

INTERNAL REGULATION OF THE AUDIT COMMITTEE OF BRISANET PARTICIPAÇÕES S.A.

CHAPTER I PURPOSE, MISSION AND SCOPE

Article 1 – The Audit Committee of Brisamet Participações S.A. (“**Company**”) is an advisory body directly linked to the Company's Board of Directors, of a permanent nature, subject to these Internal Regulations (“**Regulations**”), to the provisions of the Company's bylaws (“**Bylaws**”) and to the applicable legislation and regulations.

Paragraph 1 - The Board of Directors may request that the Audit Committee previously analyze specific matters within its competence.

Paragraph 2 - The Audit Committee's deliberations are merely recommendations and do not bind the Board of Directors.

Article 2 - The Board of Directors is exclusively responsible for defining the risk profile, granting the members elected according to article 15 of these Rules, the respective administration of the Audit Committee, always in compliance with the rules and definitions of the Bylaws and these Regulations.

Article 3 - These Regulations apply to all employees, leaders, managers, officers and directors, although they may involve other interested parties (stakeholders), within the legal limits of their actions.

Article 4 - The Audit Committee, as an advisory and support body to the Board of Directors, will have the following duties and responsibilities:

- (i) to comment on the hiring and dismissal of independent audit services;
- (ii) to evaluate the quarterly information, interim statements and annual financial statements;
- (iii) to evaluate, monitor and recommend to management the correction or improvement of internal policies, as well as to have means for receiving and processing information about non-compliance with applicable legal provisions and regulations;
- (iv) to review, prior to any material external disclosure, the financial statements in their explanatory notes, management reports, audit report (opinion) or any document to the public, related to the Company and its controlled companies;
- (v) to request clarification as to the points that generated eventual changes in the opinion of the independent auditors' report;
- (vi) to monitor the Executive Board's response to the recommendations made by the independent auditors or the internal auditors;
- (vii) to follow-up on the evolution and updating of the risk mapping;
- (viii) to follow-up on all stages of the risk management process;
- (ix) to monitor and ensure the enforcement and reliability of the internal audit and internal controls;

- (x) to evaluate, monitor and recommend the correction or improvement of the Company's internal policies, including the Policy on Transactions with Related Parties;
- (xi) to have means for receiving and processing information about non-compliance with legal provisions and norms applicable to the Company, in addition to internal regulations and codes, including the provision for protecting the provider and the confidentiality of the information;
- (xii) to ensure the clarity and compliance of the Company with its mission, vision, values, strategic guidelines, the Company's Code of Ethics, internal policies, procedures and processes;
- (xiii) to check and monitor operations with related parties;
- (xiv) to identify conflicts of interest;
- (xv) to identify opportunities and continuous improvement;
- (xvi) to coordinate and monitor the Company's whistle blowing and ombudsman channels, ensuring their good functioning with independence, secrecy, confidentiality and free from retaliation;
- (xvii) to investigate and monitor events that place the Company's internal controls or compliance at risk;
- (xviii) to ensure that the training and qualification of personnel enables them to identify, anticipate, measure, monitor and, as the case may be, mitigate risks, pursuant to the Company's Risk Management Policy; and
- (xix) to ensure that the organizational structure is sized to fulfill the role of good corporate governance.

Paragraph 1 - The Audit Committee will act in the mapping of risks, establishing the possibility of prevention, mitigation, conflict mediation and the proposal of corporate governance enhancement, with emphasis on good faith and continuous improvement in order to seek an environment free of harassment of all kinds, frauds, corruption, illicit and inappropriate behavior.

Paragraph 2 - The Audit Committee will be responsible for all coordination and interaction with the whistle blowing and ombudsman channels, including confidential ones, internal and external to the Company, in any matters related to the Company's activities, as well as the communication of events to the Company's Board of Directors, in accordance with the matters and scopes determined.

Article 5 - In addition to the duties set forth in the previous article, the Audit Committee must:

- (i) watch over the Company's interests within the scope of its attributions;
- (ii) appraise the reports issued by regulatory agencies on the Company, insofar as they may have an impact on the perception of the matters within its competence, as provided in these Regulations and in the applicable legislation; and
- (iii) annually conduct a self-evaluation of its activities and identify possibilities for improvement in the way it operates.

Article 6 - In addition to the duties set forth in the previous article, the Audit Committee shall supervise the activities of the Internal Audit, which include:

- (i) discussing, reviewing, suggesting pertinent modifications and recommending or not approval by the Board of Directors of the Internal Audit Annual Work Plan;
- (ii) discussing with the Internal Audit the execution of extra tasks, in addition to the Plan; and
- (iii) monitoring, evaluating the execution, implementation and quality of the Internal Audit work.

Article 7 - In order to perform its duties, the Audit Committee will have operational autonomy and an annual budget allocation, within limits approved by the Board of Directors, to conduct or determine the conduct of consultations, evaluations and investigations within the scope of its activities, including hiring and using independent external experts.

Article 8 - The Audit Committee, in performing its activities, will act within legal limits, good practices, available resources, honesty, good faith, equality, celerity, transparency and integrity.

Article 9 - Any member of the Audit Committee who identifies a conflict of interest in relation to any matter dealt with must abstain from participating in the referred decisions and declare himself/herself impeded.

Article 10 - Any acting member of the Audit Committee shall have the right to request and examine, individually, books and other corporate documents, and may make notes and observations, which will be discussed and deliberated at the respective meetings, provided that such books and documents refer to matters under the competence of the Audit Committee, pursuant to article 4 of these Rules.

Paragraph 1 - The examination of documents will only be allowed at the Company's headquarters and upon previous request.

Paragraph 2 - Requests for information or clarification on corporate business on the initiative of any member of the Audit Committee should be presented to the Company's management bodies, by means of a request signed by the Audit Committee Coordinator.

Article 11 - The Audit Committee may call in specialists and hire external consultants to analyze and discuss the issues under its responsibility, ensuring the integrity and confidentiality of the work. However, the work of external consultants does not relieve the Audit Committee of its responsibilities.

CHAPTER II IDENTIFICATION, MEASUREMENT AND TREATMENT OF RISKS

Article 12 - The Audit Committee will be responsible for structuring the Company so that all key parties involved are able to identify, anticipate, measure, monitor and/or mitigate the risks.

Paragraph 1 - The Audit Committee must propose the roles and responsibilities of the agents (persons) responsible for corporate governance of risk treatment, the control systems, the composition and scopes of these forums, as well as the definition of the necessary policies.

Paragraph 2 - The Audit Committee will also be responsible for the communication and interaction of the events with the various publics.

Article 13 - At the identification stage, the risks must be categorized by nature (strategic, operational, financial, image), type (macroeconomic, environmental, social, technological, legal, labor, civil, tax, financial, compliance) and origin (internal or external).

Article 14 - At the evaluation and measurement stage, the risks must be classified by their respective relevance with emphasis on the tangible and intangible impact and their probability of occurrence, taking into consideration the Company's strategic objectives and culture, its suitability for economic, market and sectorial risks, not only of a financial nature, but also of a qualitative nature related to brand recognition, reputation, image, work environment, socio-environmental responsibility, transparency, reliability, etc.

Article 15 - The risks should be addressed, seeking to eliminate, prevent, transfer, mitigate or accept them. Therefore, the Audit Committee should have a proactive attitude.

Sole Paragraph - Structured risk response measures and plans should be adopted for each risk or set of similar risks, with their respective prioritization, classification and severity, cost estimates (as accurate as possible), timeline and responsibilities, so as to have the appropriate responses.

CHAPTER III COMPOSITION AND OPERATION

Article 16 - The Audit Committee will be composed of at least three (3) members, elected and dismissible by the Board of Directors for a mandate of two (2) years, reelection being permitted, considering that:

- (i) at least 1 (one) of them must be an independent board member of the Company;
- (ii) at least 1 (one) of them must have recognized experience in corporate accounting matters; and
- (iii) the same member may accumulate the two characteristics provided for in clauses (i) and (ii) above.

Paragraph 1 - Directors of the Company, of its subsidiaries, of its controlling shareholder, of affiliates or companies under common control are not allowed to be members of the Audit Committee.

Paragraph 2 - The independence of the member who occupies, jointly, the position of member of the Audit Committee must be proven as per the Company's policies and regulations, as well as the applicable legislation, observing, furthermore, the provisions of the Novo Mercado regulations of B3 S.A. - Brasil, Bolsa, Balcão.

Paragraph 3 - In order to fulfill the requirement of recognized experience in matters of corporate accounting referred to in the *caput* of this article, the member of the Audit Committee must have:

- (a) knowledge of generally accepted accounting principles and financial statements;
- (b) the ability to evaluate the application of these principles in relation to the main accounting estimates;
- (c) expertise in preparing, auditing, analyzing or evaluating financial statements that are comparable in scope and complexity to the ones of the Company;
- (d) educational background compatible with the knowledge of corporate accounting required for the activities of the Audit Committee; and
- (e) knowledge of internal controls and corporate accounting procedures.

Paragraph 4 - Compliance with the requirements set forth in paragraph 3 above must be proven by means of documentation kept at the Company's headquarters for a period of five (5) years as from the last day of the term of office of the Audit Committee member.

Paragraph 5 - The duties of the Audit Committee members are non-delegable and must be exercised in compliance with the duties of loyalty and diligence, as well as avoiding any situations of conflict that might affect the interests of the Company and its shareholders.

Paragraph 6 - The members of the Audit Committee must maintain an impartial posture in the performance of their activities and, above all, in relation to the estimates in the financial statements and the management of the Company.

Paragraph 7 - The members of the Audit Committee must meet the requirements set forth in article 147 of Law 6404 of December 15, 1976, as amended, and will take office upon signing the applicable term of investiture, wherein the requirements for filling the position will be declared.

Paragraph 8 - The Audit Committee may make use of an independent company, with proven experience in acting as internal auditor to develop the evaluation, verification and on-site monitoring work together with the Company's areas and departments, in addition to other activities that the Audit Committee deems necessary.

Paragraph 9 - The election of the Committee members must take place within 3 (three) months before the end of the term of office of the current members, and the secretary of governance and coordinator of the Audit Committee must include on the agenda of the Board of Directors the vote for the election of the Committee members.

Article 17 - In the event of absence or temporary impediment of a member of the Audit Committee, the absent member must indicate, among the other members of the Board of Directors, the one who will replace him/her. In the event of a vacancy, the Coordinator of the Audit Committee or, in his absence, any other member of the Audit Committee, will ask the Chairman and other members of the Board of Directors to call a meeting of the Board of Directors within seven (7) days of the date of the communication, for the election of a new member of the Audit Committee to complete the term of office of the member whose position has become vacant.

Article 18 - The Board of Directors will elect, from among the members of the Audit Committee, a Coordinator, who will be responsible for representing, organizing and coordinating the committee's activities.

Paragraph 1 - The Coordinator of the Audit Committee is responsible for:

- (i) convening, subject to the provisions of article 19 below, installing and presiding over the meetings of the Audit Committee;
- (ii) representing the Audit Committee in its relations with the Board of Directors, the Company's Executive Board and its internal and external auditors, internal bodies and committees, signing, when necessary, the correspondences, invitations and reports addressed to them;
- (iii) inviting any eventual participants to meetings of the Audit Committee on behalf of the Audit Committee; and
- (iv) observing and enforcing these Regulations by all other members of the Audit Committee.

Paragraph 2 - The Coordinator of the Audit Committee, accompanied by other members of the Audit Committee should, when necessary or convenient:

- (i) meet with the Board of Directors, when convened at least quarterly, to report on the activities of the Audit Committee, among other matters that may be pertinent; and
- (ii) attend the Company's Annual General Meeting.

Paragraph 3 - In order to comply with the provisions of paragraph 2, item (i) above, should the Coordinator of the Audit Committee not be convened by the Board of Directors for meetings at least quarterly, the Coordinator shall send, ten (10) days prior to the end of such term, a meeting request addressed to all members of the Board of Directors in order to comply with such periodicity.

CHAPTER IV AUDIT COMMITTEE MEETINGS

Article 19 - The Audit Committee shall meet, ordinarily, at least every 3 (three) months, or, extraordinarily, whenever convened by the Coordinator, by the Chairman of the Board of Directors or by two members of the Board of Directors acting jointly, or at the written request of any member of the Audit Committee.

Paragraph 1 - The meetings of the Audit Committee may be convened by any member of the Audit Committee, when the Coordinator does not respond, within 3 (three) calendar days, as of the receipt of such request, to the convening request presented by such member.

Paragraph 2 - Copies of the notices convening meetings of the Audit Committee will be sent to all members of the Board of Directors.

Article 20 - The meetings of the Audit Committee will be convened as follows:

- (i) at least 3 (three) business days prior to the date of each meeting;
- (ii) in writing, via e-mail or letter, both with return receipt;
- (iii) with information on the place, date, time and agenda of the meeting; and
- (iv) with all the documents that will be subject to deliberation.

Article 21 - The meetings of the Audit Committee shall be held with the presence of the majority of the members of the Audit Committee. In the absence of the minimum quorum, the Coordinator of the Audit Committee, the Chairman of the Board of Directors or two members of the Board of Directors acting jointly, shall convene a new meeting, which shall be held with any quorum, according to the urgency required for the matter to be dealt with.

Paragraph 1 - The call may be waived whenever all members of the Audit Committee are present at the meeting, or by prior written agreement of the absent members.

Paragraph 2 - The Audit Committee meetings may be held in person or remotely by means of a conference call system, videoconference or any other means of communication that allows the identification of the Audit Committee member and simultaneous communication with all other persons attending the meeting. In this case, the Audit Committee members will be considered present at the meeting and must subsequently sign the corresponding minutes.

Paragraph 3 - In the event of matters requiring urgent consideration, the Coordinator of the Audit Committee, the Chairman of the Board of Directors or two members of the Board of Directors acting jointly, at their sole discretion, may call a meeting of the Audit Committee at a shorter notice than that described in article 19, such meeting being considered valid and effective for all purposes, provided that the quorum for the convening of the meeting is observed.

Article 22 - The recommendations, opinions, and reports of the Audit Committee will be approved by a majority vote of the members present at the respective meetings.

Paragraph 1 - The agenda of the meetings will be prepared by the governance secretariat or the Audit Committee Coordinator, by the Chairman of the Board of Directors or by the members of the Board of Directors who convened the meeting, as the case may be, and the other members of the Audit Committee may suggest and request additional matters to be considered by the Audit Committee.

Article 23 - The Audit Committee may call members of the Board of Directors, officers, internal and external collaborators of the Company, as well as any other persons that may have relevant information or whose matters on the agenda are pertinent to their area of expertise, to attend its meetings.

Article 24 - The matters, orientations, discussions, recommendations and opinions of the Audit Committee will be recorded in the minutes of its meetings, which will be signed by the members present, and must contain the relevant points of discussion, the list of those present, mention of justified absences, the measures requested and any points of disagreement among members.

Sole Paragraph - Copies of the minutes of the Audit Committee meetings will be sent to all members of the Company's Board of Directors and the documents supporting the meetings will be filed at the Company's headquarters.

CHAPTER V GENERAL PROVISIONS

Article 25 - The cases not covered by these Regulations will be resolved in meetings of the Board of Directors, and it is up to the Board of Directors to settle any existing doubts.

Article 26 - These Regulations shall be constantly reviewed, whether to ensure the continuous improvement of corporate governance practices or due to changes in the bylaws, legislation, or other regulations, and shall be revised and modified by resolution of the majority of the members of the Board of Directors.

Article 27 - The provisions of the Code of Ethics, the Policy on Related-Party Transactions, the Policy for Trading Securities and the Disclosure Policy of Relevant Act and/or Fact, as well as the provisions of all other policies and internal rules of the Company, apply to the members of the Audit Committee.

Article 28 - The present Regulations take effect on the date of their approval by the Board of Directors and will remain in force for an indefinite period.

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