



POLICY FOR HIRING EXTERNAL AND EXTRA-AUDIT SERVICES

1. PURPOSE

This policy aims to set out guidelines in the process of contracting external audit and extra-audit services, ensuring independence and impartiality.

2. APPLICATION

This Policy applies to all companies that are part of Randoncorp.

3. REFERENCES

- Randoncorp Code of Ethical Conduct;
- CVM Resolution 23/21;
- CVM Resolution 80/22 with amendments to Resolution 162/22.

4. DEFINITIONS

Independent Audit Company: entity also known as external audit, which is hired to carry out the audit and review of the financial information presented by Randoncorp and its subsidiaries, aiming to guaranteeing, through the issuance of an impartial opinion, the trustworthiness and reliability of the financial statements, in the form and frequency determined by current applicable legislation.

Extra-Audit Services: services offered by independent audit companies, which include specialized and consultative activities in several areas, and go beyond the audit of Randoncorp's financial statements and information.

Parties Related to Independent Auditing Company: individuals and legal entities that have some type of link or relationship with the independent auditor, in accordance with the independence standards set forth by the Federal Accounting Council.

5. GUIDELINES

5.1 HIRING EXTERNAL AUDIT SERVICES

External audit services are hired in a global basis for all significant components for the purpose of consolidating and presenting the financial statements of Randoncorp and its subsidiaries, in accordance with current legislation.

External audit services cannot be provided by the same company for a period exceeding 5 (five) consecutive fiscal years and a minimum interval of 3 (three) fiscal years is required for rehiring. For contracting, 3 (three) quotations are made for the purpose of comparing values with the market and obtaining the best alternatives for the Company.

Quotations for independent audit services are conducted by Randoncorp's Corporate Controllership area, which recommends the hiring and/or replacement of the external audit company for approval by the Board of Directors.

External audit services are considered to be any report in which the auditor independently issues an opinion on information and/or financial statements, as well as accounting reports to confirm balances, aiming at corporate movements.

The auditor working at Randoncorp must be published on the Investor Relations websites of Randoncorp (<https://ri.randoncorp.com/>) and Fras-le Mobility (<https://ri.fraslemobility.com/>).

5.2 HIRING EXTRA-AUDIT SERVICES

The Company adopts the practice of not hiring the same company that provides external audit services to carry out extra-audit services, in order to ensure that the independence and impartiality of the hired auditors is not affected.

It is prohibited to hire an external auditor for services such as:

- I. organizational restructuring advice;
- II. company valuation;
- III. asset revaluation;
- IV. determination of values for the purpose of setting out provisions or technical reserves and provisions for contingencies;
- V. tax planning;

- VI. internal audit;
- VII. remodeling of accounting, information and internal control systems; or
- VIII. any other product or service that influences or may influence the decisions taken by the management of the audited company.

If it is necessary to hire an external auditor to perform extra-audit services, the contracting company must require the independent audit company to declare the reasons why, in its understanding, the provision of extra-audit services does not affect independence and objectivity necessary for the performance of external audit services. Corporate Comptroller reports this non-conflict statement to the Executive Committee for review and approval.

5.3 MONITORING OF EXTERNAL AND EXTRA-AUDIT SERVICES

Every quarter, the Accounting Area of the CSC (Shared Solutions Center) compiles information on external audit and extra-audit services contracted by the companies that make up Randoncorp and reports to the Corporate Controllershship, which is responsible for controlling and monitoring these values.

5.4 TIME LIMITATION ON HIRING INDEPENDENT AUDIT

An independent audit service company that has provided internal audit services to the Company for less than 3 (three) years must not be hired as an independent auditor.

5.5 LIMITATIONS ON OUTSOURCING INTERNAL AUDIT SERVICES

In case of outsourcing activities, internal audit services must not be performed by the same company that provides independent audit services of financial statements. The company must not hire for internal audit anyone who has provided independent audit services to the company for less than 3 (three) years.

6. RESPONSIBILITIES

Board of Directors

- Approve the policy for contracting external audit and extra-audit services, after approval by the Executive Committee;
- Approve the hiring and/or replacement of the external audit company;
- Ensure the independence of independent auditors in their activities.

Executive Committee

- Approve the Policy for contracting external audit and extra-audit services and submit it to the Board of Directors for approval;
- Analyze the non-conflict statement sent by the Independent Audit Company and approve the hiring of extra-audit services;
- Report, quarterly, to the Board of Directors on the extra-audit services contracted during the period.

Corporate Controllershship

- Carry out quotations and propose the external audit company to the Board of Directors;
- Analyze contracting of extra-audit services and obtain approvals, when applicable;
- Monitor the values of external audit and extra-audit services contracted during the period on a quarterly basis;
- Report quarterly to the Executive Committee in the case of extra-audit services;
- Annually review the Policy for contracting external audit and extra-audit services and submit it to the Executive Committee for approval.

CSC - Shared Solutions Center

- Carry out control of paid external audit and extra-audit services;
- Report consolidated values to Corporate Controllershship on a quarterly basis.

7. CONTROL INFORMATION

This Policy was approved by the Board of Directors on 07/17/2020, coming into force from July 2020.

Responsible for the document:

Elaboration

Corporate Controllership

Revision

Corporate Controllership
Management

Approval

Board of Directors

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RANDONCORP

