



# **SUPPLIER RELATIONSHIP POLICY**



## **1. INTRODUCTION**

In order to formalize and provide transparent information about the standards of conduct expected from its suppliers and from the professionals who select them, Ambipar Group has prepared this Supplier Relationship Policy, whose acknowledgement and compliance is expected from all those to whom it applies.

This Policy presents guidelines on the relationship between Ambipar and its Suppliers, as well as sustainability criteria integrated into the processes for purchasing materials, equipment, inputs in general, and for providing services.

The Policy also allows Ambipar to perform risk management in its supply chain, especially social and environmental risks.

## **2. PURPOSE**

To establish criteria for sourcing and contracting suppliers for the company, taking into account its relationship with stakeholders, in compliance with governance rules, duly grounded in the legislation in force, and with a focus on sustainable procurement and on partnerships with suppliers committed to ESG criteria.

## **3. WHO DOES IT APPLY TO?**

WHO IS IT APPLIED TO? To all company employees, suppliers, and service providers, especially to employees who make purchases within the company.

## **4. RESPONSIBILITIES**

### **4.1. Suppliers:**

- ◆ To strictly comply with and enforce the legislation applicable to their activities, including, but not limited to, labor, tax, and social security legislation, adopting sustainable practices (ESG).
- ◆ To observe the procedures and regulations disclosed by the company, especially this Policy; the Sustainability, Diversity, and Inclusion Policy; the Code of Conduct; and the Data Protection Policy, all available at <https://ri.ambipar.com/governanca/atas-estatutos-e-politicas/>, without prejudice to others that already exist or may be made available by the Company, even if not expressly mentioned.



- ◆ To meet the commitments assumed with the company with high quality standards, safeguarding Ambipar's values and reputation.
- ◆ To observe the commercial posture advocated by Ambipar, not performing acts of unfair competition or acts that violate the principle of free competition.
- ◆ To perform their duties in accordance with acceptable business practices, with loyalty, efficiency, and optimization of the Company's resources.
- ◆ In the case of subcontracting service providers, when authorized, suppliers must share the commitments undertaken with Ambipar, ensuring that the practices adopted are in accordance with the provisions of this Policy, both in the services provided and in the relationship with their employees.
- ◆ To ensure the personal and professional growth of their employees, as well as professional commitments.
- ◆ To comply with the applicable labor legislation, in particular with regard to workplace safety and hygiene.
- ◆ To continuously improve their products and/or services.
- ◆ To refrain from issuing private opinions on behalf of the company through the media, press, events, social media, etc.
- ◆ To respect intellectual property, preventing unauthorized or unlicensed use of works, programs, ideas, and products registered or patented by Ambipar.
- ◆ To refrain from adopting conduct that, directly or indirectly, may benefit the supplier or one of its employees to the detriment of the company's interests.
- ◆ Not to engage in acts prohibited by current legislation, in particular conduct that characterizes corruption or money laundering.
- ◆ To repudiate child labor, all forms of prejudice, and discrimination.
- ◆ To repudiate moral and sexual harassment.
- ◆ To respect human rights by not allowing the use of bonded labor.

#### **4.2. Employees**

- To acknowledge and comply with this policy and the other company policies, especially the Code of Conduct.
- To report any violation of this policy or of any related internal regulation through the existing channels to the Conduct Committee ([canaldeetica@ambipar.com](mailto:canaldeetica@ambipar.com) or anonymously through the link <https://ambipar.com/denuncias/>)

#### **4.3. Conflict of interest**



All employees, especially those who work in the Procurement/Purchasing department, or even those in the business units who are responsible for hiring suppliers, must avoid any business or situation that could generate or characterize potential or apparent conflict of interest in relation to suppliers.

A conflict of interest is understood as any situation in which the employee's personal interests influence, or may come to influence, in an improper manner, the judgment of value in relation to the business or are in conflict with their obligations to Ambipar.

In line with the provisions of the Code of Conduct, the company does not allow employees to obtain any kind of personal advantage by making use of their hierarchical position in the company, and it does not condone suppliers who offer advantages to employees in exchange for benefits in the hiring process.

Employees may not use their position within Ambipar to request personal services from suppliers under the same commercial terms as those entered into with the company.

Any type of family or personal relationship between the employee and any supplier, service provider, or outsourced agent must be communicated by the employee, as of the publication of this policy, through the form available in the Compliance Area, and it is the employee's responsibility to obtain the said document.

#### **4.4. Gifts, presents, and hospitality**

Receiving or offering promotional gifts of a modest value, limited to R\$50.00 (fifty reais), is allowed.

The following items are considered gifts: calendars, pens, or other small-scale items that bear the logo of the supplier/partner company.

Items that are not in any of these categories must not be accepted or offered.

We do not accept or offer cash gifts through family members or third parties related to the team or those that could be interpreted as a way of affecting the impartial criteria of the recipient in order to favor negotiations.



Items worth more than R\$50.00 (fifty reais) are considered gifts and can only be accepted or offered after approval from the Ethics Committee.

If refused, the return of the item must be documented and a Return Letter sent to the Ethics Committee.

It is expressly forbidden to offer to or receive gifts or hospitality from public agents.

Regarding hospitality, it can only be offered or accepted after approval from the Conduct Committee. Hospitality is understood to mean meals, modest entertainment, and travel benefits.

## **5. SUSTAINABILITY CRITERIA FOR SUPPLY**

Ambipar believes that companies can be more competitive and efficient if they adopt sustainable practices in their production processes and business practices. These are circumstances that must be followed by its suppliers, noting that sustainable actions by suppliers may be criteria for qualification and evaluation, influencing the decision to hire and renew contracts.

## **6. ADDITIONAL CRITERIA FOR APPROVAL OF SUPPLIERS**

In addition to the points described above (item 4.1), Ambipar Group, under penalty of being held liable and in accordance with current legislation, must verify the good standing of its suppliers, in particular, with regard to their relationship with agents or public agencies, ensuring that its suppliers, as already mentioned, share its values and ethical standards.

Thus, Ambipar conducts a prior and regular assessment of compliance risks, classifying them as high, medium, and low risk, verifying, among other things, whether suppliers have:

- A. Any history of involvement in cases of corruption
- B. Unethical and illegal behavior
- C. Administrators who are public officials or politically exposed persons
- D. A code of conduct, an anti-corruption policy in place, and a reporting channel
- E. Registration in the following registries: CEIS (National Register of Disreputable and Suspended Companies), CNEP (National Register of Punished Companies) or CEPIM (Register of Prevented Non-Profit Private Entities)

The practices below, listed by the supplier, must be considered as posing high risk for the Company and, therefore, the approval of such supplier must be brought to the



attention of the Compliance Area for issuance of an opinion.

It is the case for the supplier/potential supplier that:

I. Request that payments be made in a different country, or to a bank account abroad, or in a tax haven

II. Request that payments be made in cash or other untraceable funds

III. Appear to be unqualified or understaffed

IV. Request political or charitable donations

V. Has been recommended by a public official

VI. Is a politically exposed person; that is, having a relationship with a government official (such relationship may include family or friendship ties or consist of a business association)

VII. Does business on behalf of a company of the Group in a country with a reputation for endemic public corruption

VIII. Refuses to sign an agreement that requires it to comply with applicable anti-corruption and social and environmental laws and regulations

IX. Requests unusual or excessive payments (overpriced, for example)

X. Requests extraordinarily high remuneration in relation to the value of the services provided

XI. Signals or suggests that a payment may be required to win a bid or contract

XII. Has been convicted of infractions of national or foreign laws or regulations relating to public tenders

If the Procurement Area finds compliance risks related to a current or potential medium- or high-risk supplier, it must request an integrity analysis from the Company's Compliance Area.

Identifying a situation of risk, the Compliance Area may establish an Internal Procedure to give the supplier/potential supplier or service provider the possibility of clarifying the facts.

Based on the analysis carried out, the Compliance Area will prepare an opinion on whether or not to proceed with the hiring/renewal process.

In situations considered critical, Compliance must send such opinion for deliberation by the Ethics Committee on approval or rejection of the hiring/renewal process.



## 7. PROCEDURES TO FORMALIZE THE HIRING

All contracts with suppliers for the provision of services or purchases of goods must meet the following basic requirements:

- Request for purchase or hiring subject to a sufficient budget and proper authorization
- Approval of spending
- Approval of the supplier, observing the above items
- Negotiation of services/acquisitions
- Formalization of agreements/contracts, duly validated by corporate law

Contracts with suppliers must provide for:

- a) The services to be performed or the goods to be supplied
- b) The basis for the fees described in the contract
- c) The amounts to be paid
- d) All other terms and conditions provided in the contract
- e) Provisions that require suppliers to comply with anti-corruption and social and environmental laws and regulations, as per this policy
- f) The obligation of the third-party to certify that it is not aware of any corrupt practices and that it complies with the social and environmental practices defined in current legislation
- g) Payments must be reasonably in line with the value of the services provided, must not violate any applicable anti-corruption or social and environmental laws or regulations, and must not be made in cash. They must be deposited in the supplier's bank account or through a bank slip in the country where the services are provided or where the supplier's registered office is located.
- h) The terms of the contract must in no way be modified to increase or decrease amounts agreed upon in any invoice, unless there is a documented fact or rationale for doing so, nor must multiple invoices be accepted if there is a suspicion that such invoices may be used inappropriately, i.e., contrary to organization policy or applicable law.
- i) It must contain an anti-corruption clause and disclose the existence of this Policy.

Failure to comply with any of the above requirements characterizes non-compliance with the Supplier Relationship Policy, which may disqualify the supplier and subject



the employee to the application of appropriate measures due to breach of contract.

## **8. COMPLIANCE WITH THE SUPPLIER RELATIONSHIP POLICY**

It is the Company's right to monitor compliance with this Policy and demand corrective measures from its suppliers, under penalty of termination of existing agreements and preclusion from participating in new contracts.

The guidelines contained in this Policy do not revoke other specific rules and/or the Services Agreement.

Failure of employees to comply with the policy characterizes a serious breach of contract and subjects the employee to the appropriate disciplinary measures, which may, after analysis of the specific case, result in their termination for cause.

## **9. WHISTLEBLOWING CHANNEL**

Any conduct or act that goes against this Policy or other Company Policies may be communicated through the following: canaldeetica@ambipar.com; and for anonymous reporting at the link <https://ambipar.com/denuncias/>.

The Conduct Committee expressly and formally commits not to allow any form of retaliation to the whistleblower in good faith.

## **10. APPROVAL AND REVISION OF THE POLICY**

This policy must be revised annually or in accordance with the Company's needs and submitted for approval by the Board of Directors.

## **11. DISCLOSURE**

The Company, aiming to provide transparency in the relationship with the market, its employees, and suppliers, will make this policy available, after its approval by the Board, to all audiences on its website [www.ambipar.com](http://www.ambipar.com) and, for the internal public, also on the [ambipar.ludospro.com.br](http://ambipar.ludospro.com.br) platform

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