

## ALLOCATION OF COMPANY'S RESULTS POLICY RANDON S/A IMPLEMENTOS E PARTICIPAÇÕES

### 1. OBJECTIVE

This policy aims to lay down the guidelines, criteria and procedures for the allocation of results, such as dividends (mandatory and interim) and interest on equity, pursuant to the provisions of the legislation, applicable regulations, Company's Bylaws and the best corporate governance practices. It is also aimed at clarifying, to the Company's shareholders and other interested parties, the criteria and procedures related to the payment of dividends.

### 2. APPLICATION AND SCOPE

This Policy applies to Randon S/A Implementos e Participações, a publicly-held company listed on the stock exchange, and to its shareholders, members of the Board of Directors and Supervisory Board, in addition to members of the legal department, investor relations and finance department.

### 3. REFERENCES

- Law no. 6.404 / 1976.
- Law no. 9.249 / 1995.
- Brazilian Corporate Governance Code - Publicly-Held Companies.
- By-laws of Randon S/A.- Implementos e Participações
- B3 S.A. *Brasil, Bolsa, Balcão Corporate Governance* – Level 1 Listing Regulation
- Regulations of the Securities and Exchange Commission (“CVM”).

### 4. DEFINITIONS

**Management:** directors and members of the Board of Directors.

**General Annual Meeting (“AGM”):** Annual shareholders' meeting, which, among others, has the purpose of deliberating on the allocation of net income.

**Company or Randon:** Randon S/A Implementos e Participações.

**Subsidiaries:** a company over which the Company has the controlling power.

**Securities and Exchange Commission (“CVM”):** Securities and Exchange Commission, a body linked to the Ministry of Economy of Brazil, whose purpose is to discipline and inspect the securities market.

**Supervisory Board:** The Company's supervisory body, which is responsible for expressing an opinion on the proposal for the allocation of net income.

**Dividends:** portion of the Company's net income distributed to shareholders, pursuant to article 201 et seq. of the Brazilian Corporation Law.

**Mandatory dividends:** portion of the net income that the Company must distribute to its shareholders, subject to the exceptions provided for by law. Randon's By-laws provide for the minimum mandatory dividend corresponding to 30% of the adjusted net income for the year.

**Fiscal year:** The fiscal year comprising the period between January 1st and December 31st of each year.

**Interest on Equity ("JCP"):** portion of the Company's net income distributed to shareholders in the form of interest on equity, under the terms of article 9, paragraph 7 of Law 9,249/95 and other pertinent legislation.

**Brazilian Corporate Law ("LSA"):** Law no. 6.404 of December 15, 1976, which provides for corporations.

## 5. GUIDELINES

The proposal to allocate the Company's results must be in line with the economic and financial characteristics of the business, the generation of cash and the need for investments. It must also be available for all interested parties, shareholders and investors, so that they can be familiar with it.

Under the LSA, dividends can only be distributed after deducting (before any other allocation) the accumulated losses and after provisioning for income tax. As provided for by paragraph 4th of Article 202 of the said Law, the payment of dividends is not mandatory in fiscal years in which such payment is not compatible with the financial situation of the Company, as long as Management justifies such a case at the General Annual Meeting.

This Policy helps shareholders, investors and other interested parties to better evaluate the Company, for the purpose of making investment decisions and other transactions, contributing to generate value and reduce funding costs.

### 5.1 CALCULATING THE RESULTS

At the end of each Fiscal Year, the Board of Directors, based on the financial statements for the fiscal year (balance sheet, statements of changes in equity, statement of income for the year, statement of value added and statements of cash flows) shall formulate a proposal for the allocation of net income, including the remuneration to shareholders.

## 5.2 ALLOCATION OF NET INCOME

According to the Company's Bylaws, net income must have the following destination:

- a) 5% (five percent) are allocated to the Legal Reserve, which will not exceed 20% (twenty percent) of the capital stock;
- b) of the remaining balance, adjusted as required by law, a minimum of 30% (thirty percent) must be distributed to shareholders as a minimum mandatory dividend; and
- c) the balance, if applicable - that is not appropriated for investment and working capital reserve (described below), or retained as provided for in the capital budget approved by the General Meeting - shall be allocated as a supplementary dividend to shareholders .

The Investment and Working Capital Reserve is aimed at ensuring investments in permanent assets and increasing the working capital, including the amortization of company debts and the financing of controlled and affiliated companies. It is formed by the balance of the adjusted net income (after deducting the mandatory dividends) and its maximum value cannot exceed, together with the legal reserve, the value of the capital stock.

## 5.3 DISTRIBUTION OF DIVIDENDS BY TYPE OF SHARES

The Company's shareholders will receive the mandatory dividend, in each fiscal year, according to the calculation and allocation of the net income provided for in this Policy, with the same amount per common and preferred share.

## 5.4 INTERIM DIVIDENDS and INTEREST ON OWN CAPITAL

The Board of Directors may decide to distribute interim dividends (to the account of retained earnings or reserves) within the legal limits and, in compliance with legal parameters, may also anticipate dividends for the current year.

It is the responsibility of the Board of Directors to decide on the credit and payment of interest on equity to shareholders, always within the legal limits. The respective amounts paid may be attributed to the mandatory dividends for the respective fiscal year, as decided by shareholders at the General Annual Meeting.

## 5.5 COMPETENCE AND PERIODICITY

The resolution on the Management's proposal for the allocation of net income for the year, of the Company, including the statement of dividends, is incumbent on the General Annual Meeting to be held within the first four months following the end of the fiscal year.

During the course of the fiscal year, the Board of Directors may decide to pay interim dividends or credit and pay interest on equity, as provided for in item 5.4 of this Policy.

## **5.6 INFORMATION ON PAYMENT**

Under the Brazilian Corporate Law, dividends and interest on equity must be paid to shareholders registered as owners or usufructuaries of the share, on the date on which the dividend is declared, in compliance with the rules of the Central Depository for Assets of B3 for determining the cutoff date and date for trading "ex-earnings" shares.

### **5.6.1 Dividends and Interest on Equity**

Dividends and interest on equity attributed to shareholders will not earn interest or inflation adjustment and, if not claimed within three (3) years from the initial date of their payment, the dividends will inure to the benefit of the Company.

### **5.6.2 Payment Term**

Dividends must be paid within sixty (60) days from the date they are declared, unless there is a resolution to the contrary by the shareholders at the General Meeting. In any case, this payment must be made within the same fiscal year in which they have been declared.

### **5.6.3 B3 Depository Central**

The payment of dividends to the shareholders whose shares are deposited in B3's fiduciary custody will be made to B3, which will be responsible for transferring the amounts to the holders of the shares deposited through the depositing brokerage firms.

### **5.6.4 Payment Method**

Payment is made by the depository financial institution of the book-entry shares of the Company - Itaú Corretora de Valores S/A. This way, the bank account owners of Itaú, or of other banks, who have their registration data duly completed and updated, will have their rights automatically credited to their bank account on the payment date. In case the shareholder's registration data is not correct or updated in the competent financial institution, he/she will not receive the amounts relative to dividends or interest on equity until his/her registration situation is regularized, respecting the term provided for in item 5.6.1.

## **5.7 GENERAL PROVISIONS**

This Policy concepts are based on the precepts guiding the best market practices. This Policy must be considered in conjunction with other guidelines applicable to Randon Companies, and it is broken down into other specific documents in line with the guidelines established in this document.

## **6. RESPONSIBILITIES**

### **Board of Directors**

- Approve and apply the Policy on Allocation of Company's Results;
- Express its opinion on the referral, to the General Annual Meeting, of the Executive Board's proposal to allocate the Company's results;
- Declare dividends to the account of income calculated in the half-yearly balance sheet, also as a result of the balance sheets calculated in shorter periods, in this latter case according to the limit established by Article 204, § 1 of Law No. 6.404/76, or even declare interim dividends to the account of retained earnings or reserves, subject to legal limits.
- Credit and pay interest on equity, under the terms of the current legislation.

### **Supervisory Board**

- Opinion on the proposals of the Management bodies, to be submitted to the General Meeting, regarding the distribution of dividends.

### **General Meeting**

- Approve the allocation of income for the year and the distribution of dividends.

### **Finance and Investor Relations Department**

- Ensure that the proposals for the distribution of Dividends and / or Interest on Equity, submitted to the Board of Directors and / or to the General Meeting, are in line with the terms of this Policy;
- Coordinate the processes related to the distribution of Dividends and/or Interest on Equity; and,
- Disseminate broadly this Policy.

## **7. FINAL CONSIDERATIONS**

The Company reserves the right to, at any time, revise, modify, change or revoke this Policy, especially in the case of any essential or relevant change in the applicable laws or regulations.

This Policy for the allocation of results was approved by the Board of Directors of the Company on July 17, 2020, becoming effective on the date of its approval and effective for an indefinite period.