

Code:	POL-CPI-003
Revision Nº:	05
Developed by:	Roberta Guasti Porto
Approved by:	Board of Governors
Data of approval:	17/07/2024
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Interaction with Public Officials

1. Objective

The purpose of this Policy is to regulate and establish guidelines for contact or interaction between the Renova Foundation's employees and national or foreign public administration, at federal, state and municipal levels.

Considering:

- a. the interaction that the Foundation's employees have with public officials in the most varied spheres;
- b. the risks inherent in such interactions, taking into account the provisions specifically set out in the Anti-Corruption Legislation; and
- c. the potential liability of the Foundation and its Employees in the event of a violation of said regulations, this Policy was also prepared with the aim of complementing the Foundation's Code of Conduct.

2. Target Audience:

This Policy is aimed at all of the Foundation's Employees.

For the purposes of this policy, employees are considered to be all workers, third parties, members of the Foundation's governance bodies, including the Board of Governors, the Executive Board, the Supervisory Board and the Advisory Board, as well as Business partners who represent the Foundation, whether by proxy or by the nature of the service.

3. Additional Documents

- Foundation's Code of Conduct;
- Code of Conduct for Third Parties;
- Foundation's Anti-Corruption Policy;
- Brazilian Anti-Corruption Law (Federal Law No. 12,846/13).

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4. Responsibilities

Who creates	Who should be consulted	Who approves
Compliance Manager (Compliance)		Board of Governors

5. Glossary

- **Anti-Corruption Legislation:** Includes any and all anti-corruption legislation, including, but not limited to, the Brazilian Anti-Corruption Law (Law 12,846/13), its regulatory decree (Federal Decree No. 8,420/2015), the Penal Code, the Administrative Impropriety Law (Federal Law No. 8,429/92) and the Bidding Law (Federal Law No. 14,133/2021);
- **Brazilian Anti-Corruption Law:** Federal Law No. 12,846, of August 1, 2013, which provides for the administrative and civil liability of legal entities for the practice of acts against the public administration, national or foreign, and provides other measures;
- **Business partner:** any third party who, in the context of their activities for the Foundation, has the authority, power or capacity to make decisions, negotiate, represent or assume commitments with Public Officials on behalf of or for the benefit of Renova, including arbitration claims involving public or private officials;
- **Business Partner Contract Manager:** Employee or member of the Foundation's management bodies responsible for managing Third Parties
- **Employees:** All workers, third parties and members of the management bodies of the Renova Foundation, including the Board of Governors, Executive Board, Supervisory Board and Advisory Board, as well as all Business partners who represent the Foundation, whether by proxy or by the nature of the service;
- **Foundation:** The Renova Foundation;
- **Public Official:** (i) any person who, even temporarily or without remuneration, holds a mandate, position, employment or public function in government agencies, entities or diplomatic representations, as well as in legal entities controlled, directly or indirectly, by the public authorities or in international public organizations; (ii) a political party, its member, employee, official or other person acting for or on behalf

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of the political party¹; or (iii) candidate and pre-candidate for political or elective office.

- **TTAC:** Transaction and Conduct Adjustment Agreement entered between the Federal Government, IBAMA, ICMBio, ANA, DNPM, FUNAI, State of Minas Gerais, IEF, IGAM, FEAM, State of Espírito Santo, IEMA, IDAF, AGERH, Samarco Mineração SA, Vale SA, BHP Billiton Brasil Ltda., on March 2, 2016.

6. Principles and Rules

6.1. Principles and Guidelines of this Policy

- The Foundation maintains the highest ethical standards in its relations with employees and public entities and its actions are built on the following principles and guidelines:
- Respect and compliance with all applicable legislation, TTAC, Bylaws, as well as the Code of Conduct and all internal policies and procedures of the Foundation;
- Respect for the Foundation's objectives and strategies;
- Appropriate and responsible use of the Foundation's assets and resources;
- Transparent and ethical management focused exclusively on fulfilling the Foundation's objectives; and
- Prevention and combat of corruption and money laundering practices.

6.2. Rules

The Foundation's employees (including board members and directors) must act honestly, transparently and ethically in their interactions with public officials, and the following rules must be observed:

6.2.1. Contracts and transactions involving public officials

Any contract or transaction (e.g. assumption of obligations) involving public officials must have the prior formal approval of the Board of Governors.

¹ Simple affiliation to a political party does not fall within the concept of a public official.

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6.2.2. Communications with Public Officials

- A. Any and all communication, verbal or written, with public officials must be clear and direct, in order to avoid ambiguous interpretations. Furthermore, they must be made through official communication channels (e.g.: corporate cell phone number, corporate email, official letter);
- B. All email communication with public officials must be sent from the Foundation's email account (or corporate domain, in the case of a Business Partner);
- C. All email communication with public officials must be sent to official email accounts and not to personal email accounts (e.g., Gmail, Yahoo!, Hotmail, Globo, UOL, Terra, etc.);
- D. Communications with public officials via cell phone text messages, in any form (e.g., SMS, Whatsapp, Telegram, etc.), and via landline or mobile phone, must only be made through the Foundation's corporate accounts.

6.2.3. Interactions with Public Officials

- A. Interaction with public officials, whether in person or virtually, on strategic issues, negotiations, sensitive transactions and institutional relations, must be conducted only by the Institutional Relations department or by a person authorized and duly trained by Compliance.
- B. Interactions on strategic issues, negotiations, sensitive transactions and institutional relations, in person or virtually, may only be carried out by an unauthorized person in the presence of an authorized person, under the terms above. In all face-to-face interactions with Public Officials (e.g., meetings, presentations, inspections, etc.), at least 2 (two) Employees must be present.²
- C. Routine interactions, which do not involve strategic issues, negotiations, sensitive transactions and institutional relations, maintained with public officials, will be authorized for all employees, with the minimum presence of 2 (two) employees not being necessary.³

² In exceptional situations, where the presence of two employees is not possible, prior approval from Compliance must be requested for interaction with a public official by a single employee.

³ Routine interaction is understood as the holding of court hearings, regular protocols, dispatches and activities inherent to the judicial process of mere procedure for administrative movement. Dispatches and meetings involving strategic

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- D. Employees in the Institutional Relations department may conduct meetings that do not deal with strategic issues, negotiations, sensitive transactions and relevant institutional relations unaccompanied, as long as this interaction is recorded in the institutional agenda control. Strategic agendas, negotiations, sensitive transactions and relevant institutional relationships must be carried out with the minimum presence of 2 (two) employees.⁴
- E. Face-to-face interactions with public officials must take place in public places, on the Foundation's premises or at the public official's workplace.
- F. Interactions with public officials that may create the appearance of illegality should be avoided, that is, any interaction that, despite being lawful, may seem suspicious or suggest irregularity (e.g., meetings at airports, shopping mall parking lots, hotel rooms, sending coded messages, etc.).
- G. The relationship between employees (including board members and directors) of the Foundation and public officials who are involved in the activities carried out by the Foundation must be professional.
- H. If there is a relationship outside the scope of professional activities (e.g., clubs, associations, etc.) between any employee (including board member and director) of the Foundation and one or more public officials who are involved in the activities carried out by the Foundation, said relationship may not interfere or influence the professional activities or interests of the Foundation. In this case, the employee (including board members and directors) of the Foundation must also refrain from participating in any decision-making process regarding the actions of any public official with whom they have a personal relationship.
- I. It is recommended that in institutional interactions during meals or social events in commercial establishments (e.g., lunches, dinners, happy hours, etc.) the employee (including board members and directors) and the public official bear their respective expenses. The employee must use the corporate card.
- J. The following are exceptions to the rule set out in item (i) above: 1) institutional gatherings and events organized and/or sponsored by the Foundation. In these

legal issues for the Renova Foundation, presence in the Public Defender's Office, Judiciary, Prosecution Service and other actors related to legal issues, do not fall under this item.

⁴ Examples of strategic meetings include: meetings with decision-making, which will directly impact the scope of action of the Renova Foundation. Other situations may occur, not limited to these examples. In case of doubt, the Compliance department should be contacted.

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cases, the department responsible for the event must register information about the organization and the names of all invited public officials on the Registration form for receipt and offer of handouts, gifts, entertainment, meals, hospitality or other items of value, available on Sharepoint. If unplanned institutional events occur involving payment for meals, the record of the interaction with the public official and the record of the hospitality must be forwarded to the Compliance department after the date of the event, within 7 business days, counting from the first business day of the date of the event.

6.2.4. Record of interactions with Public Officials

- A. All agendas with public officials must be recorded in the Public Official Meeting Registration Form, available on the intranet ([Public Official Meeting Registration - Power Apps](#)), for control and monitoring of matters by the Institutional Relations department .
- B. In cases of meetings held by a focal point, prior alignment with the IR representative is necessary, as well as alignment on the feedback from the meeting.
- C. All interactions, whether in person or online, carried out with public officials, in which any incident, irregularity or abnormality occurs, must be duly recorded for the Compliance department, via completion of the Public Official Meeting Registration Form, available on the intranet: [Public Official Meeting Registration - Power Apps](#)
- D. The employee who is a Business Partner Contract Manager is subject to the obligation to record the interactions that the Third Party has with public officials, under the terms set out above.
- E. Interaction between unaccompanied employees in the Institutional Relations department must comply with the provisions of item 6.2.3 (f).
- F. If unplanned institutional interactions occur, the record of the interaction with the public official must be made after the date of the event, within 7 business days, counting from the first business day of the date of the event.
- G. For interactions with public officials who are formal members of Renova's external Governance forums or representation in Renova's Governance, such as the

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Technical Chamber, CIF, Supervisory Board, Advisory Board, registration with IR is waived, provided that the minutes of the meetings are duly registered with Governance. If not, registration is required by the Governance itself. Furthermore, if there is any problem during a meeting of these forums, it is up to Governance to register it with the compliance department.

- H. Preparatory or managerial meetings of Technical Chambers that are not covered by minutes or recordings by the CIF System, organized by External Governance, must be recorded by completion of the Meeting with a Public Official Registration Form, by the person responsible for governance of the forum;
- I. Preparatory or managerial meetings of Technical Chambers of a technical nature where External Governance is only invited, must be registered by completion of the Meeting with a Public Official Registration Form by the person responsible for the program and/or the technical department directly involved or as the organizer of the forum.
- J. For processes conducted by Supplies, which involve interaction with a public official, in which communication is formalized via Ariba, registration is not necessary. If the negotiation is not formalized on Ariba, registration is required by the person responsible for Supplies. Furthermore, if there are any issues during these negotiations, it is up to the person responsible for Supplies to register them with the compliance department, by filling out the Meeting with a Public Official Registration Form.

6.2.5. Inquiries, investigations or requests for information received from public authorities

The Legal Department must be notified of any inquiries, investigations, notifications, subpoenas, official letters and other documents issued by competent authorities requesting information from the Foundation.

When providing information to public officials on behalf of the Foundation, it must be ensured that all information is accurate and appropriate for the purpose in question.

6.2.6. Response to Requests for Any Undue Advantage

- A. The Foundation does not tolerate employees (including board members and

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- directors) accepting or offering advantages or favors to public sector entities or companies.
- B. It is possible that, during the performance of the Foundation's regular activities, public officials may make requests for Undue Advantage or for what appears to be Undue Advantage. If this occurs, you should:
- a. Make sure you haven't misheard or misunderstood the other party.
 - b. Clearly and deliberately refuse to cooperate.
 - c. End discussions as quickly as possible.
 - d. Report the undue request or demand promptly to your superior and the Compliance department as soon as you leave the meeting.
 - e. Document the incident report in writing as soon as possible.
- C. Be prepared to offer full cooperation to the Compliance investigation team. Undue Advantage must be understood broadly, not only taking into account the material or economic value of the advantage, but also any other benefit that the person has had or may have. The following are non-exhaustive examples of Undue Advantage:
- a. Cash or equivalent;
 - b. Gifts;
 - c. Travel expenses and/or payments of personal expenses;
 - d. Services;
 - e. Entertainment;
 - f. Insider information;
 - g. Support for events and/or festivities, even if legitimate;
 - h. Jobs and/or internships for relatives or friends.
- D. Notwithstanding the provisions of the above items, and under the terms of the Anti-Corruption Legislation, any and all Employees (including board members and directors) of the Foundation are prohibited from promising, giving or offering, directly or indirectly, Undue Advantage to any public official or third party related to them, regardless of whether or not there is intention or the

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results of it.

- E. In all interactions with public officials, the provisions of the Anti-Corruption Policy must be observed.

6.2.7. Responsibilities

- A. **Compliance Management:** keep this Policy updated and disseminate it internally to the target audience; receive and handle reports or suspicions of possible violations and monitor adherence.
- B. **Employees** All employees (including board members and directors) must comply with this Policy, its set of related documents, and report any violation through the available channels.
- C. **Employees** who have **Business Partner Contract Management** who interact, in any way, with Public Officials on behalf of or for the benefit of the Foundation, must, in addition to monitoring the contracts under their management, carry out the record of interactions described in this Policy, item 6.2.4, letter "b".

6.3. Sanctions

Failure to comply with this Policy or the Anti-Corruption Legislation may result in the application of onerous fines and the filing of lawsuits for compensation against the Foundation, in addition to criminal sanctions that may be applied to individuals directly involved in the illegal acts.

Furthermore, employees (including board members and directors) of the Foundation may be subject to disciplinary measures that will depend on the severity of the case and other relevant circumstances. The Foundation, in accordance with current legislation and its internal policies, may adopt the following disciplinary measures, in accordance with its consequence management policy:

- Dialogues with supervisors or managers about unwanted behaviors;
- Verbal or written warning;
- Suspension; or
- Dismissal or termination of the contract.

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6.4. Questions and Exceptions

Questions and exceptional assessments regarding the topics of this Policy must be forwarded to the Compliance department, by any available means, such as: e-mail (compliance@fundacaorenova.org), or by phone/in person.

7. Items revised from the last version

POL version	What has changed
01	<p>Added that interaction with public officials, in person or virtually, on strategic issues and government relations, must be conducted only by the Institutional Relations department or by a person authorized by Compliance and duly trained;</p> <p>Added that routine interactions will be authorized for all employees, with the minimum presence of 2 employees not being necessary;</p> <p>Added that for exceptional situations, where the presence of two employees is not possible, prior compliance approval must be requested for interaction with a public official by a single employee;</p> <p>Added that only interactions in which some incident, irregularity or abnormality occurs should be recorded for the compliance department.</p>
02	<p>Added that the department responsible for the event must register on the gift registration form the receipt and offering of gifts, presents, entertainment, meals, hospitality or other items of value, available on Sharepoint;</p> <p>Deleted section that mentioned "dinners, lunches, breakfasts and activities of a similar nature, of an institutional nature, to address issues related to the Foundation and that occur in the presence of the CEO or other Directors of the Foundation";</p> <p>Section inserted stating that agendas with public officials must be reported weekly to the institutional relations department;</p> <p>Adaptation in writing with few adjustments.</p>
03	<p>The concept of public official has been changed;</p> <p>The concept of business partner has been changed;</p> <p>Item 6.2.3, b, was amended to specify that the interactions in question are those involving strategic issues, negotiations, sensitive transactions and institutional relations;</p> <p>Amended item 6.2.3, d, to specify that the interactions in question are those that do not involve strategic issues, negotiations, sensitive transactions and institutional relations;</p> <p>Item 6.2.3 was inserted to contain instructions for institutional relations employees on conducting meetings with public official s;</p> <p>Item 6.2.3, k, was changed to state that records of unplanned institutional events involving payment of meals for public official s must be sent to the Compliance department;</p> <p>Item 6.2.6, a, has been changed, regarding the appropriate stance when a request for undue advantage occurs;</p> <p>Adaptation in writing with few adjustments.</p>
04	<p>Inclusion of the term "third parties" in the definition of the concept of "employee";</p> <p>Exclusion of the concept of "Compliance Committee" from the glossary;</p> <p>Exclusion of the possibility of sending emails to the personal account of a public official and of instructions for doing so;</p>

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POL version	What has changed
	<p>Inclusion of a rule on recording unplanned interactions with public officials – recording must be carried out within 7 working days after the event;</p> <p>Inclusion of a rule for interactions with public official s who are formal members of Renova's external Governance forums or representation in Renova's Governance, such as the Technical Board, CIF, Supervisory Board, Advisory Board: registration with IR is waived, provided that the minutes of the meetings are duly registered with Governance. If not, registration is necessary. If there is any problem during a meeting of these forums, it is up to Governance to register it with the compliance department;</p> <p>Specific changes to the wording of the policy.</p>
05	<p>“Pre-candidate” included in the concept of Public Official;</p> <p>Inclusion of guidance for registering meetings and incidents via the public official Meeting Recording Form, on the intranet, on page 6;</p> <p>Citation inserted for compliance with the Conflict of Interest Procedure in item 6.2.3, letter G;</p> <p>The weekly frequency in item 6.2.4, in letter A, has been excluded, since the records are on demand;</p> <p>Inclusion of the exemption for registering meetings with public officials for the Governance team, on page 7, according to contributions from the department (item 6.2.4, subitem H, I);</p> <p>Inclusion of the subitem H, II, on item 6.2.4 on page 7;</p> <p>Alterations and writing improvements on the document.</p>

8. Annexes

Not applicable.