

Code of **Ethics and Conduct**

SUMMARY



Recipients



This Code of Ethics and Conduct, or "Code," applies to all of us, employees of Vicunha Têxtil S.A., without distinction and regardless of your hierarchical level, including its branches, subsidiaries, and affiliates (collectively referred to as Vicunha, "Company," or "organization"). Therefore, it is directed at apprentices, interns, employees, administrators (including executives and board members), representatives, and attorneys. It applies to anyone who may act on behalf of Vicunha, as well as business partners, contractors, and subcontractors within or outside of Brazil.

What is the objective of this code?



The Vicunha Code of Ethics and Conduct is a comprehensive set of rules and guidelines intended to serve as a consultative tool and a reference for both individual and collective conduct within the scope of the company's operations.

This is a consolidation of our principles and values of ethics and integrity that defines how to act and how not to act in the face of various situations that surround Vicunha's business.

Vicunha takes pride in the image and reputation it has built on high standards of quality and sustainability, and the Code of Ethics and Conduct serves as a guiding principle to maintain our activities with a high level of commitment to ethics.

This is a protection instrument of Vicunha, but also of everyone we have a relationship with - employees, partners, service providers, suppliers, and others - because when the rules are clear, it is easier to know how to act and assign responsibilities.

Letter from **Our People**



As employees at Vicunha, we bear not only the responsibility of guiding the company's trajectory but also the noble task of being stewards of the highest standards of conduct and ethics.

Each of us is a living embodiment of what our company represents. Our daily actions, molded by our principles, are what inspire and influence our daily lives. Through our examples, we convey Vicunha's values not just to ourselves, but to all those who interact with us.

Our principles - those that serve as the foundation of our Code of Ethics and Conduct - are not mere words written on paper. They are the compass that guides us towards an environment where respect, **integrity, and enduring relationships** permeate our actions.

We commit to safeguarding and nurturing the physical and psychological well-being of all professionals. We prioritize the integrity of our employees above all other considerations, as we understand that without them, our objectives cannot be achieved.

Acting with **agility and simplicity**, while respecting our stakeholders and the environment, lies at the core of our reputation. The culture of transparency is an open door to mutual trust. Let us all remain steadfast in maintaining open dialogue with our people, fostering an environment free from fear of retribution and where understanding is valued.

The commitment to the Code of Ethics and Conduct strengthens our dedication to sharing knowledge. We encourage all of us not only to comprehend but also to embody our principles with autonomy and knowledge.

We also believe that together, we can overcome challenges through **innovation and excellence**-driven actions.

Guiding our collaborators to use the Conduct Channel is a concrete way to ensure that every voice is heard and every concern is treated seriously within an environment of **people, open dialogue, and openness** that we deeply value.

Every action we undertake, guided by our principles, contributes to **customer-focused** results and a sustainable business. Our commitment must be to the present and to the legacy we will leave for future generations.

We remind everyone that our way of operating is incompatible with abuse of authority, moral or sexual harassment, discrimination, unfair favoritism, aggressive communication, result manipulation, or even omission of our principles. Any deviation is subject to investigation and appropriate measures.

We are the guardians of the values that uphold our company. May our journey be marked by dedication to our principles, continuous inspiration, and the construction of an environment where ethics and integrity thrive.

Customers



Our customer is the inspiration to keep on creating products and developing solutions so that everyone can find their jeansidentity. Within a super competitive market, our goal is to build lasting relationships with our customers, ensuring the Vicunha standard of quality and sustainability.

Our customer is the inspiration to continue creating products and developing solutions so that everyone can find their jeansidentity.



Therefore, we are committed to:

- Ensure the confidentiality of information provided by clients and partners;
- Maintain transparent and impartial professional and business relationships;
- Provide true, up-to-date, and accurate information so that customers can make free and informed choices;
- Welcome and respond to inquiries, complaints, and suggestions for improvement promptly and efficiently, practicing active listening;
- Create sustainable value by continuously improving the product for our customers.



To maintain our principles and the excellence of the relationships established, **we do not condone:**

- Requesting, accepting, or offering any undue advantage with the intention of facilitating the sale of our products or services or obtaining any other undue benefit;
- Engaging in acts of corruption, **fraud, bribery, or money laundering** for personal gain, on behalf of another individual or the company;
- Engaging in harassment, prejudice, violence, or any form of discrimination based on gender, color, race, ethnicity, disability, sexual orientation, social position, opinion, political conviction, religion, or any other individual characteristic;
- Any form of coercion practiced with the objective of ensuring that customers enter into, maintain, or renew contracts with us.

Suppliers of goods or services



We expect our suppliers of goods or services to meet the highest market standards and comply with all legal requirements applicable to their products, services, and contractual terms.



**In doing, so
it is our responsibility to:**

- Respect free competition and free initiative;
- Prioritize the hiring of suppliers of goods and services that share values and principles compatible with ours and maintain the same level of rigor regarding ethics and integrity;
- Contract suppliers of goods and services in a transparent manner and treat all parties equally in the selection process, utilizing objective technical and commercial criteria. In addition to complying with applicable laws, meet organizational internal requirements and regulatory standards;
- Ensure impartiality in the negotiation of goods or services and in contract management, aiming to guarantee the best cost-benefit ratio;

- Preserve the secrecy of shared confidential information;
- Encourage and support responsible social and environmental practices;
- Conduct business with suppliers free of conflicts of interest.

We value and promote ethics, integrity, and compliance with laws in all our relationships.



Therefore, we do not accept:

- Slave labor, child labor, or labor analogous to slavery in the supply chain.;
- Non-compliance with current national or international legislation;
- Non-compliance with our internal policies and procedures, as well as with the local laws of the areas where we operate;
- Receiving advantages of any kind from suppliers of goods or services with the aim of strengthening relationships to improperly influence decision-making;

- Representation or disclosure of the brand Vicunha without proper authorization;
- Acts of **corruption and/or bribery** for personal or third-party benefit on behalf of Vicunha, whether in the public or private sphere, including actions to improperly expedite or facilitate a process.;
- Any acts that harm the name, image, and reputation of the Vicunha brand in conducting business.

And what is an undue advantage?

An undue advantage refers to any type of illicit benefit, profit, or gain promised, given, or offered to someone in order to act against the rules of their role or against moral and ethical standards.



Some examples of undue advantages that can be offered or received as a means to corrupt the other party

party and are absolutely prohibited include:

- Cash payments;
- Undue discounts;
- Gifts or promotional items;
- Entertainment, such as tickets to shows or sporting events;
- Hospitality, including meals and travel expenses;
- Job offers;
- Donations, contributions, sponsorships or loans made improperly in order to conceal the transfer.

Competitors



Vicunha values a loyal and fair relationship with its competitors, based on ethical and legal principles.



In this regard, we commit:

- Free competition and free enterprise;
- Integrity stance.



We encourage and promote free competition, without interference in market demands and offerings,

and we strongly condemn:

- Defamation, slander, or libel against our competitors and actions that unjustly harm the reputation of their brand.;
- Discussing or sharing internal and confidential matters and information with our competitors;

- Association with entities, unions, or individuals with the aim of coordinating illicit activities or sharing information to harm competition and free enterprise;
- Direct or indirect participation in any agreement among competitors to fix prices, divide markets, boycott suppliers or customers, limit access or development of new companies in the market, collude in bidding processes, or any other activity that impacts free competition;
- Agreeing, negotiating, or providing access to information regarding specific actions related to market trends, discounts, current or future pricing, commercial variables, confidential business strategy plans, innovations, and expansion projects;
- Obtaining information from our competitors through illegal methods or using their confidential information;
- Entering into exclusive agreements with customers, suppliers, or partners that harm a portion of the market in which we operate.

Norms and conduct in the work environment



At Vicunha, we foster a work environment based on **People and open dialogue**, as well as respect for diversity, the appreciation of individuals, and equal opportunities. We reinforce our principle of **Integrity and long-lasting relationships**.

We embrace and value our employees in their differences, encouraging learning, striving for an inclusive and motivating environment, and always preserving the physical, moral, and psychological integrity of everyone.

Therefore, we do not tolerate any kind of prejudice, discrimination, violence, or harassment of any moral or sexual nature, based on gender, color, race, ethnicity, disability, religion, or any other individual characteristic such as age, nationality, social class, marital status, sexual orientation, health condition, pregnancy, union membership, political or philosophical beliefs, among others.

Therefore, we do not allow:

- Threats or any type of verbal or physical aggression;
- Behaviors that generate humiliation, intimidation, or embarrassment of any person, regardless of hierarchical level or degree of relationship;
- Carrying any type of weaponry in our professional environments, even if legally registered;
- Working under the influence of alcoholic beverages, narcotics, or illicit substances;
- Political, religious, or commercial advertising in our premises or in any other environment using the company's work uniform;
- Using a cellphone during machine operation;
- Filming and photographing the interior of our factories without the express authorization of a Vicunha superior.

We welcome and value our employees in their differences, encouraging learning, striving for an inclusive and motivating environment, and always preserving the physical, moral, and psychological integrity of everyone.

Health and safety of our people



Life, well-being, and environmental protection are core values for Vicunha. We focus on excellence in health, safety, and the environment, and aim to promote these areas throughout the entire chain. Vicunha values the preservation and care for the health and safety of our people in accordance with the Health, Safety, and Environment Policy and the current legislation in all countries where we operate. We make continuous investments in our processes and practices, fostering a culture that values life.

Health and safety are responsibilities of everyone, especially leaders, as they are directly related to the work environment, attitudes, and behaviors. We must commit to eliminating hazards whenever possible, in order to reduce the risks involved and continually improve working conditions at Vicunha. Under no circumstances will we make concessions regarding safety issues, and we must carry out our activities with care, as there is nothing that justifies jeopardizing the well-being of our employees, third parties, and visitors.



Therefore, it is the duty of all
recipients of the code:

- Actively participate in the actions of the Health, Safety, and Quality of Life Program (PRA SER /TO BE.);
- Be a protagonist in health and safety actions;
- Identify, report, and control occupational, systemic, or behavioral risks in accordance with our values and applicable legislation;
- Understand and practice the Health, Safety, and Environment Policy, procedures, and **Golden Rules** ♦ ;
- Properly use and maintain safety equipment, with attention and a preventive attitude based on recognized risks;
- Take care of oneself, colleagues, and allow oneself to be taken care of;
- Refuse to engage in activities that may pose an imminent risk to health and safety.

Vicunha values the preservation
and care for the health and
safety of our people.

Golden rules



Always use the required personal protective equipment (EPI / PPE) in accordance with the existing guidelines and signage.



Operate equipment **only if you are** trained, qualified, and authorized.



Lock out all sources of energy before intervening in machinery and equipment.



Always maintain a **safe distance** from suspended loads, lifting devices, and hooks.



Do not use your mobile device while walking or during operational activities.



Keep work areas clean and organized.



Do **not touch moving parts** of machinery and equipment.



Perform tasks only when the **risks have been properly assessed and controlled.**



We do not condone:

- Non-compliance with security rules, policies, and procedures;
- Negligence in performing activities with a high potential to cause injuries or health damage;
- Failure to report adverse events, situations, or risky behaviors related to health and safety;
- Omission in seeking solutions and controlling occupational, systemic, and behavioral risk.

Public power



Do you know who is part of the public power?

The public power is composed of all the organs, entities, and individuals that are part, in any way, or are directly or indirectly controlled by the Union, States, Federal District, and municipalities, as well as public companies and foundations, autonomous entities, mixed economy companies, and special funds. Public power also includes the organs, entities, diplomatic representations, and individuals that are part of the Brazilian government or foreign governments at any level or sphere.

Our relations with the public power are guided by compliance with the laws in force in each locality where our company operates and regulated by our Anti-Corruption Policy.



Therefore, the following are indispensable:

- Collaboration with investigations, inspections, and other administrative and regulatory actions, providing the documents as requested by the public authorities;
- Vicunha's non-alignment when expressing its political ideology or abstaining from making statements on behalf of the company;
- Compliance with current guidelines and laws to combat corruption, fraud, and money laundering, as well as adherence to the internal anti-corruption policy.



Since we encourage and promote good corporate practices,
we do not tolerate:

- Undue advantages or concessions to public officials by virtue of their position, even if to benefit Vicunha;
- Any form of corruption or coercion of public officials or candidates for elected positions to favor our business, expedite procedures, or exempt us from legal obligations through gifts, promises, privileges, or personal advantages.

Interaction with public officials should always be guided by the highest standards of integrity, transparency, and formality. In this regard, it is recommended that interactions with public officials take place in the presence of at least two Vicunha employees. Interactions should be scheduled in advance and formally, and all communications should occur through official/institutional emails. For meetings with public officials who have decision-making power regarding matters of interest to Vicunha or sensitive subjects, the content of the conversation and discussions should be documented.

Harassment and violence



We are committed to providing a work environment where everyone is treated with dignity, equality, and respect. Harassment of a **moral or sexual nature**, as well as any form of violence, are abusive behaviors that are unacceptable and strictly prohibited by Vicunha. Therefore, we provide the Conduct Channel, ensuring **complete confidentiality of information and anonymity**. Additionally, we encourage and train our employees to use the tool whenever necessary so that interested parties can report incidents with total security.

Moral harassment



It is the exposure of individuals to humiliating and embarrassing situations in the workplace, repeatedly and over an extended period, while carrying out their activities. It is a behavior that damages a person's dignity and integrity, emotionally destabilizing them, demoralizing them, and often making the individual doubt themselves or their competence.

Moral harassment /Psychological harassment can occur through seemingly harmless everyday acts. It is a process that can escalate and have serious consequences for the victim, such as depression, anxiety, low self-esteem, decreased productivity, work errors, and even their withdrawal or resignation.

Harassment often involves hierarchical positions, occurring between a superior and a subordinate or vice versa, but it can also happen among colleagues..



It CAN BE characterized as moral harassment

- Making threats of termination while assigning tasks that the employee is not adequately trained for or that are incompatible with the position they were hired for;
- Using derogatory nicknames that cause discomfort instead of using the person's name;
- Using obscene or degrading language and gestures;
- Engaging in any form of discrimination by generalizing or relativizing an individual's characteristics;
- Spreading lies and rumors about the victim's professional character;
- Stigmatizing the victim by labeling them with humiliating traits;
- Physically isolating the victim in the workplace;
- Engaging in any conduct that is incompatible with the current legislation in each country where we operate with our units or representatives.



Does NOT constitute moral harassment

- Applying penalties due to employee misconduct, indiscipline, or dishonorable behavior;
- Demanding reasonable compliance with rules and orders inherent to the employment contract and the activities to be performed;
- Providing periodic feedback or constructive criticism in a sporadic, professional, and non-aggressive manner;
- Normal work environment situations such as increased workload or the use of technological monitoring mechanisms (e.g., electronic time clock).

Bullying or intimidation



Bullying is a form of harassment and is not tolerated by Vicunha. It consists of a series of inappropriate behaviors **that occur repeatedly** towards one or more employees, which can pose risks to health, safety, and relationships. It involves continuous and intentional **acts of physical, verbal, or virtual violence** with the aim of demeaning, offending, and/or isolating a person.



Bullying is considered an act of illegal harassment, a crime defined in many countries where we operate. An employee accused of such behavior may face internal sanctions within the company and may also be subject to legal consequences according to the applicable legislation in each country.

DO NOT constitute bullying

- Occasional discussions or disagreements;
- Differences of opinion between superiors and subordinates, or among colleagues;
- Discussions to define someone's job attributions or to demand the fulfillment of rules established by the company;
- Constructive corrections and feedback, aimed at professional development, based on evidence.

It can be considered as bullying or intimidation

- Derogatory nicknames;
- Tasteless jokes;
- Gossip and rumors;
- Disregard and exclusion;
- Insults, taunts, threats;
- Graffiti, derogatory photos, images;
- Prejudiced expressions;
- Conscious and premeditated social isolation;
- Disparaging colleagues on social media.

Sexual harassment



Sexual harassment is the act of harassment or behavior with a sexual connotation in the workplace, where, as a rule, the perpetrator uses their superior hierarchical position or influence to obtain what they desire against the will of the other party.

However, harassment can be committed by individuals at any hierarchical level, as long as there is sexual coercion and it is not consented to by the victim. It is not necessary for the conduct to be repeated to be considered sexual harassment; a single act is sufficient, which can be physical, verbal, gestural, explicit, or subtle. Acts committed outside the workplace, including in the digital realm, are also considered sexual harassment.

Sexual harassment is a crime defined in many countries where we operate, and an employee accused of such conduct may face not only internal sanctions within the company, such as dismissal with just cause, but also criminal charges according to the applicable legislation in each country. This can potentially lead to imprisonment in some countries.



May constitute sexual harassment

- Explicit or veiled sexual insinuations;
- Unwanted or non-consensual conversations about sex;
- Unwanted physical contact;
- Invitations to participate in "intimate encounters";
- Unwanted sexual advances or propositions;
- Offering an advantage or favor in exchange for sexual favors;
- Making sexual gestures towards the victim;
- Sending sexual messages or comments on social media.



An employee who is a victim of sexual harassment should report it through Vicunha's Conduct Channel and go to a **police station to file a police report so that the complaint can be investigated.**

It is also possible to seek the **Labor Public Prosecutor's Office through a direct channel for reporting sexual harassment. In this channel, the victim can even request that their .**

Violence



Any and all voluntary practice in the workplace by an individual or group of individuals against another individual or group with the objective of causing physical and/or psychological harm.

Vicunha **prohibits** any form of violence, including the deprivation or limitation of rights.



CAN BE considered violence

- Physical or verbal aggression;
- Threats to physical or moral integrity;
- Coercing the victim to engage in illegal acts or violate internal rules under threat, in the workplace;
- Forcing the victim to work in an unsafe manner that jeopardizes their health and life;
- Depriving the victim of exercising their rights.

Fair treatment, diversity, and equality in the workplace



Hiring, promotion, recognition, transfer, and training should be based on equitable criteria related to professional activities, such as experience, education, skills, performance, and achievements.

Career decisions should be based solely on merit and performance, without being influenced by race, color, religion, gender, age, marital status, sexual orientation, national origin, or disability. Similarly, the provision of benefits should be extended to all equally, considering the criteria defined by position, region, or union.

We aim for Vicunha's work environment to be characterized by full respect for diversity, promoting harmony and non-discrimination. It is the responsibility of each individual within Vicunha to treat others as they would like to be treated in all situations, both inside and outside of work, with respect and dignity, regardless of any individual characteristics or hierarchical position.

Career decisions should be based solely on merit and performance, and should not be influenced by race, color, religion, gender, age, marital status, sexual orientation, national origin, or disability.

Labor analogous slavery and/or child labor



Any work practice that violates human dignity is unacceptable. Vicunha is committed to respecting individuality, human dignity, and human rights. Therefore, we do not engage with service providers or suppliers who have any involvement in practices such as forced labor (coercion, degrading conditions, restriction of movement) and/or child labor, and we do not tolerate their hiring, in accordance with the applicable legislation in each country where we operate or have representatives.

Ethics and sustainability



Ethics and sustainability are part of the company's culture. We are committed to choosing alternatives that best serve the common good, guiding our actions through social and environmental responsibility and sustainable development.

Integrity towards our environment and communities



Environmental protection

We encourage sustainable production, rational use, and conscious consumption of natural resources. Together, we invest in and evolve technologies and processes that reduce the impact on nature and contribute to the well-being of the communities around us.



We understand as actions **to protect the environment:**

- Contribute to projects, practices, and tools for the conscious consumption of natural resources;
- Commit to complying with applicable environmental legislation;

- Conduct all activities and projects with utmost respect for the preservation and conservation of the environment;
- Comply with applicable environmental permits and licenses;
- Reduce the generation of solid and liquid waste and dispose of them properly, as well as reuse and recycle materials in processes, such as cotton, yarns, and fabrics.



We do not condone:

- Non-compliance with environmental rules, policies, and procedures;
- Acts that compromise or put the environment at risk;
- Failure to report adverse events, situations, or environmentally risky behaviors;
- Omission in seeking solutions and controlling environmental risks.



Respect the Community

Vicunha is committed to promoting social development by encouraging the voluntary participation of its employees in social projects. Its activities are carried out in harmony with the surrounding communities with the aim of promoting local development.

We expect our employees and other stakeholders to have an ethical, respectful, and integral commitment to society, and to be aware of Vicunha's socio-environmental policies and environmental legislation in the regions where we operate. We do not endorse actions or projects that negatively impact the integrity of the communities around us.

Use of the company resources



Vicunha provides employees with assets and equipment for exclusive professional use. All individuals must make ethical, safe, and lawful use of the resources provided by the company, adhering to internal policies and applicable laws.

Therefore, the improper or illegal use of company resources for personal or third-party benefit is strictly prohibited.

The care of company equipment and resources is the responsibility of each user, who must preserve and maintain them in optimal condition, avoiding misuse, damage, or unnecessary deterioration. Employees should refrain from lending company-provided equipment to third parties as they are personally responsible for any resulting damages.

All equipment, systems, and electronic resources provided by Vicunha, such as laptops, computers, mobile phones, landline phones, may be monitored, analyzed, requested, inspected, audited, and investigated at any time and without prior notice, depending on Vicunha's interests, such as in the case of an internal investigation. There is no presumption of confidentiality or privacy of data and information stored on these corporate devices.



Examples of Vicunha's resources include:

- Stationery and office supplies (paper, pens, ink);
- Landline phones, mobile phones, computers, laptops, printers, tools, machinery;
- Vehicles;
- Building facilities of our units;
- Third-party assets under Vicunha's responsibility.

Internal and external communication



Press, digital influencers and opinion makers

Based on our principle of **People and Open Dialogue**, we commit to working with clear, transparent information grounded in truth and the principle of press freedom, in accordance with the applicable laws in each country where we operate.

Our relationship with the press, opinion makers, and the advertising market is guided by a commitment sustained by the **principle of Integrity and long-term relationships**.



Therefore,
it is crucial that:

- Only authorized employees (spokespersons) from the Communications department should express opinions or make official statements on behalf of Vicunha;
- Direct proactive or reactive contact with the press, media outlets, digital influencers, and opinion makers should be conducted exclusively by the Vicunha Communications department.

- If any employee, spokesperson or not, is contacted by a media outlet, digital influencer, or opinion maker, they should immediately redirect the contact to the Communications department, which will handle each request appropriately;
- The employee who is contacted in such situations should not, under any circumstances, respond to questions or doubts from these individuals through any communication channel, even informally, as they are not authorized to respond;
- All communication on behalf of Vicunha should be conducted in a polite, respectful, and professional manner, in accordance with all applicable laws, regardless of the message recipient. The language used should always be clear to avoid any confusion or negative interpretations, and should never include slang, profanity, insults, or disrespectful comments.

Social media

From our employees, we expect that, from the moment of their hiring, as representatives of Vicunha, they adopt a behavior that reflects our principles and the guiding principles of this Code of Ethics and Conduct.



This implies,
among other things:

- Not disclose or share any images, data, or technical/financial information about our business or our clients unless they are already public and have been previously disclosed through the company's official channels;
- Not associate their opinions or online presence on social media with their position at Vicunha, the company's brand, or its name;
- Avoid posting photographs or videos on social media that have been taken within the company's premises to prevent unintentionally disclosing any confidential or strategic data of Vicunha that may harm the company;

- When online, whether during working hours or not, employees have an obligation to comply with all information security policies and guidelines, including confidentiality, data protection/privacy, and intellectual property, established by the company;
- We strongly condemn any copyright infringements, storing or sharing of pirated content, pornography, pedophilia, discrimination, prejudices, or any other illegal activities. It should be noted that such behaviors will be addressed in accordance with the law, and the employee will be personally responsible for them. In case of any incidents of this nature, Vicunha will always cooperate with the authorities and, if necessary, apply corresponding disciplinary measures.

Internal communication

Announcements, newsletters, graphic materials, campaigns, and content disseminated internally are the sole responsibility of the Communication department, including their production and execution.

All information and content provided through our official digital and physical channels (newsletter, email, bulletin boards, portal, etc.), any communication bearing the Vicunha brand, or any visual communication regarding campaigns, programs, and company matters in graphic materials (banners, stickers, banners, mobiles, etc.) must be previously aligned with the Communication department.

The use of internal tools and equipment must follow the guidelines of Vicunha's Information Security Policy. Any questions or needs regarding what and how to communicate with employees should be directed to the Internal Communication team, who will provide the appropriate assistance.

The use of internal tools and equipment must follow the guidelines of Vicunha's Information Security Policy.

Use of the vicunha brand

No use of the Vicunha brand should be made without authorization from the Communication and Marketing department.

The application and use, when authorized, must strictly follow the guidelines set out in the Vicunha Brand Application and Usage Manual, provided by the Communication department upon request.



All official content from Vicunha, to be disseminated internally and externally, must undergo final review by the Communication and Marketing department. If in doubt, please consult the representative from the Communication department in your unit.

Professional associations and organizations



We acknowledge the importance of legally constituted associations and professional organizations. We closely follow their initiatives and achievements and are always willing to engage in dialogue in any situation involving our company, aiming to find solutions that meet the interests of all parties involved.



Therefore,
we commit to:

- Ensure that our employees exercise their right to participate in activities of groups, associations, or professional bodies of their choice;
- Respect the initiatives and activities of associations and professional bodies, while safeguarding the interests and rights of Vicunha, as well as compliance with this document, Vicunha's Internal Policies, and applicable laws;
- Not discriminate against employees who are members of associations or professional bodies.



And we do not allow:

- Participation of groups within the company premises, except when in partnership or on behalf of Vicunha.
- Use of Vicunha's resources, name, brand, or assets in relation to third parties without the knowledge of the Communication and Marketing department, in any circumstances, especially in groups/meetings of professional associations or entities, or in the production of materials for these purposes.

Anti-corruption and money laundering prevention policy



We do not tolerate conduct that promotes or facilitates any form of corruption, and we prohibit such conduct to all recipients of this Code of Ethics and Conduct. These prohibited behaviors include bribery, extortion, influence peddling, improper use of privileged information, and any other actions that violate relevant laws, both in the public and private sectors, as well as Vicunha's Anti-Corruption Policy. We strive to comply with all applicable laws in the countries or jurisdictions where we operate, such as the Foreign Corrupt Practices Act (FCPA) in the United States, the United Kingdom Bribery Act (UKBA) in the United Kingdom, and Brazil's Law No. 12,846/2013, the Brazilian Anti-Corruption Law.

All operations and activities we carry out are in accordance with laws that combat money laundering and financing of terrorism. We always strive to conduct business with reputable suppliers who have legitimate activities and sources of financing, ensuring that all payments and transactions with customers, service providers, suppliers, and other partners are carefully scrutinized. We also adhere to the guidelines set by regulatory bodies, such as the Financial Activities Control Board (COAF).

Political activities



We are a nonpartisan company and ensure and uphold the personal exercise of citizenship by all our employees.

We encourage and support our employees to exercise their full citizenship through their personal political choices and beliefs.



*We encourage and support our employees to exercise their full citizenship through their personal political choices and convictions. We value individual freedom and, for this reason, we have established, **some guidelines for employees who have political aspirations:***

- Notify the Human Resources department when registering your candidacy;
- Employees who intend to run for a public office should not associate their candidacy with Vicunha;
- It is not permitted to carry out any campaign activities within the company premises;
- If elected, the employee must inform the Human Resources department to initiate the termination of the employment relationship due to incompatibility of interests and agendas.

All recipients are allowed to make personal contributions to parties or politicians, but they are not authorized to relate such contributions in the name or interest of Vicunha. We emphasize that Vicunha does not make any type of donation or contribution for political-party purposes, even indirectly.



We commit to:

- Not oppose an employee's candidacy. However, the candidacy must comply with all internal rules of Vicunha on the subject;
- Not oppose party affiliation;
- Respect freedom of expression.



And we do not allow:

- Linking the name Vicunha to political activities;;
- Using the position or any resources of the company for political purposes, including time, equipment, or financial resources;

Making contributions, directly or indirectly, through donations or sponsorship, in the name or benefit of Vicunha, without strict compliance with the Company's current Anti-Corruption Policy.

Giveaways and gifts



Integrity is a non-negotiable principle for Vicunha. As employees, we must reject situations that could interfere with our technical decisions, create or approach conflicts of interest, or involve non-compliance with laws through illicit acts.



Regardless of their value, giveaways and gifts **cannot be offered or accepted in the following cases:**

- They are offered without a legitimate business justification;
- They are offered in cash or its equivalent;
- They are intended to improperly influence decisions or facilitate business;
- They involve the exchange of favors;
- They are intended to generate personal advantage or preferential treatment for oneself or others without justified reasons;
- They go beyond reasonable and professional courtesies related to the business environment and the occasion.

It is prohibited to suggest or accept any form of personal participation, commissions, or remuneration related to any transaction or business involving the company, suppliers, clients, and government entities, as per the anti-corruption policy, including third parties participating in internal selection or hiring processes.

Acceptance is only allowed if the giveaway or gift has no commercial value and is distributed as a courtesy and in an institutional manner. Therefore, giveaways without commercial value, such as agendas, pens, calendars, and items with the company logo, are permitted. Unforeseen cases should be evaluated with the responsible departments.

Any offer or acceptance of giveaways or gifts that is not in compliance with Vicunha's internal rules must be immediately reported so that the context can be evaluated and a formal acceptance or refusal can be determined.

It is prohibited to offer gifts to public officials or individuals related to them (family members, friends, colleagues), as it may appear as an attempt of corruption or bribery. Regarding giveaways, they may be offered to public officials as long as they comply with the rules of this Code, have no commercial value, and occur a maximum of 1 (one) time within a 12 (twelve)

month period. There should be no appearance of irregularity or obtaining advantages, and they should only be provided with the purpose of promoting the Vicunha brand. In these cases, explicit authorization from the responsible management and proper registration in the company's accounting books is required.

Giveaways without commercial value, such as agendas, pens, calendars, and items with the company logo, are allowed. Unforeseen cases should be evaluated with the responsible management.

Events and travels



Invitations from clients and suppliers for employees to participate in trips and events representing Vicunha can be accepted, provided they have clear business purposes established within the legality and integrity of our relationships, in accordance with the current travel guidelines available at: <https://www.vicunha.com/>.

All invitations for employees to participate in events on behalf of Vicunha must be submitted for evaluation by the Board of Directors. The department should assess whether the invitation is relevant and whether the invited employee is authorized to be a representative and spokesperson for Vicunha for the specific event. Employees are not authorized to participate in events and forums as representatives/spokespersons for Vicunha unless they have been trained by the Communications and Marketing department and have the authorization of their immediate manager.

The costs of transportation, travel, and accommodation for suppliers, clients, and third parties attending events organized by Vicunha must comply with the rules of the organization's current travel policy. Exceptions should be evaluated by the manager of the department organizing the event.

Employees are not authorized to participate in events and forums as representatives/spokespersons of Vicunha unless they have been trained by the Communication and Marketing department and have the approval of their immediate manager.

Donations and sponsorships for educational institutions, social, cultural and sports projects



The donation of fixed assets and intangible assets to social organizations, philanthropic entities, associations, or non-profit institutions is allowed and can only be carried out following proper evaluations and approvals, as established by internal guidelines.

Vicunha only sponsors social, cultural, and sports projects after evaluation and approval by the relevant departments and governing bodies, following the guidelines established in internal policies.

It is prohibited to make donations or sponsorships with the objective or expectation of benefiting Vicunha in business or influencing commercial decisions, whether directly or indirectly.

Donations and sponsorships must always be in line with our principles and values and comply with the criteria established in our internal policies.

No donation or sponsorship can be made in the name of Vicunha without explicit authorization, and any request or recommendation for donation or sponsorship must follow the guidelines outlined in the internal policy.


Donations or sponsorships must be supported by appropriate documentation, formalized with agreed-upon terms and conditions, and accurately recorded in the accounting and financial records.

Conflict of interest



Conflict of interest refers to real or hypothetical situations that can impact the performance of employees' activities or influence their decisions, leading to unfavorable outcomes for Vicunha. Conflict of interest can involve employees, clients, suppliers, partners, and other parties related to Vicunha. All decisions must be impartial, without the influence of personal interests, which should never take precedence over the company's interests.

When faced with a situation involving Vicunha and you believe that your judgment or decision-making capacity is impaired, biased, or conflicted, refrain from making any decisions and consult your immediate supervisor for guidance. We should not deliberate in cases involving relatives, close associates, friends, or other relationships that may affect the decision.

 *The following are some behaviors **that may indicate a conflict of interest:***

- Hiring suppliers who have relationships with Vicunha employees based on family ties, friendship, ownership interests, or acting as consultants without prior disclosure and explicit approval from the Company;
- Engaging in other professions or activities, whether paid or unpaid, during working hours, or conducting business practices on Vicunha premises that may negatively interfere with the quality of work performed, decisions made, or contradict the best interests of Vicunha. Exceptions must receive explicit approval from the Company;
- Using the influence of one's position or access to restricted information to solicit or grant favors or obtain personal or third-party gains;
- Using working hours or Vicunha resources for personal purposes;

- Participating in or interfering with the recruitment and hiring process of individuals with whom one has family ties, friendship, or ownership interests for a position or role at Vicunha.

If you have any doubts about how to proceed, consult your immediate supervisor and the Human Resources department, or submit your question to Vicunha's Code of Conduct Channel.

Conflict of interest situations do not necessarily imply a violation of Vicunha's internal rules, but we need to be aware of them in order to mitigate potential risks and provide guidance on how to act or not act. If you identify that you are involved in a clear conflict of interest situation, it is necessary to report it to Vicunha's internal audit department to receive guidance on how to proceed.

Fraud and accounting, financial, and operational records



Fraud is the act of intentionally manipulating, omitting, or altering information with the purpose of generating advantages for the perpetrator or third parties. We repudiate and prohibit any fraudulent behavior that may be carried out by employees during their activities, including Senior Management, as well as third parties acting on behalf of Vicunha.

Therefore, we maintain and ensure the integrity of our accounting, financial, and operational records, which accurately reflect the operations we undertake. All information is recorded in a complete, accurate, detailed, and timely manner, reflecting best market practices and compliance with the laws of the jurisdictions in which we operate.

Vicunha prohibits the recording of false, incomplete, fraudulent, or erroneous financial, accounting, or operational information in its books and records. It is also prohibited to use false documents, conceal transactions, or intentionally destroy financial documents of the company.

All information is recorded accurately and promptly, reflecting best market practices and compliance with the laws of the jurisdictions in which we operate.

Financial reports



A Our financial statements, as well as all the reports we provide to stakeholders, follow best market practices and comply with the necessary accounting regulations for their preparation, enabling all interested parties to have accurate information and make informed decisions.

Our principles make us committed to the quality and integrity of the information we generate. Therefore, our processes are periodically audited, internally and/or externally, and we comply with all inspections by competent authorities.

Confidentiality of information and intellectual property



The information under the custody of our business must be managed responsibly and protected as confidential.



We consider **the following items to be confidential:**

- Salary, personnel, and occupational health information;
- Business plans, products, manufacturing processes, know-how, internal procedures, company photos, and videos;
- Financial, tax, asset, accounting, or tax-related information;
- Financial result reports and plans for mergers, acquisitions, or asset or company sales before they have been made public;
- Patent registration applications and research activities;
- Inventions, discoveries, business information, and the development of new methods and processes;
- Customer data, sales information, technical specifications, suppliers, service providers, as well as purchase and sale prices of products or inputs;
- Contracts;
- Prospected new projects and any proposals prepared;
- Users and personal passwords for computer systems;
- Information contained in confidentiality agreements entered into;
- Opinions, logistics plans and layouts, reports, internal studies and research, and internal memorandums.

Intellectual property

Intellectual property is linked to Vicunha's intangible assets and encompasses the creation of patents, trademarks, trade secrets, inventions, or internal processes involving all the work carried out within the Company. Safeguarding its protection is the responsibility of all our employees and partners

We encourage the development of new ideas and the contribution of employees to the improvement of our internal procedures. When these ideas are developed in the performance of their duties, such information and content are considered the property of Vicunha.

Information security

The Information Security Policy is a document that guides our employees and various stakeholders in processing, copying, collecting, transferring, sharing, and working with data, including internal and external personal or confidential information. This document needs to be assimilated and implemented in the workplace.

As employees and guardians of Vicunha's reputation, we are responsible for complying with the organization's Information Security Policy. It is the duty of all employees to ensure that service providers also comply with our Information Security Policy. The policy is available at: www.vicunha.com/.

If you have any questions regarding the policy, please consult the Information Security department. To learn more, access VicNet or contact the Information Security department: seinfo@vicunha.com.br.

Confidentiality duties

Everyone must keep absolute secrecy about information or data received or that comes to their knowledge due to their position, function or activity exercised at Vicunha.

All confidential information must be used solely and exclusively for the purposes intended by Vicunha and never for personal purposes, personal benefit or that of third parties.

It is forbidden to transmit, disclose, direct, forward, make copies or backup or make any confidential information known to any party, family, friends, partners, third parties, subcontractors, other employees or competitors without the prior and express authorization of Vicunha.

Privacy and protection of personal data

Vicunha is committed to processing all personal data and sensitive personal data in compliance with applicable data protection and privacy laws for data subjects.

It is not permitted to process personal data in violation of data protection laws, so it is necessary to always have a specific purpose for processing all data and a legal justification. We must always respect the rights of data subjects when handling personal data.

We have a Privacy and Information Security Policy available at: www.vicunha.com/, which addresses privacy on our website.

Shareholders



Our relationship with the company's shareholders follows the best practices of corporate governance.

 We base this relationship **on the following principles:**

- Transparency and punctuality in providing information;
- Promoting direct and open communication flow;
- Equity in treatment, regardless of the percentage of participation;
- Strive for the best return on investments, always ethically;

- Secrecy of confidential information that has not yet been made public;
- Accountability with accurate, concrete, and high-quality information;
- Identification and proactive mitigation of potential identified risks.

With this, we ensure that shareholders have an overview of Vicunha's performance, so they can make the best decisions for the business.

I have come across a situation that is **not covered in the code.** **What should i do now?**

?

During your activities at Vicunha, it is possible that you may come across a situation that is not described in this Code or in other internal policies or rules. In such cases, you will need to assess the situation and reflect on its specificities and the risks involved.



*It is crucial to use common sense in these situations, but to assist you in how to proceed, **we have prepared a brief list of questions to consider:***

- Is my conduct aligned with Vicunha's values and principles?
- Does the decision in question align with the best interests of Vicunha? Will it benefit the company?
- Am I comfortable making this decision? Will I have peace of mind to explain the reason for my actions?

- Am I aware of all internal rules at Vicunha that apply to the situation I am in? What about applicable laws?
- If my decision were to be published in a newspaper or widely circulated media, would my image and that of Vicunha be free from embarrassment?

If any of the answers are "no," pause, think, and reflect again before making a decision, or try to find another solution to the situation. If you remain unsure, do not hesitate to seek guidance from your immediate leader or contact the Conduct Channel, as it is better to have doubts and seek guidance than to make the wrong decision.

Conduct channel



We provide a Conduct Channel for reporting any violations of this Code, as well as other company policies and internal rules. The management of this channel **is handled by an independent company specialized in the matter, ensuring anonymity and non-retaliation** to bona fide whistleblowers who choose to identify themselves. Reports submitted to the Channel will be treated with absolute confidentiality, respect, confidentiality, and impartiality. It is available in Portuguese, English, and Spanish through various ways, including a website, a toll-free and 24-hour telephone line, and email. The Channel is open for anyone to make a report, both internal and external individuals.

Your contribution is highly important and valued by Vicunha, so when submitting your report, please include as much information and detail as possible.

Here are the contact details:

Site:

www.canaldecondutavicunha.com.br

Telephone:

+55 0800 377 8034

Emails:

vicunha@canaldeconduta.com.br (Portuguese)

vicunha@canaldeconducta.com (Spanish)

vicunha@conductchannel.com (English)

Compliance, violations, and implications



We, as recipients of this Code, have the obligation to comply with all the guidelines and principles contained herein. The **Code of Ethics and Conduct** belongs to and is for everyone, and it will only be effective if we all commit to making an effort to abide by its rules. It is important to remember that these guidelines serve to protect Vicunha, as well as employees, suppliers, partners, and other stakeholders. Therefore, it is essential to observe all its provisions.



*Non-compliance with the rules presented in this Code may result in disciplinary actions against those responsible (employees or third parties), **which may be applied depending on the severity of the violation, such as:***

- Verbal or written warning;
- Suspension;
- Termination of employment contract with or without just cause;

- Termination of service/partnership/supply contract, as well as any contractual penalties and reimbursement;
- Civil or criminal liability.

The failure to report or intentionally providing false information about infractions is also subject to penalties. Acting recklessly, negligently, or deliberately omitting to act when one should have is considered a violation of the rules in this Code and may result in disciplinary measures, depending on the specific circumstances.

Unforeseen cases not covered by this Code can be reported to leaders, the Human Resources department, or through the Conduct Channel if anonymity is preferred.

For the application of disciplinary measures, Vicunha will assess, at least: **(i)** the severity of the violation; **(ii)** the conduct itself; **(iii)** the extent of the damages caused; **(iv)** the recurrence of the violation; **(v)** voluntary reporting; and **(vi)** the level of intention. This does not prevent other characteristics of the specific situation from being taken into consideration.

Term Code Of Ethics and Conduct acceptance form

Full Name: _____

Job title: _____

Location: _____

Date: _____

I declare that I have read and am aware of the content of this CODE OF ETHICS AND CONDUCT of Vicunha, which is directly related to the performance of my activities within Vicunha.

I agree to fully comply with the rules and adopt all provisions, guidelines, and ethical principles indicated in this CODE OF ETHICS AND CONDUCT.

I commit to reporting any type of rule violation, misconduct, or irregularity, whether suspected or apparent, to the Whistleblower Hotline, regardless of any judgment regarding relevance or materiality.

I am aware that my electronic, logical, physical, voice, and image accesses, performed through corporate devices, may be subject to monitoring by Vicunha.

(Signature)



VICUNHA
jeansidentity