

Grupo de Moda Soma

Disclosure Report Date Submitted: August 21st, 2023

© B Lab 2023



Disclosure Materials

Certified B Corporations must complete a Disclosure Questionnaire to identify potentially sensitive issues related to the company (e.g. historical fines, sanctions, material litigation, or sensitive industry practices).

This component does not affect the company's score on the B Impact Assessment. If the company answers affirmatively to any items in the Disclosure Questionnaire that B Lab deems relevant for public stakeholders, then, as a condition of their certification, the company must:

- Be transparent about details of the disclosure issues identified on the company's public B Impact Report
- 2) Describe how the company has addressed this issue
- 3) Demonstrate that management practices are in place to avoid similar issues from arising in the future, when necessary.

In all cases, the Standards Advisory council reserves the right to refuse certification if the company is ultimately deemed not to uphold the spirit and integrity of the community.

In addition to the voluntary indication of sensitive issues in the Disclosure Questionnaire, companies pursuing Certification also are subject to a background check by B Lab staff. Background checks include a review of public records, news sources, and search engines for company names, brands, executives/founders, and other relevant topics.

Sensitive issues identified through background checks may or may not be within the scope of questions in the Disclosure Questionnaire, but undergo the same review process and are subject to the same possible review by the Standards Advisory Council, including ineligibility for B Corp Certification, required remediation, or disclosure.

This document contains a copy of the company's completed Disclosure Questionnaire and related disclosure documentation provided by the company



Disclosure Questionnaire

Industries and Products

Yes No Please indicate if the company is involved in production of or trade in any of the following. Select Yes for all options that **Animal Products or Services** $\boxed{}$ **Biodiversity Impacts** \square Chemicals $\boxed{}$ **Disclosure Alcohol** \square **Disclosure Firearms Weapons** $\boxed{}$ **Disclosure Mining** $\boxed{}$ **Disclosure Pornography** $\boxed{}$ **Disclosure Tobacco** $\boxed{}$ **Energy and Emissions Intensive** $\boxed{}$ Industries Fossil fuels Gambling **Genetically Modified Organisms** $\overline{\mathbf{A}}$ Illegal Products or Subject to $\overline{\mathbf{A}}$ **Phase Out** Industries at Risk of Human \square **Rights Violations Monoculture Agriculture** \square **Nuclear Power or Hazardous** $\overline{\mathbf{A}}$ **Materials** Payday, Short Term, or High **Interest Lending Water Intensive Industries** $\overline{\mathbf{A}}$ Tax Advisory Services

Outcomes & Penalties

	Yes	No
Please indicate if the company has had any formal complaint to a regulatory agency or been assessed any fine or sanction in the past five years for any of the following practices or policies. Check all that apply.		
Anti-Competitive Behavior		\checkmark
Breaches of Confidential Information		N
Bribery, Fraud, or Corruption		N.
Company has filed for bankruptcy		\searrow
Consumer Protection		V
Financial Reporting, Taxes, Investments, or Loans		\searrow
Hazardous Discharges Into Air/Land/Water (Past 5 Yrs)		K
<u>Labor Issues</u>	\checkmark	
Large Scale Land Conversion, Acquisition, or Relocation		K
Litigation or Arbitration	\checkmark	
On-Site Fatality	V	
Penalties Assessed For Environmental Issues		N
Political Contributions or International Affairs		N.
Recalls		V
Significant Layoffs		V
Violation of Indigenous Peoples Rights		N
Other		\checkmark



Practices

	Yes	No
Please indicate if the following statements are true regarding whether or not the company engages in the following practices. Check all that apply. If the statement is true, select "Yes." If false, select "No."		
Animal Testing		V
Company/Suppliers Employ Under Age 15 (Or Other ILO Minimum Age)		V
Company prohibits freedom of association/collective bargaining		V
Company workers are prisoners		\checkmark
Conduct Business in Conflict Zones		
Confirmation of Right to Work		V
Does not transparently report corporate financials to government		\checkmark
Employs Individuals on Zero-Hour Contracts		N.
Facilities located in sensitive ecosystems		K
ID Cards Withheld or Penalties for Resignation		K
No formal Registration Under Domestic Regulations		V
No signed employment contracts for all workers		V
Overtime For Hourly Workers Is Compulsory		V
Payslips not provided to show wage calculation and deductions		V

	Yes	No
Sale of Data		\vee
Tax Reduction Through Corporate Shells		V
Workers cannot leave site during non-working hours		Ŋ
Workers not Provided Clean Drinking Water or Toilets		\supset
Workers paid below minimum wage		N
Workers Under Bond		✓
Other		\checkmark

Supply Chain Disclosures

	Yes	No
Please indicate if any of the following statements are true regarding your company's significant suppliers.		
Business in Conflict Zones		\checkmark
Child or Forced Labor		\vee
Negative Environmental Impact		\vee
Negative Social Impact		\vee
Other		\checkmark



Disclosure Questionnaire Category: On-Site Fatality

Issue Date	April 2020
Topic	Job fatality due to an accident
Summary of Issue	The fatality occurred at the company's distribution center in Pavuna, Rio de Janeiro, Brazil. The fatality was the result of electric shock and electrocution while the employee was operating the work at a height platform, a machine required by the employee to carry out his work duties. The area was isolated, thoroughly assessed and all administrative and security measures were reinforced
Size/Scope of Issue (e.g. \$ financial implication, # of individuals affected)	The accident resulted in the loss of one person's life.
Impact on Stakeholders	Loss of life experienced by the deceased person and the related loss experienced by their family.
Resolution	The fatality was reported to the National Institute of Social Security although this agency did not carry out an inspection. The company gathered the areas of Occupational Health and Safety, Operations, Human Resources, and Legal, in addition to immediately hiring a specialized external consulting firm, to reassess the site and the machines operated, reinforcing all the administrative and safety measures.
Implemented Management Practices	Actions done at the time the accident happened: The company provided first aid in accordance with health and safety standards and took care of the proper removal of the injured person to the hospital. Then, the Company paralyzed its activities for three consecutive days in order to guarantee that all the analyzes of the location and the situation could be carried out without any impact. When the regular activities on the site were established, the Company gathered all employees to clear up doubts and provide transparent explanations of the situation. The equipment involved in the accident became out of use on the site and made available for technical expertise.



Structural measures reinforced: • A mezzanine was built around the accident site, changing the way of operation and reducing the work at height by about 85%, involving an investment of more than R\$1M in improvement works. The operation continues to comply with all Regulatory Standards: • The substitution of the Work at Height Platform (machine involved in the fatal accident) for forklifts, remaining 100% compliant with the legislation. Actions were taken to provide a safe and healthy work environment on construction sites: • Training was carried out to reinforce security and safety training as well as standard operating procedures. • Intensified charges for the mandatory use of PPE (Personal Protective Equipment), in addition to the usual training and requirements; • Update and reinforcement of the institutional policy to enhance compliance with the mandatory requirements of Safety and Health at Work (in addition to ongoing actions that consolidate our concern and commitment to the topic). **Related Incidents** No (Yes/No)



Disclosure Questionnaire Category: Labor issues

Issue Date	Ongoing
Topic	Labor litigation and civil inquiry
Summary of Issue	Labor suits involve a range of actions filed by former employees and third parties relating to, among other things, severance pay, overtime and reimbursement of funds such as those spent on purchasing uniforms, moral harassment, prior notice, commissions, associative contribution, material damage, mischaracterization of the position of trust, differences in unemployment insurance, salary parity, days off, overtime, nullity of the resignation, payment of union dues, awards, indirect termination, subsidiary liability, rectification of function, reversal of just cause, overtime, material damage, meal allowance, recognition of function, break between shifts, difference in FGTS and overtime, nullity of attachment, differences in unemployment insurance, night shift premium, reversal of just cause, indirect termination, achievement of goal award, aesthetic damage, accumulation of function, fine under article 467 and 477 of the CLT, funds severance pay, assistance contribution, write-off of CTPS, salary equalization, differences in commissions, permanence for 6 months in the health plan, differences in commissions, mischaracterization of the position of trust (manager), additional for Unhealthy Work, days off not granted (overtime), prior notice, nullity of the resignation, execution of the conduct adjustment term (TAC), collective moral damages, payment of union dues, differences in FGTS, rectification of ctps, fine for noncompliance with CCT, break between shifts and shifts, food allowance, break overtime and fees, non-compliance with collective norms, gratuities, vacations, basic food basket, employment relationship, nullity of dismissal, nullity of prior notice worked, acknowledgment of dismissal without just cause, release by permit of the FGTS guide and unemployment insurance.
	was initiated, based on a labor complaint, to investigate claims of a worker being subjected to working conditions analogous to slavery in a supplier not directly contracted by the company.



	Grupo de Moda Soma was included in the civil inquiry because the company was considered indirectly beneficiary of the slave labor under analysis, since it was a contractor of the supplier who inadvertently subcontracted a third party where the respective situation would be occurring.
Size/Scope of Issue (e.g. \$ financial implication, # of individuals affected)	In the first quarter of 2023, the Grupo Soma counted 118 labor lawsuits concluded in the last 2 years. The financial amount spent on these suits was BR 3,690 M.
	Also there was a civil inquiry, regarding ten workers which were involved in the inspection that investigated a potential labor analogous to slavery and the company's expenses with indemnities was more than R\$ 200,000, as determined by the government, in addition to other investments to protect the labor rights.
Impact on Stakeholders	The primary impact related to labor litigation is the financial impact on employees and third parties.
	Regarding the civil inquiry investigation, it was uncovered that these workers were operating under poor slave-like working conditions which included long hours, improper payment conditions, and unsanitary living conditions
Resolution	Among the 118 labor lawsuits reported as closed, the company spent around BR 3,690 M.
	Regarding the civil inquiry, a court agreement was drawn up and ratified in December 2019, on behalf of Cidade Maravilhosa Indústria e Comércio de Clothing S.A. All obligations have been regularly fulfilled. Thus, in May 2020, the Public Ministry of Labor concluded that a public civil action was not applicable. It should be noted that the validity of said judicial agreement extended to December 2021.
Implemented Management Practices	• The company reported that receives inspections from bodies such as the Ministry of Labor and the Ministry of Economy, as it is a natural exercise of the competence of such entities to verify that companies are in compliance with rules and regulations. Grupo de Moda Soma is committed to responding to the inspections in a timely and collaborative manner, with the presentation of evidence that demonstrates the Company's regularity. Whenever there is a need for



adjustment or if there is a discrepancy in understanding between the Company and the public bodies, action plans are proposed to equalize the controversy,

- In its Sustainability Policy, the company explicitly addresses its commitments towards its employees, in the SOCIAL pillar, with the following guidelines:
 - I. Plural society: promote inclusive policies, processes, and physical structures, applied to all the company's stakeholders, ensuring respect for the dignity of the human person in the first place.
 - II. Fair and dignified work: defend and encourage the improvement of working conditions and fair remuneration (both inside and outside, in the company's partners), including the balance between hours of work and rest, with clear information about human and labor rights, always respecting freedom of association and unionization, maintaining an open agenda for dialogue regardless of collective bargaining, and promoting the strengthening of our value chain.
 - III. Social compliance: Ensuring proper compliance with legislation, labor obligations, and regulatory standards (NRs) related to occupational safety and health applicable to the Company and its brands, as well as striving for the respective compliance throughout the value chain, striving to maintain a safe and comfortable work environment.
 - IV. Qualified management of Occupational Health and Safety and continuous improvement: move forward with monitoring routines and institution of policies and programs in order to promote continuous improvement in occupational health and safety, in own operations and encourage such practices in the chain of value, including in remote work routines respecting the journey and time of balance between work, rest and leisure,
 - V. Extension of Compliance and governance rules: reinforce service providers and suppliers on the need for adequate compliance not only with the applicable legislation but also with ILO conventions and protocols and collective agreements, as well as compliance with the rules of governance and policies of the Company,
 - VI. Support for the training and engagement of employees: qualifying, training, and raising awareness among



employees, as well as members of the Company's senior management, so that they all become protagonists in actions to protect human, social, labor, and environmental rights, in addition to of topics on anti-corruption and diversity, reinforcing the leaders' knowledge of their role in engaging and guaranteeing. In addition to these, the following are also mentioned: support for professional training in the chain, combating child labor, combating forced labor or work similar to slavery, support for the empowerment of minority groups, combating violence and harassment, valuing diversity, equity, and inclusion.

- The Company's Code of Ethics is also the subject of constant training for all employees and managers to establish an ethical and sustainable organizational culture, which combats harassment and promotes health and safety,,
- The Company currently provides a direct Whatsapp channel between employees and the Personnel Department. Through it, all employees have an agile and comfortable channel to answer questions about documentation, vacations, payments, and records, among others. In the event of violations of any values or provisions of the Code of Conduct and Ethics, any employee is encouraged through training to notify the Ethics Channel for proper and safe verification,
- In the last year, the SOMA Group reviewed its compensation and benefits package focused on attracting and retaining talent,
- In February 2022, the company was removed from the "Lista Suja" (list of employers that had workers under modern slavery conditions),
- Grupo de Moda Soma is listed as a Great Place to Work (GPTW). The company's ambition is to be among the 100 best companies to work for in Brazil.
- Regarding the civil inquiry, Grupo de Moda Soma regularly fulfilled the following obligations:
 - I. Implementation of a monitoring program of the supply chain, with periodic on-site audits, which allow the



- correction of weaknesses and the reinforcement of best practices,
- II. Development studies to identify weaknesses in the textile industry in Brazil,
- III. Payment of indemnities Indemnities in the amount of R\$ 12,000 were paid directly to the six workers whose addresses were found. With regard to the other four (who would have returned to Bolivia) an attached consignment action was proposed, as a deposit of R\$ 49,709.88 so that Justice tries to locate them through the best communication tools with other bodies.
- IV. Payment of the value related to reimbursement of labor sums and a fine,
- In order to become a supplier for Grupo de Moda Soma, the organization is screened under several criteria, such as Certifications (e.g. ISO 9000, ISO 14000, ABVETEX), Working conditions, Suppliers, Labor obligations, Quality and Safety of their facilities, Production Capacity, Quality Control and Processes.
- The company's Supplier Code of Conduct presents specific principles and guidelines of indispensable compliance by all suppliers of Grupo de Moda Soma S.A. and its companies. According to this Code, suppliers are all companies, including their subcontractors, that are part of the supply chain of the group's products. Failure to comply with this Code may lead to the application of penalties, among which are the suspension or blocking of the suppliers or even the termination of the commercial relationship, in addition to any applicable legal measures. The company reported that All suppliers sign a contract with an express clause ratifying the Code.

The Code covers the following topics related to Human Rights, Social, and Labor topics

- I. Compliance with local legislation,
- II. Decent work and fair pay,
- III. Combating forced labor and work similar to slavery,
- IV. Combating child labor, combat violence, and harassment.
- V. Corrective and disciplinary measures,
- VI. Freedom of association,





Disclosure Questionnaire Category: Litigation and Penalties

Issue Date	Ongoing
Topic	Pending tax litigation
Summary of Issue	The company has 31 open cases of tax litigation by the tax authorities alleging incorrect payment of taxes, including, but not limited to, taxes on Circulation of Goods and Services, social contributions, and income taxes. Most of the Company's disputes are related to the requirement of ICMS (tax on the movement of goods), by the most diverse Federative Units (UFs). Generally, the FUs initiate discussions about calculations of the aforementioned tax, calculations of tax incentives and their reversals, supposed differences in declared inventories versus input and output operations, requirement of advance ICMS or Differential ICMS rates.
Size/Scope of Issue (e.g. \$ financial implication, # of individuals affected)	Grupo de Moda Soma has 31 pending tax litigation. The total projected payout of the lawsuits that are currently pending in judgment is R\$ 92.144.563,90
Impact on Stakeholders	The primary impact related to tax litigation is the financial impact on tax authorities and the company itself.
Resolution	All cases reported here were open and have not been resolved.
Implemented Management Practices	• The handling of cases relies on the union of an internal group of specialists in the tax agenda and law firms. The choice of partner law firm is evaluated in terms of technique and maturity in dealing with the matter, in addition to taking into account the balance of the fee proposal, generally with partners that already assist the Company in other matters. The law firms act from the construction of the defense to the final judgment of the process, maintaining a collaborative behavior with the judging bodies to provide all necessary clarifications, always guided by the commitment to the rules of anti-corruption, ethics and transparency. In all cases, a contract is made with the law firms, ratifying the respective commitment, under penalty of various types of penalties, and the reading and signing of the Company's Code of Ethical Conduct is required.



- The Company is also sued by the Municipal, State and Federal Tax Authorities in several cases and prioritizes the administrative solution of the controversy, that is, it prioritizes the solution of the divergence even before it becomes a legal action in the strict sense.
- In all cases where the Company needs to present a defense in lawsuits, it offers guarantees, such as insurance policies, in order to ensure that it will present its arguments and, even if it's right is not recognized, it will be responsible for any expenses that may be incurred. necessary.
- The company's tax department and other related departments involved in tax litigation receive regular yearly training on the ethical implications and impacts of responsible tax practices,
- Grupo de Moda Soma shared that in cases of doubts related to the conduct or conduct of third parties, the company provides an open dialogue channel for clarification with leadership and with the People and Management and Compliance teams. If there is suspicion of a possible violation of a law, policies, regulations, or any company's ethical standard, the Company provides an Ethics Channel to receive complaints. Access to this channel is free and can be used both by employees and managers, as well as by customers, suppliers, and service providers. To ensure the legitimacy of the process, any form of retaliation against anyone who expresses concern about issues relating to these matters, or for reporting any suspected violations, is prohibited. Reports may be recorded anonymously and are treated confidentially, and addressed anonymously to ensure that there will be no retaliation.
- The management of the company's Code of Ethics is the responsibility of the Ethics Committee, which is the body responsible for disclosing it, and also for ensuring its updating, as well as determining the necessary actions for its improvement. The Ethics Committee is endowed with independence and autonomy and is linked to the Company's Board of Directors. This independence and autonomy allow the Committee to impartially exercise its role of investigating reports of violations and determining the appropriate disciplinary measures, based on objective and pre-established parameters. It is also the responsibility of the Ethics Committee to ensure anonymity, isonomy, and confidentiality and establish means to ensure non-retaliation



- for registered and investigated violations. In addition to implementing, disseminating, training, reviewing, and updating the Code of Conduct and ensuring the availability and operation of the Ethics Channel,
- Grupo de Moda Soma develops processes with specific jurisdictions to investigate complaints involving members of the Board of Directors, the Board of Directors, the Audit Committee, the Ethics Committee and the Compliance and Internal Audit areas. Situations that were not foreseen in the Code and raise doubts about the best conduct to be practiced will be resolved by the company's governance bodies, in their due instance: Ethics Committee, Executive Board, Audit Committee and/or Board of Directors,
- The tax litigation team participates in Tax Law Congresses and several lectures, which deal with various topics about tax compliance and tax rights protection. In addition, they are part of several Institutes and Associations that discuss the referred subjects, participating in recurring forums and meetings, consolidating their position in the market, and keeping up to date with the main topics under discussion, in order to reflect compliance with tax legislation and the protection of your rights as well.



Disclosure Questionnaire Category: Consumer Protection

Issue Date	Ongoing
Topic	Complaints and penalties regarding consumer protection issues
Summary of Issue	The company has received complaints filed in PROCON (Brazilian consumer protection institute) related to store irregularities, improper promotions applications or calculations.
Size/Scope of Issue (e.g. \$ financial implication, # of individuals affected)	In 2021 and 2022, the company received 277 lawsuits about consumer rights and, at that time, only 93 were still active. The lawsuits involved a value of R\$ 4,548,743.07, and, in the end, the Company had to pay the amount of R\$ 333,067.83 in total, after reaching agreements in general.
Impact on Stakeholders	Having breaches of consumer protection regulations negatively affects customers' satisfaction and may cause financial impacts on them.
Resolution	During the current year, among the 277 complaint cases against the company, 184 were settled and 93 cases were still active at that moment.
Implemented Management Practices	 To avoid those issues from happening again, Grupode de Moda Soma shared the following actions: The company has tools such as Customer Service, ombudsman, websites and social networks to improve the connection with consumers. It adopted the NPS to measure the level of satisfaction after each purchase. The company reported that actively listens to its stakeholders and draws up a strategic plan in tune with the feedback received, The Company's Sustainability Policy it's based on several principles, one of which is Respect for the Consumer, through which the Company guarantees an ethical relationship with clients, in accordance with the legislation and the Consumer Defense Code, by providing training and qualification of the sales force. Grupo de Moda Soma informs their customers about their rights and offers channels of service and response (sustentabilidade@somagrupo.com.br). Through it, the



Company undertakes to provide information on the life cycle of the product, its origins and raw materials, its production processes, and certifications.