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## 1. OBJECTIVE

The objective of this Policy is to provide guidance to all Nexa Resources (“Nexa” or the “Company”) Representatives and Third Parties regarding Nexa’s Compliance Program.

Nexa’s Compliance Program is based on applicable laws and regulations and consists of internal policies and procedures that embody best Compliance practices and that aim to go beyond the technical requirements of such laws and regulations. All Company Representatives and Third Parties must conduct themselves and their activities on behalf of the Company in accordance with the Compliance Program.

Nexa seeks the continuous improvement of its ethical standards and the development of its Compliance Program through increased transparency and efficiency, consistent with its mission, Values and Beliefs.

## 2. SCOPE

This Policy applies to all Company Representatives and Third Parties.

## 3. REFERENCE

This Policy shall be read in conjunction with the following policies and procedures, which are part of the Nexa’s Compliance Program:


- Code of Conduct
- Anti-Corruption Policy
- Money Laundering and Financing Terrorism Prevention Policy
- Antitrust/Competition Policy
- Insider Trading Policy
- Disclosure Policy
- Compliance Program Manual
- Money Laundering and Financing Terrorism Prevention Manual
- Gifts and Hospitality Procedure
- Donations and Sponsorships Procedure
- Relationships with Government Representatives Procedure
- Travel & Entertainment Procedure
- Integrity Due Diligence Procedure
- Training and Communication Procedure
- Conflict of Interests Procedure

You can find Nexa’s Compliance policies on the Company website at <https://www.nexaresources.com>. The internal procedures that are part of Nexa’s Compliance Program can be found at Nexa’s intranet at [https://votorantimindustrial.sharepoint.com/sites/nexa\\_gqi/SitePages/HomeSubsite.aspx](https://votorantimindustrial.sharepoint.com/sites/nexa_gqi/SitePages/HomeSubsite.aspx).

If you have questions about any matter addressed in this Policy or your responsibilities under it, or about any other Compliance policy or procedure, Nexa strongly advises you to contact the Compliance or Legal area.

## 4. DEFINITIONS

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**Company Representative:** Any director, officer, or employee of Nexa and its subsidiaries, including associates, joint operations and joint ventures.

**Third Party:** Any natural or legal person with whom Nexa does or intends to do business, either on a regular or one-off basis, or who could act for or on behalf of Nexa. Third Parties include, but are not limited to, sales representatives, agents, consultants, distributors, lawyers, service providers, lobbying firms, advertising agencies, customs brokers, shippers, suppliers, and visa processors.

In the definitions of terms herein, the singular includes the plural and vice versa, as the context admits or requires.

## 5. CONCEPT OF COMPLIANCE

Compliance is defined as acting in accordance with statutory and regulatory obligations, industry standards, customer expectations and internal behavioral standards, such as the policies, procedures, code of conduct and corporate principles that govern the activities of the Company, ensuring, in addition to legal compliance, transparency, ethical behavior, integrity and conformity with market best practices (referred to herein as "Compliance").

The primary objective of the Compliance area is to mitigate Compliance risks by implementing, monitoring and enforcing the Company's Compliance Program.

All Company Representatives and Third Parties are expected to adhere to the letter and spirit of Nexa's Compliance Policy and Compliance Program in order to avoid potential legal, reputational or economic risks to the Company and to protect the interests of the Company's stakeholders, including employees, customers, suppliers, shareholders, communities and society in general. Compliance requires individuals to take preventive and proactive measures to identify, monitor, detect, manage and, as appropriate, remediate any violations of or nonconformities with established policies and procedures, as well as with applicable laws and regulations.

Based on this definition, the main components of Nexa's Compliance Program are:


1. Laws and regulations
2. Policies and procedures
3. Training
4. Communication lines and reporting
5. Monitoring and control
6. Consequence management

However, this Compliance Policy and the Compliance Program do not purport to cover all conceivable situations or all of the particular laws, regulations, or rules that Company Representatives and Third Parties must follow. In all cases, Company Representatives and Third Parties are expected to exercise sound judgment and act in accordance with the letter and spirit of this Compliance Policy as well as Nexa's Values, Beliefs and Code of Conduct.

**Nexa's Compliance Policy and Program are based on Nexa's Values, Beliefs and Code of Conduct.**

Nexa's Values are:

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- Solidity: See sustainable growth while creating value.
- Ethics: Act responsibly and transparently.
- Respect: Respect people and exhibit a willingness to learn.
- Entrepreneurship: Grow with the courage to do, to innovate and to invest in new ideas and projects.
- Union: Together we are stronger.

Nexa's Beliefs are:

- Cultivate Talent: We believe and trust in people and this is why we invest time and resources in cultivating talent.
- Meritocracy: We believe that people are unique and deserve to be valued fairly and in accordance with their efforts and contributions.
- Excellence: We believe that we can always do more, better, overcoming challenges with discipline, humility and simplicity.
- Pragmatism: We believe it is essential to dedicate our efforts to what is important, with objectivity and without losing sight of the big picture and of the future.
- Open Dialogue: We believe that an environment of trust leads to open dialogue and space to speak and to be heard, in which diversity of opinions create better solutions.
- Alliance: We believe that our success is the fruit of what we have built together, strengthened by genuine relationships and alliances in which everyone wins.
- Sense of Ownership: We believe in those who take responsibility, who work with passion and lead by example, celebrating achievements and learning from mistakes.

Nexa's Code of Conduct provides guidance and directives to ensure that Company Representatives and Third Parties act in accordance with applicable laws regulations as well as with the highest standards of conduct. The guidelines of the Code of Conduct include, among others:

- Treating information with confidentiality and privacy.
- Keeping corporate and personal interests separate.
- Integrity in business dealings.
- Sustainability.
- Safeguarding equal opportunity in securities trading and to fair competition.
- Providing fair and respectful working conditions.

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See Nexa's Code of Conduct for all applicable standards and principles.

## 6. ROLES AND RESPONSIBILITIES

Nexa's Board of Directors is responsible for setting the tone that establishes the Company's commitment to operate ethically, respecting applicable laws as well as internal and external rules and procedures, avoiding possible damage to the Company's image, and providing oversight to the Compliance Program. The Senior Management Team and the General Managers are the main parties responsible for ensuring that all activities performed within Nexa are done in accordance with current policies and procedures.

In addition, the Compliance area is responsible for implementing and monitoring the effectiveness of the Compliance Program, as well as implementing the procedures that will guarantee its adequate functioning, and for supporting all Company Representatives and Third Parties on issues related to integrity, transparency and ethical dilemmas by giving professional and technical opinions and working as an advisor on Compliance matters, and therefore when making any final decision, the areas involved should follow Compliance's position on any issues involving potential ethical or Compliance risks.

In addition, the Compliance area is responsible for the enforcement of the Compliance Program, intervening when there is a potential violation of this Policy or any other aspect of the Compliance Program. In any such case, the Compliance area will work closely with the Legal area and with Internal Audit to determine the appropriate response, on a case-by-case basis.

Violations of this Policy or any other aspect of the Compliance Program may be identified through reports made by any Company Representative or Third Party directly to the Compliance area or through any other established available channels (e.g., a superior, the Human Resources area, the Legal area, the Ethics Line). As described above, the Compliance area will also continuously monitor the Compliance Program to ensure it is functioning effectively, addressing all the reports made. As mentioned in Section 8 of this Policy, the reports made through the Ethics Line will be additionally reviewed and investigated by Nexa's Internal Audit and Conduct Committee.


The Compliance area will report to the Audit Committee periodically on the Compliance Program status, informing the Audit Committee about any material deviations identified and measures taken to correct identified issues.

## 7. COMPLIANCE PROGRAM

In general, Nexa's Compliance Program has the following objectives:

- Continuously promote adherence to laws and regulations, as well as Nexa's Compliance Program, through risk-based assessments and internal controls to mitigate risks;
- Increase the visibility of the Compliance Program and facilitate Compliance management by monitoring the achievement of established benchmarks and taking appropriate preventative actions, consistent with the Company's strategy;
- Contribute to the strengthening of the corporate identity, as well as the incorporation of the Company's Compliance Program, including its Values,

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Beliefs, Code of Conduct and relevant policies and procedures, into the Company's activities;

- Clarify roles and responsibilities regarding different Compliance activities;
- Disseminate the Compliance culture through education and training;
- Ensure the existence of effective Compliance communication channels;
- Provide support for leadership to apply consequence management in Compliance related matters; and
- Protect the reputation and image of the organization by contributing to value creation for stakeholders.

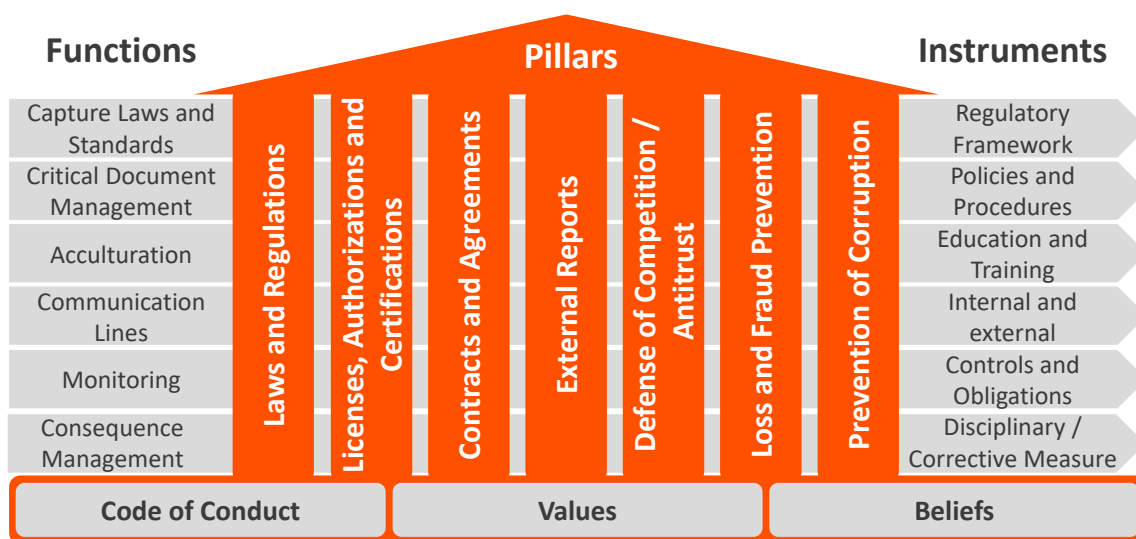
In addition to the Compliance-related policies and procedures, the Compliance Program is based on Nexa's Code of Conduct, Values and Beliefs, on which Pillars, Functions and Instruments are established, forming the Compliance function's framework for action.

Nexa's Compliance Program is divided into seven Pillars which establish the scope of the work. Each Pillar is developed through six Functions which describe the activities by which the objectives are fulfilled and sustained, as shown in the following chart:

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### Nexa's Compliance Program



The following table summarizes the scope and activities of each of the compliance functions:

#### 1. Capture Laws and Standards:

- Ensure the existence of formal processes and adequate tools for capturing and evaluating the impact of standards, laws and regulations applicable to Nexa and its subsidiaries.
- Maintain and update the regulatory framework applicable to the Company, based on the information captured by the areas.
- Convene working groups to discuss the rules and regulations captured, as well as evaluate their possible impacts on Nexa and its subsidiaries.
- Ensure that external requirements are reflected in internal regulations, when applicable, and disseminated through communication channels and training.
- Commit efforts, together with other areas, to develop mechanisms for Compliance policies, laws and regulations.

#### 2. Critical Document Management:

- Assist in the review of critical corporate policies with respect to Compliance items, when identified by the responsible areas.
- Suggest Compliance items to be included in critical policies.

#### 3. Acculturation:

- Educate newly hired Company Representatives by incorporating relevant aspects of Compliance into integration programs.

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- Promote internal training on Compliance items, as well as periodic refreshing on key Compliance issues.
  - Assist in the development and execution of communication plans on relevant Compliance items.
  - Maintain a discussion forum and annual update on Compliance practices for key people.
  - Confirm that Third Parties are being properly trained by their employers as established in the agreements celebrated with Nexa.
4. Communication Lines and Reporting:
- Develop and carry out communication activities that help disseminate the Compliance Program, its Pillars, Functions and Instruments as well as the main topics included in the policies and procedures.
  - Establish lines through which Company Representatives and Third Parties can report actual or potential violations of the Compliance Program for investigation, such as reporting to their immediate supervisor, the Human Resources, Compliance and/or Legal areas or through the Ethics Line.
5. Monitoring:
- Maintain and monitor a Compliance risk matrix.
  - Provide a systematic self-assessment mechanism for critical aspects of Compliance.
6. Consequences Management:
- Nexa will not tolerate any breach of Nexa's standards, policies or procedures of the Code of Conduct. Any Company Representative who commits such a breach will be subject to disciplinary or remediation measures that will be determined by the Conduct Committee.
  - In any case of breach by Third Parties or others, Nexa will immediately invoke the relevant contractual consequences, such as to terminate agreements or to impose fines.


For each function, there are instruments that help the Compliance area to operationalize the activities.

The key performance indicators, which are part of the monitoring function, articulate metrics and objectives to ensure the Compliance Program is functioning effectively and to help the Compliance area to identify gaps and opportunities for possible improvements.

## 8. REPORTING VIOLATIONS AND CONSEQUENCES

Potential or actual violations of this Policy, committed by Company Representatives or Third Parties, shall be reported, either by Company Representatives or Third Parties, to an immediate supervisor, Human Resources, Compliance or the Legal area, or through Nexa's

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Ethics Line. All these reports will be reviewed and investigated by the Compliance area and additionally, all of those reports made through the Ethics Line will be reviewed and investigated by Nexa's Internal Audit and Conduct Committee which will evaluate and address proper disciplinary actions.

The Compliance area will report to the Audit Committee periodically on the effectiveness of the Compliance Program, informing the Audit Committee about any material deviation identified and measures taken to correct identified issues. Besides, the Conduct Committee will report to Nexa's Audit Committee and Board of Directors regarding complaints received through the Ethics Line.

Depending on the cases and the results of the investigation, some cases may also be reported to the appropriate authorities.

## 9. ACKNOWLEDGEMENT

Nexa assumes that you have read this Policy carefully, have understood its content, intend to comply with it and are committed to apply its provisions to your daily work routine. Lack of awareness of this Policy does not exempt you from complying with the imposed obligations.

Consult with the Compliance and Legal areas if you have any doubt regarding this Policy or any other compliance policies and procedures.

Last version approved on September 20<sup>th</sup>, 2018

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