

**FLEURY S.A.**  
Publicly-Held Company  
Corporate Taxpayer's Registry (CNPJ/ME) no. 60.840.055/0001-31  
Board of Trade (NIRE) 35.300.197.534

**MINUTES TO THE BOARD OF DIRECTORS' MEETING  
HELD ON JUNE 29TH, 2022**

- 1. Date, Time and Place:** Held on June 29, 2022, at 5:00 p.m., via conference call, and deemed held at the headquarters of Fleury S.A. ("Company" or "Fleury"), located in the City of São Paulo, State of São Paulo, at Av. General Valdomiro de Lima no. 508, Jabaquara, Zip Code 04344-070.
- 2. Call and Attendance:** All members of the Company's Board of Directors attended the meeting via conference call, as per article 15, paragraph 3<sup>rd</sup> of the Company's Bylaws: Mrs. (i) Marcio Pinheiro Mendes; (ii) Fernando Lopes Alberto; (iii) Rui Monteiro de Barros Maciel; (iv) Mauricio Machado de Minas, alternate member for the Director Luiz Carlos Trabuco; (v) Samuel Monteiro dos Santos Junior; (vi) Ivan Luiz Gontijo Junior; (vii) Andréa Cristina de Lima Rolim; (viii) João Roberto Gonçalves Teixeira; (ix) Rachel Ribeiro Horta; (x) Raul Calfat. Due to the presence of all members of the Board of Directors, the call notice was waived, pursuant to article 15, paragraph 1<sup>st</sup> of the Company's Bylaws.
- 3. Board:** The meeting was chaired by Mr. Marcio Pinheiro Mendes and secretariat by Ms. Andrea Marçon Bocabello.
- 4. Agenda:** Resolve on (i) the approval of the execution by the Company of the Protocol and Justification and of the Business Combination Agreement and other connected documents, related to the corporate reorganization involving the combination of the Company's and Instituto Hermes Pardini S.A.'s ("Hermes Pardini") businesses and shareholders' bases; and (ii) the authorization to the Company's management to perform all acts and sign all instruments related to the deliberation of this agenda.
- 5. Resolutions:** The members of the Board of Directors, by unanimous vote and with no reservations, decide:
  - 5.1.** Under the terms of article 18 (m) of the Company's Bylaws, to approve the execution of (i) "Private Instrument of Protocol and Justification of the Merger of Shares of Instituto Hermes Pardini by Oxônia SP Participações S.A., followed by the merger of Oxônia SP Participações S.A. by Fleury S.A."; (ii) "Business Combination Agreement"; and other connected documents (together, the "Transaction Documents"), related to the corporate reorganization that will result in the combination of the Company's and Hermes Pardini's businesses and shareholders' bases, to be implemented through (a) the merger, into a company 100% owned by the Company ("Holding"), of all shares issued by Hermes Pardini, (b) redemption of the preferred shares issued by the Holding, and (c) subsequent merger of the Holding into Fleury ("Business Combination"), according to the terms and conditions set forth in the Transaction Documents. It was registered

that, after the documents and information required by Law No. 6,404/76 and the applicable regulation of the Brazilian Securities and Exchange Commission (CVM) are completed, a Board of Directors' meeting will be called to call a shareholders' meeting to resolve on the Business Combination.

**5.2.** The Company's management is hereby authorized to perform all acts and sign all instruments related to the resolutions taken above.

**6. Closing:** There being no further businesses and there being no other manifestations, the present meeting was adjourned, of which these minutes were drawn up, read, approved, and signed by all those present. Signatures: Board: Mr. Marcio Pinheiro Mendes, Chairman; Andrea Marçon Bocabello, Secretary. Directors: Marcio Pinheiro Mendes; Fernando Lopes Alberto; Rui Monteiro de Barros Maciel; Mauricio Machado de Minas; Samuel Monteiro dos Santos Junior; Ivan Luiz Gontijo Junior; Andréa Cristina de Lima Rolim; João Roberto Gonçalves Teixeira; Rachel Ribeiro Horta; Raul Calfat.

*These minutes are a true copy of the original drawn up in the books of the Company.*

São Paulo, June 29th, 2022.

Board:

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Marcio Pinheiro Mendes

Chairman

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Andrea Marçon Bocabello

Secretary