

RECOMMENDATIONS (Corp. Gov. Code)**COMPLIANCE****II.1.3. ELIGIBILITY CRITERIA AND APPOINTMENT**

II.1.3.1. Depending on the applicable model, the Chairman of the Supervisory Board, Audit Committee or Committee on Financial Matters shall be independent and have the appropriate competences to the performance of his/her duties.

Complied with

See Chapter II
Point II.21.

II.1.3.2. The selection process for non-executive directors' candidates shall be conceived in a way such as to impede the interference from the executive directors.

Not complied with

See Chapter 0
Point II.16**II.1.4. POLICY ON REPORTING IRREGULARITIES**

II.1.4.1. The company shall adopt a whistle-blowing policy for reporting alleged irregularities with the following elements: i) indication of the means by which whistleblowing reports can be made within the company, including the people qualified to receive them; ii) indication of the treatment to be given to the reports, including confidentiality if the whistleblower so requires..

Complied with

See Chapter II
Point II.35.

II.1.4.2. The general lines of this policy shall be disclosed in the Corporate Governance Report.

Complied with

See Chapter II
Point II.35.**II.1.5. REMUNERATION**

II.1.5.1. The remuneration of the members of the Board of Directors shall be structured in such a way as to ensure the alignment between their interests and the long-term interests of the company, be based on performance evaluation and discourage excessive risk-taking. To that effect, the remuneration shall be structured according to the following: (i) The remuneration of directors, who perform executive duties, shall integrate a variable component, which determination depends on a performance evaluation, by the company's competent bodies, according to pre-determined measurable criteria, which considers the real growth of the company and the wealth, in fact, generated for shareholders, its long-term sustainability and the assumed risks, as well as the compliance with rules applicable to the company's activity; (ii) The variable component of the remuneration shall be globally reasonable when compared to the fixed remuneration component, and maximum limits

Not complied with

See chapter 0
Point 04.
II.1.5.1