Motiva's Integrity Program

August / 2026

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Message from Senior Management

Our purpose at MOTIVA is to improve people's lives through mobility. We aim to lead the mobility infrastructure sector, with a focus on creating sustainable value; to that end, we strengthen our culture with the non-negotiable principles of Integrity, Integration, and Impact. In terms of Integrity, we have an unwavering commitment to **ethics, unconditional respect, transparency**, and **safety** – values that guide our activities and relationships with all our stakeholders. We also prioritize **sustainability**, focusing on decarbonizing our operations, making a positive impact on society, and valuing people, setting ambitious goals for employee engagement, diversity, and mental health.

At MOTIVA, we adhere to **best practices in corporate governance**, invest in **diversity programs**, and make a positive impact on the communities where we operate by investing in **education, culture, health, and inclusion**. **People's safety** is our top priority: we follow standardized guidelines – designed for our employees and business partners – to ensure a safe work environment for everyone.

MOTIVA'S INTEGRITY PROGRAM has been implemented and continuously improved in accordance with applicable laws and industry best practices. We believe that maintaining **integrity in all our operations** – ensuring compliance with laws, regulations, and ethical standards – strengthens the trust of our employees, customers, suppliers, and society.

We are all committed to understanding, adhering to, and promoting the guidelines of the INTEGRITY PROGRAM, the Code of Ethical Conduct, and other Motiva policies, in order to contribute to a healthy, safe, and sustainable work environment.

Executive Board

I. Objective

Motiva's Integrity Program aims to guide all employees, shareholders, executives, and third parties, at all levels, on the need to conduct business in a sustainable manner and in compliance with the laws applicable to the Company, the Code of Ethical Conduct, and internal policies and standards.

Motiva and its subsidiaries1 are signatories to the UN Global Compact, particularly the initiatives proposed by the Anti-Corruption Thematic Group. In addition, Motiva is committed to complying with the laws and regulations applicable to our business, as well as to upholding ethics and integrity in all our relationships – internal and external, private and public. These principles are part of Motiva's values: the Culture of the 3 I's – Integrity, Integration, and Impact – as described in the Code of Ethical Conduct.

The Company also has a Clean Business and Anti-Corruption and Anti-Bribery Policy, which aims to establish guidelines for preventing and combating bribery and corruption in all of its operations, both in its dealings with the government and in the private sector.

With the commitment of senior management, Motiva continuously strengthens and improves its Integrity Program in accordance with the guidelines of the Clean Business Law (Law No. 12,846/13), the Public Procurement Law (Law No. 14,133/21), Decree No. 11,129/22, and Decree No. 12,304/24, among other applicable regulations.

Motiva's Integrity Program meets the requirements of the ABNT NBR ISO 37001 standard – Anti-Bribery Management System – and the ABNT NBR ISO 37301 standard – Compliance Management System. Motiva is committed to continuous improvement and the implementation of best market practices in order to ensure an ethical and transparent work environment and to combat bribery, corruption, fraud, and unethical conduct.

1. Rail Platforms: ViaMobilidade, ViaQuatro, Lines 8 and 9, VLT Carioca, Bahia Metro
   Highway Platform: Autoban, SPVias, Rodoanel, RioSP, Motiva Pantanal, Motiva Paraná, Sorocabana, ViaRio, ViaLagos, ViaCosteira, ViaSul, Minas_SP
   Services: CSC

Learn more at: www.motiva.com.br

Scope of ISO 37301

COMPLIANCE MANAGEMENT SYSTEM, WITH A FOCUS ON ESG

Scope of the Audit of Anti-Bribery and Compliance Management Systems - ISO 37001 and ISO 37301

E

Process for **Ensuring the Reporting** of Greenhouse Gas Emissions, including the **most relevant processes**:

1. **Infrastructure**
2. **Electricity consumption**
3. **Nonhazardous waste**
4. **Hazardous Waste**
5. **Generators**
6. **Outsourced fuel**

S

Human rights priorities for Motiva, considering the **potential risks that have already been identified**:

1. **Harassment**
2. **Diversity and Inclusion**
3. **Gender Equity**
4. **Privacy and Integrity**
5. **Forced labor analogous to slavery**
6. **Child Labor**
7. **Human Trafficking**
8. **Occupational Health and Safety**
9. **Mental Health and Working Conditions**

G

Anti-Bribery Management System, **with a focus on combating corruption, bribery, and fraud**.

- **Scope Maintenance** in accordance with **ISO 37001** – **Anti-Bribery Management** System
- **Key changes** resulting from the transition to ISO 37001
- **Leadership with** clear **accountability** for the anti-bribery culture
- Bribery risks related to **climate change**
- **Conflicts of Interest,** as a central theme
- Supplier **monitoring**

II. Evolution of the Integrity Program

2015

- Establishment of the Integrity Program, in accordance with the guidelines of the Anti-Corruption Law and its regulations;
- Launch of the Confidential Channel, which is available to administrative staff, third parties, customers, and anyone else involved in the Company's business who wishes to report irregularities;
- Development and publication on the intranet and website of the Code of Ethical Conduct and the Clean Business and Anti-Corruption Policy, which provide clear rules and guidelines regarding the conduct expected of its employees in a wide variety of situations.

2018

The Board of Directors updates and improves the Company's control mechanisms and corporate governance structure by adopting:

- expansion of the Executive Board to create the position of Vice President of Governance, Compliance, and Internal Audit, reporting directly to the Board of Directors,
- hiring management consulting firms to review the Company's governance structure, taking into account best practices, particularly with regard to the decision-making process;
- selection of an audit firm to conduct risk mapping and structure the Company's risk management department;
- review of internal policies and standards, as well as the respective governance, compliance, and internal audit processes, including CCR's Code of Ethical Conduct

2019

Implementation of best practices:

- A review of the CCR Group's Board of Directors' Advisory Committees, which were reduced from 6 to 5, with adjustments to their membership, scope, and respective names.
  - » Audit and Compliance Committee,
  - » Earnings and Finance Committee,
  - » Risk and Reputation Committee,
  - » People and Governance Committee and
  - » New Business Committee.
- mapping of the Company's key decision-making processes;
- implementation of a governance portal for the holding company's various management forums, business divisions, and/or its subsidiaries, with improvements in the formalization of resolutions and the corresponding tracking of decision-making processes;
- development of an internal tool to track processes that require approval at different levels, as defined in their policies;
- Review of the Integrity Program and Compliance Policies and Procedures

2020

- The Vice Presidency of Governance, Compliance, and Audit encompassed the areas of Corporate Risk, Internal Controls, and ESG, and came to be known as the GRC and ESG division, unifying the three lines of defense and bringing greater efficiency and synergy to these areas;
- The Compliance department has developed an online platform to facilitate the submission and completion of compliance statements and forms related to the Company's policies and standards;
- The Company began conducting *background checks* on its executives prior to their appointments, including members of the Board of Directors and the Audit Committee, in accordance with industry best practices;

2021

- The Company approved its strategic plan through 2025, with an emphasis on ESG pillars;
- Development of additional plans to achieve the planned objectives, which led to the creation of the ESG Master Plan. The plan involves initiatives in various areas, including issues related to climate change, the workplace, land use and biodiversity, safety, service quality, community relations, and governance;
- The Compliance department implemented the Integrity Program at domestic and international assets, achieving full implementation in December 2021 at the units with partners2;
- Launch of the *Hands On Compliance* Program, open to any small or medium-sized business in the Brazilian market.

2. Quicko and Quiport are excluded from this calculation, as their results are not consolidated in the Company's financial statements.

2022

- The Company has achieved:
  - » ISO 37001 international certification, the Global Anti-Bribery Management System Standard, for three companies in the group: the Holding Company, CCR GBS (Global Business Service), and ViaMobilidade – Lines 8 and 9. Achieving ISO 37001 international certification reinforces the strength of our corporate governance, as well as the risk management, processes, and internal controls established in recent years.
  - » The "Fomento Infra + Integridade" Seal, issued by the Ministry of Infrastructure, certified the CCR ViaCosteira and CCR ViaSul units for their best practices in transparency and integrity.
- The Risk and Reputation Committee was dissolved, and its responsibilities were assumed by the other committees

2023

- The Company obtained ISO 37301 certification – Compliance Management System – as well as an extension of ISO 37001 certification – Anti-Bribery Management System – for all of its subsidiaries, in compliance with the terms of concession agreements and commitments made by the CCR Group's business units.

2024

- The Vice Presidency of Sustainability, Risk, and Compliance has incorporated the Corporate Security and Innovation divisions.
- The Hands on Compliance Program has been enhanced to include an ESG module, so that participants can also gain knowledge on this topic. The Company sought to consolidate its values, with the goal of "improving people's lives" and the 3 "Is": Integrity, Integration, and Impact. These values were rolled out to all units through communications and training (culture ambassadors), and adherence to them will be factored into employees' individual evaluations in 2024.

2025

- Update to Motiva's Code of Ethical Conduct and publication of the Declaration of Human Rights, approved by the Board of Directors.
- Joined the Global Compact's 100% Transparency Movement, with 5 goals to be achieved by 2027.
- The Compliance Department will now report to the Vice Presidency of Legal Affairs, Governance, Compliance, and Investor Relations.
- Revamping the Ambassador Program, with a focus on culture and member engagement.
- Supplier Development: 202 companies completed the Hands On qualification program, and 148 strategic suppliers with active contracts were evaluated.
- Process automation: With a focus on efficiency, the Compliance department has invested in technology and developed automated processes for supplier due diligence and transactional testing to enhance the effectiveness of ongoing monitoring.

III. Pillars of the Integrity Program

1. COMMITMENT FROM SENIOR MANAGEMENT

With the support of senior management, Motiva's Integrity Program has been established and is continuously improved. Through Motiva's Integrity Program, we provide guidance to our employees, shareholders, executives, and third parties on the behaviors expected for conducting our activities in an ethical and sustainable manner. Motiva's Board of Directors, through the Audit, Compliance, and Corporate Risk Committee, monitors the Integrity Program's performance indicators on a quarterly basis, as well as the main activities planned and carried out throughout the year. The reporting and monitoring of the Integrity Program, as well as its objectives and key activities, are outlined in the Internal Regulations of the Board of Directors and Advisory Committees. Motiva's senior management also receives periodic reports and keeps the Company's values constantly on the agenda through specific events and company-wide communications.

2. AUTONOMY AND STRUCTURE OF THE AREA

The Compliance Department is part of the Office of the Vice President of Legal, Governance, Compliance, and Government Relations, and reports directly to the Board of Directors, ensuring autonomy and independence in its activities. The Compliance Department has staffing and budgetary resources commensurate with the Company's risk level, with authority over the management of the Integrity Program, thereby ensuring the achievement of objectives and compliance with the requirements of the Compliance function and the Compliance and Anti-Bribery Management Systems set forth in the ABNT NBR ISO 37001 and ABNT NBR ISO 37301 standards.

2.1 INTEGRITY AMBASSADORS: Motiva's Integrity Program is supported by compliance representatives at all locations, known as Ambassadors. They are employees from various departments and roles who stand out for their commitment, ethical behavior, and collaboration, and who are capable of promoting and fostering engagement with the Integrity Program in their respective areas. In addition to their regular job responsibilities, Ambassadors play a key role in fostering a culture of integrity in the workplace, bringing the topic into the daily lives of other employees, and supporting the consolidation of the Integrity Program in their respective areas by serving as points of contact to disseminate information and answer questions. To this end, they receive training and direct support from the Compliance Department, which organizes campaigns, initiatives, training sessions, and monthly meetings to ensure alignment on key topics and foster professional development.

3. POLICIES AND PROCEDURES

Motiva publishes clear standards of conduct, policies, and procedures designed to guide all employees and managers – regardless of their position or role – regarding the behavior expected of them in the performance of their duties and in their professional relationships. The Code of Ethical Conduct and the Clean Business and Anti-Corruption and Anti-Bribery Policy provide clear rules and guidance on the conduct expected of its employees in a wide variety of situations.

In addition to these regulatory instruments, Motiva's Integrity Program also includes the following policies and standards: Code of Ethical Conduct for Third Parties; Rules of Procedure – Ethics Committee; Compliance and Anti-Bribery Management System Policy; Policy on Union Membership, Membership in Professional Associations, and Similar Entities; Social Investment Policy; Consequence Management and Non-Retaliation Policy; Risk Management Policy; M&A and New Business Policy (Bids and SMEs); Procurement and Contracting Policy; Compliance Management System Policy; Sustainability Policy; Human Rights Policy; Guidelines on Gifts, Presents, and Hospitality; Authorization Thresholds Guidelines; Third-Party Risk Assessment (Due Diligence) Guidelines; Guidelines for Interaction with Public Officials; Guidelines for Reimbursement and Travel Expenses; Guidelines for Handling Reports Submitted Through the Confidential Channel; Guidelines for Conduct During Election Periods; Guidelines for Monitoring Procedures; Guidelines for Conflicts of Interest.

Motiva participates in various bidding processes and provides public services as a concessionaire; therefore, it has its own guidelines that direct its Employees and Executives when interacting with public officials, as well as in the context of bidding processes and the execution of administrative contracts. All interactions with relevant public officials that impact concession contracts must be properly recorded on the Compliance platform or in the Company's official system.

As a major infrastructure company in its market, Motiva is also committed to having a specific regulatory framework for assessing, monitoring, and mapping risks in mergers, acquisitions, and corporate restructurings, and makes every effort to conduct lawful, sustainable business that ensures the company's long-term viability.

3.1 ANNUAL DECLARATIONS: Motiva has an online platform, connected to the payroll system, to facilitate the recording and completion of compliance declarations and forms required by the Group's policies and standards. Among these, the following stand out:

- Declaration of Acceptance of the Code of Ethical Conduct;
- Declaration of Acceptance of the Company's Policy on Integrity and the Fight Against Corruption and Bribery;
- Statement of Acceptance of the Compliance and Anti-Bribery Management System Policy;
- Declaration of Conflicts of Interest.

These declarations of compliance must be completed at the time of each employee's hiring, annually when required, or whenever updates are necessary, as is the case with the Declaration of Conflicts of Interest.

As provided for in NOR 018 – Conflict of Interest Policy – Motiva employees must report potential conflicts of interest related to family relationships with other employees, equity interests, outside activities, and ties to public officials or politically exposed persons. In these cases specifically, the Compliance Department assesses whether a conflict of interest exists, whether a mitigation plan is feasible for the employee, or whether the situation warrants an exception; and, when necessary for relevant cases, submits the matter to the Ethics Committee for approval.

3.2. *BACKGROUND CHECKS* FOR EXECUTIVES AND EMPLOYEES: Motiva conducts background checks on its executives – including its Officers and Board Members – prior to appointments, hires, transfers, or promotions, in accordance with industry best practices. The Compliance Department also performs this procedure for certain leaders and employees in sensitive areas, such as Procurement and Human Resources. In addition to background checks, the Compliance Department conducts investigations regarding conflicts of interest and any reports submitted through the Confidential Reporting Channel.

4. RISK ASSESSMENT OF THIRD PARTIES AND BUSINESS PARTNERS (*Due Diligence*)

Motiva conducts risk assessment and management in its business operations. In this context, contracting with suppliers and forming partnerships prove to be among the most challenging and complex aspects of addressing these risks. This is because the relationships established with third parties can have direct or indirect impacts on the company's legal, reputational, and image-related aspects. Thus, while exercising its freedom to contract with whomever it deems best, Motiva assesses, in advance, any risks to which it may be exposed due to its commercial relationships with certain business partners or suppliers. The purpose of this analysis is to select suppliers and business partners that do not expose Motiva to legal, reputational, operational, or sustainability risks.

We are therefore committed to evaluating our third parties and business partners from various perspectives – not only those related to the commercial proposal (documentary/technical qualifications, price/timeline), but also their financial stability, regulatory and environmental aspects, operational performance, internal management practices and policies, expertise, potential conflicts of interest, as well as a reputational and legal analysis, with a focus on contracting qualified, efficient third parties that add value.

The information gathered from a supplier or business partner provides insight into the level of risk associated with that contract or partnership, which serves as the basis for decision-making, ultimately leading to the selection of the option that offers the best outcome, ensuring the Company's long-term stability and security. This calibration of risk appetite directly impacts not only the reliability of decisions but also the costs the Company incurs in monitoring suppliers or partners and in fulfilling its obligation to track and evaluate how they act on its behalf.

Motiva's Compliance Department has internalized the entire process of conducting third-party risk analyses, developing its own platform to perform all such analyses. This process, known as "Counterparty Management," has enabled Motiva to tailor and calibrate its assessments to the risks to which it is exposed, producing more accurate and high-quality compliance opinions and specifying conditions for contracting, when necessary, to mitigate risks.

In addition, in accordance with NOR 004 – Third-Party Risk Assessment Policy – all third parties with whom Motiva may do business must be assessed by the Compliance Department before being registered in the supplier system.

Each Third-Party Risk Assessment has its own validity period, depending on the risk that the third party may pose, taking into account criteria such as the subject matter of the contract and the contractual terms:

- Non-Low Risk (N2) = 1 year. Vendor assessments containing relevant or critical findings may have shorter deadlines than 1 year, at the discretion of the Compliance department.
- Low Risk (N1): 3 years.

In cases involving Third Parties N2, opinions may fall into the following categories:

A: Supplier with no relevant issues, approved without conditions
B: Supplier with relevant notes, approved with conditions
C: Supplier with critical and mitigated findings, approved with conditions
D: Vendor with critical notes, approved with conditions, and partially blocked
E: Failed

For suppliers with relevant or critical findings, the contracts include provisions setting forth obligations, such as: reporting on the status of relevant administrative or judicial proceedings; conducting compliance training offered by Motiva, such as "Hands On ESG & Integrity"; implementing an integrity program in accordance with applicable legislation; conducting independent audits of the program; obtaining ISO 37001 certification; and adhering to the Brazil Pact for Corporate Integrity, an initiative of the Office of the Comptroller General.

4.1. THIRD-PARTY CODE OF ETHICS AND ANTI-BRIBERY AND ANTI-CORRUPTION CLAUSE: Motiva's Third-Party Code of Ethics aims to establish the key guidelines and best practices that should govern relationships with any individual or legal entity, whether in the public or private sector. The standards of ethical conduct applicable to Employees are extended to Third Parties with whom Motiva does business, ensuring that they are aligned with the company's core values. To this end, in order to ensure the commitment of its third parties, Motiva includes a standard anti-bribery and anti-corruption clause in all its contracts and general terms and conditions, with penalties including fines for any misconduct and/or illegal acts, or even immediate termination. In addition, the Compliance Department works closely with Motiva's Legal Department to take action whenever required.

4.2. HANDS ON INTEGRITY & ESG: Committed to developing and aligning its supply chain with its Integrity and Sustainability guidelines, Motiva has developed a specific training program for strategic partners, called Hands on Integrity & ESG, in partnership with the Dom Cabral Foundation. The initiative is 100% sponsored by Motiva and aims to train supplier executives in governance, risk, compliance, and sustainability so they can implement processes, controls, and best practices within their own companies, thereby reducing reputational, financial, and legal risks for Motiva.

5. COMMUNICATION AND TRAINING

Motiva's Compliance Training programs are designed to engage employees and enhance their understanding of Motiva's policies and procedures, particularly regarding integrity, ethics, and the risks of bribery and corruption, as well as discrimination, sexual harassment, and workplace bullying, including the prevention, detection, and reporting of potential incidents. The training sessions are held at least once a year, either in person or via an online platform, with content specifically developed for each topic and target audience, thereby ensuring the continuous promotion of a culture of compliance at Motiva, as well as the conduct of our business in an ethical and transparent manner. The implementation of the Training Plan is approved annually by Motiva's Senior Management through the Audit, Compliance, and Corporate Risk Committee. Training sessions may be conducted online for administrative and operational staff and in person for leaders, typically during visits to our facilities.

Motiva's Annual Compliance Communication Plan aims to share content on ethics and integrity throughout the year, promoting the dissemination of compliance practices and engaging all Employees while familiarizing them with Motiva's Policies, Standards, and Procedures. The Compliance Department, together with the internal communications team, issues monthly communications – or as needed – on a wide range of topics related to the Integrity Program and related issues. All materials are designed and customized according to the core message to be communicated and may be sent by the Compliance Department, Motiva's Corporate Communications team, leaders, or via communication channels, clearly demonstrating everyone's commitment to the Integrity Program.

6. INTERNAL CONTROLS AND RISKS

The Corporate Risk and Internal Controls Department has the following responsibilities, in accordance with Motiva's Risk Management Policy:

- Risk Management: Periodically conducts risk assessments of the company, analyzing and categorizing all risks to which it is exposed, including those relevant to the Compliance Department. In addition, it establishes controls and makes every effort to ensure that Motiva's accounting records fully and accurately reflect the transactions carried out, as well as ensuring the timely preparation and reliability of the Company's reports and financial statements.
- Internal Controls: Is responsible for managing internal controls, including their identification, assessment, and periodic verification, with the aim of providing reasonable assurance that the Organization's objectives will be achieved; serves in an advisory capacity to those responsible for controls, supporting them in defining how to address risks inherent in related processes; supports the development and provides the methodologies, tools, systems, infrastructure, and governance necessary to support the management of internal controls; ensures, together with the respective managers, the efficiency of operations, the reliability of financial reports, and compliance with applicable laws and regulations; works to minimize the probability of occurrence or potential impact of inherent risks related to operations, disclosure of information, and compliance; reports the results of internal control analyses of processes to the Board of Directors, following prior review by the Audit, Compliance, and Corporate Risk Committee.

7. CONFIDENTIAL CHANNEL AND DISCIPLINARY ACTIONS

Motiva has a Confidential Reporting Channel, the main tool of the Compliance Program for detecting and addressing risky situations and violations of our Code of Ethical Conduct. The Hotline is open to employees, third parties, customers, and stakeholders to receive reports of suspected irregularities, violations of laws, policies, and procedures, and unethical conduct, such as discrimination and sexual and psychological harassment in the workplace. Reporters are encouraged to document facts, acts, or omissions that may represent or indicate a violation of Motiva's rules and policies or applicable laws.

The Confidential Channel is widely publicized in all of Motiva's policies and procedures, on its website and intranet, and is available to employees, managers, third parties, customers, and anyone else involved in the Company's business.

Motiva has specific policies regarding the Confidential Reporting Channel, which govern the handling of reports, the imposition of sanctions, and the prohibition of retaliation against in-good-faith reporters, namely POL 010 – Policy on Consequence Management and Non-Retaliation – and NOR 011 – Policy on the Handling of Reports Submitted Through the Confidential Reporting Channel.

In this regard, Motiva adheres to a policy of zero tolerance for acts of retaliation – whether direct or indirect – by management or any other person against whistleblowers acting in good faith, regardless of their position or the outcome of the investigation.

Motiva's Confidential Channel can be accessed through the contacts listed below:

Website	https://canalconfidencial.com.br/canalconfidencialmotiva/
Phone	**0800 721 0759**

Canal Confidencial is managed by an independent third-party company and operates 7 days a week, 24 hours a day. The website is available in Portuguese (Brazil), English, and Spanish.

The third-party company receives the report and conducts an initial screening, classifying the level of impact and determining the process for handling it, depending on the parties involved and the nature of the allegations.

Motiva's Compliance Department is responsible for handling and investigating all reports, as well as referring relevant cases to the Ethics Committee for deliberation. Exceptions to this rule are reports involving members of the Executive Board, the Board of Directors, or leaders of the Vice Presidency of Legal Affairs, Compliance, Corporate Governance, and Government Relations, which are routed through a special handling process.

The figure below details the steps involved in receiving and investigating reports submitted through the Confidential Channel regarding suspected violations of Motiva's laws and policies, such as fraud, corruption, bribery, discrimination, and sexual and psychological harassment in the workplace:

1° Receipt and screening of the report by the third-party company

Conducting the initial screening.

Proper routing of the protocol: normal and special flows.

A process implemented to prevent conflicts of interest and ensure independence in the investigation.

2° Submission of the report to the Compliance Department, the CAC Coordinator, or the Chair of the Board of Directors

If the report involves the VP of Compliance, the CFO, or the CEO, it is forwarded to the CAC Coordinator.

If the report involves members of the CAC, it is forwarded to the Chair of the Board.

All other reports are handled by the Compliance team.

3° Conducting the tabulation process

All reports are handled:

- People Flow;
- Internal investigation;
- External consulting.

People Flow: Behavioral reports of medium or low severity are handled by the People team.

4° Reports received are reviewed by the CEAMD

Substantiated reports are reviewed by the CEAMD for the imposition of disciplinary action.

Disciplinary measures may include:

- Verbal warning;
- Written warning (with or without a reduction in profit-sharing);
- Suspension;
- Termination with or without just cause.

In addition to the Canal Confidencial system, the Compliance Department may receive information and reports directly or through its Integrity Ambassadors, via the Legal Department regarding labor complaints and other proceedings, as well as through the Human Resources team regarding exit interviews, roundtable discussions, and other processes.

7.1 **PRINCIPLE OF NON-RETALIATION, DISCIPLINARY ACTIONS, AND OTHER CONSEQUENCES:** Motiva has POL 010 – the Consequences Management and Non-Retaliation Policy – which addresses issues related to disciplinary measures and consequences applicable in the event of non-compliance with any internal policies and procedures, as well as with the laws of the country. In addition to verbal and written warnings, employees, managers, or third parties who fail to comply with Motiva's rules – whether through a violation of the Company's ethical standards or a breach of laws or regulations – may be subject to training, a reduction in variable compensation, suspension, termination, or the termination of their contracts. Motiva maintains a zero-tolerance policy toward acts of retaliation – whether direct or indirect – by leadership or any other person against whistleblowers acting in good faith, even if the allegation is unfounded. Any employee who attempts to punish, retaliate against, or subject a whistleblower acting in good faith to any form of unfair treatment may face disciplinary action. On the other hand, misuse of the Confidential Reporting Channel – when used in bad faith to make false or malicious accusations – may result in disciplinary action against the whistleblower.

7.2. ETHICS COMMITTEE: The Committee is governed by its own Internal Regulations and applicable law, and its purpose is to promote a culture of integrity at Motiva, by deciding on the application of disciplinary measures in relevant cases of noncompliance with laws, the Code of Ethical Conduct, the Clean Business Policy, or any other unethical conduct, as well as by evaluating the improvement of internal controls with a view to mitigating and remedying identified damages and risks.

The Committee is part of a set of procedures designed to ensure the prompt cessation of any irregularities or violations that are detected and the timely remediation of any resulting damage reported through the Confidential Channel. It consists of three (3) permanent members from Motiva: the first is the Vice President of Compliance, and the others are appointed annually by the Executive Board.

The Committee meets monthly for regular sessions, which are duly documented with an agenda and minutes, in accordance with Motiva's own governance system. Extraordinary meetings are held as needed.

8. CONTINUOUS COMPLIANCE MONITORING

Motiva has a specific policy that addresses the Process Monitoring Procedures for the Integrity Program. The objective of the Annual Compliance Monitoring Plan is to conduct transactional tests to verify that Motiva's activities and processes comply with the Company's policies and standards across all its operations. Through this, the Compliance Department is able to identify potential vulnerabilities or opportunities for improvement, with the aim of enhancing the Integrity Program in the prevention, detection, and remediation of irregularities.

The Compliance Department conducts this monitoring, which focuses on tests and verifications performed *on-site* or *online*, in an automated and monthly manner. On a quarterly basis, the Compliance Department submits the Compliance Monitoring report to the Audit, Compliance, and Corporate Risk Committee for review, including findings of nonconformities, recommendations for corrective action plans, and process improvements.

IV. Regulatory References

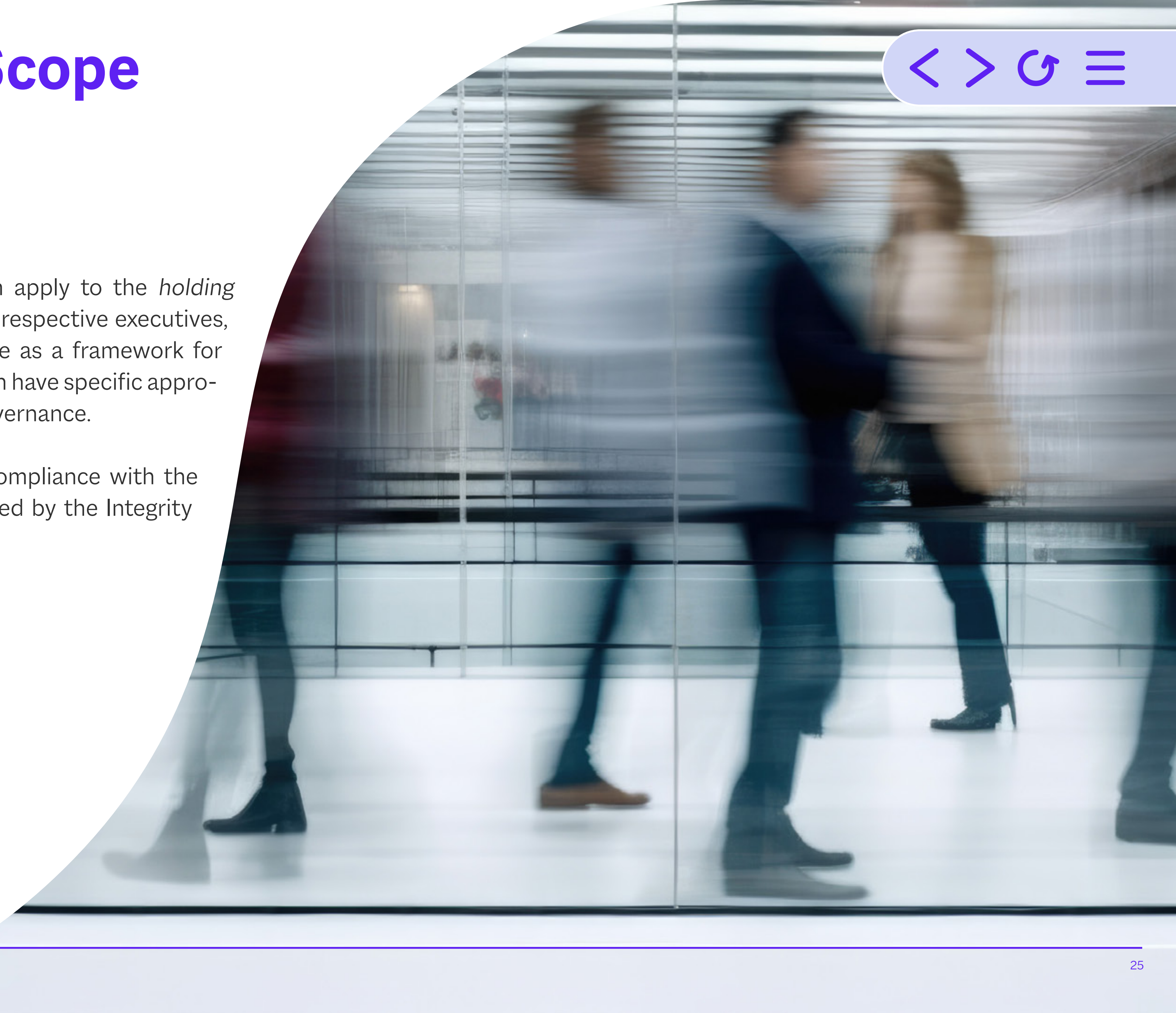
In developing, implementing, and monitoring its Integrity Program, the Company complies with the strictest international standards and legal provisions regarding anti-bribery and anti-corruption currently in force in Brazil and around the world, in particular:

1. Law No. 12,846 of 2013: Provides for the administrative and civil liability of legal entities for acts committed against the public administration, whether domestic or foreign, and makes other provisions.
2. Decree No. 11,129/2022: Regulates Law No. 12,846/2013, which provides for the administrative liability of legal entities for acts committed against the public administration, whether domestic or foreign, and sets forth other provisions.
3. FCPA (U.S.): Foreign Corrupt Practices Act, a U.S. law that addresses acts of corruption committed abroad.
4. Law No. 14,133/21: Law on Public Bidding and Administrative Contracts.
5. Decree No. 12,304/2024: Establishes regulations for the Public Procurement Law regarding the evaluation of Integrity Programs.
6. Law No. 15,358/2026: Establishes the Legal Framework for Combating Organized Crime in Brazil, defines the crime of “structured social domination,” and strengthens measures to combat criminal factions and private militias.
7. ABNT ISO 37001:2025: Anti-Bribery Management System.
8. ABNT ISO 37301:2021: Compliance Management System.
9. Motiva's Code of Ethical Conduct
10. POL 001 - Clean Business and Anti-Corruption Policy
11. POL 017 - Compliance Management System Policy
12. POL 010 - Consequences Management and Non-Retaliation Policy
13. POL 011 - Risk Management Policy
14. NOR 011 - Policy for Handling Reports Submitted Through the Confidential Channel
15. NOR 006 – Guidelines for Interaction with Public Officials
16. NOR 004 - Third-Party Risk Assessment Standard *(Due Diligence)*
17. NOR 018 – Conflict of Interest Policy

V. Responsibilities

Motiva has a Compliance Department responsible for managing, monitoring, and updating the INTEGRITY PROGRAM, which operates separately and independently in carrying out its compliance and integrity activities and functions, supporting the company's business units. Its responsibilities also include defining policies, procedures, and internal controls; providing training on ethics and integrity; conducting reputation analyses; and investigating reports involving ethical and behavioral misconduct, with the goal of preventing, detecting, and remedying irregularities such as corruption, fraud, and other illegal practices.

VI. Applicability and Scope



The guidelines and scope of Motiva's Integrity Program apply to the *holding company*, its subsidiaries and affiliates, as well as to their respective executives, members of the fiscal council, and employees, and serve as a framework for companies under shared control with other partners, which have specific approved policies and controls in accordance with corporate governance.

All leaders and managers are responsible for ensuring compliance with the Compliance and Anti-Bribery Management System covered by the Integrity Program in their respective areas and roles at Motiva.

VII. Concluding Remarks

In summary, Motiva's **INTEGRITY PROGRAM** aims to promote an ethical and transparent organizational culture focused on preventing fraud and corruption and ensuring compliance with regulations and laws.

The program's success depends on the commitment of senior management and all employees and partners acting on behalf of Motiva, as well as on continuous improvement and adaptation to identified changes and risks.

If you have any questions about the Integrity Program or wish to report any non-compliance with the program's guidelines or other violations of applicable laws, please speak with your manager or contact the Compliance Department.

VIII. Version Control and History

Date	Version	Table of Contents
December 2019	**Initial Version**	Integrity Program
August 2021	**1**	Review of the Integrity Program (2020-2021)
June 2022	**2**	Integrity Program Review (2021-2022)
July 2022	**3**	Integrity Program Review (ISO 37001)
August 2022	**4**	Current Version - Integrity Program Revision (ISO 37001)
September 2022	**5**	Amendment to include the company ON TRILHOS in Section III – APPLICABILITY AND SCOPE
August 2023	**6**	Integrity Program Review (ISO 37301)
November 2023	**7**	Update to Items 1 and 3
September 2024	**8**	Update to the organizational chart of the Vice Presidency of Sustainability, Risk, and Compliance and the Compliance Department Update to Item 3, in accordance with the Third-Party Risk Assessment Policy Communication Plan Update
July 25	**9**	Restructuring the document: • Motiva Brand Rebranding • Inclusion of the Integrity Program's Progress • Inclusion of Scope and Responsibility • Regulatory References
August 26	**10**	Updates: • Review of the scope of ISO 37301 • Update to the list of companies controlled by Motiva that fall within the scope of ISO 37001 and ISO 37301, taking into account the removal of the Airports Platform and the update to the Highway Platform units • Regulatory References

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