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**AERIS INDÚSTRIA E COMÉRCIO DE EQUIPAMENTOS
PARA GERAÇÃO DE ENERGIA S.A.**

Corporate Taxpayer's Register (CNPJ) No.: 12.528.708/0001-07
NIRE: 23.300.030.125

BYLAWS OF THE BOARD OF DIRECTORS

The Board of Directors of Aeris Indústria e Comércio de Equipamentos para Geração de Energia SA approved the following bylaws:

**Chapter I
PURPOSE**

Article 1. The present internal regulation ("Regulation") aims to discipline the operation of the board of directors ("Board of Directors") of Aeris Indústria e Comércio de Equipamentos para Geração de Energia SA ("Company"), its responsibilities and attributions and the relationship of the Board of Directors with the other governing bodies, subject to the provisions of the Company's Articles of Incorporation ("Articles"), of Law No. 6,404, of December 15, 1976, as amended ("Companies' Law"), as well good corporate governance practices.

**Chapter II
MISSION AND GUIDELINES**

Article 2. The Board of Directors' mission is to protect and value the Company's assets, as well as to maximize the return on investment and the Company's long-term sustainability. The Board of Directors must have full knowledge of the Company's values and ensure its improvement.

Article 3. The Board of Directors must establish the general direction of the Company's business and decide on strategic issues, with a view to achieving the following guidelines:

- (i) promote and observe the business purpose of the Company and its controlled companies;
- (ii) watch over the interests of its shareholders, without losing sight of the other interested parties;
- (iii) ensure the Company's longevity, aiming at creating value within a long-term and sustainability perspective, which incorporates considerations of

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

| | | |
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|  | Document title | Code: |
| | | Card Ref.: |

economic, social, environmental and good corporate governance order, in the definition of business and operations;

- (iv) act as guardian of the Company's principles and values;
- (v) formulate guidelines for the management of the Company and its controlled companies, which will be reflected in the annual budget;
- (vi) ensure that strategies and guidelines are effectively implemented by the Executive Board, without, however, interfering in operational matters;
- (vii) review and approve the Company's strategic plans and decisions;
- (viii) prevent and manage situations of conflict of interest or divergence of opinions, so that the interest of the Company always prevails; and
- (ix) monitor and annually review the Company's corporate governance system, always aiming at improving it.]

Chapter III
COMPOSITION, MANDATE, INELIGIBILITY AND INVESTMENT

Article 4 The Company's Board of Directors is composed of at least 5 (five) and at most 10 (ten) members, shareholders or not, resident or not in the country, elected and dismissible at any time by the General Meeting, with a term of office of unified management of 1 (one) year, reelection permitted.

Paragraph One. The directors will remain in their positions until the investiture of their substitutes, unless otherwise resolved by the General Meeting.

Paragraph Two. The Board of Directors will have 1 (one) President and 1 (one) Vice-President, who will be elected by the absolute majority of votes of those present, at the first meeting of the Board of Directors that occurs immediately after the investiture of such members, whenever it occurs vacancy in those positions or whenever a new election is requested by the majority of the members of the Board of Directors.

Article 5. At least 2 (two) or 20% (twenty percent), whichever is greater, of the members of the Board of Directors must be Independent Directors, as defined in Paragraph Two below.

Paragraph One. When, as a result of observing this percentage, a fractional number of directors results, the Company should round up to the next whole number.

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

Paragraph Two. For the purposes of these Rules, “Independent Director” is defined as the one defined as such in the Novo Mercado Listing Rules (“Novo Mercado Rules”) of B3 SA – Brasil Bolsa e Balcão (“B3”) and those elected through the option provided for in §§ 4 and 5 of article 141 of the Brazilian Corporation Law

Paragraph Three. The qualification of independence of each director must be decided by the General Meeting that elects him, which may base his decision: (i) in a statement sent by the nominee to the Board of Directors that attests to the eligibility criteria; and (ii) in the manifestation of the Board of Directors that will appear in the management's proposal regarding the general meeting for the election of directors, regarding the qualification of each candidate as an independent director.

Article 6. The following are ineligible for the Board of Directors:

- (i) persons prevented by special law, or convicted of bankruptcy, malfeasance, bribery or bribery, concussion, embezzlement, against the popular economy, public faith or property, or the criminal penalty that prohibits, even temporarily, access to public office;
- (ii) persons declared disabled by an act of the Brazilian Securities Commission (“CVM”);
- (iii) persons who, unless dismissed from the general meeting at the time of the election, occupy positions in companies that may be considered competitors in the market, in particular, on advisory, administrative or fiscal councils; and
- (iv) people who, unless dismissed from the general meeting at the time of the election, have conflicting interests with those of the Company.

Sole Paragraph. Compliance with the conditions provided for in items (iii) and (iv) above will be made by means of a declaration signed by the elected director, pursuant to article 2 of CVM Instruction 367, of May 29, 2002 (“ICVM 367/02”).

Article 7. The directors will be invested in their positions by signing the following documents, which will be filed at the Company's headquarters:

- (i) Term of Investiture drawn up in the Book of Minutes of Meetings of the Board of Directors of the Company, accompanied by the declaration of non-impediment mentioned in article 147, § 4 of the Corporate Law and in Article 2 of ICVM 367/02;
- (ii) Term of Adherence to the Company's Information Disclosure Policy (“Disclosure Policy”); and

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

| | | |
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|  | Document title | Code: |
| | | Card Ref.: |

(iii) Term of Adhesion to the Company's Securities Trading Policy (“Trading Policy”).

Sole Paragraph. The investiture of a board member resident or domiciled abroad is subject to the constitution of a representative resident in the country, with powers to receive summons in lawsuits against him proposed based on corporate law, by means of a power of attorney that shall extend for at least, 3 (three) years after the end of the director's term of office.

Article 8. The election will have no effect if the elected director is not invested in the position within 30 (thirty) days after the election, unless justified by the Board of Directors.

Sole Paragraph. After the term has elapsed without the investiture of the elected director, the Chairman of the Board of Directors will declare the vacancy of the position.

Article 9. The directors must keep the Company updated about their complete qualification and contact information, including their addresses (professional and home), telephone, fax and cell phone numbers and electronic addresses (e-mail).

Chapter IV VACANCY, TEMPORARY IMPEDIMENT AND SUBSTITUTION

Article 10. The position of the director will definitely be considered vacant:

- (i) deceased;
- (ii) banned;
- (iii) retired due to disability;
- (iv) that he / she is unjustifiably absent from 2 (two) consecutive meetings of the Board of Directors;
- (v) to submit a letter of resignation, in accordance with the law;
- (vi) who is removed by the General Meeting;
- (vii) who is a defendant in a civil liability lawsuit filed by the Company;
- (viii) that, after his investiture, he is prevented by special law, or convicted of a bankruptcy crime, of malfeasance, bribery, bribery, embezzlement, against the popular economy, public faith or property, or the criminal punishment that he still avoids that temporarily, access to public offices; and

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

| | | |
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|  | Document title | Code: |
| | | Card Ref.: |

(ix) that is, after its investiture, suspended or disqualified by CVM act.

Article 11. The members of the Board of Directors will be replaced in the event of absence, temporary impediments and vacancy as follows:

- (i) in the event of absence or temporary impediment of the Chairman of the Board of Directors, the Vice-Chairman will perform his duties. In the event of absence or temporary impediment of the President and the Vice-President, the President's duties will be exercised by another member of the Board of Directors appointed by the President;
- (ii) in the event of the absence or temporary impediment of a director, the Board of Directors will work with the other members, respecting the minimum number of members provided for in Article 4 above. Alternatively, the temporarily prevented or absent director may formally appoint another member of the Board of Directors to vote on his behalf at meetings of the Board of Directors and exercise his functions during that period;
- (iii) in the event of permanent impediment or vacancy of the Chairman of the Board of Directors or any other director, the Board of Directors must appoint the replacement, who will remain in office for the remainder of the term of the replaced director; and
- (iv) in the event of permanent impediment or vacancy in the majority of the positions on the Board of Directors, the General Meeting will be called to proceed to a new election, and in case of permanent impediment or vacancy in all positions in the Board of Directors, it is incumbent upon the Executive Board to call the General Meeting to elect the directors.

Article 12. The resignation of the director becomes effective, in relation to the Company, from the moment the written communication of the resigning is delivered and, in relation to third parties in good faith, after filing the resignation document in the public registry of mercantile companies and publication in the newspapers used by the Company.

Article 13. If the election of a director is carried out through the multiple voting process, the removal of any director will result in the removal of the others, and the General Meeting must be called to proceed to a new election of all members of the Board of Directors

**Chapter V
JURISDICTION**

Article 14. It is incumbent upon the Board of Directors, in addition to the duties established by the Brazilian Corporation Law:

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

- (i) establish the general guidelines of the Company's business;
- (ii) elect and remove the members of the Executive Board and establish their duties, observing the provisions in these Articles of Incorporation;
- (iii) inspect the management of the Officers, examine, at any time, the books and papers of the Company, request information on contracts entered into or about to be signed and any other acts;
- (iv) organize its operation, through its own rules embodied in bylaws approved and modified by the Board of Directors;
- (v) approve and amend the Company's policies, code of conduct and bylaws, as required by applicable regulations;
- (vi) elect and remove, at any time, the members of the statutory advisory committees of the Board of Directors, as well as establish its operating bylaws;
- (vii) to deliberate on the creation, extinction and operation of advisory committees not provided for in these Articles, electing and dismissing, at any time, the respective members and establishing the internal operating regulations;
- (viii) express an opinion on the management report, the accounts of the Executive Board and the financial statements of each year;
- (ix) call the General Meeting, when deemed convenient or in the cases provided for in the Brazilian Corporation Law;
- (x) submit to the General Meeting a proposal for the allocation of net income for the year;
- (xi) declare dividends or interest on equity based on net income for the current year or existing profit reserves;
- (xii) approve and review the business plan, annual budget and multi-annual plan of the Company, as well as formulate a capital budget proposal to be submitted to the General Meeting;
- (xiii) to resolve on the granting, within the authorized capital limit, and in accordance with a plan approved by the General Meeting, of the option to purchase or subscribe shares to managers, employees, or service providers, natural persons of the Company or controlled companies, without preemptive right for shareholders;

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

| | | |
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|  | <h2>Document title</h2> | Code: |
| | | Card Ref.: |

- (xiv) to authorize the participation of the Company in other companies, as quotaholder or shareholder, as well as its participation in consortia, joint ventures, and in other forms of association or strategic alliances with third parties, as well as to authorize the acquisition or sale of investments in equity interests;
- (xv) establish the Executive Board's scope for the acquisition or sale of assets of the Company's permanent assets, including checking the capital of another company, as well as approve the acquisition or disposal of assets of the Company's permanent assets in an amount higher than the scope value from the Executive Board, except if they have already been included in the business plan and / or annual budget approved by the Board of Directors;
- (xvi) to establish the Executive Board's authority to contract indebtedness, in the form of a loan or issue of bonds or assumption of debt, or other forms of obligation, as well as authorize the contracting of indebtedness, in the form of a loan or issue of bonds or assumption debt, or other forms of obligation in an amount higher than the Executive Board's authority, unless they have already been included in the business plan and / or annual budget approved by the Board of Directors;
- (xvii) to establish the Executive Board's authority to practice acts that have the purpose of waiving the Company's rights or to compromise, as well as to authorize the practice of acts that aim to renounce the Company's rights or to compromise in an amount higher than the authority's authority. Executive Board, except if they have already been included in the business plan and / or annual budget approved by the Board of Directors;
- (xviii) establish the Executive Board's authority for the constitution of liens and encumbrances and the provision of guarantees, sureties and guarantees to the Company's own and / or controlled companies' obligations, as well as authorize the constitution of encumbrances and encumbrances and the provision of guarantees, sureties and guarantees for the Company's own and / or controlled companies' obligations of an amount higher than the Executive Board's authority, unless they have already been included in the business plan and / or annual budget approved by the Board of Directors;
- (xix) establish the scope of authority for the execution, amendment or termination of contracts and the execution of other business between the Company and its controlled companies, as well as authorize the execution, amendment or termination of contracts and the execution of other business between the Company and its subsidiaries in an amount higher than the Executive Board's authority, unless they have already been included in the business plan and / or annual budget approved by the Board of Directors;
- (xx) establish the transaction policy between related parties of the Company and approve the transactions with related parties, observing the provisions of said policy;

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

- (xxi) to authorize the trading of the Company with its own shares and with financial instruments referenced to the shares issued by the Company, as well as the sale and cancellation of treasury shares, subject to the applicable legislation;
- (xxii) to resolve on the capital increase, within the limit of the authorized capital, as well as the issue, within the limit of the authorized capital, of the issue of shares, convertible debentures and subscription bonus;
- (xxiii) resolve on the issue, for private placement or through a public offer for distribution, of promissory notes and debentures not convertible into shares;
- (xxiv) choose and remove independent auditors;
- (xxv) to express itself in favor or contrary to any public offer for the acquisition of shares that has as object the shares issued by the Company, by means of a prior reasoned opinion, disclosed under the terms of the applicable regulation, in which it will manifest, at least (i) on the convenience and opportunity of the public offering for the acquisition of shares regarding the interest of the Company and all shareholders, including in relation to the price and the potential impacts on the liquidity of the securities owned by it; (ii) regarding the strategic plans disclosed by the offeror in relation to the Company; and (iii) regarding alternatives to accepting the public offer for the acquisition of shares available on the market;
- (xxvi) to call and decide on any matter or matter that is not included in the private jurisdiction of the General Meeting or of the Executive Board.

Article 15. The Chairman of the Board of Directors is responsible for:

- (i) call, install and chair the meetings of the Board of Directors and the General Meetings, pursuant to these Articles;
- (ii) supervise the administrative services of the Board of Directors;
- (iii) communicate to the Executive Board, when applicable, the decisions taken by the Board of Directors;
- (iv) give the casting vote in the event of a tie, in addition to your own vote; and
- (v) perform other duties and functions specified or assigned by the Board of Directors' bylaws.

**Chapter VI
OPERATION**

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

Article 16. The Board of Directors will meet, ordinarily, on a quarterly basis, as established in the thematic agenda proposed by the Chairman of the Board of Directors and approved by the other members of the Board of Directors and, extraordinarily, whenever it is opportune or necessary.

Paragraph One. The annual calendar of the Board of Directors' meetings has a thematic agenda with relevant issues and dates for these meetings, establishing an annual schedule of permanent agendas, which can be added to other topics to be defined by the Chairman of the Board of Directors. The other directors may request the inclusion of specific topics on the agenda, provided that the other members of the Board of Directors are notified, by the Chairman of the Board of Directors, of such inclusion.

Paragraph Two. The directors must present, in writing, to the Chairman of the Board of Directors, up to 10 (ten) days before the meeting, the matters they wish to include in the respective agenda.

Article 17. The Board of Directors' meetings must be called by its Chairman or by any member of the Board of Directors.

Article 18. The summons to the Board of Directors' meetings must specify the place, date, time and their agenda and must be made, in writing, at least 7 (seven) days in advance, by telegram, registered letter, fax, electronic mail (e-mail), or hand-delivered letter (i.e. filed) to the directors at the locations they inform the Company. All and any necessary support material must be sent, under the same conditions as the calls, with a minimum of 5 (five) days prior to the meetings.

Paragraph One. The call made by electronic mail will be considered received immediately, provided that it is sent to the electronic address informed by the director to the Company.

Paragraph Two. In cases of manifest urgency, the summons may be reduced by written consent of all members of the Board of Directors.

Paragraph Three. The Board of Directors' meeting will be held at the Company's headquarters or branch. When it is to be held in another place, the call notice will clearly indicate the place of the meeting.

Paragraph Four. Regardless of the formalities provided for in this article, the meeting attended by all members of the Board of Directors will be considered regular.

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

Article 19. The meeting will be in person, and the director is allowed to participate in the meeting remotely, via teleconference or videoconference, or any other means of communication that allows the clear identification of the participants and their interaction in real time.

Paragraph One. A duly signed copy of the vote cast by any director who remotely attends the Board of Directors' meeting must be sent to the Chairman of the Board of Directors by telegram, registered letter, fax, electronic mail (e-mail), or hand-delivered letter (i.e. filed), on the date of the meeting, shortly after its end, for the proper registration and filing of the Company. Once the declaration has been received, the President will have full powers to sign the minutes of the meeting on behalf of the aforementioned director.

Paragraph Two. A member of the Board of Directors will be considered to be present at the meeting: (i) attending in person; (ii) appoint any other director to vote at such meeting, provided that the respective vote is handed over to the Chairman of the Board of Directors before its installation; (iii) send your vote in writing to the Chairman of the Board of Directors before installation, via telegram, registered letter, fax, electronic mail (e-mail), or letter delivered by hand (i.e. filed); or (iv) participate remotely in the Board of Directors' meetings in accordance with the procedure described in Paragraph One above, provided that all participants can be clearly identified, in which case the meeting will be considered to be held at the location where the chairman of the meeting is located.

Article 20. The Board of Directors' meetings can only be installed, on first call, with the presence of the majority of its acting members. In the absence of a minimum quorum, the Chairman of the Board of Directors will call a new meeting, which will be installed with any number of attendees, and must be held in accordance with the urgency required for the matter to be discussed.

Paragraph One. The Board of Directors, through its Chairman, may invite members of the Company's management to participate in its meetings, without the right to vote, as well as employees, consultants, independent auditors, committee members and internal and external employees who hold information relevant to matters on the agenda and pertinent to the matters under its responsibility.

Paragraph Two. The Chairman of the Board of Directors may, whenever he deems appropriate, reserve periods at the beginning and / or at the end of the Board of Directors' meetings for exclusive sessions with external directors.

Article 21. The work of the Board of Directors' meeting will be conducted by a board composed by the Chairman of the Board of Directors, who will appoint the board's secretary.

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

| | | |
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|  | Document title | Code: |
| | | Card Ref.: |

Article 22. Each member of the Board of Directors is entitled to 1 (one) vote at the Board of Directors' meeting.

Article 23. Any director may present a written or oral explanation of vote, at the moment when the vote is being processed or, if applicable, register their divergence or reservation.

Article 24. The Board of Directors decides by the absolute majority of the votes cast, not counting the abstentions, and the losing member may register his vote in the minutes of the respective meeting. In the event of a tie, the Chairman of the Board of Directors shall have the casting vote.

Article 25. The minutes and minutes of the Board of Directors' meeting and deliberations will be recorded in minutes, signed by the members of the board and by the attending members.

Paragraph One. The minutes will be drawn up in the form of a summary of the facts that occurred, including dissent and protests, and will contain the transcript only of the resolutions taken, subject to the following rules:

- (i) the documents or proposals submitted to the Board of Directors, as well as the declarations of vote or dissent, referred to in the minutes, will be attached to them and will be numbered thereafter, authenticated by the board and by any director who so requests, and filed with the Company; and
- (ii) the board, at the request of an interested member, shall authenticate a copy or copy of a proposal, statement of vote or dissent, or a protest presented.

Paragraph Two. The minutes of the Board of Directors' meetings that contain information that has an effect on third parties will be filed in the trade register, published in the official newspapers and posted on the Company's, CVM and B3 website.

Paragraph Three. Copies and / or extracts of the minutes containing the matters and decisions of the Board of Directors that require internal execution and / or development measures by the Company's Executive Board, will be disclosed internally on the same date of the meeting.

Article 26. Except with regard to resolutions that take effect before third parties, any meeting of the Board of Directors may be confidential, in whole or in part, if, at the discretion of the President, there is a subject whose nature so advises, including regarding the disclosure of decisions sockets.

**Chapter VII
RIGHTS, DUTIES AND RESPONSIBILITIES**

Article 27. The Board of Directors may, through the Chairman of the Board of Directors, at the request of any director and that is approved by a majority of

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

| | | |
|--|-------------------------|------------|
|  | <h2>Document title</h2> | Code: |
| | | Card Ref.: |

votes of the members present, request and examine all the social documents deemed necessary for the exercise of their functions.

Article 28. Without prejudice to legal prohibitions, the members of the Executive Board may not participate, directly or indirectly, in the trading of securities issued by the Company, or referenced to them, in the cases of prohibition provided for in the Company's Trading Policy, in the SA and applicable CVM regulations.

Sole Paragraph. In the event of resignation, removal or termination of the term of office of a member of the Board of Directors and of the Executive Board, prior to the disclosure of a business or fact initiated during his term of office, the prohibitions indicated in the *caput* above apply, which will extend for a period of 6 (six) months after his retirement from the position of Director or until the disclosure to the market, by the Company, of the relevant act or fact in question.

Article 29. The member of the Board of Directors has the following duties in the performance of his duties, in addition to the provisions of the Articles, the applicable legislation and the Company's internal policies:

- (i) keep confidential information about the Company, its affiliates and controlled companies not yet disclosed to the public, obtained due to the position, function or activities until such information is disclosed to the market, observing the Disclosure Policy and the Trading Policy of the Company and the regulations in force;
- (ii) reserve your agenda and keep dates available to attend the Board of Directors' meetings, based on the calendar and thematic agenda of meetings and activities;
- (iii) attend the meetings of the Board of Directors having examined the documents made available and participate actively and diligently in them;
- (iv) to employ, in the exercise of their functions, the care and diligence that every active and upright man usually employs in the management of their own businesses;
- (v) loyally serve the Company and other controlled and affiliated companies and keep their business confidential;
- (vi) communicate to the Company the information that they are required to inform under the terms and deadlines of the applicable legislation and regulation, in particular the information required under the terms of articles 11 and 12 of CVM Instruction 358, of January 3, 2002, as amended, and of Article 30 of the Novo Mercado Regulation, as the case may be; and
- (vii) timely report conflicts of interest in accordance with Chapter VIII below.

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

Article 30. The member of the Board of Directors will be prohibited from:

- (i) perform acts of liberality at the expense of the Company or other controlled companies, which are not aimed at the Company's institutional interests;
- (ii) without authorization from the General Meeting or the Board of Directors, borrow funds from the Company, or from its controlled companies, and use, for their own benefit, goods, services or credits belonging to them;
- (iii) receive from third parties, without statutory authorization or from the General Meeting, any form of advantage, direct or indirect, due to the exercise of the position;
- (iv) use, for their own benefit or that of others, with or without prejudice to the Company, the commercial opportunities of which they are aware due to the exercise of their position;
- (v) fail to exercise or protect the rights of the Company, or to obtain an advantage, for itself or for third parties, failing to take advantage of business opportunities of interest to the Company;
- (vi) acquire, to resell at a profit, a good or right that the Company knows necessary or intends to acquire; and
- (vii) intervene in operations that have conflicting interests with the Company or with any controlled company, and, in the event, the nature and extent of its interest must be recorded in the minutes.

Article 31. The directors may not, to the detriment of the Company, favor an affiliated, controlling or controlled company, and must ensure that transactions between the companies comply with strictly commutative conditions, or with adequate compensatory payment, observing the provisions of the legislation, the applicable regulations of the CVM and the Policy of Transactions with Related Parties of the Company.

Article 32. The director is not responsible for the unlawful acts of other members, unless he has been conniving with them, neglects to discover them or if, having knowledge of them, fails to act to prevent his practice, in compliance with the legislation in force.

**Chapter VIII
CONFLICT OF INTERESTS**

Article 33. The member of the Board of Directors is prohibited from intervening in any social operation in which he has a conflict of interest with that of the Company, as well as having access

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

to information or participate in meetings related to matters in which you have or represent a conflicting interest with the Company.

Paragraph One. The member of the Board of Directors in a situation of conflict of interest is responsible for informing the rest of the body of its impediment and making its consignment recorded in the minutes of the Board of Directors' meeting.

Paragraph Two. If the director does not speak, any of those present at the meeting who are aware of the fact must inform the Chairman of the Board of Directors.

Paragraph Three. As soon as the conflict of interest or private interest is identified, the director must withdraw from discussions and deliberations, and must temporarily withdraw from the meeting until the matter is closed. In this case, the director must abstain from voting on the respective matter and may not continue to have access to information and participate in meetings of the Board of Directors or any other management bodies related to the matter until the situation of conflict of interest ceases. or particular interest.

**Chapter IX
COMMITTEES**

Article 34. For better performance of its functions, the Board of Directors may create committees or working groups with defined objectives, in order to assist the Board of Directors, defining its composition and specific duties.

Article 35. Members of the Board of Directors who are also members of the committee will be entitled to receive additional remuneration to participate in the committee.

Article 36. The Board of Directors will be responsible for establishing the rules applicable to the committees, including rules on composition, management term, attributions, remuneration and operation.

**Chapter X
PAY**

Article 37. The General Meeting will establish the annual global compensation of the Company's management, including benefits of any nature and representation fees. Such remuneration must take into account criteria such as the time dedicated to your duties, your responsibilities, your competence and professional reputation and the value of your services in comparison with that practiced in the market.

Sole Paragraph. The Board of Directors will be responsible for deciding on the individual distribution of remuneration among the members of the Board of Directors and the Executive Board.

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

| | | |
|--|-----------------------|------------|
|  | Document title | Code: |
| | | Card Ref.: |

Article 38. The remuneration of the members of the Board of Directors will comply with the terms of the Compensation Policy of the Company and should be proportional to their duties, responsibilities and time demand, without any remuneration based on participation in meetings.

Chapter XI GENERAL PROVISIONS

Article 39. These Rules of Procedure may be changed, whenever necessary, by resolution of the majority of the members of the Board of Directors present at the meeting that resolves on the matter.

Article 40. Omissions and questions of interpretation related to these Regulations will be dealt with through meetings of the Company's Board of Directors, in accordance with current legislation and the Company's Articles.

Article 41. In the event of a conflict between the provisions of these Rules and the Company's Bylaws, the provisions of the Articles shall prevail and in the event of a conflict between the provisions of these Rules and the current legislation, the provisions of the current legislation shall prevail.

Article 42. If any provision of these Rules of Procedure is found to be invalid, illegal or ineffective, that provision will be limited as far as possible so that the validity, legality and effectiveness of the remaining provisions of these Rules are not affected or impaired.

Article 43. These Regulations come into force on the date of their approval by the Board of Directors and will be published on the Company's website and disclosed in the manner provided for in the applicable legislation and regulation.

Approved at a meeting of the Board of Directors of Aeris Indústria e Comércio de Equipamentos para Geração de Energia SA, held on August 18, 2020.

Presiding Officers:

ALEXANDRE FUNARI NEGRÃO

President

LUIZ HENRIQUE DEL CISTIA

THONON

Secretary

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