

## ANTI-CORRUPTION POLICY

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### 1) Scope

Policy applicable to all employees of TEGMA GESTÃO LOGÍSTICA S/A, including its controlled companies, affiliates and companies acquired or created by it, hereinafter referred to simply as TEGMA (or "Company"); its directors, officers, trainees and apprentices, regardless of the hierarchical level, position or function exercised, as well as third parties, clients, suppliers, service providers, intermediary agents, associates and all those who maintain or will maintain a relationship, or who act on behalf, interest or benefit of TEGMA; who shall adhere to the provisions of this Policy, knowing it and contributing to its dissemination and practice.

### 2. Purpose

Establish the guidelines for the knowledge and full adherence of those covered by this Anti-Corruption Policy to the requirements of the Brazilian Anti-Corruption Law, especially for the prevention, detection and correction of illegal acts, as well as other applicable rules and regulations, in addition to signing TEGMA's commitment to conduct business with ethics, transparency and integrity and to combat the occurrence of harmful acts to the Public Administration, national or foreign, such as extortion, bribery, fraud, and other forms of corruption, involving public or private agents, in the environment and in the process of bidding and executing contracts with the public or private sector, as well as combating money laundering, terrorist financing or any act harmful to the national or foreign financial system. It is also the purpose of this Anti-Corruption Policy to guide those covered by it to immediately report any suspected irregularities, offering the TEGMA Confidential Channel for this purpose.

### 3) Definitions

**I. Brazilian Anti-Corruption Law:** Federal Law No. 12,846, published on 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. It was regulated by Decree 8420 published on March 19, 2015.

**II. Fraud:** is any cunning, misleading, bad faith act, with the purpose of harming or deceiving others or not fulfilling a certain duty, obtaining undue advantages or benefits for oneself or for third parties.

**III. Corruption:** is the act or effect of bribing one or more people for one's own or someone else's benefit, usually by offering money or valuables. It can also be defined as the employment, by people in the public or private service, of illegal means for their own benefit or that of others, to obtain undue advantages or benefits.

**IV. Bribe or Kickback:** means by which corruption is practiced and consists of promising, offering or paying an authority, public agent or professionals from the private sector an amount of money, objects of value or personal favors in exchange for facilitations, advantages, support, illegal, inappropriate or unethical benefits.

**V. Money Laundering:** pursuant to article 1 of Law No. 9,613/98, money laundering is the concealment or dissimulation of the nature, origin, location, disposal, movement, or ownership of goods, rights, or values arising directly or indirectly, of criminal offence.

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**VI. Financing of Terrorism:** pursuant to article 2 of Law 13,260/16, terrorism is the practice by one or more individuals of acts motivated by xenophobia, discrimination or prejudice based on race, color, ethnicity, and religion, when committed with the purpose of causing terror social or generalized, endangering the person, property, public peace, or public safety. Article 6 of this same Law defines that the financing of terrorism consists of receiving, providing, offering, obtaining, maintaining, keeping in deposit, requesting, investing, in any way, directly or indirectly, resources, assets, goods, rights, values, or services of any kind for the planning, preparation, or execution of the crime of terrorism.

**VII. Public Agent:** someone who exercises, even if temporarily or without compensation, by any form of investiture or bond, mandate, concession, position, employment, or function in bodies of the direct, indirect or foundational administration of any of the Powers of the Union, of the States, of the Federal District, of the Municipalities, of Territory, of a company incorporated into the public property or of an entity for whose creation or operation the Public Administration has granted a concession of service or power, competing with or competing with more than fifty percent of the voting capital or annual revenue, or even where it exerts significant influence on decision-making by law or participation in management bodies. This also includes, among others, employees of public companies, mixed-capital companies, autarchies, public foundations, notary offices, public service concessionaires and companies with public-private partnership contracts. For the purposes of this Anti-Corruption Policy, a Public Agent is also considered to be a person who holds a management position in a Political Party, as well as a candidate for an elective position or who is in the exercise of an elective position in any of the three powers of the federation. Public agents for the purposes of this document are also considered to be those who exercise similar functions for a foreign government or before international organizations, as well as people with a close relationship with a Public Agent (relatives, friends, partners, etc.).

### 4) Guidelines

TEGMA is guided by ethics and transparency, **prohibiting and not tolerating** any practice of corruption, bribery, fraud, payment, or receipt of bribes, directly or indirectly, whether with the Public Administration, national or foreign, or with private companies. Everyone covered by this Anti-Corruption Policy is responsible for applying the provisions set forth herein and other guidelines. Deviating from the terms of this Anti-Corruption Policy implies that the violator will be submitted to the Tegma's Ethics Committee, with potential application of disciplinary measures, as per item 2 of the Guidelines of Tegma's Integrity System (Management of Consequences and Disciplinary Measures), depending on the severity of the deviation committed, without prejudice to the application of eventual legal measures in the labor, civil and criminal spheres, which may even culminate in the dismissal for just cause of those involved.

TEGMA **prohibits and does not tolerate the offering or payment of facilitations** to accelerate or favor business, obtain advantage, licenses, authorizations or permissions by its employees, suppliers, customers, business partners or any other third party acting on its behalf, interest or benefit.

The offer of **gifts, entertainment, hospitality, or any kind of advantage or benefit that may be perceived as undue**, or even the simple promise of advantages or direct or indirect benefits, with the intention of obtaining undue gains, to reward someone for a business obtained or as a form of "exchange of favors", to any public agent or person related to him/her, regardless of whether the offer was made implicitly or

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explicitly, is forbidden and will be considered a serious infraction. Always observe the provisions of Tegma's Integrity System Guidelines, item 4 (Conflict of Interest) and Tegma's 'Gift and Entertainment Policy'.

**All conducts that contravene the Brazilian Anti-Corruption Law are also prohibited**, as well as those conducts provided for in other applicable laws and regulations. In this sense, the Brazilian Anti-Corruption Law expressly prohibits the following conduct: (i) to promise, offer or give, directly or indirectly, an undue advantage to a Public Agent or a related third person; (ii) finance, fund, sponsor or otherwise subsidize the practice of unlawful acts provided for in the Brazilian Anti-Corruption Law; (iii) use an intermediary, an individual or legal entity to hide or conceal their real interests or the identity of the beneficiaries of the acts performed.

The following conducts are also prohibited: (i) to frustrate or defraud, by means of adjustment, combination or any other expedient, the competitive nature of a public bidding procedure or contract arising therefrom; (ii) prevent, disturb or defraud the performance of any act of public bidding procedure; (iii) remove or seek to remove a bidder, through fraud or offering of any kind of advantage; (iv) defraud public bidding or contract arising from it; (v) create, fraudulently or irregularly, a legal entity to participate in a bidding process or enter into an administrative contract; (vi) fraudulently obtain an undue advantage or benefit from modifications or extensions of contracts entered into with the Public Administration, without authorization by law, in the bidding act or in the respective contractual instruments; or (vi) manipulate or defraud the economic and financial balance of contracts entered into with the Public Administration.

**TEGMA does not participate in political party activities**, not performing acts for the promotion or contributions to candidates, parties or electoral campaigns. TEGMA, however, values the democratic right of all and respects the participation of people covered by this Anti-Corruption Policy in party political activities, provided that it is personal and totally disconnected from the Company's image. Thus, political party donations by TEGMA or by individuals on behalf of TEGMA, directly or indirectly, including, but not limited to financial contributions, sponsorships or events for fundraising or promotion of candidates, parties or electoral campaigns, are prohibited.

**Donations to non-profit or charitable institutions associated with Public Agents are also prohibited.** In this sense, TEGMA only allows contributions/donations to be made directly to institutions registered under applicable law and for legitimate philanthropic reasons, such as serving humanitarian interests and supporting charities, cultural or educational institutions. The promotion and financing of philanthropic, cultural, social and environmental projects are admitted if they present an explicit/direct relationship with TEGMA's business or when in full harmony with the Company's corporate values.

No TEGMA employee, business partner, or any third party acting in the Company's name, interest or benefit will suffer any type of **retaliation or penalty for delays or loss of business due to refusal to pay or receive undue advantage**, for performing any illegal act or unethical conduct.

**All TEGMA operations and transactions must be clearly and accurately recorded** and classified so that they accurately reflect the nature of the situation that occurred and the identification of those responsible and

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approvers. TEGMA strives for transparency and legality in its activities and is against money laundering and terrorism financing.

**TEGMA defends free competition** and rejects any other form of anti-competitive conduct, such as, for example, the use of privileged information for commercial purposes or to obtain advantages in the trading of securities, complying with all applicable legislation and providing information and support to the authorities in case of violations.

TEGMA declares its commitment to conducting business ethically, transparently and with integrity, and to fighting and supporting the authorities in the occurrence of corruption situations involving public or private agents, national or foreign, as well as any other harmful act against the Public Administration of which it is aware.

Additionally, every contract signed by TEGMA must include **anti-corruption clauses**, which ensure that the hiring processes and throughout the contractual relationship with employees, customers, suppliers and business partners, information can be requested, and checks (**due diligence**) and other assessments carried out to clarify doubts and/or ensure full compliance with the terms agreed between the parties in carrying out the business.

Every contracting process of suppliers, business partners, or any other type of third party to act on behalf of TEGMA must be done in compliance with the legal provisions, the Supplier Code of Conduct and this Anti-corruption Policy, always in the best interest of TEGMA, and it is necessary to perform checks prior to hiring in order to attest the suitability of the contractor. The contracting of goods and/or services through the undue use of influence over any person, regardless of being a Public Agent or not, is rejected.

Prior to the merger, incorporation, acquisition of any organization or asset and/or disposal carried out by TEGMA, a checking process must be carried out to check compliance with the provisions of current legislation.

### **5) Final Provisions**

Any employee who suspects, knows, or witnesses the intention or occurrence of acts that violate the guidelines of this Anti-Corruption Policy must immediately report the situation to the TEGMA Confidential Channel or directly to TEGMA's statutory officers so that the situation can be investigated and the appropriate measures taken. Complaints to the TEGMA Confidential Channel may be anonymous and TEGMA guarantees the complainant in good faith, regardless of their identification or not, the confidentiality of the entire registration and verification process and the non-retaliation to the complainant in good faith, as the TEGMA Integrity System Guidelines, item 3.

TEGMA employees must also immediately report to the TEGMA Confidential Channel or to the Company's statutory directors the occurrence of 'warning signals' (indications, news or information that reach them) that may suggest or indicate which employees, suppliers, customers, or partners of businesses may be or

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become involved in acts contrary to this Anti-Corruption Policy, TEGMA's Code of Ethics and Conduct, TEGMA's Supplier Code of Conduct, or applicable legislation.

The information registered in the TEGMA Confidential Channel will be received by an outsourced, independent, and specialized company, ensuring secrecy and confidentiality. TEGMA will provide adequate treatment to all situations registered in the TEGMA Confidential Channel, which can be accessed through the following means of contact:

Telephone: 0800-377-8001, Monday to Friday, from 8 am to 8 pm.

Website: [www.canalconfidencial.com.br/tegma/](http://www.canalconfidencial.com.br/tegma/)

TEGMA's Compliance Team is permanently available to answer questions and provide guidance on the provisions of the Company's Code of Ethics and Conduct, the Supplier Code of Conduct, this Anti-Corruption Policy and other TEGMA policies.

Training aimed at raising awareness of TEGMA employees will be held annually, presenting topics related to the current Anti-Corruption Policy, the TEGMA Confidential Channel and the provisions of the Brazilian Anti-Corruption Law and other applicable rules, effectively practicing the TEGMA Integrity System.

Complementing the anti-corruption commitments, all provisions of the TEGMA Integrity System Guidelines must be observed, highlighting item 4 (Conflict of Interest), which guides you to complete the "Conflict of Interest Assessment Form" and also the full text of the TEGMA Code of Ethics and Conduct.

This Anti-Corruption Policy will be revised every two years or at any time, whenever necessary.