



Anti-Corruption guide for suppliers and other types of third parties



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Introduction

Vale believes that everything begins with **ethics and integrity**. These principles permeate all of our values and encourage us to act with responsibility, honesty, trust, respect, loyalty and transparency.

Vale has zero tolerance for **corruption** and believes that the abuse of entrusted power for personal gain is not a fair way to operate a business. It is strictly prohibited by Vale to offer or receive any gifts, favours or anything of value, directly or indirectly, to improperly influence a decision or gain an unfair advantage.

Vale adopts an Ethics & Compliance Program. This Guide brings the main applicable elements of this Program to Vale's suppliers and other types of third parties. The information in this Guide supplements Vale's **Principles of Conduct for Third Parties**.

And what is corruption?

Corruption is the abuse of entrusted power for private gain. It is a form of dishonest or unethical conduct by a person entrusted with a position of authority, often to acquire a certain personal benefit.

It is the act of corrupting someone, usually by offering bribes and/or personal benefits, which do not have to be money, for the purpose of obtaining advantages by means considered unethical, illegal or illicit. Corruption can be passive, when we accept benefits, or active, when we offer any benefits.



Expected Conducts

Do NOT offer, promise, give, transfer, receive or authorize a bribe of any kind. If you have any doubt about the permissibility of a payment on behalf of Vale, contact Vale's Whistleblower Channel: <https://www.canalconfidencial.com.br/vale/> immediately.

Do NOT make any facilitating payments (payments for expediting or securing the performance of routine government actions, such as obtaining permits or licenses) on behalf of Vale.

Do NOT offer Gifts, meals and/or entertainment to a Government Official or Government Authority, or to any private company or individual, when acting on behalf of Vale.

Do NOT make payments of cash or provide anything of value to Government Officials or Government Authority, or to any private company or individual, when acting on behalf of Vale or in order to perform under a contract, unless it is expressly provided for in your contract or has first been approved by Vale in writing.

ALL invoices presented to Vale must be in accordance with your relevant contract and must include a clear description of all the services, goods and/ or other expenses incurred by you including any amounts you specifically request to be reimbursed.

Do NOT include a general description or information in your invoice. You always need to be very specific about what you have done or provided to Vale or expenses to be reimbursed.

What are gifts, meals and entertainment?

Gifts means items offered to or received from a Third Party without receiving anything in return.

Meals & Entertainment means business meals or any social entertainment involving a Third Party used to promote Vale and its businesses, including tickets to sports events, concerts or other social events.



Trainings



Vale may require you to be trained on its Ethics & Compliance Program.

If so, please ensure that your relevant personnel participate.

Reporting Obligation

You should report any violation of the rules presented in this guide and if you:

are approached, directly or indirectly, to be involved in an activity relating to bribery or corruption; or

suspect the existence of corrupt activity or bribery.

Reports should be made through Vale's [Whistleblower Channel](#), which receives anonymous allegations.

However, you may also raise concerns with any of Vale's employees, a Vale Regional Compliance Employee, or Vale's [Whistleblower Channel](#) at any time.

Definições

Anything of Value

More than just money, including gifts, meals, entertainment, sponsorships, donations, job opportunities, good or properties, among other things.

Bribery

An offer, promise, payment, or grant of Anything of Value in an effort to improperly induce a Government Official or any other person to give or retain an Improper Advantage.

Improper Advantage:

An advantage or benefit a company or individual receives to which it is clearly not entitled, or is not readily available to other competitors, as a result of bribing a Government Official or a private individual.

Government Official means: This refers not just to an elected person; it also includes:

- a) any official, public servant, employee or representative of a government, state-owned or mixed-capital company, or any person performing a governmental function on behalf of these entities;
- b) a member of an assembly or committee, or employee acting in an official capacity, according to applicable laws and regulations, to assist in the performance of governmental functions, including modifying or drafting laws or regulations;
- c) any elected or appointed employee of the Legislative, Executive or Judiciary Branch;
- d) an officer or employee of a government agency or regulatory authority;
- e) a leader or person who holds a position in a political party or who is a candidate for political office;
- f) an individual who holds any official, ceremonial or other office appointed or inherited from a government or any of its agencies;
- g) officers or employees of public international organizations (such as the United Nations, World Bank, or International Monetary Fund);
- h) a person who is, or identifies as, an intermediary acting on behalf of a government official;
- i) a person who, although not a public official, should be treated as a public official, as determined by applicable law;
- j) a person who, although temporarily or on an unpaid basis, holds a governmental position, job, or function.



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