



LOCALIZA RENT A CAR S.A.
PUBLICLY-HELD COMPANY
CNPJ 16.670.085/0001-55
Company Registry (NIRE) 31300011445

**MINUTES OF THE BOARD OF DIRECTOR'S MEETING
HELD ON JULY 1, 2025**

Date, Time, and Location: Held on July 1, 2025, at 9:00 a.m., pursuant to paragraph 3 of Article 13 of the Bylaws of Localiza Rent a Car S.A. ("Company"), located in the city of Belo Horizonte, State of Minas Gerais, at Avenida Bernardo de Vasconcelos, nº 377, Cachoeirinha, CEP 31150-000.

Call Notice: The meeting was called in accordance with paragraph 1 of Article 13 of the Company's Bylaws.

Attendance: All of the following members of the Board of Directors were present, namely: Eugênio Pacelli Mattar, Luis Fernando Memoria Porto, André Sapoznik, Artur Noemio Grynbaum, Maria Letícia de Freitas Costa, Paula Magalhães Cardoso Neves and Paulo Antunes Veras.

Bureau: Eugênio Pacelli Mattar, the Chair; and Suzana Fagundes Ribeiro de Oliveira, as Secretary.

Agenda: To discuss and resolve on **(1)** the approval and authorization, pursuant to Article 12, item (m), of the Company's bylaws, for the reduction of the share capital of **Companhia de Locação das Américas**, a corporation registered as a category "B" publicly held company with the Brazilian Securities and Exchange Commission (CVM), enrolled with the Corporate Taxpayer's ID (CNPJ) under No. 10.215.988/0001-60, with its articles of incorporation filed with the Board of Trade of the State of Minas Gerais ("JUCEMG") under Company Registry (NIRE) 31300136973, headquartered in the city of Belo Horizonte, State of Minas Gerais, at Avenida Bernardo de Vasconcelos, nº 377, Cachoeirinha, CEP 31150-900 ("Locamerica"), as well as the corresponding amendment to Locamerica's bylaws; **(2)** to approve the determination, under Article 12, item (w), of the Company's Bylaws, of the vote to be cast by the Company at the Extraordinary General Meeting of Locamerica, whose agenda includes, among other matters, the approval of the partial spin-off of Locamerica and the merger of Acelero (as defined below); **(3)** the acts relating to the merger of Locamerica into the Company, resulting in the dissolution of Locamerica ("Merger"), namely: **(3.1)** to authorize Management to execute the "Protocol and Justification of the Merger of Shares of Companhia de Locação das Américas by Localiza Rent a Car S.A." ("Merger Protocol and Justification"); **(3.2)** to approve the Management Proposal to the Company's Extraordinary General Meeting, to be called pursuant to item (5) below, whose agenda will consist of resolving on the following matters: (a) approval of the Merger Protocol and Justification, which sets forth, among other provisions, the rationale, terms, and conditions under which the Merger will be carried out; (b) ratification of the appointment and hiring of PricewaterhouseCoopers Auditores Independentes Ltda., a business company headquartered in the capital city of the State of São Paulo, at Av. Brigadeiro Faria Lima, 3732, 16º andar, partes 1 a 6, Edifício Adalmiro Dellape Baptista B32, Itaim Bibi, CEP 04538-132, enrolled with the CNPJ under No. 61.562.112/0001-20, originally registered with the Regional Accounting Council of the State of São Paulo under No. 2SP000160/O-5, with a branch located in the city of Belo Horizonte, State of Minas Gerais, at Rua dos Inconfidentes, nº 911, 17º andar, conjuntos 1701 e 1702 and 18º andar, conjunto 1801, Savassi, CEP 30.140-128, enrolled with the CNPJ under No. 61.562.112/0005-54, represented by its partner, Mr. Guilherme Campos e Silva, registered with the Regional Accounting Council of the State of São Paulo under

No. 1SP218254/O-1, ("Appraisal Firm"), responsible for preparing the appraisal report based on the book value criterion of Locamerica's assets to be merged by the Company, pursuant to Articles 227 et. seq. of Law No. 6,404 dated December 15, 1976, as amended and in force ("Brazilian Corporate Law" and "Appraisal Report", respectively); (c) approval of the Appraisal Report; (d) approval of the Merger of Locamerica by the Company under the terms of the Merger Protocol and Justification; and (e) authorization to the Company's officers to perform all acts necessary to implement the resolutions above ("EGM"); **(3.3)** to authorize the convening of the Company's EGM to resolve on and/or ratify, as the case may be, the matters indicated above; **(3.4)** to approve the determination, under Article 13 (w) of the Company's Bylaws, of the voting instructions to be issued by the Company at Locamerica's Extraordinary General Meeting, which aim, among other matters, to approve the Merger of Locamerica; **(3.5)** to authorize the early redemption of the Certificates of Agribusiness Receivables (CRAs) (as defined below) pursuant to the Agribusiness Credit Rights Certificates (CDCAs) linked to the CRAs; and **(4)** to authorize the Company's officers to perform any and all acts, execute any agreements and/or instruments and their respective amendments, as necessary or advisable to implement the resolutions above, as well as to ratify acts already performed.

Resolutions: After considering the agenda, the members of the Board of Directors, by unanimous vote and without any reservations, resolved as follows:

(1) Approve and authorize, pursuant to Article 12, item (m), of the Company's Bylaws, the reduction of the share capital of Locamerica, a wholly-owned subsidiary of the Company, in the amount of BRL 10,884,101.48 (ten million, eight hundred eighty-four thousand, one hundred one reais and forty-eight cents), corresponding to the book value of the assets and liabilities subject to the partial spin-off of Locamerica, followed by the absorption, by Localiza Veículos Especiais S.A., a privately held corporation, enrolled with the CNPJ under No. 02.491.558/0001-42, headquartered in the city of São Paulo, State of São Paulo, at Alameda Santos, nº 1826, Cerqueira Cesar, CEP 01418-102 ("Localiza VE"), of the spun-off portion of its equity, without, however, the cancellation of any shares of Locamerica, and the consequent amendment to Article 5 of Locamerica's Bylaws;

(2) Approve and determine, pursuant to Article 12, item (w) of the Company's bylaws, the instruction for a favorable vote to be cast by the Company at the Extraordinary General Meeting of Locamerica, which has on its agenda, among other matters, the resolution on the merger of **Acelero Comércio de Veículos S.A.**, a closely held corporation registered under CNPJ No. 11.884.974/0001-00, with its articles of incorporation filed with the Board of Trade of the State of Minas Gerais (JUCEMG) under Company Registry (NIRE) 31300143040, headquartered in the city of Belo Horizonte, State of Minas Gerais, at Avenida Bernardo de Vasconcellos, No. 377, Cachoeirinha, CEP 31150-900, ("Acelero"), by Locamerica, as well as the partial spin-off of Locamerica and the transfer of the spun-off assets to Localiza VE;

(3.1.) Authorize Management to execute the Merger Protocol and Justification, pursuant to **Appendix I** of these minutes;

(3.2.) Approve the Management's Proposal to the Extraordinary General Meeting, pursuant to **Appendix II** of these minutes;

(3.3.) Authorize the convening of the Extraordinary General Meeting, to be held on first call on August 1, 2025, at 2:00 PM, for the purpose of deliberating or ratifying, as the case may be, the matters mentioned above;

(3.4.) Approve and determine, pursuant to Article 13, item (w) of the Company's bylaws, the instruction for a favorable vote to be cast by the Company at the Extraordinary General Meeting of its subsidiary,

Locamerica (as qualified above), which aims, among other matters, to deliberate on the merger of Locamerica into the Company;

(3.4.) Authorize the early redemption of the Certificates of Agribusiness Receivables, single series, from the 104th Issuance of Eco Securitizadora de Direitos Creditórios do Agronegócio S.A. ("CRA 2021") and the Certificates of Agribusiness Receivables from the 1st and 2nd series of the 157th Issuance of Eco Securitizadora de Direitos Creditórios do Agronegócio S.A. ("CRA 2022" and, together with CRA 2021, "CRAs"), should the Merger be approved, including the execution of any related payments in accordance with the Certificates of Agribusiness Credit Rights (CDCAs) linked to the CRAs. The operational procedures and applicable amounts will be disclosed to the CRA holders through Notices to CRA Holders, informing them of the conditions for any CRA holders who wish to have their respective CRAs redeemed, as provided for in the "*Securitization Instrument of Agribusiness Receivables for the Issuance of Certificates of Agribusiness Receivables, Single Series, of the 104th Issuance of Eco Securitizadora de Direitos Creditórios do Agronegócio S.A.*" in the case of CRA 2021, and in the "*Securitization Instrument of Agribusiness Receivables for the Issuance of Certificates of Agribusiness Receivables, 1st and 2nd Series, of the 157th Issuance of Eco Securitizadora de Direitos Creditórios do Agronegócio S.A. backed by Agribusiness Receivables arising from Agribusiness Receivables Certificates issued by Companhia de Locação das Américas*" in the case of CRA 2022; and

(4) Authorize the Executive Board to perform any and all acts, enter into any agreements and/or instruments and their possible amendments, as may be necessary or convenient, to carry out the resolutions above, as well as to ratify any acts already performed by the Company's Officers or by their duly appointed attorneys-in-fact in connection with the matters described above.

Adjournment and Drafting of the Minutes: There being no further matters to be deliberated, the meeting was adjourned for the time necessary to prepare these minutes in electronic form, to be subsequently approved by the participants.

Belo Horizonte/MG, July 1, 2025.

Eugênio Pacelli Mattar
Chair

Suzana Fagundes Ribeiro de Oliveira
Secretary

Luis Fernando Memoria Porto

Artur Noemio Grynbaum

Andre Sapoznik

Maria Letícia de Freitas Costa

Paulo Antunes Veras

Paula Magalhães Cardoso Neves