

## **VALE CHALLENGE COVID-19 CALL**

**April 3, 2020**

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Vale S.A.'s ("Vale") strategic objective of creating a new pact with society includes a commitment to help improve the quality of life in the communities in which it operates.

Vale is highly motivated to help manage the COVID-19 global pandemic. To this end, Vale invites participation in the VALE COVID-19 CHALLENGE, which finances innovative solutions (equity-free) to fight COVID-19 by activating the open innovation ecosystem, without involving intellectual property, benefiting thousands of people with accessible and low to no cost solutions.

### **GENERAL OBJECTIVES**

1.1 This Call aims to select and support, with the financial resource of up to USD 1,000,000.00 (one million United States dollars), initiatives developed by private or public legal entities worldwide.

1.2 Registered initiatives must address one of the following three challenges:

### ***CHALLENGE 1 - Prevention and risk tracking.***

#### ***Overview***

*The current COVID-19 crisis has had a global impact caused by the virus quickly contaminating and spreading around the world. Educational and preventive measures are important ways to help contain and manage the spread of the virus. Doing this effectively relies on identifying risk areas, educating the population, preventing new contamination, and ensuring the safety of people working in*

*essential services. An important way to contain the spread of the virus is to act swiftly through educational and preventive measures.*

**For this challenge, we are looking for solutions that can:**

- *Allow access to reliable information;*
- *Leverage existing data to improve what we know about the virus;*
- *Immediately help protect people involved in essential services;*
- *Help guarantee the supply of protective equipment;*
- *Allow basic access to sanitation and hygiene;*
- *Provide geographical reference of people affected by COVID-19*
- *Identify risk zones; and*
- *Improve isolation areas.*

## **CHALLENGE 2 - Monitoring/Patient follow-up**

### **Overview**

*Physical and social isolation are important ways to help manage the spread of COVID-19. However, these forms of isolation can cause irritability, depression and anguish, each of which can be further aggravated by the uncertainty of the current economic situation caused by COVID-19, as well as individuals' underlying medical histories. Patients with mild symptoms are being asked to treat those symptoms from home, to avoid taking away hospital care for patients who are severely affected by the virus. This challenge is focused on digital solutions that allow follow-up, monitoring and distance services both for infected patients and people affected by isolation.*

**For this challenge, we are looking for physical, mental health and wellness solutions aimed at:**

- *People who are in quarantine;*

- *People at-risk of contracting a severe form of COVID-19 (i.e., the elderly, immuno-compromised people, and others);*
- *Professionals who work in essential services;*
- *Healthcare professionals;*
- *Bringing medicine to isolated communities, regions, and countries.*
- *Providing remote services of any modalities of physical, mental health and wellness.*

### **CHALLENGE 3 - Open Challenge**

*In this challenge, we are looking for solutions that address problems in areas such as: logistics, nutrition, health process improvements, information systems, connectivity and exponential technologies, employment and income to minimize the impact of COVID-19, so long as they are at a stage of maturity for immediate application.*

1.3 Solutions and actions related to each challenge area listed above must be ready to begin implementation within a maximum period of 15 (fifteen) days after the legal documents with Vale have been signed.

1.4 Submitted initiatives can be specific actions within an existing project, so long as it does not infringe on the rights of third parties or those being implemented in partnership with third parties, that work in a complementary way, in order to strengthen and add value to the ongoing actions.

1.5 The following are considered as initiatives: projects; continued actions; specific actions; materials and equipment production; processes improvement; training, so long as it is in full accordance with this Call and current legislation.

## **2. CONDITIONS TO PARTICIPATE**

2.1 Initiatives submitted by national and international legally constituted private legal entities of any nature and legal entities of internal and external public law, compatible with the performance themes described in item 1.3, may apply for this Call.

2.2 The initiative will not be accepted if it is not registered by legal entities that:

- a. are not updated with their tax and labor obligations;
- b. put to risk or damage the image of Vale, its affiliates and subsidiaries;
- c. use in any way child, slave or degrading labor;
- d. incite any form of violence;
- e. violate applicable consumer protection legislation or any other law, regulation or statute in effect;
- f. show racial, religious, sexual orientation or prejudice or discrimination of any kind;
- g. cause or may cause a negative impact on the environment;
- h. are of a religious-doctrinal nature;
- i. are of a political nature;
- j. are linked to government or public officials;
- k. exclusively or mostly, maintained or sponsored by Vale and/or its affiliates and controlled companies;
- l. who have in their management boards (Executive Board, Councils and other equivalents), employees of Vale and/or their relatives up to high school (parents, children, brothers, grandparents, grandchildren). This condition applies retroactively for 6 (six) months from the date of launch of this Call.

2.3 Initiatives registered by individuals, or groups of individuals, that are not incorporated entities may not compete.

2.4 The proponent is responsible for enabling the administrative and financial management of the initiative supported by Vale, through this Call, as well as the

related accountability, without damage to other forms of support that are willing to offer.

2.5 It is prohibited to finance administrative expenses, donations or any other financial contribution, destined directly to the supporting organization, resulting from its participation, with the financial resources contributed by Vale to the initiatives.

2.6 Initiatives that have already been developed by the proponent and supported by other private companies, public agencies, non-profit entities, development agencies, among others, can be registered without any impediment.

2.7 Institutions that participated in previous notices, whether or not they were contemplated or benefited from other forms of financial support from Vale may submit projects for this selection.

### **3. REGISTRATION**

3.1 When applying, the applicant:

- I. automatically recognizes and declares the acceptance of the rules and conditions established in this Call;
- II. authorizes Vale, its affiliates and subsidiaries to publish and disseminate in Brazil and abroad, for non-profit purposes, the contents and images of the registered projects;
- III. authorizes Vale to disclose information about the initiative, in whole or in part, on the website [www.vale.com/canadacovid19challenge](http://www.vale.com/canadacovid19challenge). For this process, Vale will make every effort to maintain the fidelity of the information received through the Registration Form, adapting, when necessary, to the space available on the website;
- IV. declares to know the Vale Group's "Code of Conduct", Annex 1, which is available on the Vale website ([www.vale.com](http://www.vale.com)) along with the other files of

this Call, which must be signed only by the institutions, proponent or supporter, as well as by individuals, who have their initiatives selected, after disclosing the selection;

V. is legally responsible for the documents and materials presented;

VI. is responsible for the information provided as truthful and updated.

3.2 Registration will be open from **April 3, 2020, to April 9, 2020**, and may remain open at Vale's discretion, being the term exceptionally extendable by the unilateral act of Vale.

3.3 The registration of the initiative must be made through the website [www.vale.com/canadacovid19challenge](http://www.vale.com/canadacovid19challenge) during the period specified in item 3.2. above.

3.3.1 Proposals must be filled directly in the browser, in the form, which contains the spaces reserved for the answers to the questions presented.

3.3.2 There will be an application form available at [www.vale.com/canadacovid19challenge](http://www.vale.com/canadacovid19challenge).

3.3.3 Any error in filling out the fields, such as content exchange and partial filling, will automatically disqualify the registration.

3.3.4 In the case of duplicate and/or identical proposals, submitted by the same or different proposers, all will be disqualified.

3.4 In the registration form, all requested information should be provided, as well as the ones that the participants deem relevant about the initiative, with no opportunity for further explanation.

3.5 The initiatives that will be financed must deliver the original declaration, mentioned in item 3.6, to the administration of this Call, when organizing the procedures for the transfer of the resource, if the initiative is financed by this Call.

3.6 Legal entities must present the following documents at the Gate 3, Executive stage (see below, 4.1(d)):

- a. Simple copy of the last updated and/or consolidated organizational or constating documents of the entity registered with the competent registry office;
- b. Declaration by the partners, if any, on letterhead (original) proving support for the registered initiative (financial, institutional, material, human resources, space assignment, among others);
- c. the names of the members of its board of directors;

#### **4. PHASES OF THE CALL**

4.1 The initiatives selection will consist of the following stages:

##### (GATE 1 - Systemic)

- a) Pre-selection: initiatives selection by the Systemic Committee analysis, considering those that obtain the highest score, according to the criteria established in this Call.
- b) Qualification: verification of conformity and compatibility of the participating proposer and respective initiative registered with the requirements and specifications contained in this Call and Vale's internal rules, as well as the registration form.

##### (GATE 2 - Technical)

- c) Selection: proposal selection, which will be supported with a value from USD 1.00 (one dollar) up to USD 200,000,000 (dollars) each, according to the proposal presented at the time of registration by the Technical Committee and presented to the Executive Committee.

(GATE 3 - Executive)

- d) Authorization by the Executive Committee: Once the proposals chosen in the previous gates have been presented, the Executive Committee will decide whether or not to approve the proposal, and the amount to be contributed.
- e) Disclosure: The announcement of the selected initiatives will happen on April 24, 2020, and there may be other approvals afterward, at Vale's discretion.
- f) Signature of a legal instrument with Vale: the proponents of the selected proposals must sign a specific legal instrument to receive financial support and execute the acceleration of the solution.

## **5. EVALUATION AND SELECTION COMMITTEES**

5.1 Vale, in cooperation with partners and other entities, will set up evaluation committees as stated in the technical criteria according to the Call stages provided in item 4.

5.2 The committees may have among their members, employees from Vale and/or other entities of the Vale Group. Vale may also, at its sole discretion, invite ad hoc professionals with notable experience in the themes of this Call, to participate in the selection of initiatives in any of the committees.

5.3 The Systemic Committee will be composed of up to 18 professionals, namely:

5.3.1 Up to 10 (ten) Vale employees, up to 8 (eight) employees appointed by supporters according to their qualifications and at Vale's discretion.

5.4 The Technical Committee will be composed of up to 8 professionals, namely:

5.4.1 Up to 4 representatives from Vale and representatives from other institutions].

5.5 The Executive Committee will be composed of 5 professionals, namely:

5.5.1 5 Vale representatives with at least Executive Manager positions, at its own discretion.

5.6 The following individuals are ineligible to vote on selected proposals:

- I. Related to individuals and/or legal representatives of the proposing legal entities; and
- II. Originate from the institution with which the members of the Committees have a formal link or that are entities of the same Group, linked or maintained by the link institution.

5.7 The members of the Committees that have any of the impediments described in item 5.6, must communicate to Vale, and may not vote on that proposal.

5.8 The Committees will evaluate the merits of the proposals submitted according to the following criteria:

- (i) Adherence to the challenges launched;
- (ii) Solution maturity and development stage;
- (iii) No exposure to health risks to users of the solution;
- (iv) Investment volume compatible with the Call;
- (v) Accessibility of the solution to the general population, that is, free or low-cost solutions;
- (vi) Relevant impact on the community;
- (vii) Potential and readiness scalability;
- (viii) Entrepreneurial and technical capacity of the proposer's team; multidisciplinary and complementarity.

5.9 Each member of the Technical Committee will assign scores for the criteria. During the consolidation of the grades, the average of the grades given by the members of the Technical Committee to each of the criteria will be considered.

5.10 If there is a tie in the totalization of the initiative points, the tiebreaker will be decided by the Technical Committee, considering the criteria described in item 5.5.

5.11 The result of the pre-selection carried out by the Technical Committee or any stage of the initiative selection process cannot be appealed.

5.12 Initiatives will be selected until the end of the support resource or when Vale deems the final relevant to the end of the process to be announced on the website [www.vale.com/canadacovid19challenge](http://www.vale.com/canadacovid19challenge).

5.13 The final result of the pre-selection will be announced until April 24, 2020, in alphabetical order, on the website [www.vale.com/canadacovid19challenge](http://www.vale.com/canadacovid19challenge), listing the initiatives and respective responsible (legal or physical person) that will proceed to the following stages of this Call.

5.14 The final score of each institution will not be released, serving only for the control of Vale and the Technical Committee.

## **6. SUPPORT FOR SELECTED PROJECTS**

6.1 The initiatives selected in VALE CHALLENGE COVID-19 will receive financial support from USD 1.00 (one dollar) to USD 200,000.00 (two hundred thousand dollars), subject to the limit in item 1.1.

6.2 The funds received must be fully invested in the development of the actions which compose the selected proposal.

6.3 The criteria for the use of the resource received, according to item 6.2, shall be considered at the time of registration of the proposal and shall be part of the specific legal instrument to be signed between Vale and the applicant.

6.4 Proposals above the maximum limit of USD 200,000.00 (two hundred thousand dollars) may still be evaluated as decided by the Technical and Executive Committees.

6.5 Someone from Vale and/or a person appointed by Vale will monitor the development of the selected proposals. This monitoring model will be built and agreed with by the proposer.

6.6 The approved proposals shall submit an activity report of the application of funds to Vale within 30 (thirty) days from the finalization of activities and established in the work plan.

6.7 The non-application of the funds received by the proponents in the planned actions, or the non-rendering of reports, may disqualify the proponent from participating in future calls from Vale and/or Vale Foundation, as well as from entering into contracts with companies of the Vale Group, without prejudice to the adoption of applicable administrative and judicial measures.

6.8. Without loss to item 6.7 above, funds transferred by Vale and not used by the proposer, or used in disagreement with the agreement between Vale and the proposer shall be returned to the company.

6.9 Vale reserves the right to request, at any time, information on the use of resources from proposers who have had their proposals selected.

6.10. All taxes relating to access and use of resources shall be borne by the applicants.

## 7. GENERAL PROVISIONS

7.1 The deadlines for each stage of this Call are set out in the chart below but may be changed at any time, at Vale's discretion, and such possible changes will be posted on the website [www.vale.com/canadacovid19challenge](http://www.vale.com/canadacovid19challenge).

<b>Period</b>	Call Launch 04/03/2020
<b>Period</b>	Registration period until 04/09/2020 00h
<b>Period</b>	Disclosure of approved initiatives 04/24/2020
<b>Period</b>	Signature of the term within 05 (five) days after the release of the approval.

7.2 Vale will monitor, supervise and inspect all acts of this Call, and may take appropriate measures, at any time, in case of any irregularities.

7.2.1 The situations not anticipated for this Call shall be decided by Vale and the Executive Committee.

7.3 Failure to comply with the obligations anticipated for this Call and/or any irregularities related to the participation requirements, found at any time, may result in the immediate disqualification of the proposer.

7.3.1 The identification of fraud committed by the applicant or its representatives in any of the selection stages of this Call will result in the elimination of the registered proposal.

7.4 The act of registration implies the knowledge and full agreement of the proposers and the institutions they represent with the rules and conditions established in this Call.

7.5 Participating individuals, groups and organizations will be solely responsible for the veracity of the documents sent, exempting Vale from any civil or criminal liability.

- a. The rights of third parts protected by industrial property or copyright law must be respected by the authors of this Call and by the proponents, and it will be up to the part who does not observe, to respond for the infringement of the rights of third parts, at their own expense the payment of any cost, commissions, indemnities and any other expenses arising from the said infraction.
- b. Each party will continue to be the exclusive owner of privileged, technical and technological information, which has already been developed or acquired before participating in this Call, whether or not they are protected by intellectual property rights.
- c. If the proposer owns any technology, whether or not it is protected by intellectual property rights, which can be used for purposes of meeting the

initiatives of this Call, must inform the respective data, including ownership, together with the proposal to join the Call, and also ensure that they do not infringe the intellectual property rights of third parties, responding solely and directly for any claims of infringement of intellectual property rights from third parties. If pre-existing technology is required to answer the Call, the proposer must ensure and prove the existence of all the necessary authorizations for such use, as well as ensuring that their unrestricted use can be carried out by organizations that will use the result of the selected proposals without the need for any additional remuneration, considering the social purpose of this Call.

- d. Considering the social purpose of this Call, the proposers agree to make public any and all results that are the subject of this Call, without any remuneration being due by the authors of this Call, as well as not claiming in its own name any type of protection and exclusivity in the use of the results, including protection through intellectual property rights.

Proponents must expressly mention the support of the authors of this Call for any and all disclosure of the results resulting from this Call, obeying the communication guidelines of each entity.

7.11 Questions regarding this call will be answered through the email [info@valecovid19challenge.com](mailto:info@valecovid19challenge.com)

7.12 Questions that may characterize prior analysis of initiatives, privilege or undue advantage in relation to other registered initiatives will not be answered.

7.13 All news and information regarding the Call will be posted on [www.vale.com/canadacovid19challenge](http://www.vale.com/canadacovid19challenge).

7.14 The proponent declares to be aware that upon the signing of the legal instrument with Vale, the analysis will be made from the ethical and integrity point of view of the institution and that the clause in this regard will appear in the legal instrument.

This Call is of a non-exclusive nature to the acquisition or use of any product or service.