



**INTERNAL RULES OF THE BOARD OF DIRECTORS OF
BRASKEM S.A.**

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1. Objectives

These Internal Regulations ("**Regulations**") govern the operations of the Board of Directors ("**Board**" or "**CA**") of Braskem S.A. ("**Braskem**" or "**Company**"), supporting its members by means of:

- definition of its duties, as set forth in Braskem's Bylaws ("**Bylaws**") and in the Shareholders' Agreements filed in the Company's headquarters ("**Shareholders' Agreements**");
- establishment of the communication system between the CA and the Braskem Business Leader ("**LN-Braskem**"); and
- definition of the CA support structure and the roles of the persons responsible for such support structure.

2. Duties

The Board is accountable before the shareholders and other interested parties for the tangible and intangible assets used to conduct Braskem's business. For such, it shall operate actively and independently, resolving with quality and swiftness, seeking the Company's best interests and the addition of value to all its shareholders.

The CA shall have the following duties, among others arising from the law, the Bylaws and the Shareholders' Agreements:

- i. To generally direct the business of the Company;
- ii. To appraise and approve the LN-Braskem's Action Program ("**PA**").
- iii. To appraise and approve the succession plan for the LN-Braskem and members bound thereto, and also for Braskem's Head of Compliance ("**R-Compliance**");

- iv. To appraise and approve the implementation of an annual process to assess the CA, its Support Committees ("**Support Committees**" or "**Committees**"), the CA's secretariat, the LN-Braskem and members directly bound to the latter;
- v. To conduct, on an annual basis, the assessment of the LN-Braskem, as well as to analyze and discuss the results of assessments of the members directly bound thereto;
- vi. To appraise and approve the matters set forth in the Bylaws, Shareholders' Agreements and in the policies proposed by the LN-Braskem and the CA itself;
- vii. To submit to the General Meeting ("**Meeting**") the subjects incumbent thereupon;
- viii. To express itself, upon convening a Meeting to elect the Company's Board Members, on the reasons to frame the candidates under the independence criteria set forth in a policy of the Company, as well as to assess, in the years subsequent to the election, if the independent members remain framed under the Company's independence criteria, indicating and justifying any circumstances which may compromise their independence;
- ix. To appraise and approve the appointment of board members indicated by the Chairman of the Board of Directors ("**P-CA**") to comprise the Compliance Committee ("**CC**"), the Finance and Investment Committee ("**CFI**"), the Strategy and Communication Committee ("**CEC**") and the Personnel and Organization Committee ("**CPO**");
- x. To appraise and approve, on an annual basis, the CC program, including the compliance and internal audit duties, as well as the budget of said Committee and the compliance area, aimed at covering expenses with its operations, which shall also encompass the funds and structure required to perform the duties of the internal audit area;
- xi. To set forth the principles and goals of the Company in relation to compliance, as well as to assure the existence of the compliance system, ensuring an ethical, fair and transparent performance, in observance of the applicable regulations and laws, following up its development and effective implementation;
- xii. To appraise and approve the proposals (i) of the Company's risk appetite; (ii) of the risk matrix and risk management works planning; and (iii) of the mitigation and contingency

plans, as well as to periodically follow up the risk matrix and the mitigation and contingency plans;

- xiii. To assure the adoption and constant update by Braskem of the corporate governance system, meeting the best market practices;
- xiv. To verify, at least semi-annually, the compliance of the Company's securities trades carried out by signatory participants of individual investment plans with the commitments undertaken by such participants in their respective plans signed by them with the Company's Investor Relations Officer;
- xv. To appraise the Qualification (as defined in the Company's Indemnity Policy), and to approve the indemnity commitments to be granted by the Company;
- xvi. To analyze and authorize the Expenses (as defined in the Company's Indemnity Policy) arising from indemnity commitments granted, subject to the terms of the Indemnity Policy;
- xvii. To monitor, periodically, the Expenses arising from the indemnity commitments that do not require authorization from the CA or that have been assigned to the Management or Legal Department, under item 5.4 of the Indemnity Policy;
- xviii. To appraise and approve, in the first meeting after the election on the Board of Directors' members at the Annual General Meeting, the schedule of the annual meetings for the current and next years; and
- xix. To appraise and approve, in the last meeting of each fiscal year, the basic schedule of annual meetings for the next fiscal year, as proposed by the P-CA, encompassing the activities incumbent thereupon.

3. Chairman of the Board of Directors

The P-CA has the following duties, without prejudice to others which may be granted thereupon by the Shareholders' Agreements, the Bylaws and the law:

- i. To comply and ensure compliance with the rules set forth in these Rules;
- ii. To assure the body's efficiency and good performance;
- iii. To propose the dates and agendas of the Board of Directors' Meetings of Braskem ("**RCA**" or "**RCAs**");
- iv. To assure that the invitation and agenda for the RCAs be submitted to the effective members, along with any support material required within the term set forth in these Rules;
- v. To convene and conduct the RCAs;
- vi. To invite, whenever necessary, external advisors, members of the administration and Braskem members to attend the meetings. The invitation shall be made with support from the CA's Executive Secretary ("**S-CA**");
- vii. To propose to the administration the hiring of external consultancy in order to, in certain situations, aid the Committee's tasks. The hiring process shall comply with Braskem's guidance documents on the matter;
- viii. To coordinate, with CPO's support, the drafting of the succession plan for the LN-Braskem, for the members bound thereto and for the R-Compliance, in this case after previously consult with the CC, and submit it to the CA's approval;
- ix. To appoint, for consideration by the CA, board members to compose each Support Committee, as well as to appoint their respective coordinators; and
- x. To submit to the CA proposals for updating these Regulations, which shall be previously considered by all members of the Support Committee.

4. Composition and Term of Office

As set forth in the Bylaws, the Board is comprised of eleven (11) members and their respective alternates, elected or dismissed at any time by the Meeting.

The LN-Braskem and P-CA positions may not be filled by the same person.

The members of the Board of Directors shall have a unified term of office of two (2) years, with reelection being permitted.

At least twenty percent (20%) of the members of the Board of Directors shall be independent directors, in accordance with the definition contained in the Company's policies.

When, by virtue of compliance with the percentage referred to above, the result is a fractional number of directors, there shall be a round-up to the subsequent whole number.

The new members of the CA shall participate in the Onboarding Program for new board members organized by the corporate governance area of the Company, which has the purpose of assisting the new board members to be familiar with the culture, people, the business environment of the Company, and its compliance and corporate governance systems, upon (i) the receipt of information required to conduct their functions; (ii) the introduction to the executive officers to the Company; (iii) the understanding of the main businesses, activities and facilities of Braskem; and (iv) the participation in the training in compliance.

5. CA Support Committees

The role of the Support Committees is to analyze matters to subsidize the resolutions incumbent upon the CA regarding the issues provided for in the Internal Regulations, having no resolution powers by themselves.

The Committees shall be constituted by the CA's resolution, which shall set forth their respective scopes and expected results.

5.1. Permanent Committees

Committees which deal with matters the nature and goals of which remain unchanged through time shall be permanent. The board members part thereof shall have terms of office coinciding with the CA's, with at least three (3) and at the most five (5) members, with one of them being appointed Committee coordinator. There shall be no alternates in the Committees.

The Board relies on four (4) Permanent Committees: CFI, CPO, CEC and CC.

The duties and manner of operation of these Committees are set forth in their respective Internal Rules approved by the CA.

5.2. Ad Hoc Committees

Committees which performance takes place in relevant matters of a seldom nature. They have a limited term of effectiveness and are extinguished with the obtainment of the expected results, or within the term set forth in their constitution. The number of participants is set forth on a case-by-case basis.

6. CA's Communication System

6.1. Matters for Resolution

The matters for resolution are submitted to the CA's approval by initiative of the P-CA, of any of the board members by means of the P-CA, or by the LN-Braskem by means of the S-CA, and they may be submitted to the CA by means of a Resolution Proposal ("PD" or "PDs") whenever the nature and/or complexity of the subject so advises.

6.2. Information Matters

Communications initiated by the board members or the LN-Braskem on relevant matters, distributed as reports or presented in the RCAs with the purpose of better enabling the Board for awareness, follow-up, analysis and, whenever applicable, resolution of matters of interest to the Company.

6.3. Material Facts, Notices to the Market and other communications

The external communications regarding material facts and notices to the market shall be submitted by means of the Company's corporate governance area to the board members, no later than simultaneously to their external disclosure.

In addition to the material facts, any other fact which may materially impact the Company or which knowledge by the CA is important for its activities shall be submitted to the CA, by means of the Company's corporate governance area.

7. CA Operational System

7.1. RCAs' Call Notice and Agenda

The RCAs' agendas shall be set forth by the P-CA with participation and proposal by the LN-Braskem.

The calls and agendas shall be provided by the P-CA, with support from the S-CA, to the board members, at least ten (10) consecutive days prior to the date of the meeting, unless the majority of its members exceptionally agree on a shorter term, however, not shorter than forty-eight (48) hours; in such cases, a duly documented agenda must be provided.

The documents related to "Deliberation Matters" must be sent to the board members with an advance of seven (7) calendar days whereas the documents related to "Information Matters" must be sent to the board members with an advance of five (5) calendar days.

7.2. Resolution Proposal

The PDs are formal documents that may be used to submit the matters for resolution to the CA, as required by their nature and/or complexity, and shall have, in this event, a standard format as defined in **Exhibit I** to these Regulations, and be prepared with the soundness required to a correct consideration of the matter by the CA, including the context, main terms and conditions of the transaction to be resolved, as well as the relation of the counterparty to the Company, its shareholders, Administrators¹ and Close Relatives²

¹ Members of the Board of Directors and of the Statutory Executive Officers.

² Those are family members who are likely to have influence or be influenced by a person in the business of such board members with the entity, and include: (a) children, spouse or home companion of such person; (b) children of such person's spouse or home companion; and (c) such person, spouse and civil companion's dependents.

of Administrators, based on information provided to the Company in the Form referred to in Item 7.3.1 of these Regulations.

The PDs shall be titled in view of the nature of the matter dealt with, pursuant to the following categories: administration, disposal of assets, agreement/commercial, financial, corporate governance/compliance, investments, legal, corporate or planning/organization/personnel.

The submission by the board members of questions and comments on the PDs and the supporting material is advisable as early as possible, so as to improve the discussion and provide elements for a strict decision-making process.

Once approved with their original content or with the changes introduced by the CA, the PD shall be resolved on, with the production of its subsequent effects.

7.3. Resolutions

The CA may only take resolutions with the attendance of the majority of its members and such resolutions shall be taken by the majority, in observance of the provisions of the Shareholders' Agreements.

The CA resolutions which immediate disclosure in public minutes places any legitimate interest of the Company at risk shall be registered in separate minutes, to be filed in the Company's office. The subsequent public disclosure of the resolution, if applicable, shall be approved by the CA, unless if required by applicable laws or regulations.

In case any resolution is not implemented, or the conditions causing its approval are changed before its implementation, the resolution proposer shall inform the CA or, as the case may be, submit a rectifying PD, or propose the cancellation of the resolution in the immediately subsequent RCA.

In the controlled companies with minority partners with relevant corporate interest, especially those with board members representing these minority partners, the CA resolution implementation must respect the governance in effect for the controlled company.

7.3.1. Conflict of Interests

Prior to their elections, the nominees to be members of the CA shall provide information on the equity interests held by them, their prior and current professional backgrounds, family relationship, among others, in a specific form to be made available by the corporate governance area of Braskem ("**Form**"). Such information shall be verified annually by the board members and updated whenever any changes are made.

Such information shall be shared with the other Board members at the Company's governance portal.

In case any board member is amidst conflict of interest with a certain resolution, he or she must refrain from taking part in the decision-making process regarding such resolution, and he or she shall also inform the CA of its impediment and state it in the RCA minutes. If he or she fails to express his or herself regarding any conflict of interest, any other board member with knowledge of the situation shall do so.

7.4. Meetings

The RCAs shall occur pursuant to the ordinary meeting schedule approved on an annual basis by the CA, which shall be held at least six (6) and at the most twelve (12) times each year.

The RCAs shall be held preferably at the head office of Braskem, and may be held remotely by conference call, video conference or any other means of communication that allows the identification of the board member and simultaneous communication with all other persons attending the meeting. The means of communication to be used by a board member shall be that informed by the Company's Information Security Area. In case it is not possible to use the mean informed as above mentioned, the board member shall inform in advance the S-CA the mean of communication to be used, so that the Information Security Area may validate it.

In case of remote meetings, each board member shall be individually and solely liable for taking all measures required to assure the strict confidentiality thereof, and access to any

information dealt with in the meeting by persons not authorized by the P-CA is strictly prohibited.

The following may take part in the RCAs, as guests:

- i. The LN-Braskem;
- ii. members of the LN-Braskem's staff, when the nature of the matter(s) in the agenda so justifies, at the LN-Braskem's discretion and with consent from the P-CA;
- iii. member of the legal area acting as RCA secretary;
- iv. member of the corporate governance area acting as S-CA; and
- v. external consultants, administration members and Braskem members invited by the P-CA, as set forth in clause vi, item 3 of these Regulations.

Notwithstanding the CA's ordinary meetings, extraordinary meetings may be convened, depending on the need of the matters to be dealt with.

7.4.1. Absence or Vacancy of the P-CA or a board member

In case of temporary absence or impediment, the board members shall be substitute by their respective alternates, in case other effective or alternate member is not appointed by the substituted member, by means of a representation letter.

In case of temporary absence or impediment of the P-CA, the CA shall be chaired by the CA Vice-Chairman ("**VP-CA**"). In the temporary and simultaneous absence and/or impediment of the P-CA and VP-CA, the P-CA shall appoint, out of the remaining Board members, which one shall replace him or her as chairman of the CA.

In case of vacancy in the board member position, the substitute shall automatically be the respective alternate therefor, in case another board member is not appointed by the remaining board members out of the alternate members, in observance of the provisions of the Shareholders' Agreements. The substitute member shall act until the first Meeting, in which he or she may be ratified in office or substituted by the

shareholders. The substitute elected to fill the vacant position shall complete the remaining term of office of the replaced member.

7.5. Executive Session

The CA may adopt executive sessions of board members, without the presence of guests, for adjustment and discussions of matters of their own interested and, when required, separated minutes shall be drawn up and filed with the Company's head office.

7.6. Minutes

The RCAs minutes shall be clearly drafted, and must record the decisions taken, the informative matters, the persons in attendance, the registration of grounded votes and the vote abstentions, if any. Whenever possible, the minutes shall be approved and signed by the board members immediately after the meeting ends. The minutes shall be filed in the Company in a proper book therefor.

There shall be disclosed to the market the minutes of the CA meetings containing resolutions intended to have effects on third parties, and those that, at the CA's discretion, are appropriate based on their relevance or in order to show compliance with certain practices by the Company, which minutes shall be filed with the proper bodies and published as provided for by applicable law and regulations.

The RCA secretary shall have the following duties:

- i. To elaborate and draw up the respective minutes, after their approval by the CA, and other documents in a proper book, causing their filing with the proper body and publication in the official gazette and in a widespread newspaper, if applicable; and
- ii. To collect the signatures of all board members taking part in the RCA, in addition to recording the attendance of any guests;

7.7. Board's Executive Secretary

The S-CA is the communication channel between board members and the LN-Braskem and his or her staff, seeking to haste, coordinate and follow up the information required for proper fulfillment of their duties.

The position is chosen by the P-CA, out of a LN-Braskem indication, from among the members of the Company's corporate governance area.

The S-CA is responsible for supporting the CA and its Committees in order:

- i. To draft and manage the ordinary meeting schedule and any extraordinary meetings;
- ii. To organize the RCAs and Committees' meetings;
- iii. To standardize, review and distribute documents to be analyzed in the RCAs and Committees;
- iv. To obtain from the LN-Braskem and his or her staff clarifications on the PDs and other documents, whenever required;
- v. To aid the board members, upon request, in matters of interest to the CA;
- vi. To follow up and support the delivery of actions arising from resolutions, especially those incumbent upon the P-CA;
- vii. To maintain the number, control and filing of PDs and other documents set forth in these Rules;
- viii. To draft agendas, calculation record and related documents, pertaining to the RCAs and the Committees, interacting with the LN-Braskem and with the board members on behalf of the P-CA;
- ix. To propose and draft documents and support the implementation of measures seeking to improve the operations of the CA and its Committees; and
- x. To assure the effective operation of the CA and its Committees.

7.8. Miscellaneous

The communications between CA members and other assistants, whenever it occurs, must be made under a confidentiality regime.

RESOLUTION PROPOSAL STANDARD MODEL

(Identification No.) (year)

PD.CA/BAK- _ _ / _ _

PROPOSAL FOR RESOLUTION

(nature)	(name of the Company)	(resolution summary)
⏟	⏟	⏟

SUBJECT -----:----- - -----

RECITALS:

- { - facts and reasons justifying the PD, including context, main terms and conditions for the transaction to be resolved;
- in case of a transaction with a related party, it should be clarified the relations of such counterpart with the Company, its shareholders, Administrators³ and Close Relatives⁴ of Administrators, based on information provided to the Company in the Form referred to in item 7.3.1 of these Regulations; and
- groundings for item of the Internal Resolutions defining the Board authority.

RESOLUTION:

³Members of the Board of Directors and of the Statutory Executive Officers.

⁴ Those are family members who are likely to have influence or be influenced by a person in the business of such board members with the entity, and include: (a) children, spouse or home companion of such person; (b) children of such person's spouse or home companion; and (c) such person, spouse and civil companion's dependents.

{ content of the resolution/decision of the Board which may be approved, as proposed or redefined at the board members' discretion.

DESTINED TO:

{ name(s) of the person(s) responsible for implementing the decisions and support therefor, as the case may be.

-- } acronym(s) of the proposer(s)

_____. _____. _____ } date
Signature of the P-CA