

Principles of Conduct for Third Parties



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1.

Introduction

Vale's Purpose: We exist to improve life and transform the future. Together.

We believe mining is essential to the world's development. We only serve society when we generate prosperity to all and take care of the planet. So, we exist to improve life and transform the future. Together.

Vale's Values: Life matters most. Respect our planet and communities. Value the people who build our company. Act with Integrity. Make it happen.

At Vale, our Code of Conduct gathers the fundamental principles that underpin our business purpose. Each of our values comprise fundamental principles that guide the efforts of Vale employees to remain an ethical company that continuously grows in a sustainable manner.

These Principles of Conduct complement our Code of Conduct by explaining how we are implementing our values at Vale and applying these values to our relationships with third parties. We seek to work with third parties – suppliers, customers and other types of partners – that understand and comply with all applicable laws and are committed to operating their businesses in a responsible and ethical manner.

These Principles incorporate the Ten Principles of the United Nations Global Compact. We encourage our third parties to include these principles in their own codes of conduct.



Francisco das Chagas Silva Souto

2.

How Vale's Values apply to our Third Parties

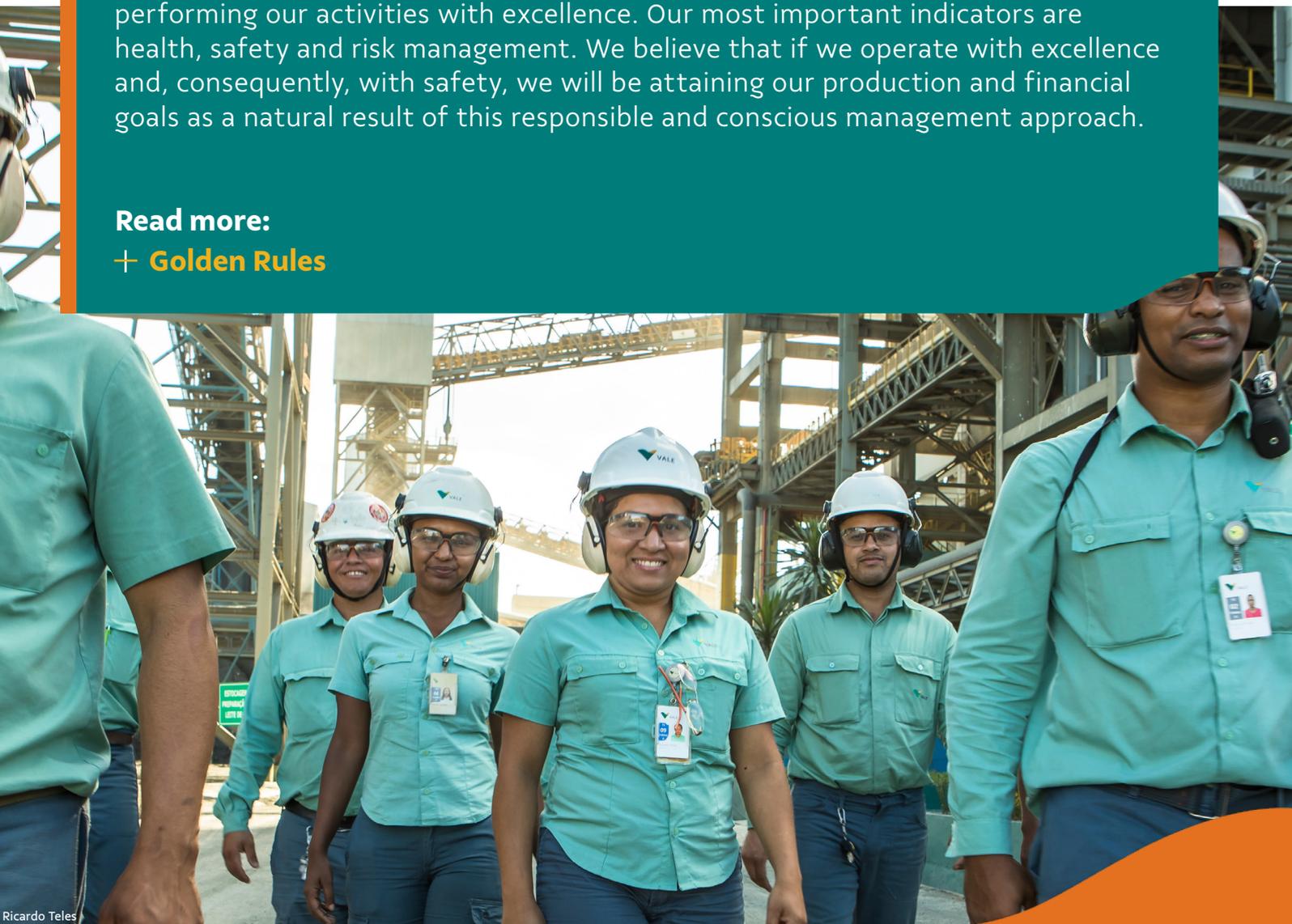
2.1

Life matters most

Vale puts people at the centre of our decisions and believes that every person has the right to a safe and healthy environment. Vale follows the Vale Production System – VPS, an integrated and efficient routine management model for performing our activities with excellence. Our most important indicators are health, safety and risk management. We believe that if we operate with excellence and, consequently, with safety, we will be attaining our production and financial goals as a natural result of this responsible and conscious management approach.

Read more:

+ [Golden Rules](#)



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2.1.1 Security in all aspects

Third parties must comply with applicable workplace health and safety laws and regulations, and with any Vale-site specific health and safety rules and requirements when working at a Vale site, providing a safe and healthy working environment.



2.1.2 Responsibility for people's lives

Third parties should recognize that their decisions may affect people's lives. For this reason, third parties should have standards to ensure operational discipline, planning and executing its activities in an ethical, responsible, and safe manner.



2.1.3 Health at work

Third parties should strive for best market practices to promote a healthy and safe work environment. Third parties should continuously adopt and monitor solutions and technologies to identify, manage, reduce, and eliminate exposure to occupational health and safety risks.

2.2

Respect our planet and communities

Vale is committed to economic, social, and environmental development in our business decisions.

We are accountable for the risks and impacts of our operations on communities while contributing to the promotion of a positive legacy in the areas in which we operate, respecting and considering their social, cultural, environmental, and economic aspects.

2.2.1.

Care for the environment

Third parties must comply with applicable environment laws and regulations and with Vale's HSE Guidelines for Vale Suppliers and any other Vale-site specific environment rules and requirements when working at a Vale site.

Third parties should promote a culture of using natural resources in a responsible way and seek to adopt cleaner production and pollution prevention measures.

Read more:

+ [HSE Guidelines for Vale Suppliers](#)

2.2.2

Relationship with society

Third parties should respect the communities where we operate, primarily considering community safety, inclusion and diversity, and economic, cultural, environmental, political, and organizational structures, valuing the knowledge and skills of local communities, Indigenous People and traditional communities and seeking to understand and respect their history and rights.

Third parties are encouraged to act in accordance with sustainable development goals, identifying and addressing impacts on communities. Third parties are encouraged to have transparent dialogue with the communities impacted by their activities.



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2.3

Value the people who build our company

Vale respects and promotes Human Rights. We constantly seek to prevent potential impacts and violations and, if necessary, we work to mitigate and remedy them in Vale's activities and throughout our value chain.

We follow the United Nations Guiding Principles on Business and Human Rights and the laws of each country in which we operate in addition to national and international standards.

We value diversity and reject any form of prejudice, discrimination and harassment.

Ricardo Teles

We seek to ensure that each individual is respected and has the opportunity to develop their potential, regardless of their cultural or ideological differences, disabilities, gender, race, ethnicity, nationality, origin, political convictions, religious beliefs, age, marital status, union status, social class, sexual orientation, gender identity or any other condition. We are committed to creating a respectful environment in which people can have a dialogue and be their true selves.

Read more:

+ **Human Rights Guide**



2.3.1

Respect for Human Rights

Vale expects third parties to be familiar with Vale's Human Rights Policy and Human Rights Guide, to guide their conduct, avoid conflicts, and adopt standards in line with the best international Human Rights practices. For example, prohibition of modern slavery, human trafficking, forced labour, child labour and child sexual exploitation. Other examples include promoting respect for worker's rights to lawful and peacefully form or join trade unions and to bargain collectively, and to receive fair and competitive wages and benefits, respecting the labour laws of each country.

Third parties should respect and promote Human Rights in their supply chain and workplace, taking appropriate measures to prevent, mitigate and if necessary, remedy violations.

Third parties are encouraged to report any situation involving violations of Human Rights in our value chain. We have a Whistleblower Channel available to register and verify reported violations.

2.3.2.

Inclusive work environment

Third parties should seek to build a diverse and inclusive work environment based on relationships of mutual respect, ethics and integrity, rejecting any form of prejudice, discrimination and harassment.

Read more:

† [Diversity and Inclusion Policy](#)



Fotógrafo: Ricardo Teles

2.4

Act with integrity

At Vale, ethics are a daily requirement; we must apply them in every decision. Our Code of Conduct exists to assist our decision-making and guides us to make the best decisions in a responsible manner. Vale has zero tolerance for bribery and corruption and will not protect anyone who is involved in any corrupt activity or bribery, whether they are an employee or a third party. Vale's Ethics and Compliance Program includes training on the principles of our Code of Conduct and comprises governance, guidelines and clear rules on corruption.

Read more:

+ [Code of Conduct](#)

2.4.1

Open and transparent dialogue

Third parties are expected to engage in open and transparent dialogue, especially when interacting with their Vale contacts. We will never retaliate against anyone, including third parties, for expressing different opinions. We are committed to active listening and the exposure and solution of problems.



2.4.2

Absence of conflicts of interest

When working for or on behalf of Vale, acts or omissions of third parties must never expose Vale to legal liability, public criticism or otherwise harm any of the operations or activities, or the reputation of Vale. Outside interests, activities and influences should never be put before the interests of the business relationship with Vale.

Third parties should disclose to their Vale contact any personal relationships, such as family members, they may have with Vale employees involved in the purchase or sales process, or contract management of their business relationship with Vale, (i) before entering into negotiations, and (ii) that may arise during their business relationship with Vale.

2.4.3

Data and asset accountability

Third parties must handle the information and assets of Vale to which they may be given access in accordance with the information classification guidelines that are made available to the partner by Vale, maintaining the confidentiality of confidential, restricted and internal use information, in addition to protecting and preserving the integrity, confidentiality and availability of Vale's information.

Third parties must not misuse Vale information or assets for their own benefit and should respect Vale's Policy of Disclosure of Information and Securities Trading.

Read more:

+ [Policy of Disclosure of Information and Securities Trading](#)

Fotógrafo: Francisco das Chagas Silva Souto



2.4.4

Personal data privacy and protection

Third parties must always conduct their activities in compliance with the legislation defined for the protection of personal data applicable to their activities on behalf of Vale and, in this sense, strive to act and apply good practices, procedures, means and technologies that ensure the protection of such data and seek to prevent the occurrence of incidents and breaches of privacy.

Read more:

+ [Privacy at Vale](#)

2.4.5

Intolerance for corruption or any improper advantage

Third parties must never offer, promise or give anything of value (e.g. money, gifts, meals, entertainment, donations, job opportunities, goods or properties, among other things) directly or indirectly to a government official or any other person knowing that all or a portion of the payment will be offered, given or promised for a corrupt purpose, to obtain an improper or unfair advantage, or that would damage Vale's ethical reputation.

Third parties must never make any facilitation payments – payments made to either expedite or secure the performance of a routine governmental action by a government official – irrespective of whether facilitation payments are permitted by local laws.

Read more:

+ [Fighting against corruption guide for suppliers and other third parties](#)



Fotógrafo: Dario Zalis

2.4.6

Fair competition

Third parties should act with integrity and strive to build a business environment that is free of any kind of fraud and manipulation, complying with antitrust and fair competition legislation. Third parties should never collude or agree to fix or control prices, terms or conditions or attempt to influence the outcome of a Vale procurement process.

2.4.7

Sanctions and money laundering

Third parties should strive to act diligently and carefully to conduct their activities in compliance with domestic and international import and export controls, respecting the rules of economic and trade sanctions and complying with anti-money laundering laws and other rules and regulations.

2.4.8

Gifts, Meals and Entertainment

Third parties must never exchange gifts, meals and entertainment with government officials or any other person on behalf of Vale.

Third parties must never offer gifts, meals, and entertainment to Vale employees for any improper advantage or to inappropriately influence the business relationship.

The exchange of cash or cash equivalents with Vale employees, such as vouchers or gift cards, is prohibited.



Fotógrafo: Vantoen Pereira Jr.

2.5

Make it happen

Vale seeks results that align with our Values. We have a governance model that enforces autonomy with responsibility, preventing and mitigating risk at all levels and origins. We conduct periodic monitoring activities that enable us to visualize the main risks and the effectiveness of our critical controls.

2.5.1 Internal Controls and Transparency

Third parties should maintain accurate financial books and business records and have documentation to demonstrate alignment with these Principles of Conduct.

Vale may assess commitment to these Principles of Conduct by conducting routine evaluations and/or requesting supporting documentation. Failure to comply, or failure to correct non-complying situations may be grounds for Vale's termination of its business relationship with a third party.



3.

Reporting Suspected Misconduct and Interacting with Vale

3.1

Whistleblower Channel

Vale's **Whistleblower Channel** is available for anyone – employees and external third parties – to report any concerns about ethical misconduct or failure to apply these Principles of Conduct.

The channel was exclusively designed for this purpose and structured to guarantee confidentiality, protect whistleblower anonymity and protect information for a fair investigation. The Whistleblower Channel offers all conditions for a report to be independently verified.

Vale handles allegations in an impartial and objective manner. All allegations should include as much information as possible to enable a fair and effective investigation. When an allegation is received, Vale mobilizes an entire corporate structure to conduct the investigation and, if necessary, hold those involved accountable. Under no circumstances will there be a breach of confidentiality, intimidation or retaliation against whistleblowers.

3.2

Listening and Response Mechanisms

Vale has developed a Listening and Response Mechanism, implementing listening channels which can be used by any stakeholder to communicate with the company. These interactions require a response or an action from the company.

Vale currently has the following listening channels with global coverage: Contact Us, Social Medias and Community Relations Personnel (RC) also having channels with local coverage in certain areas of operation, such as the Reparation Call Center and Hello Railway.

For the construction of a new pact with society, it is essential to consolidate dialogue strategies, reinforcing the importance of ensuring more effective listening channels.

Read more:

+ **Listening and Response Mechanisms**

Harassment

A series of several attacks through rude and inappropriate words or gestures, malicious comments, prejudiced or discriminatory insults, bullying, intimidation, rumours, and inadequate jokes that humiliate the employee and affect their professional relations.

Sexual harassment

is a form of harassment and refers to anything that forces unwanted sexual contact or attention upon a person. It ranges from unwanted sexual advances, inappropriate overtones, or obscene remarks to someone promising you a job, a promotion, or remuneration or special treatment in exchange for sexual favours. It also includes inappropriate or unwanted touching, and publishing or sharing sexually inappropriate images, objects, or materials.

Sanctions

refers to laws and regulations which prohibit or restrict business dealings with certain countries and their nationals, and/or with designated entities or persons.

Human Rights

Universal rights and liberties inherent to all human beings, anywhere in the world, regardless of age, ethnicity, race, sex, nationality, language, religion, or any other status. Everyone is entitled to these rights, without discrimination.

Money laundering

refers to the process used to disguise the source of money or assets derived from criminal activity so that they appear to have originated from legitimate sources.

Personal Data

information that, when related to a person, allows his/her identification, or makes him/her identifiable through his data.



