



**LOG COMMERCIAL PROPERTIES E PARTICIPAÇÕES S.A.**

**CNPJ nº 09.041.168/0001-10**

**NIRE 31.300.027.261**

**Publicly-Held Company**

**MINUTES OF ANNUAL AND EXTRAORDINARY SHAREHOLDERS' MEETING  
HELD ON APRIL 17, 2026**

**1. DATE, TIME, AND PLACE:** On April 17, 2026, at 10:00 am, the shareholders of Log Commercial Properties e Participações S.A. ("Company") met exclusively digitally, through the Ten Meetings digital platform ("Digital Platform"), pursuant to article 5, paragraph 2, item I, and article 28, paragraphs 2 and 3 of the Resolution of the Brazilian Securities and Exchange Commission ("CVM") No. 81, of March 29, 2022, as amended ("CVM Resolution 81"). Pursuant to article 5, paragraph 3, of CVM Resolution 81, this Annual and Extraordinary Shareholders' Meeting ("Meeting") was considered to have been held at the Company's head office, located at Avenue Professor Mário Werneck, nº 621, 10º floor, unit 2, Estoril Neighborhood, Zip Code (CEP) 30.455-610, in the city of Belo Horizonte, State of Minas Gerais.

**2. PRESIDING BOARD:** The proceedings were chaired by Mr. **Paulo Bruno Lages von Sperling**, and secretary by Mrs. **Fernanda Caneschi Mattos Duarte**, pursuant to article 9, paragraph 1, of Company's Bylaws

**3. CALL NOTICE AND PUBLICATIONS:** Call notice duly made through the Call Notice, made available through the Empresas.Net System, on March 18, 2025, in accordance with article 124 of Law No. 6,404, of December 15, 1976, as amended ("Brazilian Corporation Law"), and in article 2, sole paragraph, of CVM Resolution No. 166, of September 1, 2022. The documents referred to in article 133 of the Brazilian Corporation Law, relating to the fiscal year ended on December 31, 2025, namely: The Management Report and the individual Financial Statements containing the explanatory notes, accompanied by the reports and opinions of the Independent Auditors, the Statutory Audit Committee, and the Fiscal Council, for the fiscal year ended December 31, 2025, were also made available to shareholders at the Company's head office and on the websites of CVM ([www.gov.br/cvm](http://www.gov.br/cvm)), B3 S.A. – Brasil, Bolsa, Balcão ("B3") (<http://www.b3.com.br>) and of the Company (<http://ri.logcp.com.br/>) on February 11, 2026. Additionally, all documents related to the matters to be resolved, as provided for in CVM Resolution 81, were made available to shareholders at the Company's head office and on the pages indicated above more than one month prior to this date, pursuant to article 133 of the Brazilian Corporation Law and the applicable CVM regulations.

**4. ATTENDANCE AND QUORUM:** The Annual Shareholders' Meeting was attended by shareholders of the Company holding 68273804 common, registered, book-entry shares with no par value, issued by the Company, representing 78.10% of the voting share capital,; and the Extraordinary Shareholders' Meeting was attended by shareholders of the Company holding 68271115 common, registered, book-entry shares with no par value, issued by the Company, representing 78,10% of the voting share capital, according to the information contained: (i) in the consolidated summary map of remote voting instructions, prepared by the Company itself, in

accordance with article 46-C of CVM Resolution 81; and (ii) records from the electronic remote participation system made available by the Company, pursuant to article 47, item III, of CVM Resolution 81. Also present were the Company's management representative and the Investor Relations Director, Mr. Rafael Victal Saliba, the members of the Fiscal Council, Mrs. Thiago da Costa e Silva Lott, Paulino Ferreira Leite and Sicomar Benigno dos de Araújo Soares, and the members of the Statutory Audit Committee, Mr. Thiago da Costa e Silva Lott and Sicomar Benigno dos de Araújo Soares, in addition to the representative of Ernst & Young Auditores Independentes, Mr. Frederico Mattos.

**5. READING OF THE DOCUMENTS:** The reading of documents related to the matters to be resolved on at the Meeting was waived, and these documents were made available to shareholders at the Company's head office and on the websites of the Company, B3, and CVM, through the Empresas.Net System, in compliance with the provisions of article 124, paragraph 6, of the Brazilian Corporation Law

**6. AGENDA: At the Annual Shareholders' Meeting: (i)** Examine, discuss and resolve on the managers' accounts, the management report and the Company's financial statements containing the explanatory notes, accompanied by the reports and opinions of the Independent Auditors, the Statutory Audit Committee and the Fiscal Council, for the fiscal year ended December 31, 2025; **(ii)** Deliberate on the Company's proposed capital budget and Management's proposal regarding the allocation of net income for the fiscal year ended December 31, 2025; **(iii)** Resolve on the installation of the Fiscal Council and the determination of the number of seats on the Company's Fiscal Council for the term of office that will end at the Company's Annual Shareholders' Meeting that approves the accounts for the fiscal year to be ended on December 31, 2026; **(iv)** If installed, to elect the members of the Company's Fiscal Council for the term ending at the Company's Annual Shareholders' Meeting that will approve the accounts relating to the fiscal year to be ended on December 31, 2026 ; and **(v)** Determine the annual global compensation of the Company's management and of the members of the Fiscal Council, if installed, for the fiscal year ending on December 31, 2026. **At the Extraordinary Shareholders' Meeting:** (i) Ratification of the election of an independent member of the Company's Board of Directors, to complete the current term of office, until the Annual Shareholders' Meeting that will review the Company's Financial Statements for the fiscal year ending December 31, 2026; and (ii) Deliberate on the amendment and consolidation of the Company's Bylaws, aiming to implement governance improvements and align them with the Company's evolving business model and new applicable legal and regulatory provisions.

**7. PRELIMINARY PROCEDURES:** Before starting the proceedings, the Chairperson and the Secretary of the General Meeting provided clarifications on the operation of the Digital Platform made available by the Company and how shareholders who participate remotely in the Meeting can express their opinions and vote. The Chairperson also clarified that shareholders attending through the electronic system who submitted their votes by sending a Remote Voting Ballot ("Ballot") could change their vote at the Meeting, disregarding the instructions received through the Ballots, as provided for in article 28, paragraph 2, item II, of CVM Resolution 81. Lastly, it was informed that the other shareholders in attendance had anticipated their voting instructions in advance, which had been computed as requested, and such shareholders were allowed to express themselves at the Meeting and, were that be the case, change the voting instructions that had been anticipated.

**8. RESOLUTIONS:** After verifying the quorum for the Meeting pursuant to articles 125 and 135 of the Brazilian Corporation Law, and starting the proceedings, the drawing up of these minutes in the form of a summary of the events that took place was approved, by unanimous vote of the shareholders present, as provided for in article 130, paragraph 1, of the Brazilian Corporation Law, and the publication of these minutes with the omission of the shareholders' signatures was approved by unanimous vote of the shareholders present, as provided for in article 130, paragraph 2, of the Brazilian Corporation Law. Once the preliminary clarifications had been made, the Chairperson put the matters on the Agenda to discussion and vote was taken, in accordance with the voting map in, which, for all intents and purposes, shall be considered an integral part of these minutes, the following resolutions were passed:

**8.1. At the Annual Shareholders' Meeting:**

**8.1.1 To approve,** by majority vote of the shareholders present at the Meeting, with abstentions recorded, including those legally prevented from voting, and dissenting votes, as per the voting map contained in Exhibit I to these minutes, the accounts of the managers, the management report, and the financial statements of the Company containing the explanatory notes, accompanied by the reports and opinions of the Independent Auditors, the Statutory Audit Committee, and the Fiscal Council, for the fiscal year ended December 31, 2025.

**8.1.2 To approve,** by majority vote of the shareholders present at the Meeting, with abstentions and dissenting votes recorded, as per the voting map contained in Exhibit I to these minutes, the Company's capital budget proposal in the amount of BRL 66,573,145.35, and Management's proposal for the allocation of net income for the fiscal year ending December 31, 2025 in the amount of BRL 354,604,505.70, shown in the income statement, as follows:

(i) BRL 17,730,225.29, equivalent to 5% of the Company's net income for the fiscal year ended December 31, 2025, will be allocated to the legal reserve, pursuant to Article 193 of the Brazilian Corporations Law and Article 35, Paragraph 2 of the Company's Bylaws;

(ii) BRL 270,301,135.06, equivalent to 76.22% of the Company's net income for the fiscal year ended December 31, 2025, corresponding to BRL 3.09648162204 per common share, was distributed to the Shareholders as dividends, it being noted that such amount was fully advanced as interim dividends and credited against the mandatory minimum dividend for the fiscal year ended December 31, 2025, pursuant to Article 202 of the Brazilian Corporations Law and Articles 34, Paragraph 2, and 32, Paragraph 3 of the C Company's Bylaws, as approved by the Company's Board of Directors at the following meetings:

- a) Meeting of the Board of Directors held on April 29, 2025, at which the distribution of interim dividends was approved, in the amount of BRL 20,499,267.99;
- b) Meeting of the Board of Directors held on August 4, 2025, at which the distribution of interim dividends was approved, in the amount of BRL 20,652,769.84;
- c) Meeting of the Board of Directors held on October 29, 2025, at which the distribution of interim dividends was approved, in the amount of BRL 26,423,245.94; and

d) Meeting of the Board of Directors held on December 15, 2025, at which the distribution of interim dividends was approved, in the amount of BRL 202,725,851.29.

(iii) BRL 66,573,145.35 was allocated to the profit retention reserve for the constitution of the Company's capital budget.

Furthermore, the Company distributed a total amount BRL 75,843,065.67, a payment of interim dividends, against the balance of retained earnings from previous fiscal years. This action was approved by the Company's Board of Directors at the Board of Directors Meeting held on December 15, 2025.

**8.1.3 To register**, the receipt of a request for the installation of the Fiscal Council from shareholders holding shares representing more than 2% of the voting shares in the Company's share capital, under the terms of article 161, paragraph 2 of the Brazilian Corporation Law and CVM Resolution 70.

**8.1.4 To approve**, by majority vote of the shareholders present at the Meeting, with abstentions and dissenting votes recorded, as per the voting map contained in Exhibit I to these minutes, the election of the following members who shall henceforth compose the Company's Fiscal Council for a unified term of office until the Annual Shareholders' Meeting that will resolve on the Financial Statements for the fiscal year ended December 31, 2025:

(i) Mr. **Thiago da Costa e Silva Lott**, brazilian, married, lawyer, registered with the Individual Taxpayers' Register (CPF) under No. 039.250.866-41, with business address at Street of Acácias, No. 1338, 12 floor, Vale do Sereno, Nova Lima/MG, Zip Code 34007-000 as effective member of the Fiscal Council; and Mr. **Lucas Wanderley de Freitas**, brazilian, single, lawyer, registered with the CPF under No. 060.484.106-03, with business address at Street of Acácias, No. 1338, 12 floor, Vale do Sereno, Nova Lima/MG, Zip Code 34007-000, as its respective deputy;

(ii) Mr. **Paulino Ferreira Leite**, brazilian, married, manager, registered with CPF under No. 056.171.206-97, with business address at Avenue Professor Mário Werneck, nº 621, 10º Floor - Unit 02, Estoril neighborhood, Belo Horizonte/MG, Zip Code 30.455-610, as effective member of the Fiscal Council; and Mrs. **Patrícia Bolina Pellini**, Brazilian, married, lawyer, registered with the CPF under No. 112.442.448-21, with business address at Avenue Professor Mário Werneck, nº 621, 10º Floor - Unit 02, Estoril neighborhood, in Belo Horizonte/MG, Zip Code 30.455-610, as its respective deputy; and

(iii) Mr. **Sicomar Benigno de Araújo Soares**, brazilian, married, accountant, registered with the CPF under No. 670.227.826-87, with business address at Avenue Professor Mário Werneck, nº 621, 10º Floor - Unit 02, Estoril neighborhood, in Belo Horizonte/MG, Zip Code 30.455-610, as effective member of the Fiscal Council; and Mr. **Marcos Villela Vieira**, brazilian, divorced, economist, registered with the CPF under No. 265.849.056-91, with business address at Avenue Professor Mário Werneck, nº 621, 10º Floor - Unit 02, Estoril neighborhood, in the municipality of Belo Horizonte, State of Minas Gerais, Zip Code 30.455-610, as its respective deputy.

The members of the Fiscal Council elected herein will be invested in their respective positions by signing the respective instrument of investiture, drawn up in the Fiscal Council's minutes book, indicating that they have the necessary qualifications and meet the requirements established in the Brazilian Corporation Law, for the exercise of their respective positions, and that they do not have any legal impediment that prevents their election, in accordance with CVM Resolution 80

**8.1.5 To approve**, by majority vote of the shareholders present at the Meeting, with abstentions and dissenting votes recorded, without any reservations, as per the voting map contained in Exhibit I to these minutes, the setting of the annual and global compensation of the Company's managers and members of the Fiscal Council for the fiscal year to be ended on December 31, 2026, in the amount of up to BRL 20,236,000.00. The compensation of the members of the Fiscal Council will be equivalent to 10% of the average compensation attributed to the Company's Officers appointed (not including benefits, representation fees, and profit sharing), as provided for in paragraph 3 of article 162 of the Brazilian Corporation Law.

**8.2. At the Extraordinary Shareholders' Meeting**

**8.2.1 To approve**, by majority vote of the shareholders present at the Meeting, with abstentions and dissenting vote recorded, without any reservations, as per the voting map contained in Exhibit I to these minutes, the ratification of the election held at the Company's Board of Directors' meeting on December 4, 2025, of Mr. **HENRIQUE LEME PINTO LIMA**, brazilian, married, banker, holder of Identity Card No. 25,140,284-8, issued by the São Paulo State Secretariat of Public Security (SSP/SP), enrolled with the CPF under No. 247.087.158-11, with business address at Avenue Brigadeiro Faria Lima No. 3,950, 8th floor, Itaim Bibi, City of São Paulo, State of São Paulo, ZIP Code 04.538-132, as an independent member of the Company's Board of Directors, to complete a term of office unified with the remaining members of the Board of Directors currently in office, until the Annual Shareholders' Meeting that will review the Financial Statements for the fiscal year ending December 31, 2026.

**8.2.1.1.** The composition of the Company's Board of Directors, since December 4, 2025, is set forth below:

Member	Position
<b>Rubens Menin Teixeira de Souza</b>	Chairman of the Board of Directors
<b>Leonardo Guimarães Corrêa</b>	Vice-Chairman of the Board of Directors
<b>Júnia Maria de Sousa Lima Galvão</b>	Member of the Board of Directors
<b>Marcelo Martins Patrus</b>	Member of the Board of Directors
<b>Matias Rotella</b>	Member of the Board of Directors
<b>Henrique Leme Pinto Lima</b>	Independent Member of the Board of Directors
<b>Matheus Gasparotto Candido</b>	Independent Member of the Board of Directors

**8.2.2 To approve**, by majority vote of the shareholders present at the Meeting, with abstentions and dissenting votes recorded, as per the voting map contained in Exhibit I to these minutes, the amendment to the Company's Bylaws, in order to implement governance improvements and adapt them to the evolution of the Company's current business model, and the consolidation of the Bylaws, in order to reflect the aforementioned changes, which follows as Exhibit II to these minutes.

**8.2.3** The text of the consolidated Bylaws was authenticated by the Presiding Board, numbered

and filed at the Company's principal place of business, and will be filed with the Registry of Commerce of the State of Minas Gerais, as well as made available on the websites of CVM, B3, and the Company's Investor Relations.

**9. CLOSURE:** In compliance with articles 22, paragraph 5, and 33, paragraph 4, of CVM Resolution 80, the total of approvals, rejections, and abstentions counted in the voting of each item of the agenda are indicated in Exhibit I to these minutes, which for all purposes shall be considered an integral part of these minutes. There being no further business to discuss and there being no other statement, the Chairperson of the Presiding Board declared the Meeting closed and these minutes were drawn up and signed by the members of the board. Attendance by the shareholders who participated in the Meeting through the electronic system the Company made available was recorded by the members of the Presiding Board and shall be considered as undersigned of these minutes, pursuant to the terms of article 47, paragraphs 1 and 2 of CVM Resolution 81, and the Shareholders' Attendance Book of the Company. Furthermore, under the terms of article 130, paragraph 1, of the Brazilian Corporation Law, these minutes were drawn up as a summary of the events that took place. Lastly, the shareholders unanimously authorized publication of these minutes with the omission of the shareholders' signatures under the terms of article 130, paragraph 2, of the Brazilian Corporation Law.

**10. ATTENDANCE: Presiding Board: Paulo Bruno Lages von Sperling, Chairperson; Fernanda Caneschi Mattos Duarte, Secretary.** The following shareholders registered their participation in an electronic remote participation system and, pursuant to article 47, item I, of CVM Resolution 81, are considered present at this Meeting and signatories to these minutes: Rubens Menin Teixeira de Souza (proxy voting by Paulo Bruno Lages von Sperling); Challenger Fundo de Investimento de Ações (proxy voting by Paulo Bruno Lages von Sperling); Marcelo Martins Patrus (proxy voting by Paulo Bruno Lages von Sperling); Conedi Participações Ltda. (proxy voting by Paulo Bruno Lages von Sperling); Marcos Alberto Cabaleiro Fernandez (proxy voting by Paulo Bruno Lages von Sperling); Sergio Fischer Teixeira de Souza (proxy voting by Paulo Bruno Lages von Sperling); Fundo de Investimento em Participações Multisetorial Plus (proxy voting by Camilo Mariano Murad Costa e Thaís das Graças Rezende Reis Gonçalves). **The following shareholders exercised their right to vote by means of remote voting ballots and, pursuant to article 47, item II and paragraph 1, of CVM Resolution 81, are considered present at this Meeting and signatories to these minutes:** VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF, THIRD A. I. REAL ESTATE VALUE FUND, VANGUARD ESG INTERNATIONAL, MARCO ANTONIO FERRAZ DE ARNELLAS, JOSE LUIZ MECHIA FERNANDES, VANGUARD EMERGING MARKETS STOCK INDEX FUND, JOSE ROBERTO DE SOUZA MACEDO, STATE STREET E M S CAP A S L QIB C TRUST FUND, ANDRE LUIZ DE REZENDE, SPDR SP EMERGING MARKETS SMALL CAP ETF, ALUISIO MENDES DA ROCHA FILHO, AIRTON VANDERLEI VON AH, ALASKA PERMANENT FUND, CHOGO IRAHA, VITOR MARCELO M DE OLIVEIRA, PAULO HENRIQUE SILVEIRA DE LIMA, PEDRO BERNARDINELLI JUNIOR, SILVIO JOSE FERREIRA, LAURO ASSAHARU UESATO, LUCAS FORGERINE ZANETTE, ATAUFO LLC, LEBLON EQUITIES INSTITUCIONAL I FUNDO DE INVESTIMENTO DE ACO, EDUARDO ROGERIO DE FARIA, LUIS FELIPE DUTRA, AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME, EDUARDO BRAGA MIRANDA DE FREITAS, ROBECO CAPITAL GROWTH FUNDS, VANDERSON CARDOSO, CARLOS ALBERTO MIRANDA DA SILVA, JORGE LADEIA DO PRADO, MAIKO FREITAS DE ALENCAR, JORGE LUIS PIRES HENRIQUES, ELINALDO VIEIRA DOS SANTOS, UTAH STATE RETIREMENT SYSTEMS, EMER MKTS CORE EQ PORT DFA INVEST DIMENS GROU, NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST, UI BVK KAPITALVERWALTUN. MBH ON BEHALF OF BAYVK A2-FONDS, FIDELITY EMERGING MARKETS

EQUITY MULTI-ASSET BASE FUND, LUIZ AUGUSTO ALVES DA SILVA, NFS LIMITED, FIAM G. T. FOR E. B. PLANS: FIAM E. M. E. S. C. C. P., LUCIANA NICODEMOS DE FRANCA, JOAO CARLOS GONZALES, NORTHERN TRUST COLLECTIVE GLOBAL REAL ESTATE INDEX FUND-LEND, JORGE ONOFRIO PICARELLI, RICARDO BECKER FERNANDES, STATE STREET G. A. L. SICAV - S. S. E. M. S. C. ESG S.E. F., JUNTO PARTICIPACOES FIA, ROBERTO DE ARAUJO, LEBLON PREV FIM FIFE, VANGUARD FIDUCIARY TRT COMPANY INSTIT T INTL STK MKT INDEX T, FIDELITY EMERGING MARKETS OPPORTUNITIES INSTITUTIO, JOSE RIBAMAR NERY RODRIGUES JUNIOR, CC&L Q EMERGING MARKETS EQUITY FUND, CARLOS VINICIOS DIRANI DA SILVA, LUIGI CARVALHO GRECO, VANGUARD INVESTMENT SERIES PLC / VANGUARD ESG EMER, LEBLON 70 BRASILPREV FUNDO DE INVESTIMENTO MULTIMERCADO FIFE, LEBLON ACOES I MASTER FIA, FRANCIELE SANTOS ROCHA, SKAGEN M2 VERDIPAPIRFOND, DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM, RENAN OSORIO FORTES, PAULO SCHROEDER, LEBLON ITAU PREV FIFE FIA, FI CE I PO LLC FIDELITY EMERGING MARKETS EQUITY CENTRAL FUND, CCANDL Q EMERGING MARKETS EQUITY UCITS FUND A SUB FUND OF CO, FIDELITY INVESTMENT TRUST: FIDELITY SERIES SUSTAIN, ARROWSTREET CLARENDON TRUST FUND, SERGIO MURILO DUARTE MOREIRA, POLICE AND FIREMEN'S RETIREMENT SYSTEM OF NEW JERS, AMERICAN CENTURY ICAV, ALL COUNTRY EX US EQUITY MARKET SUBTRUST OF DFA GR, ANTONIO HENRIQUE ALMEIDA, ANTONIO BENAIAS SILVA JUNIOR, ALEXANDRE SOARES GISMONDI, MARCELO JOVANI D ALMARCO, CORONATION GLOBAL OPPORTUNITIES FUND, RATIONAL INVESTOR FUNDO DE INVESTIMENTO FINANCEIRO EM ACOES - RESPONSABILIDADE LIMITADA, REAL INVESTOR 70 PREVIDENCIA FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO, REAL INVESTOR 70 XP SEG ADVISORY PREV FI FINANCEIRO MULTIMERCADO - RESPONSABILIDADE LIMITADA, REAL INVESTOR 100 ICATU PREV MASTER FIF EM ACOES - RESPONSABILIDADE LIMITADA, REAL INVESTOR 100 PREV MASTER FUNDO DE INVESTIMENTO EM AÇÕES, REAL INVESTOR ALOCACAO FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO - RESPONSABILIDADE LIMITADA, REAL INVESTOR ALPHA MASTER FUNDO DE INVESTIMENTO FINANCEIRO DE ACOES - RESPONSABILIDADE LIMITADA, REAL INVESTOR LONG SHORT PLUS MASTER FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO - RESP LIMITADA, REAL INVESTOR MASTER FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO - RESPONSABILIDADE LIMITADA, REAL INVESTOR XP SEG PREV FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO - RESPONSABILIDADE LIMITADA, REAL INVESTOR MASTER FUNDO DE INVESTIMENTO FINANCEIRO EM ACOES - RESPONSABILIDADE LIMITADA, REAL INVESTOR ITAU VIDA E PREVIDENCIA MASTER FUNDO DE INVESTIMENTO FINANCEIRO ACOES RESP LIMITADA, REAL INVESTOR INSTITUCIONAL MASTER FUNDO DE INVESTIMENTO FINANCEIRO EM AÇÕES – RESPONSABILIDADE LIMITADA, REAL INVESTOR ICATU PREV MASTER FI FINANCEIRO MULTIMERCADO - RESPONSABILIDADE LIMITADA, REAL INVESTOR GERDAU PREVIDENCIA FUNDO DE INVESTIMENTO FINANCEIRO ACOES 8 RESPONSABILIDADE LIMITADA, DAVID BASTOS, WILLIAM PERSCH, CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM, ELISAINÉ LAGE TORRES, HENRIQUE AUGUSTO DE OLIVEIRA MOTA, DIEGO NOGUEIRA DE OLIVEIRA, STATE OF ALASKA RETIREMENT AND BENEFITS PLANS, FIDELITY INVESTMENTS MONEY MANAGEMENT INC, FIDELITY SEL PT: FIDELITY INTL REAL ESTATE FD, IVAN BARBOSA CAMARA, 4UM SMALL CAPS FUNDO DE INVESTIMENTO EM ACOES, 4UM MARLIM DIVIDENDOS FUNDO DE INVESTIMENTO EM ACOES, WANDERLEY CORREIA JUNIOR, LEBLON ACOES II MASTER FIA, FIDELITY INVEST TRUST: FIDELITY SERIES EMERG MARK OPPORT FUN, VANECK VECTORS BRAZIL SMALL-CAP ETF, LEBLON ICATU PREVIDENCIA FIM, CLEIDERSON DOS SANTOS VILLELA, VANGUARD GLOBAL EX-U.S. REAL ESTATE INDEX FUND, A, PACIFIC SELECT FUND - INTERNATIONAL SMALL-CAP PORTFOLIO, NORTHERN TRUST COLLECTIVE GLOBAL REAL ESTATE INDEX FUND-N L, POTI LUIZ DE FREIRE LIRA, IGOR DA SILVA RODRIGUES, BRUNO AFONSO REBELLO, FERNANDA RISHTER LOURENCO ABOU RIZK, CORONATION GLOBAL EMERGING MARKETS FLEXIBLE ZAR FUND, FIAM GROUP TRUST FOR

EMPLOYEE BENEFIT PLANS: FIAM, KINILDSON GESSIO PERSEGUEIRO, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, VANGUARD F. T. C. INST. TOTAL INTL STOCK M. INDEX TRUST II, CC&L Q GLOBAL SMALL CAP EQUITY FUND, GUILHERME VIEIRA RIBEIRO, EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF, VANGUARD FUNDS PLC / VANGUARD ESG EMERGING MARKETS, LAERTE LOPES RAMOS, GLOBAL DELTA EMERGING MARKETS FUND, LP, ARROWSTREET (DELAWARE) L/S FUND L.P., AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, ARROWSTREET CLARENDON TRUST FUND, ARROWSTREET (DELAWARE) L/S FUND L.P., AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, CORONATION EMERGING MARKETS EX-CHINA FUND, IGOR GRAVATA DE AZEVEDO, HENRI IVANOV BOUDINOV, SALVADOR FERNANDES DE JESUS JUNIOR, VANGUARD TOTAL INTERNATIONAL STOCK INDEX FD, A SE VAN S F.

Belo Horizonte, April 17, 2026

**Presiding Board:**

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**Paulo Bruno Lages von Sperling**

*Chairperson*

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**Fernanda Caneschi Mattos Duarte**

*Secretary*

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**MINUTES OF ANNUAL AND EXTRAORDINARY SHAREHOLDERS' MEETING**  
**HELD ON APRIL 17, 2026**

**EXHIBIT I**  
**FINAL SUMMARY VOTING MAP**

Final Summarized Voting Map  
LOG Commercial Properties e Participações S.A. - 09.041.168/0001-10  
LOG CP - Assembleia Geral Ordinária e Extraordinária  
04/17/2026 10:00

1. [BVD Nº 1]

ON	Approve	Reject	Abstain
67.477.600	23.759.541	0	43.718.059

2. [BVD Nº 2]

ON	Approve	Reject	Abstain
67.477.600	67.469.860	1	7.739

3. [BVD Nº 3]

ON	Yes	No	Abstain
67.477.600	10.789.964	44.765.581	11.922.055

4. [BVD Nº 4]

ON	Approve	Reject	Abstain
67.477.600	55.550.562	2.018	11.925.020

5. [BVD Nº 7]

ON	Approve	Reject	Abstain
67.477.600	55.772.111	8.936.847	2.768.642

Final Summarized Voting Map  
LOG Commercial Properties e Participações S.A. - 09.041.168/0001-10  
LOG CP - Assembleia Geral Ordinária e Extraordinária  
04/17/2026 10:00

1. [BVD N° 1]

ON	Approve	Reject	Abstain
67.474.911	55.552.413	1	11.922.497

2. [BVD N° 2]

ON	Approve	Reject	Abstain
67.474.911	64.707.747	1	2.767.163

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**EXHIBIT II**

**BYLAWS**

**CHAPTER I**

**Corporate Name, Principal Place of Business, Jurisdiction and Duration**

**ARTICLE 1** The corporation operates under the corporate name of LOG COMMERCIAL PROPERTIES E PARTICIPAÇÕES S.A. ("Company"), which is governed by these Bylaws and applicable legal provisions, particularly Law No. 6,404, of December 15, 1976 (as amended, the "Law of Corporations"), the Novo Mercado Regulation of B3 S.A. - Brasil, Bolsa, Balcão, in effect as of January 2, 2018 ("Novo Mercado Regulation" and "B3," respectively), by these Bylaws and other legal provisions and rules applicable there.

**Sole Paragraph** – By entering the special listing segment referred to as Novo Mercado of B3 ("Novo Mercado"), the Company, its shareholders, including controlling shareholders, managers and members of the Fiscal Council, when installed, are subject to the provisions of the Novo Mercado Regulation.

**ARTICLE 2** The Company has its principal place of business and jurisdiction at Avenida Professor Mário Werneck, No. 621, 10º Andar - Conj. 02, bairro Estoril, in the municipality of Belo Horizonte, State of Minas Gerais, Zip Code (CEP) 30.455-610.

**Sole Paragraph** – The Company may, upon resolution of the Executive Board open, transfer and/or close branches in Brazil or abroad.

**ARTICLE 3** The Company has undetermined duration.

**CHAPTER II**

**Corporate Purpose**

**ARTICLE 4** The purpose of the Company is: (i) the management of its own assets and those of third parties; (ii) the provision of engineering and residential and/or commercial property construction services; (iii) the merger, construction, sale, leasing, and related services, including real estate consulting on, owned or third-party, residential and/or commercial properties; (iv) intermediation in the supply of goods and services in the commercial real estate segment; and (v) investment management, through the administration and/or management of asset portfolios, including securities, and of investment funds, in accordance with applicable Brazilian laws and

regulations; (vi) insurance distribution and insurance representation activities; and (vii) the holding of interest in other companies, as partner or shareholder.

### **CHAPTER III**

#### **Capital Stock and Shares**

**ARTICLE 5** The capital stock is two billion, seven hundred and fifty-three million, nine hundred and seventy six thousand, two hundred and eighty-five reais and seventy-three centavos (BRL 2,753,976,285.73), fully subscribed and paid up, divided into eighty-seven million, eight hundred and fifty-nine thousand, one hundred and fifty-four (87,859,154) common shares, all registered, book-entry and with no par value.

**Paragraph 1** – The Company's capital stock shall be represented exclusively by common shares.

**Paragraph 2** – Each registered common share entitles the holder thereof to one vote in the resolutions of the Shareholders' Meetings of the Company.

**Paragraph 3** – The shares shall be indivisible in relation to the Company. Where more than one person owns one share, the rights conferred upon the share shall be exercised by the co-ownership representative.

**Paragraph 4** – The shareholders have preemptive rights, in proportion to their respective interests, in the subscription of shares, convertible debentures, or warrants issued by the Company, which may be exercised within a legal term of thirty (30) days.

**Paragraph 5** – The Company cannot issue profit sharing bonds.

**ARTICLE 6** The Company is authorized to increase the capital stock up to the limit of three billion, seven hundred million reais (BRL 3,700,000,000.00), including common shares already issued, regardless of an amendment to the Bylaws.

**Paragraph 1** – The capital stock increase provided for in the head provision above shall be made upon a resolution of the Board of Directors, which shall be responsible for establishing the conditions for issuance, including price, term and payment method thereof. In the event of subscription with payment in assets, the power to increase the capital stock shall be of the Shareholders' Meeting, after hearing the Fiscal Council, if installed.

**Paragraph 2** – Within the limit of the authorized capital stock, the Company may issue common shares, convertible debentures, and warrants, subject to the provisions of articles 75 and 59, paragraph 2, of the Brazilian Corporation Law. For the purposes of articles 76 and 59, paragraph 2, of the Brazilian Corporation Law, warrants and convertible debentures may be issued upon a resolution of the Board of Directors.

**Paragraph 3** – In the event of a capital stock increase within the authorized capital limit provided for in the head provision above, whose purpose is the public subscription of shares, at the discretion of the Board of Directors, the preemptive right may be excluded or the term

for its exercise reduced, in relation to the issuance of common shares, debentures convertible into common shares and warrants, whose placement is made through (i) sale at a stock exchange or public subscription, or (ii) exchange of shares, in a tender offer (OPA) for acquisition of control, pursuant to the law and within the limit of the authorized capital.

**ARTICLE 7** The Company may, upon resolution of the Board of Directors, acquire its own shares to be held in treasury and subsequently sold, or for cancellation, up to the amount of the reserves and profit balance, except for the legal reserve, with no reduction of the capital stock, subject to the applicable legal and regulatory provisions.

**ARTICLE 8** The Company may, upon resolution of the Board of Directors and in accordance with the plan approved by the Shareholders' Meeting, pursuant to paragraph 3 of article 168 of the Law of Corporations, grant a stock option to its managers and employees, within the limits of the authorized capital stock, which option may be extended to the managers and employees of companies directly or indirectly controlled by the Company.

#### **CHAPTER IV** **Shareholders' Meeting**

**ARTICLE 9** The Shareholders' Meeting, which is the decision-making body of the Company, shall be held at its principal place of business (i) annually, within the four (4) months following the end of the fiscal year, to resolve on the matters set forth in Article 132 of the Law of Corporations; and (ii) extraordinarily, whenever corporate interests so require.

**Paragraph 1** – The Shareholders' Meetings shall be convened by the Chairperson of the Board of Directors in the manner and within the timeframes provided for by law, and shall be presided over by the Chairperson of the Board of Directors or by whoever he designates. In the absence of the Chairperson, the Shareholders' Meeting shall be chaired by the Vice-Chairperson of the Board of Directors, or by whoever the Vice-Chairperson designates. The chairperson of the Shareholders' Meeting will select one person in attendance to act as secretary.

**Paragraph 2** – The shareholder may be represented at the Shareholders' Meeting by an attorney-in-fact appointed less than one (1) year before, who is a shareholder, manager of the Company or lawyer, or further, by an attorney-in-fact that is a financial institution, being it incumbent upon the manager of the investment funds to represent the co-owners.

**ARTICLE 10** The minutes of the Shareholders' Meetings may be drawn up as a summary of the facts occurred, including dissents and challenges, containing the transcription of the resolutions taken, in compliance with the provisions of the Law of Corporations.

**ARTICLE 11** The Shareholders' Meeting of the Company shall have the powers to decide on the following matters, in addition to those provided for in law:

- (a) amendment to the Company's Bylaws;
- (b) election and removal, at any time, of the members of the Company's Board of Directors;
- (c) set the overall compensation of the members of the Board of Directors and of the

Executive Board, as well as the compensation of the members of the Fiscal Council, if installed;

- (d) review of the managers' accounts;
- (e) review, discussion and resolution on the financial statements submitted by management bodies;
- (f) issuance of any security, including, but not limited to, shares, warrants, and stock options, except for the issuance of debentures, pursuant to article 59, paragraphs 1 and 2, of the Law of Corporations, and articles 6, paragraph 2, and 23, "s", of these Bylaws, which resolution shall be the responsibility of the Board of Directors;
- (g) suspension of the exercise of any right provided for in these Bylaws;
- (h) appraisal and checking of the assets used by the shareholders to increase the Company's capital stock;
- (i) conversion, consolidation, spin-off, merger or similar commercial operation involving the Company; its winding up and liquidation, and the election and removal of liquidators and approval of their accounts;
- (j) filing for bankruptcy or out-of-court or court-supervised reorganization of the Company by the Company's Officers or its liquidation or winding up;
- (k) reduction of the mandatory minimum dividend or distribution of dividends in amounts other than those provided for in the Company's Bylaws, and payment of interest on shareholders' equity or the making of withholdings;
- (l) constitution of reserves, funds or accounting provisions that have an impact on the rights and interests of shareholders;
- (m) participation by the Company in businesses not related to its corporate purpose;
- (n) the creation, implementation, amendment, or approval of any option or participation based on the Company's compensation and benefits plans, programs, and policies, or approval of grants under existing participation or option plans; and
- (o) waiver of the requirement to carry out an OPA for delisting from the Novo Mercado.

**ARTICLE 12** Resolutions of the Shareholders' Meeting, except for the exceptions provided for in the Brazilian Corporate Law, shall be adopted by an absolute majority of the votes of those present, excluding blank votes.

## **CHAPTER V Management**

**ARTICLE 13** The Company shall be managed by a Board of Directors and an Executive Board, in accordance with the powers granted by the applicable legislation and by these Articles of Incorporation.

**ARTICLE 14** The investiture of the members of the Board of Directors, incumbent and alternate, and of the Executive Board, will be conditional of the signature of an Instrument of Investiture, which shall include their subjection to the arbitration clause set forth in article 45 of these Bylaws.

**ARTICLE 15** The Annual Shareholders' Meeting shall determine the total annual compensation of the Company's management, and the Board of Directors shall resolve on its allocation.

**ARTICLE 16** The Board of Directors shall consist of at least three (3) and at most nine (9) regular

members, all elected and removable by the Shareholders' Meeting, whose terms of office shall be unified and shall last two (2) years, counted from the date of election, and who may be reelected.

**Paragraph 1** – At least two (2), or twenty percent (20%), whichever is higher, of the members of the Board of Directors shall be independent directors, as defined in the Novo Mercado Regulation, and the characterization of those appointed to the Board of Directors as independent directors shall be decided at the Shareholders' Meeting that elects them, and the director(s) elected by means of the powers under Article 141, Paragraphs 4 and 5 of the Law of Corporations is(are) also considered independent director(s), should there be a controlling shareholder.

**Paragraph 2** – Where the result generates a fractional number as a result of the calculation of the percentage referred to in the paragraph above, the Company shall proceed to the rounding up to the next higher whole number.

**Paragraph 3** – The members of the Board of Directors may be removed at any time by the Shareholders' Meeting and shall remain in office in their respective positions until the investiture of their successors.

**Paragraph 4** – The members of the Board of Directors shall have an unblemished reputation, and a member of the Board of Directors cannot be elected, unless the Shareholders' Meeting decides on a waiver, in case they: (i) hold positions in companies considered to be competitors of the Company; or (ii) own or represent an interest conflicting with that of the Company. A member of the Board of Directors cannot exercise the right to vote if the impediment factors addressed in this paragraph are subsequently identified.

**Paragraph 5** – The member of the Board of Directors shall have no access to information or attend the Board of Directors' meetings, in connection with matters in which they have an interest, or which represent a conflict of interest with those of the Company.

**Paragraph 6** – The Shareholders' Meeting that resolves on the election of the incumbent members of the Board of Directors shall resolve on the number of alternate members of the Board of Directors to be elected, and such number may be changed at any time, at the discretion of the Shareholders' Meeting.

**Paragraph 7** – In case of absence or temporary impediment of any member of the Board of Directors, the respective alternate shall take over the duties during the absence or temporary impediment.

**ARTICLE 17** The Board of Directors shall have one (1) Chairperson and one (1) Vice-Chairperson, who shall be elected by an absolute majority of the votes of those attending the first meeting of the Board of Directors held immediately after the investiture of said members, or whenever there is a vacancy of said positions. In the event of absence or temporary impediment of the Chairperson of the Board of Directors, the Vice Chairperson shall take over the duties of the Chairperson. In the event of absence or temporary impediment of the Vice-Chairperson of the Board of Directors, the duties of the Chairperson shall be performed by another member of the Board of Directors chosen by a majority vote of the other members of the Board of Directors, with the chairperson of the

meeting being responsible for appointing the secretary.

**Sole Paragraph** – The positions of Chairperson of the Board of Directors and Chief Executive Officer or chief executive of the Company cannot be held by the same person.

**ARTICLE 18** The Board of Directors shall meet ordinarily every three (3) months and, extraordinarily, whenever convened by its Chairperson or by any of its members, by means of a written notice delivered at least ten (10) business days in advance, which shall include the agenda.

**Paragraph 1** – As a matter of urgency, the meetings of the Board of Directors may be called by its Chairperson without compliance with the aforementioned period, provided that all other Board members are unequivocally aware of it. Calls may be made by email or any other written form.

**Paragraph 2** – Irrespective of the formalities under this article, a meeting of the Board of Directors shall be considered regular if all the Directors are in attendance.

**ARTICLE 19** The meetings of the Board of Directors meetings will be called to order on first call with the attendance of the majority of its members and, on second call, with any number.

**Paragraph 1** – The Chairperson of the Board of Directors shall preside over the meetings of the Board of Directors and shall appoint the secretary. In the event of temporary absence of the Chairperson of the Board of Directors, the Vice-Chairperson shall preside over these meetings or, if also absent, a Director voted for by the majority of the other members of the Board of Directors shall preside it, and appoint the secretary.

**Paragraph 2** – In case of temporary absence of any member of the Board of Directors with no Alternate Director elected, such member of the Board of Directors may, subject to the matters to be addressed (i) cast their vote in writing or by letter delivered to the Chairperson of the Board of Directors on the date of the meeting, or by digitally certified email; or (ii) be represented at the meetings by any other member, upon a written power of attorney with indication of their statement of vote on each of the items of the agenda, and each member cannot represent more than two (2) other members.

**Paragraph 3** – In case of vacancy of the position of any member of the Board of Directors, the alternate shall be appointed by the remaining directors and shall serve until the first subsequent Shareholders' Meeting. In the event of a vacancy in the majority of the positions, a Shareholders' Meeting will be called for a new election to be held. For purposes of this paragraph, a vacancy occurs with the removal, death, resignation, proven impediment or disability.

**Paragraph 4** – The resolutions of the Board of Directors will be taken by means of the favorable vote of the majority of the members in attendance, or who have stated their vote in accordance with Article 19, paragraph 1 of these Bylaws. In the event of a tie in the resolutions, the Chairperson of the Board of Directors, or the Member of the Board of Directors substituting for them, as the case may be, shall have the casting vote.

**ARTICLE 20** The members of the Board of Directors cannot depart from their duties for more than thirty (30) consecutive days, under penalty of loss of term of office, except in case of leave granted by the Board of Directors itself

**ARTICLE 21** The meetings of the Board of Directors shall be held, preferably, at the principal place of business of the Company. Meetings shall be allowed by means of teleconference or videoconference, with recording and de-recording allowed. Such attendance shall be deemed a personal attendance at said meeting. In that case, members of the Board of Directors attending the Board meeting remotely may cast their votes on the date of the meeting by means of a letter or digitally certified e-mail

**Paragraph 1** – At the end of the meeting, minutes shall be drawn, which shall be signed by all the Directors physically attending the meeting, and subsequently copied in the Company's Register of the Minutes of the Board of Directors. The votes cast by Directors attending remotely at the meeting or that have expressed their vote pursuant to article 20, paragraph 2 of these Bylaws shall be equally entered in the Company's Register of the Minutes of the Board of Directors, and a copy of the letter or e-mail, as the case may be, containing the vote of the Director shall be included in the Register immediately after the minutes are drawn up.

**Paragraph 2** – The minutes of the meetings of the Company's Board of Directors containing resolutions intended to produce effects before third parties shall be published and filed with the competent Commercial Registry

**Paragraph 3** – The Board of Directors may admit other attendees in its meetings, for the purpose of monitoring the resolutions and/or providing clarifications of any nature. However, such attendees shall not be entitled to the right to vote.

**ARTICLE 22** The primary purpose of the Board of Directors is to direct the Company's business as a whole, and control and supervise its performance, in particular:

- (a) approval of and/or any change to the Company's Business Plan;
- (b) approval of annual operational and investment budgets and checking of compliance therewith;
- (c) appointment and removal of the Executive Board members and determination of their powers, duties and compensation;
- (d) control of the officers' management, checking, at any time, of the Company's books and documents, request for information on contracts entered into or to be executed, and any other matters related to the officers' management;
- (e) convening the Shareholders' Meeting, when deemed appropriate;
- (f) statement about the management report and the Executive Board's accounts, and submission of the Company's financial statements for approval by the Shareholders' Meeting;
- (g) assessment and approval of transactions carried out with related parties, in accordance with the rules and legislation in force, in an amount equal to or greater than, in a single transaction or in a set of related transactions, fifty million reais (BRL 50,000,000.00);
- (h) establishment, acquisition, and/or disposition disposal of any interest in the capital stock, except for the organization of legal entities controlled by the Company, which

have been organized for the implementation of real property projects of the Company and activities related to the corporate purpose, including the establishment of consortium;

- (i) disposition or encumbrance of the Company's properties, which transaction value exceeds one hundred million reais (BRL 100,000,000.00);
- (j) disposition or encumbrance in any manner of other assets of the Company, the value of which exceeds, in one or more transactions of the same type, the amount of one hundred million reais (BRL 100,000,000.00);
- (k) granting and obtaining of loans, financing and/or discounts of trade notes or securitization of receivables, which value exceeds the amount of one hundred million reais (BRL 100,000,000.00); (
- (l) appointment and removal of independent auditors, which must be registered with the Brazilian Securities and Exchange Commission ("CVM"), and holding of an annual audit with quarterly review of the Company;
- (m) resolution on the acquisition of shares issued by the Company, for purposes of cancellation or to be held in treasury, as well as on resale or new placement in the market, subject to the rules issued by the CVM and all other applicable legal provisions;
- (n) resolution on the issuance of bonds in the international market for public or private distribution, and decision on the terms and conditions of the issue;
- (o) resolution on the issuance of promissory notes (commercial papers) for public distribution in Brazil or abroad, as well as decision on the terms and conditions of the issue;
- (p) resolution on the issuance of debentures, including convertible debentures, for public or private distribution, as well as decision on the terms and conditions of the issuance, pursuant to Article 59, Paragraphs 1 and 2 of the Law of Corporations, and Article 6, Paragraph 2 of these Bylaws;
- (q) propose to the Shareholders' Meeting the statement of interim dividends, as well as interest on shareholders' equity, pursuant to the Law of Corporations and other applicable laws;
- (r) approval of the Company's grant of guarantee in favor of third parties, except for those whose purpose is to secure obligations undertaken by the Company or its affiliated companies, and subsidiaries and related to the fulfillment of the Company's corporate purpose, which value exceeds one hundred million reais (BRL 100,000,000.00); and
- (s) favorable or contrary statement with regard to any tender offer (OPA), the purpose of which is the shares issued by the Company, by means of a prior informed opinion, disclosed within fifteen (15) days from the publication of the tender offer (OPA) notice, which shall address 348 at a minimum: (i) the convenience and timeliness of the tender offer (OPA) regarding the interest of the shareholders as a whole, including in relation to the price and potential impacts to liquidity of the shares; (ii) the repercussions of the tender offer (OPA) on the interests of the Company; (iii) the strategic plans disclosed by the offeror in relation to the Company; (iv) other topics that the Board of Directors deems relevant; and (v) regarding alternatives to accepting the tender offer (OPA) available on the market, as well as the information required by the applicable rules established by the CVM.

**ARTICLE 23** For its assistance, the Board of Directors may set out the creation of technical and advisory committees, temporary or permanent commissions or working groups with defined

objectives and duties, composed of members of the Company's management bodies or not.

**Paragraph 1** - It shall be incumbent upon the Board of Directors to establish the rules applicable to the committees, including rules on their composition, term of office, compensation and operation.

**Paragraph 2** – Without prejudice to other committees that the Board of Directors may create, the Board of Directors must be permanently advised by an Audit Committee.

**Paragraph 3** – The Audit Committee, an advisory body linked to the Company's Board of Directors, will have operational autonomy and its own budget approved by the Board of Directors, intended to cover operating expenses. The rules on composition, exercise of activities, powers and responsibilities of the members of the Fiscal Council, as well as its Bylaws, which shall be approved by the Board of Directors, shall comply with the rules set forth in CVM Resolution 23, or any rule that may replace it.

**ARTICLE 24** The Executive Board shall be composed of at least three (3) and at most seven (7) members, shareholders or not, elected by the Board of Directors, being one (1) "Chief Executive Officer", one (1) "Chief Financial and Investor Relations Officer" one (1) "Head of Asset Management," one (1) "Chief Risk Officer," and three (3) Officers without specific designation whose terms of office shall be unified and with management terms of two (2) years, re-election allowed.

**ARTICLE 25** In case of absence or temporary impediment of any officer, the Board of Directors shall appoint an alternate to perform the duties of the absent or impeded officer for the remaining term of office of the replaced officer, or elect a new officer to hold the position of the absent officer.

**ARTICLE 26** The Executive Board shall hold a meeting whenever the corporate interests so require, and its resolutions shall be taken by a majority of votes.

**Paragraph 1** – The meetings of the Executive Board shall be called by the Chief Executive Officer through registered letter, email or notice delivered personally, against receipt, to all officers. The call for the meeting shall be waived when all officers are in attendance.

**Paragraph 2** – The meetings of the Executive Board shall be called to order with the attendance of, at least, two (2) officers.

**Paragraph 3** – An officer may be represented at the meetings, and may vote by means of letter, email or power of attorney. The officer who submits their vote or is represented at the meetings as mentioned above shall be considered to be attending the meeting.

**Paragraph 4** – The meetings of the Executive Board shall have minutes drawn up in proper books, which shall be signed by the officers in attendance.

**ARTICLE 27** The Executive Board shall have powers of representation, administration and management of corporate affairs, and may, as provided for in these Bylaws, validly bind the Company, performing all acts and transactions necessary to achieve the corporate purposes, and decide on all matters not provided for in these Bylaws and do not fall within the exclusive powers of

the Shareholders' Meeting or the Board of Directors.

**ARTICLE 28** It is incumbent upon the Chief Executive Officer to (i) represent the Company as a plaintiff or defendant, in its relations with third parties, in Court or out-of-court; (ii) call and chair the meetings of the Executive Board; (iii) supervise the corporate businesses, taking all measures that may be necessary; (iv) coordinate the activities of the other Officers; and (v) exercise other functions attributed to them by the Executive Board.

**ARTICLE 29** It is incumbent upon the Chief Financial and Investor Relations Officer, in addition to the other duties assigned to them by the Board of Directors, to (i) define the Company's financial strategies; (ii) direct the accounting, treasury, financial planning processes and investor relations; (iii) represent the Company before the bodies related to capital market activities; and (iv) as well as meeting the interests of investors.

**ARTICLE 30** In addition to such other duties as may be assigned by the Board of Directors, the Head of Asset Management shall be responsible for: (i) carrying out the activity of management of securities portfolios, pursuant to Article 4, item III, of CVM Resolution No. 21, dated February 25, 2021, as amended ("CVM Resolution 21"); (ii) the activities of distribution of investment fund units, pursuant to Article 33, items I and II, of CVM Resolution 21; and (iii) the suitability process, pursuant to Article 8, item III, of CVM Resolution No. 30, dated May 11, 2021.

**ARTICLE 31** In addition to such other duties as may be assigned by the Board of Directors, the Chief Risk Officer shall be responsible for: (i) acting as the person responsible for the analysis and management of the risks of the investment portfolio managed by the Company, pursuant to Article 4, item V, of CVM Resolution No. 21, dated February 25, 2021, as amended ("CVM Resolution 21"); (ii) acting as the person responsible for compliance with rules, policies, procedures, and internal controls (compliance), pursuant to Article 4, item IV, of CVM Resolution 21; and (iii) acting as the person responsible for the identification, registration, and record keeping of investors and transactions carried out by the Company in order to prevent unlawful acts related to money laundering and terrorist financing – PLDFT, pursuant to Article 8 of CVM Resolution No. 50, dated August 31, 2021, as amended.

**ARTICLE 32** It is incumbent upon Officers without specific designation, further to the activities assigned to them by the Board of Directors, to exercise other functions assigned to them by the Chief Executive Officer.

**ARTICLE 33** Subject to the provisions of these Bylaws, representation of the Company as plaintiff or defendant in or out of court shall be carried out: (a) individually by the Chief Executive Officer or (b) by (i) two (2) Executive Officers jointly, or (ii) one (1) Executive Officer jointly with one (1) attorney-in-fact with specific powers, or (iii) two (2) attorneys-in-fact with such powers. The powers of attorney granted by the Company must be signed individually by the Chief Executive Officer; by two (2) Executive Officers jointly; or individually by one (1) Executive Officer for acts provided for in paragraph 2 of this article. The powers of attorney granted by the Company must contain specific powers and a term of effectiveness not exceeding two (2) years (except for the granting of powers under the ad judicia et extra clause that the Executive Board may authorize in each case, which may exceed the term of two (2) years).

**Paragraph 1** – Without prejudice to the provisions of the head provision, the Company may be represented by one (1) officer or further, by one (1) attorney-in-fact with specific powers acting individually, in the following cases:

- (a) in routine matters, such as the signature of contracts of any nature whose value does not exceed the amount of two hundred and fifty thousand reais (BRL 250,000.00), and representation before federal, state and municipal public or private bodies and entities, independent governmental agencies and government controlled companies, including, but not limited to, the National Institute of Social Security (INSS), Guarantee Fund for Length of Service (FGTS), managed by Caixa Econômica Federal, Internal Revenue Service, including IRS Agencies and Offices, State and/or Municipal Treasury Offices, Commercial Registries, Brazilian Patent and Trademark Office, Central Bank of Brazil, CVM, IBAMA and other environmental agencies, Securities, Commodities and Futures Exchange, State and Development Banks;
- (b) in transactions related to public deeds, in co-ownership acts, records and annotations at real estate and registry offices;
- (c) in the signature of correspondence on routine matters;
- (d) in the signature of lease agreements; and
- (e) in the Company's representation at Shareholders' Meetings of its subsidiaries and affiliated companies.

**Paragraph 2** – The rule of the head provision of this article shall be observed for the performance of acts related to financial transactions, such as opening, transacting and closing bank accounts, authorizing debits, issuing, signing and endorsing checks, making deposits and withdrawals, making investments and redemptions, remitting and receiving payment orders, making loans and financing

**ARTICLE 34** The Fiscal Council, which shall operate on a non-permanent basis, shall be composed of at least three (3) and at most five (5) incumbent members with the same number of alternates, whether shareholders or not, elected and removable at any time by the Shareholders' Meeting. The Company's Fiscal Council shall be composed, installed and compensated in compliance with the legislation in force.

**Paragraph 1** – The investiture of the incumbent and alternate members of the Fiscal Council shall depend on the signature of the Instrument of Investiture, which shall include their subjection to the arbitration clause set forth in article 48 of these Bylaws.

**Paragraph 2** – In case of vacancy or impediment, the members of the Fiscal Council shall be replaced by their respective alternate.

**Paragraph 3** – In case of vacancy of the position of Fiscal Council member, the respective alternate shall fill the position. If there is no alternate member, a Shareholders' Meeting shall be called to proceed with the election of a member for the vacant position.

**Paragraph 4** - No person who maintains a relationship with a company that may be considered a competitor of the Company can be elected to the position of member of the Company's

Fiscal Council, being prohibited, among other things, the election of the person who: (a) is an employee, shareholder or member of a tax, technical and management body of a competitor or of a controlling shareholder or subsidiary of a competitor; (b) is a spouse or relative up to the second degree of a member of a management, technical or tax body of a competitor or of a controlling shareholder or 351 subsidiary of a competitor.

**Paragraph 5** – If any shareholder intends to appoint one or more representatives to the Fiscal Council, and such individuals have not been members of the Fiscal Council in the period subsequent to the last Annual Shareholders’ Meeting, such shareholder shall send a written notice to the Company ten (10) business days before the date of the Shareholders’ Meeting which will elect the Directors, informing the name, qualification and full resume of the candidates.

**ARTICLE 35** When established, the Fiscal Council shall meet, in accordance with the applicable law, whenever necessary, and at least on a quarterly basis, to review the Company’s financial statements.

**Paragraph 1** – Irrespective of any formalities, a meeting shall be considered regular if all the members of the Fiscal Council are in attendance.

**Paragraph 2** – The Fiscal Council shall make statements by an absolute majority of votes when a majority of its members is in attendance.

**Paragraph 3** – All resolutions of the Fiscal Council shall be recorded in the minutes drawn up in the respective Register of Minutes and Opinions of the Fiscal Council and executed by the attending Directors.

## CHAPTER VII

### Fiscal Year, Financial Statements and Profit Allocation

**ARTICLE 36** The fiscal year shall commence on January 1st and end on December 31st of each year. The Company undertakes to conduct an annual audit of its financial statements through independent auditors that are registered before the CVM.

**Paragraph 1** – y resolution of the Board of Directors, the Company may (i) prepare semi-annual, quarterly or shorter-period balance sheets, and declare dividends or interest on the shareholders' equity of the profits ascertained in such balance sheets; or (ii) declare interim dividends or interest on the shareholders' equity, to the account “retained earnings” or “earnings reserves” in the last annual or semiannual balance sheet.

**Paragraph 2** – Distributed interim or periodic dividends and interest on the shareholders' equity may be allocated to the mandatory dividend provided for in paragraph 3 of article 37 below.

**ARTICLE 37** Accrued losses, if any, and provision for income tax and social contribution on profit shall be deducted from the profit and loss, prior to any sharing.

**Paragraph 1** – Of the remaining balance, the Shareholders' Meeting may allocate to the Managers a share of the profit corresponding to up to one tenth of the profits for the fiscal year. Such profit sharing depends on the attribution to the shareholders of the mandatory dividend provided for in paragraph 3 of this article.

**Paragraph 2** – The net income for the fiscal year shall be allocated as follows:

- (a) Before any other distribution, five percent (5%) will be allocated to the legal reserve, which shall not exceed twenty percent (20%) of the capital stock. In a fiscal year in which the balance of the legal reserve, with addition of the amounts of the capital reserve referred to in paragraph 1 of Article 182 of the Law of Corporations, exceeds thirty percent (30%) of the capital stock, it will not be mandatory to allocate a portion of the net income for the fiscal year to the legal reserve;
- (b) a portion, as proposed by the Managers, may be allocated to contingency reserves and reversion of such reserves formed in previous fiscal years, in accordance with Article 195 of the Law of Corporations;
- (c) a portion of net income for the year, minus or plus the amounts described in items (a) and (b) above, shall be allocated for payment of the mandatory annual dividends to shareholders, subject to the provisions of paragraph 4 of this article;
- (d) in the fiscal year in which the amount of the mandatory dividend, calculated pursuant to paragraph 4 of this article, exceeds the realized portion of the fiscal year's net income, the shareholders may at a Shareholders' Meeting, as proposed by the management, allocate the excess amount to future unrealized profit reserve, in compliance with provisions of Article 197 of the Law of Corporations;
- (e) a portion, as proposed by Management, may be retained based on capital stock budget previously approved, pursuant to Article 196 of the Law of Corporations;
- (f) the Company may establish a legal profit reserve, corresponding to up to seventy-five percent (75%) of the net income, less the percentages allocated to create a legal reserve, contingency reserve and unrealized profit reserve, purpose of which shall be the funding of additional investments of fixed and working capital, and the expansion of the activities of the Company and/or its subsidiaries and affiliated companies, including through subscription of capital increases or creation of new ventures. The sum of the reserves, except for unrealized profit reserve and contingency reserve, shall not exceed one hundred percent (100%) of the Company's subscribed capital stock and to which limited resources shall be attributed to the net income remaining after the legal and statutory deductions; and the balance shall be allocated as determined by the Shareholders' Meeting, subject to the legal provisions.

**Paragraph 3** – Shareholders are assured the right to receive an annual mandatory dividend of not less than twenty-five percent (25%) of the net income for the fiscal year, plus or minus the following amounts: (i) amount allocated to creating legal reserve; (ii) amount for the creation of reserves for contingencies and for the reversion of the same reserves created in the previous fiscal years; and (iii) amount resulting from the reversion of the unrealized profit reserve created in prior years, pursuant to article 202, item II, of the Law of Corporations.

**Paragraph 4** – Payment of the mandatory dividend may legally be limited to the amount of

the net income realized

**ARTICLE 38** Upon the proposal of the Executive Board and with the approval of the Board of Directors, ad referendum of the Shareholders' Meeting, the Company may pay or credit interest to the shareholders, in the quality of compensation of shareholders' equity, subject to the applicable legislation. Any amounts paid thereunder may be offset against the mandatory dividend set forth in these Bylaws.

**Paragraph 1** – In case of interest credit to shareholders during the fiscal year and its attribution to the amount of the mandatory dividend, shareholders shall be ensured of payment of any remaining balance. In the event the amount of dividends is lower than the amount credited to the shareholders, the Company will not be allowed to collect the excess balance from the shareholders.

**Paragraph 2** – The effective payment of interest on shareholders' equity, provided that crediting occurred during the fiscal year, shall be made by means of a resolution of the Board of Directors, in the course of the fiscal year or of the following fiscal year.

**ARTICLE 39** The Company may prepare balance sheets every six months or within shorter periods, and may declare, by resolution of the Board of Directors:

- (a) the payment of dividends or interest on the shareholders' equity, from the income calculated in a semiannual statement of financial position, attributed to the mandatory dividend amount, if any;
- (b) the distribution of dividends for periods of less than six (6) months, or interest on the shareholders' equity, against the amount of mandatory dividend, if any, provided that the total dividend paid in each six-month period of a fiscal year does not exceed the amount of capital reserves; and
- (c) the payment of interim dividends or interest on the shareholders' equity, to the account retained earnings or earnings reserves in the last annual or semiannual balance sheet, attributed to the amount of mandatory dividend, if any.

**ARTICLE 40** The Shareholders' Meeting may resolve on the capitalization of earnings or capital reserve, including those created in interim balance sheets, with due regard for the applicable law.

## **CHAPTER VIII**

### **Disposal of Controlling Interest and Shareholding Dispersion**

**ARTICLE 41** The disposal of Control of the Company, directly or indirectly, through a single transaction or successive transactions, shall be contracted under the condition that the acquirer of Control undertakes to make a public tender offer ("OPA") aimed at the shares issued by the Company owned by the other shareholders, subject to the conditions and terms set forth in the legislation and regulations in force, and in the Novo Mercado Regulation, to make sure that they will receive treatment equal to that given to the transferor.

**Paragraph 1** – In the event of indirect disposal of Control, the acquirer shall disclose the amount attributed to the Company for purposes of setting the price of the OPA, and disclose

a justified statement of that amount.

**Paragraph 2** – For the purposes of this article, “Control” and its related terms means the power effectively used by a shareholder to direct the corporate affairs and establish guidelines for the operation of the Company’s bodies, directly or indirectly, de jure or de facto, regardless of ownership interest held.

**ARTICLE 42** Any person who acquires or becomes the holder of shares issued by the Company in an amount equal to or in excess of thirty percent (30%) shall, within a maximum period of thirty (30) days as of the date of the acquisition or the event that resulted in the ownership of shares in an amount equal to or in excess of thirty percent (30%) of the total number of shares issued by the Company, register or cause the registration of, as the case may be, the tender offer (OPA) for all shares issued by the Company, subject to the provisions in the applicable CVM regulations, the Novo Mercado Regulation, other regulations of the B3 and this article.

**Paragraph 1** - The tender offer (OPA) shall be (i) indistinctively addressed to all shareholders of the Company; (ii) made in an auction to be held at B3, (iii) launched at the price determined in accordance with the provisions of paragraph 2 of this article; and (iv) paid in cash, in Brazilian currency, upon the acquisition in the tender offer (OPA) of shares issued by the Company.

**Paragraph 2** – The acquisition price in the tender offer (OPA) of each share issued by the Company may not be less than the higher of (i) one hundred and fifty percent (150%) of the highest unit quotation reached by the shares issued by the Company during the twelve (12) months prior to the tender offer (OPA) on any stock exchange in which the Company's shares are traded; (ii) one hundred and fifty percent (150%) of the highest unit price paid by the person who acquires or becomes the holder of shares issued by the Company under the terms of the head provision of this article, at any time, for a share or batch of shares issued by the Company; and (iii) the value of the Company and its shares to be determined by a specialized company, using a recognized methodology or based on another discretion to be defined by CVM.

**Paragraph 3** – The holding of the tender offer (OPA) mentioned in the head provision of this article shall not exclude the possibility of another shareholder of the Company, or if applicable, the Company itself, making a competing tender offer (OPA), pursuant to the applicable regulation.

**Paragraph 4** – The acquirer will be required to meet any requests or requirements of CVM and B3, made based on the applicable legislation, relative to the tender offer (OPA), within the maximum terms set forth in the applicable regulation.

**Paragraph 5** – The provisions of this article are not applicable if a person acquires or becomes the holder of shares issued by the Company in a quantity greater than thirty percent (30%) of the total shares issued by the Company as a result of (i) legal succession, under the condition that the shareholder disposes of the surplus shares within sixty (60) days as from the relevant event; (ii) merger of another company into the Company, (iii) merger of shares of another company into the Company, or (iv) subscription of shares of the Company made in a single

primary issue that is approved in a Shareholders Meeting of the Company, according to the rules in the applicable 355 regulations; or (v) the equity interest that makes up the Company's Control and its additions, the interest in a voting agreement, executed for the purposes of controlling the Company, with the Controlling shareholder(s) or the acquisition of shares linked to a voting agreement with the Controlling shareholder(s), directly or indirectly.

**Paragraph 6** – For the purposes of calculating the percentage of thirty percent (30%) of the total shares issued by the Company described in the head provision of this article: (i) the interest of a given person will be computed together with its related parties, understood as the persons who control it, the investment vehicles under common control and the investment vehicles under the same management, directly or indirectly; and (ii) involuntary increases in ownership interest resulting from the cancellation of treasury shares or the reduction of the Company's capital stock with the cancellation of shares will not be computed.

## **CHAPTER IX**

### **Withdrawal from the Novo Mercado**

#### **Section I**

##### **Miscellaneous**

**ARTICLE 43** The Company's withdrawal from the Novo Mercado segment may occur, pursuant to Sections II and III below, as a result of:

- (a) a decision of the controlling shareholder or of the Company;
- (b) non-compliance with the obligations of the Novo Mercado Regulation; and
- (c) cancellation of registration of the Company as publicly-held company or conversion of registration category with CVM, in which case the provisions of the legislation and regulations in force must be observed.

#### **Section II**

##### **Voluntary Withdrawal**

**ARTICLE 44** Voluntary withdrawal from the Novo Mercado shall be granted by B3, only if preceded by a tender offer (OPA) that observes the procedures set forth in CVM Instruction no. 361, dated March 5, 2002, as amended, for cancellation of registration as publicly-held company and in the Novo Mercado Regulation.

**Paragraph 1** – Voluntary withdrawal from the Novo Mercado may occur, regardless of the tender offer (OPA) mentioned in this article in the event of a waiver approved at a Shareholders' Meeting.

**Paragraph 2** – The Shareholders' Meeting referred to in paragraph 1 above shall be called to order (i) on first call with the attendance of shareholders representing at least two thirds (2/3) of the total Outstanding Shares; and, if said quorum is not reached, (ii) on second call, with the attendance of any number of shareholders holding Outstanding Shares.

**Paragraph 3** – The resolution on the waiver of a tender offer (OPA) shall occur by a majority of votes of the shareholders holding Outstanding Shares attending the Shareholders' Meeting,

pursuant to 356 the Novo Mercado Regulation.

**Paragraph 4** – For the purposes of this article 44, "Outstanding Shares" means all shares issued by the Company, except for (i) those held by the controlling shareholder(s), persons related to it (them), and the managers of the Company; and (ii) those held in treasury.

### **Section III Mandatory Withdrawal**

**ARTICLE 45** The application of penalty of mandatory withdrawal from the Novo Mercado depends on the holding of a tender offer (OPA), with the same characteristics as the tender offer (OPA) resulting from voluntary withdrawal from the Novo Mercado, as provided for in article 44 above.

**Sole Paragraph** – In case the percentage of approval of the tender offer (OPA) equivalent to one third (1/3) of the outstanding shares is not reached, after the holding of the tender offer (OPA), the shares issued by the Company shall be traded for a period of six (6) months in said segment, counted from the holding of the tender offer (OPA) auction, without prejudice to the application of a monetary penalty.

### **CHAPTER X Corporate Restructuring**

**ARTICLE 46** In the event of a corporate reorganization involving the transfer of the Company's shareholding base, the resulting companies shall apply for entry into the Novo Mercado, within one hundred and twenty (120) days from the date of the Shareholders' Meeting that resolved on said reorganization.

**Sole Paragraph** – Should the reorganization involve resulting companies that do not wish to apply for entry into the Novo Mercado, the majority of the holders of the Company's Outstanding Shares attending the Shareholders' Meeting shall approve such structure.

### **CHAPTER XI Arbitral Tribunal**

**ARTICLE 47** The Company, its shareholders, managers and members of the Fiscal Council, incumbent and alternates, when installed, undertake to resolve, through arbitration before the Market Arbitration Chamber, pursuant to its regulation, any dispute that may arise among them, related to or arising from their capacity as issuer, shareholders, managers, and members of the Fiscal Council, in particular, arising from the provisions contained in Law No. 6,385, dated December 7, 1976, as amended, in the Law of Corporations, in the Company's Bylaws, in the standards issued by the National Monetary Council, by the Central Bank of Brazil and CVM, as well as in the other standards applicable to the operation of the capital market in general, in addition to those contained in the Novo Mercado Regulation, all other regulations of B3 and the Novo Mercado Joining Agreement.

**CHAPTER XII**  
**Winding up**

**ARTICLE 48** The Company shall be wound up and undergo winding up in the cases provided for in law, and the Shareholders' Meeting shall provide the winding up method, appoint the liquidator and the Fiscal Council that will manage the Company during the winding up period.

**CHAPTER XIII**  
**Miscellaneous**

**ARTICLE 49** The Company shall comply with the shareholders' agreements filed at its principal place of business and that are in force on the applicable date of resolution, and it shall be expressly forbidden to the members of the presiding office of the Shareholders' Meeting or of the Board of Directors to accept the statement of vote of any shareholder who has signed a shareholders' agreement, duly filed at the company's principal place of business, which has been cast in disagreement with what had been covenanted in such agreement, and the Company shall also be expressly forbidden from accepting and making transfers of shares and/or encumbering and/or assigning the preemptive right to subscribe the shares and/or other securities that does not comply with the provisions and regulations contained in the shareholders' agreement.

**Sole Paragraph** – Capitalized terms used, but not defined herein, have the meaning attributed thereto in the Shareholders' Agreement.

**ARTICLE 50** Cases not provided for in these Bylaws shall be resolved by the Shareholders' Meeting and regulated according to the provisions of the Law of Corporations and the Novo Mercado Regulation.

**ARTICLE 51** Pursuant to the provisions of article 47 of the Law of Corporations, the amount of the reimbursement to be paid to dissenting shareholders shall be based on the equity value reported in the last balance sheet approved at the Shareholders' Meeting.

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