



## SECURITIES AND EXCHANGE COMMISSION

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**Translation Date: May 29th, 2024.**



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CVM RESOLUTION NO.80, OF MARCH 29, 2022

CVM RESOLUTION 80, OF MARCH 29, 2022 WITH THE AMENDMENTS INTRODUCED BY CVM RESOLUTIONS 59/21, 162/22, 168/22, 173/22, 180/23, 183/23 AND 198/24.

Provides for the registration and provision of periodic and eventual information of issuers of securities admitted to trading on regulated securities markets.

The CHAIRMAN OF THE SECURITIES AND EXCHANGE COMMISSION – CVM makes public, in meeting held on March 16, 2022, based on article 8th, I, 21 and 22, of Law 6,385 of December 7th, 1976, that the Board of Commissioners APPROVED the following Resolution:

### CHAPTER I - SCOPE AND PURPOSE

Art. 1. This Resolution regulates the registration and provision of periodic and eventual information of issuers of securities admitted to trading on regulated securities markets.

### CHAPTER II - CATEGORIES OF ISSUER OF SECURITIES

Art. 2. In Brazil, the trading of securities in regulated markets depends on the issuer's prior registration with CVM.

Paragraph 1. The registration application outlined in this article can be submitted independently of the registration application of a public distribution offer of securities.

Paragraph 2. The issuer of securities must be a corporation, except when provided otherwise.

Paragraph 3. This Resolution does not apply to investment funds, investment clubs and companies and companies benefiting from resources derived from tax incentives.

Art. 3. The issuer may apply for registration with CVM in one of the following categories:

I - category A; or

II - category B.

Paragraph 1. Registration in Category A authorizes the trading of any securities of the issuer in regulated securities markets.



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Paragraph 2. Registration in Category B authorizes the trading of securities of the issuer in regulated securities markets, except for the following securities:

I - shares and certificates of deposit of shares; or

II - securities that give the holder the right to acquire the transferable securities referred to in item I, as a result of their vesting or the exercise of the rights inherent in them, provided that they are issued by the issuer of the transferable securities referred to in item I or by a company belonging to the issuer's group.

Paragraph 3. The shares, subscription bonds, convertible debentures or exchangeable into shares or depositary receipts of these securities issued by a pre-operational issuer registered in Category A may only be traded on regulated markets between qualified investors.

Paragraph 4. The restriction in paragraph 3 ceases when the issuer:

I - become operational; or

II- carry out public offering of shares, subscription bonds, convertible or exchangeable debentures in shares or depositary receipts of these securities and shares and comply with the requirements set forth in the specific regulations that authorize the negotiation of securities offered among investors considered unqualified.

~~Paragraph 5. For the purposes of this article, the issuer is in pre-operating stage as long as it does not present income from its operations in the annual financial statements or, when applicable, in the consolidated annual financial statements prepared in accordance with CVM standards and audited by an independent auditor registered with CVM.~~

Paragraph 5. The issuer is considered pre-operational as long as it does not present revenue from its operations, in a financial statement audited by an independent auditor registered with the CVM.

***Paragraph 5 as amended by CVM Resolution 162, of July 13, 2022.***

Paragraph 6. The financial statement referred to in paragraph 5:

I – it may be an individual, consolidated or combined financial statement, annual or prepared for recording purposes; and

II – it cannot be **pro forma** financial information.



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### ***Paragraph 6 included by CVM Resolution 162, of July 13, 2022.***

## CHAPTER III - ISSUER OF SECURITIES REGISTRATION APPLICATION

### Section I - Registration application

Art. 4. The application for issuer registration must be sent to the Office of Public Company Supervision – SEP and accompanied by the documents in Annex A.

~~Art. 5. SEP has 20 (twenty) working days to analyze the request, counted from the filing date, provided that the request is accompanied by all the documents identified in Annex A.~~

Art. 5. SEP shall conclude the analysis of the issuer registration request within a maximum period of sixty (60) days, counted from the filing date of all the documents listed in Annex A, and the registration shall be automatically granted if there is no manifestation from the SEP within this period.

### ***Head Provision with wording given by CVM Resolution 162, of July 13, 2022.***

Paragraph 1. If any of the documents indicated in Annex A is not filed with the registration application, the deadline referred to in article 5 should be counted from the filing date of the last document that completes the instruction on the registration application.

~~Paragraph 2. Absence of response by SEP within the deadline mentioned in article 5 implies automatic approval of the registration request.~~

Paragraph 2. SEP shall inform, within ten (10) days from the filing date, about the insufficiency of the documents submitted, if applicable, and which documents or information are missing.

### ***Paragraph 2 as amended by CVM Resolution 180, of March 22, 2023.***

Paragraph 3. The sufficiency referred to in paragraph 2 is substantiated by the observance of aspects related to the high standard of completeness, comprehensibility and consistency of the documents, and there can be no gaps related to material aspects in their content.

Paragraph 4. In order to complete the documentation necessary for the instruction of the application for registration, a period of ten (10) working days is granted.

### ***Paragraphs 3 and 4 included by CVM Resolution 162, of July 13, 2022.***



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~~Art. 6. The deadline referred to in Article 5 may be interrupted only once, in the event SEP requests additional information or documents from the applicant.~~

Art. 6. Within twenty (20) working days of the submission of all the documents necessary for the instruction of the application for registration, SEP may suspend the analysis period referred to in the head provision of article 5, by issuing an official letter with requirements to the applicant.

### ***Head Provision with wording given by CVM Resolution 162, of July 13, 2022.***

Paragraph 1. The applicant will have 40 (forty) working days to fulfill the requirements set by SEP.

~~Paragraph 2. The deadline to comply with the requirements may be extended, only once, for 20 (twenty) working days, upon prior and reasoned request made by the issuer to SEP.~~

~~Paragraph 3. SEP has 10 (ten) working days to express itself regarding the fulfillment of the requirements and the granting of the registration request, counted from the date of the protocol of the documents and information delivered to comply with the requirements.~~

~~Paragraph 4. If the requirements have not been met, SEP, within the period established in Paragraph 3, must send an official letter to the applicant indicating the requirements that were not considered met.~~

~~Paragraph 5. Within 10 (ten) working days from receiving the letter mentioned in paragraph 4 or the remainder of the deadline mentioned in paragraph 1, whichever is greater, the applicant may comply with the requirements that were not considered met.~~

~~Paragraph 6. The deadline for SEP to express its discordance regarding the requirements according to the official letter mentioned in Paragraph 4 and granting the registration application is:~~

~~I – 3 (three) working days from the filing date in the case of a concurrent request for registration of a public offering of shares or certificates of deposit of shares; and~~

~~II – 10 (ten) working days, counted from the filing date, in other cases.~~

~~Paragraph 7. Failure to comply with the deadlines mentioned in Paragraphs 1, 2 and 5 implies automatic rejection of the registration application.~~

~~Paragraph 8. Absence of response by SEP within the deadline mentioned in Paragraphs 3 and 6 implies automatic approval of the registration request.~~



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Paragraph 2. The deadline for compliance with the requirements may be extended only once, for a period not exceeding twenty (20) working days, upon prior and reasoned request made by the issuer to SEP.

Paragraph 3. From the receipt of all documents and information in compliance with the requirements formulated, SEP has 10 (ten) working days to respond to the application for registration, which is automatically obtained if there is no response from the SEP within this period.

Paragraph 4. After the deadline provided for in paragraph 3 has elapsed, if there are requirements initially formulated that have not been fully met or if the changes in documents and information give rise to the need to make new requirements, prior to the rejection of the application for registration, SEP shall send an official letter to the applicant reiterating requirements or presenting new requirements that prove necessary, granting a period of five (5) working days to be served, without prejudice to paragraph 7.

Paragraph 5. The deadline for compliance with the new requirements may be extended only once, for a period not exceeding five (5) working days, upon the prior presentation of a reasoned request by the interested parties, provided that the extension period will not be computed for the purposes of article 5.

Paragraph 6. The deadline for SEP's manifestation regarding compliance with the requirements in compliance with the official letter mentioned in paragraph 4 is 3 (three) working days.

Paragraph 7. If, in addition to the documents and information submitted in response to the official letters provided for in the head provision or in paragraph 4 of this article, changes have been made to documents or information that do not result from compliance with requirements, SEP may point out the occurrence of a new fact, depending on the relevance of the changes.

Paragraph 8. The occurrence of a new fact must be communicated by SEP to the applicant within the deadlines referred to in paragraph 3 or 6, and entails a new suspension of twenty (20) working days.

Paragraph 9. At the end of the deadlines referred to in paragraph 8, SEP must express its opinion on the registration request within the remaining period provided for in article 5, and the registration is automatically granted if there is no manifestation from the SEP within this period.

***Paragraphs 2 to 8 as amended by CVM Resolution 162, of July 13, 2022 and Paragraph 9 included by CVM Resolution 162, of July 13, 2022.***

Art. 7. The issuer can, only once, request SEP to interrupt the analysis of the registration application for up to 60 (sixty) working days.



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Paragraph 1. The issuer's silence over its intention of moving forward with its registration process within the period mentioned in article 7 implies automatic rejection of the registration request.

Paragraph 2. The registration application is considered resubmitted on the first working day following the interest in continuing with the process. It will be applied all the procedural steps and their respective deadlines as if it were a new process, regardless of the phase in which it was when the interruption happened.

Art. 7-A. The application for registration shall be rejected when the requirements formulated by SEP are not complied with, within the deadlines set forth in this Resolution.

Sole paragraph. In the event of rejection, SEP must send an official letter to the issuer informing its decision, which may be appealed to the CVM's Board of Commissioners, in accordance with the regulations in force.

***Art. 7-A included by CVM Resolution 162, of July 13, 2022.***

### Subsection I – Reserved Review of Registration Applications

Art. 7-B. If requested, the analysis of the application for registration as an issuer may be conducted by SEP in a reserved manner, in accordance with the deadlines and procedures set forth in Section I of this Chapter, until the date of approval of the registration or, in the case of a concomitant request for registration of a public offering, until the date on which the approval of the registration or the disclosure of the prospectus occurs, preliminary or definitive, whichever comes first.

Paragraph 1. The issuer may publicize the existence of the application for registration, restricting the treatment reserved only to documents submitted to the CVM for the purpose of analyzing the application.

Paragraph 2. The issuer may request, at any time, the termination of the reserved nature of the analysis of the request for the registration of issuer by the SEP.

Paragraph 3. The conduct of the reserved analysis provided for in the head provision is only possible if requested simultaneously with the initial filing of the issuer registration request.

Paragraph 4. The issuer must declare in the application for registration of issuer the justification for the confidentiality, including, under the terms of the Access to Information Law – LAI, the reasons why its disclosure may represent a competitive advantage to other economic agents or jeopardize the legitimate



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interest of the offeror, provided that, once such declaration is submitted, The reserved treatment must be approved by the technical areas.

### ***Subsection I and article 7-B included by CVM Resolution 162, of July 13, 2022.***

Art. 7-C. Self-regulatory entities authorized by the CVM that conduct prior analyses of issuer registration requests must also adopt procedures that ensure the confidentiality of their analysis processes, and the issuer that requests the reserved analysis is exempt from the disclosure of this request.

### ***Article 7-C included by CVM Resolution 162, of July 13, 2022.***

Art. 7-D. In the event that the application for registration of an issuer submitted to the reserved analysis becomes public, the issuer shall, in compliance with the applicable rules on the disclosure of information, immediately disclose the application for registration, as well as inform the SEP so that the application for registration may be publicized, as the case may be, without prejudice to the assessment of possible responsibilities and the possible suspension of the analysis of the application for registration of an issuer.

Paragraph 1. In the event that control of the information has been lost, under the terms of the head provision, it is possible to maintain the reserved treatment, by the CVM, of the documents that support the analysis of the registration request, if the offeror so requests immediately after the disclosure referred to in the head provision.

Paragraph 2. In the case of the head provision, in the absence of disclosure by the issuer, the SEP shall publicize the application for registration, and shall give public treatment to the registration process.

### ***Article 7-D included by CVM Resolution 162, of July 13, 2022.***

Art. 7-E. The provisions of this section shall apply, as applicable, to the processes of analysis of updating of information of publicly-held companies that have submitted a request for registration of a public offering.

### ***Article 7-E included by CVM Resolution 162, of July 13, 2022.***

## Section II - Registration Exemption

Art. 8. The following issuers of securities are automatically exempted from registration:





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I - foreign issuers whose securities guarantees Brazilian Depository Receipts – BDR Level I, sponsored or not;

II - issuers of certificates of additional construction potential;

III - issuers of investment certificates related to the Brazilian audiovisual filmmaking area;

IV - issuers of Structured Operations Certificate - COE, Financial Letters - LF and Real Estate Secured Bill - LIG that carry out public offering of these financial instruments in accordance with the specific CVM regulation that provides for Public Distribution Offers of COE, LF and LIG;

V - The small company that is exclusively an issuer of securities distributed with exemption from registration of public offering through an electronic participatory investment platform, in accordance with specific regulations;

~~VI - The company whose shares, owned by the Federal Government, States, Federal District and cities and other entities of the Public Administration, are the object of a public distribution offer not subject to registration in accordance with specific regulations on public distribution offers of securities.~~

VI - The company whose shares owned by the Federal Government, States, Federal District and Municipalities and other entities of the Public Administration are subject to an offer not subject to specific regulations on public offerings of securities;

### ***Item VI with wording given by CVM Resolution 162, of July 13, 2022.***

VII - The issuer of securities representing debt securities subject to a public offering intended exclusively for professional investors and whose offering is carried out by the automatic distribution procedure, under the terms of the regulations that provide for public offerings of primary or secondary distribution of securities and the trading of securities offered in regulated markets; and

VIII - The special purpose company issuing non-convertible debentures subject to a public offering intended exclusively for qualified investors related to raising funds with a view to implementing investment projects in the area of infrastructure, or intensive economic production in research, development and innovation, considered as priorities in the manner regulated by the Federal Executive Branch, in accordance with the requirements of the law dealing with tax incentives on such securities.

### ***Items VII and VIII included by CVM Resolution 162, of July 13, 2022.***

Sole paragraph. The Public Distribution Offer referred to in Item VI of this article 8:



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- I - Must not be intended for placement with the general public; and
- II - Must be held in an auction organized by an organized market managing entity, under the terms of Law 8,666, of June 21, 1993.

### Section III - Category Conversion

Art. 9. The issuer may request conversion from a registration category to another, through a request forwarded to SEP.

Art. 10. The conversion request from category B to category A will be accompanied by the documents referring to category A identified in Annex A, as well as a copy of the corporate act that deliberated the conversion.

Sole paragraph. The issuer is automatically exempted from submitting any documents that have already been delivered to CVM, due to the fulfillment of its periodical and eventual information submission obligations, under this Resolution, provided that the content of the documents submitted have content that is equivalent to or more comprehensive than the content of the documents required for the category to which the conversion is sought.

Art. 11. The conversion request from category A to category B is conditioned to the fulfillment of registration cancellation requirement provided in Article 52, item II, of this Resolution.

Sole paragraph. The conversion request from category A to category B will be accompanied by documents proving:

- I - compliance with this article 11; and
- II - copy of the corporate act that deliberated the conversion.

Art. 12. SEP will have 15 (fifteen) working days to perform the analysis of the conversion request, counted from the filing date of the last document that completes the documentation of the conversion request.

Paragraph 1. The deadline referred to in this article 12 may be interrupted only once, in the event SEP requests additional information or documents from the applicant.

Paragraph 2. The applicant will have 30 (thirty) working days to fulfill the requirements set by SEP.



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Paragraph 3. Noncompliance with the deadline mentioned in Paragraph 2 implies the automatic rejection of the category conversion request.

Paragraph 4. If the conversion request from category B to category A is accompanied by a concurrent registration request for a public offering of shares, convertible or stock-based securities, the deadlines provided for on articles 4 and 6 of this Resolution will be applied.

Paragraph 5. Absence of response by SEP within the deadline mentioned in this article 12 implies automatic approval of the category conversion request.

Art. 13. The issuer will take all necessary precautions and measures for the conversion granted pursuant to this Section to occur in a transparent and organized manner, not causing interruptions in the negotiations with the affected securities.

### CHAPTER IV - OBLIGATIONS OF THE ISSUER

#### Section I - General Rules

Art. 14. The issuer will provide CVM with periodical and eventual information, according to the content, form, and deadlines set out in this Resolution.

~~Paragraph 1. The issuer registered in Category A will also place and keep the information referred to in this article 14 on its website for 3 (three) years, as of the date of disclosure.~~

Paragraph 1. The issuer must also place and maintain the information referred to in the head provision on its page on the World Wide Web for three (3) years, counted from the date of disclosure, if it cumulatively meets the following requirements:

I – is registered in category A;

II – possesses securities admitted to trading on the stock exchange market by an organized market management entity; and

III – has shares or certificates of deposit of shares of outstanding.

***Paragraph 1 as amended by CVM Resolution 59, of December 22, 2021.***

Paragraph 2. The information sent to CVM related to this article 14 will be simultaneously delivered to the market managing entities where the issuer's securities are admitted for trades, as established by them.



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### Subsection I - Content and Form of Information

Art. 15. The issuer will publish information that is true, complete, and consistent, which do not mislead the investor.

Art. 16. All information disclosed by the issuer will be written in a simple, clear, objective, concise language.

Art. 17. The issuer will disclose information in a comprehensive, equitable, and simultaneous way for the entire market.

Art. 18. The information provided by the issuer will be useful to evaluation of securities issued by it.

Art. 19. Whenever the information disclosed by the issuer is valid for a determinable period, such period will be indicated.

Art. 20. Factual information will be distinguished from interpretations, opinions, forecasts, and estimates.

Sole paragraph. Whenever possible and suitable, factual information will also come with its sources.

### Subsection II - Forecasts and Estimates

Art. 21. Disclosure of forecasts and estimates is optional.

Paragraph 1. In the event the issuer decides to disclosure forecasts and estimates, they will be:

- I - included in the Reference Form;
- II - identified as hypothetical data that do not represent a promise of performance;
- III - reasonable; and
- IV - accompanied by the relevant premises, parameters, and methodologies adopted.

Paragraph 2. The forecasts and estimates will be periodically reviewed, in accordance with the timing that is suitable to the purposes of the forecast, which, under no circumstances, will exceed 1 (one) year.



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Paragraph 3. The issuer will disclose, in the appropriate field of the Reference Form, that it has made changes in the relevant premises, parameters, and methodology of forecasts and estimates previously disclosed.

Paragraph 4. In the event forecasts and estimates are published, the issuer will compare on a quarterly basis in the appropriate field of the Quarterly Information Form - ITR and in the Standardized Financial Statement Form - DFP the forecasts disclosed in the Reference Form and the results effectively obtained during the quarter, indicating the reasons for occasional differences.

Paragraph 5. Whenever the forecasts and estimates premises are supplied by third parties, the sources will be indicated.

### Section II - Periodical Information

Art. 22. The issuer will send the following information to CVM through the electronic system available on the CVM website:

I - Registration Form;

II - Reference Form;

III - Financial Statements;

IV - Standardized Financial Statement Form – DFP;

V - Quarterly Information Form – ITR;

~~V - notice of the general meeting, in up to 15 (fifteen) days prior to the date when the general meeting will be hold or in the same day of its first publication, whichever occurs first;~~

VI - notice of the general meeting, in up to 21 (twenty-one) days prior to the date when the general meeting will be hold or in the same day of its first publication, whichever occurs first;

#### ***Item VI with wording given by CVM Resolution 183, of May 11, 2023.***

VI - management proposal on the issues to be resolved at annual meetings, under the terms and deadlines established in a specific norm;

VII- summary of the decisions made at the general meeting, in the same day of its execution;



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VIII - minutes of the general meeting, in up to 7 (seven) working days following its execution accompanied by any declarations of vote, dissent or protest;

IX - the report referred to in Article 68, Paragraph 1, subitem "b" of Law 6,404, of 1976, where applicable, within 4 (four) months prior to the fiscal year end or in the same day of its publication by the trustee, whichever occurs first.

X - Remote ballot, under the terms and deadlines established in a specific norm;

XI - report on the Brazilian Code of Corporate Governance – Corporations.

XII - summary map of shareholders' voting instructions compiled by the bookkeeper, under the terms and deadlines established in a specific norm;

XIII - synthetic voting map consolidating all remote votes, under the terms and deadlines established in a specific norm;

XIV - final synthetic voting map, under the terms and deadlines established in a specific norm; and

XV - detailed final voting map, under the terms and deadlines established in a specific norm.

Paragraph 1. The issuer that delivers the minutes of the general meeting in the same day of its execution is exempted from delivering the summary of the decisions made at the meeting.

Paragraph 2. The issuer is exempted from delivering the notice of the general meeting in the event such meeting is considered regular, pursuant to Article 124, Paragraph 4 of Law 6,404, of 1976.

Paragraph 3. The foreign and national issuer created under a type of legal entity different from a corporation will deliver documents that are equivalent to those required by items VI to XI of this article 22, if applicable, within the deadlines set out.

Paragraph 4. When the issuer is not subject to the specific norm that provides for corporations' shareholders interest and remote voting, it will be exempt from delivering the documents required by items VII, XI, XIII, XIV, XV and XVI of this article 22.

Paragraph 5. The minutes of the general meeting must indicate how many approvals, rejections, and abstentions each resolution received, as well as the number of votes conferred on each candidate, when there is an election of a member to the Board of Directors or to the audit committee.



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Paragraph 6. The documents indicated in the head provision must be presented in a searchable format or digitized with technology that allows the recognition of text characters, with the exception of those indicated in items I, II, IV, V and XII.

***Paragraph 6 included by CVM Resolution 59, of December 22, 2021.***

### Subsection I - Registration Form

Art. 23. The Registration Form is an electronic document containing the specifics set out in Annex B.

Art. 24. The issuer will update the registration form whenever there is any change in the reported data, within 7 (seven) working days from occurrence of the fact that gave rise to such change.

Sole paragraph. Without prejudice to the update referred to in this article 24, the issuer will annually confirm that the information contained in the registration form remain valid, between May 1st and 31st of each year.

### Subsection II - Reference Form

Art. 25. The Reference Form is an electronic document containing the specifics set out in Annex C.

Paragraph 1. The issuer will deliver an annually updated Reference Form within 5 (five) months as from the end of each fiscal year.

Paragraph 2. The issuer will resubmit an updated Reference Form:

I - ~~on the date of request for a public distribution of securities;~~

I - on the date of the request for registration of public distribution of securities, without prejudice to the provisions of paragraph 6;

***Item I as worded by CVM Resolution 183, of May 11, 2023.***

II- on the date of publication of the Public Acquisition Offer (OPA), when the issuer is an offeror of transferable securities and chooses to indicate the information in the Reference Form that, under the terms of a specific norm on Public Acquisition Offers, should be included in the offering instrument; and

III - on the date of the registration application of the distribution program or the disclosure of the Preliminary Supplement, the provisions contained in the Notes to Annex C dealing with the registration



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application of Public Distribution of securities will apply to the registration application of the distribution program and the disclosure of the Preliminary Supplement.

Paragraph 3. The issuer registered in category A will update the corresponding fields of the Reference Form in up to 7 (seven) working days as of the occurrence of any of the following:

I - change of officer, member of the fiscal council, member of a statutory committee or member of the audit, risk, financial and compensation committees, even if such committees or structures are not statutory, provided that such committees or structures participate in the decision-making process of the issuer's administrative or management bodies as consultants or tax advisors;

II - change of capital stock;

III - issue of new securities, even if privately subscribed;

IV - change of rights and advantages of the securities issued;

V - change of the issuer's direct and indirect controlling shareholders, or variations in their shareholding positions that lead them to exceed, up or down, the levels of 5% (five percent), 10% (ten percent), 15% (fifteen percent), and so on, of the same types or class of stocks of the issuer;

VI - when any individual or legal entity, or group of people representing the same interest, directly or indirectly, exceeds, up or down, the levels of 5% (five percent), 10% (ten percent), 15% (fifteen percent), and so on, of the same types or class of stocks of the issuer, provided that the issuer is aware of such change;

VII- incorporation, stock incorporation, merge, or spin-off involving the issuer;

VIII - change in the forecasts or estimates or disclosure of new forecasts and estimates;

IX - signing, amendment, or termination of a shareholders' agreement filed at the issuer's headquarters or of which the controlling shareholder is part referring to the exercise of right to vote or power of control of the issuer;

X ~~adjudication of bankruptcy, judicial recovery, liquidation, or court approval of extrajudicial recovery; and~~

XI ~~communication, by the issuer, of changes in the independent auditor in accordance with the specific regulations.~~





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X - adjudication of bankruptcy, judicial recovery, liquidation, or court approval of extrajudicial recovery;

XI - communication, by the issuer, of changes in the independent auditor in accordance with the specific regulations; and

XII - any of the following events involving an administrator or member of the fiscal council:

a) any criminal conviction;

b) any conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance; or

c) any conviction that has become final and unappealable at the judicial level or is the subject of a final administrative decision, which has suspended or disqualified him from carrying out any professional or commercial activity.

### ***Items X and XI as worded and item XII included by CVM Resolution 59, of December 22, 2021.***

Paragraph 4. The issuer registered in category B will update the corresponding fields in the Reference Form, in up to 7 (seven) working days as of the occurrence of any of the following:

I - change of officer;

II - issue of new securities, even if privately subscribed;

III - change of the issuer's direct and indirect controlling shareholders, or variations in their shareholding positions that lead them to exceed, up or down, the levels of 5% (five percent), 10% (ten percent), 15% (fifteen percent), and so on, of the same types or class of stocks of the issuer;

IV - incorporation, stock incorporation, merge, or spin-off involving the issuer;

V - change in the forecasts or estimates or disclosure of new forecasts and estimates;

VI - ~~adjudication of bankruptcy, judicial recovery, liquidation, or court approval of extrajudicial recovery; and~~

VII - ~~communication, by the issuer, of changes in the independent auditor in accordance with the specific regulations.~~



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VI - adjudication of bankruptcy, judicial recovery, liquidation, or court approval of extrajudicial recovery

VII - communication, by the issuer, of changes in the independent auditor in accordance with the specific regulations; and

VIII - any of the following events involving an administrator or member of the fiscal council:

a) any criminal conviction;

b) any conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance; or

c) any conviction that has become final and unappealable at the judicial level or is the subject of a final administrative decision, which has suspended or disqualified him from carrying out any professional or commercial activity.

***Items VI and VII as amended and item VIII included by CVM Resolution 59, of December 22, 2021.***

Paragraph 5. To comply with the provisions of items XII of paragraph 3 and VIII of paragraph 4, the administrator or member of the supervisory board, as the case may be, must communicate the judicial or administrative conviction to the issuer immediately after publication of the decision, passing the deadlines set in paragraphs 3 and 4 to flow from the moment this communication is made.

***Paragraph 5 included by CVM Resolution 59, of December 22, 2021.***

Paragraph 6. In the case of a public offer for the distribution of securities intended exclusively for professional investors that uses the automatic registration rite, in accordance with the specific regulations, the re-delivery of the reference form provided for in item I of paragraph 2 of this article is waived.

***Paragraph 6 included by CVM Resolution 173, of November 29, 2022.***

Art. 26. In the event of a change in the chairman or Investor Relations Officer after the Reference Form submission, the new director is responsible for the updating the information disclosed after taking office, in accordance with paragraphs 3 and 4 of Article 25 of this Resolution, subject to the issuer's registration category.

~~Paragraph 1. In the event updates are needed in accordance with paragraphs 3 and 4 of Article 25, the declaration must have the content provided for in item 1.2 of the Reference Form.~~



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~~Paragraph 2. In the event of the re-submission of the Reference Form due to the request for registration of a securities Public Distribution Offer, the new chairman and Investor Relations Officer must sign the declaration provided for in item 1.1 of the Reference Form.~~

Paragraph 1. In the event updates are needed in accordance with paragraphs 3 and 4 of Article 25, the declaration must have the content provided for in item 13.2 of the Reference Form.

Paragraph 2. In the event of the re-submission of the Reference Form due to the request for registration of a securities Public Distribution Offer, the new chairman and Investor Relations Officer must sign the declaration provided for in item 13.1 of the Reference Form.

### ***Paragraphs 1 and 2 as amended by CVM Resolution 59, of December 22, 2021.***

Art. 26-A. The content of the unstructured fields of the reference form may be supplemented by reference to other documents made available by the issuer, provided that:

I – the documents have previously been sent to the CVM through an electronic system on the CVM page on the world wide web; and

II – the issuer provides all necessary information so that investors can access the document to which the reference is made, including, when applicable, the pages or section of the document and other information that helps locate the information.

### ***Art. 26-A included by CVM Resolution 59, of December 22, 2021.***

## Subsection III - Financial Statements

Art. 27. The issuer will deliver the Financial Statements to CVM on the date they are made available to the public.

Paragraph 1. The Financial Statements will be accompanied by:

- I - management report;
- II - an Independent Auditor's Report;
- III - opinion of the ~~audit committee~~ fiscal council or equivalent body, if any, accompanied by occasional dissenting votes;
- IV - capital budget proposal prepared by the management, if any;



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~~V - statement by the directors responsible for preparing the financial statements in accordance with the law or the articles of incorporation confirming they reviewed, discussed, and agreed with the audit opinion expressed in the independent auditors' report, informing the reasons, in the event of disagreement;~~

V - statement by the directors responsible for preparing the financial statements in accordance with the law or the articles of incorporation that they reviewed and discussed the opinions expressed in the independent auditors' report, stating whether they agreed or not with such opinions and the reasons, in case of disagreement;

***Item V as worded by CVM Resolution 59, of December 22, 2021.***

VI - statement by the directors responsible for preparing the financial statements in accordance with the law or the articles of incorporation confirming they have reviewed, discussed, and agreed with the Financial Statements.

VII - annual summary report, in the event the issuer adopts the statutory audit committee provided for in specific norm;

VIII - if any, audit committee opinion or report that deals with the financial statements, even if such committee is not statutory.

Paragraph 2. The date referred to in this article 27 will not exceed, in the case of national issuers, 3 (three) months, or, in the case of foreign issuers, 4 (four) months following the fiscal year end.

Art. 28. The Financial Statements of national issuers will be:

I - made in accordance with Law 6,404, of 1976 and CVM rules; and

II - audited by an independent auditor registered with CVM.

Art. 29. The Financial Statements of foreign issuers will be:

I - made in Portuguese, in national currency, and in accordance with:

a) Law 6,404, of 1976 and CVM rules; or

b) the international accounting rules issued by the International Accounting Standards Board – IASB;



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II - audited by an independent auditor registered:

a) with CVM; or

b) at the relevant body of the issuer's country of origin.

Sole paragraph. In the event issuer uses the option referred to in item II, subitem "b", the opinion issued by the independent auditor registered in the issuer's country of origin will be accompanied by a special review report prepared by an independent auditor registered with CVM.

### Subsection IV - Standardized Financial Statement Form - DFP

Art. 30. The Standardized Financial Statement Form - DFP is an electronic document that will be:

I - filled in using the data from Financial Statements prepared in accordance with the rules applicable to the issuer, in accordance with articles 27 to 29 of this Resolution; and

II- delivered:

a) by a national issuer, within 3 (three) months from the end of each fiscal year or on the same date of submission of Financial Statements, whichever occurs first; and

b) by a foreign issuer, within 4 (four) months from the end of each fiscal year or on the same date of submission of Financial Statements, whichever occurs first.

### Subsection V - Quarterly Information Form - ITR

Art. 31. At the end of each quarter, the management will prepare the Quarterly Information Form - ITR, an electronic document that will be:

I - filled in using the data from quarterly accounting statements prepared in accordance with the rules applicable to the issuer, in accordance with articles 27 to 29 of this Resolution; and

II - delivered by the issuer within 45 (forty-five) days from the closing date of each quarter.

Paragraph 1. The Quarterly Information Form - ITR will be accompanied by:

I - Special Review report prepared by an independent auditor registered with CVM; and

II- Director's declarations pursuant to items V and VI of paragraph 1 of article 27 of this Resolution.



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Paragraph 2. The Quarterly Information Form - ITR on category A issuers will contain consolidated accounting data whenever these issuers are required to put forward consolidated Financial Statements under Law 6,404, of 1976.

Paragraph 3. No Quarterly Information Form - ITR needs to be presented in the last quarter of each fiscal year.

### Subsection VI - Report on the Brazilian Code of Corporate Governance – Corporations

Art. 32. The report on the Brazilian Code of Corporate Governance – Corporations is an electronic document containing the specifics set out in Annex D.

~~Sole paragraph. The issuer registered in Category A authorized by a market managing entity to trade shares or certificates of deposit of shares on the stock exchange must submit the report on the Brazilian Code of Corporate Governance – Corporations within 7 (seven) months from the closing date of the fiscal year.~~

Sole paragraph. The report on the Brazilian Code of Corporate Governance – Public Companies must be delivered within 7 (seven) months from the closing date of the fiscal year, by the issuer that cumulatively meets the following requirements:

I – is registered in category A;

II – holds securities admitted to trading on the stock market by an entity managing an organized market; and

III – have outstanding shares or share deposit certificates.

***Sole paragraph worded by CVM Resolution 59, of December 22, 2021.***

### Section III - Event Information

Art. 33. Category A issuers will send to CVM, through the electronic system available on the CVM website, the following event information:

I – call notices for extraordinary, special and debenture holders' general meetings, on the same day they are published;



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- II - management proposal on the issues to be resolved at special meetings, and debenture holders' meetings, under the terms and deadlines established in a specific norm;
- III - a summary of resolutions adopted at an extraordinary, special and debenture holders meeting, on the meeting date;
- IV - minutes of extraordinary, special and debenture holders' meetings, within 7 (seven) working days from the respective meeting date, accompanied by any explanations of vote, dissent or protest;
- V - minutes of the Board of Directors meetings, provided that they contain deliberations intended to produce effects regarding third parties, in up to 7 (seven) working days from the meeting date;
- VI - minutes of the ~~audit committee~~ fiscal council meetings where an opinion was approved, accompanied by any statements sent by the directors, within 7 (seven) working days from the date of disclosure of the act or fact covered by the opinion in point;
- VII - valuation reports required under Article 4, Paragraph 4; Article 4, item A; Article 8, Paragraph 1; Article 45, Paragraph 1; Article 227, Paragraph 1; Article 228, Paragraph 1; Article 229, Paragraph 2; Article 252, Paragraph 1; Article 256, Paragraph 1; and Article 264, Paragraph 1 of Law 6,404 of 1976, as well as under CVM regulations, within the periods established in specific rules;
- VIII - shareholders' agreements and other partners' arrangements kept on file at the issuer, within 7 (seven) working days of their filing;
- IX - convention of a group of companies, within 7 (seven) working days from execution thereof;
- X - notice of material act or fact, under the terms and deadlines established in a specific norm;
- XI - the share trading policy, under the terms and deadlines established in a specific norm;
- XII - the disclosure policy, under the terms and deadlines established in a specific norm;
- XIII - the amended and restated articles of incorporation, within 7 (seven) working days from the date of the general meeting that resolved on the respective amendment to the articles;
- XIV - documents presented in meetings with market analysts and agents, in the same day of the meeting or presentation;
- XV - acts of regulators that approve the acts mentioned in items I, IV, V, VIII, IX of this Article, in the same day of their publication;



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- XVI - reports of credit rating agencies contracted by the issuer and updates thereof, if any, on their date of publication;
- XVII - indentures and any amendments, in 7 (seven) working days as of its signing;
- XVIII - information on shareholder agreements of which the controlling shareholder or subsidiaries and affiliates of the controlling shareholder are part, regarding the exercise of the right to vote at the issuer or the transfer of the issuer's securities, containing, at least, date of signing, term, parties, and descriptions of provisions relating to the issuer, within 7 (seven) working days from the date the issuer becomes aware of its existence;
- XIX - communications by the trustee set out in compliance with Article 68, Paragraph 1, subitem "c" of Law 6,404, of 1976, and the specific norm that deals with the trustee function;
- XX - initial judicial recovery petition, with all documents supporting it, in the same day of filing thereof in court;
- XXI - judicial recovery plan, in the same day of filing thereof in court;
- XXII - concession or denial of the judicial recovery request, indicating, in the latter case, of the trustee appointed by the judge, in the same day of knowledge thereof by the issuer;
- XXIII - extrajudicial recovery plan approval request, with the Financial Statements submitted especially to support the request, in the same day of filing thereof in court;
- XXIV - concession or denial of the extrajudicial recovery plan approval, in the same day of knowledge thereof by the issuer;
- XXV - filing of a bankruptcy petition, provided that it is based on a relevant amount, in the same day of knowledge thereof by the issuer;
- XXVI - concession or denial of the filing of a bankruptcy petition, in the same day of knowledge thereof by the issuer;
- XXVII - statement of intervention or liquidation, indicating the intervener or liquidator appointed, in the same day of knowledge thereof by the issuer;
- XXVIII - communication on the creation of a statutory audit committee, which must include, at least, the name and resume of its members, within 7 (seven) working days counted from its creation;





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XXIX - communication on change in the composition or dissolution of the statutory audit committee, within 7 (seven) working days from the date of the event;

XXX - statutory audit committee bylaws and any changes, within 7 (seven) working days of its creation or approval of the changes by the Board of Directors;

XXXI - communication on increase of capital decided by the Board of Directors, except those carried out by subscription in a public offering registered with CVM, in accordance with Annex E, on the same date as the disclosure of the minutes of the meeting of the Board of Directors or within 7 (seven) working days of the date of the meeting, whichever occurs first;

XXXII - communication on transactions between related parties, in accordance with the provisions of Annex F, within 7 (seven) working days from occurrence;

XXXIII - communication on the adoption of multiple voting process at the general meeting, immediately upon receipt of the first valid request under Article 141 of Law No. 6,404, of 1976;

XXXIV - Remote ballot, under the terms and deadlines established in a specific norm;

XXXVI - communication on approval of trading of shares issued by its own corporation, under the terms of Annex G, on the same date as the disclosure of the minutes of the meeting of the Board of Directors or within 7 (seven) working days, whichever occurs first;

XXXVII - summary map of shareholders' voting instructions compiled by the bookkeeper, under the terms and deadlines established in a specific norm;

XXXVIII- synthetic voting map consolidating all remote votes, under the terms and deadlines established in a specific norm;

XXXIX - final synthetic voting map, under the terms and deadlines established in a specific norm;

XL - detailed final voting map, under the terms and deadlines established in a specific norm;

XLI - communications on negotiations with securities of its own issuance, under the terms and deadlines established in a specific norm;

XLII - communication by the Board of Directors or by the management on approval of acquisition of debentures of its own issuance, pursuant to annex H, on the same date as the corresponding



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communication to the trustee and debenture holders, or within 7 (seven) working days counted from the approval of the acquisition, whichever occurs first;

XLIII - communication on the intention to acquire debentures of its own issuance, in accordance with the procedure provided for in a specific standard, on the same date as the sending to the trustee and debenture holders; and

XLIV - communication on corporate demands, under the terms and deadlines established in Annex I.

Paragraph 1. The foreign issuer and the national issuer created in a type of legal entity that is different from a corporation will deliver documents that are equivalent to those required by the items of this article 33, if any, within the deadlines set out.

Paragraph 2. The issuer that delivers the minutes of the general meeting in the same day of its execution will be exempted from delivering the summary of the decisions made at the meeting.

Paragraph 3. The issuer is exempted from delivering the notice of the general meeting if such meeting is considered regular, pursuant to Article 124, Paragraph 4, of Law 6,404, of 1976.

Paragraph 4. The minutes of the special meeting must indicate how many approvals, rejections and abstentions each resolution received, as well as the number of votes conferred on each candidate, when there is an election of a member to the Board of Directors or to the audit committee.

Paragraph 5. When the issuer is not subject to the specific norm that provides for corporations shareholders interest and remote voting, it will be exempt from delivering the documents required by items II, XXXIV, XXXVI, XXVII and XXXVIII of this article 33.

Paragraph 6. The documents referred to in items XLI and XLII may be combined into a single document, provided that there is no prejudice to their content or delivery time.

Paragraph 7. The documents indicated in the head provision must be presented in a searchable format or scanned with technology that allows the recognition of text characters, with the exception of those indicated in sections XXXIV and XL.

***Paragraph 7 included by CVM Resolution 59, of December 22, 2021.***

Art. 34. Category B issuers will send to CVM, through the electronic system available on the CVM website, the following event information:



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- I - call notices for extraordinary, special and debenture holders general meetings, on the same day they are published;
- II - all necessary documents for the exercise of the right to vote at general meetings, under the terms and deadlines established by the law;
- III - summary of the decisions made at the extraordinary, special, or debenture holder general meeting, in the same day of their execution;
- IV - minutes of extraordinary, special and debenture holders meetings, within 7 (seven) working days from the respective meeting date, accompanied by any explanations of vote, dissent or protest;
- V - minutes of the Board of Directors meetings, provided that they contain deliberations intended to produce effects regarding third parties, in up to 7 (seven) working days from the meeting date;
- VI - notice of material act or fact, under the terms and deadlines established in a specific norm;
- VII - the disclosure policy, under the terms and deadlines established in a specific norm;
- VIII - indentures and any amendments, in 7 (seven) working days as of its signing;
- IX - communications by the trustee set out in compliance with Article 68, Paragraph 1, subitem "c" of Law 6,404, of 1976, and the specific norm that deals with the trustee function;
- X - reports of credit rating agencies contracted by the issuer and updates thereof, if any, on their date of publication;
- XI - initial judicial recovery petition, with all documents supporting it, in the same day of filing thereof in court;
- XII - judicial recovery plan, in the same day of filing thereof in court;
- XIII - concession or denial of the judicial recovery request, indicating, in the latter case, the trustee appointed by the judge, in the same day of knowledge thereof by the issuer;
- XIV - extrajudicial recovery plan approval request, with the Financial Statements submitted especially to support the request, in the same day of filing thereof in court;
- XV - concession or denial of the extrajudicial recovery plan approval, in the same day of knowledge thereof by the issuer;



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- XVI - filing of a bankruptcy petition, provided that it is based on a relevant amount, in the same day of knowledge thereof by the issuer;
- XVII - concession or denial of the filing of a bankruptcy petition, in the same day of knowledge thereof by the issuer;
- XVIII - statement of intervention or liquidation, indicating the intervener or liquidator appointed, in the same day of knowledge thereof by the issuer;
- XIX - communication on the creation of a statutory audit committee, which must include, at least, the name and resume of its members, within 7 (seven) working days counted from its creation;
- XX - communication on change in the composition or dissolution of the statutory audit committee, within 7 (seven) working days from the date of the event;
- XXI - statutory audit committee bylaws and any changes, within 7 (seven) working days of its creation or approval of the changes by the Board of Directors;
- XXII - the amended and restated articles of incorporation, within 7 (seven) working days from the date of the general meeting that resolved on the respective amendment to the articles;
- XXIII - communication on the adoption of multiple voting process at the general meeting, immediately upon receipt of the first valid request under Article 141 of Law 6,404, of 1976;
- XXIV - communications on negotiations with securities of its own issuance, under the terms and deadlines established in a specific norm;
- XXV - communication by the Board of Directors or by the management on approval of acquisition of debentures of its own issuance, pursuant to annex H, on the same date as the corresponding communication to the trustee and debenture holders, or within 7 (seven) working days counted from the approval of the acquisition, whichever occurs first; and
- XXVI - communication on the intention to acquire debentures of its own issuance, in accordance with the procedure provided for in a specific standard, on the same date as the sending to the trustee and debenture holders.

Paragraph 1. Paragraphs 1 to 4 of Article 33 apply to this Article.



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Paragraph 2. The documents referred to in items XXV and XXVI may be combined into a single document, provided that there is no prejudice to their content or delivery time.

Paragraph 3. The documents indicated in the head provision must be presented in a searchable format or digitized with technology that allows the recognition of text characters, with the exception of that indicated in section XXIV.

***Paragraph 3 included by CVM Resolution 59, of December 22, 2021.***

### Section IV - Books

Art. 35. In accordance with Law 6,404, of 1976, the issuer may replace the following books with mechanized or electronic records, provided that they are stored safely and can be printed on paper legibly and at any time:

- I - registered shares registration;
- II - registered shares transfers;
- III - minutes of the general meetings; and
- IV - presence of shareholders.

## CHAPTER V - SPECIAL RULES

### Section I - Specific Securities Issuers

Art. 36. Without prejudice to the provisions of this Instruction, the provisions of the Annex J apply to issuers of securities that guarantees Brazilian Depositary Receipts - BDRs.

Art. 37. Issuers that exclusively issue commercial paper and bank credit bonds - CCB, for distribution or public negotiation, may be organized as corporations or limited companies.

Sole paragraph. In addition to the types of legal entities provided for in this article 37, issuers that exclusively issue commercial agribusiness bonds - NCA, for distribution or public negotiation, may be organized as agricultural cooperatives.



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### ~~Section II – Well-Known Seasoned Issuer~~

#### Section II – Well-Known Seasoned Issuers and Frequent Fixed Income Issuers

#### ***Section II as amended by CVM Resolution 162, of July 13, 2022.***

Art. 38. The Well-Known Seasoned Issuer status is granted to issuers that meet, cumulatively, the following requirements:

- I - have shares traded on the stock exchange for at least 3 (three) years;
- II - has timely fulfilled its periodical obligations in the last 12 (twelve) months; and
- III - Issuers whose market value of outstanding stocks is equal to or higher than R\$5,000,000,000.00 (five billion reais), in accordance with the closure price of the last working day of the quarter preceding the date of the registration request for securities distribution public offering.

Sole paragraph. The Well-Known Seasoned Issuer status will be declared by the issuer in the registration request for a public securities offer, through a document signed by the Investor Relations Officer, containing:

- I - a statement confirming the issuer meets items I and II of this article 38; and
- II - the calculation prepared by the issuer for the assessment of item III of this article 38.

Art. 38-A. The issuer will have the status of Frequent Fixed Income Issuer if:

I – is considered Well-Known Seasoned Issuer, in accordance with art. 38; or

II – cumulatively meets the following requirements:

- a) has been registered in categories A or B for more than 24 (twenty-four) months and is in the operational phase;
- b) has fulfilled its periodic obligations in the last 12 (twelve) months; and
- c) in the last 4 (four) fiscal years:

1. has made public offers, subject to the ordinary distribution registration procedure, in a total amount equal to or greater than R\$500,000,000.00 (five hundred million reais) of the fixed income security that it intends to offer, including securitization securities with a single guarantee in which he was a debtor; or



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### ***Item 1 as amended by CVM Resolution 180, dated March 22, 2023.***

2. has carried out at least 2 (two) public offers, subject to the ordinary distribution registration procedure, of the fixed income security that it intends to offer, including securitization securities with single collateral in which it has been a debtor.

### ***Item 2 as amended by CVM Resolution 180, dated March 22, 2023.***

Sole paragraph. The status of frequent issuer of fixed income must be declared by the issuer in the application for registration of the public offering for the distribution of securities, through a document signed by the investor relations director containing:

I – in the case of item I of the head provision, documents provided for in the sole paragraph of art. 38; or

II – in the hypothesis of item II of the head provision:

a) declaration that the issuer falls under paragraphs “a” and “b”; and

b) memory of the calculation made by the issuer to verify paragraph “c”.

### ***Art. 38-A included by CVM Resolution 162, of July 13, 2022.***

## Section III - Special Status Issuers

### Subsection I - Issuers in Extrajudicial Recovery

Art. 39. The issuer in extrajudicial recovery will send payment schedule fulfillment reports and other obligations set out in the extrajudicial recovery plan to CVM, through the electronic system available on the CVM website, in up to 90 (ninety) days.

### Subsection II - Issuers in Judicial Recovery

Art. 40. The issuer in judicial recovery is exempted from delivering the Reference Form until the delivery in court of the report detailed at the end of the recovery process.

~~Sole paragraph. The Category A issuer in judicial recovery, authorized by a market managing entity to trade shares or certificates of deposit of shares on the stock exchange, must submit the Reference Form completed with Sections 1, 4, 10 and 13 and with items 12.5, 12.7, 15.1 and 15.2, until the delivery in~~



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~~court of the detailed report at the end of the recovery process, subject to the provisions of paragraph 3 of Article 25 of this Resolution.~~

Sole paragraph. The reference form must be filled out with sections 2, 4, 8 and 13, and items 6.1, 6.2, 7.3 and 7.4, and delivered, until the presentation in court of the detailed report at the end of the recovery process, observing the provided for in § 3 of art. 25 of this Resolution, by the issuer that cumulatively meets the following requirements:

I – is registered in category A;

II – holds securities admitted to trading on the stock market by an entity managing an organized market; and

III – have shares or share deposit certificates outstanding.

***Sole paragraph worded by CVM Resolution 59, of December 22, 2021.***

~~Art. 41. The issuer in judicial recovery will send the following documents to CVM, through the electronic system available on the CVM website:~~

Art. 41. In addition to what is required by art. 33 and 34 of this Resolution, the issuer undergoing judicial recovery must send to the CVM, through an electronic system available on the CVM page on the world wide web:

***Head provision with wording given by CVM Resolution 59, of December 22, 2021.***

I - monthly statements, accompanied by the trustee report, on the same date of submission to court;

~~II – the recovery plan, in the same day of submission to court;~~

II - Revoked

***Item II revoked by CVM Resolution 59, of December 22, 2021.***

~~III – the decree of bankruptcy in the course of the process, in the same day of knowledge thereof; and~~

III – Revoked

***Item III revoked by CVM Resolution 59, of December 22, 2021.***





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IV - a detailed report submitted by the trustee at the end of the recovery, in the same day of submission to court.

### Subsection III - Bankrupt Issuers

Art. 42. A bankrupt issuer is exempted from providing periodical information, except for the Registration Form in accordance with Article 24 and its sole paragraph.

~~Art. 43. The bankrupt issuer will send the following documents to CVM, through the electronic system available on the CVM website:~~

Art. 43. In addition to what is required by art. 33 and 34 of this Resolution, the issuer in bankruptcy must send to the CVM through an electronic system available on the CVM website:

#### ***Head Provision with wording given by CVM Resolution 59, of December 22, 2021.***

- I - a report on the causes and circumstances that led to bankruptcy, on the same day it is presented in court;
- II - management statements, on the same day they are presented in court;
- III - any other accounting information submitted to court in the bankruptcy proceedings, on the same day they are presented in court;
- IV - accounts submitted at the end of the bankruptcy proceedings, on the same day they are presented in court;
- V - a final report on the bankruptcy proceedings, on the same day they are presented in court; and
- VI - the court decision closing the bankruptcy proceedings, on the same day it is made known to the issuer.

### Subsection IV - Issuers in Liquidation

Art. 44. The issuer in liquidation is exempted from providing periodical information, except for the Registration Form in accordance with Article 24 and its sole paragraph.

Art. 45. The issuer in liquidation will send the following documents to CVM through the electronic system available on the CVM website:



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- I - the act of appointment, dismissal, or replacement of the liquidator, on the same day:
- a) it becomes known to the issuer, in the event of liquidation of a financial institution or judicial liquidation; or
  - b) it is approved by issuer's management, in the event of extrajudicial liquidation.
- II - a general list of creditors set by the liquidator;
- III - a definitive general list of creditors, on the same day it becomes known by the issuer, in the event of liquidation of a financial institution or judicial liquidation;
- IV - a final liquidation report and balance, with accountability of the liquidator;
- V - any other reports, legal opinions, and accounting information prepared under the liquidator's responsibility; and
- VI - the act of closing the liquidation, in the same day of knowledge thereof by the issuer or approval by the issuer's management.

Sole paragraph. The documents mentioned in items II, IV, and V of this article 45 will be submitted in the same day of:

- I - their submission to the regulator, in the event of liquidation of a financial institution;
- II - their submission to the issuer's management, in the event of extrajudicial liquidation; or
- III - they are presented in court, in the event of judicial liquidation.

### Section IV - Super Voting Shares

Art. 45-A. Super voting shares powers will not be applied in general meetings that deliberate on transactions with related parties that must be disclosed in accordance with Annex F.

***Section IV included by CVM Resolution 168, of September 20, 2022.***

## CHAPTER V - OBLIGATIONS OF MANAGEMENT AND CONTROLLING SHAREHOLDERS



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Art. 46. The issuer's management will, with their legal and statutory powers, enforce the issuer's compliance with the legislation and regulation of the securities market.

~~Sole paragraph. When taking office in a corporation, the director must submit the declaration provided for in Article 147, paragraph 4, of Law 6,404, of 1976, under the terms of Annex K.~~

Sole paragraph. The election and tenure of a corporation officer must comply with the rules set out in Annex K.

***Sole paragraph as amended by CVM Resolution 168, of September 20, 2022.***

Art. 47. The controlling shareholder will timely provide the issuer with all necessary information for compliance with the legislation and regulation of the securities market.

Art. 48. The issuer will appoint one statutory director to establish the Investor Relations function.

Paragraph 1. The Investor Relations Officer may perform other executive functions.

Paragraph 2. The legal representative of a foreign issuer is equivalent to the Investor Relations Officer for all purposes provided for in the legislation and regulation of the securities market.

Paragraph 3. Whenever the director of an issuer in special situation is replaced by a liquidator, trustee, judicial manager, intervener, or a similar individual, this person will be equivalent to the Investor Relations Officer for all purposes provided for in the legislation and regulation of the securities market.

Art. 49. The Investor Relations Officer will be responsible for the provision of all information required by the legislation and regulation of the securities market.

Art. 50. The responsibility attributed to the Investor Relations Officer does not remove the responsibilities of the issuer, controlling shareholder, and management for the violation of legal and regulatory rules that govern the securities market.

## CHAPTER VII - REGISTRATION SUSPENSION AND CANCELLATION

### Section I - Voluntary Cancellation

Art. 51. Registration cancellation in category B is subject to verification of one of the following conditions:

I - nonexistence of outstanding securities;



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- II - redemption of outstanding securities;
- III - maturity of the payment period of outstanding securities;
- IV - consent of all holders of outstanding securities in relation to the registration cancellation; or
- V - any combination of the cases indicated in the previous items, provided that it affects all securities.

Paragraph 1. In the event items II or III of this article 51 occur, when the total number of investors were not paid, the issuer will deposit the due amount in a trade bank and make it available to the investors.

Paragraph 2. After the deposit referred to in Paragraph 1, the issuer will inform, in the manner established for disclosure of a material fact:

- I - the decision to cancel the registration with CVM;
- II - the deposit made, mentioning the amount, bank institution, branch, and checking account; and
- III - instructions on how holders that have still not received their credits should proceed to receive them.

Paragraph 3. The hypothesis of item IV of this article 51 may also be proved by:

- I - statement by the trustee, if any;
- II - statement by the securities holders confirming they are aware of and agree that, due to the registration cancellation, the issuer's securities may no longer be negotiated in regulated markets; or
- III - unanimous deliberation at a meeting attended by all securities holders.

Art. 52. Registration cancellation in category A is subject to the verification that:

- I - the conditions of Article 51 have been fulfilled in relation to all securities, apart from shares and certificates of deposit of shares; and
- II - the requirements of the public offering of shares acquisition for registration cancellation have been fulfilled, pursuant to the specific rules on the subject.

Art. 53. The cancellation of the registration of a foreign issuer sponsoring a Brazilian Depository Receipts – BDR Level II or Level III depends on the issuer's compliance with the requirements for the cancellation of the BDR program provided for in the specific norm.



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### Section II - Voluntary Cancellation Procedure

Art. 54. The issuer may request cancellation of its registration in category B, at any moment, through a request sent to SEP.

Paragraph 1. The request referred to in this article 54 will be accompanied by the documents that prove compliance with Article 51.

Paragraph 2. SEP will have 15 (fifteen) working days, from the filing date, to approve or reject the cancellation request, provided that the request is accompanied by all documents identified in Paragraph 1.

Paragraph 3. The deadline referred to in Paragraph 2 may be interrupted only once, in the event SEP requests additional information or documents from the applicant. In this case, the deadline will reset for this application once the requirements have been met.

Paragraph 4. The applicant will have 30 (thirty) working days to fulfill the requirements set by SEP.

Paragraph 5. Absence of response by SEP within the deadline mentioned in Paragraph 2 implies automatic approval of the issuer's registration cancellation request.

Paragraph 6. Noncompliance with the deadline mentioned in Paragraph 4 implies the automatic rejection of the cancellation request.

Art. 55. The issuer may request the cancellation of its registration in category A at any moment through a request forwarded to the Securities Registration Superintendence - SRE.

Paragraph 1. The request referred to in this article 55 will be accompanied by the documents that prove fulfillment of Articles 51 and 52.

Paragraph 2. The request referred to in this article 55 may be made at the same time as the public offering of shares acquisition request for the registration cancellation.

Paragraph 3. SRE will have 15 (fifteen) working days to check the fulfillment of the requirements set out in Articles 51 and 52, as from the date of submission of all documents evidencing the fulfillment of those requirements contained in Articles 51 and 62, or the receipt of statements on the public offering of shares acquisition for the registration cancellation, issued by the market managing entity in which the auction was carried out, as applicable.



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Paragraph 4. The deadline referred to in Paragraph 3 may interrupted only once, in the event SRE requests additional information or documents from the applicant; in this case, the term will be reset for the application once the requirements have been met.

Paragraph 5. The applicant will have 30 (thirty) working days to fulfill the requirements set out by SRE.

Paragraph 6. Within the deadline set out in Paragraph 3, SRE will forward to SEP the registration cancellation request, providing a response on the fulfillment of the requirements set out in Articles 51 and 52.

Paragraph 7. SEP will have 15 (fifteen) working days, as of the end of the deadline set out in Paragraph 3, to approve or reject the cancellation request.

Paragraph 8. Absence of response by SEP within the deadline mentioned in Paragraph 7 implies automatic approval of the issuer's registration cancellation request.

Paragraph 9. Noncompliance with the deadline mentioned in Paragraph 5 implies the automatic rejection of the cancellation request.

Art. 56. The issuer is responsible for publishing the registration approval or rejection information to the investors, in the form set out for the disclosure of material information.

### Section III - Communication on Suspension and Cancellation

Art. 57. SEP will suspend the securities issuer's registration in the event the issuer does not fulfill, for a period longer than 12 (twelve) months, its periodical obligations established by this Resolution.

Sole paragraph. SEP will inform the issuer on the suspension of its registration through an official letter sent to the issuer's headquarters, according to the data contained in its registration form, and through communication on the CVM website.

Art. 58. The issuer whose registration has been suspended may request the reversal of the suspension through a reasoned request, sent to SEP, accompanied by the documents that prove the fulfillment of the overdue periodical and event obligations.



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Paragraph 1. SEP will have 15 (fifteen) working days to perform the analysis of the suspension reversal request, counted from the filing date, of all documents necessary to prove the fulfillment of overdue periodical and event obligations.

Paragraph 2. The deadline referred to in Paragraph 1 may be interrupted only once, in the event SEP requests additional information or documents from the applicant. In this case, the deadline will reset for this application once the requirements have been met.

Paragraph 3. The applicant will have 30 (thirty) working days to fulfill the requirements set by SEP.

Paragraph 4. Absence of a response by SEP within the deadline mentioned in Paragraph 1 implies automatic approval of the issuer's registration suspension reversal request.

Paragraph 5. Noncompliance with the deadline mentioned in Paragraph 3 implies the automatic cancellation of the request.

Art. 59. SEP will cancel the securities issuer's registration in the following cases:

- I - issuer's dissolution; and
- II - issuer's registration suspension for a period longer than 12 (twelve) months.

Sole paragraph. SEP will inform the issuer on the cancellation of its registration through an official letter sent to the issuer's headquarters, according to the data contained in its registration form, and through communication on the CVM website.

Art. 59-A. The official cancellation of the registration of a foreign issuer implies cancellation of the BDR Level II or III programs sponsored by the issuer.

***Art. 59-A included by CVM Resolution 183, of May 11, 2023.***

Art. 60. Registration suspension and cancellation do not exempt the issuer, its controlling shareholder, and management from the responsibilities arising from occasional violations made prior to cancellation of the registration.

## CHAPTER VIII - CVM SUPERVISION

Art. 61. SEP may request the sending of additional information and documents besides those required by this Resolution or clarifications on information and documents sent, through a communication sent to the issuer, setting a deadline to fulfill the request.



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Paragraph 1. In the event SEP understands that the information and documents referred to in this article 61 are relevant or differ in any way from those previously disclosed by the issuer, SEP may require the issuer to disclose such information or document.

Paragraph 2. The information and documents referred to in this article 61 are considered public by SEP.

Paragraph 3. The issuer may request SEP to give confidential treatment to the informations and documents provided pursuant to this article 61, presenting the reasons for which public disclosure of such informations or documents would represent legitimate risk to the issuer's interest.

Paragraph 4. The confidential information will be sent in a sealed envelope, addressed to SEP, containing the word "confidential".

Paragraph 5. The issuer and its management, directly or through the Investor Relations Officer, are responsible for immediately disclosing the information under confidential treatment by SEP to the market in the event the information run out of control or in the event of atypical oscillation in the quotation, price, or amount negotiated of the issuer's securities.

Art. 62. SEP may request changes or corrections in the documents submitted for fulfillment of the periodical and event obligation, including fulfillment of Chapter IV, Section I of this Resolution.

### CHAPTER IX - FINES

Art. 63. Pursuant to specific rules on the subject, the issuer is subject to a daily fine for nonobservance of the deadlines set out in this Resolution for the delivery of periodical information, without prejudice to the provisions of Article 11 of Law 6,385, of 1976.

Sole paragraph. The fine referred to in this article 63 will not be applied to an issuer that is in bankruptcy or liquidation.

Art. 64. SEP will publish every 6 (six) months, on CVM's website, a list of issuers that are at least 3 (three) months in default on any of the respective periodical obligations.

### CHAPTER X - PENALTIES

Art. 65. For the purposes of Paragraph 3 of Article 11 of Law 6,385, of 1976, the following comprises serious violations:





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- I - disclosure to the market or delivery to CVM of information that is false, incomplete, inaccurate, or that may mislead investors;
- II - repeated noncompliance with the deadlines set out for submission of periodical and event information provided in this Resolution; and
- III - noncompliance with the deadline set out in Article 132 of Law 6,404, of 1976, for holding the general meeting.

### CHAPTER XI - GENERAL AND TEMPORARY PROVISIONS

Art. 66. CVM communications provided for in this Resolution will be valid when sent via electronic message and sent to the addresses contained in the registration form.

Art. 66-A. The deadlines in calendar days provided for in this Resolution are considered extended to the first subsequent business day when they end on non-business days.

***Art. 66-A included by CVM Resolution 59, of December 22, 2021.***

~~Art. 67. For the purposes of this Resolution, the expressions "outstanding securities" or "outstanding stocks" mean, as appropriate, the issuer's securities or stocks, apart from those held by the controlling shareholder, persons related to the controlling shareholder, the issuer's management and those maintained in treasury.~~

Art. 67. For the purposes of this Resolution:

I – the expression "outstanding securities" or "outstanding shares" means, as the case may be, all the securities or shares of the issuer, with the exception of those held by the controller, the persons linked to him, the issuer's administrators and those held in treasury; and

II – the expression "linked person" means a natural or legal person, fund or universality of rights, that acts representing the same interest as the person or entity to which it is linked.

***Head Provision with wording given by CVM Resolution 59, of December 22, 2021.***

~~Sole paragraph. For the purposes of this article 67, "related person" means individuals or legal entities, funds, or universality of rights, operating on behalf of the same interest of the person or entity they are related to.~~

Sole paragraph. REVOKED



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### ***Sole paragraph revoked by CVM Resolution 59, of December 22, 2021.***

Art. 68. Fulfillment of the obligation set out in Article 33, XLVIII and Annex I, related to corporate claims initiated prior to this Resolution, will be optional.

Art. 69. This Resolution comes into force on May 2nd, 2022.

Art. 70. This revokes:

- I – CVM Instruction 367, of May 29, 2002;
- II - CVM Instruction 480, of December 7, 2009;
- III - CVM Instruction 509, of November 16, 2011;
- IV - CVM Instruction 511, of December 5, 2011;
- V - CVM Instruction 520, of April 16, 2012;
- VI - CVM Instruction 547, of February 5, 2014;
- VII - CVM Instruction 552, of October 9, 2014;
- VIII - CVM Instruction 568, of September 17, 2015;
- IX - CVM Instruction 586, of June 8, 2017; and
- X - CVM Instruction 596, of February 7, 2018.

Electronically signed by

MARCELO BARBOSA Chairman



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ANNEX A TO CVM RESOLUTION 80, OF MARCH 29, 2022 AS AMENDED BY CVM RESOLUTION 168/22

### Documents for Filing the Registration Request

Art. 1. For national issuers, the securities issuer registration request will be accompanied by the following documents:

- I - securities issuer registration request, signed by the Investor Relations Officer, indicating the registration category intended;
- II - minutes of the general meeting that approved the registration request or equivalent document, in the event the issuer is not created as a corporation;
- III - minutes of the Board of Directors meeting or the general meeting that appointed the Investor Relations Officer or equivalent document, in the event the issuer is not created as a corporation;
- IV - consolidated and updated articles of incorporation or equivalent document, in the event the issuer is not created as a corporation, accompanied by the documents that prove:
  - a) approval by shareholders, limited-liability company members, cooperative members, or equivalent persons; and
  - b) prior approval or approval of the regulatory body of the market in which the issuer acts, when such administrative act is necessary for the validity or effectiveness of the articles;
- V - appropriate Reference Form for the registration category intended;
- VI - Registration Form;
- VII - Financial Statements relating to the 3 (three) last fiscal years, prepared in accordance with the accounting rules applicable to the issuer in the respective fiscal years;
- VIII - Financial Statements especially prepared for purposes of registration, in accordance with Articles 27 and 28 of the Resolution, referring to:
  - a) the last fiscal year, provided that such statements reasonably reflect the issuer's equity at the moment of filing the registration request; or
  - b) the later date, preferably coinciding with the closing date of the last quarter of the current year, but never earlier than 120 (one hundred and twenty) days from the filing date of the registration request, in the event:
    1. any relevant change has occurred to the issuer's equity after the last fiscal year end; or



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2. the issuer has been created on the same fiscal year of the registration request;
- IX - comments by the board on the differences of Financial Statements relating to the last fiscal year submitted in accordance with item VII and those submitted in accordance with item VIII, where applicable;
- X - minutes of all general shareholder meetings carried out over the last 12 (twelve) months or equivalent documents, in the event the issuer is not created as a corporation;
- XI - copies of shareholder agreements or other memorandums filed at the issuer's headquarters;
- XII - a copy of the agreement signed alongside an institution for the provision of book entry securities services, if any;
- XIII - Standardized Financial Statement Form - DFP, referring to the last fiscal year, prepared based on the Financial Statements mentioned in item VIII;
- XIV - information disclosure policy, if any;
- XV - Quarterly Information Form - ITR, pursuant to Article 31 of the Resolution, referring to the 3 (three) first quarters of the current fiscal year, provided that more than 45 (forty-five) days have elapsed following the closure of each quarter;
- XVI - copies of minutes where the issuer's management take office, pursuant to the specific rules on the matter;
- XVII - stock negotiation policy, if any; and
- XVIII - statements on the issuer's securities held by the management, members of the fiscal council, and any bodies with technical or advisory functions created by statutory provisions, in accordance with the specific rules on the matter.

Sole paragraph. For the purposes of item VIII, audit reports containing a modified opinion in the Financial Statements will not be accepted.

Art. 2. For foreign issuers, the securities issuer registration request will be accompanied by the following documents:

- I - request indicating the registration category intended, signed by the legal representative in Brazil and the director in charge of the depository institution;
- II - document of the issuer's board that approved the registration request;



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- III - document of the issuer's board that appointed the legal representative in Brazil;
- IV - issuer's power of attorney for the legal representative in Brazil;
- V - document equivalent to the issuer's consolidated and updated articles of incorporation;
- VI - document in which the legal representative accepts the appointment and indicates knowledge of the powers granted to the legal representative and the responsibilities imposed by Brazilian law and regulation;
- VII - document of the depository institution that appointed the director in charge;
- VIII - appropriate Reference Form for the registration category intended;
- IX - Registration Form;
- X - Financial Statements referring to the 3 (three) last fiscal years, presented in the country where the issuer's securities are submitted to negotiation;
- XI - ~~Financial Statements especially prepared for purposes of registration, in accordance with Articles 27 and 28 of the Resolution, referring to:~~
- XI - Financial Statements especially prepared for purposes of registration, in accordance with Articles 27 and 29 of the Resolution, referring to:
  - Item XI as worded by CVM Resolution 162 of July 13, 2022.***
  - a) the last fiscal year, provided that such statements reasonably reflect the issuer's equity at the moment of filing the registration request; or
  - b) the later date, preferably coinciding with the closing date of the last quarter of the current year, but never earlier than 120 (one hundred and twenty) days from the filing date of the registration request, in the event:
    - 1. any relevant change has occurred to the issuer's equity after the last fiscal year end; or
    - 2. the issuer has been created on the same fiscal year of the registration request;
- XII - comments by the board on the differences of Financial Statements relating to the last fiscal year submitted in accordance with item X and those submitted in accordance with item XI, where applicable;



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- XIII - minutes of all corporate events equivalent to general shareholder meetings, carried out over the last 12 (twelve) months;
- XIV - corporate documents equivalent to shareholder agreements;
- XV - Standardized Financial Statement Form - DFP, referring to the last fiscal year, prepared based on the Financial Statements mentioned in item XI;
- XVI - Quarterly Information Form - ITR, pursuant to Article 31 of the Resolution, referring to the 3 (three) first quarters of the current fiscal year, provided that more than 45 (forty-five) days have elapsed following the closure of each quarter;
- XVII - statement of the foreign issuer's status; and
- XVIII - statements on the issuer's securities held by the management, members of the audit committee, and any bodies with technical or advisory functions created by statutory provisions, in accordance with the specific rules on the matter.

Sole paragraph. For the purposes of item XI, audit reports containing a modified opinion in the Financial Statements will not be accepted.

Art. 3. The documents referred to in art. 1st and 2nd of this annex must be presented in a searchable format or scanned with technology that allows text character recognition.

Sole paragraph. The provisions of the head provision do not apply to the documents indicated in the provisions below:

I – art. 1st, V, VI, XIII and XV; and

II – art. 2nd, IX, XV and XVI.

***Art. 3 included by CVM Resolution 59, of December 22, 2021.***



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### ANNEX B TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### Registration Form Content

1. General Data
  - 1.1. Corporate name
  - 1.2. Date of last change of corporate name
  - 1.3. Previous corporate name
  - 1.4. Incorporation date
  - 1.5. Corporate Taxpayer ID Number - CNPJ
  - 1.6. CVM code
  - 1.7. Registration date at CVM
  - 1.8. Registration category at CVM
    - a. A
    - b. B
  - 1.9. Registration date in the current CVM category
  - 1.10. Registration status at CVM:
    - a. active
    - b. under review
    - c. not granted
    - d. suspended
    - e. cancelled
  - 1.11. Start date of registration status with CVM



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- 1.12. Country of origin
- 1.13. Country where securities are held
- 1.14. Foreign countries where the securities are admitted for trading
- 1.15. Date of issue for trading in a foreign country
- 1.16. Activity sector
- 1.17. Issuer status:
  - a. pre-operating stage
  - b. operating stage
  - c. in judicial recovery or equivalent
  - d. in extrajudicial recovery
  - e. in bankruptcy
  - f. extrajudicial liquidation
  - g. judicial liquidation
  - h. on hold
- 1.18. Issuer status start date
- 1.19. Type of shareholder control
  - a. state-owned
  - b. state-owned holding
  - c. foreign
  - d. foreign holding
  - e. private
  - f. private holding
- 1.20. Date of the last change in the type of shareholder control





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- 1.21. Closing date of the fiscal year
- 1.22. Date of last change to the fiscal year
- 1.23. Issuer's website
- 1.24. Communication channels used by the issuer
  - a. Newspapers in which the issuer publishes its information required by law
  - b. Communication channels in which the issuer disseminates information about relevant Acts and Facts, including the e-mails in the cases of news websites
- 1.25. Address
  - a. Address type:
    - i) Headquarters
    - ii) Mailing address
  - b. Address
    - i) Street type
    - ii) Address complement
    - iii) Neighborhood
    - iv) County/City
    - v) Federal Unit/State/Province
    - vi) ZIP code, postal code or post office box (in case of foreign issuers)
- 1.26. Area code
- 1.27. Phone
- ~~1.28. Area code fax~~
- 1.28. REVOKED
- ~~1.29. Fax~~



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1.29 REVOKED

***Items 1.28 and 1.29 revoked by CVM Resolution 59, of December 22, 2021.***

1.30. Email

2. Securities and trading markets

2.1. For each type of securities admitted for trades on regulated markets in Brazil:

a. Name:

- i) Stocks
- ii) Debentures
- iii) Convertible debentures
- iv) Subscription bonus
- v) Commercial paper
- vi) Collective investment agreement
- vii) Securities deposit certificate
- viii) Collective investment bonds

b. Market in which these securities are traded

- i) Nonorganized over-the-counter
- ii) Organized over-the-counter
- iii) Stock exchange

c. The market managing entity in which the securities are admitted to trading, informing the trading code of each type or class of shares admitted to trading

d. Trading start date

e. Indicate the trading segment of the organized market, if any



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- i) New Market
  - ii) Level 1
  - iii) Level 2
  - iv) Bovespa Mais
- f. Start date of listing in the trading segment
3. Auditor
- 3.1. Name
- 3.2. Corporate/Individual Taxpayer ID Number - CNPJ/CPF
- 3.3. Start date of provision of services
- 3.4. Auditor in charge
- 3.5. Auditor in charge Individual Taxpayer ID Number - CPF
4. Stock bookkeeping service provider
- ~~4.1.~~ Name
- ~~4.2.~~ Corporate Taxpayer ID Number - CNPJ
- ~~4.3.~~ Address
- a. Street type
  - b. Address complement
  - c. Neighborhood
  - d. County/City
  - e. State code
  - f. ZIP code
- 4.4. Start date of provision of bookkeeping services
5. Investor Relations Officer or equivalent person



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- 5.1. Type of manager
  - a. Investor Relations Officer
  - b. Liquidator
  - c. Trustee
  - d. Judicial manager
  - e. Bankruptcy Trustee
  - f. Legal representative (for foreign issuers)
- 5.2. Name
- 5.3. Individual or Corporate Taxpayer ID Number - CPF or CNPJ
- 5.4. Email
- 5.5. Address
  - a. Street type
  - b. Address complement
  - c. Neighborhood
  - d. County/City
  - e. State code
  - f. ZIP code
- 5.6. Area code
- 5.7. Phone
- 5.8. ~~Area code fax~~
- 5.8. REVOKED
- 5.9. ~~Fax~~
- 5.9. REVOKED



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### ***Items 5.8 and 5.9 revoked by CVM Resolution 59, of December 22, 2021.***

5.10. Start date of appointment as manager

6. ~~Shareholders Department~~

6.1. ~~Address~~

a. ~~Street type~~

b. ~~Address complement~~

c. ~~Neighborhood~~

d. ~~County/City~~

e. ~~Federal Unit/State/Province~~

f. ~~ZIP code, postal code or post office box (in case of foreign issuers)~~

6.2. ~~Area code~~

6.3. ~~Phone~~

6.4. ~~Area code fax~~

6.5. ~~Fax~~

6.6. ~~Email~~

6. REVOKED

### ***Item 6 revoked by CVM Resolution 59, of December 22, 2021.***

7. Registration updates

7.1. Protocol number in the IPE system of the document that gave rise to the registration update

7.2. Object of the last registration update



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### ANNEX C TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### *Reference Form Contents*

<del>ISSUERS REGISTERED IN CATEGORIES "A" AND "B"</del>	<del>The fields marked with "X" are optional for the issuer registered in category "B"</del>
<del>1. Identification of the people responsible for the content of the form</del>	
<del>1.1. Individual statements from the President and the Investor Relations Director duly signed, attesting that:</del>	
<del>a. They reviewed the Reference Form</del>	
<del>b. All information contained in the form complies with the provisions of CVM Resolution No. 80, in particular arts. 15 to 20</del>	
<del>c. The set of information contained therein is a true, accurate and complete portrait of the issuer's economic and financial situation and the risks inherent to its activities and the securities issued by it</del>	
<del>1.2. Individual declaration duly signed by the new occupant of the position of President or Investor Relations Officer, certifying that:<sup>1</sup></del>	

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<sup>1</sup>This declaration must be presented if the reference form is updated pursuant to art. 25, §§ 3 and 4, of CVM Resolution No. 80, of 2022, after the inauguration of a new President or new Investor Relations Director. In cases where the reference form is presented due to a request for registration of public distribution of securities, the new occupants of the position of President and Investor Relations Director must sign the declaration provided for in item 1.1.



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<del>a. _____ reviewed the information that was updated on the reference form after the date of your inauguration</del>	
<del>b. _____ all information that was updated in the form in the form of item “a” above complies with the provisions of CVM Resolution No. 80, in particular arts. 15 to 20</del>	
<b>2. Auditors</b>	
<b>2.1. _____</b> For the independent auditors, indicate <sup>2</sup> :	
a. _____ Corporate name	
b. _____ Name of individuals in charge, Individual Taxpayer ID Number – CPF and contact data (telephone and email)	
c. _____ services contract date	
d. _____ description of services provided	
e. _____ auditor replacement, if any, informing:	
i. _____ the reason of replacement	
ii. _____ any reasons stated by the auditor against the issuer’s explanations for his replacement, in accordance to the specific CVM regulation on the matter	
<b>2.2. _____</b> Inform the full compensation amount of independent auditors in the last fiscal year, discriminating fees related to auditing services and any other services provided	
<b>2.3. _____</b> Provide other information the issuer considers relevant	

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<sup>2</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.



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<b>3. Selected financial information</b>	
<del>3.1. Based on the Financial Statements, or on consolidated Financial Statements, if the issuer is required to disclose consolidated financial data, prepare a table informing<sup>3</sup>:</del>	X
a. equity	X
b. total assets	X
c. net revenue	X
d. gross profit	X
e. net profit	X
f. number of shares, (excluding shares held in treasury)	X
g. equity value of the share	X
h. basic earnings per share	X
i. diluted earnings per share	X
j. other accounting information selected by the issuer	X
<del>3.2. In the event the issuer has disclosed, over the last fiscal year, or wishes to disclose in this form non-accounting measures, such as EBTIDA (Earnings Before Interests, Taxes, Depreciation, and Amortization) or EBIT (Earnings Before Interests and Taxes), the issuer must:</del>	X

<sup>3</sup> When submitting the Annual Reference Form, the information will refer to the last 3 (three) financial statements at the end of the fiscal year. When submitting the Reference Form on account of the request for registration of a securities Public Distribution Offer, the information must refer to the last 3 (three) financial statements at the end of the fiscal year and to the last accounting information disclosed by the issuer.





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a. <del>inform the amount of the non-accounting measures</del>	X
b. <del>perform conciliation between the amounts disclosed and the amounts of the Financial Statement audited</del>	X
c. <del>explain the reason for which the issuer understands that such measure is appropriate for the correct comprehension of its financial condition and profit of its transactions</del>	X
<b>3.3.</b> Identify and comment on any event following the last Financial Statements fiscal year end that changes them substantially <sup>4</sup>	X
<b>3.4.</b> Describe the policy of profit destination of the last 3 (three) fiscal years, including:	
a. rules on profit retention	
b. rules on dividend distribution	
c. frequency of dividend distributions	
d. <del>occasional restrictions to distribution of dividends imposed by any special legislation or regulation applicable to the issuer, as well as agreements and judicial, administrative or arbitration decisions</del>	
e. <del>if the issuer has a policy for allocating formally approved results, informing the body responsible for approval, date of approval and, if the issuer discloses the policy, where the document can be found on the internet</del>	
<b>3.5.</b> In a table, for each of the last 3 (three) fiscal years, indicate:	X
a. adjusted net profit, for dividend distribution purposes	X

<sup>4</sup> When submitting the Reference Form on account of the request for registration of a securities Public Distribution Offer, the information will refer to events after the last accounting information disclosed by the issuer.



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b. <del>distributed dividend, highlighting interest on equity, mandatory dividend and priority, fixed and minimum dividend</del>	X
c. <del>percentage of the distributed dividends in relation to the adjusted net profit</del>	X
d. <del>distributed dividends by class and types of stocks, highlighting interests on equity, mandatory dividend, and priority, fixed, and minimum dividend</del>	X
e. <del>dividend payment date</del>	X
f. <del>rate of return in relation to the issuer's net equity</del>	X
g. <del>retained net profit</del>	X
h. <del>date of retention approval</del>	X
<b>3.6.</b> <del>Inform if, over the last 3 (three) fiscal years, the accounts created in previous fiscal years of retained profits or reserves were considered dividends</del>	X
<b>3.7.</b> <del>In table form, describe the issuer's debt level, indicating<sup>5</sup>:</del>	
a. <del>sum of current and non-current liabilities</del>	
b. <del>indebtedness ratio (current liabilities plus non-current liabilities, divided by equity)</del>	
c. <del>another indebtedness index, if the issuer so wishes, stating:</del>	
i. <del>the method used to calculate the index</del>	

<sup>5</sup> When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer.



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<p><del>ii. — the reason for which the issuer understands that this index is appropriate for the correct comprehension of its financial situation and level of indebtedness</del></p>	
<p><del><b>3.8.</b> — In a table, separate the debt types (loans, financing and debt securities) secured, with floating charge and unsecured, or other type of collateral or privilege, indicating the amount according to the maturity date<sup>6</sup>:</del></p>	
<p><del>a. — less than 1 year</del></p>	
<p><del>b. — more than 1 year and less than 3 years</del></p>	
<p><del>c. — more than 3 years and less than 5 years</del></p>	
<p><del>d. — more than 5 years</del></p>	
<p><del><b>3.9.</b> — Provide other information the issuer considers relevant</del></p>	
<p><del><b>4.</b> — Risk factors</del></p>	
<p><del><b>4.1.</b> — Describe risk factors that may influence the investment decision, especially those related to:</del></p>	
<p><del>a. — the issuer</del></p>	
<p><del>b. — its direct or indirect controlling shareholder or controlling group</del></p>	
<p><del>c. — its shareholders</del></p>	
<p><del>d. — its subsidiaries and affiliates</del></p>	

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<sup>6</sup> When submitting the Annual Reference Form, the information will refer to the last financial statements at the end of the fiscal year. When submitting the Reference Form on account of the request for registration of a securities Public Distribution Offer, the information must refer to the last 3 (three) financial statements at the end of the fiscal year and to the last accounting information disclosed by the issuer.



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e. <del>its suppliers</del>	
f. <del>its clients</del>	
g. <del>the economy sectors in which the issuer operates</del>	
h. <del>the regulation of the sectors in which the issuer operates</del>	
i. <del>foreign countries where the issuer operates</del>	
j. <del>the socio environmental issues</del>	
<del>4.2. Describe, quantitatively and qualitatively, the main market risks to which the issuer is exposed, including in relation to currency and interest rate risks.</del>	
<del>4.3. Describe the judicial, administrative, or arbitration proceedings in which the issuer and its subsidiaries are part of, divided into labor, tax, civil, and others: (i) that are not confidential, and (ii) that are relevant to the business of the issuer or its affiliates, indicating:</del>	
a. <del>court jurisdiction</del>	
b. <del>court</del>	
c. <del>filing date</del>	
d. <del>parties in the proceeding<sup>7</sup></del>	
e. <del>amounts, assets or rights involved</del>	
f. <del>main facts</del>	
g. <del>the chance of an unfavorable outcome:</del>	

<sup>7</sup> Regarding legal proceedings brought before the Labor Court, only the initials of the names of the parties must be indicated.



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i. <del>probable</del>	
ii. <del>possible</del>	
iii. <del>remote</del>	
h. <del>impact analysis in the event of an unfavorable outcome</del>	
<del>4.3.1. Accrued amount, if any, of contingencies described in item 4.3</del>	
<del>4.4. Describe the judicial, administrative, or arbitration proceedings that are not confidential of which the issuer or its subsidiaries are part, and the opposing parties are directors or former directors, controlling shareholders or former controlling shareholders, or investors of the issuer or its subsidiaries, informing:</del>	X
a. <del>court jurisdiction</del>	X
b. <del>court</del>	
c. <del>filling date</del>	X
d. <del>parties in the proceeding<sup>8</sup></del>	X
e. <del>amounts, assets or rights involved</del>	X
f. <del>main facts</del>	X
g. <del>the chance of an unfavorable outcome:</del>	X
i. <del>probable</del>	X
ii. <del>possible</del>	X

<sup>8</sup> Regarding legal proceedings brought before the Labor Court, only the initials of the names of the parties must be indicated.



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iii. <del>remote</del>	X
h. <del>impact analysis in the event of an unfavorable outcome</del>	X
<b>4.4.1.</b> <del>Accrued amount, if any, of contingencies described in item 4.4</del>	X
<b>4.5.</b> <del>For relevant confidential cases to which the issuer or its subsidiaries are part and which have been not disclosed in items 4.3 and 4.4 above, analyze the impact in case of an unfavorable outcome and inform the amounts involved</del>	
<b>4.6.</b> <del>Describe the repeated or related judicial, administrative, or arbitration proceedings, based on similar facts and legal causes, which are not confidential and that are relevant as a whole, of which the issuer or its subsidiaries are part, divided into labor, tax, civil, and others, indicating:</del>	
a. <del>amounts involved</del>	
b. <del>the conduct attributable to the issuer or its subsidiaries that has given rise to such contingency</del>	
<b>4.6.1.</b> <del>Accrued amount, if any, of contingencies described in item 4.6</del>	
<b>4.7.</b> <del>Describe other relevant contingencies not addressed by the previous items</del>	
<b>4.8.</b> <del>Regarding the rules of the foreign issuer's country of origin and the rules of the country where the foreign issuer's securities are kept to custody, if it differs from the country of origin, identify:</del>	
a. <del>restrictions imposed to the exercise of political and economic rights</del>	
b. <del>restrictions on the circulation and transfer of securities</del>	
c. <del>registration cancellation cases, as well as the rights of security holders in this situation</del>	



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d. <del>cases in which holders of transferable securities will have a preemptive right in the subscription of shares, securities backed by shares or securities convertible into shares, as well as the respective conditions for the exercise of that right, or assumptions in which that right is not guaranteed, if applicable</del>	
e. <del>other matters of interest of investors</del>	
<b>5. <del>Risk management and internal controls policy</del></b>	
<b>5.1. <del>Regarding the risks indicated in item 4.1, inform:</del></b>	X
a. <del>whether the issuer has a formalized risk management policy, highlighting, if so, the body that approved it and the date of its approval, and, if not, the reasons why the issuer did not adopt a policy</del>	X
b. <del>the objectives and strategies of risk management policy, when available, including:</del>	X
i. <del>the risks for which protection is sought</del>	X
ii. <del>instruments used for hedge</del>	X
iii. <del>organizational structure for risk management control</del>	X
c. <del>adjustment of the operational structure and internal controls for verification of the effectiveness of the policy adopted</del>	X
<b>5.2. <del>Regarding the market risks indicated in item 4.2, inform:</del></b>	X
a. <del>whether the issuer has a formalized market risk management policy, highlighting, if so, the body that approved it and the date of its approval, and, if not, the reasons why the issuer did not adopt a policy</del>	X
b. <del>the objectives and strategies of risk management policy, when available, including:</del>	X



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i. <del>the risks for which protection is sought</del>	X
ii. <del>hedging strategy</del>	X
iii. <del>instruments used for hedge</del>	X
iv. <del>risk management guidelines</del>	X
v. <del>if the issuer negotiates financial instruments with purposes that differ from the hedge and what these purposes are</del>	X
vi. <del>organizational structure of market risk management control</del>	X
c. <del>adjustment of the operational structure and internal controls for verification of the effectiveness of the policy adopted</del>	X
<b>5.3.</b> <del>Regarding the controls adopted by the issuer to ensure the preparation of reliable financial statements, indicate:</del>	
a. <del>the main practices of internal controls and the degree of efficiency of such controls, indicating any imperfections and the measures taken to correct them</del>	X
b. <del>the organizational structures involved</del>	X
c. <del>whether and how the efficiency of internal controls is supervised by the issuer's management, indicating the position of the individuals responsible for such monitoring</del>	X
d. <del>deficiencies and recommendations on internal controls contained in the detailed report, prepared and forwarded to the issuer by the independent auditor, in accordance with the regulations issued by CVM that deals with the registration and exercise of the independent audit activity</del>	
e. <del>officers' comments on the deficiencies identified in the detailed report prepared by the independent auditor and on the corrective actions taken</del>	





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<p><del>5.4. — Regarding the internal integrity mechanisms and procedures adopted by the issuer to prevent, detect and remedy deviations, fraud, irregularities and illegal acts committed against the public administration, national or foreign, inform:</del></p>	
<p><del>a. — whether the issuer has rules, policies, procedures or practices to prevent, detect and remediate fraud and illicit practices against the public administration, identifying, if so:</del></p>	
<p><del>i. — the main integrity mechanisms and procedures adopted and their adequacy to the profile and risks identified by the issuer, informing how often risks are reassessed and policies, procedures and practices are adapted</del></p>	
<p><del>ii. — the organizational structures involved in monitoring the functioning and efficiency of internal integrity mechanisms and procedures, indicating their attributions, if their creation has been formally approved, bodies of the issuer to which they report to, and the mechanisms for guaranteeing the independence of their leaders, if existing</del></p>	
<p><del>iii. — if the issuer has a formally approved Code of ethics or conduct, indicating:</del></p>	
<p><del>• — whether it applies to all officers, members of the fiscal committee, directors and employees and whether it also covers third parties such as suppliers, service providers, intermediary agents and associates</del></p>	
<p><del>• — whether and how often directors, members of the fiscal committee, directors and employees are trained on the code of ethics or conduct and other standards on the subject</del></p>	
<p><del>• the sanctions applicable in the event of a violation of the code or other regulations related to the subject, identifying the document where these sanctions are provided for</del></p>	



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<p><del>• body that approved the code, date of approval and, if the issuer discloses the code of conduct, where the document can be found on the internet</del></p>	
<p><del>b. if the issuer has a reporting channel, indicating, if so:</del></p>	
<p><del>i. whether the reporting channel is internal or outsourced</del></p>	
<p><del>ii. whether the channel is open to receiving reports from third parties or receiving reports only from employees</del></p>	
<p><del>iii. whether there are mechanisms for anonymity and protection of bona fide whistleblowers</del></p>	
<p><del>iv. issuer body responsible for checking complaints</del></p>	
<p><del>c. if the issuer adopts procedures in merger, acquisition and corporate restructuring processes to identify vulnerabilities and risks of irregular practices in the legal entities involved</del></p>	
<p><del>d. if the issuer does not have rules, policies, procedures or practices to prevent, detect and remediate any fraud and illicit practices against the public administration, identify the reasons why the issuer has not adopted controls in this regard</del></p>	
<p><del>5.5. Inform whether, regarding last fiscal year, there have been significant changes in the main risks to which the issuer is exposed or in the risk management policy adopted, also commenting on any expectations of a decrease or increase in the issuer's exposure to such risks"</del></p>	<p>X</p>
<p><del>5.6. Provide other information the issuer considers relevant</del></p>	
<p><del>6. Issuer's history</del></p>	
<p><del>6.1. Regarding the issuer's creation, inform:</del></p>	
<p><del>a. date</del></p>	



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<del>b. — legal entity type</del>	
<del>c. — country of creation</del>	
<del>6.2. — Inform the duration, if any</del>	
<del>6.3. — Brief history of the issuer</del>	
<del>6.4. — Date of registration with the CVM or indication that registration is being requested</del>	
<del>6.5. — Indicate whether there has been a request for bankruptcy, as long as it is based on a relevant amount, or for judicial or extrajudicial recovery of the issuer, and the current status of such requests</del>	
<del>6.6. — Provide other information that the issuer deems relevant</del>	
<del>7. — Issuer's activities</del>	
<del>7.1. — Briefly describe the main activities carried out by the issuer and its subsidiaries</del>	
<del>7.1-A. Indicate, if the issuer is a mixed capital company:</del>	
<del>The. — public interest that justified its creation</del>	
<del>B. — issuer's performance in compliance with public policies, including universalization goals, indicating:</del>	
<del>i. — government programs carried out in the previous fiscal year, those defined for the current fiscal year, and those planned for the next fiscal years, criteria adopted by the issuer to classify this action as being developed to meet the public interest indicated in the letter "a"</del>	



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<del>ii. — regarding the public policies mentioned above, investments made, costs incurred and the origin of the resources involved — own cash generation, transfer of public funds and financing, including funding sources and conditions</del>	
<del>iii. — estimate of the impacts of the public policies mentioned above on the issuer's financial performance or declare that no analysis of the financial impact of the public policies mentioned above was carried out</del>	
<del>w. — price formation process and rules applicable to tariff setting</del>	
<del><b>7.2.</b> — In relation to each operating segment that has been disclosed in the last financial statements at the end of the fiscal year or, where applicable, in the consolidated financial statements, indicate the following information<sup>9</sup>:</del>	<del>X</del>
<del>The. — products and services sold</del>	<del>X</del>
<del>B. — revenue from the segment and its share in the issuer's net revenue</del>	<del>X</del>
<del>w. — profit or loss resulting from the segment and its share in the issuer's net profit</del>	<del>X</del>
<del><b>7.3.</b> — In relation to the products and services that correspond to the operating segments disclosed in item 7.2, describe:</del>	<del>X</del>
<del>The. — features of the production process</del>	<del>X</del>
<del>B. — characteristics of the distribution process</del>	<del>X</del>
<del>w. — characteristics of the markets in which it operates, in particular:</del>	<del>X</del>
<del>i. — participation in each of the markets</del>	<del>X</del>

<sup>9</sup> When presenting the annual reference form, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.



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<del>ii. — conditions of competition in markets</del>	<del>X</del>
<del>d. — possible seasonality</del>	<del>X</del>
<del>It is. — main inputs and raw materials, informing:</del>	<del>X</del>
<del>i. — description of relationships maintained with suppliers, including whether they are subject to government control or regulation, indicating the bodies and the respective applicable legislation</del>	<del>X</del>
<del>ii. — possible dependence on few suppliers</del>	<del>X</del>
<del>iii. — possible volatility in their prices</del>	<del>X</del>
<del>7.4. — Identify whether there are customers who are responsible for more than 10% of the issuer's total net revenue, informing<sup>40</sup>:</del>	<del>X</del>
<del>The. — total amount of revenue from the customer</del>	<del>X</del>
<del>B. — operating segments affected by customer revenues</del>	<del>X</del>
<del>7.5. — Describe the relevant effects of state regulation on the issuer's activities, specifically commenting:</del>	<del>X</del>
<del>The. — need for government authorizations to carry out activities and history of relationship with public administration to obtain such authorizations</del>	<del>X</del>
<del>B. — issuer's environmental policy and costs incurred to comply with environmental regulations and, where applicable, other environmental practices, including adherence to international environmental protection standards</del>	<del>X</del>

<sup>40</sup> When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer.



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<del>w. — dependence on patents, trademarks, licenses, concessions, franchises, royalty contracts relevant to the development of activities</del>	<del>✗</del>
<del>7.6. — In relation to the countries from which the issuer obtains relevant revenues, identify <sup>14</sup>:</del>	<del>✗</del>
<del>The. — revenue from customers attributed to the issuer's home country and its share in the issuer's total net revenue</del>	<del>✗</del>
<del>B. — revenue from customers attributed to each foreign country and its share in the issuer's total net revenue</del>	<del>✗</del>
<del>w. — total revenue from foreign countries and their share of the issuer's total net revenue</del>	<del>✗</del>
<del>7.7. — In relation to foreign countries disclosed in item 7.6, inform the extent to which the issuer is subject to the regulation of these countries and how such subjection affects the issuer's business</del>	<del>✗</del>
<del>7.8. — In relation to socio-environmental policies, indicate:</del>	<del>✗</del>
<del>The. — whether the issuer discloses social and environmental information</del>	<del>✗</del>
<del>B. — the methodology followed in preparing this information</del>	<del>✗</del>
<del>w. — whether this information is audited or reviewed by an independent entity</del>	<del>✗</del>
<del>d. — the page on the world wide web where this information can be found</del>	<del>✗</del>

<sup>14</sup> When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer.



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<del>7.9. Provide other information that the issuer deems relevant</del>	
<del>8. Extraordinary business</del>	
<del>8.1. Indicate the acquisition or disposal of any relevant asset that does not qualify as a normal operation in the issuer's business<sup>12</sup></del>	
<del>8.2. Indicate significant changes in the issuer's business conduct<sup>13</sup></del>	
<del>8.3. Identify relevant contracts entered into by the issuer and its subsidiaries not directly related to its operating activities<sup>14</sup></del>	
<del>8.4. Provide other information the issuer considers relevant</del>	
<del>9. Relevant assets</del>	
<del>9.1. Describe the non current assets relevant to the development of the issuer's activities, especially indicating<sup>15</sup>:</del>	X
<del>a. fixed assets, including rental or leased fixed assets, identifying their location</del>	X
<del>b. intangible assets, such as patents, trademarks, licenses, concessions, franchises and technology transfer agreements, domain name, informing:</del>	X

<sup>12</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>13</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>14</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>15</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer.



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i. <del>duration</del>	X
ii. <del>events that may cause the loss of rights relating to such assets</del>	X
iii. <del>possible consequences of the loss of such rights to the issuer</del>	X
c. <del>corporations in which the issuer has participation, informing:</del>	X
i. <del>corporate name</del>	X
ii. <del>headquarters</del>	X
iii. <del>activities developed</del>	X
iv. <del>issuer's participation</del>	X
v. <del>if the corporation is a subsidiary or an affiliate</del>	X
vi. <del>if it's registered with CVM</del>	X
vii. <del>book value of the participation</del>	X
viii. <del>market value of the share as quoted on the closing date of the fiscal year, when such shares are traded on organized securities markets</del>	X
ix. <del>valuation or devaluation of such participation, over the last 3 (three) fiscal years, according to the book value</del>	X
x. <del>valuation or devaluation of such participation, over the last 3 (three) fiscal years, according to the market value, according to the share price on each fiscal year end, when such shares are negotiated in organized markets</del>	X
xi. <del>amount of dividends received over the last 3 (three) fiscal years</del>	X
xii. <del>reasons for the acquisition and maintenance of shareholding</del>	X
<b>9.2.</b> <del>Provide other information the issuer considers relevant</del>	





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<b>10. — Directors' comments</b>	
<b>10.1. — Directors will comment on</b> <sup>16-17</sup> :	
a. — general financial and equity conditions	
b. — capital structure	
c. — ability to pay in relation to financial commitments undertaken	
d. — sources of financing for working capital and investments in non current assets used	
e. — financing sources for working capital and for non current assets investments to be used to cover liquidity deficiencies	
f. — levels of indebtedness and characteristics of such debts, also describing:	
i. — relevant loan and financing agreements	
ii. — other long term relationships with financial institutions	
iii. — degree of subordination between debts	
iv. — any restrictions imposed on the issuer, in particular in relation to debt limits and the contracting of new debts, distribution of dividends, disposal of assets, issuance of new securities and disposal of corporate control, as well as whether the issuer has been complying with these restrictions	

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<sup>16</sup>—When presenting the annual reference form, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

<sup>17</sup>—Whenever possible, directors should also comment in this field on the main known trends, uncertainties, commitments or events that may have a relevant effect on the financial and equity conditions of the issuer, and in particular, on its results, revenue, profitability, and the conditions and availability of financing sources.



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<del>g. — limits on use of current funding arrangements and amount already used</del>	
<del>h. — significant changes in each item of the Financial Statements</del>	
<del><b>10.2.</b> — Directors will comment on<sup>18-19</sup>:</del>	
<del>a. — results of the issuer's transactions, especially:</del>	
<del>i. — description of any important components of the revenue</del>	
<del>ii. — factors that materially affected the operating income</del>	
<del>b. — revenue variations attributed to changes in prices, exchange rates, inflation, volume changes, and introduction of new products and services</del>	X
<del>c. — impact of inflation, price variation of the main inputs and products, exchange and interest rates in the issuer's operating income and financial income, where relevant</del>	X
<del><b>10.3.</b> — Directors will comment on material effects that the events below have caused or are expected to cause in the issuer's financial statements and results:</del>	
<del>a. — introduction or disposal of operating segment</del>	
<del>b. — incorporation, acquisition or disposal of shareholding</del>	
<del>c. — unusual events or operations</del>	

<sup>18</sup>When presenting the annual reference form, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

<sup>19</sup>Whenever possible, directors should also comment in this field on the main known trends, uncertainties, commitments or events that may have a relevant effect on the financial and equity conditions of the issuer, and in particular, on its results, revenue, profitability, and the conditions and availability of financing sources.



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<del>10.4. Directors will comment on<sup>20</sup>:</del>	
<del>a. significant changes in accounting practices</del>	
<del>b. significant effects of the changes in the accounting practices</del>	
<del>c. qualifications and Emphasis of Matter contained in the auditor's opinion</del>	
<del>10.5. The directors will indicate and comment on critical accounting practices adopted by the issuer, especially exploring accounting estimates made by the management on uncertain and relevant issues for the description of the financial situation and income, which require subjective or complex judgment, such as: provisions, contingencies, revenue recognition, tax credits, long term assets, life cycle of non-current assets, pension plans, foreign currency conversion adjustments, environmental recovery costs, criteria for asset recovery tests and financial instrument</del>	X
<del>10.6. The directors will describe the relevant items not disclosed in the issuer's financial statements, indicating<sup>24</sup>:</del>	
<del>a. assets and liabilities held by the Issuer, directly or indirectly, that do not appear on its balance sheet (off balance sheet items), such as:</del>	
<del>i. operating leases, assets and liabilities</del>	
<del>ii. written down portfolios of receivables over which the entity holds risks and liabilities, indicating their liabilities</del>	

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<sup>24</sup> When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer.



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<del>iii. — future product or service purchase and sale agreements</del>	
<del>iv. — unfinished construction agreements</del>	
<del>v. — contracts for future receipt of financing</del>	
<del>b. — other items not disclosed in the financial statements</del>	
<del><b>10.7.</b> — Regarding each of the items not evidenced in the financial statements indicated in item 10.6, the directors will comment on:</del>	
<del>a. — how such items changed or may impact the revenue, expenses, operating income, financial expenses, or other items of the issuer's Financial Statements</del>	
<del>b. — nature and purpose of the operation</del>	
<del>c. — nature and amount of obligations assumed and rights generated in favor of the issuer as a result of the transaction</del>	
<del><b>10.8.</b> — Directors will indicate and comment on the main elements of the issuer's business plan, specifically exploring the following topics:</del>	
<del>a. — investments, including:</del>	
<del>i. — quantitative and qualitative description of ongoing and planned investments</del>	
<del>ii. — investment funding sources</del>	
<del>iii. — relevant ongoing divestments and planned divestments</del>	
<del>b. — provided that it has already been disclosed, indicate the acquisition of plants, equipment, patents or other assets that should materially influence the issuer's productive capacity</del>	



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<del>ε. — new products and services, indicating:</del>	
<del>i. — description of ongoing research already disclosed</del>	
<del>ii. — total amounts spent by the issuer on research to develop new products or services</del>	
<del>iii. — projects in development already disclosed</del>	
<del>iv. — total amounts spent by the Issuer on research to develop new products or services</del>	
<del><b>10.9.</b> — Comment on other factors that had a relevant effect on the operational performance, which have not been identified or discussed on in the other items of this section</del>	
<del><b>11. Forecasts</b><sup>22</sup></del>	
<del><b>11.1.</b> — Forecasts should identify:</del>	
<del>a. — object of forecast</del>	
<del>b. — forecasted period and validity of the forecast</del>	
<del>c. — forecast premises, indicating those that may be affected by the issuer's management and those that run out of its control</del>	
<del>d. — value of indicators that will be subject of forecasting<sup>23</sup></del>	

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<sup>22</sup>Disclosure of forecasts and estimates is optional. If the Issuer has disclosed forecasts and estimates, they will be included in this section.

<sup>23</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.



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<p><del>11.2. In the event the issuer disclosed, during the last 3 (three) fiscal years, forecasts on the evaluation of its indicators:</del></p>	
<p><del>a. inform which forecasts are being replaced by new forecasts included in the form and which forecasts are being repeated in the form</del></p>	
<p><del>b. for forecasts related to elapsed periods, compare the projected data with the effective performance of the indicators, clearly indicating the reasons that led to deviations in the forecasts</del></p>	
<p><del>c. for forecasts related to periods in course, inform if the forecasts remain valid on the date of delivery of the form and, where applicable, explain why they have been abandoned or replaced</del></p>	
<p><del>12. General meeting and the management</del></p>	
<p><del>12.1. Describe the issuer's administrative structure, as set out in its articles of incorporation and bylaws, identifying:</del></p>	
<p><del>a. attributions of the Board of Directors and of the bodies and standing committees that report to the Board of Directors, indicating:</del></p>	
<p><del>i. if they have their own bylaws, informing, if so, the body responsible for approval, the date of approval and, if the issuer discloses these rules, where the documents can be found on the internet</del></p>	
<p><del>ii. whether the issuer has a statutory audit committee, informing, if so, its main duties, form of operation and whether it meets the requirements of the regulations issued by CVM on the subject</del></p>	
<p><del>iii. how the Board of Directors evaluates the work of the independent auditor, indicating whether the issuer has a hiring extra audit services policy with the independent auditor, and informing the body responsible for approving the policy,</del></p>	<p>✘</p>



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<del>date of approval and, if the issuer discloses the policy, where the document can be found on the internet</del>	
<del>b. ——— regarding the management, their individual attributions and powers, indicating whether it has its own bylaws, and informing, if so, the body responsible for approval, date of approval and, if the issuer discloses the rules, where the document can be found on the internet</del>	X
<del>c. ——— creation date of the fiscal council, if it is not permanent, informing if it has its bylaw rules, and indicating, if so, the date of its approval by the fiscal council and, if the issuer discloses the rules, where the document can be found on the internet</del>	X
<del>d. ——— whether there are mechanisms for evaluating the performance of the Board of Directors and of each body or committee that reports to the Board of Directors, informing, if so:</del>	X
<del>i. ——— the frequency of the evaluation and its scope, indicating whether the evaluation is carried out only in relation to the body or whether it also includes the individual evaluation of its members</del>	X
<del>ii. ——— methodology adopted and the main criteria used in the evaluation</del>	X
<del>iii. ——— how the results of the evaluation are used by the issuer to improve the functioning of this body; and</del>	X
<del>iv. ——— if external consulting or advisory services have been contracted</del>	X
<del><b>12.2.</b> — Describe the rules, policies and practices relating to general meetings, indicating:</del>	X
<del>a. ——— notice of meetings</del>	X
<del>b. ——— jurisdiction</del>	X



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<del>c. — addresses (physical or electronic) at which documents relating to the general meeting will be available to shareholders for review</del>	X
<del>d. — identifying and managing conflicts of interest</del>	X
<del>e. — request for powers of attorney by the management for the exercise of voting rights</del>	X
<del>f. — necessary formalities for acceptance of powers of attorney granted by shareholders, indicating whether the issuer requires or waives notarization, consular certification and sworn translation and whether the issuer admits powers of attorney granted by shareholders by electronic means</del>	X
<del>g. — necessary formalities for accepting the remote ballot, when sent directly to the company, indicating whether the issuer requires or waives notarization, notarization and consular certification</del>	X
<del>h. — if the company provides an electronic system for receiving the remote ballot or remote participation</del>	X
<del>i. — instructions for the shareholder or group of shareholders to include resolution proposals, slates or candidates for members of the Board of Directors and audit committee in the remote voting ballot</del>	X
<del>j. — whether the company provides forums and websites to receive and share shareholder comments on the agendas of the meetings</del>	X
<del>k. — other information necessary for remote participation and the exercise of remote voting rights</del>	X
<del>12.3. — Describe the rules, policies and practices relating to the Board of Directors, indicating:</del>	X
<del>a. — number of meetings held in the last fiscal year, discriminating between number of annual meetings and special meetings</del>	X





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<del>b. — if any, the provisions of the shareholders' agreement establishing restriction or binding on the exercise of the voting right of members of the Board of Directors</del>	X
<del>c. — rules for identifying and managing conflicts of interest</del>	X
<del>d. — if the issuer has formally approved the appointment and filling of positions policy of the Board of Directors, informing, if so:</del>	X
<del>i. — body responsible for approving the policy, date of approval and, if the issuer discloses the policy, where the document can be found on the internet</del>	X
<del>ii. — main features of the policy, including rules regarding the process of appointing members of the Board of Directors, the composition of the body and the selection of its members</del>	X
<del>12.4. — If any, describe the arbitration clause inserted in the articles of incorporation for the resolution of conflicts between shareholders and between them and the issuer through arbitration</del>	X
<del>12.5. — In a table, regarding each of the directors and members of the issuer's audit committee, indicate:</del>	
<del>a. — name</del>	
<del>b. — birth date</del>	
<del>c. — profession</del>	
<del>d. — Individual Taxpayer ID Number or passport number</del>	
<del>e. — elected position held</del>	
<del>f. — election date</del>	
<del>g. — date of taking office</del>	



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<del>h. — term of office</del>	
<del>i. — other roles or functions held at the issuer</del>	
<del>j. — whether it was elected by the controlling shareholder or not</del>	
<del>k. — whether it is an independent member and, if so, what was the criterion used by the issuer to determine independence</del>	
<del>l. — number of consecutive terms</del>	
<del>m. — information about:</del>	
<del>i. — main professional experiences during the last 5 years, indicating:</del>	
<del>• — name and the company's sector of activity</del>	
<del>• — position</del>	
<del>• — if the company integrates (i) the issuer's economic group or (ii) is controlled by a shareholder of the issuer that holds direct or indirect interest equal to or greater than 5% (five percent) of the same class or type of security issued by the issuer</del>	
<del>ii. indication of all management positions occupied in other companies or organizations of the third sector</del>	
<del>n. — description of any of the following events that have occurred over the last 5 (five) years</del>	
<del>i. — any criminal conviction</del>	
<del>ii. — any conviction in administrative proceedings with CVM and the penalties imposed</del>	



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<p><del>iii. — any conviction carried into court, in the judicial or administrative sphere, which has suspended or disqualified him from the practice of any professional or commercial activity</del></p>	
<p><del>12.6. — In a table, regarding each of the individuals who served as a member of the Board of Directors or the audit committee in the last fiscal year, inform the percentage of participation in the meetings held by the respective body in the same period, which have occurred after taking office</del></p>	
<p><del>12.7. — Provide the information mentioned in paragraph 12.5 regarding the members of the statutory committees, as well as the audit, risk, financial and compensation committees, even if such committees or structures are not statutory<sup>24</sup></del></p>	
<p><del>12.8. — In a table, regarding each of the individuals who acted as a member of the statutory committees, as well as the audit, risk, financial and compensation committees, even if such committees or structures are not statutory<sup>25</sup>, inform the percentage of participation in the meetings held by the respective body in the same period, which have occurred after taking office</del></p>	
<p><del>12.9. — Inform the existence of a marital relationship, stable union, or kinship until the second degree between:</del></p>	X
<p><del>a. — the issuer's management</del></p>	X
<p><del>b. — (i) the issuer's management and (ii) the issuer's direct or indirect subsidiaries directors</del></p>	X

<sup>24</sup> The information provided in this item must cover audit, risk, financial and remuneration committees, as well as similar organizational structures, even if such committees or structures are not statutory, provided that such committees or structures participate in the decision-making process of the management bodies or management of the issuer as consultants or inspectors.

<sup>25</sup> The information provided in this item will cover audit, risk, financial and compensation committees, as well as similar organizational structures, even if such committees or structures are not statutory, provided that such committees or structures participate in the decision-making process of the issuer's administrative or management bodies as advisers or auditors.



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<del>c. (i) the issuer's management or directors of its direct and indirect subsidiaries and (ii) the issuer's direct and indirect controlling shareholders</del>	X
<del>d. (i) the issuer's management and (ii) directors of the issuer's direct and indirect controlling shareholders</del>	X
<del><b>12.10.</b> Inform on the subordination, service provision, or control relationships maintained, over the last 3 (three) fiscal years, between the issuer's management and:</del>	X
<del>a. direct or indirect subsidiaries, except those in which the issuer holds, directly or indirectly, the entire capital stock</del>	X
<del>b. the issuer's direct or indirect controlling shareholders</del>	X
<del>c. if relevant, supplier, client, debtor, or creditor of the issuer, its subsidiary or controlling shareholders of any of these persons</del>	X
<del><b>12.11.</b> Describe the provisions of any agreements, including insurance policies, providing for the payment or reimbursement of expenses incurred by the management, arising from the repair of damage caused to third parties or the issuer, penalties imposed by state agents, or agreements for the purpose of terminating administrative or judicial proceedings, under the performance of their functions</del>	X
<del><b>12.12.</b> Item 12.12 REPEALED</del>	X
<del><b>12.13.</b> Provide other information the issuer considers relevant</del>	
<b>13. Management compensation</b>	



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<del>13.1. Describe the compensation policy or practice of the Board of Directors, the statutory and non-statutory management, the audit committee, the risk, financial and compensation committees, addressing the following aspects<sup>26</sup>:</del>	<del>X</del>
<del>a. policy or compensation practice objectives, stating whether the compensation policy has been formally approved, the body responsible for its approval, the date of approval and, if the issuer discloses the policy, where the document can be found on the internet</del>	<del>X</del>
<del>b. compensation composition, indicating:</del>	<del>X</del>
<del>i. description of the compensation elements and the purposes of each of them</del>	<del>X</del>
<del>ii. the proportion of each element in the total compensation for the past 3 (three) fiscal years</del>	<del>X</del>
<del>iii. methodology for calculating and readjusting each element of the compensation</del>	<del>X</del>
<del>iv. reasons that justify the compensation composition</del>	<del>X</del>
<del>v. the existence of unpaid members by the issuer and the reason for this fact</del>	<del>X</del>
<del>c. main performance indicators that are taken into account in setting each compensation element</del>	<del>X</del>
<del>d. how compensation is structured to reflect the evolution of performance indicators</del>	<del>X</del>

<sup>26</sup> Information on the remuneration policy must cover audit, risk, financial and remuneration committees, as well as similar organizational structures, even if such committees or structures are not statutory, provided that such committees or structures participate in the decision-making process of the bodies of administration or management of the issuer as consultants or inspectors.



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e. <del>how compensation policy or practice is aligned to the issuer's short, mid and long term interests</del>	X
f. <del>existence of compensation supported by direct or indirect subsidiaries or controlling shareholders</del>	X
g. <del>existence of any compensation or benefit associated with the occurrence of any corporate event, such as alienation of the issuer's corporate control</del>	X
h. <del>practices and procedures adopted by the Board of Directors to define the individual compensation of the Board of Directors and the management, indicating:</del>	X
i. <del>the issuer's bodies and committees that participate in the decision-making process, identifying how they participate</del>	X
ii. <del>criteria and methodology used for setting individual compensation, indicating whether studies are used to verify market practices, and, if so, the comparison criteria and scope of such studies</del>	X
iii. <del>how often and how the Board of Directors assesses the adequacy of the issuer's compensation policy</del>	X
<b>13.2.</b> <del>Regarding the compensation of the last 3 (three) fiscal years and the compensation forecasted for the current fiscal year of the Board of Directors, management, and the audit committee, prepare a table with the following content<sup>27</sup>:</del>	
a. <del>body</del>	
b. <del>total number of members</del>	
c. <del>number of paid members</del>	

<sup>27</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.



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d. — compensation, divided into:	
i. — annual fixed compensation, divided into:	
• — salary or management compensation	
• — direct and indirect benefits	
• — compensation for participation in committees	
• — others	
ii. — variable compensation, divided into:	
• — bonus	
• — profit sharing	
• — compensation for participation in meetings	
• — commissions	
• — others	
iii. — post-employment benefits	
iv. — termination benefits	
v. — stock based compensation, including options <sup>28</sup>	

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<sup>28</sup> This field must be filled in according to the definition of share-based remuneration, paid in shares or cash, according to accounting standards that deal with the subject.



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e. <del>amount, by body, of the compensation of the Board of Directors, management<sup>29</sup>, and fiscal council</del>	
f. <del>total compensation of the Board of Directors, management, and fiscal council<sup>30</sup></del>	
<b>13.3.</b> <del>Regarding the variable compensation of the last 3 (three) fiscal years and the compensation forecasted for the current fiscal year of the Board of Directors, management, and the fiscal council, prepare a table with the following content<sup>31</sup>:</del>	X
a. <del>body</del>	X
b. <del>total number of members</del>	X
c. <del>number of paid members</del>	X
d. <del>regarding the bonus:</del>	X
i. <del>minimum amount provided in the compensation plan</del>	X
ii. <del>maximum amount provided in the compensation plan</del>	X
iii. <del>amount provided in the compensation plan, in the event the targets set are achieved</del>	X
iv. <del>amount effectively recognized in the income statement of the last 3 (three) fiscal years</del>	X
e. <del>regarding profit sharing:</del>	X

<sup>29</sup> To avoid duplication, the amounts computed as compensation of the members of the Board of Directors should be deducted from the compensation of the directors who are also part of that body.

<sup>30</sup> To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.

<sup>31</sup> To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.





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i. <del>minimum amount provided in the compensation plan</del>	X
ii. <del>maximum amount provided in the compensation plan</del>	X
iii. <del>amount provided in the compensation plan, in the event the targets set are achieved</del>	X
iv. <del>amount effectively recognized in the income statement of the last 3 (three) fiscal years</del>	X
<b>13.4.</b> <del>Regarding the stock-based compensation plan of the Board of Directors and the management, during the last fiscal year and forecast for the current fiscal year, describe:</del>	X
a. <del>general terms and conditions</del>	X
b. <del>main objectives of the plan</del>	X
c. <del>how the plan contributes to these objectives</del>	X
d. <del>how the plan fits into the issuer's compensation policy</del>	X
e. <del>how the plan aligns the interests of the management and the issuer in the short, medium and long term</del>	X
f. <del>maximum number of shares offered</del>	X
g. <del>maximum number of options to be granted</del>	X
h. <del>conditions for acquiring shares</del>	X
i. <del>criteria for fixing the purchase or execution price</del>	X
j. <del>criteria for setting the exercise period</del>	X
k. <del>form of settlement</del>	X



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<del>l. — restrictions on the transfer of shares</del>	<del>✗</del>
<del>m. — criteria and events that, when verified, will cause the suspension, change, or extinction of the plan</del>	<del>✗</del>
<del>n. — effects of the exit of the director from the issuer's bodies on his rights provided for in the stock-based compensation plan</del>	<del>✗</del>
<del>13.5. — Regarding the stock based compensation recognized in the results of the last 3 (three) fiscal years and the forecast for the current fiscal year, the Board of Directors and the management, prepare a table with the following content<sup>32</sup>:</del>	<del>✗</del>
<del>a. — body</del>	<del>✗</del>
<del>b. — total number of members</del>	<del>✗</del>
<del>c. — number of paid members</del>	<del>✗</del>
<del>d. — regarding each grant of stock options:</del>	<del>✗</del>
<del>i. — date of grant</del>	<del>✗</del>
<del>ii. — number of options granted</del>	<del>✗</del>
<del>iii. — vesting period</del>	<del>✗</del>
<del>iv. — maximum period for option vesting</del>	<del>✗</del>
<del>v. — period of restriction to transfer shares</del>	<del>✗</del>
<del>vi. — weighted average vesting price of each of the following groups of options:</del>	<del>✗</del>

<sup>32</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.



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• <del>open at the beginning of the fiscal year</del>	X
• <del>lost during the fiscal year</del>	X
• <del>vested during the fiscal year</del>	X
• <del>expired during the fiscal year</del>	X
e. <del>fair value of the options on the grant date</del>	X
f. <del>potential dilution in the event of vesting all options granted</del>	X
<del>13.6. Regarding the outstanding options of the Board of Directors and management at the end of the last fiscal year, prepare a chart with the following content<sup>33</sup>:</del>	X
a. <del>body</del>	X
b. <del>number of members</del>	X
c. <del>number of paid members</del>	X
d. <del>regarding non-executable options</del>	X
i. <del>amount</del>	X
ii. <del>date on which they can be vested</del>	X
iii. <del>maximum period for option vesting</del>	X
iv. <del>period of restriction to transfer shares</del>	X
v. <del>weighted average vesting price</del>	X

<sup>33</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.



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<del>vi. fair value of options on the last day of the fiscal year</del>	<del>✗</del>
<del>e. regarding exercisable options</del>	<del>✗</del>
<del>i. amount</del>	<del>✗</del>
<del>ii. maximum period for option vesting</del>	<del>✗</del>
<del>iii. period of restriction to transfer shares</del>	<del>✗</del>
<del>iv. weighted average vesting price</del>	<del>✗</del>
<del>v. fair value of options on the last day of the fiscal year</del>	<del>✗</del>
<del>vi. fair value of the total options on the last day of the fiscal year</del>	<del>✗</del>
<del><b>13.7.</b> Regarding the exercised options and received shares related to the stock based compensation of the Board of Directors and the management, in the last 3 fiscal years, prepare a table with the following content:</del>	<del>✗</del>
<del>a. body</del>	<del>✗</del>
<del>b. number of members</del>	<del>✗</del>
<del>c. number of paid members</del>	
<del>d. regarding exercised options inform:</del>	<del>✗</del>
<del>i. number of shares</del>	<del>✗</del>
<del>ii. weighted average vesting price</del>	<del>✗</del>
<del>iii. total value of the difference between the strike price and the market price of the shares relating to the exercised options</del>	<del>✗</del>
<del>e. regarding the received shares inform:</del>	<del>✗</del>



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<del>i. — number of shares</del>	<del>X</del>
<del>ii. — weighted average purchase price</del>	<del>X</del>
<del>iii. — total value of the difference between the acquisition value and the market value of the acquired shares</del>	<del>X</del>
<del><b>13.8.</b> — A summary description of the information required to understand the data disclosed in paragraphs 13.5 to 13.7, such as an explanation of the method of pricing the value of shares and options, indicating at least:</del>	<del>X</del>
<del>a. — pricing model</del>	<del>X</del>
<del>b. — data and assumptions used in the pricing model, including the weighted average share price, strike price, expected volatility, expiration date, expected dividends and the risk free interest rate</del>	<del>X</del>
<del>c. — method used and assumptions made to incorporate the expected effects of early exercise</del>	<del>X</del>
<del>d. — how to determine expected volatility</del>	<del>X</del>
<del>e. — whether any other characteristic of the option has been incorporated in the measurement of its fair value</del>	<del>X</del>
<del><b>13.9.</b> — Inform the number of shares or quotas directly or indirectly held, in Brazil or abroad, and other convertible into shares or quotas securities, issued by the issuer, its direct and indirect controlling shareholders, subsidiaries or under common control, by members of the Board of Directors, the management or the fiscal council, grouped by body<sup>34</sup></del>	<del>X</del>

<sup>34</sup> To avoid duplication, when the same person is a member of the board of directors and the executive board, the securities held by him or her must be disclosed exclusively in the amount of securities held by the members of the board of directors.



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<del>13.10.</del> In a table, regarding the current pension plans given to the members of the Board of Directors and the statutory directors, provide the following information:	X
a. <del>body</del>	X
b. <del>number of members</del>	X
c. <del>number of paid members</del>	X
d. <del>name of the plan</del>	X
e. <del>number of directors eligible to retire</del>	X
f. <del>conditions for early retirement</del>	X
g. <del>updated value of the contributions accumulated in the pension plan until the end of the last fiscal year, minus the portion related to contributions made directly by the directors</del>	X
h. <del>total accumulated value of contributions made during the last fiscal year, minus the portion related to contributions made directly by the directors</del>	X
i. <del>whether there is a possibility of early redemption and what are the conditions</del>	X
<del>13.11.</del> In a table, for the last 3 (three) fiscal years, regarding the Board of Directors, the management and the fiscal council <sup>35</sup> , indicate:	X
a. <del>body</del>	X
b. <del>number of members</del>	X
c. <del>number of paid members</del>	X

<sup>35</sup>To determine the values to be inserted in this item, use the criteria established in item 13.2.



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d. <del>value of the highest individual remuneration</del>	X
e. <del>value of the lowest individual remuneration</del>	X
f. <del>average value of individual compensation (total compensation divided by the number of paid members)</del>	X
<del>13.12. Describe contractual arrangements, insurance policies or other instruments that structure compensation or compensation mechanisms for directors in the event of dismissal from office or retirement, indicating the financial consequences for the issuer</del>	X
<del>13.13. Indicate the percentage of the total compensation of each body recognized in the issuer's income statement referring to members of the Board of Directors, the management or the fiscal council that are related parties to the direct and indirect controlling shareholders, as defined by the accounting rules that deal with this matter for the last 3 (three) fiscal years</del>	
<del>13.14. Indicate the amounts recognized in the issuer's income statement as compensation of members of the Board of Directors, the management or the fiscal council, grouped by body, for any reason other than the function they occupy, such as commissions and consulting or advisory services provided for the last 3 (three) fiscal years</del>	X
<del>13.15. Indicate the amounts recognized in the income statement of direct and indirect controlling shareholders of companies under common control and subsidiaries, such as compensation of members of the Board of Directors, the management or fiscal council, grouped by body, specifying the title to which such amounts were, for the last 3 (three) fiscal years</del>	
<del>13.16. Provide other information the issuer considers relevant</del>	
<b>14. Human resources</b>	



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<del>14.1. Describe the issuer's Human Resources by providing the following information<sup>36</sup>:</del>	<del>✗</del>
<del>a. number of employees (total, by groups based on activity performed and by geographical location)</del>	<del>✗</del>
<del>b. number of outsourced people (total, by groups based on activity performed and by geographical location)</del>	<del>✗</del>
<del>c. turnover ratio</del>	<del>✗</del>
<del>14.2. Comment on any material changes to the figures disclosed in item 14.1 above</del>	<del>✗</del>
<del>14.3. Describe the issuer's employee compensation policies, stating:</del>	<del>✗</del>
<del>a. wages and variable compensation policy</del>	<del>✗</del>
<del>b. benefits policy</del>	<del>✗</del>
<del>c. characteristics of non-management employee stock-based compensation plans, identifying:</del>	<del>✗</del>
<del>i. beneficiary groups</del>	<del>✗</del>
<del>ii. conditions for exercise</del>	<del>✗</del>
<del>iii. strike prices</del>	<del>✗</del>
<del>iv. exercise periods</del>	<del>✗</del>
<del>v. number of shares committed by the plan</del>	<del>✗</del>

<sup>36</sup> When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.





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<del>14.4. — Describe the relationship between the issuer and unions, indicating whether there have been stoppages and strikes in the last 3 (three) fiscal years</del>	✕
<del>14.5. — Provide other information the issuer considers relevant</del>	
<del>15. — Control and economic group</del>	
<del>15.1. — Identify the controlling shareholder or controlling group, indicating<sup>37</sup>:</del>	
<del>a. — name</del>	
<del>b. — nationality</del>	
<del>c. — CPF/CNPJ</del>	
<del>d. — number of shares held, by class and type</del>	
<del>e. — percentage held in relation to the respective class or type</del>	
<del>f. — percentage held in relation to total capital stock</del>	
<del>g. — if participates in a shareholders' agreement</del>	
<del>h. — if the shareholder is a legal entity, a list containing the information referred to in sub-items "a" to "d" about its direct and indirect controller shareholders, up to the individuals, even if such information is treated as confidential by virtue of a legal transaction or the legislation of the country in which the partner or controlling shareholder is incorporated or domiciled</del>	
<del>i. — if the shareholder is resident or domiciled abroad, the name or company name and the Individual Taxpayer ID Number or Corporate Taxpayer ID Number of Legal Entities of its agent or legal representative in the country</del>	
<del>j. — date of last amendment</del>	

<sup>37</sup> Whenever this item is updated, items 15.3 "d" and 19.2 must also be updated.



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<del>15.2.</del> In a table, a list containing the following information about shareholders, or groups of shareholders acting together or representing the same interest, with an interest equal to or greater than 5% (five percent) of the same share class or type and that are not listed in item 15.1 <sup>38</sup> :	X
a. name	X
b. nationality	X
c. Individual/Corporate Taxpayer ID Number	X
d. number of shares held, by class and type	X
e. percentage held in relation to the respective class or type and in relation to the total share capital	X
f. if you participate in a shareholders' agreement	X
g. if the shareholder is resident or domiciled abroad, the name or company name and the Individual Taxpayer ID Number or Corporate Taxpayer ID Number of Legal Entities of its agent or legal representative in the country	X
h. date of last amendment	X
<del>15.3.</del> In table form, describe the distribution of capital, as determined at the last general meeting of shareholders:	
a. number of individual shareholders	
b. number of legal entity shareholders <sup>39</sup>	
c. number of institutional investors	

<sup>38</sup> Whenever this item is updated, items 15.3 "d" and 19.2 must also be updated.

<sup>39</sup> Legal entity shareholders who are institutional investors are excluded.



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d. <del>number of outstanding shares, by class and type</del>	
<del>15.4. Insert organizational chart of the issuer's shareholders and the economic group in which it is part, indicating:</del>	
a. <del>all direct and indirect controlling shareholders and, if the issuer wishes, shareholders with an interest equal to or greater than 5% (five percent) of a share class or type</del>	
b. <del>issuer's main subsidiaries and affiliates</del>	
c. <del>issuer's participation in Group companies</del>	
d. <del>group companies participation in the issuer</del>	
e. <del>main companies under common control</del>	
<del>15.5. Regarding any shareholder agreement filed at the issuer's headquarters or to which the controlling shareholder is a party, regulating the exercise of voting rights or the transfer of shares issued by the issuer, indicate:</del>	X
a. <del>parties</del>	X
b. <del>agreement date</del>	X
c. <del>contract term</del>	X
d. <del>description of clauses relating to the exercise of voting rights and control powers</del>	X
e. <del>description of the clauses relating to the appointment of officers, members of statutory committees or other managers</del>	X
f. <del>description of the clauses relating to the transfer of shares and the preference to acquire them</del>	X



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<del>g. — description of clauses restricting or binding the voting rights of members of the Board of Directors or other supervisory and control bodies<sup>40</sup></del>	✗
<del>15.6. — Indicate relevant changes in controlling group interest and the issuer's management<sup>41</sup></del>	✗
<del>15.7. — Describe the main corporate transactions that have occurred in the group that have had a material effect on the issuer, such as mergers, spin-offs, share acquisitions, divestitures and acquisitions of corporate control, acquisitions and divestitures of important assets, indicating, when involving the issuer or any of its subsidiaries or affiliates<sup>42</sup>:</del>	
<del>a. — event</del>	
<del>b. — main business conditions</del>	
<del>c. — companies involved</del>	
<del>d. — effects resulting from the transaction on the shareholders' board, especially on the controlling shareholder interest, shareholders with more than 5%(five percent) of the share capital and the issuer's directors</del>	
<del>e. — corporate structure before and after the operation</del>	
<del>f. — mechanisms used to ensure equitable treatment among shareholders</del>	
<del>15.8. — Provide other information the issuer considers relevant</del>	

<sup>40</sup> Reference may be included to the information provided in item 12.3 "b".

<sup>41</sup> When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>42</sup> When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.



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<p><del>16. — Transactions with related parties</del></p>	
<p><del>16.1 . Describe the rules, policies and practices of the issuer regarding the conduct of transactions with related parties, as defined by the accounting rules dealing with this matter, indicating, where there is a formal policy adopted by the issuer, the body responsible for its approval, date of approval and, if the issuer discloses the policy, where the document can be found on the internet.</del></p>	<p>✗</p>
<p><del>16.2. — Except for transactions carried out between the issuer and companies in which the issuer holds, directly or indirectly, the entire capital stock, regarding the transactions with related parties and that, according to accounting standards, must be disclosed in the issuer's individual or consolidated financial statements and that were concluded in the last fiscal year or are in force in the current fiscal year, list the following:</del></p>	
<p>a. — related party name</p>	
<p>b. — relationship of the parties with the issuer</p>	
<p>c. — date of transaction</p>	
<p>d. — subject of the contract</p>	
<p>e. — whether the issuer is a creditor or debtor</p>	
<p>f. — amount involved in the business</p>	
<p>g. — existing balance</p>	
<p><del>h. — amount corresponding to the interest of such related party in the business, if possible to measure</del></p>	
<p>i. — related collateral and insurance</p>	
<p>j. — duration</p>	



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<del>k. — termination or termination conditions</del>	
<del>l. — when such relationship is a loan or other type of debt, also inform:</del>	
<del>i. — nature and reasons for the operation</del>	
<del>ii. — interest rate charged</del>	
<del>16.3. — Regarding each of the transactions or set of transactions mentioned in item 16.2 above that occurred in the last fiscal year: (a) identify the measures taken to address conflicts of interest; and (b) demonstrate the strictly commutative character of the agreed conditions or the adequate compensatory payment</del>	
<del>16.4. — Provide other information the issuer considers relevant</del>	
<del>17. — Capital stock</del>	
<del>17.1. — Prepare a table containing the following information about the capital stock:</del>	
<del>a. — issued capital, by class and type</del>	
<del>b. — subscribed capital, by class and type</del>	
<del>c. — paid in capital, by class and type</del>	
<del>d. — deadline for payment of capital not yet paid, by class and type</del>	
<del>e. — authorized capital, stating number of shares, amount and date of authorization</del>	
<del>f. — securities convertible into shares and conditions for conversion</del>	



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<b>17.2.</b> Regarding the issuer's capital increases, indicate <sup>43</sup> :	X
a. date of the meeting	X
b. body that decided on the increase	X
c. issue date	X
d. total amount of the increase	X
e. number of securities issued, by class and type	X
f. issue price	X
g. form of payment:	X
i. cash	X
ii. if assets, description of assets	X
iii. if rights, description of rights	X
h. criteria used to determine the emission value (art. 170, Paragraph 1, of Law 6,404, of 1976)	X
i. if the subscription was private or public	X
j. percentage that the increase represents in relation to the capital stock immediately prior to the increase of capital	X

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<sup>43</sup> When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.



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<del>17.3. In a table, regarding deployments, groups and bonuses, inform<sup>44</sup>:</del>	<del>X</del>
<del>a. date of the meeting</del>	<del>X</del>
<del>b. number of shares before approval, by class and type</del>	<del>X</del>
<del>c. number of shares after approval, by class and type</del>	<del>X</del>
<del>17.4. Regarding the issuer's capital decreases, indicate<sup>45</sup>:</del>	<del>X</del>
<del>a. date of the meeting</del>	<del>X</del>
<del>b. date of reduction</del>	<del>X</del>
<del>c. total amount of reduction</del>	<del>X</del>
<del>d. number of cancelled shares, by class and type</del>	<del>X</del>
<del>e. returned value per share</del>	<del>X</del>
<del>f. form of payment:</del>	<del>X</del>
<del>i. cash</del>	<del>X</del>
<del>ii. if assets, description of assets</del>	<del>X</del>
<del>iii. if in rights, description of rights</del>	<del>X</del>

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<sup>44</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>45</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.





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g. — percentage that the decrease represents in relation to the capital stock immediately prior to the capital increase	X
h. — reason for the reduction	X
<b>17.5.</b> — Provide other information the issuer considers relevant	
<b>18.</b> — <b>Securities</b>	
<b>18.1.</b> — Describe the rights of each class and type of share issued:	X
a. — right to dividends	X
b. — voting rights	X
c. — convertibility into another class or type of share, indicating:	X
i. — conditions	X
ii. — effects on capital stock	X
d. — rights to capital reimbursement	X
e. — right to participate in a public offering by sale of control	X
f. — outstanding restrictions	X
g. — conditions for changing the rights secured by such securities	X
h. — possibility of redemption of shares, indicating:	X
i. — redemption possibilities	X
ii. — redemption value calculation formula	X
i. — other relevant characteristics	X



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<p><del>j. foreign issuers should identify the differences between the characteristics described in items "a" to "i" and those normally attributed to similar securities issued by domestic issuers, differentiating which are specific to the security described and which are imposed by rules of the issuer's country of origin or the country in which its securities are held</del></p>	<p>✘</p>
<p><del>18.2. Describe, if any, statutory rules limiting the voting rights of significant shareholders or requiring them to make a public offering</del></p>	<p>✘</p>
<p><del>18.3. Describe exceptions and suspensive conditions relating to property or political rights provided for in the articles of incorporation</del></p>	<p>✘</p>
<p><del>18.4. In a table, inform trading volume as well as the daily average and highest and lowest market prices of securities traded on the stock exchange or organized over the counter market, in each of the quarters of the last 3 (three) fiscal years</del></p>	<p>✘</p>
<p><del>18.5. Describe other securities issued in Brazil that are not shares and that have not matured or been redeemed, indicating:</del></p>	
<p><del>a. identification of the security</del></p>	
<p><del>b. amount</del></p>	
<p><del>c. global nominal value</del></p>	
<p><del>d. issue date</del></p>	
<p><del>e. outstanding balance at the end of the last fiscal year</del></p>	
<p><del>f. outstanding restrictions</del></p>	
<p><del>g. convertibility into shares or right to subscribe or purchase shares of the issuer, informing:</del></p>	



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i. <del>conditions</del>	
ii. <del>effects on capital stock</del>	
h. <del>possibility of redemption, indicating:</del>	
i. <del>redemption possibilities</del>	
ii. <del>redemption value calculation formula</del>	
i. <del>where the securities are debt securities, indicate, where applicable:</del>	
i. <del>maturity, including early maturity conditions</del>	
ii. <del>interests</del>	
iii. <del>collateral and, if secured, description of the asset</del>	
iv. <del>in the absence of collateral, if the credit is unsecured or subordinate</del>	
v. <del>any restrictions imposed on the issuer regarding:</del>	
• <del>to the distribution of dividends</del>	
• <del>disposal of certain assets</del>	
• <del>taking on new debt</del>	
• <del>the issuance of new securities</del>	
• <del>to carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries</del>	
vi. <del>the trustee, indicating the main terms of the contract</del>	
j. <del>conditions for changing the rights secured by such securities</del>	



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k. <del>other relevant characteristics</del>	
<del>18.5 A. Number of holders of each type of security described in item 18.5, as determined at the end of the previous year, who are:</del>	
a. <del>individuals</del>	
b. <del>legal entities<sup>46</sup></del>	
c. <del>institutional investors</del>	
<del>18.6. Indicate the Brazilian markets in which the issuer's securities are admitted to trading</del>	
<del>18.7. For each class and type of security admitted to trading on foreign markets, indicate:</del>	
a. <del>country</del>	
b. <del>market</del>	
c. <del>market managing entity on which securities are admitted to trading</del>	
d. <del>date of admission to trading</del>	
e. <del>if any, indicate the trading segment</del>	
f. <del>start date of listing in the trading segment</del>	
g. <del>percentage of trading volume abroad in relation to the total trading volume of each class and type in the last financial year</del>	

<sup>46</sup>Legal entities that are institutional investors are excluded.



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<del>h. — if any, proportion of deposit certificates abroad in relation to each class and type of shares</del>	
<del>i. — if any, depository bank</del>	
<del>j. — if any, custodian institution</del>	
<del>18.8. — Describe securities issued abroad, when relevant, indicating, if applicable:</del>	
<del>a. — identification of the title, indicating the jurisdiction</del>	
<del>b. — amount</del>	
<del>c. — overall par value</del>	
<del>d. — issue date</del>	
<del>e. — outstanding balance at the end of the last fiscal year</del>	
<del>f. — outstanding restrictions</del>	
<del>g. — convertibility into shares or right to subscribe or purchase shares of the issuer, informing:</del>	
<del>i. — conditions</del>	
<del>ii. — effects on capital stock</del>	
<del>h. — possibility of redemption, indicating:</del>	
<del>i. — redemption possibilities</del>	
<del>ii. — redemption value calculation formula</del>	
<del>i. — where the securities are debt securities, indicate:</del>	



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i. <del>maturity, including early maturity conditions</del>	
ii. <del>interests</del>	
iii. <del>collateral and, if secured, description of the asset</del>	
iv. <del>in the absence of collateral, if the credit is unsecured or subordinate</del>	
v. <del>any restrictions imposed on the issuer regarding:</del>	
• <del>to the distribution of dividends</del>	
• <del>disposal of certain assets</del>	
• <del>taking on new debt</del>	
• <del>the issuance of new securities</del>	
• <del>to carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries</del>	
vi. <del>conditions for changing the rights secured by such securities</del>	
viii. <del>other relevant characteristics</del>	
<del><b>18.9.</b> Describe Public Distribution Offers made by the issuer or by third parties, including controlling shareholders, affiliates and subsidiaries, regarding the issuer's securities<sup>47</sup></del>	
<del><b>18.10.</b> If the issuer has made a public distribution offer of securities, indicate<sup>48</sup>:</del>	<del>X</del>

<sup>47</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>48</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.



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a. <del>how the proceeds from the offering were used</del>	X
b. <del>whether there were relevant deviations between the effective application of funds and the application proposals disclosed in the respective distribution prospectuses</del>	X
c. <del>in case there were deviations, the reasons for such deviations</del>	X
<del>18.11. Describe the public acquisition offers made by the issuer relating to shares issued by third parties<sup>49</sup></del>	X
<del>18.12. Provide other information the issuer considers relevant</del>	
<del>19. Repurchase plans and treasury securities</del>	
<del>19.1. With respect to the issuer's share buyback plans, provide the following information<sup>50</sup>:</del>	X
a. <del>meeting dates when the buyback plans were approved</del>	X
b. <del>for each plan, indicate:</del>	X
i. <del>number of expected shares by class and type</del>	X
ii. <del>percentage of total shares outstanding, by class and type</del>	X
iii. <del>buyback period</del>	X

<sup>49</sup>When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>50</sup>When submitting the annual reference form, the information must refer to the plans approved in the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the plans approved in the last 3 fiscal years and in the current fiscal year.



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<del>iv. — reserves and proceeds available for buyback</del>	<del>X</del>
<del>v. — other relevant characteristics</del>	<del>X</del>
<del>vi. — number of purchased shares by class and type</del>	<del>X</del>
<del>vii. — weighted average purchase price by class and type</del>	<del>X</del>
<del>viii. — percentage of purchased shares in relation to the total approved</del>	<del>X</del>
<b>19.2.</b> In a table, regarding securities held in treasury, indicate by class and type <sup>51</sup> :	X
<del>a. — initial quantity</del>	<del>X</del>
<del>b. — quantity purchased</del>	<del>X</del>
<del>c. — weighted average purchase price</del>	<del>X</del>
<del>d. — quantity sold</del>	<del>X</del>
<del>e. — weighted average disposal price</del>	<del>X</del>
<del>f. — canceled quantity</del>	<del>X</del>
<del>g. — final quantity</del>	<del>X</del>
<del>h. — percentage in relation to outstanding securities of the same class and type</del>	<del>X</del>

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<sup>51</sup> When submitting the annual reference form, the information must refer to the last 3 fiscal years. When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to the last 3 fiscal years and the current fiscal year.





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<del>19.3. Provide other information the issuer considers relevant</del>	
<del>20. Securities Trading Policy</del>	
<del>20.1. Indicate whether the issuer adopted a securities of its own issuance trading policy for direct or indirect controlling shareholders, directors, members of the Board of Directors, the audit committee, and any agency with technical or advisory functions, created by a statutory provision, informing:</del>	✘
<del>a. body responsible for approving the policy and date of approval</del>	✘
<del>b. related persons</del>	✘
<del>c. main characteristics</del>	✘
<del>d. prediction of periods when trading is prohibited and description of the procedures adopted to monitor trading during such periods</del>	✘
<del>e. places where the policy can be consulted</del>	✘
<del>20.2. Provide other information the issuer considers relevant</del>	
<del>21. Information Disclosure Policy</del>	
<del>21.1. Describe internal rules, regulations, or procedures adopted by the issuer to ensure the information to be publicly disclosed is selected, processed, and reported in an accurate and timely manner</del>	✘
<del>21.2. Describe the disclosure policy of a material Act or fact adopted by the issuer, indicating the communication channel(s) used to disseminate information about material acts and facts and the procedures for maintaining confidentiality about undisclosed material information and the places where the policy can be consulted</del>	✘
<del>21.3. Inform the management responsible for the implementation, maintenance, evaluation and supervision of the information disclosure policy</del>	✘



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<b>21.4.</b> Provide other information the issuer considers relevant	
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### ANNEX C

#### Reference Form Contents

	The fields marked with “X” are optional for the issuer registered in category “B”
<b>ISSUERS REGISTERED IN CATEGORIES “A” AND “B”</b>	
<b>1. Issuer activities</b>	
<b>1.1.</b> Briefly describe the issuer’s history	
<b>1.2.</b> Briefly describe the main activities developed by the issuer and its subsidiaries	
<b>1.3.</b> For each operational segment that has been disclosed in the last Financial Statements of the fiscal year end or in the consolidated Financial Statements, if any, indicate the following information <sup>52</sup> :	X

<sup>52</sup> When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

<sup>52</sup> When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration as a securities issuer without a concomitant application for registration of the offer public, the information must refer to the last 3 financial



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a. products and services traded	X
b. revenue arising from the segment and its participation in the issuer's net revenue	X
c. profit or loss resulting from the segment and its participation in the issuer's net profit	X
<b>1.4.</b> Regarding the products and services that correspond to the operational segments disclosed in item 1.3, describe:	X
a. characteristics of the production process	X
b. characteristics of the distribution process	X
c. characteristics of the market segments, especially:	X
i. participation in each of the markets	X
ii. competition conditions in each of the markets	X
d. any seasonality	X
e. main inputs and raw materials, informing:	X

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statements at the end of the fiscal year. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the sender. When submitting the reference form on account of the application for registration of distribution of securities with concomitant application for registration of issuer of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

• **Footnote nº 52 with wording given by CVM Resolution nº 198, of January 31, 2024.**



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i.	description of the relations with suppliers, informing if they are subject to government control or regulations, indicating the bodies and the respective applicable legislation	X
ii.	any dependency of few suppliers	X
iii.	any volatility of its prices	X
<b>1.5.</b>	<del>Identify if there are clients responsible for more than 10% of the issuer's total net revenue, informing</del> <sup>53</sup> :	X
a.	total amount of revenues from the client	X
b.	operational segments affected by the revenues of the client	X
<b>1.6.</b>	<del>Describe the relevant effects of the state regulation on the issuer's activities, specifically commenting on:</del>	X

---

<sup>53</sup> ~~When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.~~

<sup>53</sup> When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration as a securities issuer without a concomitant application for registration of the offer public, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the sender. When submitting the reference form on account of the application for registration of distribution of securities with concomitant application for registration of issuer of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

• **Footnote nº 53 with wording given by CVM Resolution nº 198, of January 31, 2024.**



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<p><b>1.6.</b> Describe the relevant effects of the state regulation on the issuer’s activities, specifically commenting on:</p> <p>• <b>Item 1.6 with wording given by CVM Resolution No. 180, of March 22, 2023.</b></p>	
<p>a. the need of government authorizations for the performance of the activities and the history of the relation with public administrators to obtain such authorizations</p>	X
<p>b. main aspects related to compliance with legal and regulatory obligations linked to environmental and social issues by the issuer</p>	X
<p>c. dependency of patents, brands, licenses, grants, franchises, and royalty agreements that are relevant to the development of the activities</p>	X
<p>d. financial contributions, indicating the respective amounts, made directly or through third parties:</p>	
<p>i. in favor of occupants or candidates for political positions</p>	
<p>ii. in favor of political parties</p>	
<p>iii. to fund the exercise of influence activities on public policy decisions, notably the content of normative acts</p>	
<p><b>1.7.</b> Regarding countries where the issuer has relevant revenues, identify<sup>54</sup>:</p>	X

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<sup>54</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

<sup>54</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration as a securities issuer without a concomitant application for registration of the offer public, the information must refer to the last 3 financial



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a. revenue from clients attributed to the issuer's home country and its participation in the issuer's total net revenue	X
b. revenue from clients attributed to each foreign country and its participation in the issuer's total net revenue	X
<b>1.8.</b> Regarding foreign countries disclosed in item 1.7, describe relevant impacts resulting from the regulation of these countries on the issuer's business	X
<b>1.9.</b> Regarding environmental, social and corporate governance (ESG) information, indicate:	
a. whether the issuer discloses ESG information in an annual report or other specific document for this purpose	
b. the methodology or standard followed in preparing that report or document	
c. whether this report or document is audited or reviewed by an independent entity, identifying that entity, if applicable	
d. the website where the report or document can be found	
e. whether the report or document produced considers the disclosure of a materiality matrix and key ESG performance indicators, and what are the material indicators for the issuer	

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statements at the end of the fiscal year. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the sender. When submitting the reference form on account of the application for registration of distribution of securities with concomitant application for registration of issuer of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

• **Footnote nº 54 with wording given by CVM Resolution nº 198, of January 31, 2024.**



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f.	whether the report or document considers the Sustainable Development Goals (SDGs) established by the United Nations and which SDGs are material to the issuer's business	
g.	whether the report or document considers the recommendations of the Task Force on Climate Change-Related Financial Disclosures (TCFD) or recommendations for financial disclosures from other recognized entities that are related to climate issues	
h.	whether the emitter carries out greenhouse gas emission inventories, indicating, if applicable, the scope of inventoried emissions and the website where additional information can be found	
i.	explanation from the issuer regarding the following conduct, if applicable:	
i.	non-disclosure of ESG information	
ii.	failure to adopt a materiality matrix	
iii.	failure to adopt ESG key performance indicators	
iv.	failure to carry out an audit or review of the ESG information disclosed	
v.	failure to consider the SDGs or failure to adopt recommendations related to climate issues, issued by the TCFD or other recognized entities, in the ESG information disclosed	
vi.	failure to carry out greenhouse gas emission inventories	
<b>1.10.</b>	Indicate, if the issuer is a mixed capital company:	
a.	public interest that justified its creation	



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b.	how the issuer comply with public policies, including universalization goals, indicating:	
i.	the government programs executed in the previous fiscal year, those defined for the current fiscal year, and those foreseen for the next fiscal years, criteria adopted by the issuer to classify this action as being developed to meet the public interest indicated in letter "a"	
ii.	regarding the aforementioned public policies, investments made, costs-incurred and the origin of the resources involved – own cash generation, transfer of public funds and financing, including sources of funding	
iii.	estimate the impacts of the above public policies on the financial performance of the issuer or state that no analysis of the financial impact of the above public policies has been carried out	
c.	pricing process and rules for setting fees	
<b>1.11.</b>	Indicate the acquisition or disposal of any relevant asset that does not qualify as a normal operation in the issuer's business <sup>55</sup>	

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<sup>55</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>55</sup> When submitting the annual reference form, the information must refer to the last fiscal year ended. When submitting the reference form in connection with the application for registration as a securities issuer without a concomitant application for registration of a public offering, the information must refer to the last 3 fiscal years ended. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the last fiscal year ended and the current fiscal year. When submitting the reference form on account of the application for registration of distribution of securities with a concomitant application for registration of issuer of securities, the information must refer to the last 3 closed fiscal years and the current fiscal year.

• Footnote nº 55 with wording given by CVM Resolution nº 198, of January 31, 2024.





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<b>1.12.</b> Indicate merger, spin-off, incorporation, incorporation of shares, capital increase or reduction operations involving the issuer and the documents in which more detailed information can be found <sup>56</sup> .	
<b>1.13.</b> Indicate the conclusion, termination or modification of shareholder agreements and the documents in which more detailed information can be found <sup>57</sup> .	

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<sup>56</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>56</sup>When submitting the annual reference form, the information must refer to the last fiscal year ended. When submitting the reference form in connection with the application for registration as a securities issuer without a concomitant application for registration of a public offering, the information must refer to the last 3 fiscal years ended. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the last fiscal year ended and the current fiscal year. When submitting the reference form on account of the application for registration of distribution of securities with a concomitant application for registration of issuer of securities, the information must refer to the last 3 closed fiscal years and the current fiscal year.

• **Footnote nº 56 with wording given by CVM Resolution nº 198, of January 31, 2024.**

<sup>57</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>57</sup>When submitting the annual reference form, the information must refer to the last fiscal year ended. When submitting the reference form in connection with the application for registration as a securities issuer without a concomitant application for registration of a public offering, the information must refer to the last 3 fiscal years ended. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the last fiscal year ended and the current fiscal year. When submitting the reference form on account of the application for registration of distribution of securities with a concomitant application for registration of issuer of securities, the information must refer to the last 3 closed fiscal years and the current fiscal year.

• **Footnote nº 57 with wording given by CVM Resolution nº 198, of January 31, 2024.**



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<b>1.14.</b> Indicate significant changes in the way the issuer conducts its business <sup>58</sup>	
<b>1.15.</b> Identify relevant contracts entered into by the issuer and its subsidiaries not directly related to its operational activities <sup>59</sup>	
<b>1.16.</b> Provide other information the issuer considers relevant	
<b>2. Directors' comments</b>	

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~~<sup>58</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.~~

<sup>58</sup>When submitting the annual reference form, the information must refer to the last fiscal year ended. When submitting the reference form in connection with the application for registration as a securities issuer without a concomitant application for registration of a public offering, the information must refer to the last 3 fiscal years ended. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the last fiscal year ended and the current fiscal year. When submitting the reference form on account of the application for registration of distribution of securities with a concomitant application for registration of issuer of securities, the information must refer to the last 3 closed fiscal years and the current fiscal year.

- **Footnote nº 58 with wording given by CVM Resolution nº 198, of January 31, 2024.**

~~<sup>59</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.~~

<sup>59</sup>When submitting the annual reference form, the information must refer to the last fiscal year ended. When submitting the reference form in connection with the application for registration as a securities issuer without a concomitant application for registration of a public offering, the information must refer to the last 3 fiscal years ended. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the last fiscal year ended and the current fiscal year. When submitting the reference form on account of the application for registration of distribution of securities with a concomitant application for registration of issuer of securities, the information must refer to the last 3 closed fiscal years and the current fiscal year.

- **Footnote nº 59 with wording given by CVM Resolution nº 198, of January 31, 2024.**



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<b>2.1.</b> Directors will comment on <sup>60- 61</sup> :	
a. general financial and equity conditions	
b. capital structure	
c. ability to pay in relation to financial commitments undertaken	
d. financing sources for working capital and for non-current assets investments used	
e. financing sources for working capital and for non-current assets investments to be used to cover liquidity deficiencies	
f. levels of indebtedness and characteristics of such debts, also describing:	
i. relevant loan and financing agreements	

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<sup>60</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

<sup>60</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration as a securities issuer without a concomitant application for registration of the offer public, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the sender. When submitting the reference form on account of the application for registration of distribution of securities with concomitant application for registration of issuer of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

• **Footnote nº 60 with wording given by CVM Resolution nº 198, of January 31, 2024.**

<sup>61</sup>Whenever possible, directors should also comment in this field on the main known trends, uncertainties, commitments or events that may have a relevant effect on the financial and equity conditions of the issuer, and in particular, on its results, revenue, profitability, and the conditions and availability of financing sources.



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ii.	other long-term relationships with financial institutions	
iii.	degree of subordination between debts	
iv.	any restrictions imposed on the issuer, in particular in relation to debt limits and the contracting of new debts, distribution of dividends, disposal of assets, issuance of new securities and disposal of corporate control, as well as whether the issuer has been complying with these restrictions	
g.	limits on use of current funding arrangements and amount already used	
h.	significant changes in items in the income and cash flow statements	
<b>2.2.</b>	Directors will comment on <sup>62- 63</sup> :	
a.	results of the issuer's operations, in particular:	

~~<sup>62</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.~~

<sup>62</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration as a securities issuer without a concomitant application for registration of the offer public, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the sender. When submitting the reference form on account of the application for registration of distribution of securities with concomitant application for registration of issuer of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

• **Footnote nº 62 with wording given by CVM Resolution nº 198, of January 31, 2024.**

<sup>63</sup> Whenever possible, directors should also comment in this field on the main known trends, uncertainties, commitments or events that may have a relevant effect on the financial and equity conditions of the issuer, and in particular, on its results, revenue, profitability, and the conditions and availability of financing sources.



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i.	description of any important components of the revenue	
ii.	factors that materially affected operating results	
b.	relevant variations in revenue attributable to the introduction of new products and services, changes in volumes and changes in prices, exchange rates and inflation	
c.	relevant impacts of inflation, price variations of main inputs and products, exchange rate and interest rates on the issuer's operating results and financial results	
<b>2.3.</b>	Directors will comment on:	
a.	changes in accounting practices that have resulted in significant effects on the information provided in fields 2.1 and 2.2	
b.	modified opinions and emphases present in the auditor's report	
<b>2.4.</b>	Directors must comment on the relevant effects that the events below have caused or are expected to cause on the issuer's financial statements and results:	
a.	introduction or disposal of operating segment	
b.	constitution, acquisition or disposal of corporate interest	
c.	unusual events or operations	
<b>2.5.</b>	In the event the issuer has disclosed, over the last fiscal year, or wishes to disclose in this form non-accounting measures, such as EBTIDA (Earnings Before Interests, Taxes, Depreciation, and Amortization) or EBIT (Earnings Before Interests and Taxes), the issuer must:	X
a.	inform the amount of the non-accounting measures	X



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b. perform conciliation between the amounts disclosed and the amounts of the Financial Statement audited	X
c. explain the reason for which the issuer understands that such measure is appropriate for the correct comprehension of its financial condition and profit of its transactions	X
<b>2.6.</b> Identify and comment on any event following the last Financial Statements fiscal year end that changes them substantially <sup>64</sup>	X
<b>2.7.</b> Directors must comment on the allocation of social results, indicating <sup>65</sup> :	
a. rules on profit retention	
b. rules on dividend distribution	
c. frequency of dividend distributions	

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<sup>64</sup>When submitting the reference form in connection with the application for registration of public distribution of securities, the information must refer to events subsequent to the last accounting information released by the issuer.

~~<sup>65</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.~~

<sup>65</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration as a securities issuer without a concomitant application for registration of the offer public, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the sender. When submitting the reference form on account of the application for registration of distribution of securities with concomitant application for registration of issuer of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

• **Footnote nº 65 with wording given by CVM Resolution nº 198, of January 31, 2024.**



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d. occasional restrictions to distribution of dividends imposed by any special legislation or regulation applicable to the issuer, as well as agreements and judicial, administrative or arbitration decisions	
e. if the issuer has a policy for allocating formally approved results, informing the body responsible for approval, date of approval and, if the issuer discloses the policy, where the document can be found on the internet	
<b>2.8.</b> The directors will describe the relevant items not disclosed in the issuer's financial statements, indicating <sup>66</sup> :	
a. the assets and liabilities held by the issuer, directly or indirectly, that do not appear on its balance sheet ( <b>off-balance sheet items</b> ), such as:	
i. portfolios of receivables written off for which the entity has not retained or substantially transferred the risks and benefits of ownership of the transferred asset, indicating respective liabilities	
ii. future product or service purchase and sale agreements	

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<sup>66</sup>When presenting the annual reference form, the information must refer to the latest financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration as a securities issuer without a concomitant application for registration of the offer public, the information must refer to the last 3 financial statements at the end of the fiscal year. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the sender. When submitting the reference form on account of the application for registration of distribution of securities with concomitant application for registration of issuer of securities, the information must refer to the 3 last financial statements at the end of the fiscal year and the last accounting information disclosed by the issuer.

• **Footnote nº 66 with wording given by CVM Resolution nº 198, of January 31, 2024.**



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iii. unfinished construction agreements	
iv. contracts for future receipt of financing	
b. other items not disclosed in the financial statements	
<b>2.9.</b> Regarding each of the items not evidenced in the financial statements indicated in item 2.8, the directors will comment on:	
a. how such items change or may change the revenues, expenses, operating results, financial expenses or other items in the issuer's financial statements	
b. nature and purpose of the operation	
c. nature and amount of obligations assumed and rights generated in favor of the issuer as a result of the transaction	
<b>2.10.</b> Directors will indicate and comment on the main elements of the issuer's business plan, specifically exploring the following topics:	
a. investments, including:	
i. quantitative and qualitative description of ongoing and planned investments	
ii. investment funding sources	
iii. relevant ongoing divestments and planned divestments	
b. provided that it has already been disclosed, indicate the acquisition of plants, equipment, patents or other assets that should materially influence the issuer's productive capacity	
c. new products and services, indicating:	
i. description of ongoing research already disclosed	





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ii.	total amounts spent by the issuer on research to develop new products or services	
iii.	projects in development already disclosed	
iv.	total amounts spent by the issuer on developing new products or services	
d.	opportunities included in the issuer's business plan related to ESG issues	
<b>2.11.</b>	Comment on other factors that had a relevant effect on the operational performance, which have not been identified or discussed on in the other items of this section	
<b>3.</b>	<b>Forecasts</b> <sup>67</sup>	
<b>3.1.</b>	Forecasts should identify:	
a.	object of forecast	
b.	forecasted period and validity of the forecast	
c.	forecast premises, indicating those that may be affected by the issuer's management and those that run out of its control	
d.	value of indicators that will be subject of forecasting <sup>68</sup>	

<sup>67</sup>The disclosure of projections and estimates is optional. If the issuer has disclosed projections and estimates, they must be included in this section.

<sup>68</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>68</sup>When submitting the annual reference form, the information must refer to the last fiscal year ended. When submitting the reference form in connection with the application for registration as a securities issuer without a concomitant application for registration of a public offering, the information must refer to the last 3 fiscal years ended. When submitting the reference



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<b>3.2.</b> In the event that the issuer has disclosed, during the last 3 fiscal years, forecasts on the evolution of its indicators:	
a. inform which forecasts are being replaced by new forecasts included in the form and which forecasts are being repeated in the form	
b. for forecasts related to elapsed periods, compare the projected data with the effective performance of the indicators, clearly indicating the reasons that led to deviations in the forecasts	
c. for forecasts related to periods in course, inform if the forecasts remain valid on the date of delivery of the form and, where applicable, explain why they have been abandoned or replaced	
<b>4. Risk factors</b>	
<b>4.1.</b> Describe the risk factors with effective potential to influence the investment decision, observing the categories below and, within them, the decreasing order of relevance <sup>69- 70</sup> :	
a. issuer	

form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the last fiscal year ended and the current fiscal year. When submitting the reference form on account of the application for registration of distribution of securities with a concomitant application for registration of issuer of securities, the information must refer to the last 3 closed fiscal years and the current fiscal year.

• **Footnote nº 68 with wording given by CVM Resolution nº 198, of January 31, 2024.**

<sup>69</sup>The list presented is minimal and not exhaustive. When the issuer does not have relevant risk factors associated with any item on the list, this circumstance must be expressly mentioned. Additionally, the relevance of risk factors must consider both the financial perspective, whose emphasis is on the potential impact on the value of the issuer, and the perspective of external impacts caused by the issuer, not only on investors, but also on third parties such as citizens, consumers, employees, communities, etc.

<sup>70</sup>The description of risk factors must be prepared for the benefit of understanding by investors, with the issuer refraining from formulating generic statements about investment risks and limiting its liability or that of any persons acting on its behalf.



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b. its shareholders, especially the controlling shareholders	
c. its subsidiaries and affiliates	
d. its administrators	
e. its suppliers	
f. its clients	
g. the economy sectors in which the issuer operates	
h. the regulation of the sectors in which the issuer operates	
i. foreign countries where the issuer operates	
j. social questions	
k. environmental issues	
l. climate issues, including physical and transition risks	
m. other issues not covered in the previous items	
<b>4.2.</b> Indicate the 5 (five) main risk factors, among those listed in field 4.1, regardless of the category in which they are inserted	
<b>4.3.</b> Describe, quantitatively and qualitatively, the main market risks to which the issuer is exposed, including in relation to exchange rate risks and interest rates.	
<b>4.4.</b> Describe the judicial, administrative, or arbitration proceedings in which the issuer and its subsidiaries are part of, divided into labor, tax, civil, and others: (i) that are not confidential, and (ii) that are relevant to the business of the issuer or its affiliates, indicating:	
a. Court jurisdiction	



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b. court	
c. filling date	
d. parties in the proceeding <sup>71</sup>	
e. amounts, assets or rights involved	
f. main facts	
g. summary of decisions on the merits given	
h. proceeding stage	
i. the chance of an unfavorable outcome:	
i. probable	
ii. possible	
iii. remote	
j. reason why the process is considered relevant	
k. impact analysis in the event of an unfavorable outcome	
<b>4.5.</b> Accrued amount, if any, of contingencies described in item 4.4	
<b>4.6.</b> For relevant confidential cases to which the issuer or its subsidiaries are part and which have been not disclosed in item 4.4 above, analyze the impact in case of an unfavorable outcome and inform the amounts involved	
<b>4.7.</b> Describe other relevant contingencies not addressed by the previous items	

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<sup>71</sup>In relation to legal proceedings subject to consideration by the Labor Court, only the initials of the names of the parties must be indicated.



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<b>5. Risk management policy and internal controls</b>	
<b>5.1.</b> Regarding the risks indicated-in items 4.1 and 4.3, inform:	X
a. whether the issuer has a formalized risk management policy, highlighting, if so, the body that approved it and the date of its approval, and, if not, the reasons why the issuer did not adopt a policy	X
b. the objectives and strategies of risk management policy, when available, including:	X
i. the risks for which protection is sought	X
ii. the instruments used for hedge	X
iii. the organizational structure for risk management control <sup>72</sup>	X
c. adjustment of the operational structure and internal controls for verification the effectiveness of the policy adopted	X
<b>5.2.</b> Regarding the controls adopted by the issuer to ensure the preparation of reliable financial statements, indicate:	
a. the main practices of internal controls and the degree of efficiency of such controls, indicating any imperfections and the measures taken to correct them	X
b. the organizational structures involved	X

<sup>72</sup>The description must include (a) the indication of management bodies, committees or other similar structures; (b) breakdown of the specific responsibilities of each of these bodies, committees or similar structures, and their members, in risk management; and (c) the hierarchical structure of such bodies, committees or similar structures.



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<p>c. whether and how the efficiency of internal controls is supervised by the issuer's management, indicating the position of the individuals responsible for such monitoring</p>	<p>X</p>
<p>d. deficiencies and recommendations on internal controls contained in the detailed report, prepared and forwarded to the issuer by the independent auditor, in accordance with the regulations issued by CVM that deals with the registration and exercise of the independent audit activity</p>	
<p>e. officers' comments on the deficiencies identified in the detailed report prepared by the independent auditor and on the corrective actions taken</p>	
<p><b>5.3.</b> Regarding the internal integrity mechanisms and procedures adopted by the issuer to prevent, detect and remedy deviations, fraud, irregularities and illegal acts committed against the public administration, national or foreign, inform:</p>	
<p>a. whether the issuer has rules, policies, procedures or practices aimed at preventing, detecting and remediating deviations, fraud, irregularities and illicit acts committed against the public administration, identifying, if so:</p>	
<p>i. the main integrity mechanisms and procedures adopted and their adequacy to the profile and risks identified by the issuer, informing how often risks are reassessed and policies, procedures and practices are adapted</p>	
<p>ii. the organizational structures involved in monitoring the functioning and efficiency of internal integrity mechanisms and procedures, indicating their attributions, if their creation has been formally approved, bodies of the issuer to which they report to, and the mechanisms for guaranteeing the independence of their leaders, if existing</p>	
<p>iii. whether the issuer has a formally approved code of ethics or conduct, indicating:</p>	



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<ul style="list-style-type: none"> <li>whether it applies to all officers, members of the fiscal council, directors and employees and whether it also covers third parties such as suppliers, service providers, intermediary agents and associates</li> </ul>	
<ul style="list-style-type: none"> <li>the sanctions applicable in the event of violation of the code or other standards relating to the subject, identifying the document where these sanctions are provided for</li> </ul>	
<ul style="list-style-type: none"> <li>body that approved the code, date of approval and, if the issuer discloses the code of conduct, where the document can be found on the internet</li> </ul>	
b. if the issuer has a reporting channel, indicating, if so:	
<ul style="list-style-type: none"> <li>i. whether the reporting channel is internal or outsourced</li> </ul>	
<ul style="list-style-type: none"> <li>ii. whether the channel is open to receiving reports from third parties or receiving reports only from employees</li> </ul>	
<ul style="list-style-type: none"> <li>iii. whether there are mechanisms for anonymity and protection of bona fide whistleblowers</li> </ul>	
<ul style="list-style-type: none"> <li>iv. issuer body responsible for checking complaints</li> </ul>	
c. number of confirmed cases in the last 3 (three) fiscal years of deviations, fraud, irregularities and illicit acts committed against the public administration and corrective measures adopted <sup>73</sup>	
d. if the issuer does not have rules, policies, procedures or practices to prevent, detect and remediate any fraud and illicit practices against the	

<sup>73</sup>The indication of cases by the sender does not depend on an administrative or judicial decision on the facts detected.



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public administration, identify the reasons why the issuer has not adopted controls in this regard	
<b>5.4.</b> Inform whether, regarding last fiscal year, there have been significant changes in the main risks to which the issuer is exposed or in the risk management policy adopted, also commenting on any expectations of a decrease or increase in the issuer's exposure to such risks	X
<b>5.5.</b> Provide other information the issuer considers relevant	
<b>6. Control and economic group</b>	
<b>6.1.</b> <del>Identify the controlling shareholder or controlling group, indicating</del> <sup>74</sup> :	
a. name	
b. nationality	
c. Individual/Corporate Taxpayer ID Number	
d. number of shares held, by class and type	
e. percentage held in relation to the respective class or species	
f. percentage held in relation to total capital stock	
g. if participates in a shareholders' agreement	
h. if the shareholder is a legal entity, a list containing the information referred to in sub-items "a" to "d" about its direct and indirect controller shareholders, up to the individuals, even if such information is treated as confidential by virtue of a legal transaction or the legislation of the country in which the partner or controlling shareholder is incorporated or domiciled	

<sup>74</sup> Whenever this item is updated, item 6.3 "d" must also be updated.





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i. if the shareholder is resident or domiciled abroad, the name or company name and the Individual Taxpayer ID Number or Corporate Taxpayer ID Number of Legal Entities of its agent or legal representative in the country	
j. date of last amendment	
<b>6.2.</b> <del>In a table, a list containing the following information about shareholders, or groups of shareholders acting together or representing the same interest, with an interest equal to or greater than 5% (five percent) of the same share class or type and that are not listed in item 6.1<sup>75</sup>:</del>	X
a. name	X
b. nationality	X
c. Individual/Corporate Taxpayer ID Number	X
d. number of shares held, by class and type	X
e. percentage held in relation to the respective class or type and in relation to the total capital stock	X
f. if participates in a shareholders' agreement	X
g. if the shareholder is resident or domiciled abroad, the name or company name and the Individual Taxpayer ID Number or Corporate Taxpayer ID Number of Legal Entities of its agent or legal representative in the country	X
h. date of last amendment	X
<b>6.3.</b> In a table, describe the distribution of capital, as determined at the last general meeting of shareholders:	

<sup>75</sup> Whenever this item is updated, item 6.3 “d” must also be updated.



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a. number of individual shareholders	
b. number of legal entity shareholders <sup>76</sup>	
c. number of institutional investors	
d. number of outstanding shares, by class and type	
<b>6.4.</b> Indicate the companies in which the issuer has a stake and that are relevant to the development of its activities, informing:	X
a. name	X
b. Corporate Taxpayer ID Number	X
c. issuer participation	X
<b>6.5.</b> Insert organizational chart of the issuer's shareholders and the economic group in which it is inserted, indicating:	
a. all direct and indirect controlling shareholders and, if the issuer wishes, shareholders with an interest equal to or greater than 5% (five percent) of a share class or type	
b. issuer's main subsidiaries and affiliates	
c. issuer's participation in Group companies	
d. shares of group companies in the issuer	
e. main companies under common control	
<b>6.6.</b> Provide other information the issuer considers relevant	

<sup>76</sup>Legal entity shareholders who are institutional investors are excluded.



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<b>7. General assembly and administration</b>	
<b>7.1.</b> Describe the main characteristics of the issuer's management bodies and fiscal council, identifying:	
a. main characteristics of the policies for appointing and filling positions, if any, and, if the issuer discloses it, websites where the document can be consulted	X
b. if there are performance evaluation mechanisms, informing, if so:	X
i. the frequency of assessments and their scope	X
ii. methodology adopted and the main criteria used in evaluations	X
iii. whether external consultancy or advisory services were contracted	X
c. rules for identifying and managing conflicts of interest	X
d. by issuer's body:	
i. total number of members, grouped by self-declared gender identity	
ii. total number of members, grouped by self-declared identity of color or race	
iii. total number of members grouped by other diversity attributes that the issuer considers relevant	
e. if any, specific objectives that the issuer has in relation to diversity of gender, color or race or other attributes among the members of its management bodies and its fiscal council	
f. role of management bodies in assessing, managing and supervising climate-related risks and opportunities	



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<b>7.2.</b> <del>In relation specifically to the board of directors, indicate:</del>	-
<b>7.2.</b> Regarding to the board of directors specifically, indicate: <b>• Item 7.2 with wording given by CVM Resolution 180, of March 22, 2023.</b>	X
a. bodies and permanent committees that report to the board of directors	X
b. how the board of directors evaluates the work of the independent auditor, indicating whether the issuer has a policy of contracting extra-audit services with the independent auditor and, if the issuer discloses the policy, websites where the document can be consulted	X
c. if any, established channels for critical issues related to ESG topics and practices and compliance to come to the attention of the board of directors	X
<b>7.3.</b> In a table, regarding each of the administrators and members of the fiscal council, indicate:	
a. name	
b. birth date	
c. profession	
d. Individual Taxpayer ID Number or passport number	
e. elected position held	
f. election date	
g. date of taking office	
h. term of office	
i. whether it was elected by the controlling shareholder or not	



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<p><del>j. whether it is an independent member and, if so, what criteria was used by the issuer to determine independence</del></p>	
<p>j. whether it is an independent member, in accordance with the specific regulations applicable to the matter</p> <ul style="list-style-type: none"><li>• <b>Item j as worded by CVM Resolution 168, of September 20, 2022.</b></li></ul>	
<p>k. If the administrator or fiscal councilor has been serving consecutive terms, the start date of the first of such terms</p>	
<p>l. main professional experiences over the last 5 years, highlighting, if applicable, positions and functions held in (i) the issuer and companies in its economic group; and (ii) companies controlled by a shareholder of the issuer that holds a direct or indirect interest equal to or greater than 5% of the same class or type of security of the issuer.</p>	
<p>m. description of any of the following events that have occurred during the last 5 years:</p>	
<p>i. criminal conviction</p>	
<p>ii. conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Private Insurance Superintendence, and the penalties applied</p>	
<p>iii. conviction carried into court, in the judicial or administrative sphere, which has suspended or disqualified him from the practice of any professional or commercial activity</p>	



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<b>7.4.</b> Provide the information mentioned in item 7.3 in relation to the members of the statutory committees, as well as the audit, risk, financial and remuneration committees, even if such committees or structures are not statutory <sup>77</sup>	
<b>7.5.</b> Inform the existence of a marital relationship, stable union, or kinship until the second degree between:	X
a. issuer administrators	X
b. (i) administrators of the issuer and (ii) administrators of direct or indirect subsidiaries of the issuer	X
c. (i) administrators of the issuer or its direct or indirect subsidiaries and (ii) direct or indirect controllers of the issuer	X
d. (i) administrators of the issuer and (ii) administrators of the issuer's direct and indirect controlling companies	X
<b>7.6.</b> Inform about relationships of subordination, provision of services or control maintained, in the last 3 fiscal years, between administrators of the issuer and:	X
a. company controlled, directly or indirectly, by the issuer, with the exception of those in which the issuer holds, directly or indirectly, a stake equal to or greater than 99% (ninety-nine percent) of the share capital	X
b. direct or indirect controller of the issuer	X
c. if relevant, supplier, customer, debtor or creditor of the issuer, its controlled company or controlling companies or controlled companies of any of these people	X

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<sup>77</sup>The information provided in this item must cover audit, risk, financial and remuneration committees, as well as similar organizational structures, even if such committees or structures are not statutory, provided that such committees or structures participate in the decision-making process of the management bodies or management of the issuer as consultants or inspectors.



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<b>7.7.</b> Describe the provisions of any agreements, including insurance policies, providing for the payment or reimbursement of expenses incurred by the management, arising from the repair of damage caused to third parties or the issuer, penalties imposed by state agents, or agreements for the purpose of terminating administrative or judicial proceedings, under the performance of their functions	X
<b>7.8.</b> Provide other information that the issuer considers relevant	
<b>8. Management compensation</b>	
<b>8.1.</b> Describe the compensation policy or practice of the board of directors, statutory and non-statutory executive officers, fiscal council, statutory committees and audit, risk, financial and remuneration committees, addressing the following aspects <sup>78</sup> :	X
a. objectives of the compensation policy or practice, informing whether the compensation policy has been formally approved, the body responsible for its approval, date of approval and, if the issuer publishes the policy, websites where the document can be consulted	X
b. practices and procedures adopted by the board of directors to define the individual compensation of the board of directors and executive officers, indicating:	X
i. the issuer's bodies and committees that participate in the decision-making process, identifying how they participate	X

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<sup>78</sup> Information on the remuneration policy must cover audit, risk, financial and remuneration committees, as well as similar organizational structures, even if such committees or structures are not statutory, provided that such committees or structures participate in the decision-making process of the bodies of administration or management of the issuer as consultants or inspectors.



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ii.	criteria and methodology used to set individual compensation, indicating whether studies are used to verify market practices, and, if so, the comparison criteria and the scope of these studies	X
iii.	how often and how the board of directors assesses the adequacy of the issuer's compensation policy	X
c.	composition of the compensation, indicating:	X
i.	description of the various elements that make up compensation, including, in relation to each of them:	X
	• its objectives and alignment with the short, medium and long-term interests of the issuer	X
	• its proportion of total compensation in the last 3 fiscal years	X
	• its calculation and adjustment methodology	X
	• main performance indicators taken into account, including, where applicable, indicators linked to ESG issues	X
ii.	reasons justifying the composition of the compensation	X
iii.	the existence of members not compensated by the issuer and the reason for this fact	X
d.	existence of compensation supported by subsidiaries, controlled companies or direct or indirect controllers	X
e.	existence of any compensation or benefit linked to the occurrence of a certain corporate event, such as the sale of corporate control of the issuer	X





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<b>8.2.</b> In relation to the compensation recognized in the results of the last 3 fiscal years and that foreseen for the current fiscal year of the board of directors, the statutory board and the fiscal council, prepare a table with the following content <sup>79</sup> :	
a. body	
b. total number of members	
c. number of paid members	
d. compensation, divided into:	
i. annual fixed compensation, divided into:	
• salary or management compensation	
• direct and indirect benefits	
• compensation for participation in committees	
• others	
ii. variable compensation, divided into:	
• bonus	
• profit sharing	
• compensation for participation in meetings	
• commissions	
• others	

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<sup>79</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.



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iii. post-employment benefits	
iv. termination benefits	
v. stock-based compensation, including options <sup>80</sup>	
e. amount, by body, of the compensation of the board of directors, the statutory board <sup>81</sup> and the fiscal council	
f. total compensation of the board of directors, statutory board and supervisory board <sup>82</sup>	
<b>8.3.</b> In relation to the variable remuneration for the last 3 fiscal years and that foreseen for the current fiscal year of the board of directors, the statutory board and the fiscal council, prepare a table with the following content <sup>83</sup> :	X
a. body	X
b. total number of members	X
c. number of paid members	X
d. regarding the bonus:	X
i. minimum amount provided in the compensation plan	X
ii. maximum amount provided for in the compensation plan	X

<sup>80</sup> This field must be filled in according to the definition of share-based remuneration, paid in shares or cash, according to accounting standards that deal with the subject.

<sup>81</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.

<sup>82</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.

<sup>83</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.



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iii.	amount provided in the compensation plan, in the event the targets set are achieved	X
iv.	amount effectively recognized in the income statement of the last 3 fiscal years	X
e.	regarding profit sharing:	X
i.	minimum amount provided in the compensation plan	X
ii.	maximum amount provided in the compensation plan	X
iii.	amount provided in the compensation plan, in the event the targets set are achieved	X
iv.	amount effectively recognized in the income statement of the last 3 fiscal years	X
<b>8.4.</b>	Regarding the stock based compensation plan for the board of directors and statutory board, in force in the last fiscal year and planned for the current fiscal year, describe:	X
a.	general terms and conditions	X
b.	approval date and responsible body	X
c.	maximum number of shares covered	X
d.	maximum number of options to be granted	X
e.	share acquisition conditions	X
f.	criteria for fixing the purchase or exercise price	X
g.	criteria for setting the purchase or exercise period	X



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h. form of settlement	X
i. restrictions on the transfer of shares	X
j. criteria and events that, when verified, will cause the suspension, change, or extinction of the plan	X
k. effects of the exit of the director from the issuer's bodies on his rights provided for in the stock-based compensation plan	X
<b>8.5.</b> Regarding the stock based compensation in the form of share purchase options recognized in the results of the last 3 fiscal years and that foreseen for the current fiscal year, for the board of directors and the statutory board, prepare a table with the following content <sup>84</sup> :	X
a. body	X
b. total number of members	X
c. number of paid members	X
d. weighted average exercise price of each of the following groups of options:	X
i. open at the beginning of the fiscal year	X
ii. lost and expired during the fiscal year	X
iii. vested during the fiscal year	X
e. potential dilution in the event of vesting all options granted	X

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<sup>84</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body .



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<p><del>8.6. In relation to each grant of share purchase options carried out in the last 3 fiscal years and planned for the current fiscal year, by the board of directors and the statutory board, prepare a table with the following content:</del></p>	<p>X</p>
<p>8.6. In relation to each grant of share purchase options carried out in the last 3 fiscal years and planned for the current fiscal year, by the board of directors and the statutory board, prepare a table with the following content:</p> <p><b>• Item 8.6 as worded by CVM Resolution No. 180, of March 22, 2023.</b></p>	<p>X</p>
<p><del>a. body</del></p>	<p>-</p>
<p>a. body</p> <p><b>• Paragraph a as worded by CVM Resolution No. 180, of March 22, 2023.</b></p>	<p>X</p>
<p><del>b. total number of members</del></p>	<p>-</p>
<p>b. total number of members</p> <p><b>• Section b as worded by CVM Resolution No. 180, of March 22, 2023.</b></p>	<p>X</p>
<p><del>c. number of paid members</del></p>	<p>-</p>
<p>c. number of paid members</p> <p><b>• Section c as amended by CVM Resolution No. 180, of March 22, 2023.</b></p>	<p>X</p>
<p>d. grant date</p>	<p>X</p>
<p>e. number of options granted</p>	<p>X</p>
<p>f. deadline for options to become exercisable</p>	<p>X</p>
<p>g. maximum period for exercising options</p>	<p>X</p>
<p>h. restriction period for the transfer of shares received as a result of the exercise of options</p>	<p>X</p>



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i. fair value of options on grant date	X
j. multiplication of the number of shares granted by the fair value of the options on the date of grant	X
<b>8.7.</b> In relation to the options open to the board of directors and the statutory board at the end of the last fiscal year, prepare a table with the following content <sup>85</sup> :	X
a. body	X
b. total number of members	X
c. number of paid members	X
d. in relation to options not yet exercisable	X
i. amount	X
ii. date on which they will become exercisable	X
iii. maximum period for exercising options	X
iv. restriction period for the transfer of shares	X
v. weighted average exercise price	X
vi. fair value of options on the last day of the fiscal year	X
e. in relation to exercisable options	X
i. amount	X
ii. maximum period for exercising options	X

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<sup>85</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.



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iii. restriction period for the transfer of shares	X
iv. weighted average exercise price	X
v. fair value of options on the last day of the fiscal year	X
f. fair value of the total options on the last day of the fiscal year	X
<b>8.8.</b> In relation to the options exercised relating to the stock based compensation of the board of directors and the statutory board, in the last 3 fiscal years, prepare a table with the following content:	X
a. body	X
b. total number of members	X
c. number of paid members	X
d. number of shares	X
e. weighted average exercise price	X
f. weighted average market price of shares relating to options exercised	X
g. multiplication of the total options exercised by the difference between the weighted average exercise price and the weighted average market price of the shares related to the options exercised	X
<b>8.9.</b> In relation to stock based compensation, in the form of shares to be delivered directly to beneficiaries, recognized in the results of the last 3 fiscal years and that foreseen for the current fiscal year, the board of directors and the statutory board, prepare a table with the following content <sup>86</sup> :	X

<sup>86</sup>To avoid duplication, the amounts computed as remuneration for members of the board of directors must be deducted from the remuneration of directors who are also part of that body.



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a. body	X
b. total number of members	X
c. number of paid members	X
d. potential dilution in case of granting all shares to beneficiaries	X
<b>8.10.</b> In relation to each grant of shares carried out in the last 3 fiscal years and planned for the current fiscal year, from the board of directors and the statutory board, prepare a table with the following content:	X
a. body	X
b. total number of members	X
c. number of paid members	X
d. grant date	X
e. number of shares granted	X
f. maximum deadline for delivery of shares	X
g. restriction period for the transfer of shares	X
h. fair value of shares on grant date	X
i. multiplication of the number of shares granted by the fair value of the shares on the date of grant	X
<b>8.11.</b> In relation to the shares delivered relating to the stock based compensation of the board of directors and the statutory board, in the last 3 fiscal years, prepare a table with the following content:	X
a. body	X





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b. total number of members	X
c. number of paid members	X
d. number of shares	X
e. weighted average acquisition price	X
f. weighted average market price of shares acquired	X
g. multiplication of the total shares acquired by the difference between the weighted average acquisition price and the weighted average market price of the shares acquired	X
<b>8.12.</b> Summary description of the information necessary to understand the data disclosed in items 8.5 to 8.11, such as an explanation of the method for pricing the value of shares and options, indicating, at a minimum:	X
a. pricing model	X
b. data and assumptions used in the pricing model , including the weighted average share price, exercise price, expected volatility, option life, expected dividends and the risk-free interest rate	X
c. method used and assumptions assumed to incorporate the expected effects of early exercise	X
d. way of determining expected volatility	X
e. whether any other characteristic of the option was incorporated in the measurement of its fair value	X
<b>8.13.</b> Inform the number of shares, quotas and other securities convertible into shares or quotas, issued, in Brazil or abroad, by the issuer, its direct or indirect controllers, controlled companies or companies under common control, which are	X



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held by members of the board of directors , the statutory board or the fiscal council, grouped by body <sup>87</sup>	
<b>8.14.</b> In relation to the pension plans in force granted to members of the board of directors and statutory officers, provide the following information in table form:	X
a. body	X
b. total number of members	X
c. number of paid members	X
d. plan name	X
e. number of administrators who meet the conditions to retire	X
f. conditions for early retirement	X
g. updated value of contributions accumulated in the pension plan until the end of the last fiscal year, minus the portion relating to contributions made directly by administrators	X
h. total accumulated value of contributions made during the last fiscal year, minus the portion relating to contributions made directly by administrators	X
i. whether there is the possibility of early redemption and what the conditions are	X
<b>8.15.</b> In table form, indicate, for the last 3 fiscal years, in relation to the board of directors, the statutory board and the fiscal council <sup>88</sup> :	X

<sup>87</sup> To avoid duplication, when the same person is a member of the board of directors and the executive board, the securities held by him or her must be disclosed exclusively in the amount of securities held by the members of the board of directors.

<sup>88</sup> To determine the values to be inserted in this item, use the criteria established in item 8.2 .



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a. body	X
b. total number of members	X
c. number of paid members	X
d. value of the highest individual remuneration	X
e. value of the lowest individual remuneration	X
f. average value of individual remuneration (total remuneration divided by the number of paid members)	X
<b>8.16.</b> Describe contractual arrangements, insurance policies or other instruments that structure compensation or indemnity mechanisms for administrators in the event of dismissal from office or retirement, indicating the financial consequences for the issuer	X
<b>8.17.</b> In relation to the last 3 fiscal years and the forecast for the current fiscal year, indicate the percentage of the total remuneration of each body recognized in the issuer's results referring to members of the board of directors, statutory board or fiscal council who are parties related to the controlling parties, direct or indirect, as defined by the accounting rules that deal with this matter	
<b>8.18.</b> In relation to the last 3 fiscal years and the forecast for the current fiscal year, indicate the amounts recognized in the issuer's results as remuneration of members of the board of directors, statutory board or fiscal council, grouped by body, for any reason other than the role they occupy, such as commissions and consultancy or advisory services provided	X
<b>8.19.</b> In relation to the last 3 fiscal years and the forecast for the current fiscal year, indicate the amounts recognized in the results of direct or indirect controllers, of companies under common control and of subsidiaries of the issuer, such as remuneration of members of the board of directors, of statutory board or the issuer's	



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fiscal council, grouped by body, specifying under what title such values were attributed to such individuals	
<b>8.20.</b> Provide other information that the issuer considers relevant	
<b>9. Auditors</b>	
<b>9.1.</b> For the independent auditors, indicate <sup>89</sup> :	
a. name	
b. Individual/Corporate Taxpayer ID Number	
c. dates of contracting and beginning of service provision, as well as a description of the services provided	
d. eventual replacement of the auditor, informing:	
i. justification for replacement	

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~~<sup>89</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.~~

<sup>89</sup>When submitting the annual reference form, the information must refer to the last fiscal year ended. When submitting the reference form in connection with the application for registration as a securities issuer without a concomitant application for registration of a public offering, the information must refer to the last 3 fiscal years ended. When submitting the reference form on account of the application for registration of distribution of securities without a concomitant application for registration of issuer of securities, the information must refer to the last fiscal year ended and the current fiscal year. When submitting the reference form on account of the application for registration of distribution of securities with a concomitant application for registration of issuer of securities, the information must refer to the last 3 closed fiscal years and the current fiscal year.

• *Footnote nº 89 with wording given by CVM Resolution nº 198, of January 31, 2024.*



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<p>ii. possible reasons presented by the auditor in disagreement with the issuer's justification for his replacement, according to specific CVM regulations regarding the matter</p>	
<p><b>9.2.</b> Inform the total amount of remuneration of independent auditors in the last fiscal year, detailing the fees related to audit services and those related to any other services provided</p>	
<p><b>9.3.</b> <del>Provide other information that the issuer deems relevant.</del> If the auditors or people linked to them, in accordance with the independence standards of the Federal Accounting Council, have been hired by the issuer or people from its economic group, to provide services other than auditing, describe the policy or procedures adopted by the issuer to avoid the existence of conflict of interest, loss of independence or objectivity of its independent auditors</p> <p><b>• Item 9.3 as amended by CVM Resolution No. 162 of July 13, 2022.</b></p>	
<p><b>9.4.</b> Provide other information that the issuer considers relevant</p> <p><b>• Item 9.4 included by CVM Resolution No. 162 of July 13, 2022.</b></p>	
<p><b>10. Human Resources</b></p>	
<p><b>10.1.</b> <del>Describe the issuer's human resources, providing the following information<sup>90</sup>:</del></p>	✗
<p><del>a. number of employees, total and by groups, based on the activity performed, geographic location and diversity indicators, which, within each hierarchical level of the issuer, cover<sup>91</sup>:</del></p>	✗

<sup>90</sup>When submitting the annual reference form, the information must refer to the last fiscal year. When submitting the reference form in connection with the application for registration of distribution of securities, the information must refer to the latest financial statements at the end of the fiscal year and the latest accounting information disclosed by the issuer. When submitting the reference form in connection with the application for registration as a securities issuer, the information must refer to the last 3 fiscal years and the current fiscal year.

<sup>91</sup>The grouping of employees by diversity indicators must consider the hierarchical levels of these employees, according to the segmentation that the issuer deems most appropriate to portray its internal organization.



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i. <del>self-declared gender identity</del>	-
ii. <del>self-declared color or race identity</del>	-
iii. <del>age group</del>	-
iv. <del>other diversity indicators that the issuer deems relevant</del>	-
<b>10.1.</b> Describe the issuer's human resources, providing the following information:	X
a. number of employees, total and by groups, based on the activity performed, geographic location and diversity indicators, which, within each hierarchical level of the issuer, cover:	X
i. self-declared gender identity	X
ii. self-declared color or race identity	X
iii. age group	X
iv. other diversity indicators that the issuer considers relevant	X
<b>• Item "10.1.a" as worded by CVM Resolution No. 180, of March 22, 2023.</b>	
b. number of outsourced workers (total and by groups, based on the activity performed and geographic location)	X
c. turnover rate	X
<b>10.2.</b> Comment on any relevant changes that occurred in relation to the numbers disclosed in item 10.1 above	X
<b>10.3.</b> Describe the issuer's employee compensation policies and practices, stating:	X

90 e 91\_ REVOKED

• Footnotes nº 90 and 91 revoked by CVM Resolution nº 180, of March 22, 2023.



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a. salary and variable remuneration policy	X
b. benefits policy	X
c. characteristics of stock based compensation plans for non-management employees, identifying:	X
i. beneficiary groups	X
ii. conditions for exercise	X
iii. strike prices	X
iv. exercise deadlines	X
v. number of shares committed by the plan	X
d. ratio between (i) the highest individual remuneration (considering the composition of the remuneration with all the items described in field 8.2.d) recognized in the issuer's results in the last fiscal year, including the remuneration of statutory administrator, if applicable; and (ii) the median of individual remuneration of the issuer's employees in Brazil, disregarding the highest individual remuneration, as recognized in its results in the last fiscal year	X
<b>10.4.</b> Describe the relations between the issuer and unions, indicating whether there were stoppages and strikes in the last 3 fiscal years	X
<b>10.5.</b> Provide other information that the issuer considers relevant	
<b>11. Transactions with related parties</b>	
<b>11.1.</b> Describe the issuer's rules, policies and practices regarding the carrying out of transactions with related parties, as defined by the accounting rules that deal with this matter, indicating, when there is a formal policy adopted by the issuer, the body	X



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responsible for its approval, date of approval and , if the issuer discloses the policy, websites where the document can be consulted	
<b>11.2.</b> Except for operations that fall within the hypotheses of art. 3rd, II, “a”, “b” and “c”, of Annex F, inform, in relation to transactions with related parties that, according to accounting standards, must be disclosed in the individual or consolidated financial statements of the issuer and that have were concluded in the last fiscal year or are in force in the current fiscal year:	
a. name of related parties	
b. relationship of the parties with the issuer	
c. transaction date	
d. object of the contract	
e. whether the issuer is a creditor or debtor	
f. amount involved in the business	
g. existing balance	
h. amount corresponding to the interest of such related party in the business, if it is possible to determine	
i. related guarantees and insurance	
j. duration	
k. conditions of termination or extinction	
l. nature and reasons for the operation	
m. interest rate charged, if applicable	
n. measures taken to address conflicts of interest	





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o. demonstration of the strictly commutative nature of the agreed conditions or the appropriate compensatory payment	
<b>11.3.</b> Provide other information that the issuer considers relevant	
<b>12. Capital stock and securities</b>	
<b>12.1.</b> Prepare a table containing the following information about the capital stock:	
a. issued capital, separated by class and type	
b. subscribed capital, separated by class and type	
c. paid-in capital, separated by class and type	
d. deadline for payment of capital not yet paid in, separated by class and type	
e. authorized capital, informing the remaining limit for new issues, in number of shares or capital value	
f. securities convertible into shares and conditions for conversion	
<b>12.2.</b> Foreign issuers must describe the rights of each class and type of share issued and the rules of their country of origin and the country in which the shares are held in custody regarding:	X
a. right to dividends	X
b. voting rights	X
c. convertibility into another class or type of share, indicating:	X
i. conditions	X
ii. effects on capital stock	X
d. rights in repayment of capital	X



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e. right to participate in a public offering by sale of control	X
f. outstanding restrictions	X
g. conditions for changing the rights secured by such securities	X
h. possibility of redemption of shares, indicating:	X
i. redemption possibilities	X
ii. redemption value calculation formula	X
i. hypotheses of cancellation of registration, as well as the rights of security holders in this situation	X
j. hypotheses in which security holders will have a preemptive right to subscribe to shares, securities backed by shares or securities convertible into shares, as well as the respective conditions for exercising this right, or cases in which this right is not guaranteed , if applicable	X
k. other relevant characteristics	X
<b>12.3.</b> Describe other securities issued in Brazil that are not shares and that have not expired or been redeemed, indicating:	
a. identification of the security	
b. amount	
c. overall par value	
d. issue date	
e. outstanding balance at the end of the last fiscal year	
f. outstanding restrictions	



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g.	convertibility into shares or granting the right to subscribe or purchase shares from the issuer, informing:	
i.	conditions	
ii.	effects on capital stock	
h.	possibility of redemption, indicating:	
i.	redemption possibilities	
ii.	redemption value calculation formula	
i.	where the securities are debt securities, indicate, where applicable:	
i.	maturity, including early maturity conditions	
ii.	interests	
iii.	collateral and, if secured, description of the asset	
iv.	in the absence of collateral, if the credit is unsecured or subordinate	
v.	any restrictions imposed on the issuer regarding:	
	<ul style="list-style-type: none"><li>to the distribution of dividends</li></ul>	
	<ul style="list-style-type: none"><li>disposal of certain assets</li></ul>	
	<ul style="list-style-type: none"><li>taking on new debt</li></ul>	
	<ul style="list-style-type: none"><li>the issuance of new securities</li></ul>	
	<ul style="list-style-type: none"><li><del>to</del> carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries</li></ul>	
vi.	the trustee, indicating the main terms of the contract	



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j. conditions for changing the rights secured by such securities	
k. other relevant characteristics	
<b>12.4.</b> Number of holders of each type of security described in item 12.3, as determined at the end of the previous year	
<b>12.5.</b> Indicate the Brazilian markets in which the issuer's securities are admitted to trading	
<b>12.6.</b> For each class and type of security admitted to trading on foreign markets, indicate:	
a. country	
b. market	
c. market managing entity on which securities are admitted to trading	
d. date of admission to trading	
e. if any, indicate the trading segment	
f. start date of listing in the trading segment	
g. percentage of trading volume abroad in relation to the total trading volume of each class and type in the last financial year	
h. if any, proportion of certificates of deposit abroad in relation to each class and type of shares	
i. if any, depository bank	
j. if any, custodian institution	
<b>12.7.</b> Describe securities issued abroad, where relevant, indicating, if applicable:	



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a. identification of the title, indicating the jurisdiction	
b. amount	
c. overall par value	
d. issue date	
e. outstanding balance at the end of the last fiscal year	
f. outstanding restrictions	
g. convertibility into shares or granting the right to subscribe or purchase shares from the issuer, informing:	
i. conditions	
ii. effects on capital stock	
h. possibility of redemption, indicating:	
i. redemption possibilities	
ii. redemption value calculation formula	
i. where the securities are debt securities, indicate:	
i. maturity, including early maturity conditions	
ii. interests	
iii. collateral and, if secured, description of the asset	
iv. in the absence of collateral, if the credit is unsecured or subordinate	
v. any restrictions imposed on the issuer regarding:	



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<ul style="list-style-type: none"> <li>to the distribution of dividends</li> </ul>	
<ul style="list-style-type: none"> <li>disposal of certain assets</li> </ul>	
<ul style="list-style-type: none"> <li>taking on new debt</li> </ul>	
<ul style="list-style-type: none"> <li>the issuance of new securities</li> </ul>	
<ul style="list-style-type: none"> <li>to carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries</li> </ul>	
j. conditions for changing the rights secured by such securities	
k. other relevant characteristics	
<b>12.8.</b> If the issuer has made a public offering for the distribution of securities in the last 3 fiscal years, indicate:	X
a. how the proceeds from the offering were used	X
b. whether there were relevant deviations between the effective application of funds and the application proposals disclosed in the respective distribution prospectuses	X
c. in case there were deviations, the reasons for such deviations	X
<b>12.9.</b> Provide other information that the issuer considers relevant	
<b>13. Identification of individuals responsible for the form content</b>	
<b>13.1.</b> Individual statements from the President and the Investor Relations Director duly signed, attesting that:	
a. they reviewed the Reference Form	



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b. All information contained in the form complies with the provisions of CVM Resolution 80, in particular articles 15 to 20	
c. the information contained therein truthfully, accurately and completely portrays the issuer's activities and the risks inherent to its activities	
<b>13.2.</b> Individual declaration of the new chairman or Investor Relations Officer duly signed, attesting that: <sup>92</sup>	
a. reviewed the information that was updated on the reference form after taking office	
b. all information that was updated in the form in the form of item “a” above complies with the provisions of CVM Resolution 80, in particular articles 15 to 20	

• **Annex C as amended by CVM Resolution No. 59, of December 22, 2021.**

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<sup>92</sup>This declaration must be presented if the reference form is updated pursuant to art. 25, §§ 3 and 4, of CVM Resolution No. 80, of 2022, after the inauguration of a new President or new Investor Relations Director. In cases where the reference form is presented due to a request for registration of public distribution of securities, the new occupants of the position of President and Investor Relations Director must sign the declaration provided for in item 13.1.



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### ANNEX D TO CVM RESOLUTION 80, OF MARCH 29, 2022

Report on the Brazilian Code of Corporate Governance – Corporations (“Code”)

Effective date: [inform the document delivery date]

<p><b>1.</b> Regarding principle 1.1: “Each share must give the right to one vote”</p>
<p>a. inform if the issuer follows the following recommended practice: “the capital stock of the company should consist only of common stock”</p>
<p>b. in the case of non-adoption of the recommended practice, present, in line with the Code's guidelines, the reasons that led the issuer to adopt other shareholding structures<sup>93</sup></p>
<p><b>2.</b> Regarding principle 1.2: “shareholder agreements will not transfer to shareholders the obligation to decide on matters that are within the responsibility of the Board of Directors, the management or the audit committee”</p>
<p>a. inform whether shareholder agreements filed at the issuer headquarters or of which the controlling shareholder is a party, regulating the exercise of voting rights or the transfer of shares issued by the issuer, follow the following recommended practice: “shareholder agreements should not bind the exercise of voting rights of any director or member of the supervisory and control bodies”</p>
<p>b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the shareholder's justification on the matter<sup>94</sup></p>
<p><b>3.</b> Regarding principle 1.3: “Management must seek the engagement of shareholders, encourage attendance at general meetings and the correct understanding of the matters to be resolved ,</p>

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<sup>93</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>94</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.





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as well as facilitate the nomination and election of candidates for the board of directors and fiscal council”
a. inform whether the issuer follows the following practices:
i. “the management must use the meeting to communicate how they are managing the business, and the management must publish a manual to facilitate and encourage participation in the general meetings”
ii. "the minutes must allow full understanding of the discussions held at the meeting, even if summarized, and identify the votes cast by shareholders”
b. in the event of non-adoption of recommended practices or their partial adoption, present the issuer's justification on the matter <sup>95</sup>
<b>4.</b> Regarding principle 1.4: “Defense measures, if adopted by the company, should prevent opportunistic acquisitions of significant portions of the company's capital at unfavorable market conditions, preserving liquidity or maximizing the value of the shares, for the benefit of all shareholders”
a. if there are mechanisms to protect from widely spreading shares provided for in the issuer's articles of incorporation, inform:
i. whether the issuer has followed the following recommended practice: "the Board of Directors will make a critical analysis of the advantages and disadvantages of the defense measure and its characteristics, and in particular of the triggers and price parameters, if applicable, explaining them”
ii. whether these mechanisms are in accordance with the following best practices:
<ul style="list-style-type: none"><li>• “clauses that make it impossible to remove the measure from the articles of incorporation, the so-called ‘stony clauses’, should not be used”</li></ul>

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<sup>95</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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<ul style="list-style-type: none"><li>• "in the event that the articles of incorporation determine the conduct of a Public Acquisition Offer (OPA), whenever a shareholder or group of shareholders directly or indirectly achieves a relevant portion of the voting capital, the rule for determining the Offer price will not impose increases in premiums substantially above the economic or market value of the shares"</li></ul>
b. in the case of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>96</sup>
c. If the adoption of practices is indicated, inform, in line with the Code's guidelines: <sup>97</sup>
i. where the critical analysis of the Board of Directors regarding the advantages and disadvantages of the defense measure and its characteristics and, above all, the triggers and price parameters can be found on the internet
ii. the reasons why the issuer understands that premium additions above economic or market value are not substantial
5. Regarding principle 1.5: "regardless of the legal form and the terms and conditions negotiated for the transaction giving rise to the change of control, all shareholders of the company subject to the transaction must be treated fairly and equitably"
a. inform whether the issuer follows the following recommended practice: "the company's article of incorporation should establish that: (i) direct or indirect sale of the shareholder control must be accompanied by a Public Acquisition Offer (OPA) addressed to all shareholders, at the same price and conditions obtained by the selling shareholder; (ii) the management must express themselves on the terms and conditions of corporate reorganizations, capital increases and other transactions that give rise to the change of

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<sup>96</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>97</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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control, and state whether they ensure fair and equitable treatment of the company's shareholders.”
b. in the event of non-adoption of recommended practices or their partial adoption, present the issuer's justification on the matter <sup>98</sup>
<b>6.</b> Regarding principle 1.6: "the Board of Directors will provide guidance to shareholders regarding OPAs"
a. inform whether the issuer follows the following practice: "the articles of incorporation will provide for the Board of Directors to give its opinion regarding any OPA involving shares or convertible or share exchangeable securities issued by the company, which will contain, among other relevant information, the opinion of the management on the eventual acceptance of the OPA and on the economic value of the company”
b. in the case of non-adoption of the recommended practice or its partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>99</sup>
<b>7.</b> Regarding principle 1.7: "the company's profit and loss allocation policy must respect the economic and financial characteristics of the business – cash generation and the need for investments – and be known to all stakeholders, shareholders and investors”
a. inform whether the issuer follows the following practice: "the company must prepare and disclose a profit allocation policy defined by the Board of Directors. Among other things, such a policy should provide for the frequency of dividend payments and the benchmark to be used to define their amount (percentages of adjusted net income and free cash flow, among others)" <sup>100</sup>

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<sup>98</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>99</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>100</sup>The Brazilian Code of Corporate Governance - Public Companies admits that the corporate policies recommended by it may be gathered in whole or in part in a single document.



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<p>b. in the event of non-adoption of recommended practices or their partial adoption, present the issuer's justification on the matter <sup>101</sup></p>
<p><b>8.</b> Regarding principle 1.8: "the orientation of the company's activities by the controlling shareholder, in such a way that it meets the public interest that justified the creation of the government-controlled company, must be reconciled with the interests of the other shareholders and investors in the company's securities"</p>
<p>a. the government-controlled company issuer must inform if it follows the following practices:</p>
<p>i. "the articles of incorporation must clearly and precisely identify the public interest that justified the creation of the government-controlled company, in a specific chapter"</p>
<p>ii. "the Board of Directors must monitor the company's activities and establish policies, mechanisms and internal controls to determine the possible costs of serving the public interest and any compensation of the company or other shareholders and investors by the controlling shareholder"</p>
<p>b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>102</sup></p>
<p>c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines:<sup>103</sup></p>
<p>i. clearly and precisely identify the public interest that justified the creation of the government-controlled company</p>

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<sup>101</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>102</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>103</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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ii. how and how often the board of directors monitors the issuer's activities
iii. the policies, mechanisms and internal controls established by the issuer in order to determine the possible costs of serving the public interest and the possible compensation of the company or other shareholders and investors by the controlling shareholder
iv. the costs of serving the public interest and any amounts reimbursed in the last fiscal year
<b>9.</b> Regarding principle 2.1: "the Board of Directors will exercise its attributions considering the long-term interests of the company, the impacts arising from its activities on society and the environment and the fiduciary duties of its members, acting as guardian of the principles, values, corporate purpose and governance system of the company"
a. inform if the issuer follows the following recommended practice: "the Board of Directors must, without prejudice to other legal, statutory and other practices provided for in the code: (i) define business strategies, considering the impacts of the company's activities on society and the environment, aiming at the company's sustainability and long-term value creation; (ii) periodically evaluate the company's exposure to risks and the effectiveness of risk management systems, internal controls and the integrity/compliance system and approve a risk management policy compatible with business strategies; (iii) define the values and ethical principles of the company and ensure the maintenance of transparency of the issuer in the relationship with all interested parties; (iv) annually review the corporate governance system to improve it"
b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>104</sup>

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<sup>104</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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<p>c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines, how the body acts regarding each of the recommended practices<sup>105</sup></p>
<p><b>10.</b> Regarding principle 2.2: "the Board of Directors must have members with a diverse profile, an adequate number of independent directors, and a size that allows the creation of committees, the effective debate of ideas and the making of technical, exempt and reasoned decisions"</p>
<p>a. inform whether the issuer follows the following recommended practices:</p>
<p>i. "the articles of incorporation will establish that: (i) the Board of Directors is composed mostly of external members, with at least one third of independent members; (ii) the Board of Directors will annually evaluate and disclose who the independent directors are, as well as indicate and justify any circumstances that may compromise their independence"<sup>106</sup></p>
<p>ii. "the Board of Directors must approve an appointment policy that establishes: (i) the process for appointing members of the Board of Directors, including to participate in other bodies of the company; and (ii) that the Board of Directors must be composed considering the availability of time of its members for the exercise of their functions and the diversity of knowledge, experiences, behaviors, cultural aspects, age group and gender"<sup>107</sup></p>
<p>b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter, informing:<sup>108</sup></p>

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<sup>105</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>106</sup>To verify adherence to recommended practice, the rounding rules and guidance parameters of the Brazilian Code of Corporate Governance - Public Companies must be taken into account for assessing the independence of administrators.

<sup>107</sup>The Brazilian Code of Corporate Governance - Public Companies provides that the corporate policies recommended by it may be gathered in whole or in part in a single document.

<sup>108</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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<p>i. reason why the company does not have a formalized appointment policy, indicating whether there are other issuer documents, such as the articles of incorporation, that regulate the appointment process of members of the Board of Directors</p>
<p>ii. reason why the policy does not cover all best practices</p>
<p>iii. reason why the issuer's assessment of the independence of directors differs from the guidance parameters set out in the Code</p>
<p>c. in the case where the practice is recommended, inform, in line with the Code's guidelines, how the policy is implemented in the day-to-day life of the company, describing how the process for the appointment of members of the Board of Directors and indicating the participation of other company bodies, including the Appointment Committee <sup>109</sup></p>
<p><b>11.</b> Regarding principle 2.3: "the chairman of the board will coordinate the activities of the Board of Directors seeking the effectiveness and good performance of the body and each of its members, serving as a link between the Board of Directors and the CEO"</p>
<p>a. inform if the issuer: "the CEO will not hold the position of chairman of the Board of Directors"</p>
<p>b. in the case of non-adoption of the practice, present, in line with the Code's guidelines, the issuer's justification on the matter, informing the possible alternative practices adopted to prevent the concentration of powers of chairman of the board and CEO from impairing the performance monitoring of the management by the Board of Directors <sup>110</sup></p>
<p><b>12.</b> Regarding principle 2.4: "the Board of Directors will establish mechanisms for periodic performance evaluation that contribute to its effectiveness and to the improvement of the company's governance"</p>

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<sup>109</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>110</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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a. inform whether the issuer follows the following recommended practice: “The company must implement an annual process of evaluating the performance of the board of directors and its committees, such as collegial bodies, the chairman of the board of directors, the advisors, individually considered, and the governance secretariat, if applicable”

b. in the case of non-adoption of the recommended practice or its partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter, informing whether there is a process conducted more frequently than one year or alternative practices adopted to meet the principle, indicating, if so, the criteria considered in the evaluation and whether there is the participation of external experts in the process<sup>111</sup>

c. in the case of indicating the adoption of the practice, inform, in line with the Code's guidelines, the criteria considered in the evaluation, whether there is participation of external experts, and with what frequency, whether the process considers assiduity in the examination and debate of matters discussed, the active contribution in the decision-making process and commitment to the exercise of functions, main points identified for the improvement of the body and the corrective actions implemented<sup>112</sup>

**13.** Regarding principle 2.5: "the Board of Directors must ensure the continuity of the company's management, avoiding that the succession of its main leaders ends up affecting the company's performance and generating destruction of its value”

a. inform whether the issuer follows the following recommended practice: “The board of directors must approve and keep updated a succession plan for the CEO, the preparation of which must be coordinated by the chairman of the board of directors”

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<sup>111</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>112</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.





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<p>b. in the case of non-adoption of the recommended practice or its partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter<sup>113</sup></p>
<p>c. in the case of indicating the adoption of the practice, inform, in line with the Code's guidelines, the date of approval of the succession plan and the date of its last update</p>
<p><b>14.</b> Regarding principle 2.6: "in order to perform his duties well, the member of the Board of Directors must understand the company's business"</p>
<p>a. inform whether the issuer follows the following recommended practice: "the company must have an integration program for new members of the board of directors, previously structured, so that said members are introduced to the company's key people and its facilities and in which essential topics for understanding the company's business are addressed"</p>
<p>b. in the case of non-adoption of the recommended practice or its partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter, and any alternative procedures adopted by the issuer may be indicated<sup>114</sup></p>
<p>c. in the case of indicating the adoption of the practice, describe, in line with the Code's guidelines, the integration program for new counselors</p>
<p><b>15.</b> Regarding principle 2.7: "the compensation of the members of the Board of Directors must be aligned with the strategic objectives of the company with a focus on its sustainability and the creation of value in the long term"</p>
<p>a. inform whether the issuer follows the following recommended practice: "the compensation of the members of the Board of Directors should be proportional to the assignments, responsibilities and time demands. There should be no compensation based on attendance</p>

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<sup>113</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>114</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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at meetings, and variable compensation of directors, if any, should not be tied to short-term results”
b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the reasons that justify: <sup>115</sup>
i. the possibility of a director's compensation to differ from the that of other members
ii. that the compensation of board members is based on attendance at meetings or linked to short-term results
<b>16.</b> In relation to principle 2.8: “The actions of the board of directors must be guided by a document containing rules that regulate its structure and form of action”
a. inform whether the issuer follows the following recommended practice: “the board of directors must have an internal regulation that regulates its responsibilities, duties and operating rules, including: (i) the duties of the chairman of the board of directors; (ii) the rules for replacing the chairman of the board in his absence or vacancy; (iii) the measures to be adopted in situations of conflict of interest; and (iv) defining a sufficient period of time in advance to receive materials for discussion at meetings, with adequate depth.” <sup>116</sup>
b. in the case of non-adoption of the recommended practice or its partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter, indicating whether there is another internal document that regulates the operating processes of the board of directors , and must be informed, if the internal regulations do not do so, what measures must be taken in the face of situations involving conflicts of interest <sup>117</sup>

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<sup>115</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>116</sup>The Brazilian Code of Corporate Governance - Public Companies provides that the corporate policies recommended by it may be gathered in whole or in part in a single document.

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**17.** Regarding principle 2.9: "the Board of Directors must adopt a set of actions that provide the effectiveness of its meetings, facilitate the performance of external directors and give transparency to its performance"

a. inform whether the issuer follows the following recommended practices:

i. "the Board of Directors must define an annual calendar with the dates of the annual meetings, which should not be less than six or more than twelve, in addition to convening special meetings, whenever necessary. This calendar will provide for an annual thematic agenda with relevant issues and discussion dates"

ii. "board meetings should regularly provide for exclusive sessions for external directors, without the presence of executives and other guests, for alignment of external directors and discussion of issues that may create embarrassment"

iii. "the minutes of the board meeting must be clearly drawn up and record the decisions taken, the persons present, the divergent votes and abstentions from voting"

b. in the event of non-adoption of recommended practices or their partial adoption, present the issuer's justification on the matter, indicating: (i) if the calendar does not provide for the number of meetings greater than six and less than twelve, the reasons for this fact; (ii) if the calendar does not indicate the discussion dates of the most relevant issues, the justification for this, informing whether it is a recurring practice or an exceptional situation influenced by a certain context; (iii) why the calendar does not provide for exclusive meetings between external directors, or why these meetings, even if foreseen, did not take place<sup>118</sup>

c. in order to comply with the practice indicated in paragraph 17.a.iii, indicate, in line with the Code's guidelines, whether the bylaws of the Board of Directors provide for the adoption of these practices

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<sup>118</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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**18.** Regarding principle 3.1: "the management must manage the company's business in compliance with the risk limits and guidelines approved by the Board of Directors"

a. inform whether the issuer follows the following recommended practices:

i. "the management will, without prejudice to its legal and statutory responsibilities and other practices provided for in the Code: (i) implement the risk management policy and, whenever necessary, propose to the Board any need to revise this policy, due to changes in the risks to which the company is exposed; (ii) implement and maintain effective mechanisms, processes and programs for monitoring and disclosing the financial and operational performance and the impacts of the company's activities on society and the environment"

ii. "the management must have its own bylaws that establish its structure, its functioning and its roles and responsibilities"

b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter, informing:

i. in cases where the risk limits and guidelines approved by the Board of Directors have not been observed or the strategies defined by it have not been implemented in the previous fiscal year, provide the reason for this fact

ii. in cases where there are no bylaws or if the bylaws do not fully comply with reality, provide the reason for this fact

**19.** Regarding principle 3.2: "the goal of appointing and filling management and managerial positions process should be to form a group aligned with the company's ethical principles and values, considering diversity, including gender, as well as finding people with complementary skills and qualified to face the company's challenges"

a. inform whether the issuer follows the following recommended practice: "no management or managerial positions should be saved for direct appointment by shareholders"



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b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter, informing:

i. if saving the position is provided for in a shareholders' agreement, the justification of the shareholders signing the agreements on the subject, addressing, for example, the specific characteristics of the company's control structure that could justify such a practice, as well as the possible existence of mitigation mechanisms, such as the establishment of requirements for holding the position to be filled by the appointed person

ii. . if saving the position is provided for by law or by the articles of incorporation, the reasons justifying this practice, as well as the possible existence of mitigation mechanisms, such as the establishment of requirements for for holding the position to be filled by the appointed person

**20.** Regarding principle 3.3: "the CEO and the management should be evaluated on the basis of performance targets, financial and non-financial (including environmental, social and governance aspects), aligned with the values and ethical principles of the company"

a. inform whether the issuer follows the following recommended practices:

i. "the CEO must be evaluated annually in a formal process conducted by the Board of Directors, where it is reviewed the achievement of the financial and non-financial performance targets established by the Board of Directors for the company"

ii. "the results of the evaluation of the other directors, including the proposals of the CEO regarding the goals to be agreed and the permanence, promotion or dismissal of the executives in their respective positions, must be presented, analyzed, discussed and approved at a meeting of the Board of Directors"



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b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>119</sup>
c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines. <sup>120</sup>
i. period in which the CEO and other officers evaluations were conducted
ii. dates of the board meetings at which the evaluation of the CEO was carried out and the results of the evaluation of the other officers were presented, analyzed, discussed and approved
<b>21.</b> Regarding principle 3.4: "the compensation of the management must be aligned with the strategic objectives of the company with a focus on its sustainability and the creation of value in the long term"
a. inform whether the issuer follows the following recommended practices:
i. "the management' compensation must be defined by a compensation policy approved by the Board of Directors through a formal and transparent procedure that considers the costs and risks involved" <sup>121</sup>
ii. "the compensation of the management must be linked to results, with clear and objective medium and long-term goals regarding the generation of economic value for the company in the long run"

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<sup>119</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>120</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>121</sup>The Brazilian Code of Corporate Governance - Public Companies provides that the corporate policies recommended by it may be gathered in whole or in part in a single document.



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<p>iii. "the incentive structure must be aligned with the risk limits defined by the Board of Directors and prevent the same person from controlling the decision-making process and its respective supervision. No one should decide on their own compensation"</p>
<p>b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>122</sup></p>
<p>c. . if the adoption of the practices is recommended, inform, in line with the Code's guidelines, the reason why the issuer believes that it is adhering to the recommended practices <sup>123</sup></p>
<p><b>22.</b> Regarding principle 4.1: "the Company will have a statutory, independent and qualified audit committee"</p>
<p>a. inform whether the issuer has a statutory audit committee and whether it follows the following recommended practice: "The statutory audit committee must: (i) have among its responsibilities to advise the board of directors in monitoring and controlling the quality of the financial statements, in internal controls, risk management and <b>compliance</b> ; (ii) be made up mostly of independent members and coordinated by an independent advisor <sup>124</sup>; (iii) have at least one of its independent members with proven experience in the accounting-corporate, internal controls, financial and auditing areas, cumulatively; and (iv) have its own budget for hiring consultants for accounting, legal or other matters, when the opinion of an external expert is necessary."</p>
<p>b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter, which may</p>

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<sup>122</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>123</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>124</sup>To verify adherence to recommended practice, the guiding parameters of the Brazilian Code of Corporate Governance - Public Companies must be taken into account for assessing the independence of administrators.



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describe the alternative practices adopted for monitoring and controlling the quality of financial statements, internal controls, risk management and compliance <sup>125</sup>
c. in the case where the practice is recommended, inform, in line with the Code's guidelines, the reason why the issuer believes that the functioning of the statutory committee is adhering to the recommended practices <sup>126</sup>
<b>23.</b> Regarding principle 4.2: “The fiscal council, if installed, must be provided with the resources and management support necessary for its members to be able to perform their individual duties of independent inspection effectively”
a. inform whether the issuer follows the following recommended practices:
i. “the fiscal council must have its own bylaws that describe its structure, its functioning, work program, its roles and responsibilities, without creating embarrassment to the individual performance of its members”
ii. “the minutes of the fiscal council meetings must comply with the same disclosure rules as the minutes of the board of directors” <sup>127</sup>
b. in the event of non-adoption of recommended practices or their partial adoption, present the issuer's justification on the matter <sup>128</sup>
<b>24.</b> Regarding principle 4.3: "independent auditors should report to the Board of Directors. The board must ensure the independence of the independent auditors in their performance”

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<sup>125</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>126</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>127</sup>In accordance with the Brazilian Code of Corporate Governance - Public Companies, in order to comply with the practice, the disclosure of the minutes of the fiscal council must include the opinions and votes of the fiscal councilors, dissenting or not, the voting justifications and other documents by they elaborated.

<sup>128</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.





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a. inform whether the issuer follows the following recommended practices:
i. “the Company will establish a policy for hiring non-audit services of its independent auditors, approved by the Board of Directors, which prohibits hiring non-audit services that may compromise the independence of the auditors. The company must not hire as an independent auditor anyone who has provided internal audit services for the company for less than 3 (three) years” <sup>129</sup>
ii. “the independent audit team must report to the board of directors, through the audit committee, if existing. The audit committee must monitor the effectiveness of the work of independent auditors, as well as their independence. It must also evaluate and discuss the independent auditor’s annual work plan and forward it to the board of directors for consideration.”
b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>130</sup>
<b>25.</b> Regarding principle 4.4: "the company must structure its internal audit in a manner compatible with the size, complexity and risks of its business, and the Board of Directors is responsible for ensuring the qualification and independence of the professionals of the internal audit team in relation to the management”
a. inform whether the issuer follows the following recommended practices:
i. “the company must have an internal audit area directly linked to the board of directors”
ii. “in case of outsourcing this activity, internal audit services must not be performed by the same company that provides financial statement audit services. The company

<sup>129</sup>The Brazilian Code of Corporate Governance - Public Companies provides that the corporate policies recommended by it may be gathered in whole or in part in a single document.

<sup>130</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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<p>should not hire anyone who has provided independent audit services to the company for less than three years for internal auditing.”</p>
<p>b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>131</sup></p>
<p>c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines, the reason why the issuer understands that the operation of the internal audit is adhering to the recommended practice, describing how the internal audit is structured and its adequacy to the size and complexity of its activities<sup>132</sup></p>
<p><b>26.</b> Regarding principle 4.5: "the Company will have an appropriate risk management process and maintain internal controls and integrity/compliance programs appropriate to the size, risk and complexity of its activities”</p>
<p>a. inform whether the issuer follows the following recommended practices:</p>
<p>i. “the company must adopt a risk management policy, approved by the Board of Directors, which includes the definition of the risks for which protection is sought, the instruments used for this purpose, the organizational structure for risk management, the assessment of the adequacy of the operational structure and internal controls in verifying their effectiveness, in addition to defining guidelines for the establishment of acceptable limits for the company's exposure to these risks.”</p>
<p>ii. "it is the responsibility of the Board of Directors to ensure that the management has mechanisms and internal controls to know, evaluate and control risks, in order to maintain them at compatible levels with the limits set, including integrity/compliance program to comply with laws, external and internal regulations and standards”</p>

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<sup>131</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>132</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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<p>iii. "the management will evaluate, at least annually, the effectiveness of the risk management and internal controls policies and systems, as well as the integrity/compliance program and report to the Board of Directors on that assessment"</p>
<p>b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>133</sup></p>
<p>c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines:<sup>134</sup></p>
<p>i. how these practices are adopted by the issuer</p>
<p>ii. date of last board review of the management's assessment of the effectiveness of risk management policies and systems and the integrity or compliance program</p>
<p><b>27.</b> Regarding principle 5.1: "the company must have a code of conduct that promotes its values and ethical principles and reflects the organizational identity and culture and a reporting channel to welcome criticism, doubts, and complaints"</p>
<p>a. inform whether the issuer follows the following recommended practices:</p>
<p>i. "the company must have a conduct committee, independent, autonomous and directly linked to the Board of Directors, in charge of implementing, disseminating, training, reviewing and updating the code of conduct and the complaints channel, as well as conducting investigations and proposing corrective measures related to violations of the code of conduct"</p>
<p>ii. "the code of Conduct, prepared by the management, with the support of the conduct committee, and approved by the Board of Directors, must: (i) discipline the</p>

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<sup>133</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>134</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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company's internal and external relations, expressing the expected commitment of the company, its directors, officers, shareholders, employees, suppliers and stakeholders to the adoption of appropriate standards of conduct; (ii) manage conflicts of interest and provide for the abstention of a member of the Board of Directors, audit committee or conduct committee, if any, which, as the case may be, is in conflict; (iii) clearly define the scope and scope of the actions to investigate the occurrence of situations understood to be carried out with the use of privileged information (for example, use of privileged information for commercial purposes or to obtain advantages in the negotiation of mobile values);(iv) establish that ethical principles underlie the negotiation of contracts, agreements, proposals for amendments to the articles of incorporation, as well as the policies that guide the entire company, and establish a maximum value of goods or services of third parties that managers and employees can accept free of charge or favored"

iii. "the complaints channel must be independent, autonomous and impartial, operating guidelines defined by the management and approved by the Board of Directors. It must be operated independently and impartially, and guarantee the anonymity of its users, in addition to promoting, in a timely manner, the necessary findings and measures. This service may be outsourced to a third party of recognized capacity"

b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the justification of the issuer on the subject, as well as any other means used by the issuer to receive criticism, doubts and complaints <sup>135</sup>

c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines, the members and how the conduct committee and the complaints channel operates, if the complaints channel is internal or if it is outsourced <sup>136</sup>

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<sup>135</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>136</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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**28.** Regarding principle 5.2: "the Company will establish mechanisms to deal with situations of conflict of interest in the company's management or at general meetings"

a. inform whether the issuer follows the following recommended practices:

i. "the company's governance rules must ensure the separation and clear definition of functions, roles and responsibilities associated with the mandates of all governance agents. The decision-making powers of each instance must also be defined, with the aim of minimizing possible sources of conflicts of interest."

ii. "the company's governance rules must be made public and determine that the person who is not independent in relation to the matter under discussion or deliberation in the company's management or supervisory bodies must express, in a timely manner, their conflict of interests or private interest. If it does not do so, these rules must provide for another person to express the conflict, if they are aware of it, and that, as soon as the conflict of interest in relation to a specific topic is identified, the person involved moves away, including physically, from the discussions and deliberations. The rules must provide for this temporary removal to be recorded in the minutes."

iii. "the company must have mechanisms for the management of conflicts of interest in the votes submitted to the general meeting, to receive and process allegations of conflicts of interest, and for the annulment of votes cast in conflict, even after the meeting"

b. in the event of non-adoption of recommended practices or their partial adoption, present, in line with the Code's guidelines, the issuer's justification on the matter <sup>137</sup>

c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines, the mechanisms used by the issuer to implement these practices <sup>138</sup>

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<sup>137</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>138</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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**29.** Regarding principle 5.3: "the Company will have governance policies and practices, to ensure that any and all transactions with related parties are always carried out in the best interests of the company, with full independence and absolute transparency"

a. inform whether the issuer follows the following recommended practices:

i. "the articles of incorporation should define which transactions with related parties should be approved by the Board of Directors, excluding members with any potential conflicting interests"

ii. "the Board of Directors must approve and implement a related party transaction policy, which includes, among other rules: (i) provision that, prior to the approval of specific transactions or guidelines for contracting transactions, the Board of Directors request from the management market alternatives to the transaction with related parties in question, adjusted for the risk factors involved; (ii) prohibition on forms of compensation of advisors, consultants or intermediaries that generate conflict of interest with the company, the directors, shareholders or classes of shareholders; (iii) prohibition on loans in favor of the controlling shareholder and the management; (iv) cases of transactions with related parties that must be based on independent evaluation reports, prepared without the participation of any party involved in the operation in question, be it a bank, lawyer, specialized consulting company, among others, based on realistic assumptions and information endorsed by third parties; (v) that corporate restructurings involving related parties must ensure equitable treatment for all shareholders"<sup>139</sup>

b. in the event of non-adoption of recommended practices or their partial adoption, present the issuer's justification on the matter <sup>140</sup>

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<sup>139</sup>The Brazilian Code of Corporate Governance - Public Companies provides that the corporate policies recommended by it may be gathered in whole or in part in a single document.

<sup>140</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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<p>c. if the adoption of the practices is recommended, inform, in line with the Code's guidelines, how the issuer implements and verifies the adoption of these procedures <sup>141</sup></p>
<p><b>30.</b> Regarding principle 5.4: "the trading of shares or other securities issued by the company must be guided by principles of transparency, fairness and ethics when is done by shareholders, directors, members of the audit committee and other statutory bodies, and any persons with access to information"</p>
<p>a. inform whether the issuer follows the following recommended practice: "the company must adopt, by resolution of the Board of Directors, a securities trading policy of its own issuance, which, without prejudice to compliance with the rules established by CVM regulations, establishes controls that enable the monitoring of the negotiations carried out, as well as the investigation and punishment of those responsible in case of non-compliance with the policy"<sup>142</sup></p>
<p>b. in case of non-adoption of the recommended practice or its partial adoption, present the issuer's justification on the matter<sup>143</sup></p>
<p>c. in the case where the practice is recommended, inform, in line with the Code's guidelines, the controls implemented to monitor the negotiations carried out and how to ascertain any non-compliance <sup>144</sup></p>
<p><b>31.</b> Regarding principle 5.5: "management will ensure that managers and other employees understand, in a clear and objective manner, the principles and rules on contributions and</p>

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<sup>141</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>142</sup>The Brazilian Code of Corporate Governance - Public Companies provides that the corporate policies recommended by it may be gathered in whole or in part in a single document.

<sup>143</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.

<sup>144</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.



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donations of values or assets to philanthropic, cultural, social, environmental or political activities”
a. inform whether the issuer follows the following recommended practices:
i. “to ensure greater transparency regarding the use of the company's resources, a policy should be drawn up on its voluntary contributions, including those related to political activities, to be approved by the Board of Directors and executed by the management, containing clear and objective principles and rules” <sup>145</sup>
ii. "the policy should provide that the Board of Directors is the body responsible for approving all disbursements related to political activities”
iii. "the policy on voluntary contributions of companies controlled by the state, or that have repeated and relevant commercial relations with the state, should prohibit contributions or donations to political parties or persons connected with them, even if allowed by law”
b. in the event of non-adoption of recommended practices or their partial adoption, present the issuer's justification on the matter <sup>146</sup>
c. in the case where the practice is recommended, inform the date of approval of the policy and, if the issuer discloses the policy, where the document can be found on the internet

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<sup>145</sup>The Brazilian Code of Corporate Governance - Public Companies provides that the corporate policies recommended by it may be gathered in whole or in part in a single document.

<sup>146</sup>Comments from issuers may include references to information provided in the reference form, as long as the date of delivery of the version of the reference form that serves as the basis for the comments is indicated.





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### ANNEX E TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### Communication on increase of capital decided by the Board of Directors

Art. 1. The issuer must disclose to the market the value of the increase and the new capital stock, and if the increase will be carried out by:

- I – conversion of debentures or other debt securities into shares;
- II – exercise of subscription rights or subscription bonuses;
- III – capitalization of profits or reserves; or
- IV – subscription of new shares.

Sole paragraph. The issuer must also:

- I – explain, in detail, the reasons for the increase and its legal and economic consequences; It is
- II – provide a copy of the fiscal council's opinion, if applicable.

Art. 2. In case of capital increase through subscription of shares, the issuer must:

- I – describe the allocation of resources;
- II – inform the number of shares issued of each type and class;
- III – describe the rights, advantages and restrictions attributed to the shares to be issued;
- IV – inform whether related parties, as defined by the accounting rules that deal with this matter, will subscribe shares in the capital increase, specifying the respective amounts, when these amounts are already known;
- V – inform the issue price of the new shares;
- VI – inform the nominal value of the shares issued or, in the case of shares with no nominal value, the portion of the issue price that will be allocated to the capital reserve;
- VII – provide the administrators' opinion on the effects of the capital increase, especially with regard to the dilution caused by the increase;
- VIII – inform the criteria for calculating the issue price and justify, in detail, the economic aspects that determined its choice;



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IX – if the issue price was set at a premium or discount in relation to the market value, identify the reason for the premium or discount and explain how it was determined;

X – provide a copy of all reports and studies that supported the fixing of the issue price;

~~XI – inform the quotation of each of the issuer's types and classes of shares in the markets in which they are traded, identifying:~~

~~a) minimum, average and maximum quotation for each year, in the last 3 (three) years;~~

~~b) minimum, average and maximum quotation for each quarter, in the last 2 (two) years;~~

~~c) minimum, average and maximum quotation for each month, in the last 6 (six) months; It is~~

~~d) average price over the last 90 (ninety) days;~~

XI - REVOKED

• ***Item XI revoked by CVM Resolution No. 59, of December 22, 2021.***

XII – inform the issue prices of shares in capital increases carried out in the last 3 (three) years;

XIII – present the percentage of potential dilution resulting from the issue;

XIV – inform the deadlines, conditions and form of subscription and payment of shares issued;

XV – inform whether shareholders will have preemptive rights to subscribe to the new shares issued and detail the terms and conditions to which this right is subject;

XVI – inform the administration's proposal for the treatment of any leftovers;

XVII – describe, in detail, the procedures that will be adopted, if partial approval of the capital increase is expected; and

XVIII – if the issue price of the shares can be, totally or partially, realized in assets:

a) present a complete description of the goods that will be accepted;

b) clarify the relationship between the assets and their corporate purpose; and

c) provide a copy of the asset valuation report, if available.

Art. 3. When the increase of capital is done by capitalization of profits or reserves, the issuer must:

I – inform whether it will involve changing the nominal value of the shares, if any, or distributing new shares among shareholders;



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II – inform whether the capitalization of profits or reserves will be carried out with or without changing the number of shares, in companies with shares with no par value;

III – in case of distribution of new shares:

a) inform the number of shares issued of each type and class;

b) inform the percentage that shareholders will receive in shares;

c) describe the rights, advantages and restrictions attributed to the shares to be issued;

d) inform the acquisition cost, in reais per share, to be attributed so that shareholders can comply with article 10 of Law 9,249, of December 26, 1995; and

e) inform the treatment of fractions, if applicable;

IV – inform the deadline provided for in paragraph 3 of article 169 of Law 6,404, of 1976; and

V – inform and provide the information and documents provided for in article 2nd above, when applicable.

Art. 4. When the increase of capital is done by conversion of debentures or other debt securities into shares or by exercise of subscription bonds, the issuer must:

I – inform the number of shares issued of each type and class; and

II – describe the rights, advantages and restrictions attributed to the shares to be issued.

Art. 5. The provisions of articles 1st to 4th of this Annex do not apply to capital increases arising from an option plan, in which case the issuer must inform:

I – date of the general meeting at which the option plan was approved;

II – value of the capital increase and new capital stock;

III – number of shares issued of each type and class;

IV – issue price of new shares;

~~V – quotation of each of the issuer's types and classes of shares in the markets in which they are traded, identifying:~~

~~a) minimum, average and maximum quotation for each year, in the last 3 (three) years;~~

~~b) minimum, average and maximum quotation for each quarter, in the last 2 (two) years;~~



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~~c) minimum, average and maximum quotation for each month, in the last 6 (six) months; It is~~

~~d) average price over the last 90 (ninety) days;~~

V – REVOKED

• ***Item V revoked by CVM Resolution No. 59, of December 22, 2021.***

VI – percentage of potential dilution resulting from the issuance.



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### ANNEX F TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### *Communication about transactions with related parties*

Art. 1. This annex applies:

I - the transaction or the set of related transactions, whose total value exceeds the lower of the following values:

- a) R\$50,000,000.00 (fifty million reais); or
- b) 1% (one percent) of the issuer's total assets; and

II – at the discretion of the administration, the transaction or set of related transactions whose total value is lower than the parameters set out in item I, in view of:

- a) the characteristics of the operation;
- b) the nature of the related party's relationship with the issuer; and
- c) the nature and extent of the related party's interest in the transaction.

Sole paragraph. The value of the total assets provided for in section I must be determined based on the latest financial statements or, when applicable, the latest consolidated financial statements released by the issuer.

Art. 2. The issuer must disclose to the market the following information regarding transactions with related parties that meet the criteria of article 1st:

I – description of the transaction, including:

- a) the parties and their relationship with the issuer; and
- b) the object and main terms and conditions;

II – if, when, in what way and to what extent the counterparty to the transaction, its partners or administrators participated in the process:

- a) of the issuer's decision regarding the transaction, describing this participation; and
- b) of negotiation of the transaction as representatives of the issuer, describing this participation;



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III – detailed justification of the reasons why the issuer's management considers that the transaction observed commutative conditions or provides for adequate compensatory payment, informing for example:

a) if the issuer requested proposals, carried out any price taking procedure, or attempted in any other way to carry out the transaction with third parties, explaining, if not, the reasons why it did not do so or, if so, the procedures carried out and its results;

b) the reasons that led the issuer to carry out the transaction with the related party and not with third parties; and

c) a detailed description of the measures taken and procedures adopted to guarantee the commutativity of the operation.

Sole paragraph. If the transaction in question is a loan granted by the issuer to the related party, the information provided for in the **head provision** must necessarily include:

I – explanation of the reasons why the issuer chose to grant it, indicating any guarantees required;

II – brief analysis of the borrower's credit risk, including independent risk classification, if any;

III – description of how the interest rate was set, considering the market risk-free rate and the borrower's credit risk;

IV – comparison of the loan's interest rate with other similar applications on the market, explaining the reasons for any discrepancies;

V – comparison of the loan's interest rate with the rates of other loans received by the borrower, explaining the reasons for any discrepancies ; and

VI – description of the impact of the transaction on the issuer's financial liquidity condition and debt level.

Art. 2º-A. If, after the transaction or set of related transactions has been disclosed, the limit provided for in article 1st, I, is reached again, a new disclosure must be carried out, in the form provided for in this annex, except for the provisions this article.

Sole paragraph. The issuer is exempt from disclosing new communications of transactions related to a transaction already disclosed, provided that:

I – the transactions are routine and related to the issuer's normal course of business;



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II – transactions always follow the same negotiation and approval process; and

III – in a previous communication, carried out within the same fiscal year, the issuer indicated the routine nature of the transactions and estimated the total value of the transactions until the end of the fiscal year.

• **Art. 2<sup>o</sup>-A included by CVM Resolution 59, of December 22, 2021.**

Art. 3. For the purposes of this annex:

I – the expression “issuer” also includes companies controlled directly and indirectly by the issuer; and

II – “transactions with related parties” are understood as those defined in the accounting rules that deal with this matter, with the exception of the following, which do not need to be subject to disclosure:

a) transactions between the issuer and its direct and indirect subsidiaries, except in cases where there is participation in the controlled company's share capital by the issuer's direct or indirect controllers, its administrators or people linked to them;

~~b) transactions between direct and indirect subsidiaries of the issuer, except in cases where there is participation in the share capital of the controlled company by the direct or indirect controllers of the issuer, its administrators or people linked to them; It is~~

~~e) administrators' remuneration.~~

b) transactions between direct and indirect subsidiaries of the issuer, except in cases where there is participation in the share capital of the controlled company by the direct or indirect controllers of the issuer, its administrators or people linked to them;

c) administrators' remuneration;

d) credit operations and financial services provided by an institution authorized to operate by the Central Bank of Brazil, in the normal course of business of the parties involved and under conditions similar to those practiced by them with unrelated parties; and

e) transactions that were preceded by bidding or other public price determination procedures.

• **Items “b” and “c” as worded and items “d” and “e” included by CVM Resolution 59, of December 22, 2021.**



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III – “related transactions” are understood as the set of similar transactions that have a logical relationship with each other due to their object or their parts, such as:

a) subsequent transactions that arise from a first transaction already carried out, provided that the latter has established its main conditions, including the amounts involved; and

b) transactions of continuous duration that include periodic installments, as long as the values involved are already known.





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### ANNEX G TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### Trading own-issued shares

1. Justify in detail the objective and expected economic effects of the operation;
2. Report the number of (i) outstanding shares and (ii) shares already held in treasury;
3. Inform the number of shares that may be acquired or sold;
4. Describe the main characteristics of the derivative instruments that the company may use, if any;
5. Describe, if any, any existing agreements or voting guidelines between the company and the counterparty to the operations;
6. In the case of operations carried out outside organized securities markets, inform:
  - a. the maximum (minimum) price at which shares will be acquired (disposed of); and
  - b. if applicable, the reasons that justify carrying out the operation at prices more than 10% (ten percent) higher, in the case of acquisition, or more than 10% (ten percent) lower, in the case of disposal, than the average the price, weighted by volume, in the 10 (ten) previous trading sessions;
7. Inform, if any, the impacts that the negotiation will have on the composition of shareholding control or the administrative structure of the company;
8. Identify the counterparties, if known, and, in the case of a party related to the company, as defined by the accounting rules that deal with this matter, also provide the information required by article 9th of CVM Resolution 81, of March 29, 2022;
9. Indicate the destination of the resources received, if applicable;
10. Indicate the maximum period for the settlement of authorized operations;
11. Identify institutions that will act as intermediaries, if any;
12. Specify the available resources to be used, in accordance with article 8th, paragraph 1st, of CVM Resolution 77, of March 29, 2022; and
13. Specify the reasons why the members of the board of directors feel comfortable that the repurchase of shares will not jeopardize the fulfillment of obligations assumed with creditors nor the payment of mandatory, fixed or minimum dividends.



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### ANNEX H TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### *Acquisition of own-issue Debentures*

1. Justify in detail the objective and expected economic effects of the operation;
2. Inform the issue and series of debentures that will be acquired by the Company;
3. Inform the quantities of debentures (i) outstanding and (ii) already held in treasury;
4. Inform the number of debentures that can be acquired, observing the provisions of article 19 of CVM Resolution 77, of 2022;
5. Inform the price at which the debentures will be acquired, highlighting, in the case of acquisition for a value higher than the nominal value:
  - a. the part of the price referring to the nominal value of the debenture;
  - b. forecast of the part of the price referring to monetary correction, if any, and the remuneration accumulated until the date of settlement of the acquisition; and
  - c. if applicable, the part of the price referring to the acquisition premium, expressed as a percentage of the sum of the values attributed to items “a” and “b” above.
6. Indicate the maximum period for the settlement of authorized operations; and
7. Identify institutions that will act as intermediaries, if any.



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### ANNEX I TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### *Communication about corporate demands*

Art. 1. This annex applies to corporate claims in which the issuer, its shareholders or its administrators appear as parties, in this capacity, and:

I – involving diffuse, collective or individual homogeneous rights or interests; or

II – in which a decision may be issued whose effects reach the legal sphere of the company or other holders of securities issued by the issuer who are not parties to the process, such as an action to annul a corporate decision, an action involving administrator responsibility and an action responsibility of the controlling shareholder.

Paragraph 1. For the purposes of this annex, a corporate demand is considered to be any judicial or arbitration proceeding whose requests are, in whole or in part, based on corporate or securities market legislation, or on the rules published by the CVM.

Paragraph 2. Obligations arising from arbitration agreements, regulations of institutional arbitration bodies or specialized entities or any other convention do not exempt the issuer from complying with the disclosure obligations set out in this annex, respecting the hypotheses and observing the limits of secrecy resulting from law.

Paragraph 3. In the event that information about the existence of a demand or any of its developments constitutes a relevant act or fact, under the terms established in a specific standard, the issuer must also observe the terms and deadlines established in that standard.

Paragraph 4. In the case of paragraph 3, the issuer is entitled to disclose only the notice of a material fact, as long as it contains all the information required by this annex and clarifies that the disclosure takes place in compliance with both this rule and the specific rule on disclosure of information about a relevant act or fact.

Art. 2 The issuer must disclose to the market the main information relating to demand, including:

I – news about its initiation, within 7 (seven) business days counting, as indicated by the party as plaintiff or defendant, the date of filing of the action or summons or, in the case of arbitration, the presentation of the request for its establishment or receipt, indicating:

a) parties to the proceedings;



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b) amount, assets or rights involved;

c) main facts;

d) request or pleaded decision;

II – in the case of judicial proceedings, decisions on requests for urgent and evidentiary remedies, decisions on jurisdiction and competence, decisions on inclusion or exclusion of parties and judgments on the merits or extinguishing the process without a judgment on the merits, in any court, within 7 (seven) working days from its knowledge by the party;

III – in the case of arbitration, submission of a response, conclusion of an arbitration agreement or equivalent document that represents stabilization of the claim, decisions on precautionary or urgent measures, decisions on the jurisdiction of the arbitrators, decisions on inclusion or exclusion of parties and arbitral awards, partial or final, within 7 (seven) working days from its knowledge by the party; and

IV – any agreement concluded in the course of the lawsuit, within 7 (seven) working days of the presentation of its conclusion, indicating values, parts and other aspects that may be of interest to the shareholders' collective.

Sole paragraph. When presenting the information referred to in this article, it is not necessary to make the entire content of the documents to which they refer available.

Art. 3. Shareholders and administrators who appear as parties to demands that fall within any of the criteria set out in article 1 must provide, in a timely manner, all the information and documents necessary for the investor relations director to comply with the provisions of this Annex.

Sole paragraph. Shareholders and administrators are responsible to the CVM for the information they provide to the issuer under the terms of the head provision of this article.



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### ANNEX J TO CVM RESOLUTION 80, OF MARCH 29, 2022

#### ~~Specific Rules for Issuers of Shares or Debt Securities Backing Securities Deposit Certificates – BDR~~

#### ~~Art. 1 Securities deposit certificates – BDR may be backed by:~~

~~I – shares issued by foreign issuers that are registered and subject to the supervision of the capital market regulatory entity of their main trading market and that also comply with one of the following criteria below:~~

~~a) have assets and revenues in Brazil that correspond to less than 50% (fifty percent) of those contained in the individual, separate or consolidated financial statements, prevailing whichever best represents the economic essence of the business for the purposes of this classification; or~~

~~b) whose main trading market meets the requirements set out in § 7 of this article; It is~~

~~II – securities representing debt listed or admitted to trading on a stock exchange market or on an electronic trading platform that meets the requirements set out in items I and II § 7 of this article.~~

#### ~~§ 1 It is considered:~~

~~I – foreign: the issuer that has its headquarters outside Brazil;~~

~~II – main trading market:~~

~~a) if the issuer already has shares or share deposit certificates admitted to trading, and in compliance with the provisions of § 2 of this article, the market environment in which, in the previous 12 (twelve) months, such securities presented a greater volume of negotiation; or~~

~~b) if the issuer is in the process of carrying out an initial public offering for the distribution of shares, the market environment that, cumulatively:~~

~~1. has received the application for listing of the issuer's shares; It is~~

~~2. is headquartered in the country in which the issuer obtains most of the proceeds from the initial public offering for the distribution of shares.~~

~~b) if the issuer is in the process of carrying out an initial public offering for the distribution of shares or share deposit certificates, the market environment that, cumulatively:~~

~~1. has received the listing request from the issuer; It is~~



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~~2. is headquartered in the country in which the issuer obtains the majority of the proceeds from the initial public offering of shares or share deposit certificates.~~

~~• **Item “b” as worded by CVM Resolution No. 59, of December 22, 2021.**~~

~~§ 2 If the issuer has shares or share deposit certificates admitted to trading in more than one market environment abroad and the total volume traded in these environments exceeds the volume traded in market environments in Brazil in the previous 12 (twelve) months, The market environment abroad that, in the same period, has presented the highest trading volume will be considered the main trading market.~~

~~§ 3 Compliance with the requirements set out in this article will be verified when:~~

~~I – issuer registration with the CVM;~~

~~II – carrying out a public offering for the distribution of securities deposit certificates – BDR; It is~~

~~III – registration of BDR program.~~

~~§ 4 Compliance with the requirements set out in this article must be declared by the issuer, through a document signed by its legal representative designated in accordance with art. 3rd, and, in the case of a public offering for distribution of BDR, by the leading intermediary.~~

~~§ 5 The declarations referred to in § 4 must be accompanied by a memory of the calculation made to verify the provisions of this article.~~

~~§ 6 The percentage provided for in item I, “a”, of the head provision is increased to 65% (sixty five percent) in the case of a subsequent public offering for the distribution of BDR.~~

~~§ 7 In the cases provided for in item I, “b”, of the head provision, the issuer's main trading market must be a stock exchange and, cumulatively:~~

~~I – have headquarters outside Brazil and in a country whose regulatory body has signed a cooperation agreement with the CVM on consultation, technical assistance and mutual assistance for the exchange of information, or is a signatory to the multilateral memorandum of understanding of the International Organization of Securities Commissions – OICV; It is~~

~~II – be classified as a “recognized market” in the regulation of an entity managing an organized securities market approved by the CVM.~~

~~§ 8 The classification of “recognized market” by the entity managing the organized securities market must consider, among other factors:~~



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~~I – transparency, adequate provision of information, liquidity, history and protection mechanisms for investors existing in the foreign market; It is~~

~~II – the risks to preserving the integrity and health of the market it manages and its image and reputation, as an entity managing an organized securities market.~~

~~§ 9 Issuers registered with the CVM as foreign before December 31, 2009 are exempt from proving that they qualify as a foreign issuer in the cases set out in § 3, items II and III.~~

~~Art. 2. The foreign issuer that sponsors the securities deposit certificate program – BDR Level II or Level III must obtain registration:~~

~~I – in category A, if the securities that serve as collateral for the BDRs are:~~

~~a) shares and share deposit certificates; It is~~

~~b) securities that grant the holder the right to acquire the securities mentioned in subparagraph “a”, as a result of their conversion or the exercise of the rights inherent to them, provided that they are issued by the issuer of the securities referred to in subparagraph “a” or by a company belonging to the group of the said issuer; or~~

~~II – in category B, in other cases.~~

~~Art. 3 They must designate legal representatives domiciled and residing in Brazil, with powers to receive summonses, notifications and subpoenas relating to actions proposed against the issuer in Brazil or based on Brazilian laws or regulations, as well as to broadly represent them before the CVM, being able to receive correspondence, subpoenas, notifications and requests for clarification:~~

~~I – the foreign issuer that sponsors the securities deposit certificate program – BDR Level I, Level II or Level III;~~

~~II – directors or people who perform functions equivalent to that of a director in the foreign issuer that sponsors the securities deposit certificate program – BDR Level II or Level III; It is~~

~~III – the members of the board of directors, or equivalent body, of the foreign issuer that sponsors the securities deposit certificate program – BDR Level II or Level III.~~

~~§ 1 Legal representatives must accept the designation in writing in a document that indicates awareness of the powers conferred on them and the responsibilities imposed by Brazilian law and regulations.~~



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~~§ 2 In the event of resignation, death, interdiction, impediment or change of status that disqualifies the legal representative from performing the function, the issuer has a period of 15 (fifteen) working days to promote his replacement, observing the formalities referred to in § 1st.~~

~~§ 3º In the event of resignation, if the issuer fails to promote the replacement, the legal representative will remain responsible for the duties inherent to the function for a period of 60 (sixty) days counting from the resignation, without prejudice to other measures that the market managing entity in which the BDRs are traded establishes in its regulations.~~

~~Art. 4 In addition to the responsibilities established in articles 8 to 10 of CVM Instruction No. 332, the depository institution must:~~

~~I – monitor the information provided by issuers of deposited securities, alerting market participants to situations of delay in the disclosure of information;~~

~~II – manage possible conflicts of interest, indicating the necessary measures so that the interests of BDR holders always prevail;~~

~~III – use your best efforts to assist the CVM in obtaining information on:~~

~~a) corporate rules applicable to the issuer in its country of origin; It is~~

~~b) measures promoted by regulators and self regulators in the countries in which BDR-backed securities are admitted to trading that are aimed at supervising the rules of such markets or compelling their compliance; It is~~

~~IV – be active and diligent in preserving the interests of BDR holders in the event of actions to repair losses existing in the jurisdiction of the recognized market.~~

*Specific Rules for Issuers of Shares, Share Deposit Certificates or Debt Securities Backing Securities Deposit Certificates – BDR Level II and Level III*

Art. 1. For the purposes of this Annex, an issuer that has its headquarters outside Brazil is considered foreign.

Sole paragraph. The terms “BDR”, “issuer”, “foreign issuer”, “local supervisor” and “program” are used in this annex with the meaning attributed to them in the specific rule that provides for deposit certificates issued in Brazil backed by shares, share deposit certificates or debt securities issued abroad.





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Art. 2. Obtaining registration by a foreign issuer depends on the concomitant existence of a BDR program registered with the CVM and compliance with the provisions of articles 3rd, 4th or 5th.

Sole paragraph. The choice between compliance with articles 3rd, 4th or 5th is up to the foreign issuer, who must expressly indicate their option in the applications presented on the occasion of the events provided for in article 6th.

Art. 3. To obtain registration based on compliance with this article, the foreign issuer must have as its main market for trading securities issued by it a stock exchange that cumulatively meets the following conditions:

I – be headquartered abroad and in a country whose local supervisor has signed a cooperation agreement with the CVM on consultation, technical assistance and mutual assistance for the exchange of information, or is a signatory to the multilateral memorandum of understanding of the International Organization of Securities Commissions – OICV ; and

II – be classified as a “recognized market” in the regulation of an entity managing an organized securities market approved by the CVM.

Paragraph 1 The main trading market is considered:

I – if the foreign issuer already has shares or share deposit certificates admitted to trading, and in compliance with the provisions of paragraph 2 of this article, the market environment in which, in the previous 12 (twelve) months, such securities presented the highest volume negotiation; or

II – if the foreign issuer is in the process of carrying out an initial public offering for the distribution of shares or share deposit certificates, the market environment that, cumulatively:

a) has received the listing application from the foreign issuer; and

b) is headquartered in the country in which the foreign issuer obtains the majority of the proceeds from the initial public offering of shares or share deposit certificates.

Paragraph 2. If the foreign issuer has shares or share deposit certificates admitted to trading in more than one market environment abroad and the total volume traded in these environments exceeds the volume traded in market environments in Brazil in the previous 12 (twelve) months , the market environment abroad that, in the same period, has presented the highest trading volume will be considered the main trading market.



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Paragraph 3. For the purposes of paragraphs 1 and 2 of this article, if the shares of the foreign issuer are admitted to trading for a period of less than 12 (twelve) months, the period that has elapsed since admission to trading will be considered.

Paragraph 4. The classification of “recognized market” by the entity managing the organized securities market must consider, among other factors:

I – transparency, adequate provision of information, liquidity, history and protection mechanisms for investors existing in the foreign market; and

II – the risks to preserving the integrity and health of the market it manages and its image and reputation, as an entity managing an organized securities market.

Paragraph 5. If, after the initial verification of the requirements of the head provision, the volume of trading of assets in the “recognized market” is exceeded by the volume of trading in another market, the foreign issuer will maintain its registration, provided that the securities of its issue remain admitted to trading on the “recognized market” on which it was originally listed.

Paragraph 6. The provisions of this article apply to foreign issuers of debt securities that require registration in category B, with the possibility that the main trading market is not a stock exchange being admitted in this case, as long as it is an organized market of securities administered by the entities that manage the environments classified as “recognized markets” under the terms of this article.

Art. 4. To obtain registration based on compliance with this article, the foreign issuer must cumulatively meet the following conditions:

I – be a foreign issuer for more than 18 (eighteen) months; and

II – in the previous 18 (eighteen) months:

a) have continuously maintained at least 10% (ten percent) of the shares representing its share capital in circulation; and

b) have maintained, in the sum of the financial volume of shares traded abroad and certificates of deposit of securities backed by shares, an average daily amount equal to or greater than R\$10,000,000.00 (ten million reais).

Sole paragraph. If, after initial verification of the requirements of the **head provision**, the percentage of shares in circulation or the trading volume fall below the levels set out therein, the foreign



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issuer will maintain its registration, as long as the securities issued by it remain admitted to trading on the market where you originally obtained your listing .

Art. 5 In order to obtain its registration based on compliance with this article, the foreign issuer must have its headquarters in a country whose local supervisor has signed a specific bilateral agreement with the CVM aimed at cooperation, exchange of information and increasing the effectiveness of inspection measures and supervision, including those relating to issuers of securities based in that country.

Paragraph 1. When deciding on the conclusion of the agreement referred to in the **head provision** , the CVM must also consider the legal and regulatory framework for protecting the rights of shareholders and holders of debt securities in the country in which the foreign issuer is headquartered.

Paragraph 2. The CVM may determine the adjustment or cancellation of registered issuer programs based on this article in the event of modification or termination of the agreements referred to in the **head provision**.

Paragraph 3. The provisions of this article apply to foreign issuers of debt securities that require registration in category B.

Art. 6. Compliance with the requirements set out in articles 3rd, 4th or 5th, as applicable, must be checked at the time of:

- I – issuer registration;
- II – carrying out a public offering for the distribution of securities deposit certificates – BDR;
- III – registration of BDR program; and
- IV – BDR program level conversion.

Paragraph 1. The issuer must declare compliance with the requirements set out in articles 3rd, 4th or 5th, through a document signed by their legal representative designated in accordance with article 9th, and, in the case of a public offering for distribution of BDR, by the leading intermediary.

Paragraph 2. The declaration referred to in paragraph 1 must be accompanied by a memory of the calculation made to verify the provisions of articles 3rd, 4th or 5th.

Paragraph 3. Issuers registered with the CVM as foreign before December 31, 2022 are exempt from proving that they qualify as a foreign issuer in the cases set out in items II and III of the **head provision**.



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Art. 7. The foreign issuer must obtain registration:

I – in category A, if the securities that serve as collateral for the BDRs are:

a) shares and share deposit certificates; and

b) securities that grant the holder the right to acquire the securities mentioned in subparagraph “a”, as a result of their conversion or the exercise of the rights inherent to them, provided that they are issued by the issuer of the securities referred to in subparagraph “a” or by a company belonging to the group of the said issuer; or

II – in category B, in other cases.

Art. 8. The foreign issuer registered in category A and which is an investment entity, as defined in the accounting standards that deal with this topic, must send to the CVM and maintain on its website the following information, in addition to others required by this Instruction:

I – fees charged for remuneration of administration and management service providers;

II – list of charges that can be charged to the issuer and their global maximum limit per fiscal year;

III – list of service providers for management, evaluation, consultancy, treasury, asset control and processing, bookkeeping, custody and market making;

IV – report with justifications for changes in the fair value of investments that materially impact the issuer’s net equity; and

V – composition of your portfolio, detailing the quantity and type of bonds and securities that make up it.

Paragraph 1. The information provided for in items I to IV of the **head provision** must be sent to the CVM and updated on the issuer's website within 7 (seven) business days of the occurrence of any changes.

Paragraph 2. The information provided for in section V of the **head provision** must be sent to the CVM and updated on the issuer's page quarterly, on the same delivery date as the quarterly information form and having the same reference date as this form.

Art. 9. They must designate legal representatives domiciled and residing in Brazil, with powers to receive summonses, notifications and subpoenas relating to actions proposed against the issuer in Brazil or based on Brazilian laws or regulations, as well as to broadly represent them before the CVM, and may receive correspondence, subpoenas, notifications and requests for clarification:



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I – the foreign issuer;

II – directors or people who perform functions equivalent to that of a director in the foreign issuer;

and

III – the members of the board of directors, or equivalent body, of the foreign issuer.

Paragraph 1. Legal representatives must:

I – be natural persons; and

II – accept the designation in writing in a document that indicates awareness of the powers conferred on him and the responsibilities imposed by Brazilian law and regulations.

Paragraph 2. In the event of resignation, death, interdiction, impediment or change of status that disqualifies the legal representative from performing the function, the issuer has a period of 15 (fifteen) working days to promote his replacement, observing the formalities referred to in paragraph 1st.

Paragraph 3. In the event of resignation, if the issuer fails to promote the replacement, the legal representative will remain responsible for the duties inherent to the function for a period of 60 (sixty) days counting from the resignation, without prejudice to other measures that the market managing entity in which the BDRs are traded establishes in its regulations.

• ***Annex J as amended by CVM Resolution 183, of May 11, 2023.***



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### ANNEX K TO CVM RESOLUTION 80, OF MARCH 29, 2022

~~Declaration to be provided in the possession of the administrator~~

*Requirements for investiture in an administration position*

• **Title with wording given by CVM Resolution 168, of September 20, 2022.**

~~Art. 1 This annex regulates the declaration provided for in § 4<sup>of</sup> art. 147 of Law No. 6,404, of 1976, which must be signed by the person elected as a member of the board of directors of a publicly held company, aiming to prove compliance with the conditions contained in § 3 of that article.~~

~~Single paragraph. The rules of this Annex also apply to the election of directors by the board of directors, as provided for in § 4 of art. 147 of Law No. 6,404/76.~~

Art. 1. This annex regulates:

I – the declaration provided for in paragraph 4 of article 147 of Law 6,404, of 1976, which must be signed by the person elected as a member of the board of directors of a publicly-held company, aiming to prove compliance with the conditions contained in paragraph 3 of that article;

II – the segregation between the functions of chairman of the board of directors and chief executive officer or main executive of a publicly-held company, under the terms of article 138, paragraphs 3 and 4, of Law 6,404, of 1976; and

III – the mandatory presence of independent members on the board of directors of publicly-held companies, provided for in article 140, paragraph 2, of Law 6,404, of 1976.

Sole paragraph. The provisions of articles 1 to 3 of this annex also applies to the election of directors by the board of directors, as provided for in paragraph 4 of article 147 of Law 6,404, of 1976.

• **Art. 1 as amended by CVM Resolution 168, of September 20, 2022.**

Art. 2. Upon taking office, the board member of a publicly-held company must, in addition to signing a term of office, present a statement in a specific instrument, which will be filed at the company's headquarters, that:

I – is not prevented by special law, or convicted of a crime of bankruptcy, malfeasance, fraud or bribery, concussion, embezzlement, against the popular economy, public faith or property, or a criminal penalty that prohibits, even temporarily, the access to public positions, as provided for in paragraph 1 of article 147 of Law 6,404, of 1976;



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II – is not sentenced to a penalty of suspension or temporary disqualification applied by the Securities and Exchange Commission, which makes him ineligible for management positions in a publicly-held company, as established in paragraph 2 of article 147 of Law 6,404, of 1976;

III – meets the requirement of an unblemished reputation established by paragraph 3 of article 147 of Law 6,404/76;

IV – does not occupy a position in a company that could be considered a competitor of the company, and does not have, nor does it represent, an interest conflicting with that of the company, in accordance with items I and II of paragraph 3 of article 147 of Law 6,404/76.

Paragraph 1. For the purposes of section IV, presumed to have conflicting interests, a person who, cumulatively:

I – has been elected by a shareholder who has also elected a board member in a competing company; and

II – maintain a subordinate relationship with the shareholder who elected him.

Paragraph 2. The presumption referred to in item I of paragraph 1 only applies if the board member of a competing company has been elected solely with the votes of the shareholder, or if such votes considered in isolation are sufficient for his election.

Paragraph 3. The impossibility of the declaration referred to in section IV of the **head provision** does not prevent the investiture, requiring, in this case, that the general meeting expressly exempts the elected person from such requirement, and the declaration instrument contains detailed clarifications about the reasons that prevent the aforementioned declaration.

Paragraph 4. The term of possession referred to in the **head provision** must contain:

I – the indication of at least one address at which the administrator will receive summonses and subpoenas in administrative and judicial proceedings relating to management acts; and

II – if the administrator is domiciled or resident abroad, qualification and address of the representative appointed by him with powers for, at least, 3 (three) years after the end of the administrator's term of office, receive summonses and subpoenas to referred to in section I.

Paragraph 5. The data referred to in § 4 can only be changed upon communication to the company.



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Art. 3 The shareholder who submits to the general meeting an indication of a member of the board of directors must, in the same act, present a copy of the declaration instrument referred to in the previous article, or declare that he has obtained from the nominee the information that he is in a position to sign such an instrument, indicating any reservations.

Paragraph 1. If the instrument presented by copy to the general meeting contains a reservation as to the declaration referred to in item IV of Article 2, the shareholder who appoints the board member must justify his vote, explaining the reasons why he understands that the reservation does not prevent the election of the appointed person.

Paragraph 2. The resume of the nominated candidate must also be presented to the general assembly, containing, at a minimum, his qualifications, professional experience, education, main professional activity he currently carries out and indication of which positions he holds on administrative, fiscal or advisory boards in other companies, if applicable.

Art. 4. The accumulation of the position of chairman of the Board of Directors and the position of CEO of the company is prohibited.

Sole paragraph. The provisions of this article do not apply to companies that have earned consolidated gross revenue of less than R\$500,000,000.00 (five hundred million reais), verified based on the financial statements at the end of the last fiscal year.

• **Art. 4 included by CVM Resolution 168, of September 20, 2022.**

Art. 5. The participation of independent directors in the Board of Directors of the company that cumulatively meets the following requirements is mandatory:

I – is registered in category A;

II – holds securities admitted to trading on the stock market by an organized market mananing entity; and

III – have outstanding shares or outstanding share deposit certificates.

Sole paragraph. The number of independent directors on the board of directors must correspond to at least 20% (twenty percent) of the total number of directors.

• **Art. 5 included by CVM Resolution 168, of September 20, 2022.**

Art. 6. The framework of the Independent Director must consider its relationship with:





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I – the company, its controlling shareholder and its management; and

II – subsidiaries, affiliates or under common control companies.

Paragraph 1. For the purposes of the verification of the Independent Director's framework, an independent director is not considered to be one who:

I – is the controlling shareholder of the company;

II – has its voting exercise at the meetings of the Board of Directors bound by a shareholders' agreement that has as its object matters related to the company;

III – is a spouse, partner or relative, in a direct or collateral line, up to the second degree of the controlling shareholder, of the company's management or of the director of the controlling shareholder; and

IV – is or has been, in the last 3 (three) years, an employee or director of the company or its controlling shareholder.

Paragraph 2. For the purposes of verifying the Independent Director's framework, the situations described below must be analyzed in order to verify whether they imply a loss of independence of the Independent Director due to the characteristics, magnitude and extent of the relationship:

I – has a kinship relationship by affinity to the second degree with the controlling shareholder, the company's management or of the director of the controlling shareholder;

II – is or has been, in the last 3 (three) years, an employee or director of affiliates, subsidiaries or under common control companies;

III – has commercial relations, including the provision of services or supply of inputs in general, with the company, its controlling shareholder or affiliates, subsidiaries or under common control companies;

IV – holds a position with decision-making power in the conduct of the activities of a company or entity that has commercial relations with the company or with its controlling shareholder;

V – receives other compensation from the company, its controlling shareholder, affiliates, subsidiaries or under common control companies in addition to that related to acting as a member of the Board of Directors or committees of the company, its controlling shareholder, its related,



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controlled or under common control companies, except cash proceeds from participation in the company's capital stock and benefits from supplementary pension plans; and

VI – founded the company and has significant influence over it.

Paragraph 3. In companies with a controlling shareholder, the directors elected by separate vote will be considered independent.

Paragraph 4. References in this article to the controlling shareholder include:

I – direct and indirect controlling shareholders; and

II – providers of essential investment fund services that control the company.

• **Art. 6 included by CVM Resolution 168, of September 20, 2022.**

Art. 7. The characterization of the appointed to the Board of Directors as an independent director must be decided by the general meeting, which may base its decision on:

I – in the declaration, sent by the independent director to the Board of Directors, attesting its framework in relation to the independence criteria established in these regulations, contemplating the respective justification, if any of the situations provided for in paragraph 2 of Article 6 are verified; and

II - in the statement of the company's Board of Directors, included in the management's proposal referring to the general meeting for the election of officers, as to whether or not the candidate fits into the independence criteria.

Sole paragraph. The procedure provided for in this article will not apply to candidates appointed for members of the Board of Directors:

I – that do not meet the deadline for inclusion of candidates in the ballot, as provided in the regulations issued by CVM on remote voting; and

II – by separate voting in the companies with controlling shareholder.

• **Art. 7 included by CVM Resolution 168, of September 20, 2022.**

Art. 8 The provisions of articles 4 to 7 only applies to terms starting from January 1, 2023.

• **Art. 8 included by CVM Resolution 168, of September 20, 2022.**