

## **CORPORATE POLICY FOR APPOINTING MEMBERS OF THE BOARD OF DIRECTORS, ITS ADVISORY COMMITTEES AND THE EXECUTIVE BOARD**

### **1. PURPOSE**

The purpose of this Policy is to establish criteria for the composition of the Board of Directors (“Board”), its Advisory Committees (“Committees”) and the Executive Board of Ultrapar, as well as procedures for the appointment and evaluation of the respective members.

It is based on the following guidelines and provisions: (i) the Bylaws; (ii) Law No. 6,404/76; (iii) the Brazilian Corporate Governance Code; (iv) the Novo Mercado Regulation; and (v) the legislation and regulations applicable to the Company.

### **2. BASIC PRINCIPLES FOR APPOINTMENT**

2.1 Only highly qualified professionals with proven professional and academic experience and aligned with the Company’s values and its Code of Ethics shall be appointed to the Board, its Committees and the Executive Board.

2.2 The appointment shall consider criteria such as complementarity, diversity and depth of experience, academic background and availability of time to perform the duties. Such criteria aim to ensure a plurality of views, experiences and skills for a higher-quality and more secure decision-making process.

2.3 The People and Sustainability Committee shall assist the Board in the appointment process, and shall ensure that the Company prepares adequately and in advance for the succession of these positions, and monitor actions that ensure the adoption of a model for attracting, retaining and motivating directors and officers with the required skills, aligned with the Company’s strategic plans.

2.4 The selection of candidates to compose Ultrapar’s management bodies shall consider, at least, the following aspects, without prejudice to legal and regulatory requirements and those set forth in the Bylaws:

- (i) alignment and commitment to the Company’s values and culture;
- (ii) unblemished reputation, as provided for in article 147 of Law No. 6,404/76;
- (iii) academic background compatible with the duties of a member of the Board of Directors;
- (iv) professional experience in areas or topics of interest to the Company;
- (v) not having been the subject of an unappealable decision from the CVM (Brazilian Securities and Exchange Commission) that has suspended, disqualified or made him/her ineligible for the positions of director or officer of a publicly-held company, as provided for in article 147 of Law No. 6,404/76;
- (vi) not be prevented by special law, or convicted of a bankruptcy crime, malfeasance, active or passive corruption, bribery, embezzlement, crimes against the popular economy, the public faith, the property or the national financial system, or a criminal penalty that prevents access to public office, as provided for in article 147 of Law No. 6,404/76;
- (vii) not have a conflict of interest with the Company and its subsidiaries or associates (a conflict of interest with the Company is presumed when the person, cumulatively: (a) has been elected by a shareholder who has also elected a director in a competing company; and (b) maintains a reporting

## **CORPORATE POLICY FOR APPOINTING MEMBERS OF THE BOARD OF DIRECTORS, ITS ADVISORY COMMITTEES AND THE EXECUTIVE BOARD**

relationship with the shareholder who elected him/her), as provided for in article 147 of Law No. 6,404/76.

### **3. BOARD OF DIRECTORS**

#### **A. Criteria for Composition**

3.1 The Board of Directors shall be composed of at least 5 and at most 11 members, all elected and removed by the General Meeting, for a unified term of office of 2 years, reelection being permitted under the Bylaws.

3.2 The composition shall mandatorily include the participation of at least 30% or 2, whichever is greater, of independent directors, under the Bylaws.

3.2.1 The characterization of those appointed as independent directors shall comply with the rules and procedures set forth in the Novo Mercado Regulation and the Bylaws, and shall be resolved at the general meeting that elects them.

3.3 The appointment of members of the Board of Directors shall, in addition to the criteria set forth in item 2.4 above, assess the candidate's availability of time to properly dedicate to the role and responsibility assumed.

3.4 The proposal for re-election of the Board members shall take into account the results of the evaluation processes carried out during the previous terms of office of such members.

#### **B. Procedure for Appointment**

3.5 The appointment of the members who will compose the slate for election to the Board of Directors at the General Meeting may be carried out by the Board itself or by any shareholder or group of shareholders of the Company, in compliance with the provisions of Law No. 6,404/76 and the Bylaws.

3.6 The Board shall, on the date of the convening of the General Meeting to elect its members, make available at the Company's headquarters a declaration signed by each of the members of the slate appointed by it, containing: (a) their full identification; (b) a full description of their professional experience, mentioning the professional activities previously performed, as well as professional and academic qualifications; and (c) information on final disciplinary and legal proceedings in which they have been convicted, as well as information, if applicable, on the existence of any cases of impediment or conflict of interest provided for in Article 147 of Law No. 6,404/76.

3.7 At every General Meeting to elect directors, the Board shall include, in the respective Management proposal, its statement covering: (i) confirmation of adherence to this Policy by each candidate for the position of Board member; and (ii) the reasons, in light of the provisions of the Novo Mercado Regulation and the declaration of independence submitted by the candidate, why each candidate qualifies as an independent director.

3.8 Under the Bylaws, any shareholder or group of shareholders who wishes to propose another slate of candidates to run for positions on the Board of Directors shall, at least five days before the date set for the General Meeting, submit to the Board declarations signed individually by the candidates appointed by them, containing the information mentioned in item 3.7 above, and the Board shall be responsible for immediately disclosing, by means of a notice posted on the Company's website and forwarded electronically to the CVM and B3 (Brazilian stock exchange), the information that the

## **CORPORATE POLICY FOR APPOINTING MEMBERS OF THE BOARD OF DIRECTORS, ITS ADVISORY COMMITTEES AND THE EXECUTIVE BOARD**

documents relating to the other slates submitted are available to the shareholders at the Company's headquarters.

3.8.1 The Board of Directors shall verify whether the requirements established in this Policy have been complied with and, if so, the names of the candidates shall be put to a vote at the General Meeting.

3.9 Other rules on appointment, election, vacancy and replacements shall comply with the provisions of the Bylaws, the Internal Regulations of the Board of Directors and the current legislation.

### **4. EXECUTIVE BOARD**

#### **A. Criteria for Composition**

4.1 Under the Bylaws, the Executive Board shall be composed of up to eight Officers, whether shareholders or not, resident in the country, elected by the Board of Directors, without specific designation, except for the Chief Executive Officer and the Investor Relations Officer, whose duties are set forth in the Bylaws.

4.2 The term of office of the Officers, who will continue to hold office until their substitutes are elected and take office, shall be two years, with re-election permitted.

4.3 The Board of Directors shall appoint to compose the Executive Board professionals who know how to harmoniously combine the interests of the Company, shareholders, managers and employees, as well as the Company's social and environmental responsibility, guided by legality and ethics.

4.4 The proposal for re-election of the Executive Board members shall take into account the result(s) of the evaluation process(es) carried out during the exercise of their activities.

4.5 The positions of Chairman of the Board of Directors and Chief Executive Officer or main executive of the Company may not be held by the same person, as provided for in article 138 of Law No. 6,404/76.

### **5. ADVISORY COMMITTEES**

#### **A. Criteria for Composition**

5.1 The Board of Directors shall mandatorily have the following advisory committees:

- a) Audit and Risk Committee;
- b) People and Sustainability Committee;
- c) Investments Committee.

5.1.1. The Board may create other advisory committees, which shall comply with the appointment criteria established in this Policy, also determining their guidelines and duties when they are installed and designating their members.

## **CORPORATE POLICY FOR APPOINTING MEMBERS OF THE BOARD OF DIRECTORS, ITS ADVISORY COMMITTEES AND THE EXECUTIVE BOARD**

5.2 The composition of the Committees shall comply with the provisions of the Bylaws, the current legislation and the respective Internal Regulations, as well as the principles and criteria set forth in this Policy.

5.3 The proposal for re-election of Committee members shall take into account the results of the evaluation processes carried out during the previous terms of office of such members.

### **B. Procedure for Appointment**

5.4 The appointment of members of the Committees and advisory bodies linked to Ultrapar's Board of Directors may be made by any director up to seven days in advance of the meeting that will appoint the composition of a new Committee, when applicable.

5.5 The compliance with the requirements set forth in this Policy shall be verified by the Board and the appointment of the candidate shall be approved by the Board of Directors.

## **6. EVALUATION PROCESS**

### **A. Board of Directors**

6.1 To ensure the effectiveness of the dynamics and operation of the Board, its Committees and advisory bodies, the Company shall carry out a periodic evaluation, at least once per term.

6.2 The process shall be approved by the Board and consider its evaluation and that of its Committees as a collective body, as well as of its members individually, and may be carried out internally or by a specialized company.

6.3 The evaluation aims to measure the dimensions related to composition, operation, powers, dedication and effectiveness, being an essential element in the appointment process set forth in this Policy.

### **B. Executive Board**

6.4 The Company's Chief Executive Officer shall be evaluated annually by the Chairman of the Board of Directors, including in relation to the fulfillment of his/her individual and economic goals. The other members of the Statutory Board shall be evaluated in the same way by the Chief Executive Officer and the results shall be presented and validated by the People Committee.

6.5 The results of the mentioned evaluations shall be presented to the Board of Directors.