



Purpose: Reaffirm the commitment of do what is right, reinforcing the compliance culture, to accomplish the main requirements of anti-bribery and anti-corruption laws of the various jurisdictions and countries where Vale and its subsidiaries operate.

Scope:

- This Policy applies to Vale and its wholly owned subsidiaries and must be adopted by its direct and indirect controlled entities in Brazil and in other countries, always in compliance with these companies' constitutional documents and applicable laws. Adoption of this Policy is encouraged in other entities in which Vale has a participation interest, in Brazil and other countries. All Employees and Managers of Vale and its subsidiaries must be committed to the rules set forth in this Policy.
- All Suppliers and third parties acting on behalf or in the interest of Vale or its subsidiaries must know and use this Policy as a tool to guide their conduct.
- Distributors, consultants, representatives, agents, brokers, or other intermediaries or third parties hired to represent or to act on behalf, benefit or interest of Vale or its subsidiaries also need to comply with this Policy.
- The enforcement of this Policy must respect laws and regulations of the country/jurisdiction where the entity headquarter is located or where the entity conducts its business.
- The prohibitions set forth in this Policy must be globally applied, even if the related jurisdiction has more lenient rules which may permit or tolerate certain behaviors prohibited herein.

References:

- POL-0001-G – Code of Ethical Conduct
- POL-0009-G – Risks Management Policy
- POL-0024-G – Socioenvironmental Investments Policy

Definitions:

- **Anti-Corruption Due Diligence:** evaluation of potential and existing Suppliers, Third Parties and Clients by checking publicly available information or other background information, to assess the risk of corruption and bribery of such parties.
- **Bribe:** promise, payment, grant, among others, of anything of value (i.e. anything that provides a benefit or a commercial advantage to the recipient), to improperly induce a Government Official or any other person to obtain or retain an advantage.
- **Clients:** any purchaser, including its intermediaries, of goods or services from Vale or its subsidiaries.
- **Corruption:** abuse of entrusted power for private gain or influence decisions, with the most common form of corruption being a Bribe.
- **Employees:** any employee, direct or contracted, permanent or temporary, intern and/ or trainee of Vale or its subsidiaries.
- **Facilitation Payments:** any fee payment for expediting or securing routine government actions, such as obtaining permits or licenses.
- **Government Official:** any: (a) officer, employee, agent or representative of a government, from state-owned or mixed companies, or any person who performs public functions on behalf of these entities, (b) member of an assembly or a committee, or employee involved in the performance of public functions, in accordance with the applicable laws and regulations, (c) an employee of the legislative, executive or judicial branches, whether elected or appointed, (d) officer or employee of a governmental agency or regulatory authority, (e) an officer, employee or person holding an office in a political party or candidate for political office; (f) an individual who holds any official position, ceremonial or other position to which it was appointed or had inherited along with a government or any of its agencies, (g) an officer or employee of an international organization, such as the United Nations, World Bank or International Monetary Fund, (h) a person who is, or identifies him/herself 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 unpaid, exercises a position, employment or public office.

- **Managers:** any member of the Board of Directors, Fiscal Council, Advisory Committees and of the Executive Board of Vale or its subsidiaries, or, an officer, manager or holder of any other statutory or similar position according to the laws applicable in the jurisdiction in which Vale or its subsidiaries conduct its business.
- **Red Flags:** news, indications, conducts or facts related to Suppliers or Third-Parties that indicate a potential risk of Corruption.
- **Suppliers:** any supplier of goods and/ or services, including but not limited to a consultant, agent, sales representative, political advisor, broker and intermediary, among others.
- **Third Parties:** individuals, companies and/or entities that receive any assets, rights, money, among others, from Vale through socioenvironmental investments or others.

Principles:

- Vale complies with the laws and regulations to which it is subject, including but not limited to the U.S. Foreign Corrupt Practices Act (FCPA), the Brazilian Anti-Corruption Law (Law No. 12,846 / 2013) and the UK Bribery Act.
- The enforcement of anti-corruption regulations also reinforces Vale's commitment to ensure a culture of compliance and Do What Is Right.

Anti-Corruption Guidelines:

- Perform Anti-Corruption Due Diligence on Suppliers, Third Parties and Clients, being Corporate Integrity responsibility to establish the appropriate assumptions.
- Be vigilant for Red Flags throughout the course of the business relationship with Suppliers, Third Parties and Clients.
- Carry out Socioenvironmental Investments only after Corporate Integrity prior approval.
- Participate in Global Anti-Corruption Program training as directed by Corporate Integrity.
- Maintain books, records and general ledger (G/L) accounts that reflect Vale's business transactions, in a clear and transparent manner.
- Have a system of internal controls which offers reasonable assurance that transactions are performed with the proper authorization, documentation, accuracy and transparency.
- Evaluate every potential new business partner and possible business acquisition to properly identify potential corruption risks.
- Report immediately to the Ethics and Conduct Office, the General Counsel Office or the Corporate Integrity area, or through Vale's Ethics and Conduct Channel, any suspicious situation or potential violation of anti-corruption rules or this Policy.

Prohibitions

- The following behaviors are prohibited:
 - Influence or attempt to influence a Government Official, directly or through a third party, by offering, promising, paying or authorizing the payments of anything of value, which includes but is not limited to gifts, hospitality, sponsorships, donations, job opportunities, among others.
 - Offer gifts and/or hospitality to a Government Official In contravention of the applicable laws.
 - Carry out donations, contributions or equivalent, directly or indirectly, to candidates for public office and/or political parties.
 - Make a Facilitation Payment, except if authorized by the General Counsel Officer. Contract Suppliers, Third Parties or Clients in contravention of the guidelines of the Corporate Integrity area.

General Provisions:

- Vale's Ethics and Conduct Channel may be accessed at www.vale.com. Under no circumstances shall the reporting of any potential violation or possible impropriety serve as the basis for retaliation and intimidation against any Employee who makes a report in good faith.
- Violations of the anti-corruption principles set forth in this Policy may subject the violators to disciplinary penalties, which may include suspension or dismissal. Furthermore, violations of anti-corruption and anti-bribery laws may



also subject the violator and Vale and its subsidiaries to civil and/or criminal penalties, including fines and imprisonment. Vale takes these risks and issues extremely seriously and requires that its Managers, Employees and Suppliers do so as well.

- Additional guidance and information on the requirements and procedures for complying with this Policy can be found in Vale's normative documents related to anti-corruption matters.
- This Policy shall be reviewed periodically, at least once in every three (3) years or on demand.