



MANAGEMENT APPOINTMENT POLICY

1. PURPOSE AND SCOPE

Springs Global Participações SA ("Company"), valuing the best corporate governance practices, presents its Management Appointment Policy ("Policy"), in order to formalize and disclose the guidelines, criteria, and procedures for the appointment of members for the composition of the Board of Directors, the Executive Board and the Advisory Committees ("Committees") of the Company.

2. REFERENCES AND PRINCIPLES

- 2.1 This Policy has as references: (i) the corporate governance guidelines of the Company's Bylaws; (ii) the Company's Code of Ethics and Conduct; (iii) Law nº 6.404, of December 15, 1976, as amended ("the Brazilian Corporate Law"); (iv) the Brazilian Code of Corporate Governance – Publicly-held Companies ("CBGC"); and (v) the Novo Mercado Listing Regulations of B3 S.A. – Brasil, Bolsa, Balcão ("Novo Mercado Regulations").
- 2.2 Highly qualified professionals, with proven technical, professional or academic experience, and aligned with the Company's values and culture, shall be appointed to compose the Board of Directors, its Committees and the Executive Board.
- 2.3 The appointment for the composition of the Board of Directors, its Committees and the Executive Board must consider criteria such as complementary experiences, academic background and availability of time to perform the function and diversity.

3. BOARD OF DIRECTORS

- 3.1 Guidelines and criteria for the appointment of members of the Board of Directors
 - 3.1.1 As a general guideline, the process of nominating candidates should aim for the Board of Directors to be composed of members with a diverse profile, an adequate number of independent directors and a size that allows for the creation of committees, the effective debate of ideas and the taking of of technical, exempt and reasoned decisions.
 - 3.1.2 The Board of Directors is a collegiate body, whose performance depends on respect and understanding of the characteristics of each of its members, without this implying an absence of debates of ideas. It must be composed considering the diversity of knowledge, experiences, behaviors, cultural aspects, age and gender to allow the Company to benefit from the plurality of arguments and a decision-making process with greater quality and safety.
 - 3.1.3 The Bylaws provide that the Board of Directors will be composed of at least 5 (five) and at most 7 (seven) members, elected and removed by the general meeting of shareholders, with a unified mandate of 1 (one) year, reelection being allowed.
 - 3.1.4 Of the members of the Board of Directors, at least 2 (two) or 20% (twenty percent), whichever is greater, must be independent directors, as defined in the Novo Mercado Regulation, and the characterization of the appointed to the board of directors as independent members be resolved at the general meeting that elects them, and the member(s) elected pursuant to Article 141, §§ 4th is also considered as independent. and 5th of the Brazilian Corporate Law.
 - 3.1.5 The members appointed to the Company's Board of Directors, including the independent members, must meet the following criteria, in addition to the legal and regulatory requirements, and those expressed in the Company's Bylaws:
 - (i) be aligned with and committed to the Company's values and culture and its Code of Conduct;



- (ii) have an unblemished reputation;
- (iii) not having been subject to an unappealable decision that suspended or disqualified him/her, by the CVM, which made him/her ineligible for the positions of manager of a publicly-held company;
- (iv) have academic training compatible with the duties of the members of the Board of Directors or minimum professional experience, having performed functions similar to those to be performed in his/her term of office as a Director;
- (v) be free from conflicts of interest with the Company (unless waived by the general meeting); and
- (vi) have available time to adequately dedicate themselves to the role and responsibility assumed.

3.2 Process for nominating the members of the Board of Directors

3.2.1 The composition of the Board of Directors shall be evaluated at the end of each term in order to seek compliance with the criteria contained in this Policy, upon approval of the candidates proposed by the Management.

3.2.2 The proposal for re-election of directors must consider the results of the periodic evaluation process of the Board of Directors, as well as the conclusions regarding the adequacy or need for adjustments in its composition.

3.2.3 The appointment of members for the composition of the Board of Directors may be made by the management or by any shareholder of the Company, pursuant to the Brazilian Corporate Law.

3.2.4 The shareholder who wishes to appoint members for the composition of the Board of Directors must notify the Company in writing, to the attention of the Investor Relations Department, presenting:

- (i) full name and qualification;
- (ii) copy of the instrument declaring clearance or declaring that it has obtained information from the person indicated that it is in a position to sign such instrument, indicating any reservations;
- (iii) CV of the nominated candidate, containing, at least, his/her qualification, professional experience, education, main professional activity that he/she is currently performing and indication of which positions he/she holds on the board of directors, supervisor or advisory board in other companies, if applicable, and compliance with the requirements of Clause 2.1.5 above;
- (iv) the existence of a marital relationship, stable union or family relationship up to the second degree between the nominee and (a) managers of the Company, (b) managers of direct or indirect subsidiaries of the Company, (c) managers of direct and indirect parent companies of the Company; and
- (v) subordination, service provision or controlling relationships maintained, in the last 3 fiscal years, between the nominee and (a) a company directly or indirectly controlled by the Company, with the exception of those in which the Company holds, directly or indirectly, the entire share capital, (b) direct or indirect controlling shareholder of the Company and (c) if relevant, supplier, customer, debtor or creditor of the Company, its subsidiary or parent companies or subsidiaries of any of these persons.

3.2.5 Each nominee for the position of independent director, by the management or by a shareholder, must present a signed statement, attesting to their compliance with the independence criteria established in the Novo Mercado Regulation, including the



respective justification, if any of the situations provided for in the § 2 of Article 16 of the Novo Mercado Regulation.

- 3.2.6 The Company's Board of Directors shall approve a statement, included in the management proposal regarding the general meeting for the election of managers, regarding the candidates nominated by the management and the classification or non-compliance of each candidate with the independence criteria.
- 3.2.6.1 The procedure provided for in item 2.2.6 above does not apply to the nominations of candidates for members of the Board of Directors:
 - (i) that do not meet the deadline for inclusion of candidates in the ballot paper, as provided for in the regulation issued by CVM on remote voting; and
 - (ii) by means of a separate vote in the presence of the controlling shareholder.
- 3.2.7 The election of the members of the Company's Board of Directors will be carried out as provided for in the Bylaws and applicable legislation.

4. EXECUTIVE BOARD

4.1 Guidelines and criteria for nominating members of the Executive Board

- 4.1.1 As a general guideline, the process of nominating and filling positions in the Executive Board, as well as non-statutory directors and managerial positions, should aim at the formation of a group aligned with the Company's values and diversified, with skills, abilities and experiences complementary, capable of implementing strategies, facing challenges and achieving the Company's objectives.
- 4.1.2 The Bylaws provide that the Executive Board will be composed of at least 2 (two) and at most 4 (four) members, shareholders or not, residing in Brazil, elected and removed at any time by the Board of Directors with a unified term of office of 1 (one) year, with the possibility of being reelected, with a Chief Executive Officer; a Director of Corporate Affairs; an Investor Relations Officer; and a Director without a specific designation. Furthermore, the Directors may accumulate positions.
- 4.1.3 The members appointed to the Company's Executive Board must meet the following criteria, in addition to the legal and regulatory requirements, and those expressed in the Company's Bylaws:
 - (i) be aligned with and committed to the Company's values and culture and its Code of Conduct;
 - (ii) have an unblemished reputation;
 - (iii) not having been subject to an unappealable decision that suspended or disqualified him/her, by the CVM, which made him/her ineligible for the positions of manager of a publicly-held company;
 - (iv) have academic training compatible with the duties of the Executive Officer or minimum professional experience, having performed functions similar to those to be performed in his/her term of office as a Executive Officer or having gathered skills and experiences that are of interest to the Company at the time of its appointment;
 - (v) abilities to implement strategies, face challenges and achieve the Company's objectives; and
 - (vi) be free from conflict of interest with the Company.

4.2 Process for nominating the members of the Executive Board

- 4.2.1 The election of the Executive Board will preferably take place at the first meeting of the Board of Directors held after the annual general meeting.



- 4.2.2 The Board of Directors shall seek to elect as Chief Executive Officer an executive capable of leading the management of the Company's business, in compliance with the risk limits and guidelines approved by the Board of Directors. The Chief Executive Officer shall recommend the other Officers to the Board of Directors. The Chief Executive Officer may propose, without exclusivity of initiative, to the Board of Directors, the attribution of functions to the Executive Officers.
- 4.2.3 The Chief Executive Officer will be able to count on the collaboration of external advisors to validate that candidates for positions on the Executive Board meet the aforementioned conditions and that they are not subject to any of the impediments indicated.
- 4.2.4 The composition of the Executive Board shall be evaluated at the end of each term of office in order to seek compliance with the criteria contained in this Policy.
- 4.2.5 The proposal for re-election of the Chief Executive Officer and Executive Officers shall consider the results of the process of their assessment by the Board of Directors, as well as the conclusions regarding the adequacy or need for adjustments in the composition of the Executive Board.

5. COMMITTEES

5.1 Guidelines and criteria for appointing members of the Committees

- 5.1.1 . The Board of Directors may create Committees to analyze and comment on any matters, as determined by the Board of Directors, always with the aim of advising the Board of Directors in its attributions. Such Committees will comply with the nomination criteria established in this Policy, as well as the guidelines and attributions approved by the Company's Board of Directors upon its installation.
- 5.1.2 As defined in the Novo Mercado Regulation, in the case of the Audit Committee, its composition will be at least 3 (three) members, as follows:
 - (i) at least 1 (one) must be an independent director, as defined in the Novo Mercado Regulation;
 - (ii) at least 1 (one) of them must have recognized experience in corporate accounting matters, pursuant to the regulations issued by the CVM that provide for the registration and exercise of independent auditing activities in the field of securities and define the duties and the responsibilities of audited entities in their relationship with independent auditors; and
 - (iii) the same member of the Audit Committee may accumulate the two characteristics provided for in items (i) and (ii) above.
- 5.1.3 The members appointed to the Company's Committees, being directors or not, must meet the following criteria, in addition to the one established in Clause 4.1.2 above for the Audit Committee:
 - (i) be aligned with and committed to the Company's values and culture and its Code of Conduct;
 - (ii) have an unblemished reputation;
 - (iii) have academic training compatible with the duties of Committee or minimum professional experience, having performed functions similar to those to be performed in his/her term of office as a member of the Committee or having gathered skills and experiences that are of interest to the Company;
 - (vii) be free from conflicts of interest with the; and



(viii) have available time to adequately dedicate themselves to the role and responsibility assumed.

5.1.4 The effective members of the Committees will not have alternates linked to them.

5.2 Process for appointing members of the Committees

5.2.1 The appointment of Committee members by the Board of Directors will preferably take place at the first meeting of the Board of Directors held after the annual general meeting.

5.2.2 The appointment of the names of candidates for members of the Committees to the Board of Directors of the Company may be made by any member of the Board of Directors or the Executive Board, at least 15 days prior to the date of the Board of Directors meeting that appoint the members of Committees.

5.2.3 The Board of Directors may rely on the collaboration of external advisors to validate that candidates for positions on the Committees meet the aforementioned conditions and that they are not subject to any of the impediments indicated.

5.2.4 The composition of the Committees shall be evaluated at the end of each term in order to seek compliance with the criteria contained in this Policy.

5.2.5 The proposal for the re-election of Committee members shall consider the results of the Committee's periodic evaluation process, as well as the conclusions regarding the adequacy or need for adjustments in the composition of the Committees.

6. GENERAL PROVISIONS

6.1 This Policy and its application must be monitored by the Company's Board of Directors.

6.2 The Investor Relations Department will be responsible for carrying out the assessment regarding the guidelines and criteria for nomination established in this Policy.

6.3 Omitted cases will be decided by the Company's Board of Directors.

7. TERM

This Policy was approved by the Board of Directors, effective as of fiscal year 2022 and may only be modified by resolution of the Company's Board of Directors.

São Paulo, December 27, 2021.