

# POLÍTICA RAÍZEN

## Intellectual Property Policy

Revision	Date	Changed Items	Prepared by	Approved by
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### 1. INTRODUCTION

The rules set forth in the Policy aim at encouraging inventive activity and innovation and ensuring the legal security of Raízen’s operations that involve the creation of knowledge subject to protection of the Intellectual Property legislation.

Intellectual Property is a generic term that comprises rights related to scientific works, inventions in all domains of human activity, scientific discoveries, and industrial designs and models, industrial, commercial and trade brands, industrial secrets, and all other rights inherent in intellectual activity in the industrial, scientific, literary, and artistic domains. By means of Intellectual Property rights, it is possible to guarantee title to creation or innovation to its creator, and assure the resulting commercial benefits.

The principles of Intellectual Property protection are listed in Raízen’s Code of Conduct and will be an integral part of this Policy.

### 2. PURPOSE

The purpose of the Intellectual Property Policy (“Policy”) is to articulate Raízen’s market, technology, and innovation strategy, by establishing rules on the entitlement, protection, management, and sale of Raízen’s intangible assets (brands, patents, know-how, and technology), disseminating the importance of the topic and qualification for strategic use of Intellectual Property.

### 3. SCOPE

The Policy covers all Raízen’s operations, business, and services and is binding upon all its employees. The types of Intellectual Property rights covered by the Policy are the following ones:

- Copyright:
  - Author’s rights;
  - Related rights;

○Computer Program.

- Industrial Property:

- Brands;
- Patents;
- Industrial Design;
- Trade Secret & Prevention of Unfair Competition.

- Sui Generis Protection:

- Cultivars

The provisions of the Information Security Policy are an integral part of this Policy for all purposes.

#### **4. DEFINITIONS**

**CULTIVAR** – Variety of any plant genera or species, with specific characteristics resulting from research in agronomy and biosciences.

**COPYRIGHT** – Legal protection for authors of literary works, audiovisual, musical, and aesthetic works. This includes protection of related rights, which are the performance rights, producers of phonograms and broadcasting organizations, and protection of computer programs.

**STATE OF TECHNIQUE** – Information available to the public before the patent application date.

**CONFIDENTIAL INFORMATION** – Information related to trade secret, processes, operations, work method, equipment or production, sales, shipments, purchases, transfers, identification of customers, inventories, volume or source of income, profits, losses or expenses of any person, enterprise, company, partnership, corporation or any other organization, or any other commercially valuable information whose unauthorized disclosure/dissemination may impair the conduction of Raízen's business or cause substantial damage to Raízen's competitive position .

**PATENTABLE INFORMATION** – Any information related to new or useful process, machine, manufacturing, composition of matter, or any improvement that is new and useful for them, considering as improvement any addition or change to an already known process, machine, manufacturing or composition that can produce a useful and patentable in its category and that meets the requirements of novelty, inventive activity and has industrial application.

**INPI** – Brazilian National Institute of Industrial Property.

KNOW-HOW – Set of technical, original and secret information and technical knowledge that represent a commercial advantage and a privileged condition in the market.

BRAND – Sign susceptible to visual representation, designated for distinguishing a product or service from an identical or similar one.

UTILITY MODEL - New format or layout introduced in a practical use object, or in a part thereof, susceptible to industrial application that involves an inventive action, resulting in a functional improvement and upgrade in its usage or manufacturing.

DOMAIN NAMES – They are used to locate and identify websites or sets of computers on the Internet (e.g., [www.raizen.com](http://www.raizen.com)).

PATENT – Legal title issued by INPI that legitimates, on a temporary basis, the creator's right to an invention or a utility model of having exclusivity on the good protected by the patent.

TRADE SECRET – Information that may include a formula, standardization, program, device, method, technique, process, practice, design, instrument or compilation of information, that are not known or determinable, in general, for which Raízen may obtain an economic advantage over its competitors or customers that do not have such information.

INTELLECTUAL PROPERTY – It is a generic term that comprises rights related to scientific works, inventions in all domains of human activity, scientific discoveries, industrial designs and models, industrial, commercial and service brands, trade secret and all other rights inherent in intellectual activity in industrial, scientific, literary, and artistic domains. By means of Intellectual Property rights, it is possible to ensure title to creation or innovation to its creator or inventor and to ensure the resulting commercial benefits.

## 5. GUIDELINES

5.1. The guidelines required to develop the protection of Raízen's Intellectual Property rights are:

- Knowledge of the process involving the analysis of technical and financial feasibility, preparation and follow-up of registration applications for several types of Intellectual Property;
- Monitoring of the State of Technique by means of technological research and periodic search in a patent database;
- Structuring of a portfolio and management of Intellectual Property assets as a business strategy;
- Proper application of Intellectual Property rights;

- Valuation of the inventive capacity of its employees, researchers, and inventors;
- Incentive to innovation, technological cooperation, and national and international partnerships;
- Incentive to technological partnerships with universities and in-house activities of research and development (R&D) to ensure qualification for innovation and continuous creation of innovative products and processes, subject to the provisions of item 5.4 of this Policy;
- Investment of intellectual and industrial capital as a trade secret;
- Analysis of strengths and weaknesses of each knowledge protection mechanism, considering the country's legal and regulatory scenario;
- Development of procedures for laboratory or field activities that involve Intellectual Property rights and obligations;
- Development of control procedures and contractual techniques to protect confidential and strategic information;
- Respect for third parties' Intellectual Property;
- Management of disclosure and receipt of confidential information of its own or third parties' properties to minimize the risks of unauthorized disclosure or contamination of information and Intellectual Property rights;
- Registration, usage, and management of its brands, domain names, and patents, in compliance Raízen's internal rules, contractual provisions, and applicable legislation;
- Qualification of human resources;
- Identification, assessment, and participation in Intellectual Property cooperative projects;
- Knowledge of international environment in the Intellectual Property;
- Management of agreements involving the area of Intellectual Property rights;
- The establishment of effective actions to prevent and fight against piracy and offenses against intellectual property;

- Encouragement, support, and incentive for training of employees in matters involving intellectual property rights and information security.

## 5.2. INTELLECTUAL PROPERTY MANAGEMENT

The management of Raízen's Intellectual Property aims at benefiting commercial and technological leadership and alignment of Intellectual Property strategies with its business strategies, comprising the following activities:

- application of Intellectual Property's guidelines;
- development of operational procedures and establishment of the management process flow;
- inventory of Intellectual Property portfolio to determine Raízen's assets;
- periodic analysis of the Intellectual Property to identify the assets amount and ensure their use in accordance with Raízen's Policy and strategy;
- management of Raízen's Brands as an effective instrument to build value and sustainability;
- strategic decisions about protection, exploitation, abandonment or sale of Intellectual Property's assets;
- analysis and assessment of assets that enable Raízen to remain competitive in the market, in accordance with its goals and growth targets;

## 5.3. FOCUS POINTS OF INTELLECTUAL PROPERTY

The Focal Points of Intellectual Property, responsible for decisions on the latter, included in the Authorities' Manual and Bylaws are:

- For Ethanol, Sugar, and Bioenergy: Technology and Project Executive Officer
- For Commercial: Marketing Officer
- For Logistics, Distribution, and Trading (LD&T): LD&T Engineering and New Business Officer
- For Corporate Functions: CSC Vice-President.

#### 5.4. TITLE TO INTELLECTUAL PROPERTY RIGHTS

Title to Intellectual Property, including, but not limited to, rights to inventions, utility models, brand registration, computer program, industrial design or author's property rights, produced by Raízen's employees during the term of their employment agreement and arising from the performance of their duties, shall belong solely to Raízen, which may dispose of and explore them at it deems appropriate.

Regarding title to Intellectual Property rights of SHELL brands, Raízen is a licensee of Shell Brands International AG (SBI), pursuant to the instrument executed and in effect named SBLA (Shell Brands License Agreement), and it shall be incumbent upon Raízen to strictly comply with the rules set forth therein.

Any creation subject to protection by the Industrial Property Law (Law No. 9279/96), that may be required up to one year after the termination of the employment relationship or contractual term is considered as produced during the term of the employment agreement.

It shall be incumbent upon all employees, interns, contractors, and service providers to faithfully comply with the Policy, searching for guidance of the immediate manager or the Legal Department in case of doubts.

Each business area should adopt and implement an "Intellectual Property Strategy" that will establish the plans for creation, management, and exploitation of the Intellectual Property assets.

All projects and developments involving Intellectual Property rights should be assessed and approved by the IP Focal Point of the respective business area or function.

The Intellectual Property Strategy should (i) be consistent with Raízen's business general principles, the Intellectual Property principles included in the Code of Conduct and with this Policy; (ii) be aligned with the business and technology strategies, and (iii) be approved by the IP Focal Point of the respective business or function, with the support of the Legal Department.

All Raízen's employees should consult the Legal Department, at their earliest convenience, regarding any activity that has or may have implication in the Intellectual Property area and ensure that every engagement involving Intellectual Property rights are duly approved pursuant to the Authorities' Manual before the signature process. Examples of engagements involving Intellectual Property rights are Mergers & Acquisitions, Joint Ventures, Confidentiality and Non-Competition Agreements, Research and Development, License Agreements, Technology Transfers, Technological Partnerships, etc.

All agreements involving Intellectual Property rights should be managed and monitored during their respective effective terms by the respective business area, and any incident

involving issues related to Intellectual Property should be promptly informed to the Legal Department;

The knowledge of any violation or threat of violation of any Raízen's Intellectual Property rights should be immediately reported to the Legal Department, which should take all measures applicable thereto;

All communications regarding any violation or threat of violation of Raízen's Intellectual Property rights with third parties should be made through the Legal Department;

All administrative and/or legal measures related to any violation or threat of violation of Raízen's Intellectual Property rights should be preceded by internal approvals pursuant to Raízen's Authorities' Manual;

Application for registration or waiver of any brand, patent, software, and domain name held by Raízen shall depend on prior endorsement and approval of the:

- Legal Department (endorsement);
- IP Focal Point of the interested area(s) (approval).

The creation and development of services in the computer networks on behalf of Raízen, including, but not limited to, e-commerce, social media (Facebook, MySpace, Twitter, LinkedIn, YouTube, etc.), forums and sharing networks shall depend on prior endorsement and approval of the:

- Legal Department (endorsement);
- IP Focal Point of the interested area(s) (approval)

The creation and development of the services above by Raízen's employees without the proper approvals are barred.

In the Research and Development Projects (R&D) developed by Raízen or in which it takes part, Intellectual Property rights should preferably be held by Raízen. Should it not be possible, Raízen should at least have a free, and as applicable, exclusive license for the use of the technology developed within the scope of the project. Any negotiation in disagreement with the provisions herein shall be approved by the Vice-President of the business area and by Business Controls. In case of partnership with publicly held bodies or entities, title to certain results is subject to specific regulation and should be discussed with the Legal Department, which will assess possible scenarios regarding title to IP rights.

## **6. BRANDS**

**RULES FOR APPLICATION FOR REGISTRATION AND USE OF BRANDS:**

- The use by the parties of brands held by Raízen and/or licensed to Raízen, pursuant to Shell Brands License Agreement, without the prior written authorization of Raízen and/or da SHELL, as the case may be, in compliance with the rules included in the Authorities' Manual and upon consultation with the Legal Department is barred.
- All applications for registrations of the brand in Brazil and abroad must be preceded by a prior search in the database of INPI or equivalent body abroad, if applicable, to be conducted by the Legal Department, to check the existence of brands previously registered that may conflict with the intended brand and check whether there is any violation of third parties' rights.
- The use of the brand is essential for its protection, and, in Brazil, registration will expire if the brand is not used for five years after its registration date, or if its use is interrupted for over five consecutive years.
- The use of the "Raízen" brand should be in conformity with the Brand Guide.

## **7. DOMAIN NAMES**

The reproduction and imitation of trademarks and corporate names as integral parts of domain names are barred.

Cybersquatters are individuals or entities that register domain names equal to corporate names or that include existing corporate brands or business names. Cybersquatters use the registered domain name to obtain advantages from companies by means of a sale offer of the domain name or to deviate Web traffic from such companies to themselves.

All Raízen's employees should be alert with the use of Internet and report to the Legal Department any possible examples of cybersquatters or dispersion of customers they may become aware of.

All Raízen's employees should investigate any information obtained by its customers about possible issues with domain names and immediately inform the Legal Department on such issues so that the proper measures can be taken.

## **8. PATENT OR UTILITY MODEL APPLICATIONS**

Applications for invention patent or utility model registration should meet the requirements of **Novelty** (not being included in the State of Technique), **Inventive Activity** (not being considered an evident or obvious derivative of the State of Technique) and **Industrial** (be used or manufacture on an industrial basis).



Application for invention patent deposits or utility models should present **descriptive sufficiency**, i.e., to describe the object of invention or utility model on a clear and complete basis and it can only be made after approval of the IP Focal Point with the support of the Legal Department.

All applications for patents or utility models should be preceded by a technical and financial feasibility analysis, which should consider the following criteria:

- technological research and search on patent databases conducted with the purpose of locating possible patent documents, Brazilian and foreign ones, which would work as a conflict prior registration for the intended deposit;
- compliance technical and legal analysis;
- alignment with Raízen's business strategy;
- checking whether the intended patent is of Raízen's interest;
- analysis of alternatives existing in the market and comparative analysis with the invention;
- commercial justification for the investment;
- the possibility and level of difficulty/easiness of reverse engineering;
- the probability of competing companies patenting a similar invention;
- the probability of licensing for third parties the manufacturing and sale of an invention;
- costs of applications for registration of Intellectual Property vs. revenue expected from the invention exploitation;
- analysis of markets where the patent protection will be obtained and respective cost;
- analysis of the other types of protection possible for the relevant invention, such as a trademark application;
- the technology researched cannot be disclosed under risk of losing the right to protect it.

## **9. SEARCH IN PATENT DATABASE**

Technologic researches and prior searches may be request to the INPI via Internet or performed on free Internet websites, among which the following are noteworthy:

- Database of the National Institute of Industrial Property – INPI. Available at: <<http://www.inpi.gov.br>>;
- Database of the European Patent Office – EPO. Available at: <<http://ep.espacenet.com>>;
- Database of the United States Patent and Trademark Office – USPTO. Available at: <<http://patents.uspto.gov>>;
- Google Patents. Available at: <<http://www.google.com/patents>>;
- Global Patent Database. Available at: <<http://www.freepatentsonline.com>>;
- Patent Base of the periodic portal of Coordination for Improvement of Higher Education Personnel – Capes. Available at: <<http://acessolivre.capes.gov.br>>;
- Base of the Japan Patent Office. Available at: <[http://www.ipdl.inpit.go.jp/homepg\\_e.ipdl](http://www.ipdl.inpit.go.jp/homepg_e.ipdl)>;
- World Intellectual Property Organization. Available at: <<http://www.wipo.int>>.

## **10. PROTECTED CULTIVARS**

The exploitation of a protected Cultivar should be in compliance with the specific laws and within the limits of the usage license agreement.

## **11. KNOW-HOW, INDUSTRIAL SECRET, AND PROTECTION OF CONFIDENTIAL INFORMATION**

The disclosure, receipt, usage, and protection of confidential information and know-how held by Raízen or third parties should be regulated by specific agreements (e.g., Confidentiality and Technology Transfer Agreements). All Raízen’s employees should identify, protect, and maintain in secrecy such confidential information and know-how.

The disclosure of confidential information shall be made only for people who effectively need to know such information for the performance of their activities at work.

Ideas and information related to projects and developments that can be subject to Intellectual Property protection may only be disclosed to third parties after the execution of a Confidentiality Agreement, duly approved by the Vice-President of the interested business area and the VP Legal, pursuant to the Raízen Authorities’ Manual – MoA.

In general, Confidentiality Agreements should ensure that the confidentiality obligations do not reach Raízen’s shareholders. Therefore, any definition of “Affiliates” included in and Confidentiality Agreement should establish that:

“Affiliate” means, regarding any Party, any Person who, directly or indirectly, is controlled by, or is under common control of this Party. For the purposes of this definition, control is understood as: (i) title to at least fifty percent (50%) or more of voting capital, or (ii) the exercise of partner rights that ensure, on a permanent basis, the majority of votes in the resolutions of the annual shareholders’ meeting or partners’ meeting, or (iii) the power to elect the majority of managers and to run the corporate activities. Exclusively for the purposes hereof, with the exclusion of any other purpose, controlling companies of the Raízen group are Raízen Energia S/A and Raízen Combustíveis S/A, being clear that the shareholders of such companies shall not be considered Raízen’s “Affiliates” for the purposes of this Agreement.”

Exceptions to this rule should be analyzed on a case-by-case basis, under the guidance of the Legal Department.

Employees who receive confidential information from third parties protected by an agreement signed by Raízen with confidentiality clauses undertake to comply with them, being personally liable for the unauthorized disclosure of such confidential information.

All contracting that contemplates the grant of Intellectual Property rights licenses to Raízen should include Raízen’s shareholders. Exceptions to this rule should be analyzed on a case-by-case basis, under the guidance of the Legal Department.

## **12. VIOLATIONS OF THIS INTELLECTUAL PROPERTY POLICY AND SANCTIONS**

The violation of this Policy shall give rise to administrative and/or legal sanctions, which may culminate with termination and/or other applicable measures, at the sole discretion of Raízen.

The infringing employee may be notified, and the occurrence of infringement will be immediately reported to the immediate manager.

## **13. ETHICS CHANNEL**

Telephone service: 0800-7-724936

Email: [canaldeetica@raizen.com](mailto:canaldeetica@raizen.com)

## **14. CONTACTS**

Legal Department:

**EAB:**

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