

POLÍTICA RAÍZEN

Anti-Bribery and Anti-Corruption Policy

Revision	Date	Changed Items	Prepared By	Approved by
01	07/14/2017	Items 1. Introduction; 2. Definitions; 5.3.2. Guidelines; 6. Responsibilities;	Paulo Lorite (Coordinator Functions Corporate and Compliance) and Marco Aurelio Orosz (Senior Lawyer)	Antonio Ferreira Martins (Vice- President Legal and Chief Compliance Officer) and Natalia Bufo (Corporate Control Manager)
00	05/12/2015	Original	Natalia Simões Araujo (Coordinator, Corporate Functions and Compliance)	Antonio Ferreira Martins (Legal VP and Chief Compliance Officer)

1. INTRODUÇÃO

Raízen's ongoing commitment is to conduct its business according to the ethics, lawfulness and core values of honesty, integrity, and respect for people. Among the aspects that, in a general manner, are related to the conduction of its activities in strict compliance with the applicable laws, Raízen is specifically committed to paying particular attention to the obedience of the Anti-Bribery and Anti-Corruption rules.

In this context, and considering that Brazilian anti-corruption laws are rigid, in line with international legislation, Raízen acts in the prevention of acts that may be considered as Bribery or Corruption because they are contrary to the law, its rules of conduct and jeopardize the integrity of its business reputation, its finances, its businesses, its shareholders and employees, service providers, business partners (including joint ventures) and suppliers, as well as expose the individuals involved to the risk of liability criminal.

2. DEFINITIONS

For the purposes of this Policy to Combat Bribery and Corruption, the terms indicated in this section shall have the following meanings:

Public Agent: Any person who exercises, even temporarily or without remuneration, by election, appointment, designation, hiring or any other form of investiture or bond, mandate, position, job or function in organs and companies forming part of the public administration, direct and indirect.

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Raízen Compliance Communication Channels: means by which Raízen Group collaborators and third parties may use to report violations of the Code of Conduct of the Company, as well as its policies and procedures. They are the Ethics Channel: 0800-772-4936 or canaldeetica@raizen.com)

Code of Conduct - means the Code of Conduct and the Statement of Business Principles of its members, approved by the shareholders, by the Board of Directors and by the Executive Board of the Raízen Group companies (definition below), to be applicable to such companies and to all its subsidiaries, available at <http://intranet.raizen.com/sitepages/a-raizen/sobre/etica-e-compliance/default.aspx>

Corruption - means the practice of corrupting someone for the purpose of receiving undue benefits through undue and unlawful money, advantages or gifts, either actively, passively, or effectively, with consummation of payment or receipt of money, presents or improper or illegal benefits is by the tried and unsuccessful way, by the simple offer or request, even if the payment or receipt does not materialize;

Legal Department: Department responsible for the legal assistance of Raízen Group;

Audit Department: Department responsible for verifications and investigations of violations of the Raízen Code of Conduct and CIA policies;

Raízen Group - means Raízen Fuels S.A. and Raízen Energia S.A. and all legal entities in which the aforementioned companies have an equity interest or equivalent that guarantees them the right to elect a majority of the managers and to define the conduct of the business strategies of said legal entities. For the purposes of this Policy, all references to "Raízen Group" include not only the aforementioned legal entities, but also all its employees, directors, officers, managers, managers, agents, service providers, attorneys and all those which, in any way, have the capacity to represent the legal entities that make up the Raízen Group;

Facilitation Payment - means a non-officially or legally required payment, usually of small value, made to a Public Agent to initiate or continue a process that is the obligation of such Public Agent to execute without making any payment in addition to official fees. For the purposes of this Policy, Facilitation Payment is understood as Bribery, regardless of the materiality of the amounts involved;

PCS&C - means Program to Combat Bribery and Corruption, which is formed by the set of this Policy to Combat Bribery and Corruption, the Manual to Combat Bribery and Corruption and Training to Combat Bribery and Corruption;

Bribery - means any conduct, whether by action or omission, to give or receive, to offer or request, even if not consummated the actual payment or receipt, either directly or indirectly, through the intermediary of third parties (service providers, class entities or any other), any cash value or any other form of benefit for the personal benefit of the Public Agent involved and / or third party indicated for the respective receipt, that has for purpose an improper or inappropriate

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result, that would not have happened were it not for the Bribery , including, but not limited to, the granting of favors, entertainment, travel, lodging, discount, reimbursement, gift, gift or any other form of advantage. For the purposes of this Policy, Bribery will be considered the acts described here in relation to Public Agents and / or private agents;

3. PURPOSE

The purpose of this Policy is to guide and engage all individuals and legal entities that have the capacity to represent the Raízen Group on any basis or that relate to members of the Raízen Group in any form, regarding the prevention of the practice of Bribery acts or Corruption.

4. SCOPE

This Policy covers all areas, units, businesses and functions of Raízen Group companies and applies to all its employees, managers, partners, distributors, representatives, contractors, suppliers, solicitors and agents, including members of the Boards of Directors and Executive Boards. It is also applicable to all companies whose direct or indirect shareholding control is of one of the Raízen Group companies, as well as to the joint ventures in which one of the Raízen Group companies is formally designated as an operator.

For companies where there is no direct or indirect shareholding control and / or joint ventures not operated by any of the Raízen Group companies, the Raízen representative (see section 6, below) in these entities should advocate for the adoption of this Policy to Combat Bribery and Corruption , as well as from the Manual to Combat Bribery and Corruption or, if not possible, principles that are specifically equivalent.

All employees, directors, managers, agents, representatives, attorneys, service providers, and all individuals and / or legal entities acting in any way on behalf of the Raízen Group must strictly and strictly observe this Policy, whether acting directly or indirectly through representation in class entities, trade unions, associations or any other public or private representation body.

In addition, the practice of Corruption and Bribery may be penalized by authorities inside and outside Brazil, regardless of where the acts have been practiced, creating concrete exposure to risk of penalty in one or more jurisdictions for both Raízen Group members and shareholders. Consequently, in geographic terms, this Policy applies to Raízen Group members located in Brazil and abroad, irrespective of the

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jurisdiction / country in which they act on behalf of the Raízen Group, whether or not the Raízen Group is represented in such jurisdiction / country, without distinction.

5. GUIDELINES

5.1. Principle of Business Integrity

The Code of Conduct sets out, among the principles that guide the Raízen Group's performance in general and the conduct of its business in particular, the principle of Business Integrity, which means that the members of the Raízen Group insist on honesty, integrity and faithful observance of the laws in all aspects of their business and their conduct as corporate citizens and expects the same from all those with whom they relate, directly or indirectly.

The practice of Bribery or Routine, as a crime under Brazilian law and in several other jurisdictions where the Raízen Group operates, is fundamentally opposed to the fundamental values of honesty, integrity and respect for the people who are adopted by the Raízen Group unconditionally and unrestricted. Raízen employees involved in Bribery and / or Corruption are subject to disciplinary action, dismissal, even for just cause, and may respond to criminal prosecution.

This Policy should be read, interpreted and applied considering the documents listed in item 9 below, in particular, but not only, with the Public Administration Interaction Policy.

5.2. Practices Contrary to the Policy to Combat Bribery and Corruption.

When acting under any form of representation of the Raízen Group, whether direct or indirect, no legal or physical person shall, under any circumstances and under any pretext:

5.2.1. Offer, accept, solicit or pay, directly or indirectly, Bribery or Facilitation Payment;

5.2.2. Use social sustainability initiatives, such as charitable giving, or the practice of offering / accepting gifts, entertainment and / or hospitality, as a way to obtain or allow an undue advantage to be obtained from third parties, whether public or private; or

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5.2.3. Use third parties, agents, agents, service providers in general and / or class entities or representation to, even indirectly, offer or accept Bribery or Facilitation Payment.

5.3. Good Practices related to this Policy to Combat Bribery and Corruption.

When acting under any form of representation of the Raízen Group, whether direct or indirect, legal or physical persons should always:

5.3.1. Be cautious in offering, giving, soliciting or receiving gifts or hospitality, so as to ensure that they are not (a) influencing any decision-making process or (b) being delivered / received as a reward for practice or abstaining from any act that directly or indirectly benefits any entity that is part of the Raízen Group and / or the legal or physical entity involved in the practice or abstention from the practice of the act. The provision of institutional representation expenses, including the offer and receipt of gifts and hospitality, is a commonly accepted corporate practice, and by itself, when done under the cautions provided herein, is not prohibited. The Code of Conduct contains further details on the practice of offering and accepting gifts and hospitality and should serve as a reference in case of doubt;

5.3.2. Consult your supervisors or immediate managers in case of doubt regarding the acceptance or offer of gifts, hospitality, entertainment or any other good or value to or from third parties. Regardless of consultation, gifts or hospitality with values greater than acceptable, as defined below, they should be reported in the reporting controls tool on the Intranet (<http://intranet.raizen.com/sitepages/a-raizen/sobre/etica-e-compliance/default.aspx>).

Acceptable gifts and hospitality are in line with the Code of Conduct:

I. Present (of one or more items) not exceeding R \$ 100.00 (one hundred reais), including corporate gifts that present the donor's logo (calendars, calendars, etc.);

II. Meals related to a business operation of no more than R \$ 200.00 (two hundred reais) per person;

III. Invitations for occasional events, not exceeding R \$ 400.00 (four hundred reais) per person and that do not last longer than one (1) day. "Occasional" in this case means no more than three times a year with the same business partner.

5.3.3. Verify the probity of third party intermediaries with whom the Raízen Group members relate and ensure that such persons understand and comply with this Bribery and Corruption Policy and the Code of Conduct and ensure that any amounts paid to these third party intermediaries market values for similar contracts;

5.3.4. Report to supervisors or immediate managers any situations that in the reasonable understanding of the person involved in the good faith may characterize Corruption or Facilitation Payment or, if applicable, through the Raízen Ethics Channel, using the number 0800-772- 4936 or the e-mail canaldeetica@raizen.com.

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6. RESPONSIBILITIES

6.1. Board of Directors

- Establish PCS & C as Raízen Group's essential policy of conduct and approve its implementation; and
- Supervise, through the Audit Committee, the implementation of the PCS & C by the Executive Board.

6.2. Executive Board

- Define the content and format of PCS & C;
- Ensure alignment with the necessary internal policies and approvals;
- Supervise the implementation of PCS & C by the Vice Presidencies / Directorates of the business / function areas; and
- Assist the Chief Executive Officer in overseeing the implementation of PCS & C.

6.3. Chief Executive Officer

- Supervise and coordinate the implementation of the PCS & C by the Vice Presidents of business / functions;
- Ensure the engagement of the business / functions and the adequate allocation of resources for the implementation of PCS & C; and
- Address obstacles to the implementation of PCS & C with the support of the Chief Legal Officer / Compliance Officer.

6.4. Vice-Presidents of business/functions areas

- Final responsibility for the compliance of activities in their areas and for the implementation and adherence of employees to PCS & C;
- Engagement of people and resources needed to implement PCS & C, including the appointment of focal points; and
- Monitoring the implementation of PCS & C in its areas and reporting on developments and violations to the Executive Board and Internal Audit.

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6.5. Chief Compliance Officer / Legal Vice President

- Minimize PCS & C implementation material and submit internal approvals to the Corporate Control Management, see item 1A3 of the Raízen Authorities Manual;
- Disseminate the PCS & C implementation material, train focal points and members of the Board of Directors and Board of Executive Officers;
- Organize, coordinate and implement the training program that is an integral part of PCS & C; and
- Advise the Board of Directors, Audit Committee, Ethics Committee, Executive Board, Chief Executive Officer, Vice Presidents and focal points in legal matters related to the implementation of PCS & C.

6.6. Focal Points of Business/Functions

- Ensure adequate propagation of initiatives necessary for the implementation of PCS & C;
- Report implementation progress to its leadership (Vice-Presidents);
- Coordinate the implementation of training activities in their respective areas; and
- Provide clarifications that are requested regarding this Policy; receive and forward to possible reports of situations that may represent practices of Corruption forwarded via the Ethics Channel, gift / hospitality reporting tools and conflict of interests, and Audit.

6.7. Ethics Committee

- Manage Raízen Group's ethics channels, ensuring the availability of reports of situations by employees and third parties and ensure the transparency, smoothness and confidentiality of the process;
- To receive and analyze reports of employees and third parties regarding possible corruption practices and to send them to them through the engagement of the relevant areas / functions and at the appropriate levels according to the object of the report received, always ensuring that the Vice President of the area involved be aware of the circumstances reported in your area;
- Follow up with the Vice President / Director of the reporting area or report the closure of internal investigations and, if applicable, what corrective or disciplinary measures were applied;
- To act together with the Chief Auditor of the Raízen Group to ensure that all reports and assessments are properly processed, are recorded for internal reporting and monitoring of statistics and are closed with an indication of any disciplinary measures adopted; and

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- Report cases investigated to the Audit Committee and the Board of Executive Officers;

7. REPORTING OF VIOLATIONS

Any and all violations of this Policy must be reported through one of the Raízen Compliance Communication Channels (Ethics Channel: 0800-772-4936 or channeldeetica@raizen.com), and / or directly to the Audit Department.

Raízen Group will not tolerate any type of retaliation against any person, internal or external, who communicates in good faith a violation or suspected violation of any legal norm or item of its Code of Conduct, including this Policy.

8. INSERVANCE OF THESE POLICIES

Raízen does not admit the practice by its officials or their representatives of any kind of illegal conduct. The offer, promise, delivery or acceptance, directly or through third parties, of economic benefits or undue advantages of any kind to Public Agents as a way of facilitating business, omitting acts or obtaining benefits for the Raízen Group, such as obtaining permits, licenses, permits and certificates;

It is not allowed to practice or contribute to the practice of acts that may be considered harmful to the Public Administration.

In addition to the training given periodically to its employees, the Legal Department promises to clarify any doubts, seeking a quick solution to mitigate or eliminate possible conflicts and / or risks.

Any employee of Raízen who does not comply with the provisions of this policy, and does not follow the procedures and requirements set forth herein to carry out interactions with public agents, or not complying with legal and regulatory provisions herein, shall be subject to sanctions, ranging from warnings to dismissal and, if applicable, to the confrontation of civil and criminal accountability processes.

Negligence and voluntary failure are considered noncompliance with this policy and the Code of Conduct, being subject to the application of disciplinary measures provided for in internal regulations to its employees.

With respect to third party representatives of the Company, noncompliance with this Policy will lead to termination of the contract, as well as the management of any action for damages, without prejudice to other legal provisions.

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09. RELATED DOCUMENTS

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

9.1 BRAZILIAN AND FOREIGN LEGISLATION:

- United States Foreign Corrupt Practices Act (FCPA);
- UK Bribery Act 2010;
- Brazilian Penal Code;
- Law on Tenders and Administrative Contracts - No. 8.666 / 1993;
- Administrative Improbity Law - nº 8.429 / 92;
- Conflict of Interest Law - nº 12.813 / 13;
- Law on Administrative and Civil Responsibility of Legal Entities - nº 12.846 / 13.

9.2 INTERNAL RULES

- Code of conduct;
- Institutional Relationship Policy - PLT. 03;
- Social Performance Policy - PLT. 10;
- Anti-Corruption Policy - PLT.14;
- Competitive Compliance Policy - PLT. 17;
- Policy of Interlocution with the Public Administration;