services will be the same as those applied to suppliers' contracts.
- IV. Contract managers must request to suppliers the monitoring reports of the subcontracted/ fourth parties.



### It is required

- For the bank to analyze and approve all fourth party service inclusions.
- For contract managers to have the same attention level with fourth parties and suppliers.



### It is unacceptable

- To fail to manage contracts adequately, making it impossible to identify subcontracting agreements.
- To include fourth party services without due diligence.



# 5 Consequence Management

The banking industry is highly regulated and competitive. From these two intrinsic characteristics of our market, we have extracted four invaluable facts:

- Norms are to be fulfilled.
- Excellence is to be pursued.
- Flaws are to be promptly corrected.
- Misconduct has consequences.

Within modern structures, supply chain management has proven crucial to the success of corporations. Efficient demand planning and intelligent hiring grants market advantages to companies. However, flaws in that management can cause serious, and even irreparable, financial and image damage, in certain situations.

Itaú Unibanco works hard on clearly establishing what type of relationship its employees and suppliers should have: one that is ethical, efficient, lasting and based on conscious risk taking. That is why it has been making an effort to make its hiring process transparent and secure. One such example is the very existence of this Supplier Relationship Code of Conduct, which provides

acting guidelines for suppliers and their employees, as well as for Itaú Unibanco employees.

We hope that our suppliers will act alongside us at the same level of respect and cooperation, and that our employees will follow the norms in place. Thus, Itaú Unibanco supports reporting any attitude that goes against its principles and values, its norms and the applicable legislation, warranting total secrecy and confidentiality during investigations.

## Means of Communication: Suppliers

### Reporting Service

**E-mail:** [fornecedor\\_relatos@itau-unibanco.com.br](mailto:fornecedor_relatos@itau-unibanco.com.br)

**Phone:** [0800 723 0010](tel:08007230010) - week days, from 8h30 AM to 7h00 PM (only calls originated in Brazil)

Through <https://www.itau.com.br/atendimento-itau/para-voce/denuncia>, a form can also be filled out with an anonymous or identified report.

**Manifestations:** fraud, embezzling and noncompliance with norms.



# 5 Consequence Management

## Means of Communication: Itaú Unibanco Employees

**Ombudsman Superintendence:** interpersonal conflicts.

**Superintendence of Surveying:** all other accusations pertaining to illicit actions.

**Ethical Consultancy:** questions regarding ethics and integrity policy.

## Consequences

**Employees:** Itaú Unibanco's disciplinary measures.

**Suppliers:** penalties applicable by law, indemnity lawsuits, scope reduction and contract termination.

### Accuser protection:

- The secrecy of the investigation will be rigorously kept;
- Anonymity will be granted to those who so desire;
- The investigation will be carried unbiasedly and independently;
- Charges or complaints with no consistent basis will not be considered;
- Malicious charges or complaints, made with the intent to harm an individual, are subject to disciplinary sanctions;
- Disciplinary sanctions must be applied to administrators or employees who try or succeed to retaliate against those who, in good faith, communicate ethical misconduct and other misbehaviors.



# 6 Related Documents and Legislation

- Itaú Unibanco Code of Ethics;
- Corporate Policy for Ethics and Integrity; \*
- Corporate Policy for Preventing Corruption;
- 12,846 /13 (Anti-corruption Law);
- 8.666/96 (Public Bidding Law);
- Integrity Programs as per Federal Decree 8.420/15

(\*) available on [www.itaubank.com.br/relacoes-com-investidores](http://www.itaubank.com.br/relacoes-com-investidores).

