

POLICY GOVERNING THE ACQUISITION OF GOODS AND SERVICES

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1 PURPOSE¹

The purpose of this Policy is to instate principles, guidelines and responsibilities to be observed in the acquisition of goods and services and their respective payments, governing the process of execution for entities of the BM&FBOVESPA Group while at the same time assuring that the goods and services acquired comply with requirements of competitiveness, quality, safety and socio-environmental responsibility and that relations with suppliers improve continuously.

2 SCOPE

This Policy applies to the BM&FBOVESPA Group and to all business activities in which its entities act as purchasers of goods and services. It is complemented by the following except where they conflict with its provisions: (i) the Purchasing Rules, and (ii) the Payment Rules.

Notwithstanding the operational support of BM&FBOVESPA, “BM&FBOVESPA Supervisão de Mercados” (BSM) and “Banco BM&FBOVESPA” are operationally, administratively and financially autonomous in accordance with the applicable laws and regulations, so that they may establish decisionmaking instances of their own to plan contracting, select suppliers, call for proposals, and negotiate, monitor and evaluate the products and services acquired.

3 REFERENCE

BM&FBOVESPA S.A.’s Corporate Bylaws, BM&FBOVESPA’s Code of Conduct, Policy on Related Party Transactions and Other Conflict of Interest Situations, Information Security Policy, Policy for Compliance with Requirements by the Legal Department.

¹ *This is a free translation provided solely for the convenience of English-speaking readers and is not legally binding. Any questions arising from the text should be clarified by consulting the original in Portuguese. In the event of any discrepancy, the original in Portuguese shall prevail.*

4 PRINCIPLES

4.1 Transparency of rules and decisions

Competitive bidding procedures for the acquisition of goods and services must be held in conditions that assure equal opportunities for all suppliers who offer products and services compatible with the criteria established by the acquiring BM&FBOVESPA Group entity. All bids submitted will be evaluated for compliance with the technical and commercial requirements deemed indispensable for the goods and/or services concerned. These requirements must be described by the acquiring BM&FBOVESPA Group entity and disclosed to prospective suppliers.

In addition to complying with the technical and commercial requirements, a selected supplier cannot be contracted without passing the type-approval process conducted by the Administration, Procurement & Property Unit.

4.2 Integrity

The BM&FBOVESPA Group prioritizes suppliers with competitive advantages based on ethical behavior and determines that its employees' relations with suppliers be disciplined by objective criteria, striving to promote the principles of competitiveness, legality, transparency and integrity.

All BM&FBOVESPA Group employees must keep their personal interests separate from those of BM&FBOVESPA Group entities. In particular they must refrain from performing the following actions, among others:

- Soliciting, accepting, offering or directly or indirectly guaranteeing any personal advantage relating to the negotiation or execution of contracts for the supply of goods and services;
- Violating the confidentiality of the information obtained from suppliers by using it for purposes not related to their duties as employees;
- Using confidential information from suppliers to seek competitive

advantages or opportunistically to maximize success in negotiations for themselves or third parties;

- Passing on information to one supplier about another supplier or the content of its bid.

4.3 Control system

The control system is a set of actions, procedures and systems used by management to safeguard the BM&FBOVESPA Group's assets and perform efficient acquisition of goods and services, ensuring that the risks involved are adequately recognized and managed. It must be effective in the sense that it affords reasonable comfort that the organization's objectives will be reliably achieved.

5 GUIDELINES

This Policy has the following guidelines:

- Guarantee that the established purchasing process supports the integrity of the BM&FBOVESPA Group's operations;
- Hold competitive bidding procedures in conditions that assure equality of opportunity for all suppliers of goods and services, including qualification, technical and organizational requirements, and socio-environmental criteria where appropriate;
- Constantly prospect for new suppliers via market surveys;
- Seek suppliers with competitive advantages based on objective, ethical and transparent criteria;
- Assure segregation of responsibilities and approval authorities, as well as transparency and a verifiable audit trail, in all stages of operations and decisionmaking;

- Comply with the principles of the BM&FBOVESPA Code of Conduct, internal norms, and the applicable legislation;
- Ensure that suppliers are managed ethically and transparently, in accordance with International Labor Organization conventions and the ten principles of the UN Global Compact;
- Promote supplier engagement with socio-environmental responsibility and dissemination of sustainability principles;
- Ensure that suppliers' corporate and contractual information is used solely for the purpose for which it is recorded;
- Comply with the obligations and undertakings established in contractual instruments;
- Punctually effect payment for the goods and services acquired, in accordance with the established norms and procedures.

6 RESPONSIBILITIES

6.1 Segregation of duties

Segregation of duties in all phases of operations and decisionmaking, in conjunction with a reliable audit trail encompassing all documents that record the choices made and other actions relating to the acquisition of goods and services, is a key instrument for management to conduct the process ethically and transparently, ensuring that no actual or prospective supplier enjoys unfair advantages over any others. In particular:

- Procurement's responsibility for verifying, qualifying and managing supplier's dossiers is segregated from the processes of initiating, negotiating and closing commercial dealings with suppliers and the resulting signature of contractual instruments;

- Responsibility for defining the quantities to be supplied, as well as the characteristics of the goods and/or services to be acquired, pertains to the areas that will directly use them. These areas must draft the technical specifications with which suppliers' bids must comply in a clear, objective and comprehensive manner, describing the functionalities to be implemented using the goods and/or services concerned.

6.2 Traceability of actions in the purchasing process

All procedures followed when purchasing goods and services, as well as technical specifications for products and services, purchasing plans, and rules for the management of suppliers, must always be present and considered in procurement activities, and must be traceable and recorded in a comprehensive audit trail for the purposes of internal control.

For every product or service acquired, the respective documentation supporting the integrity of operations and the choices made must be kept on file by the BM&FBOVESPA Group employees involved in the acquisition.

Similarly, the BM&FBOVESPA Group employees involved must keep on file the documents that prove satisfactory performance of suppliers' contracts, as well as the documents used to control and verify the products and services delivered thereunder. Satisfactory execution and delivery must be a prerequisite for payment.

6.3 Budgeting and paying for purchases

The areas that acquire goods and services are responsible for:

- Ensuring that they have a sufficient budget to make the purchases concerned;
- Complying with the rules and procedures established for the requisite payments.

7 CONTROL INFORMATION

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|------------------|---|
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