

**WHISTLEBLOWER POLICY OF  
BLAU FARMACÊUTICA S.A.**

Approved at a Meeting of the Company's Board of Directors held on  
October 23<sup>rd</sup>, 2017

On October 23<sup>rd</sup>, 2017, the Audit Committee of Blau Farmacêutica SA (the "Company") adopted this Whistleblower Policy to establish procedures for receiving and handling complaints, including also complaints filed by its internal possible violations of the Company's Code of Conduct and Ethics (the "Code of Conduct and Ethics"), as well as financial and accounting matters or procedures of audit.

The Whistleblower Policy provides procedures and encourages employees, suppliers and service providers of the Company, its affiliates and subsidiaries to report their complaints and concerns. The list below is not intended to be exhaustive, merely by presenting some of the examples that may be processed, so that any person making claims related to the Company must report them in accordance with this Policy.

**Whistleblower:**

Under this Policy, a Whistleblower is defined as an individual who engages in work or personal activity, compensated by the Company, provides services or supplies any raw material or material directly or through a employer or contractor legal entity for any reason, although in an eventuality, with or without technical, hierarchical or legal subordination.

**Complaint:**

The complaint is any formal detailed written statement detailing a claim or grievance against noncompliance with the Company's internal procedures, rules and laws, including the Code of Conduct and Ethics.

**Internal Auditor:**

For the purposes of this Policy, the Company's internal auditor is a non-contingent, paid and subordinate employee with the task of reviewing, investigating and dealing with complaints under this Policy, proposing direct and effective actions in the sense of mitigate or eliminate potential or actual situations of noncompliance with the Company's internal procedures, rules and laws, including the Code of Conduct and Ethics.

In some cases, the person appointed by the Legal and Compliance Department will be the right person to initially receive and handle the Complaint on behalf of and under the supervision of the Compliance.

**Compliance:**

The Compliance is the department subordinated to the Legal Department to, among other duties, review, investigate and deal with Complaints that do not fall within the original competence of the Audit Committee, proposing direct and effective actions to mitigate or eliminate potential or actual situations of noncompliance with the Company's internal procedures, rules and laws, including the Code of Conduct and Ethics, as well as with competence to approve the investigative reports.

**Audit Committee:**

The Audit Committee is the collegial organ responsible for investigating, reviewing and proposing precautionary measures related to the Complaints of eventualities and noncompliance with the Company's accounting practices.

The Audit Committee shall be subsidized at regular intervals of all relevant Complaints submitted to the Compliance (or a summary thereof) and discuss the matters before the Board of Directors.

The Audit Committee may revise and propose, by decision of a majority of its members, changes in this Policy, as necessary or appropriate, subject to the approval of the Board of Directors.

#### **Complaining procedures by the Whistleblower:**

Any Complainant may, in good faith, file a complaint in the event of a possible violation to the Company's internal procedures, rules and laws, including the Code of Conduct and Ethics or rules related to financial statements or other disclosures, accounting, internal controls of accounting or disclosure, audit matters without fear of dismissal, termination of your agreement with the Company, or retaliation of any kind.

The Company is committed to comply with all applicable laws and regulations, in all its dimensions including, but not limited to, matters relating to securities, accounting and tax rules, accounting controls and auditing practices.

Whistleblowers are encouraged to follow these procedures and report any possible violations or question suspicious situations that may occur, that are in progress or are about to occur.

The Legal and Compliance Department together with the Audit Committee will supervise activities related to the treatment of employees' concerns in this area.

#### **Complaint Reception:**

Whistleblowers with good faith concerns about possible or potential violation of the Company's internal procedures, rules and laws, including the Anticorruption Policy and the Code of Conduct and Ethics, tax and accounting procedures, offenses against principles and procedures of good manufacturing and control practices by production line and other rules and procedures of attention and protection to health must report their concerns and, thus, the Complaints must be made according to the procedure described below.

Any and all Complaints shall, as far as possible, present as many details as possible and sufficient to enable an in-depth investigation to be carried out, which shall be treated with total discretion and confidentiality. Notwithstanding the need for detail as an essential premise for good investigation, no Complaint will cease to be assessed by the responsible auditor.

The Complaint should be formulated, usually, by addressing the hierarchical superior, i.e. the person in-charge, direct supervisor or manager or, in the case of a Whistleblower who is not part of the Company's staff, directly to the Compliance manager.

The person in-charge, direct supervisor or manager, or even the Compliance manager, has the obligation to treat the complaint confidentially, referring it.

If the Whistleblower wishes to remain anonymous, the Complaint may be forwarded to the Company's internal auditor through the usual channels provided by the Company, to the complaint channel / CAC / Ombudsman e-mail, to the telephone number of complaints from

their country or to the denunciations page on the Company's intranet, easily identified through the intranet, or the Company's website on the internet.

| COMPLAINT CHANNELS | E-MAIL                                    | BRANCH |
|--------------------|---|--------|
| Compliance         | compliance@blau.com.br<br>cac@blau.com.br | 9686   |

Likewise, the Complaints against a person in-charge, direct supervisor or manager, should be formulated directly to the communication channels made available to the anonymous Complaint method.

Whether in the identifiable or anonymous method, the Complaints issuing concerns or complaints will be transferred by those who received them from the Whistleblower to the Company's internal auditor, who will ensure the adequate protection of the information contained therein in order to provide the best and most efficient evaluation and investigation of the facts reported.

**Scope of the matters covered by these procedures:**

In order to illustrate the issues that can be reported in the form of this Policy, but without the intention of being exhaustive in the hypotheses, complaints may be formulated for the following situations:

- fraud or deliberate error in the preparation, evaluation, review or audit of any Company's financial statement;
- fraud or deliberate error in the execution and/or maintenance of the Company's financial accounting records;
- failure to comply with good manufacturing practices or any procedural error that could jeopardize the safety/quality of our products;
- deficiencies or noncompliance with the Company's internal controls/rules;
- manipulation of information, or false statement of a senior employee or accountant on a matter contained in the Company's financial records, financial reports or audit reports;
- any attempt to mislead or unduly influence the Company's independent auditor in the course of the performance of their audit;
- any type of misappropriation of information in the Company's reports that prevent the Company from disclosing a complete, accurate and fair report of the Company's financial situation, including public disclosures of the Company's financial position, or relevant false statements or omissions about the Company's financial situation, results of operations or cash flows, including prospective statements;
- improper expenses made on behalf of the Company;
- improper use of Company property;
- disclosure of confidential information and/or property of the Company;

- suspected acts of corruption;
- use of Company's internal information for trading securities;
- any verified, possible or alleged violations of the Company's Anti-Corruption Policy; or
- any violations of the Company's Code of Conduct and Ethics.

#### **Complaints Treatment:**

Upon receipt of the Complaint, the internal auditor shall clearly and precisely indicate the date and time of receipt of the Complaint, classifying it according to the topic addressed between the hypothesis of (1) financial and accounting matters and (2) violations to the Code of Conduct and Ethics and Anticorruption Policy or other relevant issue.

Complaints involving accounting, tax, financial and audit matters shall be reviewed and ascertained in accordance with the guidance of the Audit Committee or such other persons as the Audit Committee deems appropriate.

The Complaints related to violations of the Code of Conduct and Ethics, Anticorruption Policy or any other relevant matters will be reviewed and determined by the Company's internal auditor.

After the initial review, the Audit Committee or the Company's internal auditor, as the case may be, will determine whether the matter warrants an investigation and will supervise any investigation that may be made.

If the matter has an initial treatment with the Company's internal auditor and presents content that is significant or relevant to the Company's interest, the internal auditor shall at any time present and discuss the matter with the Audit Committee in order to give the best treatment to the investigations in search for real truth.

The Company's internal auditor, or persons authorized to conduct the investigation, shall inform the Compliance Department or Audit Committee in a timely manner of all findings of fact, conclusions and recommendations proposed for corrective action, if any.

In any event, the Legal and Compliance Officer or the Audit Committee, as the case may be, shall review, discuss and approve the report, suggesting, as appropriate and as much as possible, improvements to the proposed corrective actions. Once the report is approved, with or without modifications, prompt and appropriate action will be taken by the relevant areas and departments, as applicable.

The Company will not directly or indirectly reprimand, prosecute, suspend, threaten, harass or discriminate against any Whistleblower under the terms and conditions of work or supply, in the face of a Complaint made in good faith, even if the Complaint has been non-persistent or unfounded.

Confidentiality shall be maintained to the greatest extent possible, unless otherwise agreed by the Whistleblower as necessary to carry out a thorough investigation or as to be disclosed by law.

At the end of the investigative procedure, if the complaint has not been made under confidentiality, the Complainant will be informed of the merits of the complaint and the outcome of the investigative proceeding.

**Report and historical record of complaints and investigations:**

The Compliance Department will keep records of all complaints, including date of receipt, details of the investigation, findings, conclusions, and actions taken.

Copies of complaints and such records of procedures shall be kept in accordance with the Company's retention policy and may be provided upon request to the Audit Committee.

A quarterly periodical report shall be submitted by the Compliance to the Audit Committee or, in a shorter time, when the materiality of the complaint so provokes.

**Approval**

This Policy was approved by the Board of Directors of Blau Farmacêutica, on October 23, 2017, effective as of this date.