

Code Ethics and Conduct



**Code of Ethics and Conduct**

Summary

1. Initial Considerations	3
2. About Us	3
2.1. Our Mission	3
2.2. Our Vision	4
2.3. Our Values	4
3. Compromissos da Blu Electric S.A	4
3.1. Harmonious relationships	4
3.2. Prohibition of discrimination and harassment	4
3.3. Religious, trade union and political participation	5
3.4. Affective and/or family relationship between employees	5
3.5. Safety, health and hygiene	5
4. Relationship with Third Parties	6
4.1. Related Parties	6
4.2. Public Power	7
4.3. Bids	7
4.4. Competition	7
4.5. Suppliers and Service Providers	7
4.6. Political party contributions	8
5. Conflict of Interest	8
6. Fight against corruption	9
7. Accounting and Finance – Prevention of accounting and financial fraud	9
8. Confidentiality	10
9. Patrimony	10
9.1. Physical Assets	10
9.2. Electronic Equity	11

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

9.3.	Intellectual property	11
10.	Freebies, gifts, hospitality, business and entertainment meals	11
11.	Donations and contributions.....	12
12.	Violations of the Code of Conduct and Ethics.....	12
13.	Crisis Management Committee	12
14.	Communication and reporting channels	13
	ANNEX I – TERM OF ACKNOWLEDGMENT AND COMMITMENT	15

CHANGE HISTORY				
No.	Date	Verified by:	Approved by:	Reviews
00	June/2025	Camila Antonini and Fernanda Leme	Sergio Macedo	Initial Issuance

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 2 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

1. Initial Considerations

The purpose of this Code of Conduct and Ethics is to establish values, guidelines and responsibilities by which all employees of Blu Electric S.A. (Company), at all hierarchical levels, people who represent the company, suppliers, partners and service providers must guide when relating to related parties, public authorities and any third party when performing their activities.

The rules established in this Code must be applied in full and, together with the Company's other Policies, in line with the commitment to maintain a high standard of ethical conduct and comply with the laws and standards applicable to the Company's business.

The Compliance and People and Organization areas will apply mandatory periodic training to Employees, with the objective of disseminating the guidelines in this Code and reinforcing the need for compliance.

This Code enters into force on the date of its publication and will always be available to all Blu Electric S.A. employees and other interested parties.

2. About Us

Blu Electric's principles are: respect for freedom of association with groups and institutions in general, vigilance for general non-discrimination, whether political, racial, ethnicity, social class, nationality, religion, sex, sexual orientation, age, indigenous peoples, minority groups, or of any other nature, as well as repudiates child labor, forced labor, slave labor and human trafficking.

2.1. Our Mission

Uniting destinations with safety and comfort, offering agile service through mobility solutions, while prioritizing the quality of our services and equipment to ensure a safe, comfortable and sustainable experience for our customers.

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 3 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

2.2. Our Vision

To be a reference company for public passenger transport users, ensuring quality, exclusivity and sustainability through our products and services.

2.3. Our Values

- ✓ Pursuit of excellence
- ✓ Customer Focus
- ✓ Focus on people
- ✓ Respect for what is right
- ✓ Team spirit
- ✓ Honesty
- ✓ Dedication
- ✓ Sustainability

3. Compromissos da Blu Electric S.A

3.1. Harmonious relationships

Relationships between co-workers should be written by courtesy, respect, responsible, positive and collaborative attitude. It is everyone's duty to ensure a harmonious work environment, with team spirit, solidarity and companionship, also adopting the conduct of not omitting or hiding errors, assuming the commitment to immediately report them to the respective area of responsibility to be given the proper treatment.

Disrespectful and/or aggressive postures or conversations with offensive content between employees of any hierarchical level will not be tolerated.

3.2. Prohibition of discrimination and harassment

Blu Electric S.A. does not admit any type of harassment, discriminatory manifestation of any nature, such as race, color, sex, gender, stereotypes associated with age (ageism), sexual orientation, religion, disability, ethnic

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 4 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

precepts, sociocultural condition, nationality or marital status, directed at any person, including by electronic means or any other conduct that may generate an intimidating work environment, embarrassing, offensive or hostile. It is the duty of all employees to ensure working conditions in accordance with the legislation, free from moral and sexual harassment and discrimination.

3.3. Religious, trade union and political participation

Blu Electric S.A. respects the religious, trade union and political freedom of its employees. However, he prohibits the holding of a religious, partisan political campaign and/or candidate for public office on the Company's premises during working hours, using any resource of Blu Electric S.A. on his behalf, including on private social networks.

3.4. Affective and/or family relationship between employees

Affective or family relationships are allowed between employees as long as they do not have a degree of direct subordination or that they work in areas whose employment relationship may generate a conflict of interest. Situations such as these must be reported to the employee's manager, who will inform Human Resources so that he can verify the possibility of relocating one of the employees.

For the permitted cases, Blu Electric S.A. requires that the parties relate within the company as co-workers, not letting the affective relationship influence their professional postures, ensuring that there is no transmission of confidential information between employees.

3.5. Safety, health and hygiene

It is mandatory to use PPE and EPCs in the Company's manufacturing area, as well as for all employees to follow Occupational Safety procedures for handling machinery and equipment. It is everyone's duty to maintain order, cleanliness in the industrial area and strictly forbidden for anyone to smoke, drink and have meals of any kind in this area.

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 5 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

4. Relationship with Third Parties

4.1. Related Parties

Transactions between Blu Electric S.A. and the Related Parties must be negotiated independently, in order to prioritize the interests of the Company and optimize social results, adopting equitable treatment to shareholders, so that decisions must be made adopting instruments that ensure their transparency.

The transaction must be approved by the Executive Board, if applicable any of the hypotheses provided for in its Bylaws, Shareholders' Agreement and, in these cases, a Related Party of the Company, its Parent Company or its Subsidiaries must be previously submitted to the analysis of the case in a given transaction, must inform such situation and refrain from participating in the negotiation and decision-making process. The approval must be recorded in writing, specifying in the respective instrument its main conditions and characteristics, such as the form of contracting, prices, terms, guarantee and main rights and obligations.

If it fails to manifest its conflict of interest, any person who is aware of the situation must do so, the Board of Directors must receive complete and written information on the main characteristics of the transaction between related parties, such as the form of contracting, price, terms, guarantees, subcontracting conditions, rights and obligations, specific clauses such as exclusivity, non-competition and any others relevant to the decision-making process, as well as the alternatives considered by the administration.

A transaction between Related Parties that does not comply with the rules set forth in this Code and is approved without complying with the applicable legislation, Bylaws and the Shareholders' Agreement is prohibited. The approval of the compensation of the Company's managers is not a transaction between Related Parties for the purposes of this Code.

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 6 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

4.2. Public Power

Blu Electric S.A. is guided, in the exercise of its activities, by compliance with federal, state and municipal legislation. The representatives of Public Agencies, in the exercise of their duties, will be received in a collaborative and impartial manner, and the relevant documents required by law will be made available to them by the competent areas, whenever requested.

4.3. Bids

With regard to participation in Public Bids, Blu Electric S.A. complies with the Bidding Law No. 14,133/21, other applicable laws, as well as the provisions of the Anti-Corruption Law No. 12,846/13, guiding all bids with ethics and transparency.

4.4. Competition

Loyal agreement is the basic element in all Blu Electric S.A. operations in its relations with competitors and the market. Therefore, Blu Electric S.A. does not condone cartelization practices, price fixing, industrial espionage or any other illegal measure to obtain information from its competitors or undue commercial advantages.

4.5. Suppliers and Service Providers

The choice of a supplier must be made with suitability, considering quality, price and delivery, and the contracted companies must assume the commitment to respect the labor rights of all their contracted employees, ensuring that their subcontractors do the same. It is not allowed to have direct negotiation with suppliers who have a personal relationship with the negotiating employee, causing personal advantages to the transaction.

The supply may be replaced in case of non-compliance with legislation in general, especially regarding environmental, labor, tax, occupational safety, health, or other interests are harmed.

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 7 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

4.6. Political party contributions

Blu Electric S.A. does not make donations to political parties, the Company respects the right of employees to join parties and to make donations to such entities, if they so wish. Donations must always be made in their own name and not in the name of Blu Electric S.A.

5. Conflict of Interest

Conflict of interest is characterized when the employee, through personal interests, uses an employment condition, influencing or committing acts with the intention of obtaining private benefits, as opposed to those of Blu Electric S.A., generating a possible private favor or that of third parties to the detriment of the company's interests, which may, in any way, cause damage or loss to Blu Electric S.A.

To avoid possible conflicts of interest, employees must adopt the following conducts: (i) Not accept any bonus or gift and perform activities that generate undue advantages; (ii) To guide its activities in accordance with the interests, values and principles of Blu Electric; (iii) Conduct itself in a transparent manner in the face of human errors occurring in the performance of its activities; and (iv) Not to carry out parallel and external activities that interfere with their professional performance.

Each employee has the duty to analyze his or her own situation in the Company and immediately report to his or her immediate superior or to the Compliance area, any actual or potential conflict of interest that may exist or may have over his or her conduct as a third party in relation to Blu Electric S.A. Any omission of situations that constitute a real or potential conflict of interest, may be interpreted as bad faith.

If a situation of possible conflict of interest is identified or reported, the case will be analyzed by the Crisis Committee, which will issue an opinion on the participation or not of the person involved in the possible conflict of interest.

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 8 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

6. Fight against corruption

Blu Electric S.A. has as an ethical precept that all companies and their employees conduct their business activities with the public and private sectors with integrity and in the ethical standards established in the Anti-Corruption Law No. 12,846/2013.

Strict compliance with the legal, tax and labor requirements established by the Law Bodies must be maintained, through compliance with the imposed legislation and payment of tax and labor obligations, so that employees who interact in the exercise of their duties with public agents must respect the procedures and standards applicable to their respective interactions. and the adoption of any unauthorized procedure or method to obtain documents or information of interest to the Company is prohibited.

It is strictly forbidden to receive any type of monetary compensation in any case, nor is it forbidden to solicit or offer money, favors or any form of benefits, including the loan of goods and resources to public authorities, agents and officials to acquire or expedite the provision of services, obtain contracts, licenses or any form of influence on the decision-making power of public officials.

Any conduct, omissive or not, carried out by Blu Electric S.A.'s employees or suppliers that violates the anti-corruption rules will be subject to criminal and civil liability, with justified dismissal of the employee or termination of the contract with a supplier who is involved in any act of corruption, under the terms of current legislation.

7. Accounting and Finance – Prevention of accounting and financial fraud

The books, records, and controls should reflect all components of transactions. No transaction should be completed to be fraudulently documented. The quality of the information disclosed is the responsibility of the employees involved, who must ensure the improvement and veracity of all transactions. All professionals involved must cooperate with our internal and external auditors, and the information provided may not be falsified or omitted under any circumstances. The submission of reports containing false or inaccurate

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 9 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

information is predominantly prohibited, which may result in civil and criminal liability for employees, including the submission of information that has been intentionally organized in a dubious manner.

8. Confidentiality

Blu Electric S.A. is concerned with the preservation and confidentiality of corporate information, so that confidential information should only be used to perform the specific activities assigned to each function, and it is forbidden to transmit information to third parties or allow them access to the information.

It is forbidden to use one's position, position or influence to have access to Privileged Information and to use it, for one's own benefit, that of family members or related persons. All information regarding Blu Electric S.A., including customers, suppliers, employees, business partners and related parties, which is made available in written, oral or electronic form is confidential and must be stored in places with restricted access.

Any information, methodologies or technologies linked to the company cannot be transmitted and must remain the property of Blu Electric S.A., in case of violations, employees will be held responsible before Blu Electric S.A. and third parties for damages caused by any non-compliance with the confidentiality of the information.

9. Patrimony

9.1. Physical Assets

All goods, tools, machinery, equipment, furniture, office supplies and facilities of Blu Electric S.A. must be preserved by employees, who must have zealous, hygienic and consumption reduction conducts, and must avoid waste and misuse. Any failure or possibility of failure must be reported to the immediate manager, so that repair or preventive maintenance can be carried out in order to preserve the useful life of the asset. The assets of Blu Electric S.A. must be used for the purpose for which it is intended and not for the benefit of third parties or for private purposes.

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 10 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

9.2. Electronic Equity

All means of communication and equipment made available by Blu Electric S.A. are for professional use and, therefore, are subject to monitoring at any time, at the company's discretion. Therefore, it is forbidden for contributors to access any inappropriate content with them, such as pornographic or illegal websites. Corporate computer resources, computers or smartphones should also not be used for the propagation of messages or files that contain chain letters, rumors, pornography, defamation or illegal content. In specific cases, with the express approval of the direct manager, the employee may access personal websites for educational purposes, such as accessing courses, lectures, videos and didactic content.

9.3. Intellectual property

Intellectual property is the result of the work of employees and third parties at the service of Blu Electric S.A., such as projects, patents, spreadsheets, reports, tables, or intangibles, such as *the Company's know-how*, image and reputation. All those who have access to Blu Electric's intellectual property must maintain confidentiality about all information to which they have access, so that the intellectual work product developed by any employee during the exercise of their professional activities is the property of Blu Electric, including after the end of the employment or contractual relationship, even if not satisfied with the identification of the company, such as logo, name, CNPJ, among others.

Therefore, it is forbidden to send files and documents, physical or electronic, to personal devices or addresses and those of third parties unrelated to Blu Electric S.A., unless authorized by the area manager.

10. Freebies, gifts, hospitality, business and entertainment meals

As a general rule, gifts, business meals, entertainment, and hospitality must meet strict criteria, such as: (i) reasonableness and direct relationship with a legitimate business purpose; (ii) transparency, (iii) moderation, (iv) good faith in terms of a lack of intent to influence any act, decision or resolution inappropriately

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 11 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

to secure any improper advantage; and (v) not be prohibited by local law or by internal regulations of entities to which the recipients belong.

Infrequent gifts and within normal market standards are acceptable, such as courtesy or business protocol, and business meals, with the maximum allowed value of R\$ 200.00 (two hundred reais). If they are above the amount of R\$ 200.00 (two hundred reais), the Company's Board of Executive Officers may determine the return of the gift, depending on an individualized analysis of each situation and the nature of the gift, while the payment of trips will be subject to the approval of the Board of Executive Officers on the nature and relevance of the trip to Blu Electric S.A.'s business.

11. Donations and contributions

Donations and contributions made by Blu Electric S.A. must be of a social, cultural and sporting nature, as a private social investment. Donations and contributions by Blu Electric S.A. to other institutions must comply with the provisions of this Code, after express authorization from the shareholders. Additionally, the following guidelines must be observed: institutions must be verified for suitability, regularity, legal requirements and activities.

12. Violations of the Code of Conduct and Ethics

Failure to comply with the rules of this Code will lead to the opening of an internal process to investigate possible irregularities and may subject the employee involved to disciplinary measures, such as warnings, suspensions and dismissal, in addition to civil and criminal liability, as the case may be. An employee who deliberately fails to report violations of this Code or omits relevant information may also be subject to disciplinary measures and responsibilities.

13. Crisis Management Committee

The Crisis Management Committee is responsible for carrying out the risk management process, which consists of identifying, analyzing, and evaluating, selecting and implementing responses to the risks assessed, monitoring risks and

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 12 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

controls, and communicating about risks with internal and external stakeholders. Management is applicable to a wide range of Blu Electric S.A.'s activities at all levels, including strategies, decisions, operations, processes, functions, projects, products, services and assets.

Blu Electric S.A. will establish the Crisis Management Committee when there is any atypical situation that causes or may cause damage to shareholders, *stakeholders*, employees, the environment, assets, corporate-institutional image or significant disruption in the Company's normal operations. The Committee will be formed by four appointed members, if the crisis directly involves one of its members, he will be considered prevented from acting in the group, and a replacement must be appointed, in accordance with the Crisis Management Policy.

14. Communication and reporting channels

To ensure effective communication, Blu Electric S.A. provides several forms of contact for questions, suggestions and complaints.

a. Direct contact

The employee may, as a priority, contact his immediate manager whenever he understands that he must report any fact that must be analyzed.

b. Complaints and reporting channel

Complaints and alerts in relation to possible non-compliance with this Code may also be made through the Whistleblowing Channel on the Blu Electric S.A. website, that is, www.bluelectric.com.br, at any time, with the whistleblower being anonymous.

c. Consequence and not retaliation

Blu Electric S.A. strongly condemns any form of retaliation against whistleblowers, understood as retaliating to perform an act against a person to take revenge for the offense or to compensate for damage caused by him. Retaliation can be direct or indirect, according to evident examples of acts of retaliation: (i) Sending messages with content that constitutes harassment; (ii)

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 13 from 15

	Integrated Management System		Code: COD. SGI.001	
			Type: Code	
	Code of Ethics and Conduct		Rev.: 00	Last Revised: Jun/25

Unsubstantiated reduction of liability; and, (iii) Relocation or transfer suddenly and for no apparent reason.

Indirect examples of retaliatory acts are: (i) Exclusion of the Whistleblower from business meetings; (ii) Lack of communication essential to the development of professional activities; (ii) Ignoring the whistleblower's professional opinion; (iv) Exclusion from social work events.

Blu Electric S.A. is committed to protecting from retaliation any person who, acting in good faith, has made a complaint or is assisting in an investigation, so that any employee who is the victim of any form of retaliation must report it to their direct manager, one of the members of the Crisis Management Committee, the Human Resources area and the Legal Department. The finding of acts of retaliation must be reported and, once proven, will give rise to the application of Disciplinary Measures carved out in the Consolidation of Labor Laws (CLT).

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 14 from 15

	Integrated Management System		Code: COD. SGI.001	
	Code of Ethics and Conduct		Type: Code	
			Rev.: 00	Last Revised: Jun/25

ANNEX I – TERM OF ACKNOWLEDGMENT AND COMMITMENT

I declare that I have received, been aware of and understood the Code of Conduct and Ethics of Blu Electric S.A., I am aware of and in full agreement with the criteria and guidelines established and their relevance to me and to the company.

I undertake to comply with it in full, under penalty of being liable for administrative measures and civil and criminal liabilities under the terms of current legislation.

Full name of the Collaborator: _____

Area: _____

Signature

Code: COD. SGI.001	Rev. 00 of JUN/2025	Confidentiality: Public
Code of Ethics and Conduct		Page 15 from 15