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(A free translation of the original in Portuguese)

Fleury S.A.

Parent company and consolidated financial statements at December 31, 2022 and independent auditor's report

(A free translation of the original in Portuguese)

Independent auditor's report

To the Board of Directors and Shareholders
Fleury S.A.

Opinion

We have audited the accompanying parent company financial statements of Fleury S.A. (the "Company"), which comprise the balance sheet as at December 31, 2022 and the statements of income, comprehensive income, changes in equity and cash flows for the year then ended, as well as the accompanying consolidated financial statements of Fleury S.A. and its subsidiaries ("Consolidated"), which comprise the consolidated balance sheet as at December 31, 2022 and the consolidated statements of income, comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including significant accounting policies and other explanatory information.

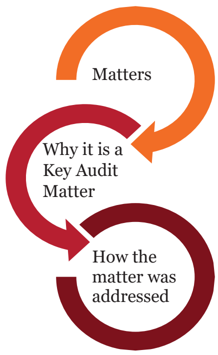
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Fleury S.A. and of Fleury S.A. and its subsidiaries as at December 31, 2022, and the financial performance and the cash flows for the year then ended, as well as the consolidated financial performance and the cash flows for the year then ended, in accordance with accounting practices adopted in Brazil and with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Basis for opinion

We conducted our audit in accordance with Brazilian and International Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Parent Company and Consolidated Financial Statements section of our report. We are independent of the Company and its subsidiaries in accordance with the ethical requirements established in the Code of Professional Ethics and Professional Standards issued by the Brazilian Federal Accounting Council, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the parent company and consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



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Why it is a Key Audit Matter	How the matter was addressed in the audit
Revenue Recognition (Note 27)	
At December 31, 2022 ,the parent company and consolidated financial statements included revenue from services rendered. The Company's revenues arise from the rendering of services and are recognized based on the services performed up to the balance sheet date. For this purpose, it is necessary to determine the amount of revenue to be recognized, considering the services rendered and billed and services rendered but not billed, and to estimate the losses resulting from procedures performed but not approved by health plan operators (called "disallowances"). Considering the high number of locations where services are rendered, the procedures adopted by management must comprise strict controls and analyses to ensure that revenues from services rendered are recognized within the correct accrual period, as well as to ensure that the corresponding receivables are recognized at their realizable values. .	Our audit procedures included, among others: (i) Understanding of the process and adequacy of the accounting policies adopted by the Company and its subsidiaries for the recognition of revenue, specifically those related to the billing of services rendered and the measurement of services rendered but not billed (revenues to be billed). (ii) Analysis of the reconciliation of billing reports for the period from January to December 2022 with the accounting records for the revenue recognized in the financial statements. (iii) Documentary tests, on a sample basis, on the existence of revenue from services billed and to be billed during the year, checking the timing of revenue recognition and the amounts recognized. (iv) Analysis of the assumptions and measurement criteria used for the estimated losses from disallowances and their adherence to the Company's accounting policies, as well as the recalculation of the accruals for losses resulting from disallowances at December 31, 2022. (v) Reading of the disclosures in the parent company and consolidated financial statements.
Due to the materiality of the amounts in the process of recognizing revenue from services rendered, as well as the characteristics inherent in the measurement of the estimated losses from disallowances, which involves analysis of assumptions and measurement criteria, we understand that these matters are significant in our audit work.	As a result of the evidence obtained through the procedures summarized above, we believe that the criteria adopted by management for the recognition of revenue from services rendered and the accruals for the estimated losses from disallowances are reasonable.
Recoverable amount of goodwill (Note 12)	
At December 31, 2022, the parent company and consolidated financial statements included goodwill from business combinations that recoverable amount of which is tested annually as required by CPC 01/IAS 36 - "Impairment of assets". For impairment testing, goodwill is	Our audit procedures included, among others: (i) Understanding of the preparation and review of the studies and analyses of the recoverable amounts provided by the Company.

Fleury S.A.

Why it is a Key Audit Matter	How the matter was addressed in the audit
allocated to Cash Generating Units (CGUs), the values in use of which are based on estimated future cash flows, discounted to their net present values. This involves the determination of assumptions such as: business growth rates and discount rates. Due to the uncertainties related to the assumptions used to estimate the values in use of the CGUs, which may result in a material adjustment to the carrying amounts, we consider this a significant matter in our audit work.	(ii) Analysis, with the assistance of our corporate finance specialists, of the assumptions used by the Company, especially those related to business growth rates, cash flow projections and the respective discount rates, and comparison of the assumptions used by the Company, when available, with data obtained from external sources, such as projected economic growth and discount rates. (iii) Reading of the disclosures provided by the Company in the parent company and consolidated financial statements. As a result of the evidence obtained through the procedures summarized above, we consider that the valuation methodologies and assumptions adopted by management are reasonable, and the disclosures are consistent with the information obtained.
Business combinations	
As described in Note 3 to the parent company and consolidated financial statements, during the year ended December 31, 2022, the Company acquired interests in other companies, obtaining their control ("business combinations"). Estimates required for the recognition and measurement of business combinations involve significant assumptions in determining the fair value of assets acquired and of liabilities assumed, such as discount rates, growth projections and others. Due to the uncertainties related to the assumptions and estimates used for measuring assets acquired and liabilities assumed, which may result in a material adjustment to the accounting balances, we consider this a significant matter in our audit work.	Our audit procedures included, among others: (i) Reading of the main documents related to the business combinations, analysis of the important corporate acts and the main events that led management to conclude on the dates when control was obtained. (ii) Assessment of the competence and objectivity of external specialists hired by management to prepare the purchase price allocation reports for the business combinations and, with the support of our specialists, assessment of the reasonableness of the methodology and discussions of the main assumptions adopted for the identification and measurement of the fair value of assets acquired and of liabilities assumed in the business combinations, comparing them with available historical information or with observable market and/or segment data. (iii) Comparison of the amounts determined in the allocation reports and of the price paid in the business combination with the respective accounting balances. (iv) Reading of the disclosures included in the parent company and consolidated financial

Why it is a Key Audit Matter	How the matter was addressed in the audit
	statements considering the requirements of the corresponding accounting standards. Our audit procedures allowed us to conclude that the methodology, judgments, and assumptions used are reasonable and that the disclosures are consistent with the data and information obtained.

Other matters

Statements of Value Added

The parent company and consolidated Statements of Value Added for the year ended December 31, 2022, prepared under the responsibility of the Company's management and presented as supplementary information for IFRS purposes, were submitted to audit procedures performed in conjunction with the audit of the Company's financial statements. For the purposes of forming our opinion, we evaluated whether these statements are reconciled with the financial statements and accounting records, as applicable, and if their form and content are in accordance with the criteria defined in Technical Pronouncement CPC 09 - "Statement of Value Added". In our opinion, these Statements of Value Added have been properly prepared in all material respects, in accordance with the criteria established in the Technical Pronouncement and are consistent with the parent company and consolidated financial statements taken as a whole.

Other information accompanying the parent company and consolidated financial statements and the auditor's report

The Company's management is responsible for the other information that comprises the Management Report.

Our opinion on the parent company and consolidated financial statements does not cover the Management Report, and we do not express any form of audit conclusion thereon.

In connection with the audit of the parent company and consolidated financial statements, our responsibility is to read the Management Report and, in doing so, consider whether this report is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement in the Management Report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the parent company and consolidated financial statements

Management is responsible for the preparation and fair presentation of the parent company and consolidated financial statements in accordance with accounting practices adopted in Brazil and with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB), and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company and consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the financial reporting process of the Company and its subsidiaries.

Auditor's responsibilities for the audit of the parent company and consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the parent company and consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Brazilian and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Brazilian and International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the parent company and consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Company and its subsidiaries.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company and consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the parent company and consolidated financial statements, including the disclosures, and whether these financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the parent company and consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

Fleury S.A.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the Key Audit Matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

São Paulo, March 15, 2023

PricewaterhouseCoopers
Auditores Independentes Ltda.
CRC 2SP000160/O-5

Marcelo Orlando
Contador CRC 1SP217518/O-7

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Individual and consolidated financial statements

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FLEURY S.A. AND SUBSIDIARIES

BALANCE SHEET AS OF
(In thousands of reais–R$)

Assets	Note	Parent company 12/31/2022	Parent company 12/31/2021	Consolidated 12/31/2022	Consolidated 12/31/2021
Current assets					
Cash and cash equivalents	5	9,121	12,104	17,256	33,722
Securities	6	1,174,965	717,632	1,292,234	763,372
Accounts receivable	7	701,549	687,161	856,849	793,851
Inventories	8	68,994	59,236	96,576	72,610
Recoverable taxes	9	12,797	16,967	14,757	17,891
IRPJ and CSLL recoverable		52,102	-	62,265	9,406
Assets held for sale	1.2.4	-	-	14,968	-
Other assets	10	29,378	47,108	36,499	51,619
Total current		**2,048,906**	**1,540,208**	**2,391,404**	**1,742,471**
Long-term assets					
Securities	6	32,473	19,763	121,641	64,332
Income tax and social contribution - deferred	21	-	-	48,624	25,195
Judicial deposits	22	17,764	23,491	24,160	24,009
Other assets	10	15,938	21,651	53,765	22,887
		66,175	**64,905**	**248,190**	**136,423**
Investments	11	1,634,014	1,206,702	44,080	43,083
Property, plant and equipment	12	833,379	711,248	925,883	814,407
Intangible assets	12	1,748,954	1,566,545	3,159,926	2,586,611
Right-of-use	13	919,503	672,344	1,022,287	750,775
Total non-current		**5,202,025**	**4,221,744**	**5,400,366**	**4,331,299**
Total assets		**7,250,931**	**5,761,952**	**7,791,770**	**6,073,770**

Liabilities and shareholders' equity	Note	Parent company 12/31/2022	Parent company 12/31/2021	Consolidated 12/31/2022	Consolidated 12/31/2021
Current liabilities					
Financing	14	12,051	179,398	12,838	180,406
Debentures	15	348,081	194,650	348,081	194,650
Lease	16	153,133	110,886	174,901	129,644
Suppliers	17	283,544	294,228	364,268	356,881
Labor obligations	18	204,575	182,828	227,600	202,168
Tax liabilities	19	23,338	30,394	40,812	38,379
Income tax and social contribution payable		327	50,065	7,110	52,866
Accounts payable - Acquisition of companies	20	24,786	13,935	40,337	29,673
Interest on own capital and dividends payable	25.b	80	15,011	219	15,011
Other liabilities	21	13,651	5,214	17,969	7,196
Total current		**1,063,566**	**1,076,609**	**1,234,135**	**1,206,874**
Non-current liabilities					
Financing	14	-	-	-	467
Debentures	15	2,198,917	1,748,913	2,198,917	1,748,913
Lease	16	856,468	629,591	943,348	694,575
Income tax and social contribution - deferred	22	366,215	374,448	397,589	397,561
Provision for tax, labor and civil risks	23	16,563	31,052	29,087	36,196
Tax installments	19	4,024	10,713	8,708	13,197
Accounts payable - Acquisition of companies	20	63,642	42,532	276,326	118,693
Other liabilities	21	-	2,811	2,575	2,811
Total non-current		**3,505,829**	**2,840,060**	**3,856,550**	**3,012,413**
Shareholders' equity					
Capital	25.a	1,717,222	1,437,253	1,717,222	1,437,253
Capital reserve	26	603,212	37,474	603,212	37,474
Profit reserve					
Investment reserve	25.d	45,166	10,174	45,166	10,174
Legal reserve		148,616	133,221	148,616	133,221
Retained earnings		187,291	251,997	187,291	251,997
Treasury shares	25.c	(19,971)	(24,836)	(19,971)	(24,836)
Shareholders' equity of controlling shareholders		**2,681,536**	**1,845,283**	**2,681,536**	**1,845,283**
Non-controlling interest		-	-	19,549	9,200
Total shareholders' equity		**2,681,536**	**1,845,283**	**2,701,085**	**1,854,483**
Total liabilities and shareholders' equity		**7,250,931**	**5,761,952**	**7,791,770**	**6,073,770**

See the accompanying notes to the financial statements.

FLEURY S.A. AND SUBSIDIARIES

STATEMENTS OF INCOME AND COMPREHENSIVE INCOME
YEARS ENDED
(In thousands of reais - R$, except earnings per share)

	Note	Parent company		Consolidated	
		31/12/2022	31/12/2021	31/12/2022	31/12/2021
Revenue from rendering of services	27	**3,712,030**	**3,444,101**	**4,463,040**	**3,872,651**
Cost of services rendered	28	(2,637,683)	(2,395,297)	(3,252,930)	(2,745,758)
Gross Income		**1,074,347**	**1,048,804**	**1,210,110**	**1,126,893**
Operating (expenses) revenues					
General and administrative	29	(405,410)	(411,090)	(498,315)	(480,999)
Other operating revenues (expenses), net	30	18,351	19,108	22,573	20,817
Equity in net income of subsidiaries	11	41,190	4,709	603	550
Operating income (loss) before financial income (loss)		**728,478**	**661,531**	**734,971**	**667,261**
Financial revenues	31	92,786	44,637	113,461	48,878
Financial expenses	31	(421,407)	(210,957)	(443,039)	(220,031)
Financial income (loss)		**(328,621)**	**(166,320)**	**(329,578)**	**(171,153)**
Income before income tax and social contribution		**399,857**	**495,211**	**405,393**	**496,108**
Income tax and social contribution					
Current	22	(100,117)	(176,401)	(125,923)	(197,093)
Deferred	22	8,168	31,116	29,261	52,476
Net income for the year		**307,908**	**349,926**	**308,731**	**351,491**
Attributable to the partners:					
Controlling shareholders		307,908	349,926	307,908	349,926
Non-controlling shareholders		-	-	823	1,565
		307,908	**349,926**	**308,731**	**351,491**
Other comprehensive income					
Items that will be reclassified to income (loss) for the year in subsequent periods		-	-	-	-
Items that will not be reclassified to the result of the financial year in subsequent periods		-	-	-	-
Total comprehensive income for the year		**307,908**	**349,926**	**308,731**	**351,491**
Earnings per share attributable to Company's shareholders					
Basic earnings per share (weighted average)	32	0.95	1.10	0.95	1.10
Diluted earnings per share (weighted average)	32	0.95	1.10	0.95	1.10

See the accompanying notes to the financial statements.

FLEURY S.A. AND SUBSIDIARIES

STATEMENT OF CASH FLOWS
YEARS ENDED
(In thousands of reais – R$)

	Note	Parent company		Consolidated	
		12/31/2022	12/31/2021	12/31/2022	12/31/2021
Net earnings		307,908	349,926	308,731	351,491
Items not affecting cash:					
Income tax and social contribution	22	91,949	145,285	96,662	144,617
Financial revenues and expenses	31	409,131	202,999	419,281	202,107
Depreciation and amortization	12|13	398,743	360,275	455,339	389,280
Equity in net income of subsidiaries	11	(41,190)	(4,709)	(603)	(550)
Stock option plan	26	16,346	10,328	16,346	10,328
Formation of provision for tax, labor and civil risks	23.c	4,200	830	4,298	969
Estimated losses from disallowances and default	27|30	41,259	37,188	47,253	39,491
Profit sharing	18	55,509	46,477	57,772	47,032
Other		44,638	(10,355)	(24,955)	(16,059)
Cash flow from operating activities before changes in assets and liabilities		**1,328,493**	**1,138,244**	**1,380,124**	**1,168,706**
(Increase) decrease in accounts receivable	7	(55,646)	(66,221)	(110,251)	(119,002)
(Increase) decrease in inventories	8	(9,758)	602	(23,966)	1,113
(Increase) decrease in recoverable taxes	9	(47,933)	31,176	(50,260)	31,069
(Increase) decrease in judicial deposits		5,727	779	(151)	1,326
(Increase) decrease in other assets		16,931	(6,853)	755	7,642
Increase (decrease) in suppliers	17	(10,684)	71,135	7,387	83,448
Increase (decrease) in labor obligations	18	(33,762)	4,721	(32,340)	8,069
Increase (decrease) in tax liabilities	19	(6,506)	(1,250)	(381)	(1,398)
Increase (decrease) in scheduling of tax payments	19	(7,240)	(3,569)	(1,675)	(5,671)
Increase (decrease) in other liabilities		(13,063)	(13,091)	7,033	(13,895)
Total change in assets and liabilities		**(161,934)**	**17,429**	**(203,849)**	**(7,299)**
Income tax and social contribution paid		(171,167)	(126,336)	(189,142)	(142,738)
Net cash from operating activities		**995,392**	**1,029,337**	**987,133**	**1,018,669**
Acquisition of property, plant and equipment and intangible assets	12	(356,687)	(345,905)	(413,086)	(413,289)
Securities - funding and income	6	(458,974)	282,334	(586,171)	255,532
Payments for acquired companies less cash and cash equivalents		(374,166)	(101,095)	(387,594)	(429,375)
Acquisition of other ownership interest	11	(16,649)	(3,780)	(12,300)	(3,497)
Paid-up capital in subsidiary		(209,311)	(453,903)	(462)	(650)
Other		-	920	15,140	(84)
Net cash used in investment activities		**(1,415,787)**	**(621,429)**	**(1,384,473)**	**(591,363)**
Funding of debentures	15	700,000	1,000,000	700,000	1,000,000
(Principal) repayment of financing and debentures	14|15	(319,688)	(814,218)	(320,207)	(817,234)
Interest paid on financing and debentures	14|15	(270,060)	(91,579)	(270,088)	(91,627)
Financial commissions and other		(3,616)	(11,406)	(3,620)	(11,407)
Derivative financial instruments		(846)	1,305	(846)	1,305
Payment of lease	16	(201,962)	(176,442)	(234,538)	(193,142)
Capital increase	25	847,493	5,050	847,493	5,050
Dividends and/or interest on own capital paid	25	(337,201)	(296,141)	(337,201)	(296,141)
Purchase of treasury shares	25.c	-	(24,830)	-	(24,830)
Related parties		-	-	(2,976)	-
Operation - drawee risk		3,292	(5,911)	2,857	6,258
Net cash invested/generated in financing activities		**417,412**	**(414,172)**	**380,874**	**(421,768)**
Increase (decrease) in cash and cash equivalents		**(2,983)**	**(6,264)**	**(16,466)**	**5,538**
Cash and cash equivalents					
At the beginning of the year	5	12,104	18,368	33,722	28,184
At the end of the year	5	9,121	12,104	17,256	33,722
Changes in cash and cash equivalents		**(2,983)**	**(6,264)**	**(16,466)**	**5,538**

See the accompanying notes to the financial statements.

FLEURY S.A. AND SUBSIDIARIES

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
YEARS ENDED
(In thousands of reais – R$)

		Capital			Capital reserve	Profit reserve							
	Note	**Capital**	**Expenses with issue of shares**	**Net capital**	**Capital reserve**	**Investment reserve**	**Legal reserve**	**Retained earnings**	**Income (loss) for the year**	**Treasury shares**	**Shareholders' equity – Parent company**	**Non-controlling interest**	**Consolidated shareholders' equity**
Balances at December 31, 2020		**1,454,986**	**(22,784)**	**1,432,202**	**35,954**	**-**	**115,725**	**166,969**	**-**	**-**	**1,750,850**	**-**	**1,750,850**
Capital increase	25a	5,051	-	5,051	-	-	-	-	-	-	5,051	-	5,051
Stock option plan	26b	-	-	-	1,520	-	-	-	-	-	1,520	-	1,520
Dividends paid in 2020	25b	-	-	-	-	-	-	(156,795)	-	-	(156,795)	-	(156,795)
Net income for the year		-	-	-	-	-	-	-	349,926	-	349,926	1,565	351,491
Non-controlling interest		-	-	-	-	-	-	-	-	-	-	7,635	7,635
Formation of legal reserve		-	-	-	-	-	17,496	-	(17,496)	-	-	-	-
Profit reserve		-	-	-	-	10,174	-	(10,174)	-	-	-	-	-
Interest on own capital	25b	-	-	-	-	-	-	-	(72,398)	-	(72,398)	-	(72,398)
Additional dividends proposed	25b	-	-	-	-	-	-	-	(10,709)	-	(10,709)	-	(10,709)
Retained earnings		-	-	-	-	-	-	249,323	(249,323)	-	-	-	-
(-) Treasury shares		-	-	-	-	-	-	2,674	-	(24,836)	(22,162)	-	(22,162)
Balances at December 31, 2021		**1,460,037**	**(22,784)**	**1,437,253**	**37,474**	**10,174**	**133,221**	**251,997**	**-**	**(24,836)**	**1,845,283**	**9,200**	**1,854,483**
Capital increase	25a	283,786	(3,817)	279,969	565,162	-	-	-	-	-	845,131	-	845,131
Stock option plan	26b	-	-	-	576	-	-	-	-	4,865	5,441	-	5,441
Non-controlling interest		-	-	-	-	-	-	-	-	-	-	9,526	9,526
Dividends paid in 2021	25b	-	-	-	-	-	-	(214,329)	-	-	(214,329)	-	(214,329)
Investment retention	25d	-	-	-	-	34,992	-	(34,992)	-	-	-	-	-
Net income for the year		-	-	-	-	-	-	-	307,908	-	307,908	823	308,731
Formation of legal reserve		-	-	-	-	-	15,395	-	(15,395)	-	-	-	-
Interest on own capital	25b	-	-	-	-	-	-	-	(107,898)	-	(107,898)	-	(107,898)
Retained earnings		-	-	-	-	-	-	184,615	(184,615)	-	-	-	-
Balances at December 31, 2022		**1,743,823**	**(26,601)**	**1,717,222**	**603,212**	**45,166**	**148,616**	**187,291**	**-**	**(19,971)**	**2,681,536**	**19,549**	**2,701,085**

See the accompanying notes to the financial statements.

FLEURY S.A. AND SUBSIDIARIES

STATEMENT OF ADDED VALUE
YEARS ENDED
(In thousands of reais – R$)

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Revenues	**3,989,785**	**3,690,643**	**4,794,733**	**4,154,628**
Gross revenue from services rendered (net of rebates)	3,991,707	3,704,084	4,798,035	4,167,504
Estimated losses from disallowances	(38,040)	(37,189)	(42,264)	(39,490)
Other revenues	36,118	23,748	38,962	26,614
Inputs acquired from third parties	**(1,514,340)**	**(1,441,978)**	**(1,987,829)**	**(1,729,246)**
Cost of services rendered	(1,393,013)	(1,309,166)	(1,832,769)	(1,560,705)
Materials, energy, outsourced services and other	(117,902)	(132,439)	(154,974)	(168,452)
Loss/recovery of asset values	(3,425)	(373)	(86)	(89)
Gross added value	**2,475,445**	**2,248,665**	**2,806,904**	**2,425,382**
Depreciation and amortization	(398,743)	(360,275)	(455,339)	(389,280)
Net added value	**2,076,702**	**1,888,390**	**2,351,565**	**2,036,102**
Added value received as transfer	**138,132**	**51,647**	**118,811**	**51,894**
Equity in net income of subsidiaries	41,190	4,709	603	550
Financial revenues (except PIS and COFINS)	96,942	46,938	118,208	51,344
Total added value payable	**2,214,834**	**1,940,037**	**2,470,376**	**2,087,996**
Distribution of added value	**(2,214,834)**	**(1,940,037)**	**(2,470,376)**	**(2,087,996)**
Personnel and charges	**(947,817)**	**(834,502)**	**(1,085,743)**	**(915,936)**
Direct remuneration	(651,199)	(576,025)	(750,078)	(639,008)
Benefits	(244,873)	(214,148)	(275,143)	(227,351)
Charges	(51,745)	(44,329)	(60,522)	(49,577)
Taxes, duties and contributions	**(499,546)**	**(516,703)**	**(579,445)**	**(562,949)**
Federal	(380,556)	(407,317)	(436,937)	(437,117)
Municipal	(118,990)	(109,386)	(142,508)	(125,832)
Interest, rental and other operating expenses	**(459,563)**	**(238,906)**	**(496,457)**	**(257,620)**
Rentals	(10,513)	(13,484)	(20,596)	(19,538)
Interest	(421,407)	(210,957)	(443,039)	(220,030)
Other operating expenses	(27,643)	(14,465)	(32,822)	(18,052)
Interest on own capital	**(107,898)**	**(72,398)**	**(107,898)**	**(72,398)**
Legal reserve	**(15,395)**	**(17,496)**	**(15,395)**	**(17,496)**
Retained earnings for the year	**(184,615)**	**(260,032)**	**(185,438)**	**(261,597)**

See the accompanying notes to the financial statements.

In thousands of reais (R$), unless otherwise indicated.

1. Operations

1.1 The Company

Fleury S.A. ("Fleury", "Parent Company" or "Company" and, together with its subsidiaries, "Fleury Group" or "Group") is a publicly-held corporation listed in the Novo Mercado segment of B3 S.A. – Brasil, Bolsa e Balcão, under the ticker "FLRY3", headquartered in the city of São Paulo. The Company is engaged in the provision of medical services in the diagnostic, treatment, clinical analysis, health management, medical care, orthopedics and ophthalmology areas, and offers its digital healthcare platform: Saúde iD.

The Group carries out its activities through 381 customer service units and 31 hospital-based units, as follows: Furthermore, it has a mobile service operation with coverage in 18 municipalities in addition to a digital platform

State	Brand	2022	2021
São Paulo	Fleury, a+SP, CIP, Saha, Moacir Cunha, Vita and Campana	108	73
Rio de Janeiro	Labs a+, Felippe Mattoso, Lafe	79	77
Minas Gerais	Méthodos	29	-
Espírito Santo	Pretti and Bioclínico	45	40
Pernambuco	a+ and Diagmax, Marcelo Magalhães	30	18
Maranhão	Inlab	26	25
Rio Grande do Sul	Weinmann, Serdil	23	21
Paraná	a+	16	13
Bahia	Diagnosson a+, a+BA	14	6
Rio Grande do Norte	IRN/CPC	10	10
Federal District	Fleury	1	1
Total		**381**	**284**

1.2 Ongoing Business Combinations

1.2.1 Instituto Hermes Pardini

On August 18, 2022, the Company approved the Protocol and Justification executed into on June 29, 2022 involving the combination of the businesses and shareholding bases of Fleury and Hermes Pardini.
In addition to other conditions precedent, common to this type of transaction, the condition of its conclusion is obtaining authorizations and consent from third parties, including the Administrative Council for Economic Defense – CADE.
The Companies believe that the combination of the two operations represents an excellent opportunity to create value, which may result in significant gains for their shareholders through:

(i) increased competitiveness of the Companies in the environment of transformation of the healthcare and diagnostic medicine sector, with geographic complementarity and national presence, robust capital structure, support from its key shareholders, and adequate organizational structure; and

(ii) reinforcement of organic and inorganic growth.

Transaction Structure Implementation of the Transaction will result in:

(i) Fleury's owning all the shares issued by Hermes Pardini;
(ii) Receipt, by all Hermes Pardini's shareholders for each common share issued by Hermes Pardini, of the following:
    (a) an installment, in domestic currency, of R$ 2.154102722 ("Reference Value of Cash Installment per Share"), adjusted *pro rata die* based on the changes in the CDI rate, as of the date of corporate approval of the Transaction by Hermes Pardini until the date of its consummation, and subject to the adjustments provided for under the Protocol and Justification, as applicable, to be paid in a single installment, within fifteen (15) days after the date of consummation of the Transaction; and
    (b) 1.213542977 common share issued by Fleury ("Reference Exchange Ratio per Share"), subject to the adjustments provided for in the Protocol and Justification.

The estimated cash portion is R$286 million (position as of December 31, 2022).

The Transaction will be implemented through the following main steps, all interdependent and related to each other:

(i) The merger of all the shares issued by Hermes Pardini into a special purpose vehicle wholly owned by Fleury ("Holding Fleury"), with Hermes Pardini becoming a wholly owned subsidiary of Holding Fleury;
(ii) The receipt, by all shareholders of Hermes Pardini, of one (1) common share and one (1) redeemable preferred share of Holding Fleury for each Hermes Pardini share;
(iii) The redemption of the preferred shares issued by Holding Fleury; and
(iv) The subsequent merger of Holding Fleury into Fleury, based on the exchange ratio of 1.2135 Fleury shares for each Holding Fleury share, with the extinguishment of Holding Fleury and succession by Fleury in all its rights and obligations.

Management estimates that the completion of the operation will occur in the year 2023.

1.2.2 Retina Clinic

On September 26, 2022, the Company, through its wholly-owned subsidiary, Fleury Centro de Procedimentos Médicos Avançados S.A (CPMA) entered into the Quota Purchase and Sale Agreement and Other Covenants for the acquisition of 100% of the quotas of Retina Clinic. The transaction amounted to R$ 21 million. This acquisition reinforces its presence in integrated medical services solutions in the ophthalmic segment and in the expansion of the Group's ophthalmic clinics. The completion of the transaction is contingent on the fulfillment of certain conditions precedent, not met until the closing of these Financial Statements.

1.2.3 Merger of subsidiaries

On October 28, 2022, the Shareholders' Meeting of Fleury S.A. approved the merger of the companies Diagmax Diagnósticos por Imagem Ltda, Diagmax Participações Societárias S.A., Centro de Endoscopia Digestiva do Recife Ltda. and INLAB – Investigação Laboratorial Ltda. The purpose of the merger was the synergy of the operating teams.

On December 31, 2022, the Shareholders' Meeting of Marcelo Magalhães approved the merger of Marcelo Magalhães Diagnóstico S.A. into Laboratório Marcelo Magalhães S.A. The purpose of the merger was to reduce costs related to business management, increase business synergy and optimize the corporate structure.

1.2.4 Papaiz (Event subsequent to these financial statements)

On December 8, 2022, the Company, through its wholly-owned subsidiary Fleury Centro de Procedimentos Médicos Avançados S.A. (CPMA), entered into the Quota Purchase and Sale Agreement and Other Covenants for the disposal of 51% of the quotas of Papaiz Associados Diagnósticos por Imagem S.A. that CPMA owns. The transaction amounted to R$ 19.2 million.
As mentioned in Note 35 – Subsequent Events, on February 1, 2023, CPMA concluded the sale process, having verified all applicable conditions precedent, including CADE's approval.

The asset previously presented in CPMA's balance sheet as an investment was reclassified separately to "Assets held for sale", measured at the book value or the fair value, whichever is lower, and no longer recognizing the equity income (loss), as determined by CPC 31 (Non-current Assets Held for Sale and Discontinued Operations).

1.2.5 Association – Oncology Company (Event subsequent to these financial statements)

In addition to the notice to the market disclosed on May 17, 2022, the Company announced on January 10, 2023 that all precedent conditions have been met, including the approval of CADE and the Central Bank of Brazil (BACEN) for the Association Agreement for the creation of a new Company, in partnership with Atlântica Hospitais e Participações S.A., an indirect subsidiary of Banco Bradesco S.A., and Real e Benemérita Associação Portuguesa de Beneficência ("BP – A Beneficência Portuguesa de São Paulo"). The new company will be the vehicle of an equal association, both in terms of percentages of economic interest and governance rights. The approximate total value of the investments is around R$ 678 million, to be contributed during the first five years of operation, with each one holding 1/3 of the voting capital of the new company.
As mentioned in Note 35 – Subsequent Events, on January 10, 2023, the Company announces that all conditions precedent have been met, including approval by CADE and BACEN.

2. Presentation of the financial statements

The Fleury Group's individual and consolidated financial statements were approved by the Tax Council and the Board of Directors at meetings held on March 8 and 15, 2023, respectively.

2.1. Basis of presentation

The preparation of the individual and consolidated financial statements requires the use of certain accounting estimates and judgment by the Management in the application of accounting practices.

Information on uncertainties as to assumptions and estimates as of December 31, 2022 that pose a high risk of resulting in a material adjustment in book balances of assets and liabilities in the next fiscal year are included in the following notes:

- Note 3 – Business combination: involvement of assumptions in determining the fair value of assets acquired and liabilities assumed, such as discount rates, growth projections, among others.
- Note 7 – Estimated losses with disallowances and doubtful accounts: measurement of expected credit loss;
- Note 12(f) – Asset impairment: main assumptions in relation to recoverable values;
- Note 23 – Provision for tax, labor and civil risks, recognition and measurement of this provision: main assumptions about the probability and magnitude of outflows of funds.

The individual and consolidated financial statements were prepared and are being presented according to the accounting practices adopted in Brazil, including the pronouncements issued by the Accounting Pronouncement Committee (CPC), as well as by the International Financial Reporting Standards (IFRS - IAS 1) issued by the International Accounting Standards Board (IASB).
All relevant information used by Management is presented in these financial statements, as OCPC07.

Individual and consolidated financial statements are being presented in thousands of reais (R$), functional currency of Fleury Group.

In thousands of reais (R$), unless otherwise indicated.

a) Consolidation and jointly-controlled subsidiary

The consolidated financial statements include the balances of Fleury S.A., its subsidiaries and special-purpose entities represented by exclusive investment funds. In addition, the balance includes an equity interest in a jointly-controlled company, accounted for under the equity method, as shown below:

	Ownership percentage of Fleury S.A.	
Direct subsidiaries:	**12/31/2022**	**12/31/2021**
Fleury Centro de Procedimentos Médicos Avançados S.A. ("Fleury CPMA")	100%	100%
Inlab – Investigação Laboratorial Ltda. ("Inlab")	(a)	100%
Diagmax Participações Societárias S.A. ("Diagmax Group")	(a)	100%
Diagmax Ltda. ("Diagmax Group")	(a)	100%
Centro de Endoscopia Digestiva do Recife Ltda. ("Diagmax Group")	(a)	100%
Centro de Infusões Pacaembu Ltda. ("CIP")	100%	-
Fundo de Investimento Kortex Ventures ("Kortex")	54%*	70%
Laboratório Marcelo Magalhães S.A. ("Marcelo Magalhães Group")	100%	-
Marcelo Magalhães Diagnósticos S.A. ("Marcelo Magalhães Group")	(b)	-
Méthodos Laboratório, Análises Clínicas e Hematologia Ltda	100%	-
Indirect subsidiaries:		
Instituto de Radiologia de Natal Ltda. ("IRN")	100%	100%
SantéCorp Ltda. ("SantéCorp Group")	100%	100%
Santécorp Corretora de Seguros Ltda. ("SantéCorp Group")	100%	100%
Saúde iD Ltda. ("Santécorp Group")	100%	100%
CPC – Centro de Patologia Clínica Ltda.	100%	100%
Clínica de Olhos Dr. Moacir Cunha S.A. ("Moacir Cunha Group")	80%	80%
Centro Avançado de Oftalmologia S.A. ("Moacir Cunha Group")	80%	80%
Instituto 9 de Julho – Serviços Médicos S.A. ("Moacir Cunha Group")	80%	80%
Fleury Serviços Ortopédicos S.A. ("Vita Group")	66.67%	66.67%
Vita Ortopedia Serviços Médicos Especializados Ltda. ("Vita Group")	100%	100%
Vita Clínicas Medicina Especializada Ltda. ("Vita Group")	100%	100%
Laboratório Bioclínico Ltda.	100%	100%
Laboratório Pretti Ltda.	100%	100%
Saha Centro de Infusões Ltda. ("Saha Group")	100%	-
Saha Serviços Médicos e Hospitalares Ltda. ("Saha Group")	100%	-
Exclusive Investment Funds:		
Bradesco Fundo de Investimento em cotas FI Renda Fixa Crédito Privado Exclusivo Beta	100%	100%
Santander FI Exclusivo Alpha Renda Fixa Crédito Longo Prazo	100%	100%
Jointly-controlled subsidiary:		
Papaiz Associados Diagnóstico por Imagem S/A Ltda.	51%	51%

*The percentage of the balance on December 31, 2022 is 64.86%.
(a) Merged into the Company on October 28, 2022, see Note 1.2.3
(b) Merged into the Laboratório Marcelo Magalhães S.A. as of December 31 2022, see Note 1.2.3

Main activities:
Fleury CPMA: diagnostic imaging in certain hospitals, clinical analysis and Day Clinic;
Grupo Diagmax: diagnostic imaging and clinical analysis services;
Grupo IRN: diagnostic imaging services;
SantéCorp: health management services;
Grupo Lafe, CPC, Inlab, Pretti, Bioclínico, Marcelo Magalhães and Méthodos: clinical analysis laboratory services;
Saúde iD: technology service based on data science and artificial intelligence, including Health platform;
CIP and Saha: hospital and immunobiological drug infusion center;
Clínica de Olhos Dr. Moacir Cunha: ophthalmology service centers;
Vita: medical service specializing in orthopedics;
Kortex: investment fund to invest in startups engaged in digital health, diagnostic medicine and personalized medicine;
Papaiz: dental radiology services.

b) Standards and interpretations in force and not in force

The Company did not identify current and non-current standards that could significantly impact the Financial Statements.

c) Financial instrument policy

i) Financial assets

i.i) Classification

The Company classifies its financial assets: i) at amortized cost and ii) at fair value through profit or loss. Such classifications are based on the business model adopted for asset management and the characteristics of the contractual cash flows.

Amortized cost: The financial assets maintained in a business model, whose purpose is to maintain financial assets to receive contractual cash flows are recognized at amortized cost. These cash flows are received on specific dates and include payment of principal and interest only. Examples of assets classified in this category are as follows: Accounts receivable and other credit receivable (classified under "Other Assets").

Fair value through profit or loss: The recognition at fair value through profit or loss is carried out for the assets that: i) do not fit the business models for which it would be possible to classify them at amortized cost or fair value through other comprehensive income; ii) equity instruments stated at fair value through profit or loss; and iii) the financial assets that are managed to obtain cash flow from the sale of assets. Examples of assets classified in this category are as follows: Cash and cash equivalents, Government bonds and Interest Earning Bank Deposits with guarantees classified as Securities and Derivative Financial Instruments.

i.ii) Initial measurement

Upon initial recognition, the Company measures its financial assets and liabilities at fair value, considering the transaction costs attributable to the acquisition or issuance of financial asset or liability. Regarding trade accounts receivable, the initial measurement is based on the transaction price.

i.iii) Subsequent measurement

Observing the classification of assets, the subsequent measurement will be:

Amortized cost: These assets are accounted for under the effective interest rate method by subtracting the amount referring to the expected credit loss. In addition, the amount of principal paid is considered for calculating the amortized cost.

Fair value through profit or loss: Assets classified within this business model are accounted for by recognizing the gain and loss in the income (loss) for the period.

i.iv) Impairment

For its assets classified at amortized cost, the Company recognizes a provision for expected credit loss. This assessment is carried out prospectively and is based on historical data and models built for this purpose. Moreover, monthly changes in the credit risk of financial assets are evaluated and said evaluation is related to the default risk to which the Company is subject and the amount that will be used as a basis for recognizing losses. In other words, if there is no significant credit risk increase, the credit loss must be recognized for the outstanding balance for the next 12 months and if it is identified that there has been a significant credit risk increase, the loss is recognized based on the total outstanding amount for the entire life of the financial instrument.

Among the financial assets held by the Company, the following are subject to the recognition of a provision for impairment: Trade accounts receivable (Note 7).

ii) Financial liabilities

ii.i) Classification

The Company's financial liabilities are classified at:

- Amortized cost, represented by suppliers, financing, drawee risk, debentures and lease;
- Fair value through profit or loss, represented by Derivative financial instruments.

ii.ii) Initial recognition

Financial liabilities are initially recognized at fair value, plus the transaction cost (in the case of loans, financing and accounts payable). The Company has the following financial liabilities: accounts payable, financing and derivative financial instruments.

ii.iii) Subsequent measurement

Observing the classification of liabilities, the subsequent measurement will be at:

Amortized cost: Liabilities classified as amortized cost are accounted for under the effective interest rate method, where gains and losses are recognized in income (loss) upon derecognition of liabilities and recognition of amortization.

Fair value through profit or loss: Financial liabilities classified at fair value through profit and loss are calculated by recognizing the gain and loss in income (loss) for the period.

The other Company policies are being presented together with the respective notes.

3. Business combination

a) Policy

For all acquisitions, the Group follows the CPC and CVM rules for business combinations, applying the following procedures: accounting adjustments to the assets and liabilities acquired and preparation of the report for allocation of the purchase price (PPA). The balances presented below may change, as the report is being prepared, so we present the best estimate for the base date, respecting the period established by the standard, which is 12 months from the closing date until the report is registered. The registered goodwill will be realized according to the merger of the acquired companies, in accordance with the Group's strategic plan.

In thousands of reais (R$), unless otherwise indicated.

b) Marcelo Magalhães

On May 3, 2022, Fleury S.A. concluded the acquisition of 100% of Laboratório Marcelo Magalhães S.A. and Marcelo Magalhães Diagnósticos S.A. ("Laboratório Marcelo Magalhães"). The company was acquired for the amount of R$ 390,123, of which R$ 343,185 was paid in cash, less R$ 562 referring to price adjustments, and R$ 47,500 retained for indemnity/purchase price adjustment purposes.

i) Identifiable net assets acquired and goodwill - Marcelo Magalhães

The allocation of the amount paid/consideration was based on an assessment of the fair value of net assets acquired from Marcelo Magalhães as of April 30, 2022.

Assets and liabilities acquired and recognized on the acquisition date are presented below:

Assets	04/30/2022	Liabilities	04/30/2022
Cash and cash equivalents	624	Suppliers	13,007
Securities	12,103	Tax liabilities	3,862
Accounts receivable	8,547	Tax installments	5,425
Inventory	3,807	Labor obligations	2,945
Recoverable taxes	1,404	Lease	24,682
Judicial Deposits	2,709	Other liabilities	1,163
Property, plant and equipment	3,117	**Liabilities**	**51,084**
Right-of-use	24,682	Shareholders' equity	5,909
Total assets	**56,993**	**Total liabilities and shareholders' equity**	**56,993**

ii) Allocation of transferred consideration price:

Purchase price	**390,685**
Price adjustment	(562)
Adjusted purchase price	**390,123**
Adjustment to present value	(7,669)
Restated purchase price	**382,454**
Shareholders' equity	5,909
Increment in permanent assets	617
Surplus of Intangible assets – Brand	71,937
Deferred tax	(210)
Goodwill on business combination	**304,201**

c) Saha

As of August 31, 2022, the Company, through its wholly-owned subsidiary, CIP – Centro de Infusões Pacaembu Ltda ("CIP"), concluded the acquisition of 100% of the quotas of Saha Centro de Infusões Ltda. and Saha Serviços Médicos e Hospitalares Ltda. The companies were acquired for the amount of R$ 120,000, of which R$ 8,209 was paid in cash, R$ 56,701 deposited as an escrow deposit, less R$ 7,549 related to price adjustments and R$ 47,541 retained for indemnity purposes.

i) Identifiable net assets acquired and goodwill – Saha

The estimated allocation of the amount paid/consideration was based on an assessment of the fair value of net assets acquired from Saha as of August 31, 2022. It is worth highlighting that the appraisal is being prepared, and therefore the goodwill presented is preliminary.

Assets and liabilities acquired and recognized on the acquisition date are presented below:

Assets	08/31/2022	Liabilities	08/31/2022
Cash and cash equivalents	1,660	Suppliers	28,274
Accounts receivable	26,708	Loans and financing	1,756
Inventory	5,760	Tax liabilities	9,084
Recoverable taxes	2,436	Tax installments	37
Other assets	153	Labor obligations	1,585
Property, plant and equipment	1,641	Lease	18,602
Right-of-use	18,602	Other liabilities	782
Intangible assets	32	Provision for tax, labor and civil risks	290
		Liabilities	**60,410**
		Shareholders' equity	(3,418)
Total assets	**56,992**	**Total liabilities and shareholders' equity**	**56,992**

In thousands of reais (R$), unless otherwise indicated.

ii) Estimate for allocation of transferred consideration price:

Purchase price	**120,000**
Price adjustment estimate	11,154
Adjusted purchase price	**131,154**
Adjustment to present value	(11,347)
Restated purchase price	**119,807**
Estimated shareholders' equity	(3,418)
Increment in permanent assets	2,057
Surplus of Intangible assets – Brand	43,159
Possible contingency	(2,575)
Deferred tax	176
Goodwill on business combination	**80,408**

d) Méthodos

As of October 03, 2022, Fleury S.A. entered into a Share Purchase and Sale Agreement for the acquisition of 100% of Méthodos Laboratório, Análises Clínicas e Hematologia Ltda. The company was acquired for the amount of R$ 27,370, of which R$ 19,159 was paid in cash and R$ 8,211 was retained for indemnity/purchase price adjustment purposes.

i) Identifiable net assets acquired and goodwill – Méthodos

The estimated allocation of the amount paid/consideration was based on an assessment of the fair value of net assets acquired from Méthodos as of September 30, 2022. It is worth highlighting that the appraisal is being prepared, and therefore the goodwill presented is preliminary.

Assets and liabilities acquired and recognized on the acquisition date are presented below:

Assets	**09/30/2022**	**Liabilities**	**09/30/2022**
Cash and cash equivalents	652	Suppliers	1,462
Securities	3,580	Tax liabilities	2,635
Accounts receivable	4,338	Tax installments	1,125
Inventory	706	Labor obligations	2,066
Other assets	128	Lease	2,395
Judicial deposits	2,338	Other liabilities	3,629
Property, plant and equipment and intangible assets	1,390	**Liabilities**	**13,312**
Right-of-use	2,395	Shareholders' equity	2,215
Total assets	**15,527**	**Total liabilities and shareholders' equity**	**15,527**

ii) Estimate for allocation of transferred consideration price:

Purchase price	**27,370**
Price adjustment estimate	(1,758)
Adjusted purchase price	**25,612**
Estimated shareholders' equity	2,215
Increment in permanent assets	2,045
Surplus of Intangible assets – Brand	12,241
Deferred tax	(695)
Goodwill on business combination	**9,806**

4. Risk management

The main risk factors to which the Company and its subsidiaries are exposed are financial and operational risks, including market, foreign exchange, interest rate, credit and liquidity risk. These risks, which are inherent to their activities, are managed through internal policies and controls supervised and monitored through monthly management reports.

Fair value hierarchy

The assumptions used by the Company to determine the hierarchy and disclose the fair values of financial instruments are as follows:

- Level 1: quoted price in active markets for identical assets or liabilities;
- Level 2: other techniques for which all data that has significant effect on the recorded fair value is observable, either directly or indirectly.
- Level 3: techniques that use data that have significant effect on the recorded fair value, and that are not based on data observable in the market.

In thousands of reais (R$), unless otherwise indicated.

a) Accounting classification and fair values

	Level 2
Financial assets	
Cash equivalents and securities	1,431,131
Derivative financial instruments, net	32
Financial liabilities	
Financing and debentures, except drawee risk	(2,547,762)
Lease	(1,118,249)
Drawee risk	(12,074)
December 31, 2022	**(2,246,922)**
December 31, 2021	**(2,087,161)**

Due to the nature of balances, it is assumed that the fair value of the Company's financial instrument balances is close to their book value. The comparison between the calculated values and fair values did not present material differences.

b) Capital management

Fleury Group monitors capital based on the consolidated leverage ratio, as shown below:

	12/31/2022	12/31/2021
Financing and debentures, except drawee risk	2,547,762	2,115,330
Accounts payable from acquisitions	299,542	148,366
Operation - drawee risk	12,074	9,106
Cash and cash equivalents	(17,256)	(33,722)
Interest earning bank deposits (Securities)	(1,413,875)	(827,704)
Net debt	**1,428,247**	**1,411,376**
EBITDA (Earnings before interest, taxes, depreciation and amortization)	1,189,707	1,055,991
Leverage ratio (Net debt / EBITDA) (*)	**1.20**	**1.34**

*The Company updated the indicator that was previously presented on the basis of Shareholders' Equity and is currently presented on the EBITDA.

c) Financial and market risks

Interest rate risk

The Company has financing in local currency subject to interest rates pegged to indexes, such as the CDI, as well as the balance of taxes payable in installments, which bears interest indexed to the SELIC rate and accounts payable from acquisitions by means of the IPCA. The risk inherent in these liabilities arises from the possibility of fluctuations in these rates impacts its cash flows. The Company and its subsidiaries have not signed derivative contracts as they understand that the risk is mitigated by the existence of assets indexed to the CDI (interest earning bank deposits).

Credit risk

The Fleury Group is exposed to credit risk in its operating activities reflected in the balance sheet in the group of accounts receivable (see note 7).

The Company and its subsidiaries are also subject to credit risks related to operations maintained in financial institutions represented by bank deposits, interest earning bank deposits and derivative instruments. The Management considers the risk low, since operations are carried out in prime banks and there are treasury polices with specific limits for allocation of funds.

Liquidity risk

Cash flow forecasting is carried out by the Finance Department, which monitors rolling forecasts of the Fleury Group's liquidity requirements to ensure it has sufficient cash to meet operational needs. It also always maintains sufficient headroom on its undrawn committed borrowing facilities so that the Group does not breach borrowing limits or covenants (where applicable) of any of its financing and debentures. This forecast takes into consideration the Group's financing plans, compliance with covenants, attainment of the internal goals of the balance sheet quotient and, if applicable, external or legal regulatory requirements - for example, currency restrictions.

Surplus cash held by the operating entities, in addition to the balance required for managing working capital, is allocated to investments with appropriate maturities or sufficient liquidity to provide the necessary margin as determined by the forecasts.

The chart below analyzes Fleury Group's liabilities and financial instruments, by maturity brackets, corresponding to the remaining period in the balance sheet up to the contractual date of maturity. The amounts disclosed are contracted (consolidated) undiscounted cash flows, and, therefore, they cannot be reconciled with book values.

In thousands of reais (R$), unless otherwise indicated.

December 31, 2022	Book value	Amount contracted	<1 year	1–2 years	2–5 years	>5 years
Debentures	2,546,998	3,930,950	588,666	521,916	1,962,139	858,229
Lease	1,118,249	1,713,770	174,900	255,961	583,857	699,052
Suppliers	374,747	374,747	374,747	-	-	-
Financing	764	782	782	-	-	-
Accounts payable - acquisition of companies	299,542	299,542	48,519	182,815	68,208	-
Other liabilities	17,969	17,969	17,969	-	-	-
Drawee risk	12,074	12,074	12,074	-	-	-
Derivatives	(32)	(32)	(32)	-	-	-
	4,370,311	**6,349,802**	**1,217,625**	**960,692**	**2,614,204**	**1,557,281**

d) Operating Risk Management

The Corporate Risk Management governance (operational, compliance, strategic, projects, cyber and financial) adopted by the Fleury Group is in line with the concept of Lines of Defense (developed by the European Confederation of Internal Audit Institutes (ECIIA) in collaboration with the European Federation of Risk Management (FERMA)), under which each entity of the organization has clear and well-defined roles and responsibilities.

As regards negotiations for proper risk management, the Group relies on the following:

a) The managers of the business areas, in the mapping of their processes, identification and/or update of associated operational risks, and implementation of necessary mitigation measures (internal controls, policies and procedures, projects, taking out of insurance etc.);
b) Advisory areas (Risks, Compliance, Privacy etc.) that provide support for the business areas to ensure their constant development and evolution.
This is carried out through specific projects, such as the Business Continuity Plan and the update of the risk portfolio. It is also the responsibility of these two lines of defense (together) to: identify; assess; plan; implement; monitor and review all processes and possible risks of the Group (manage and control potential threats, in whatever way they present themselves);
c) An independent Internal Audit function that works with biannual cycles and whose aim is to evaluate how the above groups reach their risk management and control goals to identify potential deviations from the established process;
d) Management involvement in sponsoring the prioritization of efforts and resources to implement and maintain mechanisms that continue to mitigate risks, and therefore with the fostering of the Company's culture and risk management process;

This framework generates results which are periodically reported and monitored by the Executive Board; the Audit, Governance, Risk and Compliance Committee (and other Advisory Committees when requested); the Board of Directors and Tax Council.

e) Environmental risk

The Company has the following procedures in place to mitigate the occurrence of socio-environmental risks, which are an integral part of its Environmental, Social and Corporate Governance (ESG) program:

Waste: risks related to potential improper disposal of waste from its operations. To mitigate these risks, the Company has structured a waste management system based on legal requirements and voluntary commitments assumed by the Company. This program includes the implementation of work policies and instructions addressing this topic; the definition of waste reduction targets; employee training programs and awareness campaigns; and ongoing monitoring of disposal processes through indicators and the results of internal audits.

Climate change: effects resulting from climate change may negatively affect the Group's operations, such as prolonged shortages of natural resources including water and energy, associated with global warming, impact of human activity on the environment, the unpredictability of rainfall patterns, and the seasonality of the climate and temperatures throughout the year. Excessive rainfall, caused by climate change, may affect the performance of the Group's operations (implying the need to implement adaptation measures), whether by the impact on logistical routes and merchandise delivery systems, or by the difficulty of access by customers and employees to the company units, occasionally affecting performance in the period. Establishment of annual targets for reducing water and energy consumption; continuing education programs for employees; and eco-efficiency measures aimed at reducing the consumption of resources, including the search for technological solutions to reduce water and energy consumption; and diversification of the Group's energy matrix. The Company's climate change program, which includes the preparation of the emissions inventory, the definition of reduction targets and risk studies and adaptation to climate change, complements the actions in this regard.

In thousands of reais (R$), unless otherwise indicated.

Human rights: conduct that diverges from the principles of human rights and fundamental rights may lead to lawsuits, financial losses and damage to the company's reputation and image. Attitudes contrary to the guidelines of the Trust Code, Integrity Policy, Sustainability and Diversity Appreciation Policy, and the principles of the Universal Declaration of Human Rights, among others, may harm the image of the group's brands. The availability of the Trust Channel and the establishment of Personnel Management Procedures and team training, aligned with the precepts of the integrity and diversity program, contribute toward the mitigation of discriminatory and unethical practices, including in customer service, as well as the occurrence of harassment and discrimination in the company's operations.

Suppliers: to reduce risks associated with the supply chain, the Fleury Group has defined socio-environmental and compliance criteria for selecting and rating suppliers, including the adoption of assessment questionnaires and the search for legal documents. In addition, suppliers sign the Citizenship and Sustainability form and the Anti-corruption attachment when they are hired. The performance of critical suppliers in relation to sustainability and compliance is monitored through the Program for Excellence in Supply Chain Relationships (PERC).

f) Statement of sensitivity analysis

Sensitivity analysis for interest rate changes

To calculate the probable scenario, the projections disclosed by the Market Focus Report published by the Central Bank of Brazil on December 30, 2022 were used. The "Possible" and "Remote" scenarios consider a decrease in this rate of 1.4% p.a. and 0.25% p.a., respectively. The results in nominal terms were as follows:

	Book balance	Probable	Possible	Remote
	CDI (p.a.)	13.65%	12.25%	12.00%
Interest earning bank deposits - Securities	1,413,875	192,994	173,200	169,665
Debentures	(2,546,998)	(347,665)	(312,007)	(305,640)
Net exposure in CDI	**(1,133,123)**	**(154,671)**	**(138,807)**	**(135,975)**

5. Cash and cash equivalents

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Cash and banks	9,121	12,104	17,256	27,704
Investments with daily liquidity (i)	-	-	-	6,018
Total	**9,121**	**12,104**	**17,256**	**33,722**

6. Securities

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Fund quotas – Pegged to the DI rate	1,174,965	733,528	1,393,440	827,577
Bank Deposit Certificates (CDB)	17,664	-	17,664	-
Kortex Venture Capital - Fixed income funds	14,809	3,740	2,771	-
Interest earning bank deposits with guarantee	-	127	-	127
Total (ii)	**1,207,438**	**737,395**	**1,413,875**	**827,704**
Current	**1,174,965**	**717,632**	**1,292,234**	**763,372**
Non-current	**32,473**	**19,763**	**121,641**	**64,332**

a) Changes in the interest earning bank deposits balance (securities + investments with daily liquidity)

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Opening balance	737,395	1,015,989	833,722	1,086,903
Investment	3,363,156	2,493,971	3,758,444	2,682,973
Acquisition of subsidiary	-	3,105	15,683	18,178
Earnings	87,917	43,082	106,502	46,807
Redemption	(2,981,030)	(2,818,752)	(3,300,476)	(3,001,139)
Total (i + ii)	**1,207,438**	**737,395**	**1,413,875**	**833,722**

7. Accounts receivable

a) Policy

Trade accounts receivable correspond to the amounts receivable for the provision of services in the normal course of the Fleury Group's activities, less estimated losses for encumbrance and default.

In thousands of reais (R$), unless otherwise indicated.

Estimated impairment losses (default) are recognized based on average historical losses. These percentages vary from 0.1% to 1% (according to the business segment) for notes falling due and 100% for notes past due for more than 240 days.

The criterion used to provide for disallowances is 1% of the Group's gross revenue, excluding the revenue from business segments which are not subject to disallowances.

The Company and its subsidiaries have a certain degree of concentration in their client portfolios (legal entity). As of December 31, 2022, the six main clients accounted for 65.05% of the total portfolio (67.54% as of December 31, 2021).

b) Breakdown of the balance

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Amounts billed	574,963	528,808	645,525	580,077
Amounts to be billed	139,501	171,966	225,890	229,024
Subtotal	**714,464**	**700,774**	**871,415**	**809,101**
Estimated losses from disallowances and default	(12,915)	(13,613)	(14,566)	(15,250)
Total	**701,549**	**687,161**	**856,849**	**793,851**

c) Aging analysis

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
To fall due	641,993	653,558	785,354	736,329
Overdue (days):				
up to 120	49,435	30,211	58,482	53,792
121–360	20,232	13,786	24,094	15,164
>361	2,804	3,219	3,485	3,816
Total	**714,464**	**700,774**	**871,415**	**809,101**

d) Changes in estimated losses from disallowances and default

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Balance at the beginning of the year	**(13,613)**	**(14,846)**	**(15,250)**	**(16,183)**
Additions of disallowances and default (Notes 27 and 30)	(39,554)	(37,188)	(43,810)	(39,491)
Write-off of non-collectible securities	40,252	38,421	44,494	40,424
Balance at the end of the year	**(12,915)**	**(13,613)**	**(14,566)**	**(15,250)**

8. Inventories

a) Policy

Inventories are presented at the lower value between the cost and net realizable value. Inventory costs are determined at the average cost method.

To form a provision for losses, the group's policy considers the following: 100% for expired and obsolete items, for slow moving items, 100% for items with no movement over 360 days (excluding safety stocks, mandatory items by ANVISA, to address intercurrences) and for those that have slow moving items, the average monthly consumption will be evaluated until the expiration date.

For the years ended December 31, 2022 and 2021, there was no need to set up a provision for losses.

b) Breakdown of the balance

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Diagnostic kits	36,147	30,741	36,207	31,154
Nursing and sample collection materials	16,390	13,384	22,681	16,094
Auxiliary laboratory materials	11,698	9,739	12,008	10,417
Medicines and other items for Infusions	-	-	18,216	8,075
Ophthalmic materials	-	-	1,650	844
Administrative and other materials	4,759	5,372	5,814	6,026
Total	**68,994**	**59,236**	**96,576**	**72,610**

In thousands of reais (R$), unless otherwise indicated.

9. Recoverable taxes

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
PIS AND COFINS	378	-	1,117	319
INSS	3,255	7,775	3,935	7,915
ISS	9,164	9,192	9,705	9,657
Total	**12,797**	**16,967**	**14,757**	**17,891**

10. Other assets

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Financial asset - Call option Vita (a)	-	-	27,759	-
Employee credits/payroll	19,111	18,732	20,036	19,211
Prepaid expenses	7,834	8,910	18,095	11,994
Rental advances	11,650	11	11,650	11
Advances to suppliers	119	85	5,604	2,663
Sale/rental of assets from the São Luiz Hospitals operation (b)	533	16,408	533	16,408
Prepaid Municipal property tax	85	37	85	37
Insurance indemnity - Cyber risk (b)	-	15,147	-	15,147
Derivative instruments, net	32	-	32	-
Other (c)	5,952	9,429	6,470	9,035
Total	**45,316**	**68,759**	**90,264**	**74,506**
Current	**29,378**	**47,108**	**36,499**	**51,619**
Non-current	**15,938**	**21,651**	**53,765**	**22,887**

(a) Pursuant to the purchase and sale agreement entered into between CPMA (direct subsidiary) and VITA, CPMA has the option (right) to acquire the non-controlling interest that represents 33.33%.
(b) The change occurred due to the receipt of amounts that were outstanding as of December 31, 2021.
(c) Amounts dispersed arising from balances receivable from former sellers of the company Labs Dor, among others.

11. Investments

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Direct/indirect subsidiary	1,613,628	1,186,303	3,597	3,618
Jointly-controlled subsidiary	-	-	-	14,266
Subtotal	**1,613,628**	**1,186,303**	**3,597**	**17,884**
Prontmed	12,000	12,000	12,000	12,000
Investees of the Kortex Fund	-	-	20,096	4,800
Other interests	8,386	8,399	8,387	8,399
Total	**1,634,014**	**1,206,702**	**44,080**	**43,083**

Significant information about investments

Subsidiaries and jointly-controlled subsidiaries	**Base Date**	**Interest in paid-up capital - %**	**Capital quotas (qty)**	**Shareholders' equity**	**Income (loss) for the year**
Fleury CPMA	12/31/2022	100%	989,194	932,078	(6,143)
	12/31/2021	100%	860,094	809,126	(20,702)
Papaiz (classified as assets held for sale)	12/31/2022	51%	5,266	9,115	604
	12/31/2021	51%	4,803	8,359	550
IRN	12/31/2022	100%	15,823	40,872	5,802
	12/31/2021	100%	11,423	32,827	8,583
SantéCorp Group (including Saúde iD)	12/31/2022	100%	208,054	111,280	(49,999)
	12/31/2021	100%	110,179	63,404	(43,446)
Lafe Group (merged in November 2021)	12/31/2022	n/a	n/a	n/a	n/a
	12/31/2021	100%	32,420	25,656	6,462
CPC	12/31/2022	100%	5,160	5,075	(1,430)
	12/31/2021	100%	3,410	4,705	(204)
Inlab (merged in Nov/2022)	12/31/2022	100%	915	26,251	4,616
	12/31/2021	100%	4,915	21,636	7,014
Diagmax (merged in Nov/2022)	12/31/2022	100%	50,140	43,454	108
	12/31/2021	100%	48,640	41,845	1,455
CIP group (including Saha)	12/31/2022	100%	73,111	109,995	20,259
	12/31/2021	100%	400	17,026	16,942
Moacir Group	12/31/2022	80%	466	2,592	3,219
	12/31/2021	80%	583	713	2,469
Pretti	12/31/2022	100%	8	33,822	22,498
	12/31/2021	100%	8	20,342	4,405
Bioclínico	12/31/2022	100%	125	20,599	8,693

In thousands of reais (R$), unless otherwise indicated.

Subsidiaries and jointly-controlled subsidiaries	Base Date	Interest in paid-up capital - %	Capital quotas (qty)	Shareholders' equity	Income (loss) for the year
	12/31/2021	100%	125	11,906	1,658
Vita	12/31/2022	67%	14,410	8,599	538
	12/31/2021	67%	10,535	5,542	2,560
Grupo Marcelo Magalhães	12/31/2022	100%	6,730	34,486	22,576
	12/31/2021	n/a	n/a	n/a	n/a
Méthodos	12/31/2022	100%	2,336	2,895	680
	12/31/2021	n/a	n/a	n/a	n/a

Changes in balances of investments

Investor	Investees	Balance at 12/31/2021	Acquisition (a)	Paid-up capital	Equity in net income of subsidiaries	Merger (b)	Other changes (c)	Balance at 12/31/2022
Fleury S.A.	Fleury CPMA	810,487	-	129,100	(6,143)	-	-	933,444
Fleury S.A	Diagmax	122,369	-	1,500	(121)	(119,147)	(1,089)	3,512
Fleury S.A	Inlab	110,999	-	-	4,560	(113,652)	5	1,912
Fleury S.A	CIP	142,447	-	72,711	20,087	-	(37)	235,208
Fleury S.A	Marcelo Magalhães	-	382,454	6,000	22,428	-	226	411,108
Fleury S.A	Méthodos	-	27,370	-	379	-	695	28,444
Fleury S.A	Prontmed	12,000	-	-	-	-	-	12,000
Fleury S.A.	Other (d)	8,400	-	-	-	-	(14)	8,386
Total – Parent Company		**1,206,702**	**409,824**	**209,311**	**41,190**	**(232,799)**	**(214)**	**1,634,014**
Fleury CPMA	Papaiz (e)	14,267	-	463	603	-	(15,333)	-
Fleury S.A.	Prontmed	12,000	-	-	-	-	-	12,000
Fleury S.A.	Other (d)	8,397	-	-	-	-	(10)	8,387
Kortex	Sweetch	3,963	-	-	-	-	-	3,963
Kortex	Iscare	-	7,702	-	-	-	-	7,702
Kortex	Klivo Ltda.	-	1,058	-	-	-	-	1,058
Kortex	Tau Ventures	837	1,025	-	-	-	(88)	1,774
Kortex	Bluecorp	-	1,043	-	-	-	-	1,043
Kortex	Huna Hold	-	1,094	-	-	-	-	1,094
Kortex	Neuralmed	-	3,462	-	-	-	-	3,462
Fleury CPMA	Acquired	3,563	-	-	-	-	(34)	3,597
Diagmax	Sicredi	56	-	-	-	-	(56)	-
Total Consolidated		**43,083**	**15,384**	**463**	**603**	**-**	**(15,454)**	**44,080**

a) In the Parent Company, the acquisition value includes shareholders' equity and all identified assets.
b) Refers to the merger of Inlab, Diagmax and Cedire.
c) They refer mainly to changes in surplus or deficit on revaluation. It is recognized in investments and business consolidation, and reclassified to the classes of property and equipment, i.e., accounted for together with the assets and liabilities that gave rise to it.
d) Relate to investments in the following companies: Lab Rede; Our Crowd (Sabin); Bem Care and Sweetch.
e) Reclassified to assets held for sale. For further details, see Note 1.2.4.

12. Property, plant and equipment and intangible assets

a) Policy

They are recorded at acquisition cost less depreciation or accumulated amortization.
Depreciation and amortization are recognized based on the estimated useful lives of each asset/part on a straight-line basis.

Fleury Group reviews at least annually the book value of their tangible and intangible assets to determine if there is any indication that these assets suffered impairment losses.

b) Breakdown of balance of property, plant and equipment

Parent company		12/31/2022			12/31/2021
	Average annual depreciation rate (%)	Cost	Accumulated depreciation	Net balance	Net balance
Machinery and equipment	10	824,452	(441,901)	382,551	355,217
Leasehold improvements	20	471,086	(326,374)	144,712	120,040
Property, plant and equipment in progress	-	176,380	-	176,380	111,939
Facilities	10	313,781	(260,524)	53,257	50,931
IT equipment	20	117,353	(87,095)	30,258	30,185
Real estate	2	28,029	(7,384)	20,645	21,109
Land	-	13,637	-	13,637	13,637
Furniture and fixtures	10	52,895	(41,018)	11,877	8,190
Vehicles	20	603	(541)	62	-
Total		**1,998,216**	**(1,164,837)**	**833,379**	**711,248**

In thousands of reais (R$), unless otherwise indicated.

Consolidated		12/31/2022			12/31/2021
	Average annual depreciation rate (%)	Cost	Accumulated depreciation	Net balance	Net balance
Machinery and equipment	10	928,053	(499,330)	428,723	403,794
Leasehold improvements	20	514,475	(343,897)	170,578	136,853
Property, plant and equipment in progress	-	177,790	-	177,790	128,288
Facilities	10	323,919	(265,081)	58,838	58,744
IT equipment	20	133,722	(98,367)	35,355	37,380
Real estate	2	28,029	(7,384)	20,645	21,109
Furniture and fixtures	10	67,991	(48,519)	19,472	14,255
Land	-	13,637	-	13,637	13,637
Vehicles	20	2,562	(1,717)	845	347
Total		**2,190,178**	**(1,264,295)**	**925,883**	**814,407**

c) Changes in property, plant and equipment

Parent company (2021-2022)	Balance at 12/31/2021	Additions	Write-offs Net	Depreciation	Merger (d)	Reclass. / Transf. (a)	Balance at 12/31/2022
Machinery and equipment	355,217	8,538	(54)	(53,625)	11,850	60,625	382,551
Leasehold improvements	120,040	7,107	(13)	(57,169)	1,883	72,864	144,712
Construction in progress (e)	111,939	218,464	-	-	1,165	(155,188)	176,380
Facilities	50,931	1,687	(4)	(18,381)	3,684	15,340	53,257
IT equipment	30,185	1,091	(1)	(10,555)	1,475	8,063	30,258
Real estate	21,109	-	-	(464)	-	-	20,645
Land	13,637	-	-	-	-	-	13,637
Furniture and fixtures	8,190	90	(8)	(2,017)	2,954	2,668	11,877
Vehicles	-	-	-	(2)	64	-	62
Total	**711,248**	**236,977**	**(80)**	**(142,213)**	**23,075**	**4,372**	**833,379**

Consolidated (2021-2022)	Balance at 12/31/2021	Acquisition (b)	Additions	Write-offs Net	Depreciation	Reclass. / Transf. (a)	Gain (loss)	Balance at 12/31/2022
Machinery and equipment	403,794	1,947	14,052	(749)	(62,327)	67,878	4,128	428,723
Leasehold improvements	136,853	1,563	16,486	(13)	(64,319)	79,313	695	170,578
Construction in progress (e)	128,288	-	220,838	-	-	(171,412)	76	177,790
Facilities	58,744	312	2,494	(5)	(19,616)	16,822	87	58,838
IT equipment	37,380	1,154	1,807	(10)	(12,509)	8,670	(1,137)	35,355
Real estate	21,109	-	-	-	(464)	-	-	20,645
Furniture and fixtures	14,255	887	2,519	(8)	(1,959)	3,085	693	19,472
Land	13,637	-	-	-	-	-	-	13,637
Vehicles	347	115	-	-	(317)	(1)	701	845
Total	**814,407**	**5,978**	**258,196**	**(785)**	**(161,511)**	**4,355**	**5,243**	**925,883**

Parent company (2020-2021)	Balance at 12/31/2020	Additions	Net write-offs	Depreciation	Reclass. / Transf. (a)	Balance at 12/31/2021
Machinery and equipment	339,878	54,186	(12,230)	(59,527)	32,910	355,217
Leasehold improvements	128,132	8,479	(9)	(52,246)	35,684	120,040
Facilities	61,292	5,248	(44)	(22,637)	7,072	50,931
Construction in progress	43,854	153,406	-	-	(85,321)	111,939
IT equipment	26,469	2,567	(28)	(8,900)	10,077	30,185
Real estate	21,577	-	-	(466)	(2)	21,109
Land	13,637	-	-	-	-	13,637
Furniture and fixtures	8,846	267	497	(2,290)	870	8,190
Total	**643,685**	**224,153**	**(11,814)**	**(146,066)**	**1,290**	**711,248**

Consolidated (2020-2021)	Balance at 12/31/2020	Acquisition (b)	Additions	Net write-offs	Depreciation	Reclass. / Transf. (a)	Balance at 12/31/2021
Machinery and equipment	370,987	4,385	59,702	(12,231)	(64,666)	45,617	403,794
Leasehold improvements	137,207	4,943	9,317	(10)	(56,810)	42,206	136,853
Construction in progress	59,966	-	177,237	-	-	(108,915)	128,288
Facilities	63,994	346	5,772	(44)	(23,403)	12,079	58,744
IT equipment	29,926	747	3,055	(78)	(10,317)	14,047	37,380
Real estate	21,577	-	-	-	(467)	(1)	21,109
Furniture and fixtures	11,400	1,749	480	497	(2,713)	2,842	14,255
Land	13,637	-	-	-	-	-	13,637
Vehicles	75	-	-	-	(150)	422	347
Total	**708,769**	**12,170**	**255,563**	**(11,866)**	**(158,526)**	**8,297**	**814,407**

In thousands of reais (R$), unless otherwise indicated.

d) Breakdown of balance of intangible assets

Parent company		**12/31/2022**			**12/31/2021**
	Average annual amortization rate (%)	Cost	Accumulated amortization	Net balance	Net balance
Goodwill - Future profitability	-	1,512,141	(44,413)	1,467,728	1,297,809
Licenses and software	20	639,859	(457,968)	181,891	192,200
Intangible assets in progress (c)	-	89,255	-	89,255	68,456
Internally developed products	-	6,690	-	6,690	4,728
Brands	7	13,771	(10,381)	3,390	3,352
Customer contracts	10	154,387	(154,387)	-	-
Total		**2,416,103**	**(667,149)**	**1,748,954**	**1,566,545**

Consolidated		**12/31/2022**			**12/31/2021**
	Average annual amortization rate (%)	Cost	Accumulated amortization	Net balance	Net balance
Goodwill - Future profitability	-	2,611,962	(45,213)	2,566,749	2,170,210
Licenses and software	20	716,756	(474,834)	241,922	237,488
Brands	7	252,881	(12,129)	240,752	101,601
Intangible assets in progress (c)	-	96,087	-	96,087	71,442
Internally developed products	-	6,690	-	6,690	4,728
Customer contracts	10	158,873	(158,138)	735	1,119
Non-competition agreement	7	1,326	(1,126)	200	23
Total		**3,851,366**	**(691,440)**	**3,159,926**	**2,586,611**

e) Changes in intangible assets

Parent company (2021-2022)	Balance at 12/31/2021	Additions	Write-offs	Amortization	Merger (d)	Reclass. / Trans. (a)	Balance at 12/31/2022
Goodwill - Future profitability	1,297,809	-	-	-	169,919	-	1,467,728
Licenses and software	192,200	47,849	(5)	(106,385)	2,547	45,685	181,891
Intangible assets in progress (c)	68,456	71,119	-	-	957	(51,277)	89,255
Client contract	-	-	-	-	-	-	-
Internally developed products	4,728	742	-	-	-	1,220	6,690
Brands	3,352	-	-	(274)	312	-	3,390
Total	**1,566,545**	**119,710**	**(5)**	**(106,659)**	**173,735**	**(4,372)**	**1,748,954**

Consolidated (2021-2022)	Balance at 12/31/2021	Acquisition (b)	Additions	Write-offs	Amortization	Reclass. / Trans. (a)	Surplus /loss	Balance at 12/31/2022
Goodwill - Future profitability	2,170,210	394,415	-	-	-	-	2,124	2,566,749
Licenses and software	237,488	200	61,920	(5)	(118,653)	61,426	(454)	241,922
Brands	101,601	127,337	-	-	(336)	1	18,940	247,543
Intangible assets in progress (c)	71,442	2	92,227	-	-	(67,038)	(546)	96,087
Internally developed products	4,728	-	742	-	-	1,220	-	6,690
Customer contracts	1,119	-	-	-	(476)	-	92	735
Non-competition agreement	23	-	-	-	-	-	177	200
Total	**2,586,611**	**521,954**	**154,889**	**(5)**	**(119,465)**	**(4,391)**	**20,333**	**3,159,926**

Parent company (2020-2021)	Balance at 12/31/2020	Additions	Amortization	Reclass. / Trans. (a)	Balance at 12/31/2021
Goodwill - Future profitability	1,297,809	-	-	-	1,297,809
Licenses and software	145,895	49,789	(78,457)	74,973	192,200
Intangible assets in progress (c)	72,453	71,962	-	(75,959)	68,456
Customer contracts	11,578	-	(11,640)	62	-
Internally developed products	4,716	-	-	12	4,728
Trademarks and patents	3,835	-	(484)	1	3,352
Total	**1,536,286**	**121,751**	**(90,581)**	**(911)**	**1,566,545**

Consolidated (2020-2021)	Balance at 12/31/2020	Acquisition (b)	Write-offs	Additions	Amortization	Reclass. / Trans. (a)	Balance at 12/31/2021
Goodwill - Future profitability	1,763,702	417,525	-	-	-	(11,017)	2,170,210
Licenses and software	152,828	58	-	55,599	(81,967)	110,970	237,488
Intangible assets in progress (c)	80,785	-	(1,210)	102,169	-	(110,302)	71,442
Customer contracts	13,081	-	-	-	(11,299)	(663)	1,119
Trademarks and patents	15,096	-	-	-	(561)	87,066	101,601
Internally developed products	4,716	-	-	-	-	12	4,728
Non-competition agreement	400	-	-	-	-	(377)	23
Total	**2,030,608**	**417,583**	**(1,210)**	**157,768**	**(93,827)**	**75,689**	**2,586,611**

(a) This amount relates to a transfer between property and equipment and intangible assets.

In thousands of reais (R$), unless otherwise indicated.

(b) Refers to the acquisition of the companies Marcelo Magalhães, SAHA and Methodos.
(c) Comprises software under development, related to physician shift scheduling, digital mobile care, and new applications.
(d) Refers to the merger of Inlab, Diagmax and Cedire.
(e) The main additions were: R$99,000 for the construction of the new technical area and new administrative headquarters in São Paulo, R$38,500 for the renovation of the Fleury Itaim unit and R$16,000 for the renovation of the Fleury Villa Lobos and Labs Caxias units.

f) Testing for impairment verification

On the date of each financial statement, the Company analyzes if there is evidence that the book value of an asset will not be recovered. If said evidence is identified, the Company estimates the asset's recoverable amount and any asset impairment is recorded in the statement of income, as shown in the caption: Income (loss) from write-off of assets, Note 30 – Other revenues and expenses.

The intangible assets with an indefinite useful life are tested for impairment at least once a year in December: goodwill from business combinations and products developed in-house.

The goodwill on a business combination is allocated to the Cash Generating Units (CGUs), defined in accordance with the accounting practices of the Company. The allocation of goodwill by CGU is as follows:

	2022	2021
Diagnostic medicine	2,105,288	1,955,300
Integrated Medicine	461,461	214,910
Total	**2,566,749**	**2,170,210**

As of December 31, 2022, the Company assessed the impairment of the goodwill based on its value in use, using the discounted cash flow method for Cash Generating Units (CGU). The estimation process of the value in use involves the use of assumptions, judgments and estimates of future cash flows and represents the Company's best estimate, and these projections were approved by Management. The UGC's recovery test did not identify the need for recognition of loss.

The following assumptions were used:

- The cash flow projection for the first year is based on the budget approved by Management. Management calculated the budgeted gross margin based on its expectations for market development and believes that any type of change in main assumptions that is reasonably possible, on which the recoverable value is based, would not cause the total book value to exceed the total recoverable value of the CGU;
- Revenues: projected from 2023 to 2027 considering historical growth in the volume of services rendered and inflation projections based on macroeconomic projections of banks, not considering the opening of new units;
- Expenses: projected in the same period of revenues, according to the dynamics of the business and the search for synergies;
- CAPEX: considering the historical average of investment in asset maintenance;
- The cash flow projection covered the period of five years plus the residual value calculated by the perpetuation of the cash balance in the fifth year, discounted to the present value by the Weighted Average Cost of Capital (WACC) of 12.7% in 2022 (11.2% in 2021);
- Growth rate in perpetuity: 5% p.a. as of December 31, 2022 (2% p.a. as of December 31, 2021).

13. Right-of-use

a) Policy

The Company has lease operations for several assets, such as: real estate, medical equipment, and vehicles. In general, property rental contracts are entered into for fixed periods of 5 years. Medical equipment and vehicles have average terms of 10 and 2 years, respectively, and may include renewal options.

The lease terms are negotiated individually and contain a wide variety of terms and conditions. The lease contracts do not have covenants and leased assets cannot be used as collateral for loans.
Depreciation of right-of-use assets is allocated in a systematic manner, on a straight-line basis. The useful life is periodically reassessed to capture changes in the intention to continue the lease, whether due to the Company's strategic matters or the lessor's intention.

The Fleury Group is a lessee under certain contracts with an indefinite term. Considering that both the lessor and the lessee have the right to cancel the contract at any time, the Group's understanding is that these contracts should be treated as leases, recording the expense in profit or loss for the year over the lease term.

The Company does not have leases that meet the exceptions/practical expedients under CPC 06 (R2).

In thousands of reais (R$), unless otherwise indicated.

b) Breakdown of the balance of right-of-use assets

Parent company	Average annual depreciation rate (%)	12/31/2022 Cost	Accumulated depreciation	Net balance	12/31/2021 Net balance
Real estate	13	1,212,825	(403,993)	808,832	583,296
Machinery and equipment	20	133,643	(49,843)	83,800	75,375
IT equipment	25	37,685	(18,637)	19,048	13,668
Vehicles	50	17,828	(10,005)	7,823	5
Total		**1,401,981**	**(482,478)**	**919,503**	**672,344**

Consolidated	Average annual rate - dep. %	12/31/2022 Cost	Accumulated depreciation	Net balance	12/31/2021 Net balance
Real estate	13	1,348,413	(439,735)	908,678	657,722
Machinery and equipment	20	137,665	(50,982)	86,683	77,066
IT equipment	25	37,863	(18,760)	19,103	15,982
Vehicles	50	17,827	(10,004)	7,823	5
Total		**1,541,768**	**(519,481)**	**1,022,287**	**750,775**

c) Changes in right-of-use assets

Parent company (2021-2022)	Balance at 12/31/2021	Addition	Inflation adjustment	Depreciation	Write-offs	Merger	Balance at 12/31/2022
Real estate (a)	583,296	223,191	105,298	(110,959)	(1,374)	9,379	808,832
Machinery and equipment	75,375	39,764	2,159	(25,918)	(9,617)	2,037	83,800
IT equipment	13,668	16,639	963	(9,134)	(3,088)	-	19,048
Vehicles	5	11,079	600	(3,860)	-	-	7,823
Total	**672,344**	**290,673**	**109,020**	**(149,871)**	**(14,079)**	**11,416**	**919,503**

Consolidated (2021-2022)	Balance at 12/31/2021	Acquisition of companies	Addition	Inflation adjustment	Amortization	Write-offs	Transf.	Balance at 12/31/2022
Real estate (a)	657,722	45,679	229,443	124,921	(134,231)	(16,203)	1,347	908,678
Machinery and equipment	77,066	-	39,764	5,634	(27,014)	(9,654)	887	86,683
IT equipment	15,982	-	16,818	963	(9,258)	(3,205)	(2,197)	19,103
Vehicles	5	-	11,079	600	(3,861)	-	-	7,823
Total	**750,775**	**45,679**	**297,104**	**132,118**	**(174,364)**	**(29,062)**	**37**	**1,022,287**

Parent company (2020-2021)	Balance at 12/31/2020	Inflation adjustment	Depreciation	Write-offs	Balance at 12/31/2021
Real estate	609,645	79,796	(105,951)	(194)	583,296
Machinery and equipment	73,006	13,718	(11,300)	(49)	75,375
IT equipment	5,289	13,511	(5,129)	(3)	13,668
Vehicles	1,253	-	(1,248)	-	5
Total	**689,193**	**107,025**	**(123,628)**	**(246)**	**672,344**

Consolidated (2020-2021)	Balance at 12/31/2020	Acquisition of companies	Inflation adjustment	Depreciation	Write-offs	Balance at 12/31/2021
Real estate	650,276	34,833	91,837	(119,003)	(221)	657,722
Machinery and equipment	73,006	1,853	13,718	(11,463)	(48)	77,066
IT equipment	5,406	963	14,829	(5,213)	(3)	15,982
Vehicles	1,253	-	-	(1,248)	-	5
Total	**729,941**	**37,649**	**120,384**	**(136,927)**	**(272)**	**750,775**

a) The main reason for the increase is due to the addition of the Polaris project contract (new technical area and administrative headquarters in São Paulo).

In thousands of reais (R$), unless otherwise indicated.

14. Financing

	Funding – Consolidated			
Currency – R$	Fixed-rate charges	Signature date	Amount contracted	Final maturity
FINEP PROMETHEUS I and II	4.00% p.a.	08/28/2014	155,444	Sep 2022
BNDES FINAME	3.55% p.a.	01/31/2013	4,876	Nov 2023
FINANCIAMENTOS SAHA	9.34% p.a.	07/05/2019	1,672	Oct 2023

Changes Parent company	Balance at 12/31/2021	Interest incurred	Interest paid	Amortization of principal	Addition – new contracts	Balance at 12/31/2022
FINEP PROMETHEUS I and II	20,062	297	(332)	(20,027)	-	-
Drawee risk	8,758	-	-	-	3,293	12,051
CCB	150,848	4,222	(5,070)	(150,000)	-	-
Subtotal	**179,668**	**4,519**	**(5,402)**	**(170,027)**	**3,293**	**12,051**
Capitalization cost	(192)	-	-	192	-	-
Commission (CCBs and NPs)	(78)	-	-	78	-	-
Total	**179,398**	**4,519**	**(5,402)**	**(169,757)**	**3,293**	**12,051**

Changes Consolidated	Balance at 12/31/2021	Acquisition	Interest incurred	Interest paid	Amortization of principal	Addition – new contracts	Balance at 12/31/2022
FINEP PROMETHEUS I and II	20,062	-	297	(332)	(20,027)	-	-
Drawee risk	9,106	-	-	-	-	2,968	12,074
BNDES FINAME	1,127	-	26	(27)	(661)	-	465
CCB	150,848	-	4,222	(5,070)	(150,000)	-	-
Financing	-	1,756	71	-	(1,528)	-	299
Subtotal	**181,143**	**1,756**	**4,616**	**(5,429)**	**(172,216)**	**2,968**	**12,838**
Capitalization cost	(192)	-	-	-	192	-	-
Commission (CCBs and NPs)	(78)	-	-	-	78	-	-
Total	**180,873**	**1,756**	**4,616**	**(5,429)**	**(171,946)**	**2,968**	**12,838**
Current	**180,406**						**12,838**
Non-current	**467**						**-**

The maturities of non-current installments of financing as of December 31, 2022 (except for commission) are up to 2023.

Certain financings contain financial covenants, such as: the implementation or formalization of collateral or fidejussory guarantees, restrictions on the change, transfer or assignment of corporate or shareholding, incorporation, merger or spin-off without the prior consent of the creditor, and the maintenance of financial and liquidity ratios measured every six months.

As of December 31, 2022, the Company and its subsidiaries followed these financial ratios, as well as with the other covenants.

15. Debentures

a) Breakdown of debentures issued

	Issue amount (R$)	**Quantity**	**Final maturity**	**Semi-annual interest**	**Total issued**
4th issue – 2nd series	10,000	25,000	Apr 2023	CDI + 0.60% p.a.	250,000
5th issue – 1st series	1,000	200,000	Dec 2024	CDI + 0.90% p.a.	200,000
5th issue – 2nd series	1,000	300,000	Dec 2027	CDI + 1.20% p.a.	300,000
6th issue – 1st series – ESG	1,000	250,000	July 2025	CDI + 1.35% p.a.	250,000
6th issue – 2nd series – ESG	1,000	375,000	July 2026	CDI + 1.50% p.a.	375,000
6th issue – 3rd series - ESG	1,000	375,000	July 2028	CDI + 1.75% p.a.	375,000
7th issue – 1st series	1,000	350,000	Apr 2027	CDI + 1.35% p.a.	350,000
7th issue – 2nd series	1,000	350,000	Apr 2029	CDI + 1.55% p.a.	350,000

The Company used the amounts raised from the debentures issued to strengthen working capital, maintain its cash strategy, extend its debt profile, and fund investments and acquisitions in the coming years. The debentures issued are unsecured and not convertible into shares.

3rd Issue of Debentures: Carried out through a public offering of simple debentures with restricted placement efforts, in a single series, consisting of the issue of 30,000 (thirty thousand) debentures, all of which are registered, book-entry and with a par value of R$ 10,000, totaling R$ 300,000. The debentures mature 5 (five) years from the date of issue, and will be amortized in two2 annual installments, 50% on November 24, 2021 and 50% on November 24, 2022.

In thousands of reais (R$), unless otherwise indicated.

4th Issue of Debentures: The Company carried out its fourth issue of debentures public offering of simple debentures with restricted placement efforts, in two series. These debentures will be amortized in a single installment upon maturity.

5th Issue of Debentures: Carried out through a public offering of simple debentures with restricted placement efforts, in two series. The debentures of the first series will be amortized in a single installment, in December 2024. The debentures of the first series will be amortized in three annual installments: 33.33% in December 2025, 33.33% in December 2026 and 33.33% in December 2027. Interest is paid on a half-yearly basis, and there is no provision for renegotiation.

6th Issue of Debentures: Carried out through a public distribution offering with restricted efforts to place simple debentures, in three series that can be amortized in a single installment upon maturities (July 2025 for the first series, July 2026 for the second series and July 2028 for the third series). Remuneration is paid on a half-yearly basis.
The 6th issue is the first issue of debentures of Fleury Group with an environmental, social, and governance component, which will allow it to be classified as sustainability-linked, under the terms required by the International Capital Markets Association. If certain targets for Biological Waste Management and Access to Health are not met, as well as obligations linked to key sustainable performance indicators related to such targets are not met within the deadlines established in the Indenture, the spreads will increase by up to (i) 0.125% per annum in relation to the Debentures of the First Series; (ii) 0.25% per annum in relation to the Debentures of the Second Series; and (iii) 0.35% per annum regarding the Debentures of the Third Series.

7th Issue of Debentures: The Company carried out its seventh issue of debentures public offering of simple debentures with restricted placement efforts, in two series. These debentures will be amortized in a single installment upon maturity (April 2027 for the first series and April 2029 for the second series).

Changes in debentures

Domestic currency - R$	12/31/2021	Release	Interest incurred	Interest paid	Amortization of principal	Other operations	12/31/2022
3rd Issue – Single series	151,401	-	16,699	(18,100)	(150,000)	-	-
4th issue – 2nd series	253,792	-	31,546	(29,423)	-	-	255,915
5th issue – 1st series	200,844	-	25,913	(25,668)	-	-	201,089
5th issue – 2nd series	301,305	-	39,815	(39,450)	-	-	301,670
6th issue – 1st series	259,145	-	33,569	(25,245)	-	-	267,469
6th issue – 2nd series	388,996	-	50,942	(38,450)	-	-	401,488
6th issue – 3rd series	389,460	-	51,923	(39,420)	-	-	401,963
Commissions (5th, 6th and 7th issue)	(1,380)	-	-	-	-	(50)	(1,430)
7th issue – 1st series	-	350,000	33,630	(24,279)	-	-	359,351
7th issue – 2nd series	-	350,000	34,123	(24,640)	-	-	359,483
Total	**1,943,563**	**700,000**	**318,160**	**(264,675)**	**(150,000)**	**(50)**	**2,546,998**
Current	**194,650**						**348,081**
Non-current	**1,748,913**						**2,198,917**

The maturity dates of non-current liabilities as of December 31, 2022 (except for commission) are as follows:

Maturity	4th issue – 2nd series	5th issue – 1st series	5th issue – 2nd series	6th issue – 1st series	6th issue – 2nd series	6th issue – 3rd series	7th issue – 1st series	7th issue – 2nd series	Consolidated
2023	250,000	-	-	-	-	-	-	-	250,000
2024	-	200,000	-	-	-	-	-	-	200,000
2025	-	-	100,000	250,000	-	-	-	-	350,000
2026	-	-	100,000	-	375,000	-	-	-	475,000
2027	-	-	100,000	-	-	-	350,000	-	450,000
2028	-	-	-	-	-	375,000	-	-	375,000
2029	-	-	-	-	-	-	-	350,000	350,000
Total	**250,000**	**200,000**	**300,000**	**250,000**	**375,000**	**375,000**	**350,000**	**350,000**	**2,450,000**

Covenants

The debentures are subject to financial covenants, and their maturity may be accelerated in the event the Company fails to comply with the following financial ratios:
- Net financial debt/EBITDA ratio lower than or equal to 3.0 times.
As of December 31, 2022, the Fleury Group was following financial ratios and other covenants.

In thousands of reais (R$), unless otherwise indicated.

16. Leases

As of December 31, 2022, the lease liabilities are as follows:

a) Minimum lease payments:

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Up to 1 year	236,287	172,621	266,798	198,145
>01 year	1,333,021	868,955	1,446,972	953,268
	1,569,308	**1,041,576**	**1,713,770**	**1,151,413**
(-) Future financial charges	(559,707)	(301,099)	(595,521)	(327,194)
Present value of minimum payments	**1,009,601**	**740,477**	**1,118,249**	**824,219**
Current	**153,133**	**110,886**	**174,900**	**129,644**
Non-current	**856,468**	**629,591**	**943,348**	**694,575**

The maturity dates of non-current installments as of December 31, 2022 are as follows:

	Parent company	Consolidated
2024	153,858	177,185
2025	146,941	168,090
>2026	555,669	598,073
Total	**856,468**	**943,348**

We show below the changes in lease:

	Balance at 12/31/2021	Vesting	Addition	Inflation adjustment	Amortization Interest	Realization of adjustment to present value	Amortization of principal	Write-off	Merger	Balance at 12/31/2022
Parent company	740,477	-	290,674	109,020	(73,830)	74,553	(128,132)	(14,786)	11,625	1,009,601
Consolidated	824,219	45,679	297,104	132,118	(74,438)	83,437	(160,100)	(29,770)	-	1,118,249

As of December 31, 2022, the Company has an operating lease balance in the amount of 18,004 linked to financial institutions, allocated in the Lease account, referring to computer equipment used to support the administrative areas.

17. Suppliers

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Direct material and test intermediation	86,065	72,782	130,072	95,853
Medical services	60,634	58,149	76,854	73,020
Suppliers of property, plant and equipment - capex	46,531	95,719	46,541	96,366
Real estate and utilities	37,072	28,012	38,665	35,957
Outsourced services	25,635	14,451	35,175	21,135
Overhead	12,279	10,842	17,685	15,445
IT and telecommunications	8,212	6,303	10,060	10,577
Institutional and legal matters	4,438	4,114	5,850	4,133
Marketing	2,678	3,856	3,366	4,195
Total	**283,544**	**294,228**	**364,268**	**356,681**

18. Labor obligations

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Provision for vacation and social security charges	73,629	64,536	85,845	73,973
Provision for profit sharing	51,083	46,477	52,548	47,032
Salaries and social security charges payable	28,144	27,293	36,924	34,617
Commission and Bonus	28,570	17,790	28,701	17,873
Provision for health care	17,528	14,615	17,530	14,633
Loans to employees	1,150	1,012	1,200	1,031
Other	4,471	11,105	4,852	13,009
Total	**204,575**	**182,828**	**227,600**	**202,168**

In thousands of reais (R$), unless otherwise indicated.

19. Tax liabilities

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
REFIS installment plan – Law 11941	7,125	14,255	15,390	18,357
PIS/COFINS on Billing	809	2,570	3,053	4,142
ISS on turnover	12,787	16,490	21,832	19,789
Withholding income tax (IRRF)	1,380	1,345	1,785	1,710
PIS, COFINS, CSRF	2,617	2,802	3,218	3,635
Withholding INSS	1,819	1,342	2,006	1,639
Other	825	2,303	2,236	2,304
Total	**27,362**	**41,107**	**49,520**	**51,576**
Current	**23,338**	**30,394**	**40,812**	**38,379**
Non-current	**4,024**	**10,713**	**8,708**	**13,197**

As of December 31, 2022, the non-current portion matured as follows:

	Consolidated
2024	4,123
2025	2,548
>2026	2,037
Total	**8,708**

20. Accounts payable – Acquisition of companies

Relate to debts assumed for acquisition of companies, to be settled as provided for in the contracts, updated monthly mainly based on IGP-M FGV and IPCA IBGE. The balances are recorded at present value and therefore may differ from the amounts highlighted in the acquisition documents.

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Saha	-	-	111,720	-
Lafe	-	-	35,830	32,282
Marcelo Magalhães	33,080	-	33,080	-
Vita	-	-	35,158	9,312
Diagmax	18,133	16,284	18,133	16,284
CIP	13,979	18,345	13,979	18,345
Moacir	-	-	12,237	429
Pretti	-	-	9,738	12,097
IRN	-	-	9,612	15,948
Méthodos	7,764	-	7,764	-
Bioclinico	-	-	7,281	15,781
Inlab	7,156	7,955	7,156	7,955
CPC	-	-	6,253	5,515
Lego and Biesp	5,593	5,135	5,593	5,135
Diagnoson	2,723	2,041	2,723	2,041
Serdil	-	-	406	535
Prontmed	-	6,000	-	6,000
Meneses da Costa	-	295	-	295
Diagnostic Breast Health Center	-	208	-	208
Weinman	-	204	-	204
	88,428	**56,467**	**316,663**	**148,366**
Current	**24,786**	**13,935**	**40,337**	**29,673**
Non-current	**63,642**	**42,532**	**276,326**	**118,693**

As of December 31, 2022, the non-current portion matured as follows:

	Consolidated
2024	99,993
2025	54,271
2026	30,986
Other (*)	91,076
Total	**276,326**

(*) As of December 31, 2022, the maturity of certain installments is contingent on the final and unappealable ruling of the lawsuits. Therefore, the estimate of payment will be determined as lawsuits are judged.

In thousands of reais (R$), unless otherwise indicated.

21. Other liabilities

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Amounts to be returned to operators	7,409	659	7,409	659
Prepaid Revenue (Bradesco Payroll)	5,119	6,841	5,119	6,841
Advance from clients	-	-	3,664	-
Employee reimbursements	391	221	393	221
Deferred revenue	-	-	369	528
Other accounts payable	732	304	3,590	1,758
Total	**13,651**	**8,025**	**20,544**	**10,007**
Current	**13,651**	**5,214**	**17,969**	**7,196**
Non-current	-	**2,811**	**2,575**	**2,811**

22. Current and deferred income tax and social contribution

a) Policy

Deferred income taxes are recognized on the temporary differences on the date of each balance between the balances of assets and liabilities recognizes in the individual and consolidated financial statements and the respective tax bases employed to calculate taxable income, including balances of tax losses and when applicable, negative bases of social contribution.

Deferred tax liabilities are generally recognized on taxable temporary exclusions and deferred tax assets are recognized on all deductible temporary additions. Deferred tax assets or liabilities are not recognized on temporary differences resulting from the goodwill or initial recognition, except business combination, if applicable, of other assets and liabilities in a transaction that does not affect taxable income or accounting income.

Deferred tax assets and contributions are recognized inasmuch as it is likely that the future taxable income is available for use to offset temporary differences, based on projections of future income prepared and based on internal assumptions and on future economic scenarios that may, however, be subject to change.

Deferred tax assets and liabilities are measured by means of the tax rates applicable to the year during which it is expected that the liability will be settled or the asset will be realized, based on the tax rates provided in current tax legislation at the end of each year, or when a new law has been substantially approved. The measurement of deferred tax assets and liabilities reflects the tax consequences that would result from the manner each company of Fleury Group expects, at the end of each year, to recover or settle the book value of these assets and liabilities.

Deferred tax assets and liabilities are presented net when they relate to taxes administered by the same tax authority.

The Company has companies classified under the Deemed Income regime in its structure, and the calculation of corporate income tax (IRPJ) and social contribution on net income (CSLL) are calculated based on the income presumption determined through the application of percentages, predetermined according to the company's activity on the gross revenue for the month. This percentage differs from the nominal rate of 34% of Taxable Income.

The technical interpretation ICPC 22 (Uncertainty over Income Tax Treatment) specifies disclosure requirements for uncertainties related to current and deferred income taxes (assets and liabilities) and must be applied in accordance with current legislation. Management evaluated the procedures adopted for calculating Current and Deferred Income Tax and Social Contribution and concluded that there is no uncertainty regarding the tax treatment in accordance with current tax legislation.

b) Breakdown of deferred income tax and social contribution

	Parent company			Consolidated		
	Balance sheet		Income (loss)	Balance sheet		Income (loss)
	12/31/2022	12/31/2021	12/31/2022	12/31/2022	12/31/2021	12/31/2022
Provision for tax, labor and civil risks	17,232	18,613	(1,381)	18,301	18,808	(507)
IFRS 16 effect	31,248	23,846	7,402	31,999	24,521	7,478
Stock option plan	9,818	6,347	3,471	9,818	6,347	3,471
Estimated losses from disallowances and default	4,391	4,629	(238)	4,980	4,987	(7)
Provision for profit sharing	17,368	15,802	1,566	17,742	15,991	1,751
Provisions Labor	11,444	11,858	(414)	12,014	12,438	(424)
Update – Accounts payable – acquisition of companies	2,111	-	2,111	5,363	-	5,363
Other	8	(2)	10	159	1,392	(1,233)
Fiscal loss	-	-	-	63,315	35,041	28,274
Net assets acquired in a business combination	1,076	2,766	(1,690)	294	1,990	(1,696)
Effects of goodwill amortization for tax purposes	(459,417)	(457,569)	(1,848)	(474,117)	(460,275)	(13,842)
Realization of gain/loss	(1,494)	(738)	(756)	(38,833)	(33,606)	(5,227)
Deferred tax assets (liabilities), net	**(366,215)**	**(374,448)**	**8,233**	**(348,965)**	**(372.366)**	**23,401**

REVENUE (EXPENSE) FROM DEFERRED INCOME TAX AND SOCIAL CONTRIBUTION

In thousands of reais (R$), unless otherwise indicated.

Changes in equity not affecting income (loss)		
Deferred on formation of gain/loss	(65)	5,860
Deferred income tax and social contribution - Changes in income (loss)	**8,168**	**29,261**

Reflected on the balance sheet as follows:

Deferred tax assets	-	-	48,624	25,195
Deferred tax liabilities	(366,215)	(374,448)	(397,589)	(397,561)
Deferred tax assets (liabilities), net	**(366,215)**	**(374,448)**	**(348,965)**	**(372,366)**

	Consolidated							
	FLEURY	**CIP**	**CPMA**	**IRN**	**CPC**	**SANTECORP**	**SAÚDE ID**	**Total**
Assets (*)	-	176	-	727	845	22,347	24,529	48,624
Liabilities	(366,215)	-	(31,374)	-	-	-	-	(397,589)

(*) The balance of Fleury S.A., CPMA and CIP is presented net.

In the Consolidated, deferred tax assets are expected to be realized as follows:

	Consolidated
2023	61,652
2024	18,527
2025	20,998
>2026	67,667
Total	**168,844**

b) Reconciliation of income tax and social contribution on net income, current and deferred, in income (loss) are reconciled as follows:

	Parent company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Income before income tax (IRPJ) and social contribution (CSLL)	399,857	495,211	405,393	496,108
(x) Combined rate	34%	34%	34%	34%
(=) IRPJ and CSLL expenses	**(135,952)**	**(168,371)**	**(137,834)**	**(168,676)**
Interest on own capital	36,685	24,615	36,685	24,615
Other permanent additions (exclusions), net	(6,995)	(3,130)	(6,381)	(3,882)
Equity in net income of subsidiaries	14,313	1,601	205	187
Effect of Companies taxed under the deemed income regime	-	-	10,663	3,139
Income tax and social contribution expense:	**(91,949)**	**(145,285)**	**(96,662)**	**(144,617)**
Current	(100,117)	(176,401)	(125,923)	(197,093)
Deferred	8,168	31,116	29,261	52,476
Effective rate - %	**23.00%**	**29.34%**	**23.84%**	**29.15%**

23. Provision for tax, labor, civil risks

a) Policy

Provisions for tax, labor and civil risks are set up to the extent that the Company expects to make cash disbursements. Tax lawsuits are accrued when the losses are regarded as probable and the amounts involved can be reliably measured. When likelihood of loss in these lawsuits is possible, a description of involved lawsuits and amounts is disclosed in notes. Provisions are recorded for labor lawsuits based on disbursement historic percentage. Provisions classified as remote losses are neither accrued nor disclosed.
Judicial deposits recognized in assets relate to lawsuits classified as possible and remote losses by the Company's legal counsel, and therefore no provisions are set up for them.

Judicial deposits relate to the lawsuits classified as probable losses and reduce the balance of the related provision.

On a periodical basis, Management revises the scenario of known contingencies, assesses and adjusts the respective provision considering the assessment of its legal advisors and other data available on the ending dates of fiscal years, such as the nature of lawsuits and historical experience, as internal policy. As of December 31, 2022, the balance and changes in the "Provision for tax, labor and civil risks" were as follows:

In thousands of reais (R$), unless otherwise indicated.

b) Breakdown of the balance

	Parent company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Tax	21,465	20,469	26,640	25,083
Labor	24,790	29,450	26,829	29,843
Civil	4,428	4,826	9,738	4,963
Subtotal	**50,683**	**54,745**	**63,207**	**59,889**
Judicial deposits (lawsuits involving probable losses)[(a)]	(34,120)	(23,693)	(34,120)	(23,693)
Total	**16,563**	**31,052**	**29,087**	**36,196**

(a) The increase mainly refers to judicial deposits made in 2022 arising from ICMS lawsuits.

c) Changes – Consolidated

	Balance at 12/31/2021	Addition/ Reversal[(*)]	Other[(a)/(*)]	Vesting	Reclassifications/ Payments	Inflation adjustment	Balance at 12/31/2022
Labor	29,843	4,571	-	57	(10,103)	2,461	26,829
Tax	25,083	43	-	3,077	(3,687)	2,124	26,640
Civil	4,963	(302)	(13)	233	3,201	1,656	9,738
Subtotal	**59,889**	**4,312**	**(13)**	**3,367**	**(10,589)**	**6,241**	**63,207**
Judicial deposits (lawsuits involving probable losses)	(23,693)	-	-	-	(10,427)	-	(34,120)
Total	**36,196**	**4,312**	**(13)**	**3,367**	**(21,016)**	**6,241**	**29,087**

(a) Part of the lawsuits are the responsibility of former shareholders and will be reimbursed to the Company at the rate of 67% and, therefore, are reclassified as "Other assets".
(*) The change observed in the statement of cash flows takes into account the amounts included in these columns.

d) Lawsuits classified as probable losses, for which no provision is set up:

Tax
The main tax matter relates to the challenge of the COFINS exemption for civil organizations that provide services related to professions regulated by law. Supplementary Law 70/91, which introduced the Social Contribution on Revenues (COFINS), granted an exemption to this type of company. However, upon the enactment of Law 9430/96, this exemption was revoked, and COFINS started to be levied on the gross revenue of service providers. The legal advisors understand that since Law 9430/96 is ordinary law, it could not have revoked the exemption established by Supplementary Law 70/91. However, considering that the Federal Supreme Court has already ruled against the thesis in question, the Company recorded a provision to cover risks totaling R$ 2,282 as of December 31, 2022 (R$ 2,194 as of December 31, 2021).

Another important tax matter is the challenge of the unconstitutionality of Law 11001/2001, which introduced ICMS (state VAT) on imports in the state of São Paulo. This law was enacted after Constitutional Amendment 33/2001 and before Supplementary Law 114/2002, therefore failing to comply with the legislative procedure required for the collection of the ICMS levied on import transactions carried out in the state of São Paulo. However, considering a statement with general repercussion issued by the Federal Supreme Court, which established that Law 11001/2001 was constitutional, the Company set up a provision to cover the related risks totaling R$ 16,916 as of December 31, 2022 (R$ 15,704 as of December 31, 2021).

e) Lawsuits classified as possible loss

The Company has tax, civil and labor claims which are not provisioned, since they involve risk of loss classified by management and by its legal advisors as possible.

As of December 31, 2022, the consolidated amount was approximately R$ 525,218(R$ 466,303 as of December 31, 2021).

The tax matters classified as possible losses amounted to R$ 285,352 (R$ 235,017 as of December 31, 2021). At the federal level, these matters were comprised substantially of: (i) R$ 174,745 (R$ 144,781 as of December 31, 2021), which mainly refer to discussions involving the non-mandatory payment of federal taxes (IRPJ, CSLL, PIS and COFINS), the most representative being a claim in the amount of R$ 27,018 referring to the Annulment Suit filed for the waiving of the tax credit arising from an administrative proceeding filed in 2012 aiming at the collection of IRPJ, CSLL, PIS and COFINS launched by arbitration of revenues from the company NKB (merged by Fleury S.A. in August 2009). We also have the amount of R$ 48,277 from lawsuits of the companies acquired by Fleury S.A. in 2011, (ii) social security contributions, totaling R$ 27,872 (R$ 9,434 as of December 31, 2021), and (iii) federal lawsuits of a different nature, totaling R$ 10,118 (R$ 9,071 as of December 31, 2021).

At the state level, the law lawsuits classified as possible losses totaled R$ 9,002 (R$ 4,674 as of December 31, 2021) and related mainly to the challenge of ICMS levied on equipment imports.

With respect to discussions of municipal taxes, the lawsuits classified as possible losses amounted to R$ 63,615 (R$ 67,057 as of December 31, 2021) and related mainly to cases involving the Tax on Services of any Nature (ISSQN).

At the civil level, the Company has lawsuits classified as possible loss totaling R$ 34,125 (R$ 27,408 as of December 31, 2021), of which R$ 16,724 (R$ 10,771 as of December 31, 2021) related mainly to civil liability lawsuits with claims for property damages and mental distress arising, among other reasons, from alleged diagnostic error or procedural failure, and other lawsuits involving different claims totaling R$ 17,402 (R$ 16,636 as of December 31, 2021).

On December 31, labor lawsuits classified as possible loss total R$ 205,741 (R$ 225,673 as of December 31, 2021) of which (i) R$ 192,626 (R$ 215,634 as of December 31, 2021) refer to lawsuits (such as labor claims of former employees, constitutional claim, relief from judgment, class action, public civil lawsuits, annulment and tax enforcement actions, enforcement action); (ii) R$ 12,857 (R$ 9,836 as of December 31, 2021) refer to joint liability lawsuits filed by employees of companies that provide specialized services to the Company on an outsourced basis and (iii) ongoing administrative proceedings, totaling R$ 258 (R$ 203 as of December 31, 2021).

Still in the labor field, the Company was summoned in a Public Civil Action (ACP) filed before the Labor Court of Rio de Janeiro, which, in general, challenges the legality of contracting specialized medical companies. The decision was favorable to the Company in trial court, and the Regional Labor Court of Rio de Janeiro (TRT) reversed the decision. An appeal was filed against such decision before the Superior Labor Court (TST), which partially reversed, in favor of the Company, the previous decision issued by the Regional Labor Court (TRT). Based on the outsourcing legality recognized by the Federal Supreme Court (STF) and which is now expressly provided for by law, a constitutional claim was presented to the Federal Supreme Court (STF), which was upheld, accepting the company's thesis that the TST should render a decision in accordance with the understanding already consolidated by the STF regarding the matter. Considering this decision obtained in the STF, the TST carried out a new trial of the lawsuit, to adjust the decision to what was decided by the Supreme Court and, thus, the result of the claim is the full dismissal of the requests. Motions for Clarification were filled by the Public Ministry of Labor (MPT), which were dismissed. Awaiting possible filing of a new appeal by the Public Labor Ministry (MPT). The possibility of loss remains classified as "remote".

The Company was summoned in a Public Civil Action (ACP) in process before the Labor Court of São Paulo, which pleads the conviction due to failure to meet the legal quota of disabled employees. The Company, in its defense, proved that it made all possible efforts to comply with the legal provision, and the failure to meet the quota is due to facts beyond the company's control, and there if favorable case law of the Supreme Labor Court. To confirm this thesis, the lower court dismissed the ACP. The Labor Public Prosecutor's Office filed an Ordinary Appeal addressed to the Regional Labor Court of the 2nd Region, which is awaiting judgment.

The Company was summoned in a Public Civil Action (ACP) pending before the Labor Courts of São Paulo – South Zone, in which the Public Labor Ministry (MPT) pleads for Fleury's conviction due to the alleged noncompliance with rules related to workers' health and safety (regulatory standards - NR). The Company presented its defense within the term granted by the court. The discovery hearing was canceled at the request of Fleury and with the consent of the Labor Public Prosecutor's Office (MPT). Judgment was scheduled for June 24, 2022. On 07/25/2022, the judgment was converted into a diligence and determined to carry out a technical expert assessment, granting a period for the parties to present questions and appoint a technical assistant, as well as a designated instruction hearing, only for agenda control, for the 11/30/2022. On 07/26/2022, the records were sent to Cejusc for an attempt at conciliation and a conciliation hearing was scheduled for 08/30/2022. On 08/01/2022, the Public Labor Ministry (MPT) filed a petition indicating a technical assistant and Fleury filed a petition on 08/09/2022 presenting questions and indicating a technical assistant. A conciliation hearing was held and a new date was designated for the continuation of negotiations, 10/10/2022. On 09/21/2022, the MPT filed a petition requesting the reassignment of the conciliation hearing to a new time or a new date and time. The conciliation hearing was rescheduled for 11/17/2023. A conciliation hearing was held and the parties remained unreconciled, considering the unfeasibility of the agreement for the closure of activities at the Jabaquara unit. Judgment is still pending.

In thousands of reais (R$), unless otherwise indicated.

24. Related parties

Impacts on statement of income and balance sheet

a) Policy

Transactions with related parties are carried out by the Company and its subsidiaries under strictly commutative conditions, following the usual market prices and conditions and, therefore, do not generate any undue benefit to their counterparties or losses to the Company.

			Consolidated					
			Assets		Liabilities		Income (loss) - Revenue/(expense)	
Companies	**Note**	**Nature of the operation**	**12/31/2022**	**12/31/2021**	**12/31/2022**	**12/31/2021**	**12/31/2022**	**12/31/2021**
Companhia Brasileira de Soluções e Serviços - Visa Vale	17	Service provider - Benefits (Meal Voucher)	-	-	590	4,436	(111,052)	(95,576)
Bradesco Vida e Previdência S.A.	28 | 29	Service Provider - Benefits (Private pension)	-	-	1	-	(6,314)	(7,164)
Bradesco Saúde S.A.	28 | 29	Service provider - Benefits (Healthcare plan – Employees)	-	-	-	-	(124,145)	(101,991)
Banco Bradesco S.A.	6 | 21	Sale of payroll and financial transactions	980,246	382,014	8,822	8,020	58,946	9,454
Transinc Fundo de Investimento Imobiliário - FII	13 | 16	Rental provider - Property lease classified under CPC 06	32,747	31,344	38,043	34,662	(11,637)	(10,337)
Harmonikos Participações e Empreendimentos Ltda.	13 | 16	Rental provider - Property lease classified under CPC 06	10,657	13,025	13,019	14,672	(3,745)	(3,927)
Amicabilis Participações e Empreendimentos Ltda.	13 | 16	Rental provider - Property lease classified under CPC 06	14,087	14,133	17,336	15,860	(4,746)	(4,254)
BSP Empreendimentos Imobiliários Ltda.	13 | 16	Rental provider - Property lease classified under CPC 06	202,793	-	204,670	-	(2,164)	-
Papaiz Associados Diagnóstico por Imagem S/A Ltda.	30	Sublease	-	-	-	-	123	112
OdontoPrev S.A.	28 | 29	Service provider - Benefits (Odontological plan – Employees)	-	-	-	-	(3,749)	(2,813)
CM Médicos Associados Ltda.	28	Service provider - Rendering of medical services	-	-	-	-	(1,889)	(1,788)
			1,240,530	**440,516**	**282,481**	**77,650**	**(210,372)**	**(218,284)**

			Parent company					
			Assets		Liabilities		Income (loss) - Revenue/(expense)	
Companies	**Note**	**Nature of the operation**	**12/31/2022**	**12/31/2021**	**12/31/2022**	**12/31/2021**	**12/31/2022**	**12/31/2021**
Companhia Brasileira de Soluções e Serviços - Visa Vale	17	Service provider - Benefits (Meal Voucher)	-	-	466	4,126	(105,490)	(90,585)
Bradesco Vida e Previdência S.A.	28 | 29	Service Provider - Benefits (Private pension)	-	-	-	-	(6,237)	(7,116)
Bradesco Saúde S.A.	28 | 29	Service provider - Benefits (Healthcare plan – Employees)	-	-	-	-	(123,849)	(101,009)
Banco Bradesco S.A.	6 | 21	Sale of payroll and financial transactions	865,911	331,227	5,119	6,840	48,387	7,538
Transinc Fundo de Investimento Imobiliário - FII	13 | 16	Rental provider - Property lease classified under CPC 06	32,747	31,344	38,043	34,662	(11,637)	(10,337)
Harmonikos Participações e Empreendimentos Ltda.	13 | 16	Rental provider - Property lease classified under CPC 06	10,657	13,025	13,019	14,672	(3,745)	(3,927)
Amicabilis Participações e Empreendimentos Ltda.	13 | 16	Rental provider - Property lease classified under CPC 06	14,087	14,133	17,336	15,860	(4,746)	(4,254)
BSP Empreendimentos Imobiliários Ltda.	13 | 16	Rental provider - Property lease classified under CPC 06	202,793	-	204,670	-	(2,164)	-
OdontoPrev S.A.	28 | 29	Service provider - Benefits (Employees' agreement)	-	-	-	-	(3,618)	(2,813)
CM Médicos Associados Ltda.	28	Service provider - Rendering of medical services	-	-	-	-	(1,889)	(1,788)
Papaiz Associados Diagnóstico por Imagem S/A Ltda.	30	Sublease	-	-	-	-	123	112
CPC Ltda	27	Processing of exams - Clinical Analysis	-	72	-	-	1,068	1,036
Fleury CPMA S.A.	27 | 29	Processing of exams and transfer of benefits (Healthcare plan)	286	433	-	-	10,665	11,313
DIAGMAX Ltda	27	Processing of exams - Clinical Analysis	-	24	-	-	706	637
INLAB Ltda	27	Processing of exams - Clinical Analysis	-	223	-	-	2,735	3,396
IRN Ltda	27	Processing of exams - Clinical Analysis	-	2	-	-	31	108
Santécorp Holding Ltda	28 | 29	Sublease and transfer of benefits (Healthcare plan – Employees)	152	-	-	-	1,100	232
Saude iD	29	Transfer of benefits (Healthcare plan – Employees)	-	-	-	-	1,539	78
Clínica de olhos Dr. Moacir Cunha S.A.	28 | 29	Sublease and expense reimbursement (dedicated employees)	219	-	-	-	219	-
CIP - Centro de Infusões Pacaembu LTDA	29	Expense reimbursement (labor of dedicated employees)	161	-	-	-	161	-
Vita Clínicas Medicina Especializada LTDA	29	Expense reimbursement (labor of dedicated employees)	161	-	-	-	161	-
Laboratório Pretti Ltda	27	Processing of exams - Clinical Analysis	-	-	-	-	2,200	-
Laboratório Bioclínico Ltda.	27	Processing of exams - Clinical Analysis	-	-	-	-	1,686	-
			1,127,174	**390,483**	**278,653**	**76,160**	**(192,594)**	**(197,379)**

Bradesco Bank, a shareholder with indirect interest in the Company, holds interest and/or control in companies and health care plan operators with some commercial relationship, which are among the Company's largest clients. The impact of gross revenue from these clients on the consolidated statement of income accounted for 18% as of December 31, 2022 (19% as of December 31, 2021).

The Company signed an Association Agreement for the creation of a new company, in partnership with Atlântica Hospitais e Participações S.A., an indirect subsidiary of Banco Bradesco S.A. and Real e Benemérita Associação Portuguesa de Beneficência. It is worth highlighting that there were no transactions related to this operation for the year 2022.

In thousands of reais (R$), unless otherwise indicated.

b) Directors' fees and Board's remuneration

The remuneration of directors and members of Management did not exceed the maximum limit approved at the Shareholders' Meeting held on April 29, 2022 and are calculated in "General and administrative expenses" caption in the statement of income.

	Parent company	
	12/31/2022	12/31/2021
Directors' fees and Board's remuneration		
Managers	**20,990**	**19,997**
Salaries, social charges and benefits	8,696	8,940
Share-based payments	6,139	5,062
Bonus and Profit sharing	5,991	5,856
Post-employment benefits	164	139
Board of Directors		
Salaries, social charges and benefits	11,110	8,340
Total	**32,100**	**28,337**

As established by CPC 33 - Employee benefits, the Company grants post-employment benefits to its administrators, consisting of private pension and life insurance.

Fleury Group remunerates its employees through profit sharing, according to the performance verified during the year versus the established goals. This remuneration is recognized as a liability and profit-sharing expense, based on a methodology that considers the estimated achievement of these goals.

The provision for profit sharing, which includes employees and administrators, totaled R$ 57,772 in the period ended December 31, 2022 (R$ 47,032 as of December 31, 2021).

25. Shareholders' equity

a) Capital

The capital as of December 31, 2022, fully paid-up, is R$ 1,740,006, represented by 367,197,096 common, registered, book-entry shares with no par value. The net amount of expenses with share issues is R$ 1,717,222.

During the meeting held on August 18, 2022, the Company was authorized to increase its capital, regardless of statutory reform, upon resolution of the Board of Directors up to the limit of R$ 4,000,000,000 (four billion *reais*) in common shares.

Capital increase – in *reais*

On December 5, 2022, the Company paid in the capital increase through the issue of 49,059,216 new shares (common, registered and with no par value) in the amount of R$ 847,252,660.32, at the issue price of R$ 17.27 per share, within the authorized capital limit, approved at a meeting of the Company's Board of Directors.

The payment occurred as follows:

	Shares	Amount
Capital	16,334,134	282,090,492.00
Capital reserve	32,725,082	565,162,168.32
Total	**49,059,216**	**847,252,660.32**

b) Dividends and interest on own capital

Shareholders are ensured the distribution of 25% of net income calculated in the closing of each fiscal year, adjusted pursuant to the corporate legislation as mandatory minimum dividends.

On December 13, 2022, the Company approved the payment of interest on own capital related to net income for the year 2022. The total amount distributed was 107,898. The payment took place on December 29, 2022 and represented 35% of net income for the year, therefore above the mandatory minimum dividend.

Below we show the total distributed in the 2022 fiscal year:

In thousands of reais (R$), unless otherwise indicated.

	Base result - 2022		Base result - 2021	
	Interest on own capital*	Total distributed	Dividends	Total distributed
Distribution in 1Q22	-	-	214,329	214,329
Distribution in 4Q22	107,898	107,898	-	-
Total distributed for the fiscal year	**107,898**	**107,898**	**214,329**	**214,329**

* Amount paid on December 29, 2022.

c) Treasury shares

At a meeting of the Board of Directors held on November 26, 2020, the Company's Buyback Program was approved, without reducing the capital, and up to 3,035,263 common shares may be acquired.

The purpose of the Program is to buy back shares to back the Company's Deferred Stock Plan*, approved at the Extraordinary Shareholders' Meeting on 12/05/2019, and they may also be held in treasury, disposed of or canceled.
We present below the changes in treasury shares as of December 31, 2022:

	Quantity	(Net) average price**	Total amount
Balance at 12/31/2021	975,233	25.46673	24,836
Changes in the 1st quarter.	(69,261)	28.09934	(1,946)
Changes in the 2nd quarter.	(112,849)	25.86642	(2,919)
Balance at 12/31/2022	**793,123**	**25.86642**	**19,971**

* Plan details see explanatory note 26 - New Long Term Incentive Plan – Deferred Shares.
**Average share price, net of fees and brokerage.

d) Investment reserve

At the Annual and Extraordinary Shareholders' Meeting held on April 29, 2022, the allocation of the Company's income (loss) for 2021 was approved, and will be retained, pursuant to art. 196 of Law 6404/1976 and the capital budget, previously approved by the Board of Directors, and allocated to the profit retention reserve for investments. This retention is in line with the Company's plan to invest in new technologies and new businesses.

26. Employee benefits

a) Private pension

The Company is a sponsor of the supplementary pension entity named and currently managed by Bradesco Vida e Previdência S.A., which mainly aims at supplementing the government pension benefits. This plan is optional for all employees. Said plan is a defined contribution plan and during the period ended December 31, 2022 the Company made contributions in the amount of R$ 1,724 (R$ 1,474 as of December 31, 2021), recorded in "Costs of services provided" and "General and Administrative Expenses".

b) Share-based remuneration

Fleury Group offers cash and share-based remuneration plans to executives, according to which the Company receives services from employees as consideration of the purchase and stock options granted. Granted options fair values determined on grant date are recorded at the straight line basis as expenses in income for the year during the period in which the right is acquired, based on the Fleury Group's estimates on which granted options will be possibly acquired, with corresponding equity increase (stock options and deferred shares) or liability (cash). At each reporting period, Fleury Group reviews its estimates for the number of options for whose rights should be acquired based on contractual conditions. Review impact on original estimates, if any, is recognized in income (loss) for the year, so that accumulated expenses reflect reviewed estimates with the corresponding adjustment in shareholders' equity under "Capital reserve - recognized options granted" that recorded the benefit to employees.

The Company's Board of Directors is responsible for establishing, in each grant, the plan's participants, as well as the number of shares to be acquired upon the exercise of each option, the term, the exercise price, the payment terms other conditions.

Grants from 2016 to 2018

In the ESM held on July 25, 2016, a new stock option plan issued by the Company was approved, designated for its executives, management members, and employees (beneficiaries). The options granted under this Option Plan may not exceed, during the term of the Option Plan, the maximum cumulative limit of two and a half percent (2.5%) of the total shares of the Company's subscribed and paid-up capital on this date. On this occasion, 1,822,767 options were granted. Under the same plan, the following stock options were approved.

In thousands of reais (R$), unless otherwise indicated.

Approval date	**Approval**	**Quantity**
July 27, 2016	Board of Directors	3,645,534 Options
May 03, 2017	Special General Meeting	550,000 Options
October 25, 2017	Board of Directors	150,000 Options
December 15, 2017	Special General Meeting	235,000 Options
March 01, 2018	Board of Directors	140,000 Options
May 10, 2018	Board of Directors	375,000 Options
June 20, 2018	Board of Directors	47,000 Options

Each beneficiary's purchase option may be converted into a common share of Fleury S.A. upon the exercise of each portion of the option, which may be exercised at any time from the vesting date up to two years from the exercise date, when they expire. After the exercise of each portion of the option and subscription of the respective share, the strike prices are not updated; the beneficiaries may only sell or transfer them after six months have elapsed from the respective subscription date.

The full exercise of the option by the beneficiaries may be performed in at least six years counted from the signature date of the respective adhesion agreement; and each portion of the option will be exercisable as follows: (i) 12.5% exercisable in the 24th month counted from the signature of the respective adhesion agreement; (ii) 25% in the 36th month; (iii) 25% in the 48th month; (iv) 25% in the 60th month; and (v) 12.5% exercisable from the end of the 72nd month counted from the signature of the respective adhesion contract. The strike price of the options will be based on the average of the share prices at the close of the last ninety (90) trading sessions that precede the date of the meeting of the Board of Directors that resolves on the respective grant. There were no changes in the quarter.

Award Date		**2016**	**2018**	
		July 27th	**May 10th**	**June 20th**
Balance at 12/31/2021	**Options**	**206,580**	**375,000**	**47,000**
	Average exercise price	8.74	27.66	26.24
Expired	Options	-	-	-
Exercised	Options	**193,884**	**-**	**-**
Prescribed	Options	-	-	-
Canceled	Options	-	**46,875**	**5,875**
Balance at 12/31/2022	Options	**12,696**	**328,125**	**41,125**

Of the 381,946 options existing as of December 31, 2022 (628,580 options as of December 31, 2021), 223,696 options are exercisable (158,250 options were exercisable as of December 31, 2021).

As of December 31, 2022, the Company recognized a "pro-rata" expense in the amount of R$ 575 in General Administrative Expenses (R$ 1,520 as of December 31, 2021).

As of December 31, 2022, the market value of each share was R$ 15.45 (R$ 17.99 as of December 31, 2021).

Options granted from 2016 to 2018: were priced based on the "Black & Scholes" model, and the significant data included in the pricing model for the fair value of the stock options granted in this period were:

	Vesting in 48 months – Grant on		
	07/27/2016	**06/20/2018**	**05/10/2018**
Volatility	28.36%	30.16%	29.49%
Dividend Yield	1.75%	2.94%	3.22%
Expected life for the exercise.	2 years	2 years	2 years
Risk-free annual interest rate	12.70%	7.59%	7.59%

(i) New Long-Term Incentive Plan - Deferred Stock

At the ESM held on December 5, 2019, a new deferred stock plan was approved, and, at a Board of Directors' meeting held on November 26, 2020, Fleury S.A.'s First Deferred Stock Program was approved within the scope of the plan ("program"), establishing rules for the grant of Deferred Stock by the Company.

The Plan sets forth the general conditions for the grant of shares issued by the Company to its employees or to those other companies under its control, duly selected by the Board of Directors.
The plan provides for the transfer of shares to the members of the Executive Board, subject to the amounts set forth by the conditions of the deferred share grant agreement.

In thousands of reais (R$), unless otherwise indicated.

The shares granted under the plan cannot exceed the limit of 1.2% of the total shares of the Company's subscribed and paid-up capital on the date the plan was approved.
Shares are granted through a "Deferred Stock Agreement" entered into between the Company and each one of the participants.

The plan provides for annual grants and in each grant the number of shares designated for each beneficiary will be established based on the rules set forth in the plan. After the vesting period, the company will transfer the title to the shares to the beneficiaries. The plan's vesting period will be 4 years and it will be divided into 4 annual installments (20%/20%/20%/40%), i.e., each year the title to a portion of the granted shares will be transferred.

As this is a share grant plan, rules related to the strike price, effectiveness period and lock-up period do not apply.

The Board of Directors or the Executive Board may, at their sole discretion within their respective authorities, invite beneficiaries of this Plan to receive Extraordinary Shares, under the terms and conditions of this Plan, subject to the cumulative Vesting and Lock-up periods.

As of December 31, 2022, the Company recognized a "pro-rata" expense in the amount of R$ 15,771 in General Administrative Expenses referring to the Deferred Stock Option plan (R$ 8,897 as of December 31, 2021).

	Vesting in 48 months		
	Grant as of 08/01/2022	**Grant as of 08/30/2021**	**Grant as of 11/26/2020**
Volatility	38.76%	31.61%	38.19%
Dividend Yield	4.80%	4.80%	4.80%
Expected life for the year	4 years	4 years	4 years
Risk-free annual interest rate	4.78%	4.78%	4.78%

27. Revenue from rendering of services

a) Policy

Revenue is recognized when control and all rights and benefits arising from the provision of services flow to the client, represented by the time of issue of the report, which current term is like that of the test.

The allocation of remuneration for the services provided basically refers to clinical analyses with a single performance obligation established (test and respective analysis), with the transaction price established between the Company and its respective clients. There is no variable consideration, return or refund obligations, no significant financing component or remaining performance obligations.

The contracts entered into between the Company and its respective clients have commercial substance, since they are approved by the parties and have the rights for each party, as well as the payment terms identified.

The performance obligation in these contracts refers to the performance of the clinical analysis, starting with the collection of the material for later issue of the diagnostic report, which is available to the clinical user through the website or for collection in one of the service units. The lines of diagnostic medicine and integrated medicine services have no distinction regarding the performance obligations to be achieved.

Revenues from this service provision are already recorded, net of any estimates of rebates, discounts and disallowances.

b) Main service lines

Diagnostic medicine: Laboratory and imaging tests for clients who are served at Fleury Group's own service units.
Integrated Medicine: It refers to the performance of tests for clinical analyses providing diagnostic information of high added value, it also includes checkup, LARE - Reference Laboratory, health management, health platform, genomics, Clinic Day, Infusion Center, Orthopedics and Ophthalmology services.
Dental: Dental imaging tests carried out by the jointly-controlled company Papaiz.

c) Expected remuneration

The services provided to clients are remunerated as follows (amounts contractually established):

i) volume of provision of clinical analysis services (analyses and diagnoses carried out); and

ii) defined clinical analysis packages, where the remuneration is based on pre-defined procedure packages (checkups) to the clinical user.

In thousands of reais (R$), unless otherwise indicated.

d) Estimation of disallowances (Consolidated)

Based on historical analysis and commercial trends, the Company adopted as of December 31, 2022 an estimate of 1% of the gross revenue of diagnostic medicine in which the counterpart is the special agreements (1% as of December 31, 2021), either billed or not. This estimate is reviewed by the Company at each financial statement date.

e) Breakdown of balances

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Gross revenue	3,994,926	3,707,411	4,803,024	4,172,412
Taxes	(243,567)	(226,069)	(295,053)	(258,667)
Disallowances	(36,111)	(33,914)	(39,942)	(36,186)
Rebates	(3,218)	(3,327)	(4,989)	(4,908)
Net Revenue	**3,712,030**	**3,444,101**	**4,463,040**	**3,872,651**

The breakdown of net sales between the main lines of the Company's services (Diagnostic Medicine, Integrated Medicine and Dental segment), is presented in Note 33 - Segment Information.

28. Cost of services rendered

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Medical personnel and services	(1,263,942)	(1,109,011)	(1,543,379)	(1,296,250)
Services with occupancy and utilities	(491,595)	(492,975)	(708,063)	(544,022)
Direct material and test intermediation	(526,026)	(486,828)	(596,304)	(574,316)
Depreciation and amortization	(348,146)	(300,954)	(395,549)	(324,976)
Overhead	(7,974)	(5,529)	(9,635)	(6,194)
Total	**(2,637,683)**	**(2,395,297)**	**(3,252,930)**	**(2,745,758)**

29. General and administrative expenses

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Personnel and benefits	(237,062)	(226,721)	(285,407)	(258,718)
Depreciation and amortization	(50,597)	(59,322)	(59,790)	(64,304)
Institutional and legal matters	(30,785)	(52,964)	(38,170)	(64,164)
Marketing	(22,864)	(24,350)	(31,869)	(32,253)
IT and telecommunications	(9,245)	(15,419)	(18,129)	(21,374)
Real estate and utilities	(17,822)	(12,850)	(18,748)	(14,900)
Outsourced services	(13,489)	(5,796)	(17,415)	(7,360)
Other general and administrative expenses	(23,546)	(13,668)	(28,787)	(17,926)
Total	**(405,410)**	**(411,090)**	**(498,315)**	**(480,999)**

30. Other operating revenues (expenses), net

	Parent company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Revenue from insurance indemnity	-	15,147	-	15,147
Other revenues (expenses)	24,615	4,503	29,152	6,432
Reversal (provision) for tax, labor and civil risks	(4,200)	(830)	(4,298)	(969)
Income (loss) in write-off/sale of assets	1,380	3,562	1,587	3,512
Provision/losses with defaulted parties	(3,444)	(3,274)	(3,868)	(3,305)
Total	**18,351**	**19,108**	**22,573**	**20,817**

In thousands of reais (R$), unless otherwise indicated.

31. Financial income (loss)

a) Policy

Interest revenues and expenses are recognized under the interest method based on time and the effective interest rate on the principal value outstanding.

b) Breakdown of financial results

	Parent company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Financial revenues:				
Yield from interest earning bank deposits – Securities	87,918	42,965	97,966	46,196
Inflation adjustment of taxes and legal expenses	7,945	2,438	9,028	2,963
Derivative financial instruments	168	732	168	886
Exchange-rate change and other (a)	911	690	2,505	690
Yield from interest earning bank deposits	-	113	8,540	609
PIS/COFINS on financial revenues	(4,156)	(2,301)	(4,746)	(2,466)
Total	**92,786**	**44,637**	**113,461**	**48,878**
Financial expenses:				
Lease interest	(74,553)	(68,238)	(83,436)	(73,981)
Interest on debentures	(318,160)	(92,239)	(318,160)	(92,239)
Interest on financing and other interest	(4,821)	(27,087)	(5,255)	(27,501)
Financial commissions	(4,275)	(5,335)	(4,279)	(5,566)
Inflation adjustment of provisions	(5,854)	(11,406)	(6,309)	(11,407)
Exchange-rate change and other	(5,706)	(3,873)	(7,125)	(4,543)
Inflation adjustment of taxes and accounts payable	(6,434)	(2,320)	(16,870)	(4,335)
Derivative financial instruments	(1,604)	(459)	(1,605)	(459)
Total	**(421,407)**	**(210,957)**	**(443,039)**	**(220,031)**
Net financial income (loss)	**(328,621)**	**(166,320)**	**(329,578)**	**(171,153)**

a) Positive impact on inflation adjustment of provisions, referring to labor lawsuits, considering the decision of the Federal Supreme Court (STF), which replaces TR+1% with IPCA+SELIC.

32. Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing profit attributable to company shareholders by the weighted average number of common shares issued during the period.

	12/31/2022	**12/31/2021**
Income attributable to Company's controlling shareholders	307,908	349,926
Weighted average number of common shares outstanding (-) treasury shares	322,636,900	316,834,593
Basic earnings per share – R$	**0.95**	**1.10**

Diluted earnings per share

Diluted profit per share is calculated by adjusting the weighted average number of common shares, presuming the conversion of all the potential diluted common shares. The Company had potential diluting common shares outstanding during the period, according to the Company's Stock Option Plan, as follows:

	12/31/2022	**12/31/2021**
Income attributable to Company's controlling shareholders	307,908	349,926
Weighted average number of common shares outstanding (-) treasury shares	322,636,900	316,834,593
(+) Adjustment by stock options	152,455	926,056
(=) Weighted average of number of common shares for diluted earnings per share	**322,789,355**	**317,760,649**
Diluted earnings per share - R$	**0.95**	**1.10**

In thousands of reais (R$), unless otherwise indicated.

33. Information per business segment

Fleury Group's Management conducts analyses based on three reportable business segments: Diagnostic Medicine, Integrated Medicine and Dental segment. The segments presented in the financial statements are strategic business units that offer different products and services.

	Period ended 12/31/2022			
	Diagnostic medicine	Integrated Medicine	Dental (a)	Consolidated
Net revenue	3,504,600	958,440	-	4,463,040
EBITDA	**1,147,533**	**42,174**	**-**	**1,189,707**
Equity in net income of subsidiaries	-	-	603	603
Depreciation and amortization	-	-	-	(455,339)
Financial income (loss)	-	-	-	(329,578)
EBIT	-	-	-	**405,393**

	Period ended 12/31/2021			
	Diagnostic medicine	Integrated Medicine	Dental	Consolidated
Net revenue	3,025,242	847,409	-	3,872,651
EBITDA	**945,814**	**110,177**	**-**	**1,055,991**
Equity in net income of subsidiaries	-	-	550	550
Depreciation and amortization	-	-	-	(389,280)
Financial income (loss)	-	-	-	(171,153)
EBIT	**-**	**-**	**-**	**496,108**

a) Reclassified to assets held for sale. For further details, see Note 1.2.4.

34. Insurance coverage

The Company takes out insurance coverage on a global basis for possible risks related to its assets, loss of profits and/or liabilities in amounts sufficient to cover possible claims, considering the nature of its activities and in accordance with the assessment of Management and its specialized consultants. The net premium of the Consolidated insurance policies in effect as of December 31, 2022 is R$ 4,053.

The contracts are effective until April 12, 2023.

The maximum insured amount of the main insurance coverages, as of December 31, 2022, is as follows:

	Consolidated
Operating risks	853,966
Public liability including cyber risks	130,000
International transport – Imports - US$	750

35. Subsequent events

STF decision

On February 8, 2023, the STF (Federal Supreme Court) ruled on "res judicata" in tax matters. The Company, together with its legal advisors, assessed and concluded that it has no tax issues that could impact these Financial Statements.

Papaiz

On February 1, 2023, the Company, through its wholly-owned subsidiary Fleury Centro de PRODUTOs Médicos Advanced S.A (CPMA), completed the closing process of the Quota Purchase and Sale Agreement and Other Covenants for the sale of 51% of the quotas from Papaiz Associados Psicologias por Imagem S.A., to Clidec Participações S.A., having verified all applicable precedent conditions, including CADE approval.

Association – Oncology Company

On January 10, 2023, the Company completed the incorporation of the new company, initially called ABPF Oncologia S.A. At the closing of the Transaction, Fleury, BP – A Beneficência Portuguesa de São Paulo and Atlântica Hospitais subscribed and paid in, each one, 1/3 of the voting capital stock of the new company and entered into a Shareholders' Agreement, filed at the headquarters of the ABPF Oncologia S.A., it was found that all conditions precedent were met, including approval by CADE and BACEN. The terms and conditions of the Transaction informed in the Material Fact disclosed on May 17, 2022 have not changed.

***

Jeane Tsutsui
CEO

José Antônio de Almeida Filippo
Chief Financial, Legal and Investor Relations Officer

Gisele Schneider
Accountant
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GrupoFleury

Management Report

2022

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Management Report 2022

Message from the Management

Discipline in the execution of the growth strategy

2022 was marked by results that prove the efficiency of the strategy we outlined almost two years ago: three quarters of consecutive records in terms of revenue and an increase of 15.1% in annual gross revenue compared to 2021 (if we disregard the effect of Covid-19, the growth was 20.2%), totaling R$4.8 billion. This result came from the contribution of our three avenues of growth – Diagnostic Medicine, New Links and Health Platform - and a balanced combination of organic growth and through acquisitions; organic growth in the annual comparison was 8.0%. In the exploration of new channels, Mobile Service showed growth of 33.1%, through new routes and portfolio increase, reaching 8.5% of the group's total revenue, and reinforcing the change in customer behavior after the pandemic.

The formation of the ecosystem was strengthened with the services of New Links, including the specialties of orthopedics, ophthalmology, drug infusion and fertility, as well as the digital health platform, which showed growth in the year of 84.8%, already representing 8.6% of the group's total revenue. EBITDA reached a record R$1.2 billion in 2022, an increase of 9.1% over the previous year's recurring EBITDA, with a margin of 26.7%. Net income reached R$307.9 million, with a net margin of 6.9%.

In 4Q22, gross revenue totaled R$1.2 billion - an increase of 9.4% compared to 4Q21. The contribution of Covid tests in gross revenue was 1.2%, reaching the lowest level since the beginning of the pandemic - if we disregard the effects of these tests, the growth was 14.7%. We emphasize that this slowdown in growth in 4Q22 was mainly due to the cyclical impact of the unprecedented holding of a World Cup between November and December and the resumption of the expected seasonality of the year-end festivities which, in practice, reduced the normal days of customer service.

Considering the growth avenues traced, the gross revenue from Diagnostic Medicine increased by 10.0% in 4Q22 compared to 4Q21. It is worth mentioning the strong performance of the service units in Rio de Janeiro, with 14.5% growth in gross revenue, indicating a gain in market share in the region, despite the lower number of beneficiaries served by supplementary health. B2B gross revenue, on the other hand, decreased 24.7% in the quarterly comparison, with an impact mainly from the end of the 10-year contractual cycle with a large client whose effect has already been reflected throughout 2022. We can also highlight the significant performance of New Links, which showed a growth of 89.4% in gross revenue compared to 4Q21 (and 101.5% in the annual comparison), mainly due to business acquisitions that expand the value chain, confirming our strategy.

Building the health ecosystem and strengthening the capital structure

In 2022, we carried out acquisitions that strengthened both diagnostic medicine (Marcelo Magalhães in Pernambuco and Méthodos in southern Minas Gerais) and New Links (Saha and Retina Clinic[2] in São Paulo, in the specialties of drug infusions and ophthalmology, respectively). The major highlight was the announcement of the merger of shares of Instituto Hermes Pardini S.A. by Fleury S.A., held on June 30, 2022, and awaiting approval from the Administrative Council for Economic Defense (CADE). The business combination between Grupo Fleury and Grupo Pardini will result in one of the largest diagnostic medicine companies in Brazil, with a combined revenue of R$6.9 billion and EBITDA of R$1.7 billion1. The complementarity of business and geography will result in a national presence with almost 500 service units, reference services for more than 6.6 thousand partner laboratories, 20.8 thousand employees, 4.6 thousand doctors and 39 brands. According to the initial estimate, the union of the groups creates opportunities to capture synergies between R$160 and 190 million of incremental EBITDA per year, after the integration is implemented.

It is also worth mentioning the organic expansions – 10 diagnostic medicine care units were opened, six of them under the Campana brand, in order to attend to the access segment in São Paulo. In New Links, eight new units were also inaugurated including orthopedics, ophthalmology, and infusion of immunobiological drugs. At the existing units, the expansion of services resulted in a 20.2% increase in revenue per square meter when we compared 2022 with 2019, a period before the pandemic. Reinforcing our innovation positioning, more than 600 new products and services were launched in the year, in addition to the presence of 26 startups that are already active in our operations resulting in increased productivity and differentiation in the provision of services to customers. As a result of the innovations, we reduced our costs by another R$34 million / year.

In December, we completed the private capital increase operation in the amount of R$847.3 million, strengthening our cash and bringing our leverage to 1.2x, versus 1.7x in 3Q22, well below the limit established by debt instruments (3.0x), putting us in a comfortable and sustainable financial position to face high interest rates and follow our ecosystem construction strategy, with financial discipline. Throughout the year, we maintained our focus on increasing productivity and operational efficiency for cost control and strengthening our capital structure.

The year 2022 was also marked by the structuring of the new Operational Technical Center (NTO) in São Paulo, with a focus on innovation, differentiation and growth projected for the next 20 years. In addition to meeting the great demand of São Paulo, one of the great differentials of the NTO will be the realization of specialized exams for all our operations in the country and for other laboratories in the diagnostic sector. The installed area goes from 4,600 m2 to 8,500 m2 and increases the production capacity by 3 times, reaching up to 500 thousand tests processed per day. The NTO now has automation line innovations, which simplifies processes with a high degree of quality, and allows significant productivity gains. The input and output modules of this automated line were the first of the brand of laboratory medicine equipment installed in Latin America and the circulation flow of the samples was designed exclusively for the NTO of Grupo Fleury. In addition, the offers in the areas of mass spectrometry - an area with an annual growth of 30% and where we are pioneers in the offer of tests related to

[1] Proforma data Sep/22; unaudited/ [2]Announcement on Sep/22

proteomics - genomics, functional immunology, infectious diseases and other rare tests - were reinforced.

It is worth mentioning that in 2022 the Grupo Fleury was recognized as a prominent company in the health area in the Best ESG award of Exame magazine and, since 2014, it makes up the portfolio of B3's Corporate Sustainability Index (ISE). For the third consecutive time we were also included in the portfolio of the Dow Jones Sustainability Index - Emerging Markets (composed of 111 companies, of which only eight are Brazilian, with Grupo Fleury being the only one in the Health sector in the Americas to be part of the index), in addition to S&P's Sustainability Yearbook 2022. The DJSI is the main global sustainability index, composed of companies that stand out worldwide for the adoption of best social, economic and environmental practices and is a reference for investors who evaluate these dimensions in their portfolios. Also for the third time, the group was include in B3's ICO2 (Carbon Efficient) index.

We ended the year with a solid positioning and an early 2023 with strong indications of a return to the pace of growth without the impacts of the World Cup on revenue, and the infrastructure of our new headquarters gives us the scale to fully absorb the demands of the growth curve for our business over the next 20 years. Our comfortable cash position and low leverage position us as one of the most prepared companies in our industry to meet the challenges of 2023. With our "new house", we are heading for another promising year, confident in our strategy of developing the integrated healthcare ecosystem, with financial discipline and focus on increasing our competitiveness, operational efficiency, and strict cost control.

Marcio Pinheiro Mendes

Chairman of the Board of Directors

Jeane Tsutsui

CEO of Grupo Fleury

Macroeconomic and Sectoral Scenario

Continued growth in organic and inorganic revenue, despite the still challenging Brazilian macroeconomic scenario, with improving unemployment indicators

Below are three macro-sectoral highlights that directly impact the Company's business environment.

- According to data from the National Supplementary Health Agency (ANS), the number of beneficiaries of private health plans increased to 50.4 million lives in December 2022, compared to 48.9 million in December 2021. Of the total beneficiaries, 69.6% had a collective business plan, 17.8% had individual or family plans; 12.4% had a collective plan by adhesion, and 0.1% did not inform the type of plan they had.
- According to the Brazilian Institute of Geography and Statistics (IBGE), at the end of 2022, there were 8.6 million unemployed people, which means an unemployment rate of 7.9% compared to 11.1% in 2021, which is still lower than expected despite the improvement recorded.
- In Brazil, most health plans remain corporate. In 2022, the number of beneficiaries of the plans expanded compared to 2021, reflecting the improvement in the unemployment rate in the country, which led to a greater number of individuals with access to private health plans.

Even with this challenging context, the Grupo Fleury continued to present positive results in 2022, with organic and inorganic growth. Gross revenue increased by 15.1%, with a growth of 15.9% in service units, in addition to the strong growth resulting from the New Links and ID Health, which reached 8.6% of the group's consolidated Gross Revenue. This performance is related to the fact that we are positioned in different markets, in the intermediate and premium segments, with a portfolio of brands recognized for their medical, technical and service excellence.

About Grupo Fleury

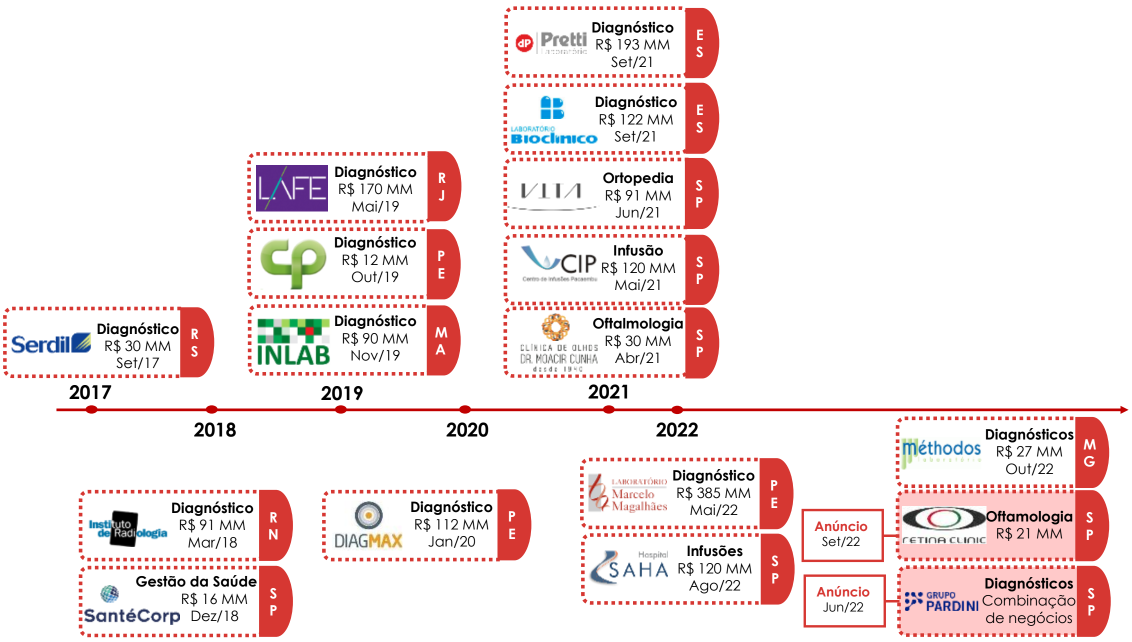
We are an integrated and preventive healthcare ecosystem, which was born as a clinical analysis laboratory and evolved into complete medicine offerings in its PSCs and B2B operations. We offer one of the most complete solutions in diagnostic medicine in the country, through the coordination of care centered on the individual and capacity for innovation and technology. Performance of our brands in the individual's health journey:

At 96 years old, we are one of the largest and most respected health organizations in Brazil, a reference for the medical community and the general public for our technical, medical, service and management quality. With 13.6 thousand employees and 3.9 thousand doctors, we have the best ESG practices and contribute to the sustainability of the healthcare system. Performance of our brands in the individual's health journey:

The health ecosystem is composed of three avenues of growth, namely:

- **Diagnostic Medicine:** B2C with PSCs, mobile care service, B2B for hospitals and lab-to-lab for diagnostic laboratories across the country.
- **New Links:** Drug Infusion, Orthopedics, Ophthalmology, Ambulatory Surgery Center and Reproductive Medicine.
- **Health Platform:** B2C Marketplace with a services portfolio of medical teleconsultations, diagnostic medicine exams and low-complexity procedures.

Since 2017, ten diagnostic medicine acquisitions have been completed, which added brands, new service units and new operating regions, including the business combination with Grupo Pardini announced in June 2022. In New Links (i.e., New Businesses), five acquisitions were completed.



Grupo Fleury in 2022 in figures:

- **Gross Revenue of R$4.8 billion,** with **growth** of **15.1%** in the period
- **Recurring EBITDA** totaled **R$1.2 billion,** with an **EBITDA margin** of **26.7%** and **Net income** of **R$307.9 million;**
- **Operating cash generation** totaled **983.9 million, -3.4% compared** to the same period.
- **78.6 million** examinations performed, **8.8 million** of which are effects of acquisitions.
- **452.4 thousand** medical advisory services and **89.9 thousand** integrated reports
  Approximately 13 thousand employees and **3.9 thousand** doctors providing services

GrupoFleury

Competitive Differential 1 - Innovation

Scientific knowledge and advances in medicine are core competencies in the Grupo Fleury's strategic positioning

Innovation Management

In 2022, Grupo Fleury had a record in the number of deployments of new products, services and new methodologies. There were 603 deployments in total, a number that is 40% higher than the number of deployments made in the previous year (403 deployments in 2021). Of these 603 deployments that took place in 2022, 217 relate to new products, 347 are methodological changes, and 39 are Internalizations, which characterize improvements and improvements in products already in force in the company's portfolio. It is important to emphasize the gains arising from these incremental innovation projects, ranging from reducing cost and time to result to reducing waste generation, for example; in line with our ESG principles, bringing benefits to our patients and also to the environment. These projects generated an annual cost reduction of more than R$34 million. During the year, the Company invested R$22.7 million in R&D.

On the Research front, the group ended 2022 with 84 publications of scientific articles, in indexed journals, with the participation and intellectual contribution of Grupo Fleury. Among these, we can highlight the contribution about the diagnosis of autoimmune diseases and their role in personalized medicine (reference 1); advances in the area of proteomics knowledge, in which Grupo Fleury is a pioneer in the provision of diagnostic tests (reference 2); knowledge generated from the analysis of databases and machine learning (references 3 and 4), as a result of the group's strategy focused on data-driven knowledge generation.

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Personalized medicine and genomics

In 2022, we included in our EXOME the analysis of mitochondrial DNA, an important differential for the evaluation of rare genetic diseases. Furthermore, we have expanded our portfolio of germinal genetic panels, with 35 new panels. Among them are, for example, the Panel for Pediatric Cancer, the Panel for Hereditary Pancreatic Cancer, Panel for Monogenic and Syndromic Obesity and Panels for partnerships with pharmaceutical companies issued in the Spanish language, starting Grupo Fleury's activities in the Latin American market, with operations in Argentina, Chile, Argentina and Mexico. In line with our commitment to continuous improvement, we reviewed dozens of panels, such as the update of the Panel for Autism presented at the congress of the Brazilian Society of Child Neurology (SBNI) and the update of the Expanded Panel for Hereditary Cancer, which aimed to exclude genes without current evidence of association with predisposition to cancer and that do not bring benefits to the patient, in addition to decreasing complementary and incidental findings and reducing the number of variants of undetermined significance (VUS).

On the B2C front, with the SOMMOS DNA brand, 02 new DTC (Direct to Consumer) tests were launched throughout 2022, with emphasis on Sommos DNA Equilibrium, which analyzes >100 SNPs polymorphisms associated with the genetic risk of body responses such as the metabolism of certain vitamins, food reactions, body structure, skin, sleep and stress and metabolism of some drugs.

Furthermore, in a pioneering project that serves research institutions, the R&D/BMO sector developed a method for **complete genome sequencing in tumor tissues**, in an automated manner, allowing scalability, time savings of the analyst and safety of results for the patient. Peripheral blood sequencing, paired with tumor tissue sequencing, was also deployed.

In May 2022, we announced an important partnership between Grupo Fleury and Hospital Alemão Oswaldo Cruz, through the Ministry of Health's Institutional Development Support Program for the Unified Health System (PROADI-SUS) to conduct a case-control study on atherosclerotic cardiovascular diseases. The study, which is ongoing, will pioneer the impact of genetic risk factors for the development of cardiovascular diseases in the Brazilian population. Known as CV-Genes, the project is aligned with the objectives of the Ministry of Health’s National Health Plan. Exome sequencing data and research results will be integrated into the genomic database of the **National Program of Genomics and Precision Health - Genomas Brasil, Ordinance 1.949 of August 4, 2020,** contributing to the development of a genetic profile of the Brazilian population. With this project, we will be able to derive the polygenic risk score (PRS) for cardiovascular diseases of the population of Brazil, something unprecedented in the country, since scores of this type are available only for North Americans, Europeans or Asians.

Further in human genetics, in 2022 the group started to offer in-house testing based on the individual genetic profile to assess response to various drugs. Pharmacogenomics panels provide important information about the metabolizing profile of patients, and interpretative reports list more than 120 drugs of various therapeutic classes, such as neuropsychiatric, cardiological and oncological, guiding pharmacological treatment.

Data Science and Bioinformatics

The Data Science and Bioinformatics group of Medical and Technical Operations operates in addition to R&D, genomics and Sommos. It has partnered in big data with TrinetX Platform, developed more than 20 new projects focused on Health Data Science, accounted for more than 50,000 hours of development and support of applications that cover population studies, review of exam reference values, high complexity dashboards focused on clinical intelligence and digital products for clinical analysis, diagnostic medicine and telemedicine. It has produced knowledge, participated in research projects and worked in the dissemination of data culture in the company. All these initiatives contributed to the advancement of the portfolio in precision medicine, improvement of methodologies and digital products aimed at health. Within this context, collaborative developments based on the open innovation ecosystem put Grupo Fleury in a leading position in terms of advances in technology with a focus on the experience of employees, doctors and patients. Nevertheless, partnerships with institutions such as Aidoc, Neuralmed, Emedgne, Genoox, Coriell have been entered into in 2022.

Diagnosis of epidemic infectious diseases

In infectious diseases, in 2022 the group started to offer the test to identify by next-generation sequencing (NGS) mutations in the HIV virus. The test is mandatory for choosing the patient's therapeutic protocol because it evaluates whether there are mutations that cause resistance to antiretroviral drugs available on the market. Validation of the test for monkeypox provided a rapid, demand-responsive solution during the most critical period of the observed epidemic in 2022 and the test has undergone improvements over time to reduce costs and broaden supply.

Unprecedented test in Brazil allows diagnosis of autoimmune encephalitis

Still in the line of personalized medicine, an important launch by the group in 2022 were the tests for the diagnosis of autoimmune encephalitis (EAI), an inflammatory syndrome that causes neurological impairment of acute or subacute installation. The syndrome is caused by autoantibodies that act against certain molecules on the surface of neurons and tends to present heterogeneous symptoms, which can include short-term memory loss, behavioral changes, hallucinations and even epilepsy. In 2022, Grupo Fleury's Research and Development pioneered two in-house techniques that enable diagnostic tests for autoimmune encephalitis to be performed in Brazil and not have to be processed outside the country. The first is the screening in Tissue Based Assay (TBA) rodent tissue, which consists of the analysis of biological material by immunohistochemistry method with serum and CSF, to recognize specific autoantibodies according to the morphological pattern of reactivity observed in the tissue. The second examination is confirmation by Cell Based Assay (CBA), a technique that uses cell transfection, intentionally introducing specific genes into nucleic acid cells to make the antigen of interest available in adequate conformation on the cell surface. The cells thus transfected serve as substrate for the indirect immunofluorescence reaction with serum or cerebrospinal fluid of the patients. The development of the CBA assays was possible because Grupo Fleury has CTNBio certification, as the only private laboratory authorized to handle cells.

Expansion of the portfolio of tests in mass spectrometry and chromatography

In 2022, the repertoire of tests aimed at monitoring deficiencies of essential vitamins and cofactors had three important additions: the measurements of vitamins K and B3 and coenzyme Q10. The tests were developed in-house and based on ultra-efficiency liquid chromatography and tandem mass spectrometry, high analytical performance techniques and considered as gold standard. Due to the great growth in demand for the serum dihydrotestosterone quantification test, a new method was developed applying the chromatographic multiplexing technique allowing the expansion of processing capacity and reducing the release time of the results. The new version of the dihydrotestosterone determination test also brought an important gain in sensitivity by reducing the limits of quantification of the analyte to 2 ng/dL, an important differential in the diagnosis of deficiency of the enzyme 5 alpha reductase in children. The dosage test of the drug topiramate was also updated, resulting in a reduction in the time of release of the results and in the cost and, above all, in the gain of accuracy in the results. In the new tests developed, miniaturization strategies of the sample preparation were also incorporated, which resulted in the reduction of the consumption of organic solvents and plastic material, and the consequent reduction of waste generation, in line with our ESG objectives.

New imaging tests and other offers in group service units

In the last year, more than 70 new tests or procedures were implemented in imaging or tests performed at our service units. These include offering two tests to evaluate intolerance to dietary carbohydrates and excess bacteria in the small intestine, which can cause symptoms such as abdominal pain, bloating, excess gas, and diarrhea. These conditions occur in a large number of diseases and cause a lot of discomfort for the patient. Also noteworthy is the provision of PET-CT test for diagnosis of Alzheimer's and the offer of the new vaccine for recombinant Herpes Zoster.

Open Innovation

With the aim of making the healthcare sector increasingly integrated, sustainable and accessible to people, Grupo Fleury has stepped up its work on open innovation to more actively connect with the innovation and entrepreneurship ecosystem. In 2022, meetings were held with more than 160 startups to connect them to internal challenges and find solutions aligned with the company's strategic planning. This front actively seeks opportunities to reduce costs, increase revenue, improve productivity, and improve patient quality and experience.

Throughout the year, 6 technology validation pilots were carried out and 9 startup solutions were implemented, reaching a total of 40 ongoing partnerships. Today, startup solutions deliver solutions to 21 areas of the group, serving both the core business and the back office and bringing efficiency to different fronts.

As a way to expand our operations, co-development projects were put into practice using our database to leverage technological innovations. The integration project of physical activity data and cardiological references collected by Apple devices for the patient's examination history, carried out in partnership with the Software Engineering Laboratory of PUC-Rio, and the Grupo Fleury Innovation Award also reinforce our position of connection with different players in our ecosystem.

Kortex Ventures

In order to be more connected to the startup and healthtech ecosystem, having the opportunity to follow the development of promising businesses and bring the most innovative to its customers, the Company has established Kortex Ventures, a Corporate Venture Capital fund with the objective of making investments in startups that are transforming the markets in which the group is present, focused on digital health, diagnostic medicine and personalized medicine. In 2022, there were more than 200 opportunities in innovative technologies evaluated by the Kortex team, from several countries such as the USA, Israel, Germany, Mexico and Brazil. The fund already has 8 investments in startups from 4 different countries - Brazil, Israel, Mexico and the United States - and continues with a very heated pipeline in key sectors such as genomics, process automation/digitization, and clinical analysis.

Both investments in Brazil and abroad drive the strategy to access cutting-edge solutions and technologies in the health sector, opening new business opportunities for the group, accessing new trends and products, maintaining the pioneering spirit of Grupo Fleury.

For the year 2023 the fund already has another new company in the investment phase, and still has another 3 years to build its portfolio of startups.

Kortex Ventures, one of the largest corporate venture capital funds in Brazil, aims to identify nascent and technology-based opportunities in the market, analyzing and taking actions to generate value in investees, building bridges and partnerships between portfolio investees and Grupo Fleury.

Innovation in technical operations – Clinical Analysis

Through our network of technical areas and the active participation of a knowledge network represented by employees and doctors, Clinical Analysis underwent its cycle of change of headquarters in 2022, in addition to the development of important fronts of innovation and continuous improvement. One of these major projects is "Descomplica" [Decomplicate], focused on the review of pre- and analytical technical processes, in order to reduce the time of exams, reduce the technical cost and environmental impact of operations and improve the quality of new processes, expanding our geographic presence without compromising technical and medical quality. ESG gains with reduced consumption of plastic, solvent, paper and collection tubes were celebrated and monitored through dashboards and tools specifically aimed at recording these opportunities for improvement. At least 620,000 collection tubes and aliquots were reduced in 2022 through the Descomplica project! Considering this project together with the other improvements implemented in the group's Clinical Analysis, we added a savings of ~11MM in 2022. Furthermore, around 24,000 recollections of the more than 10,000,000 tubes of samples processed in São Paulo were avoided by taking care of the pre-analytical stage of the examinations. It's no wonder "avoided recollections" is one of the metrics in the "pride indicators" portfolio!

Innovating in technical operations management goes beyond the development of new products: at least 381 tests were revisited for process improvement cycles directly by employees. At least 85 of these had their deadlines reduced. One project that we can highlight is the change in methodology in metal dosing with the implementation of the ICP/MS (Inductively coupled plasma - mass spectrometry) technique. With the implementation of this improvement, we achieved important ESG gains, such as reducing the disposal of more than 1500L of solvent in the year and more than 5000kg of plastics annually, in addition to the cost reduction of ~3MM in 2022. This role in identifying opportunities is reinforced through a robust continuing education program. In 2022, 633 employees were trained on these continuous innovation fronts, and we reached a total of 960 hours of exclusive training to analyze the root cause of problems and improve quality, achieving a total of 329 quality control multipliers qualified to work with the medical, technical and quality control team. There were ~900h of peer review and monitoring and 58 in-depth analytic studies focused on exam quality control: a living system focused on patient safety!

The introduction of technological innovations in technical operations did not stop there! The implementation of the digital pathology reached 80% of its capacity from the go live of the project. Furthermore, the use of data science and intelligence specifically focused on quality management is a differential of these operations. In the quality and safety intelligence platform, we achieved the adoption of process automation via RPA, which brought an important gain in operational efficiency in quality control verification rituals. In addition to highly complex dashboards focused on quality and safety, we have also developed 33 new applications and new data science models for "patient based quality control models", working with analysis of coefficient of variance of exams and normality of results – both concepts extremely relevant to the safety of patient exam results. In addition to the two articles published on these topics, 2022 we were invited to present these concepts at national and international events on quality and data intelligence.

Our tradition of adopting technology at the service of patients continues to be reinforced in the face of 'automatic release of results. Around 88% of the almost 100 million tests carried out in the group's technical areas in 2022 were released by an automated process, without the intervention of the doctor or analysts/technical advisors. Thus, as Grupo Fleury evolved in terms of techniques and methodologies, it integrated technology and medical knowledge into a decision support system (APDEC) that was developed to act in the release of results of some exams, using Boolean or fuzzy logics, without the employee's interference in the post-analytical stage. This reduces the release time of the results and improves our quality management.

To celebrate all these achievements we used the Gold Recognition Platform: in the "Golden Partnership" more than 500 recognition letters were generated, in the "Gold Continuous Improvement Report" we celebrated the 22 best ESG records of 2022 and in the "Golden Lab Coat" we were thrilled with 46 stories of outstanding achievement in operations to serve our patients.

Competitive Differential 2 - Medical Relationship

Medical knowledge is the competitive advantage that adds value to health

In order to stimulate the generation and sharing of medical knowledge, the Company promotes internal actions of scientific studies, in addition to supporting the participation of its doctors in national and international congresses. The main actions in 2022 were:

- 118 scientific materials (including folders, portfolios and journals for the medical public);
- 30 update meetings and 182 medical specialty meetings;
- 72 events (congresses, web meetings and knowledge cycles);

Grupo Fleury is a disseminator of knowledge through the production of publications for physicians. All brands carried out medical visits, in which 4 editions of the Revista Fleury Med Especialidades journal were delivered distributed to the Fleury Medicina e Saúde brand and a+SP in São Paulo and 2 video classes, in addition to 3 editions of the classic medical journal Fleury Medicina e Saúde and 4 editions of the Revista Médica Grupo Fleury journal with distribution in the regional offices. In addition to print, our content is disseminated to doctors through email marketing, WhatsApp and Fleury Med's Instagram page. We also had the launch of the new podcast channel, the Fleury Med Podcast, which is present on several digital platforms for free and has 13 episodes published in 2022 with content around 20 minutes each.

In addition to the 7 web meetings held, we resumed our own face-to-face events, the knowledge cycle, there were 4 classes followed by dinner. We also participated in 50 congresses, especially SOCESP, BCTRIMS, SOGESP, the 18th Paulista Conference of Mastology, CBEM, 13th Paulista Congress of Infectious Diseases, and the Brazilian Congress of Assisted Reproduction, among others. In partnership with the New Links business team we held 7 class events followed by dinner in the small committee model and for orthopedics specialty 4 modules of the Hands On Fleury of Magnetic Resonance in Orthopedics, workshops with theoretical and practical classes taught by the doctors of the skeletal muscle team for resident doctors.

These initiatives reinforce Grupo Fleury's focus on greater proximity and strengthening of communication channels with medical customers, presenting them with their differentials, processes and use of internal knowledge that guarantee the technical excellence present in its history. This technical excellence, based on medical knowledge, is one of the main pillars of the Company's operations, which aims to deliver conclusive diagnoses to physicians and customers. As such, it has services such as medical consulting, in which Grupo Fleury’s clinical staff supports the requesting physician in understanding more complex diagnostic cases.

In 2022, 452,366 consultancies were provided, an increase of 11.9% compared to 2021. The number of integrated reports sent to customers' physicians totaled 89,905 in the year, an increase of 5.7% compared to 2021. The reports involved diagnostic cases considered of high complexity and which are evaluated in a multidisciplinary approach.

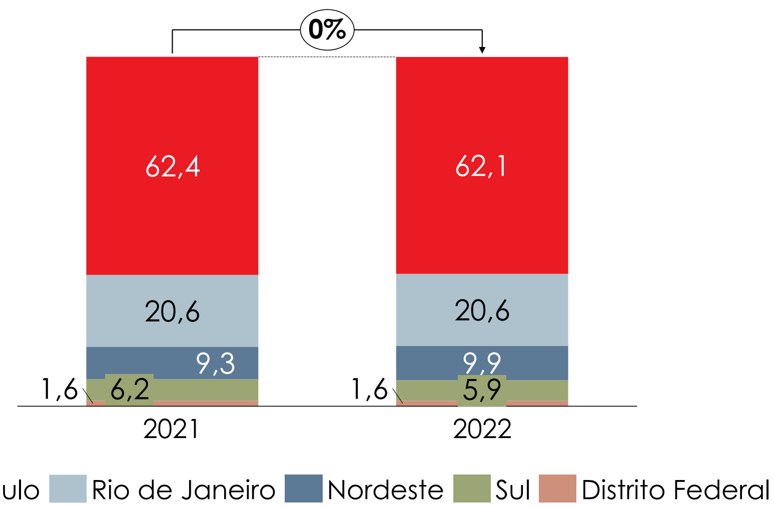
Grupo Fleury ended 2022 with 3,679 medical service providers, an increase of 21.4% compared to the previous year

Competitive Differential 3 - People Management

The basis of Grupo Fleury's culture, the Company's employees reflect the characteristics of our values such as excellence, respect and enthusiasm

Grupo Fleury considers that the recognition that distinguishes it as a reference in medical excellence, service, and management is due to the qualification of its team of professionals. They are the ones who deliver daily the provision of services that made the organization a reference, including for other segments. In 2022, the Company ended the year with 13 thousand employees, an increase of 4.8% compared to 2021. The increase in the number of employees is due to the higher demand registered in the period, in addition to the continuous increase in its exposure through the acquisition of new brands and expansion of the business beyond Diagnostic Medicine, with the acquisition of a company and expansion of the New Links and Health Platform. The Company's total turnover reached 28.3%, an increase of 100 bps (28.3% in 2021). Turnover by employee choice, on the other hand, was 15.9%, an increase of 100 bps over 2021.

Employees by region



In 2022, investments in training and updating of professionals totaled R$2.9 million. More than 380 thousand hours of training were conducted by the Corporate University, which resulted in 31 hours of training per employee.

Economic and Financial Performance

Growth of 15.1% in Net Revenue; growth of 9.1% in Recurring EBITDA, with recurring margin of 26.7%; and Net Margin of 6.9%

Gross Revenue

Gross Revenue reached R$4,803.0 million, an increase of 15.1% over the previous year and, disregarding the Covid tests, the growth was 20.2%. Organic growth was 8.0%. The mobile service grew by 33.1%, representing 8.5% of gross revenue.

The Service Units showed growth of 15.9%, reaching R$3.8 billion in revenue. During the period, the Company inaugurated 10 new Diagnostic Medicine units, 6 units under the Campana brand, 3 under the Inlab brand and 1 under the CPC brand. In B2B, there was a decrease of 10.9%, reaching R$619.1 million, due to the discontinuation of a contract with a customer.

The New Links and Health Platform initiatives continued to show significant growth due to the acquisition carried out in the period and organic expansion. In 2022, Gross Revenue from the New Links and Health Platform totaled R$412.7 million, with growth of 84.8%, representing 8.6% of the group's Gross Revenue.

Deductions and Rebates

Taxes on Gross Revenue increased slightly compared to the previous year, representing 7.1% of the group's gross revenue (vs. 6.2% in 2021).

Net Revenue

Net Revenue increased by 15.2%, reaching R$4,463.0 million.

Gross Profit

	2022		2021		Δ	
	R$ MM	% RL	R$ MM	% RL	%	bps
Receita Líquida	**4.463,0**	***100,0%***	**3.872,7**	***100,0%***	**15,2%**	**0 bps**
Custo dos Serviços Prestados	**(3.252,9)**	***-72,9%***	**(2.745,8)**	***-70,9%***	**18,5%**	**-198 bps**
Pessoal e Serviços Médicos	(1.543,4)	*-34,6%*	(1.296,3)	*-33,5%*	19,1%	-111 bps
Serv. Ocupação e Utilidades	(596,3)	*-13,4%*	(544,0)	*-14,0%*	9,6%	69 bps
Mat. Direto e Interm. Exames	(708,1)	*-15,9%*	(574,3)	*-14,8%*	23,3%	-103 bps
Depreciação e Amortização	(395,5)	*-8,9%*	(325,0)	*-8,4%*	21,7%	-47 bps
Gastos Gerais	(9,6)	*-0,2%*	(6,2)	*-0,2%*	55,5%	-6 bps
Lucro Bruto	**1.210,1**	***27,1%***	**1.126,9**	***29,1%***	**7,4%**	**-198 bps**

In 2022, Gross Profit reached R$1.2 billion with growth of 7.4% and a margin of 27.1%, 198 bps below 2021. This increase was mainly due to strong revenue growth (+15.1%). Below is a breakdown of the main components of the Cost of Services Provided:

- **Medical Personnel and Services (-111 bps):** This is mainly composed of employees and doctors who work in the service units and technical areas. This variation is mainly explained by (i) operational deleveraging reflecting lower demand for our services during the World Cup, with less flow in the units, and the resumption of the expected seasonality of the end of the year parties, (ii) increase in headcount due to the expected effect of acquisitions (Saha, Méthodos and Marcelo Magalhães) and (iii) collective salary agreements.
- **Services with Occupation and Utilities (+69 bps):** The line consists mainly of fixed costs that tend to be diluted with the Company's growth. This line had a slight growth despite the acquisitions.
- **Direct Material and Intermediation of Tests (-103 bps):** This mainly reflects the change in mix due to the incorporation of new acquisitions, mainly due to the entry of Saha in 4Q22, which uses high-cost medications.
- **Depreciation and Amortization (-47 bps):** The increase mainly relates to the expected effect of acquisitions.

The total costs of the services provided increased by 198 bps.

Operating Expenses and Equity Equivalence

	2022		2021		Δ	
	R$ MM	% RL	R$ MM	% RL	%	bps
Lucro Bruto	**1.210,1**	***27,1%***	**1.126,9**	***29,1%***	**7,4%**	**-198 bps**
Despesas Oper. e Equivalência Patr.	**(475,1)**	***-10,6%***	**-459,6**	***-11,9%***	**3,4%**	**122 bps**
Desp. Gerais e Administrativas	(438,5)	*-9,8%*	(416,7)	*-10,8%*	5,2%	93 bps
Depreciação e Amortização	(59,8)	*-1,3%*	(64,3)	*-1,7%*	-7,0%	32 bps
Outras receitas (despesas)	24,9	*0,6%*	21,8	*0,6%*	14,2%	-1 bps
Reversão (Provisão) para Contingências	(2,3)	*-0,1%*	(1,0)	*0,0%*	137,8%	-3 bps
Equivalência Patrimonial	0,6	*0,0%*	0,5	*0,0%*	9,7%	0 bps
Não Recorrentes	0,0	*0,0%*	34,8	*0,9%*	-100,0%	-90 bps
Desp. Oper. e Equiv. Patr. Recorrente	(475,1)	*-10,6%*	(424,8)	*-11,0%*	11,8%	32 bps
Lucro operacional antes do resultado financeiro	**735,0**	***16,5%***	**667,3**	***17,2%***	**10,1%**	***-76 bps***

In 2022, recurring Operating Expenses represented 10.6% of net revenue compared to 11.9% in 2021, reaching R$475.1 million. This decrease is mainly a consequence of:

- **General and Administrative Expenses (+93 bps):** This line presented a small dilution and is mainly composed of fixed expenses. The dilution of G&A is due to non-recurring expenses with consultancies for the cyber incident and organizational restructuring in the previous year, in addition to our strong discipline in expense management.
- **Depreciation and Amortization (+32 bps):** This is mainly related to the expected effect of closing acquisitions and changing our technical area

EBITDA

EBITDA totaled R$1.2 billion, an increase of 9.1% compared to the previous year and a margin of 26.7%. There were no non-recurring effects in the period.

Financial Result

The Financial Result in 2022 represented an expense of R$329.6 million with growth of 92.6% compared to the previous year. This growth reflects the increase in net debt, a reflection of acquisitions and investments in the year, and an increase in CDI.

Income Tax and Social Contribution

The total IR/CSLL was R$96.7 million, resulting in an effective rate of 23.8% versus 29.2% in 2021.

Net Income

Adjusted net income in the year totaled R$307.9 million with a reduction of 12.0% compared to 2021 and adjusted margin of 6.9%, 214 bps below the previous year.

Capital Investments

(R$ milhões)	2022	2021	Δ
CAPEX Total	**414,6**	**413,3**	**0,3%**
TI/Digital	149,9	163,0	-8,1%
Renovação de Equipamentos Diagnósticos e Manutenção	76,2	112,9	-32,5%
Novas Unidades, Expansão de Oferta em Unidades e Áreas Técnicas	188,5	137,3	37,3%

In 2022, the Grupo Fleury's investments totaled R$414.6 million, an increase of 0.3% compared to 2021. The growth of **New Units and Expansion of Supply in the Units and Technical Areas** reflects the assembly of the new technical area in São Paulo to meet the future demand for organic growth, expansion and reform of units, and the expected effect of new acquisitions.

Debt

(R$ milhões)	31/12/2022	31/12/2021	Δ 2022 - 2021
Dívida Bruta (Debêntures, Financiamentos e Aquisições)	2.848,9	2.272,8	*25,3%*
(-) Caixa	1.431,1	861,4	*66,1%*
Dívida Líquida	**1.417,8**	**1.411,4**	***0,5%***
Dívida Líquida / EBITDA LTM*	1,2x	1,3x	*-0,1x*

Net Debt was R$1.4 billion in December 2022 and leverage was 1.2x, below the limit of 3.0x established by debt instruments (financial covenants). This level of leverage allows the Company to face with greater resilience the environment with higher interest rates.

In 2022, the Company carried out the 7th issue of debentures. The total amount was R$700 million, divided into two series, with the First Series of R$350 million, the Second of R$350 million, maturing on April 22, 2027, April 22, 2029, respectively.

In the period, R$150 million was amortized for the third issue of debentures. Furthermore, R$150 million were amortized referring to the Credit Note contracted during the pandemic, R$20 million from FINEP, R$0.5 million referring to FINAME contracts and R$1.5 million referring to SAHA loans, a company acquired in 2022.

We also made the payment of R$270.1 million referring to interest on debentures, FINEP, FINAME and bank credit note.

Distribution of Results

On December 13, 2022, we distributed R$107.9 million through interest on equity related to net income for the year 2022. The amount distributed represented 35% of the net income for the year, thus above the mandatory minimum dividend.

Share Repurchase Program

On November 26, 2020, the Company approved the creation of the Repurchase Program, with the objective of backing the Company's Deferred Share Plan, approved at the Extraordinary General Meeting of December 5, 2019. The Repurchase Program allowed the Company to acquire up to 1% of the outstanding shares on the date, for a period of 12 months from November 30, 2020, and this program ended on November 30, 2021.

As of December 31, 2022, the Company held 793,123 FLRY3 common shares in treasury.

Private Capital Increase

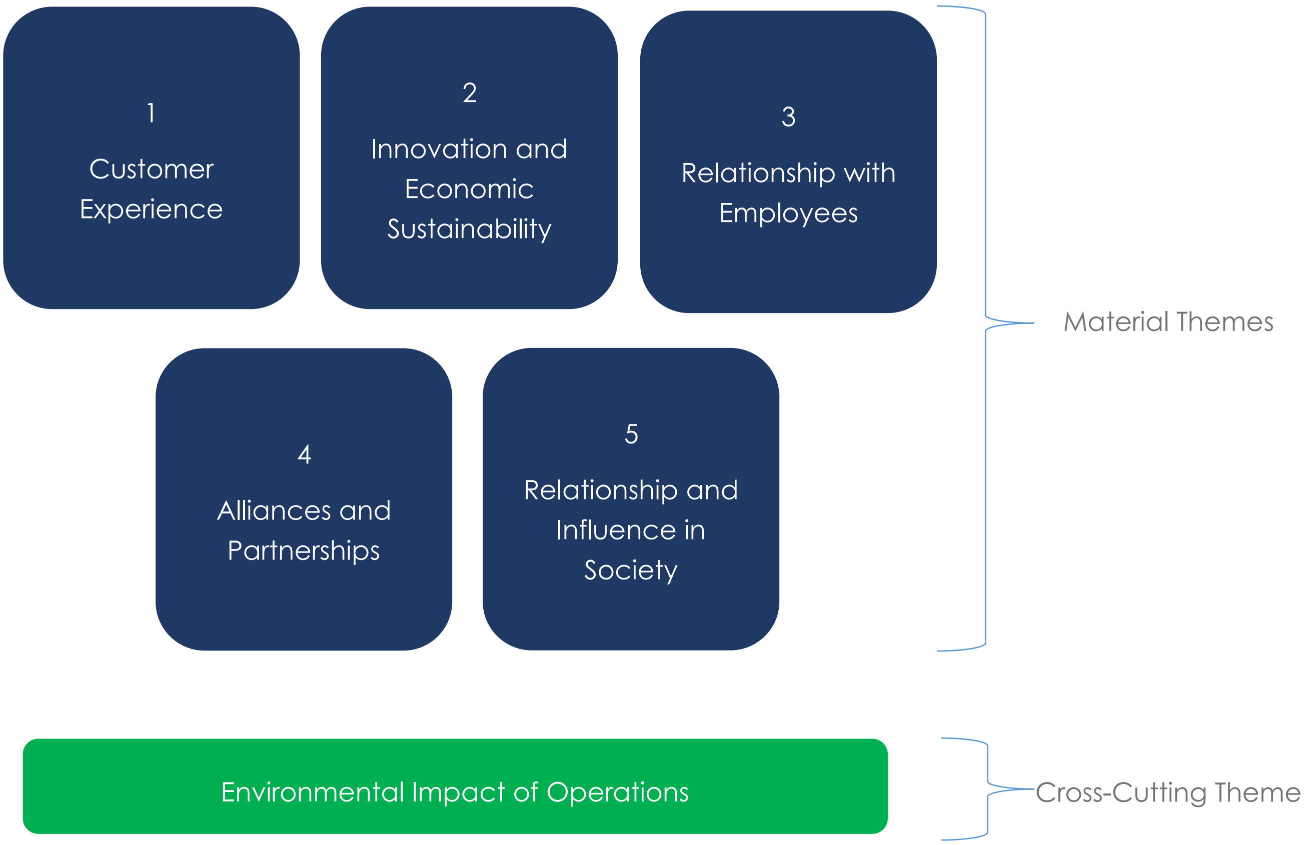
The Shares issued under the Capital Increase will be fully entitled to all benefits, including dividends, interest on equity, bonuses and any capital remuneration that may be declared by the Company. 49,059,216 new common, book-entry shares with no par value ("Shares") were effectively subscribed and paid in, with the total amount of issue of R$847,252,660.32, of which R$282,090,492.00 will be allocated to the share capital and R$565,162,168.32 will be allocated to the capital reserve.

ESG

Grupo Fleury aims to consolidate its reference position in sustainability in the health area, expanding the Company's social impact and inspiring the adoption of sustainable practices in the sector

For Grupo Fleury, sustainability has a direct link with the company's mission and is understood as the integrated and balanced management of ESG concepts – environment, social and governance – aligned with the company's business and strategy, without leaving aside the focus on the excellence of its services and processes.

The strategic sustainability agenda, revised every 3 years, aims to leverage the value of sustainability through proprietary themes of the healthcare market, selected together with the main stakeholders in order to generate organizational learning, business opportunities, innovation and competitive advantage – concepts that are already present in Grupo Fleury's business strategy. The agenda addresses current challenges of the Brazilian health market, transforming them into motivators for creating shared value among the actors of the system.



Grupo Fleury maps, monitors and is clear about its responsibilities to society, seeking to strengthen its relationship and minimize possible impacts arising from its performance through various social and environmental programs. To address the material themes of the Company, in 2021, the ESG Project was launched, a project with an initial stipulated duration of 3 years, with a view to improving the group's sustainability initiatives. Themes such as reducing water consumption, expanding the ISO9001/14001 integrated certification (quality and environment), strengthening the Diversity and Inclusion program initiatives, expanding access to health and ESG innovation strategies were part of its scope in the year. Two project fronts impacted the Company as a whole, the adoption of ESG goals in the Corporate BSC and their respective breakdown in the PLR of all employees, and the review of the ESG strategic plan, based on the unfolding of the Company's strategic planning, with the adoption of long-term goals, such as the Group's commitment to becoming a Net Zero company.

Furthermore, in June 2021, the group held its sixth issue of debentures in the SLB (Sustainability Linked Bonds) format, linking long-term social and environmental goals to the interest associated with the issue. Two goals were set:

- - Reduction of the generation of the biological waste index (Kg/examination) by 20% by 2025
- . Providing access to health to 1 million people in classes C, D and E through products and services of the Company by 2026.

This was the first issue of the type of a health company in the country, the second retail and the first retail with a social goal. Actions aimed at the development of new products and services of the Saúde iD platform, evaluation of partnerships to expand the coverage of SUS services, improvements in automation lines and methodological changes in exams carried out at the technical headquarters in São Paulo are part of the plan to achieve the defined goals.

The year 2022 also marked the launch of the access brand Campana, in SP, and the reformulation of the LAFE brand, in RJ, with a view to reaching patients of the CDE classes, a strategy linked to the ESG plan to expand access to health through the group's performance.

Environment

Grupo Fleury monitors and controls the segregation, disposal, storage and transportation of hazardous and non-hazardous waste from its operation. The destination given to such is defined according to their type and is based on criteria based on the procedures of the Environmental Management System and current legislation.

Since 2008, the Company has prepared and published, in the Public Emissions Registry of the GHG Protocol, the annual inventory that accounts for its direct and indirect emissions of greenhouse gases (GHG). Each year, it advances the calculation of data and expansion of the reported scope, which includes emissions from air travel, energy consumption, fuel consumption in material transport, paper consumption in administrative areas and outsourced transport.

As for the Company's greenhouse gas emissions, the 2022 Emissions Inventory will be published in the first half of 2023. In 2021, there was an increase of 5,400.169 tCO2e in the group's total emissions, considering scopes 1, 2 and 3, which represented a 65% increase in Grupo Fleury's inventory emissions. In Scope 1, the variation compared to 2020 meant an increase of 34%, largely due to the increase in fuel consumption due to the normalization of face-to-face activities, with the eventual reduction in social isolation after improvement in Covid-19 contagion rates. In scope 2, the 103% growth is due to the increase in energy consumption, given the normalization of face-to-face activities and the variation in the electric energy emission factor, due to the activation of thermoelectric plants due to the void left by hydroelectric plants, as a result of the water crisis. Scope 3 showed a 48% increase in its emissions. The most significant were Transport and Distribution (Upstream) and Waste that were influenced by the increase in fuel consumption and the normalization of face-to-face activities, with the eventual reduction of social isolation after improvement in COVID-19 contagion rates. In general, there was a significant increase in emissions, with emissions reduction being recorded only in "Business Travel" due to the change in the format of meetings, with the incentive to remote meetings. As a consequence of the increase in group emissions, we increased our emissions intensity (CO2/test) throughout the year by 34.6%.

We also present below the comparison of energy, water consumption and waste generation indicators. In the comparison between 2021 and 2022, there was an absolute reduction of about 1.0% in energy consumption, an effect of measures for more efficient consumption in the group's units, as well as an absolute increase of 1.2% in water consumption. Regarding waste generation, there was a 9.1% increase in the total absolute volume of common and infectious/ biological waste generated, caused by the increase in the number of tests performed by the Company and the introduction of new brands and service units in the waste monitoring program. The relative indices (kg/examination) of common and biological waste were, respectively, 22% and 16% lower compared to 2021.

Indicador	2022	2022 vs. 2021	2021	2021 vs. 2020	2020	2020 vs. 2019	2019	2019 vs. 2018
Energia (Kwh)	57.516.388	-0,7%	57.913.620	4,4%	55.485.392	1,3%	54.770.185	9,7%
Agua (m3)	165.314	1,2%	163.275	16,9%	139.634	-9,4%	154.160	-1,8%
Total L de geração de resíduos (Kg)	1.611.816	9,1%	1.477.743	10,8%	1.333.621	-13,1%	1.534.528	2,0%
Resíduo comum	932.537	6,5%	875.448	16,5%	751.508	-15,5%	889.539	-0,1%
Resíduo Infectante	679.279	12,8%	602.295	3,5%	582.114	-9,7%	644.990	5,0%

Grupo Fleury has historically adopted a series of measures aimed at greater efficiency in the use of energy, water and waste generation. Among these actions, highlights include advances in telemetry, installation of LED lighting, changing equipment for models with lower energy consumption or the Energy Star seal, buying energy on the free market, systems for reusing water, reviewing processes and methodologies with a view to reducing material consumption and waste, as well as campaigns and initiatives to raise employee awareness of the need for rational use of resources.

In 2022, the group took another important step in adopting strategies for the use of renewable energies. In São Paulo, Grupo Fleury already has two plants ready, in Pirapora and Vargem Grande Paulista, through an agreement signed with Voltxs Energia, the company that operates the plants. In Rio de Janeiro, the company has a contracted plant and two in the final phase of negotiation, which should start operating in 2023 – meanwhile, the company uses the services of shared distributed generation (DG), whose production occurs through the combustion of biogas, which is also a renewable source. Production in São Paulo will be 5.2 GWh in São Paulo with 5.7 thousand solar panels, supplying 16% of the energy consumed by Grupo Fleury through the brands in which they are present in the capital of São Paulo, which represents 52 units among those of Fleury Medicina e Saúde and a + Medicina Diagnóstica – all of them low voltage. In Rio de Janeiro, 6.7 Gwh will be absorbed by 7 thousand solar panels, with the forecast to supply 57% of the energy consumed in this region – which represents 45 units between the Labs a +, Felippe Mattoso and LAFE brands – all in low voltage. The five plants are expected to generate 11.9 gigawatt-hours (GWh), representing 21% of Grupo Fleury's electricity consumption, avoiding the production of more than 608 tons of carbon per year and reducing costs by 24%, about R$2.8 million per year.

Another point to highlight in 2022 was the expansion of renewable energy consumption from the free market to another 10 units of the group, reaching almost 30 units in this model.

At the end of 2022, the new technical headquarters of the regional São Paulo was also delivered, located in the Brooklyn neighborhood, in the capital of São Paulo. With 37 thousand m2 of total area of the headquarters (19 thousand m² of useful area, 12 floors) and processing capacity of 500 thousand exams/day, the headquarters was built with a series of differences aimed at reducing the environmental impact of operations, such as acquisition of star energy equipment, LED lighting, presence sensors, biophilia, solar heating, ETE (wastewater treatment plant), rainwater catchment, water reuse, selective collection, infrastructure for electric cars and building automation. Furthermore, it will have two certifications, Fitwell, focused on the well-being of its occupants and the promotion of healthy communities, and LEED for Interior, focusing on reducing environmental impact and improving the comfort of users.

Social

The year 2022 marked the resumption of the actions of the Company's social calendar in face-to-face format. As such, we can highlight the realization of the Pink October initiative, which marks the fight against breast cancer. The group's regional units opened the doors of a set of units for the voluntary care of patients in the public health network, federal and state public hospitals and philanthropic institutions in the various locations where the group operates. In this action, 14 care units participated, 820 patients were seen, and more than 6,800 exams were performed.

In partnership with Instituto Gerando Falcões, the project to assist residents of Favela dos Sonhos, in the municipality of Ferraz de Vasconcelos, was initiated. Within the context of the Favela 3D project, a telemedicine booth was installed for primary health care in the digital model, with remote examination and care techniques and local nursing support to the approximately 700 residents of the region, contributing to the reduction of queues for health care in the SUS. Since the beginning of the project in September 2022, more than 100 residents of the region have been served, with 86% of resoluteness, without the need for subsequent referrals, also contributing to a more efficient use of health resources.

In July 2022, the partnership between Grupo Fleury and the Instituto Vita for orthopedic care and screening for students and dancers of the Paraisópolis ballet school began. There were 100 health consultations.

Furthermore, the program included lectures focused on quality of life and well-being for more than 350 participants among students and their families. Also in partnership with Instituto Vita, care for athletes of the High Performance Athletes program, which aims to carry out biomechanical evaluation and orthopedic monitoring for athletes in situations of vulnerability, was initiated in December 2022.

In the same year, two new health care partnerships were established, one with Instituto Strabos, which consists of carrying out salivary COVID tests to those included in the program for performing strabismus correction surgeries, and a partnership with Fundação Rubem Cunha, to perform pre-surgical examinations to those treated with cataract surgeries and other ophthalmological interventions.

Another highlight in 2022 was the partnership with the USP Hospital in Ribeirão Preto for the donation of 130 genetic tests for breast cancer detection, and the Social Rally, a social competition involving the service units of the a+ and Fleury brands in SP, which reached more than 2,000 beneficiaries. Together, the various social campaigns carried out in the year benefited more than 3,000 people.

In order to maintain internal engagement, the Company also developed remote action projects, such as Adopt an Elderly Person, in partnership with the NGO Velho Amigo, and Colabinar, an initiative in which the group's employees can act voluntarily for the development and learning of other employees through online classes and video classes.

In 2022, Grupo Fleury did not make contributions through tax incentive laws.

Also this year, the company reinforced the initiatives of its Diversity Program, through the second edition of the ESG Connection event, which includes the group's Diversity Week, in addition to investments in the training of leaders and new employees, such as the launch of the Diversity learning path, including from the onboarding of employees, to basic knowledge modules aimed at all employees and a specific program for the organization's leaders. The year was also marked by the launch of two new affinity groups at the company, People with Disabilities and Generational, which join the existing gender, racial-ethnic and LGBTQIA+ groups to strengthen the program and engage employees, and also by the group's adhesion to the Pact for the Promotion of Racial Equality, Inclusion initiatives were also prioritized, such as efforts to hire people with disabilities, notably intellectual disabilities and autistic spectrum disorders, in addition to reviewing the criteria for the internship and trainee programs to attract more diverse profiles. In the trainee program, for example, 62.5% of those selected are women and 50% declare themselves as black and brown. Furthermore, the Em.Front program was initiated, in partnership with the NGO Justiceiras, aimed at preventing all forms of violence, including receiving complaints and welcoming victims. In 2022 this initiative was recognized with the municipal seal of Human Rights and Diversity of the city of São Paulo.

In terms of Diversity, Grupo Fleury is also included in the Bloomberg Gender-Equality Index 2023. The index is made up of global companies that excel in developing policies and practices to promote gender equality in the corporate environment.

Regarding the social goal linked to the sixth issue of debentures, the goal of 10,000 lives of the CDE classes defined for the first year was exceeded with the care of about 39,000 patients.

Another highlight in 2022 is the open innovation program in ESG, in partnership with the social enterprise accelerator Quintessa, whose goal is to contribute to the formation and improvement of products and services focused on ESG issues, such as increasing access to health, diversity, waste generation, and climate change, among others. Called Impacta Grupo Fleury, the program has two strands, *Soluciona*, aimed at pilots with more mature startups, and *Acelera*, focused on accelerating and improving startups in the early stages. During 2022, 3 startups were selected for pilots, and 10 were chosen for the acceleration program.

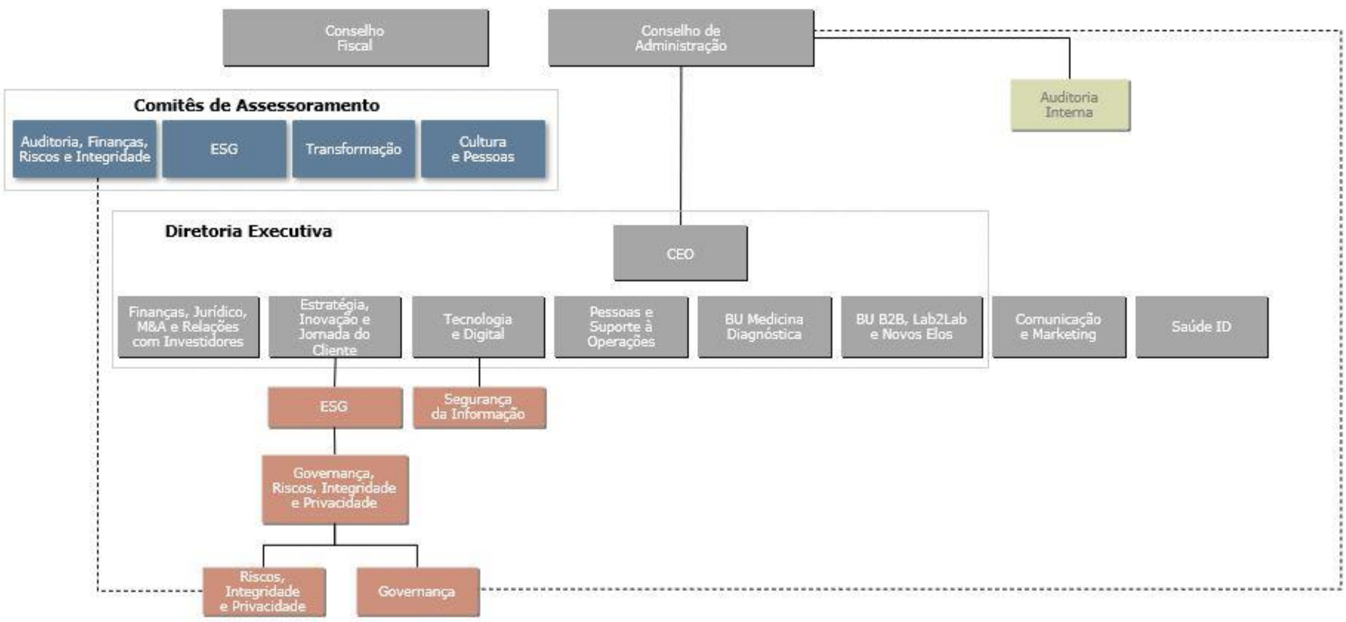
Corporate Governance

Listed in the Novo Mercado, the Company is guided by the highest standards of Corporate Governance.

Shares in Grupo Fleury are traded under the code FLRY3 in the Novo Mercado segment of B3, a special listing segment of the Brazilian Stock Exchange that requires the adoption of the highest standard of Corporate Governance. The Grupo Fleury has practices and processes aligned with the principles of transparency, equity, accountability, corporate responsibility and socio-environmental. This was a natural process for the Company, since before listing its shares on the Stock Exchange, there was already a shared management between the Executive Board and the Board of Directors, with the participation of independent directors.

The corporate organizational chart established by the Company meets the best market practices and governance is supported by the structures that integrate the Internal Controls System: Internal Audit, Compliance, Risk Management, Privacy and Information Security.

Grupo Fleury Organizational Chart



Board of Directors

Created in 1998, Grupo Fleury's Board of Directors is composed of a minimum of seven and a maximum of eleven full members, with up to eight alternate members. The Board of Directors aims to establish the general business orientation and elect the Statutory Executive Board, among other powers assigned to it by the Law and by the Company's Bylaws. The Board of Directors has Internal Regulations that regulates its operation, as well as its Advisory Committees. The term of office of the directors is set at two years, and re-election is permitted.

Composition of the Board of Directors

Membros do Conselho de Administração	Cargo	Término do mandato
Marcio Pinheiro Mendes	Presidente	A.G.O de 2023
Fernando Lopes Alberto	Vice-Presidente	A.G.O de 2023
Rui Monteiro de Barros Maciel	Conselheiro	A.G.O de 2023
Luiz Carlos Trabuco Cappi	Conselheiro	A.G.O de 2023
Samuel Monteiro dos Santos Junior	Conselheiro	A.G.O de 2023
Ivan Luiz Gontijo Junior	Conselheiro	A.G.O de 2023
Andréa Cristina de Lima Rolim	Conselheiro Independente	A.G.O de 2023
Rachel Ribeiro Horta	Conselheiro Independente	A.G.O de 2023
João Roberto Gonçalves Teixeira	Conselheiro Independente	A.G.O de 2023
Raul Calfat	Conselheiro Independente	A.G.O de 2023
Manoel Antônio Peres	Suplente	A.G.O de 2023
Octavio de Lazari Junior	Suplente	A.G.O de 2023
Mauricio Machado de Minas	Suplente	A.G.O de 2023

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Committees are members of the Board of Directors.

Fiscal Council

Established in 2018, the Fiscal Council is an independent body of the Company's management. Law No. 6.404/76 establishes the responsibilities of the Fiscal Council, which comprise the supervision of management activities, review of the financial statements of the publicly-held Company and disclosure of its conclusions to shareholders.

Composition of the Fiscal Council

Members of the Fiscal Council	Position	End of term of office
Luciana Doria	Member	AUG 2023
José Maria Chapina Alcazar	Member	AUG 2023
Sergio Moreno	Member	AUG 2023
Carolina Strobel	Alternate	AUG 2023
Adriana Ruiz Alcazar	Alternate	AUG 2023
Paulo Sergio Rodrigues	Alternate	AUG 2023

Currently, the Fiscal Council is composed of three effective members and their respective alternates.

Audit, Finance, Risk and Integrity Committee

On December 15, 2004, the Board of Directors constituted the Audit Committee, known at the time as the Audit, Governance, Risks and Compliance Committee, with permanent operation, to recommend the conditions for contracting an independent external audit and propose its objectives, to analyze and evaluate the work of the internal audit, ensure and improve internal controls, to recommend procedures in view of the finding of inadequacies in relation to the best accounting practices, and to monitor the mapping of the risks to which the Company is exposed and the respective preventive and mitigating actions. On May 27, 2021, the Finance Committee merged with the Audit, Risks and Integrity Committee and the name changed to the Audit, Finance, Risks and Integrity Committee.

Transformation Committee

This committee is responsible for advising the Board of Directors with the evaluation, prioritization and monitoring of the most relevant projects in the Company, as well as the development of structure, system and organizational processes, both under the focus of the strategy. It also evaluates the strategic planning proposed by the Executive Board and promotes innovation, research and development of the Company.

Culture and People Committee

This committee works on the evaluation, appointment and dismissal of directors, as well as monitoring the evolution of the organization in the face of strategic challenges for business and management, evaluating performance evaluation systems, salary policies and programs for the development of the staff, proposing guidelines and criteria for variable compensation programs and monitors and proposing actions resulting from the evaluation of the organizational climate.

ESG Committee

Created by the Board of Directors on April 15, 2021, the ESG Committee has the function of leveraging the development of work on the topic that has already been carried out by the Company, reinforcing the permanent attention of Grupo Fleury to the ESG principles in its business strategy, and accentuating discussions on the topic within the broad long-term strategic lines, which will contribute to the continuity of the organization and the environment that the group influences and is part of on a daily basis.

Statutory Executive Board

The Grupo Fleury's Statutory Executive Board ended 2022 with three members, as follows:

Composition of the Statutory Executive Board

Officers	Position	End of term of office
Jeane Tsutsui	President or CEO	RCA after AUG 2023
Edgar Gil Rizzatti	Executive Officer of Medical, Technical, B2B Business Processes and New Links	RCA after AUG 2023
Jose Antonio Filippo	Chief Financial, Investor Relations and Legal Officer	RCA after AUG 2023

In accordance with CVM Instruction No. 381/03, we inform that the Company and its subsidiaries adopt as a formal procedure to consult the independent auditors PwC, in order to ensure that the performance of the provision of other services does not affect their independence and objectivity necessary for the performance of independent audit services. The Company's policy on hiring independent auditors ensures that there is no conflict of interest, loss of independence or objectivity.

In contracting these services, the policies adopted by the Company are based on the principles that preserve the auditor's independence. In accordance with internationally accepted standards, these principles consist of the following: (a) the auditor shall not audit their own work; (b) the auditor shall not exercise a management function in their client, and (c) the auditor shall not legally represent the interests of their clients.

PwC has stated that the provision of the services was done in strict compliance with the accounting standards that deal with the independence of independent auditors in audit work and did not represent a situation that could affect the independence and objectivity to the performance of its external audit services.

Certifications, Voluntary Commitments and Reporting

Grupo Fleury pioneered the area of diagnostic medicine in the implementation of an Integrated Management System certified by ISO 9001 (Quality Management) and ISO 14001 (Environmental Management), which reflects its concern with quality, the environment, continuous improvement of procedures and sustainability. In 2022, the continued expansion of the scope of certification in Regional Rio de Janeiro and the certification of the Fleury Medicina e Saúde Fertility Center stood out. We can also highlight the following accreditations: the American College of Pathologists (CAP), both in the accreditation program and in the quality control for the Central Technical Area and the group's Technical Area located at Hospital Sírio-Libanês, both in São Paulo; the National Glycohemoglobin Standardization Program (NGSP) and the Brazilian Society of Clinical Pathology/Laboratory Medicine (SBPC/ML). All regions of the group are also accredited by the Accreditation Program for Clinical Laboratories (PALC) of the Brazilian Society of Clinical Pathology. The Company is the first company in Brazil to obtain accreditation from the American College of Radiology (ACR) for stereotaxis, in the Paraíso unit of the Fleury Medicina e Saúde brand. We also have ACR accreditation for the Nuclear Medicine, Tomography and Magnetic Resonance services at the Fleury Medicina e Saúde branded Stayed Bridge and Paradise units. Also in 2022, the Fleury Medicina e Saúde brand was reaccredited by the requirements of the Accreditation Program in Diagnostic Imaging (PADI) of the Brazilian College of Radiology (CBR). The Ponte Estaiada, Rochaverá, Braz Leme and Alphaville units of this same brand are also certified by Leadership In Energy & Environmental Design (LEED).

In 2022 Grupo Fleury was recognized as a prominent company in the health area in the Best ESG award from Exame magazine and, since 2014, it has been part of the portfolio of the Corporate Sustainability Index (ISE) of B3. In 2022, it integrated for the third time the portfolio of the Dow Jones Sustainability Index - Emerging Markets. The portfolio consists of 111 companies, of which only eight are Brazilian, with Grupo Fleury being the only company in the Health sector in the Americas to be part of the index. The group is also part of S&P's Sustainability Yearbook 2022. The DJSI is the main global sustainability index, composed of companies that stand out worldwide for the adoption of best social, economic and environmental practices (Environmental, Social and Governance - ESG), and is a reference for investors who evaluate these dimensions in their portfolios. In 2022, the group was also part of the B3 ICO2 (Carbon Efficient) index for the third time.

The group's concern and engagement with sustainable development is also evident through its adherence to a series of voluntary initiatives, which are undertaken with national and international sectoral entities. In 2021, the group reinforced its commitment to promoting Diversity and Inclusion, and fighting corruption. The commitments include:

Sustainable Development Goals (SDGs): The agreement adopted in 2015 by the UN member countries brings together 17 goals and 169 targets to be achieved by the world by 2030, involving topics such as poverty eradication, education, climate change, sustainable cities, employment and inclusive economic growth, among others. The themes covered by the 17 objectives are pointed out with SDG icons. Grupo Fleury participates in the discussions on the subject in the working group of the Brazil Network of the United Nations (UN) Global Compact.

United Nations Global Compact: A signatory since 2013, Grupo Fleury remains committed to promoting actions of social and environmental responsibility of the 10 Universal Principles of the Global Compact. The UN initiative aims to mobilize the international business community for the adoption, in its business practices, of fundamental values in the areas of human rights, labor relations, the environment and the fight against corruption.

Principles of Women's Empowerment: In 2017, the Company adhered to the commitment of UN Women and the Global Compact in which it reaffirms its commitment to ensure an integral, equal and opportunity environment for all employees. Furthermore, the Women's Leadership group was created voluntarily by a team of women from the Company to discuss how we can promote gender equity.

Commitment to Ethics and Integrity: In 2021, the Company was again approved in the program promoted by the Executive Secretariat of Pro-Ethics, linked to the Federal Comptroller General, in order to act and contribute to a more integral, ethical and transparent corporate environment.

Business Pact for Integrity and Against Corruption: Signed by the Company in 2010, the document conceived by the Ethos Institute, the Brazilian Committee of the Global Compact and the United Nations Office on Drugs and Crime (UNODC) addresses topics such as corruption of public agents, organized crime, tax evasion and money laundering.

Carbon Disclosure Program (CDP): Since 2015, Grupo Fleury has been part of this initiative on a voluntary basis. The goal of the CDP is to foster a new way for companies to do business, preventing the damage caused by climate change and the depletion of natural resources.

Movimento Mulher 360 [360 Women's Movement]: In 2021, the group adhered to the commitments of Movimento Mulher 360, with the objective of promoting gender equity and increasing female participation in the corporate environment, communities and the value chain.

LGBTI+ Business and Rights Forum: in 2021 the group joined the Forum, a business movement bringing together large companies around 10 Commitments to the promotion of LGBTI+ human rights

Business Initiative for Racial Equality: still in 2021 the group joined the commitment, with a view to promoting racial inclusion and overcoming racism

100% Transparency Movement: at the end of 2021 the group became one of the pioneers in adopting the commitment of the Brazil Network of the Global Compact, with the objective of adopting measures that go beyond legal obligations to strengthen transparency and integrity mechanisms and fight corruption.

Pact for the Promotion of Racial Equity Association: initiative that intends to implement a racial ESG protocol for Brazil, bringing the racial issue to the center of the country's economic debate and attracting the attention of companies and civil society to the topic.

The complete list of certifications and awards received by Grupo Fleury and the full version of the Annual Sustainability Report can be accessed on the Company's Investor Relations website (www.fleury.com.br/ri).

Capital Markets

Presence in the main indexes of the Brazilian Stock Exchange

On December 29, 2022, Grupo Fleury's shares closed at R$15.45. The average daily financial trading volume of the shares reached R$40.9 million in 2022. As a reflection of this evolution of volume and trades, the Tradability Index reached 0.2372% in the year. The Company ended the year with 367,197,096 shares.

In 2022, we carried out more than 1,000 interactions with the market, including those carried out at the more than 30 events that the Company participated in, in addition to events with the Company's Management (Lives with the Market and calls with Institutional Investors). Grupo Fleury ended 2022 with 16 sell-side coverages.

In 2022, the Company was part of the portfolio of the Corporate Sustainability Index (ISE), in the new methodology, for the tenth consecutive time. In addition to ISE, Grupo Fleury also remained in the portfolio of the IBOVESPA index in the 60th position, with participation in the theoretical portfolio of 0.280%, in IBr-X 100, IGC (Index of Shares with Differentiated Corporate Governance), ITAG (Index of Shares with Differentiated *Tag Along*), and ICO2 index (Carbon Efficient) of B3.

For the second consecutive year, the Company integrated the Dow Jones Sustainability Index portfolio of the New York Stock Exchange into the DJSI Emerging Markets 2021/2022 portfolio. The portfolio consists of 108 companies, of which only ten are Brazilian, with Grupo Fleury being the only company in the Health sector in the Americas to be part of the index.

FLEURY S.A.
Public Held Company
CNPJ/MF nº 60.840.055/0001-31
NIRE 35.300.197.534

MINUTES OF THE FISCAL COUNCIL'S MEETING
HELD ON MARCH 15, 2023

1. **Date, time, and place**: Held on March 15, 2023, at 9:00 am, at the registered office of Fleury S.A. ("Company"), located in the City of São Paulo, State of São Paulo, at Av Morumbi 8.860, Itaim Bibi.

2. **Call Notice and Attendance**: All members of the Fiscal Council were present: Messrs. (i) Luciana Doria Wilson; (ii) José Maria Chapina Alcazar; and (iii) Sergio Moreno. Guests: Luiz Nannini, (Audit Committee Coordinator), Marcelo Santos Dall'Occo (Audit Committee Member), and Marcelo Orlando of PwC Independent Auditors.

3. **Chair**: The meeting was chaired by Ms. Luciana Doria Wilson and secretary by Mr. Fernando Aguiar Camargo

4. **Agenda**: deliberate on: (i) the management accounts, the management report and the audited financial statements for the period ended December 31, 2022

5. **Resolutions**: The members of the Fiscal Council, by unanimous vote and without any restrictions, decide:

(i) After examining the matter, based on the clarifications provided by the Company's management and by the representatives of the external audit, and also considering the opinion of PwC's independent auditors, dated 03/15/2023, the Fiscal Council opined that the financial statements and other documents established in article 133 of Law No. 6,404/1976, referring to the period ended on 12/31/2022, are ready to be analyzed by the Company's Board of Directors.

6. **Closing**: There being no further business to be discussed and there being no other manifestation, this meeting was closed, from which these minutes were drawn up, read, approved and signed by all those present. Signatures: Board: Mrs. Luciana Doria Wilson, President; Fernando Aguiar Camargo Secretary. Directors: Luciana Doria Wilson; José Maria Chapina Alcazar and Sergio Moreno.

These minutes match the original drawn up in the proper book.

São Paulo, March 15, 2023.

Luciana Doria Wilson
President

Fernando Aguiar Camargo
Secretary

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Minutes of the Audit, Finance, Risks and Integrity Committee Meeting held on March 8, 2023.

Date, time and place: Held at 9:00 am on March 8, 2023, at the Company's headquarters, located in the City of São Paulo, State of São Paulo, at Av Morumbi 8.860, Itaim Bibi.

Attendance: João Roberto Gonçalves Teixeira, Marcio Pinheiro Mendes, Marcelo Santos Dall'Occo and Vinicius Cruz; and guests: Jeane Mike Tsutsui – Executive President, José Antonio de Almeida Filippo – Executive Finance Director, Gisele Schneider – Controllership Manager, Jeferson Guilherme dos Santos – Internal Audit Manager, Robson de Miranda – Corporate Finance Director, and Marcelo Orlando – representative of PwC Independent Auditors.

Resolutions: Meeting to evaluate the Company's financial statements for the fourth quarter of 2022, the management report and the independent auditors' report, the Committee asked the representatives of PWC Independent Auditors to provide clarifications on the audit carried out, which they informed that they did not significant changes occurred in the audit plan; there was no disagreement between audit and management; there were no facts or impediments to the audit work, that the estimates made by Management are adequate; not having any notes related to evidence of fraud and illicit acts involving members of the Management, which the representatives of PWC Independent Auditors reaffirmed that they comply with all the independence requirements established in the rules and regulations. The Committee was also informed that, in the opinion of the auditors, the financial statements adequately present, in all material aspects, the equity and financial position, individual and consolidated, of Fleury S.A., the individual and consolidated performance of its operations and their respective cash flows individual and consolidated cash for the fiscal year, in accordance with accounting practices adopted in Brazil and international financial reporting standards (IFRS) issued by the International Accounting Standards Board (IASB). After the presentation, the conclusion of the external audit was the approval of the Financial Statements without reservations.

Accordingly, the Committee recommends that the Board of Directors approve the financial statements – Parent Company and Consolidated – for the fiscal year on December 31, 2022, prepared by the Company and audited by PwC Independents Auditors.

Closing. There being no further business to be discussed and there being no other manifestation, this meeting was adjourned, from which these minutes were drawn up, read, approved and signed by all.

Committee Members:

João Roberto Gonçalves Teixeira	Márcio Pinheiro Mendes
Vinicius Cruz	Marcelo Santos Dall'Occo

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STATEMENT BY THE BOARD OF DIRECTORS ON THE FINANCIAL STATEMENTS

The Directors of Fleury S.A. ("Company"), in accordance with item VI of article 25 of CVM Instruction No. 480, of December 7, 2009, as amended, declare that they have reviewed, discussed and agreed with the Company's financial statements for the period ended on 31 December 2022, authorizing completion on this date.

São Paulo, March 15, 2023.

Jeane Mike Tsutsui - President

José Antonio de Almeida Filippo - Executive Director of Finance and Investor Relations and Legal.

Edgar Gil Rizzatti - Medical, Technical and Process Executive Director

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STATEMENT BY THE BOARD OF DIRECTORS ON THE INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS

The Directors of Fleury S.A. (“Company”), in accordance with item V of article 25 of CVM Instruction No. 480, of December 7, 2009, as amended, declare that they reviewed, discussed and agreed with the opinions expressed in the independent opinions of the auditors on the Company's financial statements for the period ended December 31, 2022, authorizing the conclusion on this date.

São Paulo, March 15, 2023.

Jeane Mike Tsutsui - President

José Antonio de Almeida Filippo - Executive Director of Finance and Investor Relations and Legal.

Edgar Gil Rizzatti - Medical, Technical and Process Executive Director