

	Document title	Code:
		Doc. Ref:

AERIS INDÚSTRIA E COMÉRCIO DE EQUIPAMENTOS

PARA GERAÇÃO DE ENERGIA S.A.

Corporate Taxpayer's Register (CNPJ) No.:

NIRE: 23.300.030.125

**INDICATION POLICY OF MEMBERS OF THE BOARD OF DIRECTORS,
ASSISTANCE COMMITTEES TO THE BOARD OF DIRECTORS AND STATUTORY
BOARD**

1. DEFINITIONS

1.1. The terms and expressions mentioned below, both in the singular and plural, when used in this Indication Policy of Members of The Board of Directors, Assistance Committees To The Board of Directors And Statutory Board ("Indication Policy") will have the following meanings:

"Managers"	It means the members of the Board of Directors and the Executive Board of the Corporation;
"Committees"	It means the assistance committees to the Board of Directors, statutory or not;
"Corporation"	It means the Aeris Indústria e Comércio de Equipamentos para Geração de Energia S.A.;
"Board of Directors"	It means the board of directors of the Corporation;
"CVM"	It means the Securities Commission;
"Executive Board"	It means the statutory executive board of the Corporation;
"Articles of Incorporation"	It means the articles of incorporation of the Corporation;
"ICVM 367/02"	It means the CVM Instruction number 367 of May 29th 2002, as amended, that deal with the statement of person elected as member of the board of directors of publicly-held company, provided in the fourth paragraph of the article 147 of the

Revised by:	Date of Approval:
Approved by:	Revision No.

	<h1>Document title</h1>	Code:
		Doc. Ref:

“Corporation Law” It means Law 6.404 of December 15th 1976, as amended.

“New Market Regulation” It means the New Market Regulation of B3 S.A. – Brazil, Stock Exchange, Branch.

2. OBJECTIVE

2.1. This Indication Policy seek to determine the rules, procedures, guidelines and criteria to be observed in the determination of the composition and indication process of members of the Board of Directors, Executive Board and Committees of the Corporation, grounded on the best practices of corporate governance and objectives mentioned below.

2.2. The main objectives of this Indication Policy are:

- (i) seek the formation of group of professionals aligned with the mission, principles and ethical and corporate values of the Corporation;
- (ii) foster the diversity and complementariness of knowledge, experiences and capacities in administration bodies of the Corporation; and
- (iii) contribute so that the management and administration activities of the Corporation privilege a technical and efficient performance.

2.2.1. the indication process rules by this Policy must also observe, as applicable, the provisions in the Articles of Incorporation, internal regiments of the Board of Directors, Executive Board and Committees in the Corporation Law, ICVM 367/02, New Market Regulation and other applicable standards and regulations.

3. INDICATION GENERAL GUIDELINES

3.1. The indication process and criteria set forth in this Indication Policy must be observed in the appointments, elections and re-elections of members of the Board of Directors, Executive Board and Committees according to the legal and statutory competences.

3.2. The composition of the Board of Directors, Executive Board and Committees must observe the guidelines and strategic priorities of the Corporation and the necessities of each body. Moreover, the indication of members that will make up the Board of Directors, Executive Board and Committees must consider the availability of members to carry out their functions and the diversity of knowledge, technical capacity, complementarity of experiences, behaviors, cultural aspects, age group and gender.

Revised by:	Date of Approval:
Approved by:	Revision No.

	<h2>Document title</h2>	Code:
		Doc. Ref:

3.3. It must be indicated to make up the Board of Directors, Executive Board and Committees qualified professionals, with technical, professional and/or academical experience, able to face the challengers of Company, with excellent reputation and whose behavior and professional trajectory are aligned with the principles and values of the Corporation and having commitment with their functions and fiduciary duties.

3.3.1. People prevented by special law or declared unqualified by act of CVM or condemned for crime of bankruptcy, malpractice, bribery, extortion, embezzlement, crimes against the popular economy, public faith or property, or any criminal penalty that prohibits, even if temporarily, the access to public offices cannot be indicated as candidates to positions of members of the Board of Directors, Executive Board and Committees.

3.4. Without prejudice of the provision in this Indication Policy, the indicates ones to positions of Manager and Committee members must also observe the guidelines and requisites determined by the applicable legislation, as well as rules defined in the respective internal regiments.

3.5. The following aspects must be considered and weighted in the choice and appointment of candidates to the positions of Manager and Committee members, without prejudice of others that might be considered relevant by the Board of Directors:

- (i) adequacy of curriculum and professional qualification of candidate to the activities and attributions inherent to the respective position;
- (ii) other activities carried out by the candidate, especially in the light of: (a) the restrictions included in the article 147, paragraph 3 of Corporation Law; (b) eventual conflicts of interest; and (c) availability of time of the candidate to proper and diligent performance of the function to which he would be indicated;
- (iii) complementary of competences, experiences and personal characteristics with regard to the other members, when it is collegiate body;
- (iv) when applicable, the assiduity in meetings during the previous term in the Company and his performance in the period, according to assessment process.

3.6. In cases when the Board of Directors consider convenient, the Company can hire an independent company or professionals to carry out consultancies or obtain opinions about the candidates, as well as assess the inclusion of the candidates in the applicable eligibility standards, according to the applicable rules and this Indication Policy.

4. INDICATION OF MEMBERS OF THE BOARD OF DIRECTORS

Revised by:	Date of Approval:
Approved by:	Revision No.

	Document title	Code:
		Doc. Ref:

4.1. The own Board of Directors is in charge of selecting the candidates that meet the applicable eligibility criteria and requisites to the managers of publicly-held companies, pursuant to Corporation Law, ICVM 367/02, other applicable standards and regulations, Articles of Incorporation, internal regiment of the Board of Directors and this Indication Policy to make up the Board of Directors of the Corporation.

4.1.1. Without prejudice of provision in Clause 4.1 above, the shareholders of the Corporation can indicate candidates to positions in the Board of Directors, within the form and hypothesis defined in the applicable legislation and regulation.

4.2. Observed the rules and definitions of the New Market Regulation, the Board of Directors must have, at least (i) 02 (two) independent directors or (ii) 20% (twenty percent) of independent directors, what is greater.

4.2.1. The characterization of those indicated as independent directors must be decided by the General Meeting, considering: (a) the statement forwarded by the own candidate attesting and/or justifying his classification related to the independence criteria set out in the New Market Regulation; (b) manifestation of the Board of Directors about the classification or not of the candidates in such independence criteria, according to the Clause 4.3 below.

4.3. The Board of Directors must assess the adherence of the candidates appointed by shareholders to this Indication Policy, as well as manifest itself about the classification of candidates in the independence criteria set out in the New Market Regulation.

4.4. The indications of candidates to member of the Board of Directors will be submitted to the General Meeting, followed by the required information, according to the applicable standards, and assessment and manifestation mentioned in the Clause 4.3 above. In cases when the appointment of the director is in charge of the own body, according to the applicable legislation, its internal regiment and Articles of Incorporation, the indications of candidates will be submitted to voting by the Board of Directors.

4.5. The composition of the Board of Directors must be assessed, at least, on a yearly basis and, at least once during the effectiveness of each term, by the own Board of Directors with the objective of examining the complementarity, coherence and adherence of competences of its members.

5. INDICATION OF COMMITTEES MEMBERS

5.1. The Board of Directors will appoint, to make up the Committees, the candidates that meet the criterion and eligibility requisites defined in this Indication Policy and, as the case may be, in the Articles of Incorporation and internal regiment of respective Committee.

Revised by:	Date of Approval:
Approved by:	Revision No.

	Document title	Code:
		Doc. Ref:

5.2. The Board of Directors must assess the adherence of the candidates to positions in the Committees to this Indication Policy.

6. INDICATION OF STATUTORY OFFICERS

6.1. The Board of Directors will indicate to make up the Executive Board the candidates that meet the applicable eligibility criteria and requisites to the managers of publicly-held companies, pursuant to Corporation Law, ICVM 367/02, other applicable standards and regulations, Articles of Incorporation, internal regiment of the Board of Directors and this Indication Policy.

6.2. The composition of the Board of Directors must be assessed, at least, on a yearly basis and, at least once during the effectiveness of each term, by the own Board of Directors with the objective of examining the complementarity, coherence and adherence of competences of its members.

7. GENERAL PROVISIONS

7.1. This Indication Policy can be amended, whenever required, upon decision of the majority of members of the Board of Directors present in the meeting that decide about the subject.

7.2. In case of conflict between the provisions of this Indication Policy, and the Articles of Incorporation of the Corporation, it will prevail the provisions of the Articles of Incorporation and, in case of conflict between the provisions of this Indication Policy and the legislation in effect, it will prevail the provision in the legislation in effect.

7.3. If any provision of this Indication Policy is considered invalid, illegal or ineffective, such provision will be limited, as much as possible, so that the validity, legality and effectiveness of the remaining provisions of this Indication Policy are not affected or harmed.

7.4. This Indication Policy is in effect at the date of its approval by the Board of Directors and it will be disclosed in the way set out in the applicable legislation and regulation.

Approved in Meeting of the Board of Directors of Aeris Indústria e Comércio de Equipamentos para Geração de Energia S.A., held in August 18th 2020.

Presiding Officers:

ALEXANDRE FUNARI NEGRÃO

Chairman

LUIZ HENRIQUE DEL CISTIA
THONON

Secretary

Revised by:	Date of Approval:
Approved by:	Revision No.