



**NAVSUPPLY**

SHIP CHANDLER 4 ALL NEEDS

# Conflict of Interest Policy



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DATA DE EDIÇÃO	DATA DE APROVAÇÃO	APROVAÇÃO	VALIDADE	CÓDIGO: PRO INT 002 REVISÃO: 00 PÁGINA: 1/6
06/04/2021			06/06/2023	

## OBJECTIVES

- To clarify the identification of situations that may generate possible conflicts of interest for the company in relation to its employees, collaborators and third parties.
- To guide the way for them to be able to circumvent such situations in a preventive manner to safeguard the potential occurrence of fraud and corruption of public agents.

## PRINCIPLES

- To use this policy always with **TRANSPARENCY**, in order to safeguard the company's internal rules and ethical values, without fear that the situation of potential conflict of interest may harm you in the company.
- Communication and confidence to question superiors about conflicts.
- Safeguard the application of this policy, making use of the integrity channel in the event that you become aware of non-compliance by third parties.
- This policy should be applied and consulted in conjunction with the anti-corruption policy.

## CONCEPT

Conflict of interest situations may occur when private interests collide with the Company's interests and end up influencing decisions to be made by collaborators, employees and third parties within NAVSUPPLY's business environment and may result in the misuse of the Company's resources and financial loss.

The conflict of interest may be actual; when it already exists in fact, potential; when it does not exist yet, but may evolve and become the actual and apparent situation; when it could apparently conclude that someone has not acted with integrity in a certain situation.



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## COMPRISE

This Policy covers all managers and employees of NAVSUPPLY, at any hierarchical level, and suppliers, service providers, intermediary agents acting on behalf of NAVSUPPLY.

## GUIDELINES

Conflicts of interest may occur in situations in which private or non-company interests inappropriately influence the value judgment or transparent performance of managers, employees and third parties in relation to NAVSUPPLY's business.

## WHAT WILL NOT BE TOLERATED

- I. Offering, promising, giving, paying, exchanging bribes, kickbacks, bribes, advantages, favors, gratuities or commissions to suppliers and customers as a way to obtain an advantage or influence a decision that may be advantageous to you.
- II. To use the position held in the company to obtain advantages, commissions, rebates, increases, discounts or favors for personal benefit, for his family or for someone else.
- III. Obtaining personal financial advantages from third parties in exchange for maintaining good relations with the company.
- IV. Improperly using privileged information, company resources and business opportunities to obtain an undue advantage for himself/herself or for someone else.
- V. Performing parallel activities as a supplier or service provider of the company, even if in de facto and not de jure situations only, i.e., even if the person is not a member of the corporate board of the company performing that activity.
- VI. Employees who have family or friendship ties with registered suppliers will not be allowed to participate in the purchasing and contracting process.



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## • WHAT WILL BE ALLOWED

VII. Contracting with suppliers who are related to employees, as long as this information is included in the **due diligence** of the supplier registry and the registry is approved by the ethics committee.

VIII. Employees having other activities outside their working hours, provided they do not conflict or compete with NAVSUPPLY's activities.

IX. Always ask and clear doubts about matters that may involve conflict of interest, including to the ethics committee, in order to prevent avoidable conflict of interest situations from arising.

## • OF THE DECLARATION OF CONFLICT OF INTEREST

When a conflict of interest exists, the employee, collaborator, or third party must formally declare it to the ETHICS COMMITTEE for clarification and guidelines on how to deal with the situation.

Thus, in order for the declarant to be able to perform other daily functions normally, without the potential conflict materializing, the ethics committee will decide which conducts the declarant must abstain from:

1. From any discussion, negotiation, or related decision.
2. From influencing other employees in hiring-related matters.
3. Refrain from taking any side, action, quotation or participation in the procurement procedure with the one for whom you have declared the conflict.



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It's very difficult to define every situation where a conflict of interest might exist, but answering the basic question helps to clarify:

- **Am I acting in the interests of the Company, or am I acting in my personal interest, or that of my family members, or some other interest?**

## Conflicts

### I. Conflict of interests in the nomination and hiring of Employees

Employees may indicate people from their relationship cycle, including those they are related to or have personal ties with, for selection and hiring processes at NAVSUPPLY; however, they shall make clear their relationship with the person indicated and shall assume an exempt position, without any participation in the hiring, placement or promotion process. Employees who hold the position of Manager, Executive Manager, Non-Statutory Director may indicate for hiring people with whom they are related or have some personal relationship, but this hiring must be previously authorized by the Ethics Committee. The hiring of relatives indicated by Executive Directors, must be previously authorized by the Statutory Human Resources Committee. It is not allowed to hire or keep employees that have any degree of kinship with direct subordination.

### II. Conflict of interests in the indication and contracting of Suppliers

The relationship of kinship and personal ties between employees and suppliers, service providers and outsourced agents is allowed, as long as this relationship is mandatorily declared in the suppliers form and described in the previous questionnaire, for analysis by the compliance area. These employees who have some relationship with suppliers must abstain from participating in any negotiations, approvals, or management of suppliers or service providers in situations, so that there is no level of influence and management between those involved.



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### III. Conflict of Interest with Public Agents

Employees who are related or have personal ties with Public Agents with decisionmaking power in the scope of NAVSUPPLY's businesses shall declare any such conflict of interest in the term that shall be made available at the Administrative Department, upon request and delivered to the compliance area for registration, verification and filing. This declaration will be received and analyzed by the compliance area, which will suggest the necessary measures to avoid conflict of interest situations.

### IV. Conflict of interests in the Board of Directors

It is the duty of the members of the Board of Directors to monitor and manage potential conflicts of interest of executives and Board members, in order to avoid misuse of the organization's assets, and especially abuses in related-party transactions. Any Executive or Board Member who, for whatever reason, has any private interest or conflicting interest with that of NAVSUPPLY in a given resolution shall immediately report the fact and abstain, including physically, from participating in the discussions and resolutions. Such abstention shall be recorded in the minutes.

### V. Conflict of interests with external professional activities

Employees and service providers may not perform other professional activities that conflict or compete with NAVSUPPLY's business and interests. Employees are allowed to have other activities outside the working hours, however, they are prohibited to perform such activity in the environment and working hours of NAVSUPPLY.



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## COMPLAINT

It is essential that everyone covered by this Policy immediately report any acts or suspicions of situations that violate this Conflict of Interest Policy and/or the Code of Conduct.

To this end, we make the Confidential Channel available through the CONTACT US form available on the NAVSUPPLY website [www.navsupply.com.br/faleconosco/](http://www.navsupply.com.br/faleconosco/), select the report option. It is not mandatory to fill in the "name and e-mail" fields, thus your identity will be preserved, and even if you wish to identify yourself, no form of retaliation will be allowed or tolerated against people who may make reports in good faith, as determined by the guidelines of the Whistleblower Non-Retaliation Policy.

This channel is operated by NAVSUPPLY, but ensures confidentiality and security, by having implemented a system specifically developed for this reporting portal, through which it is also possible to attach digital documents. Even though it is not necessary to identify yourself when using this channel, it is essential to act responsibly when making reports.

## INVESTIGATION AND SANCTIONS

All reported incidents of suspected violations of this Policy will be investigated promptly and appropriately. If, after investigation, it is found that conduct has occurred that violates the rules of this Policy, immediate and exemplary corrective action will be taken, always in accordance with the circumstances, severity, and applicable law. Any employee, third party or partner who violates any provision of this Policy shall be subject to the disciplinary sanctions set forth in the Code of Conduct and Consequences Policy.

**It is NAVSUPPLY employees' responsibility to comply with all the provisions of this Policy and ensure that all third parties and partners of their relationship are informed about its contents.**