



VALORIZAÇÃO DE RESÍDUOS

GIVEAWAYS, GIFTS, AND ENTERTAINMENT POLICY



Giveaways, Gifts and Entertainment Policy

CONTENTS

1. Introduction

1.1 Definitions

1.2 Reporting

1.3 Supervision

1.4 Sanctions

1.5 Exceptions

2. Giveaways, Gifts, and Entertainment Policy

2.1 Purpose

2.2 Scope

2.3 General Rules

2.3.1. Frequency

2.3.2. Offer, Delivery or Promise

2.3.3. Receipt

2.3.4. Accounting Records

2.4. Specific Rules

2.4.1. Gifts and Entertainment

2.4.2. Travel

2.5. Standard Procedure

1. INTRODUCTION

In view of the values and beliefs held by **ORIZON VALORIZAÇÃO DE RESÍDUOS S/A.** (“Company”) and the general rules of the Code of Ethics setting forth guidelines for the activities of all of those working on our behalf, this Policy aims to consolidate understandings, suggestions, procedures and precautions to be used in the day-to-day business of our employees and third parties for compliance with those guidelines.

The conduct of business at the Company, including our subsidiaries, is conditional upon compliance with the applicable laws and with the rules and principles set forth in the Code of Ethics, as detailed in this Policy.

Given the wide reach of objectionable conducts that could be casuistically related, not only at the legal level, but also at the corporate level, the provisions of the Code of Ethics and this Policy seek to set forth key rules and parameters that should underpin any activities carried out at the Company.

However, any questions or omissions should be reported through the relevant Reporting Channels to the Company’s Ethics Committee, which will provide any clarifications and complementary information needed.

Likewise, we allow for the possibility that, in the face of any specific case, we may be flexible about any parameter set forth herein. However, that will require previous submission to and approval by the Ethics Committee.

1.1. Definitions

When used herein, the terms defined below shall be interpreted according to the following definitions, irrespective of the gender used and/or whether used in plural or singular form.

Public Official: Any individual, whether or not a government employee, acting, even temporarily or without pay, in an official capacity or holding a government office, employment or role at or for a Government Authority, any individual working for a service company hired or contracted to perform any activity that is typical of the Public Administration, or any political party official, employees or other persons working for or on behalf of a political party or candidate for public office.

Governmental Authority: Every agency, department or entity of the direct or indirect administration or foundation of any of the Branches of Government at the Federal, State and Municipal levels, of the Federal

District or any Territory, any company incorporated into the public property or an entity to whose creation or funding the public treasury contributed or contributes more than fifty percent of its equity or annual revenues, and any bodies, state-run entities or diplomatic representations from any foreign country or international public organizations, including sovereign funds or any entity whose ownership is a sovereign fund.

Giveaways: Items of no commercial value or whose market value is under R\$100.00 (or the equivalent in the relevant country) given away out of courtesy or for marketing or advertising purposes, which should bear the logo of the company or legal entity having given it to a Company Employee, such as daily planners, calendars, keychains, pen drives and pens.

Collaborator(s): All of the Company's employees, interns, outsourced staff, executives and officers, as well as members of its board of directors.

Philanthropic Organization: Any non-profit¹ legal entity whose purpose is to provide services in the fields of social work, health care, education, sports, culture, science, leisure or others.

Entertainment: Any activities or events whose main purpose is to provide leisure to those attending, such as parties, concerts or sporting events.

Intermediary: Every individual or legal entity other than the intended end recipient of a certain Facilitation Payment or Undue Advantage or otherwise acting so as to conceal its final destination.

Facilitation Payment: Any payment to any individual, whether or not a Public Official, even through an Intermediary, for such individual to expedite or ensure the performance of any action under their responsibility to which the Company may be entitled. Payments made by official means and permitted by laws are not included in this definition, to the extent they are not in conflict with the provisions of the applicable anticorruption laws.

¹ "Non-profit legal entities" are entities that do not distribute to its partners or associates, directors, officers, employees or donors, any gross or net operational surplus, dividends, bonuses, interest or equity shares recorded in the course of its activities, investing these amounts in the achievement of their corporate purpose.

Politically Exposed Person:² Any Public Officials holding or individuals who have held in the past five years, in Brazil or any foreign countries, territories or facilities, relevant government offices, employment or roles, as well as their representatives, family members and close collaborators.

Gifts: Any items of commercial value that do not fit the definition of Giveaways.

Third Party: Every individual or legal entity that is neither a Company collaborator nor solely and fully hired thereby, but is hired to assist with the conduct of its business, such as partners, consortium members, representatives, suppliers, temporary advisors, agents or third parties acting on the Company's behalf.

Undue Advantage: Any tangible or intangible asset, including currency and securities, offered, promised or delivered with a view to unduly influencing or rewarding any action, decision or omission of any person, whether a Public Official or not. This concept includes Gifts, Entertainment, plane tickets, accommodation, donations, sponsorship or any other thing of value used for such purposes, to wit, unduly influencing or rewarding any action or decision.

Travel: Any spending on modes of transport, such as overland, air, railway, highway or waterway transport, or on stays at hotels, inns, resorts or any other form of accommodation which, in any case, has no connection with any work activities carried out by Collaborators in respect of the Company or are not contemplated in agreements with Third Parties.

1.1. Reporting

If any Company Collaborator is not certain about what is the right action to take in any given situation, they shall refer to the Company's Ethics Committee.

In addition, should any Collaborator detect or suspect in good faith that a potential breach of the Compliance Program may have arisen, especially the Company's Code of Ethics or Compliance Policies, they shall report the fact through the reporting channel available to that end.

1.2. Supervision

² Holders of political positions, state ministers, presidents, vice-presidents, or officers in government agencies, public companies or government-controlled (private) companies, governors, mayors, and accounting court members, among others. See Resolution No. 16 of March 28, 2007, of the Financial Activities Control Board.

All Company Collaborators must be familiar with the rules and principals set forth in the Code of Ethics, as well as its Compliance Policies, and observe them anywhere in the world.

Managers are required to ensure their teams follow those rules and principles, thereby preventing, within the scope of their responsibilities, any such misconducts from occurring as could have been avoided by the due supervision.

1.3. Sanctions

Any Collaborator or Third Party who fails to comply with any provisions of the Code of Ethics, the Suppliers' Code of Conduct or our Compliance Policies applicable thereto will be subject to the sanctions set forth in the Company's Code of Ethics, such as disciplinary action, including termination of contract.

In addition, Collaborators and Third Parties should be advised that any breaches of any provisions of this policy can carry criminal, civil and administrative liability.

1.4. Exceptions

Except as explicitly provided for otherwise elsewhere herein, only the Ethics Committee, in the conduct of its activities, can authorize, upon review of a specific case and subject to a specific procedure, potential exceptions to the provisions of any of the Compliance Policies set forth herein.

2. GIVEAWAYS, GIFTS AND ENTERTAINMENT POLICY

2.1. Purpose

To provide guidelines for delivery, offer, promise and receipt of Giveaways, Gifts, Entertainment, Travel and other hospitality items performed by Company Collaborators or Third Parties. This policy should be read and construed together with the Code of Ethics of the Company.

2.2. Scope

This policy applies to all Company Collaborators and Third Parties. Its scope comprises all activities carried out in Brazil or abroad.

2.3. General Rules

The delivery, offer, promise or receipt of Giveaways, Gifts, Entertainment, Travel or other hospitality items, regardless of their value, shall be seen as a breach of this policy when such action might inappropriately influence any trade decision relating to the Company, or result in undue benefit for the Company, its Collaborators or Third Parties.

Even if urged by a superior, Collaborators and Third Parties should not use conducts that are not in compliance with the provisions of this policy. Exceptions to this Policy shall only be permitted with previous and express authorization by the Ethics Committee.

The rules below must be followed by Collaborators or Third Parties upon the offer, delivery, promise or receipt of Giveaways, Gifts, Entertainment, Travel or other hospitality items.

2.3.1. Frequency

The offer, delivery, promise or receipt of Giveaways, Gifts, Entertainment, Travel or other hospitality items should not habitually involve the same Collaborator, Third Party or individual, whether or not a Public Agent.

The Company explains that “habitually” means the offer, promise or receipt of Giveaways, Gifts,

Entertainment, and Travel taking place more than twice in a period of twelve (12) months.

2.3.2.Offer, Delivery or Promise

- Giveaways
 - Do not require previous authorization by the Ethics Committee of the Company, regardless of the recipient.
- Gifts, Entertainment, Travel or other hospitality items
 - If the recipient **is not** a Public Agent or Politically Exposed Person: if exceeding the amount of R\$300,00 in one single action, or if several Gifts, Entertainment and Travels items are expected to surpass the amount of R\$500.00 in a period of 12 months, this should be reported to the Ethics Committee. The provisions set forth herein should also be followed if the recipient of Gifts, Entertainment, Travel and hospitality items is a person that has, or may potentially have business with the Company in the future;
 - If the recipient **is** a Public Agent or Politically Exposed Person: these actions shall be authorized only upon previous and express approval by the Ethics Committee, regardless of the amount involved.
- Meals
 - In general, regardless of the parties involved, meals should have a reasonable value compatible with the persons involved and/or the context;
 - If the recipient **is not** a Public Agent or Politically Exposed Person: previous authorization by the Ethics Committee shall not be required. However, if the value of the meal surpasses R\$100,00 per person, this fact should be reported to the Ethics Committee of the Company;
 - If the recipient **is** a Public Agent or Politically Exposed Person: regardless of the value, the fact must be **reported** to the Ethics Committee of the Company. Nonetheless, the **previous authorization** in writing by the Ethics Committee shall be required, if the Company is participating in a contracting process or negotiation involving Governmental

Authorities, and the recipient in question is a member of the same Governmental Authority, or is somehow linked to the agreement or negotiation.

2.3.3. Receipt

- Giveaways
 - Do not require previous authorization by the Ethics Committee of the Company, regardless of the offeror;
- Gifts, Entertainment, Travel or other hospitality items
 - If the offeror **is not** a Public Agent or Politically Exposed Person: the offer of Gifts, Entertainment, Travel or hospitality items exceeding the amount of R\$300.000 per unit must be reported to the Ethics Committee, and the possible reasons for offering the item should also be informed;
 - If the offeror **is** a Public Agent or Politically Exposed Person: the situation must be informed to the Ethics Committee within five (05) days, together with information about the estimated value of the item, and possible reasons for the offering. The Ethics Committee shall analyze the situation and inform the actions to be adopted.
- Meals
 - In general, regardless of the parties involved, meals should have a reasonable value compatible with the persons involved and/or the context;
 - If the offeror **is not** a Public Agent or Politically Exposed Person: no previous authorization is required. However, if the value of the meal surpasses R\$100,00 per person, this fact should be reported to the Ethics Committee of the Company. However, accepting the offer of meals before possible engagements or negotiations is not recommended.

- If the offeror is a Public Agent or Politically Exposed Person: regardless of the value, the fact must be reported to the Ethics Committee of the Company. Nonetheless, the previous authorization in writing by the Ethics Committee shall be required, if the Company is participating in a contracting process or negotiation involving Governmental Authorities, and the offeror in question is a member of the same Governmental Authority, or is somehow linked to the agreement or negotiation.

2.3.4. Accounting Records

Recording of incurred expenses relating to Giveaways, Gifts, Entertainment, Travel, meals and any other hospitality items in the Company's accounting records must be sufficiently and fully detailed. The accounting area must ensure that recording will include the expense incurred, the recipient, the amount and the commercial purpose of the action.

2.4. Specific Rules

In addition to the general rules mentioned above, the following specific rules should also be considered in the cases listed below.

2.3.4. Gifts and Entertainment

The additional rules below must be respected in the delivery, offer, promise or receipt of Gifts and Entertainment or other hospitality items on behalf of the Company:

- Gifts in cash or equivalent, such as vouchers or gift-cards, are prohibited, regardless of the amount;
- The objective of Entertainment is to provide legitimate commercial opportunities and discussions. The person responsible for granting Entertainment items must appear personally, or appoint other Collaborator to represent him/her in the event/activity in question.

2.4.2. Travel

The Company may bear an individual's Travel costs, as long as the objective is to provide a benefit for the Company, including for purposes of legitimate commercial discussions. Thus, the Company shall not pay Travel costs that are solely intended to provide leisure to the beneficiaries.

Travel expenses should only include reasonable costs with transport, accommodation and meals directly related to the commercial objective of the Travel.

The Company shall not bear the Travel expenses of relatives or friends of the beneficiaries.

Travel expenses in favor of Public Agents or Politically Exposed Persons must be previously approved by the Ethics Committee, regardless of the amount involved.

Travel expenses shall be paid by the Company directly, or through travel agencies or travel services providers (such as airlines or hotels).

Collaborators or Third Parties who receive Travel offers from Public Agents or Politically Exposed Persons must send these offers for **previous analysis** by the Ethics Committee. Additionally, when the Travel of Collaborators or Third Parties is paid by Third Parties or potential suppliers, this situation must be **reported** to the Ethics Committee.

2.5. Standard Procedure



Key: Ethics Committee

- a) Filling out of the report by the Collaborator for granting or receipt of Gifts, Entertainment, Travel or hospitality items of any nature.
- b) Submission to the Ethics Committee, when applicable.

Rio de Janeiro, Rio de Janeiro, April 20, 2021.

ISMAR MACHADO ASSALY

MILTON PILÃO JÚNIOR

FABIO VETTORI

GEOFFREY CLEAVER

PAULO MANCUSO TUPINAMBA

EXHIBIT I – GIVEAWAYS, GIFTS AND ENTERTAINMENT FORM

	<u>GIVEAWAYS, GIFTS AND ENTERTAINMENT</u> <u>FORM</u>	FORM-GCO-002 Revision: 003 Date: 01/20/2019 Page: 13 of 1
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Name of Collaborator that granted/received an item contained in this policy:	
Position:	Department:
Value of the item (if it cannot be determined, please estimate):	
Detailed description of the good/Travel/Entertainment. Please give any justifications or explanations required:	
Name of Third Party that granted/received:	
Company:	Position:
Is the third party a Public Agent or Politically Exposed Person? If yes, please detail.	
Executive Board Approval:	
Ethics Committee Approval and Comments:	

Date: ____/____/____

Ethics Committee Member

Ethics Committee Member

Ethics Committee Member