



**Oncoclínicas do Brasil Serviços Médicos S.A.**

**Management Proposal**

**Extraordinary General Meeting held on March 28, 2022**

March 7, 2022

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## 12. INVITATION

Oncoclínicas do Brasil Serviços Médicos S.A. ("Oncoclínicas" or "Corporation") invites you to attend its extraordinary general meeting of to be held on March 28, 2022, at 2:00 p.m. ("Meeting"), in auditorium of the building where the Corporation's headquarters are located, at Avenida Presidente Juscelino Kubitschek, no. 510, CEP 04543-906, in the City of São Paulo, State of São Paulo. On that occasion, you will have the opportunity to discuss and vote on the matters set forth in the Call Notice which is an integral part of this Management Proposal.

This Management Proposal contains all the information and guidelines required by the applicable legislation, as well as any other data that may help you to evaluate the matters that will be subject to resolution at the Meeting.

All the documents necessary for the due examination of the matters that will be submitted to the shareholders are being made available to the market through this Management Proposal, with the necessary anticipation for the evaluation of the orientation of votes.

Hoping to continue to count on your support, the Corporation remains at your disposal for further clarifications that may be necessary.

Good reading and a good event to all!

## 12. INTRODUCTION

On November 23, 2021, the Shares Purchase and Sale, Merger of Shares Agreement and Other Covenants was entered into between Fundo de Investimento em Participações Vocatus Multiestratégia - FIP Vocatus, Alexandre Nonino, Jorge Vaz Pinto Neto, João Nunes de Matos Neto, Marcos Murilo Buso, Michele Quacchio Machado, Gustavo de Castro Gouveia and Oncoclínicas as parties, and Unity Participações S.A. ("Unity"), Josephina Fundo de Investimento em Participações Multiestratégia, Josephina II Fundo de Investimento em Participações Multiestratégia and Bruno Lemos Ferrari as intervening and consenting parties ("Purchase and Sale Agreement").

The Purchase and Sale Agreement aims to implement (a) the acquisition, by Oncoclínicas, of shares issued by Unity representing forty percent (40%) of its share capital ("Acquisition") and, concurrently, (b) the merger, by Oncoclínicas, of the remaining shares issued by Unity representing sixty percent (60%) of its share capital ("Merger of Shares" and, together with the Acquisition, the "Transaction").

Unity will become a wholly-owned subsidiary of Oncoclínicas, effective as from the satisfaction (or waiver, as the case may be) of the precedent conditions and the execution of the closing provided for in the Purchase and Sale Agreement, among them the approval of the Transaction by the Administrative Council for Economic Defense ("CADE").

The Company seeks to offer the best standard of medicine and oncological treatment to more and more patients and locations in Brazil. This strategy is executed both by growing the existing units and by identifying acquisition opportunities that lead to the creation of value for its shareholders, a context in which Unity fits, due to the quality of its platform and its excellent clinical staff.

Thus, in view of the above, the Corporation's management submits for the appreciation of the Shareholders, at the next Extraordinary General Meeting to be held on March 28, 2022, at 2:00 p.m., in auditorium of the building where the Corporation's headquarters are located, at Avenida Presidente Juscelino Kubitschek, no. 510, CEP 04543-906, in the City of São Paulo, State of São Paulo, the matters on the agenda, pursuant to the Call Notice provided for in item 4 below.

The Call Notice and the Management Proposal, containing the information required by CVM Ruling 480/09 and CVM Ruling 481/09 on the matters to be examined and discussed at said Meeting, are made available on this date to the Corporation's shareholders, at its headquarters, on its Investor Relations website (<https://ri.grupooncoclinic.com/>), as well as on the websites of B3 S.A. - Brasil, Bolsa, Balcão ("B3") ([www.b3.com.br](http://www.b3.com.br)) and the Brazilian Securities Commission ("CVM") (<https://www.gov.br/cvm>).

## 12. INFORMATION ABOUT THE MEETING

### Date and Time of the Meeting

The Meeting will be held on March 28, 2022, at 2:00 p.m.

## Quorum of the Meeting

For the convening of the Meeting it will be necessary, at first call, the presence of shareholders representing at least one quarter ( $\frac{1}{4}$ ) of the Corporation's voting share capital, pursuant to article 125, caption, of Law No. 6,404/76 ("Brazilian Corporation Law").

We clarify that if the above quorum of shareholders is not present at first call, a new call will be made by means of a notice to be published at least eight (8) days in advance, pursuant to article 124, paragraph 1, II of the Brazilian Corporation Law. At second call, the Meeting will be convened with the presence of any number of shareholders.

## Quorum for resolution

The resolutions will be taken by an absolute majority of votes, pursuant to article 129 of the Brazilian Corporation Law, and the blank votes are not counted.

**Attendance:** The Meeting will be held in auditorium of the building where the Corporation's headquarters are located, at Avenida Presidente Juscelino Kubitschek, no. 510, CEP 04543-906, in the City of São Paulo, State of São Paulo.

If you have any questions, please contact the Corporation's Investor Relations Office by email [ri@oncoclinicas.com](mailto:ri@oncoclinicas.com) or by phone +55 (11) 2678-7474.

## Call Notice

The Call Notice contained in item 4 of this Management Proposal will be published on March 5, 6 and 7 (single edition), 8, 9, 2022 in the newspaper "Comercial SP", as well as made available on the Corporation's Investor Relations (<https://ri.grupooncoclinicas.com/>), B3's ([www.b3.com.br](http://www.b3.com.br)) and CVM's (<https://www.gov.br/cvm>) websites.

## Shareholders Represented by Proxies

The Corporation's management suggests that, if it is impossible to participate directly, you grant powers to a proxy to attend and vote on your behalf regarding the matters subject to the Meeting.

When the shareholder is represented by a proxy, the regularity and conformity of the power of attorney, as well as the proof of ownership of the Corporation's shares, will be examined prior to the Meeting, according to the procedures above.

Exceptionally, in view of the current situation of the COVID-19 pandemic, corporate documents and representation of shareholders issued abroad will not need to contain the signatures of signatories notarized by a Notary Public, and the apostille or legalization by a Brazilian consulate, as applicable, as well as, for documents drawn up in English or Spanish, the sworn translation and registration with a Registry Office of Deeds and Documents will also be waived.

## 12. CALL NOTICE

### ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

Publicly-held corporation  
CNPJ/ME 12.104.241/0004-02  
NIRE 35.300.493.699

#### CALL NOTICE OF EXTRAORDINARY GENERAL MEETING

The shareholders of **Oncoclínicas do Brasil Serviços Médicos S.A.** ("Corporation") are hereby convened to meet together at an extraordinary general meeting, which shall be held in auditorium of the building where the Corporation's headquarters are located, at Avenida Presidente Juscelino Kubitschek, no. 510, CEP 04543-906, in the City of São Paulo, State of São Paulo on March 28, 2022, at 2:00 a.m. ("Meeting") to resolve on the following agenda:

- (i) to approve the "Protocol and Justification for the Merger of Shares issued by Unity Participações S.A. into Oncoclínicas do Brasil Serviços Médicos S.A." entered into between the management of the Corporation and Unity Participações S.A. ("Unity"), on March 7, 2022 ("Protocol for the Merger of Shares"), ratifying its execution;
- (ii) to ratify the appointment and engagement of the evaluation company Apsis Consultoria Empresarial Ltda. as responsible for preparing the evaluation report of the economic amount of Unity's shares to be merged into the Corporation, prepared on March 4, 2022 ("Evaluation Report of the Merger of Shares");
- (iii) to approve the Evaluation Report of the Merger of Shares;
- (iv) to approve the proposed merger of shares issued by Unity by the Corporation, under the terms and conditions provided for in the Protocol for the Merger of Shares, the effectiveness of which is subject to the satisfaction of certain precedent conditions, according to the terms and conditions provided for in the Protocol for the Merger of Shares ("Merger of Shares"); and
- (v) to approve the share capital increase, the amount of the increase is to be ratified at the Corporation's Board of Directors Meeting, and the issuance of new shares and warrants of the Corporation as a result of the Merger of Shares, the effectiveness of which is subject to the satisfaction of certain precedent conditions, according to the terms and conditions set forth in the Protocol for the Merger of Shares;

**Effectiveness Condition:** The matters to be resolved at the Meeting are included in the business integration transaction between the Corporation and Unity, the terms and conditions of which are described in the Protocol for the Merger of Shares. The effective implementation of the transaction is subject to the satisfaction of the precedent conditions indicated in the Protocol for the Merger of Shares ("Precedent Conditions"), so that the matters of the agenda, if approved by the Meeting, will be subject to the satisfaction (or waiver, as the case may be) of the Precedent conditions, for their effectiveness.

**General Information:** The details of the proposed resolutions, the rules and procedures on

how shareholders may attend the Meeting and vote are contained in Management Proposal related to the Meeting released on this date by the Corporation.

Pursuant to article 126 of Law No. 6,404/76 ("Brazilian Corporation Law"), in order to attend the Meeting, shareholders or their proxies must submit, in addition to a scanned copy of their identity document and the corporate acts evidencing legal representation, a scanned copy of the following documents (i) in the case of shareholders with shares in a bookkeeping environment, proof issued by the financial institution providing the Corporation's share bookkeeping services no later than five (5) days prior to the date of the Meeting, or, in the case of shareholders participating in the fungible custody of registered shares, statement containing the respective shareholding, issued by the competent body no later than five (5) days prior to the date of the Meeting; and (ii) instrument granting powers of representation, if applicable.

The representative of the legal entity shareholder must submit a scanned copy of the following documents, duly registered with the competent body (i) updated and consolidated articles of incorporation or By-laws; and (ii) corporate act of election of the administrator who (ii.a) attends the Meeting as a representative of the legal entity, or (ii.b) signs a power of attorney for a third party to represent a legal entity shareholder, without the need for notarization.

With regard to investment funds, the administrator or manager institution will be responsible for the representation of unitholders at the Meeting, subject to the provisions of the fund's regulations. In this case, the representative of the administrator or manager of the fund, besides the corporate documents mentioned above related to the administrator or manager, must present a scanned copy of the updated and consolidated fund regulations, duly registered with the competent body.

For participation through a proxy, the granting of representation powers must have been made less than 1 (one) year before, pursuant to article 126, paragraph 1 of the Brazilian Corporation Law. In compliance with the provisions in article 654, paragraph 1 and paragraph 2 of Law 10,406/2002 ("Civil Code"), the power of attorney must contain the indication of the place where it was issued, the full qualification of the grantor and grantee, date and purpose of the granting with the designation and extension of the powers granted, without the need for signature notarization.

The natural persons who are shareholders of the Corporation may only be represented at the Meeting by an attorney-in-fact who is a shareholder, a Corporation manager, a lawyer or a financial institution, as provided for in article 126, paragraph 1 of the Brazilian Corporation Law. The legal entities that are shareholders of the Corporation may be represented by an attorney-in-fact appointed in accordance with their articles of association or by-laws and according to the rules of the Civil Code, without the need for such person to be a Corporation manager, shareholder or lawyer (CVM Case RJ2014/3578, judged on 11/04/2014).

Exceptionally, in view of the current situation of the COVID-19 pandemic, corporate documents and shareholder representation documents issued abroad will not need to contain the signatories' signatures notarized by a Notary Public, and the apostille or legalization by a Brazilian consulate, as applicable, as well as for documents drawn up in English or Spanish, a sworn translation and registration with a Registry Office of Deeds and Documents will also be waived.

The documents and information provided for in the applicable legislation related to the Meeting were submitted to the CVM, through the Periodic and Eventual Information System (IPE), pursuant to CVM Ruling No. 481/2009, and made available to shareholders, at the Corporation's headquarters, on its Investor Relations website (<https://ri.grupooncoclinicas.com/>), as well as on the websites of B3 S.A. - Brasil, Bolsa, Balcão ([www.b3.com.br](http://www.b3.com.br)) and the Brazilian Securities Commission (<https://www.gov.br/cvm>).

Pursuant to CVM Ruling No. 481/2009, shareholders represented by proxies validly empowered before the Corporation under the guidelines above and the shareholders who attended in person at the Corporation's headquarters.

March 7, 2022

David Castelblanco  
Chairman of the Board of Directors



## 12. MANAGEMENT PROPOSAL

In view of the above on the Transaction, the Corporation's Board of Directors presents to the shareholders its proposals below on the matters on the agenda of the Meeting:

### 1. To approve the Protocol for the Merger of Shares, ratifying its signature;

The article 252 of the Brazilian Corporation Law establishes that the merger of all shares of the share capital of a given Corporation into the equity of another Brazilian Corporation, in order to convert it into a wholly-owned subsidiary, shall be submitted to the decision of the general meeting of the two corporations in question, upon approval of the protocol and justification, to be signed by the management of the corporations involved, pursuant to articles 224 and 225 of the Brazilian Corporation Law.

Therefore, it is proposed that the Protocol for the Merger of Shares, available in **Exhibit I** to this Proposal, be approved.

### 2. To ratify the appointment and engagement of the evaluation company Apsis Consultoria Empresarial Ltda. as responsible for preparing the Evaluation Report of the Merger of Shares;

The Corporation's management proposes to you the ratification of the appointment and engagement of Apsis Consultoria Empresarial Ltda. by the Corporation's management, as responsible for preparing a Evaluation Report of the Merger of Shares within the scope of the merger of shares of Unity.

The **Exhibit II** to this Proposal, as provided in article 21 of CVM Ruling 481, contains the information about Apsis Consultoria Empresarial Ltda. (with reference to the proposal for services in question, which is in **Schedule A** to **Exhibit II**).

### 3. To approve the Evaluation Report of the Merger of Shares;

It is proposed that the Evaluation Report of the Merger of Shares - under the merger of shares of Unity - which is in **Exhibit III** to this Proposal, be approved.

### 4. To approve the proposal of the Merger of Shares, the effectiveness of which is subject to the satisfaction of certain precedent conditions, according to the terms and conditions set forth in Protocol for the Merger of Shares;

In connection with the Transaction, the Corporation's management proposes, in accordance with the provisions of the Agreement, that the proposed Merger of Shares be approved, according to the terms and conditions set forth in Protocol for the Merger of Shares.

The Corporation's management emphasizes that, notwithstanding the information presented by the Corporation with respect to the Transaction is based on the financial statements as of September 30, 2021, on February 18, 2022 Unity's capital increase was approved in the total amount of Twenty-Nine Million, Nine Hundred and Ninety-Seven Thousand, Seven Hundred and Eight Brazilian Reais and Thirty-Eight cents (R\$ 29,997,708.38) ("Unity Shareholders' Roll up"),

fully subscribed and paid-up by shareholders of Unity and its Subsidiaries, as well as by certain members of its management (together with the Original Shareholders, the "Unity Shareholders"), the increase of which is made under the subsequent condition that, if the closing of the Transaction does not occur, the Unity Shareholders' Roll-up will cease to take effect, reverting to the status quo ante.

Thus, the management proposes that the proposed Merger of Shares be approved, so that the Corporation will now hold all of the share capital of Unity, and, in consideration for the Merger of Shares, the Corporation will issue to Unity's Shareholders: (a) Seven Million, Eight Hundred and Twenty-Seven Thousand, Five Hundred and Ninety-Four (7,827,594) registered and book-entry common shares, with no par value, issued by the Corporation ("New Shares") at the issue price per share corresponding to the traded price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction; and (b) one (1) warrant ("Warrant") to each Shareholder of Unity, at the issue price per Warrants equivalent to the number of shares each Warrant entitles the holder to subscribe, multiplied by the trading price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction, which will be entitled to subscribe for, in its entirety, up to Thirty-Seven Million, Six Hundred and Twenty-Eight Thousand, Seven Hundred and Three (37,628,703) new registered and book-entry common shares, with no par value, issued by the Corporation ("Warrants Shares"), in both cases in proportion to the number of shares held by Unity's Shareholders in the capital of Unity on the date of Meeting, limited for the items (a) and (b) (taken as a whole) to the maximum value of the capital increase to be ratified by the Board of Directors, as resolution in item (v) of this Proposal. The New Shares and the Warrants Shares will have the same rights ascribed to the shares issued by the Corporation then outstanding (at the time of their issuance), traded on B3 under the code "ONCO3".

The New Shares will represent a dilution of 1.5556085870% on the Corporation's current shareholding structure, already considering the effects of the issuance of the New Shares. In addition, the Warrants that will be delivered to the Unity's Shareholders, if exercised in their entirety in accordance with their terms and conditions will represent an additional dilution up to 6.9577898517% on the Corporation's shareholding structure on this date, already considering the effects of the issuance of New Shares and the Warrants Shares, in accordance with any adjustments in the total number of shares to be issued through the exercise of the Warrants set out in the Agreement.

Upon the Merger of Shares, the shareholders holding common shares of the Corporation who refrain or who vote against the approval of the Merger of Shares, as well as to those who do not attend the Meeting, provided that they expressly state their intention within thirty (30) days from the date of publication of the minutes of said Extraordinary General Meeting that approves the Merger of Shares, pursuant to article 230 of the Brazilian Corporation Law, and that, demonstrably, have been holders, on an uninterrupted basis, of common shares issued by the Corporation since the date of disclosure of the material fact about the Transaction on March 7, 2022, pursuant to the provisions of article 137, paragraph 1 of the Brazilian Corporation Law will be entitled to the right of withdrawal. ("Right of Withdrawal upon the Merger of Shares").

The refund amount to be paid to the shareholders who choose to exercise the Right of Withdrawal from the Merger of Shares is One Brazilian Real and Sixty-Seven cents (R\$ 1.67) per

share, calculated based on the book asset value, according to the financial statements for the fiscal year ended December 31, 2020, approved at the annual and extraordinary general meeting of Oncoclínicas held on March 7, 2021, and such payment is subject to the satisfaction of the precedent conditions indicated in the Protocol of Merger of Shares and the effective implementation of the transaction set out therein. Considering that the resolution on the Merger of Shares will occur more than sixty (60) days after the date of the financial statements for the fiscal year ended December 31, 2020, the dissenting shareholders shall be entitled to request, together with the reimbursement, the preparation of a special balance sheet, pursuant to article 45, paragraph 2, of the Brazilian Corporation Law.

The **Exhibit IV** to this Proposal, as provided for in article 20-A of CVM Ruling 481, contains the information and documents related to the Merger of Shares.

The **Exhibit V** to this Proposal, as provided for in article 20 of CVM Ruling 481, contains the information regarding the right of withdrawal granted to shareholders.

**5. To approve the Corporation's share capital increase, and the amount of the increase is to be ratified at the Corporation's Board of Directors Meeting, and the issuance of new shares and warrants of the Corporation as a result of the Merger of Shares, the effectiveness of which is subject to the satisfaction of certain precedent conditions, according to the terms and conditions set forth in the Protocol for the Merger of Shares;**

In view of the approval of the Merger of Shares, the Corporation's management proposes the approval of the Corporation's share capital increase based on the traded price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction, multiplied by the maximum number of shares that may be subscribed by the Unity's Shareholders (including the shares that may be subscribed as a result of the exercise of the Warrants), limited to the maximum amount of Six Hundred and Ninety-Nine Million, Nine Hundred and Twenty-Two Thousand, One Hundred and Forty-Three Brazilian Reais (R\$ 699,922,143.00), and the amount of the increase must be ratified at a meeting of the Corporation's Board of Directors, which must allocate to the capital reserve a percentage of eighty-two point seventy-eight percent (82.78%) of the capital increase to be ratified by the Board of Directors, through the issuance of (a) Seven Million, Eight Hundred and Twenty-Seven Thousand, Five Hundred and Ninety-Four (7,827,594) new common, registered, book-entry shares, with no par value of the Corporation, which will be subscribed and paid-up by the Unity's Shareholders, at an issue price corresponding to the trading price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction; and (b) seventy-seven (77) warrants issued by the Corporation, at an issue price equivalent to the number of shares to which they are entitled to subscribe, multiplied by the trading price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction, in accordance with the terms and conditions agreed upon in Protocol for the Merger of Shares.

The **Exhibit VI** to this Proposal, as provided for in article 15 of CVM Ruling 481, contains the information regarding the warrants.

Under no circumstances the amount of the capital increase to be ratified by the Corporation's Board of Directors may exceed the total amount approved by the Meeting, provided that the amendment to the by-laws to register the new structure of the share capital resulting from the Merger of Shares will be subject to the first general meeting of the Corporation after the closing of the Transaction.

**Effectiveness Condition:** The matters to be resolved in the Meeting are inserted in the business integration transaction between the Corporation and Unity by the Merger of Shares, the terms and conditions of which are described in Protocol for the Merger of Shares. The effective implementation of the transaction is subject to the satisfaction of the precedent conditions indicated in the Protocol for the Merger of Shares, so that the matters of the agenda, if approved by the Meeting, will be subject to the satisfaction (or waiver, as the case may be) of the Precedent conditions, for their effectiveness.

**EXHIBIT I**  
**Protocol for the Merger of Shares**

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**PROTOCOL AND JUSTIFICATION OF THE MERGER OF SHARES ISSUED BY  
UNITY PARTICIPAÇÕES S.A.  
INTO ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**

ENTERED INTO BETWEEN THE MANAGEMENT OF

UNITY PARTICIPAÇÕES S.A.

AND

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

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DATED MARCH 7, 2022

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**PROTOCOL AND JUSTIFICATION OF THE MERGER OF SHARES ISSUED BY  
UNITY PARTICIPAÇÕES S.A.  
INTO ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**

This private instrument is entered into between the managements of the following corporations:

- I. UNITY PARTICIPAÇÕES S.A.**, a privately-held corporation, enrolled with the National Register of Legal Entities of the Ministry of Finance (CNPJ/ME) under No. 19.780.395/0001-10, with its principal place of business located in the city of Brasília, Distrito Federal, at Q SAUS Quadra 4, Bloco A, Sala 721 to 728, Asa Sul, CEP 70070-040, herein represented under its by-laws (hereinafter referred to as "Unity"), as corporation whose shares will be merged; and
- II. ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**, a publicly-held corporation, enrolled with the National Register of Legal Entities of the Ministry of Finance (CNPJ/ME) under No. 12.104.241/0004-02, with its principal place of business located in the city of São Paulo, State of São Paulo, at Avenida Presidente Juscelino Kubitschek, no. 510, 2º andar, CEP 04543-906, herein represented under its by-laws ("Oncoclínicas" and, together with Unity, hereinafter referred to as "Corporations"), as merging corporation.

**WHEREAS:**

- (i) on November 23, 2021, the Companies and shareholders of Unity entered into and/or adhered to the Shares Purchase and Sale Agreement, Merger of Shares and Other Covenants ("Agreement"), whereby they established the terms and conditions applicable (a) to the acquisition, by Oncoclínicas, of shares issued by Unity representing forty percent (40%) of its share capital, owned by the shareholders holding one hundred percent (100%) of the share capital of Unity ("Unity Shareholders") ("Acquisition"), and, immediately following the Acquisition, (b) the merger into Oncoclínicas of the remaining shares issued by Unity representing sixty percent (60%) of its share capital ("Merger of Shares" and, together with the Acquisition, the "Transaction");
- (ii) the Agreement establishes that the Transaction will be implemented in two stages, with distinct and sequential acts, and the Merger of Shares will only occur once the Acquisition is completed;
- (iii) the consummation of the Acquisition and the Merger of Shares is subject to the conditions precedent usual to this type of transaction, including the approval of the antitrust authorities;
- (iv) the effects of the Merger of Shares will be suspended until the date of closing of the Transaction and consummation of the acts of closing provided for in the Agreement ("Effective Date");
- (v) after the consummation of the Transaction, all shares issued by Unity will be owned by Oncoclínicas; and
- (vi) the Transaction, including the proposed Merger of Shares, was approved by the Board of Directors Meeting of Oncoclínicas held on March 7, 2022.

**NOW, THEREFORE**, pursuant to Articles 224, 225 and 252 of Law No. 6,404/76, as amended ("Brazilian Corporation Law"), the Parties hereby agree upon to enter into this Protocol and Justification of the Merger of Shares of Unity Participações S.A. into Oncoclínicas do Brasil Serviços Médicos S.A. ("Protocol

and Justification”), which shall be submitted to the approval, at Extraordinary General Meetings, of the shareholders of Unity and Oncoclínicas, according to the terms and conditions below:

6. Reasons and Justification for the Merger of Shares

- 1.1. As described in the preamble above, the Merger of Shares is part of the structure of the Transaction involving Unity and Oncoclínicas, the purpose of which is the acquisition of all shares issued by Unity through cash consideration and delivery of shares and warrants issued by Oncoclínicas that assure Unity's shareholders the subscription of a certain number of shares issued by Oncoclínicas, subject to any conditions established in the Agreement and/or the warrants. The agreed upon structure meets the best interest of the Corporations and their shareholders.

7. Exchange Ratio, Securities to be allocated to Unity Shareholders and Rights over Securities

- 7.1. The exchange ratio was freely negotiated and agreed upon between the Corporations, reflecting the respective analyses of the Corporations and the nature of their business within a set of economic, operational and financial assumptions. The Corporations are independent parties and have established the share exchange ratio based on parameters used in this type of transaction. For the evaluation of Unity, a study was prepared by Oncoclínicas based on Unity's financial projections, to which potential synergies that may be captured within the scope of the Transaction were incorporated. In the case of Oncoclínicas, since it is a corporation listed on B3, its market value at the time of the negotiation was used as reference.

- 7.2. For purposes of the Merger of Shares, the shares issued by Unity will be considered as being of the same class, since the consummation of the Merger of Shares will result in the automatic conversion from the series B common shares issued by Unity into series A common shares on a one-for-one basis, without any impact on the exchange ratio agreed upon by the Corporations.

- 7.3. In view of the foregoing, in lieu of Seven Million, Four Hundred and Forty-Eight Thousand, Six Hundred and Seventy-Six (7,448,676) series A common shares and Three Million, Nine Hundred and Ninety-Seven Thousand, Three Hundred and Ninety-Nine (3,997,399) series B common shares issued by Unity held by the Unity Shareholders, after the Acquisition and the Merger of Shares, the Unity's Shareholders will receive on the Effective Date:

- (a) Seven Million, Eight Hundred and Twenty-Seven Thousand, Five Hundred and Ninety-Four (7,827,594) registered and book-entry common shares, with no par value issued by Oncoclínicas ("New Shares") at the issue price corresponding to the average price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction; and

- (b) one (1) warrant ("Warrant") for each of the seventy-seven (77) Unity's Shareholders, which shall (jointly) entitle them to subscribe up to Thirty-Seven Million, Six Hundred and Twenty-Eight Thousand, Seven Hundred and Three (37,628,703) registered, book-entry common shares issued by Oncoclínicas ("Warrant Shares"). The issue price of the Warrants will be equal to the number of shares to which they entitle to subscribe, multiplied by the average price of the common shares issued by Oncoclínicas at the closing of the trading day immediately preceding the date of closing of the Transaction. The Warrants Shares are allocated to each of the seventy-seven (77)



warrants in proportion to the number of shares held by Unity's Shareholders in Unity's capital on the date of the Extraordinary General Meeting of Oncoclínicas and the Extraordinary General Meeting of Unity, and the Warrants Shares will be issued by Oncoclínicas to the extent the Warrants are exercised, subject to their terms and conditions.

- 7.3.1. In both cases of items (a) and (b), the maximum amount of the capital increase resulting from the Merger of Shares shall be subject to the capital increase to be ratified by the Board of Directors under Clause 4.3.
- 7.3.2. Under Clause 2.3 above, and if the Merger of Shares is approved, Oncoclínicas may issue Forty-Five Million, Four Hundred and Fifty-Six Thousand, Two Hundred and Ninety-Seven (45,456,297) registered and book-entry common shares, with no par value, considering the issuance of New Shares and the issuance of all of the Warrant Shares, to the extent the Warrants are exercised.
- 7.4. The New Shares and the Warrant Shares, when issued, shall have the same rights ascribed to the common shares issued by Oncoclínicas traded on B3, under the code ONCO3, at the time of the respective issuances, and the Unity's Shareholder will be fully entitled to all political and economic rights, including dividends and capital remuneration that may be declared by Oncoclínicas after their issuance.
- 7.5. The exact quantity of New Shares and Warrant Shares will be adjusted respectively on the Effective Date, as well as on the exercise date of each of the Warrants, as a result of a reverse split, split of shares, bonus and/or similar corporate event occurred until said date and that changes the capital structure of Oncoclínicas, thus ensuring the proportionality and economic rationale of the numbers and values established to define the value of New Shares and Warrant Shares, as well as ensuring that the Unity Shareholders will not be treated differently from the other shareholders of Oncoclínicas. For the avoidance of doubt, there will be no adjustment as a result of capital increases and corporate transactions (including merger, spin-off, incorporation or merger of shares), except capital increases through capitalization of reserves by issuing new shares.
- 7.6. The other terms and conditions of the warrants are set forth in **Exhibit A** to this Protocol and Justification.

### 3. Evaluation of Unity's Shares

- 3.1. Oncoclínicas' officers have appointed Apsis Consultoria Empresarial Ltda. ("Evaluation Company") as the specialized company responsible for the evaluation of the shares issued by Unity to be merged into Oncoclínicas as a result of the transaction described in this Protocol and Justification. The appointment described herein is subject to ratification by Oncoclínicas' shareholders at the Extraordinary General Meeting of Oncoclínicas that will resolve on the Merger of Shares.
- 3.2. The Evaluation Company performed the economic-financial evaluation of the shares issued by Unity on December 31, 2021 ("Base Date"), by the market valuation method (future profitability methodology). As a result of its evaluation, considering all information and documents requested from the Corporations' managements, as well as the information available to the public in general and the evaluator's own, as necessary to perform the evaluation, the Evaluation Company delivered to Oncoclínicas the respective evaluation report, which is attached as **Exhibit B** to this Protocol and Justification ("Evaluation Report").

- 3.3. The Evaluation Company and its professionals responsible for the evaluation have declared (i) that they have no interest, direct or indirect, in the Corporations or the Merger of Shares, as well as that there are no relevant circumstances in relation to the Evaluation Company that may characterize conflict of interests and (ii) that no shareholder or manager of the Corporations (a) directed, limited, hindered or practiced any acts that have or may have impaired the access, use or knowledge of information, assets, documents or work methodologies relevant to the quality of their respective conclusions, (b) restricted, in any way, their ability to determine the conclusions presented independently, or (c) determined the methodologies used for the preparation of the Evaluation Report.
- 3.4. The Merger of Shares will not terminate Unity, which will remain in activity as a wholly-owned subsidiary of Oncoclínicas. Therefore, the equity variations occurred in Unity between the Base Date and the date on which the Merger of Shares becomes effective will remain accounted for in Unity and, as of the closing of the Transaction, they will be fully consolidated in Oncoclínicas' financial statements.
- 3.5. The Evaluation Report was prepared in compliance with article 8 of Law no. 6,404/76 and will not alter the exchange ratio negotiated by the Corporations. For the avoidance of doubts, the Corporations agree that the exchange ratio indicated in Clause 2.3 above will not be altered. However, the issue price of the New Shares and Warrants shall follow the metrics indicated in Clause 4.3.

4. Corporations' Share Capital

- 4.1. On this date, Unity's capital stock is One Hundred and Twenty-Eight Million, Five Hundred and Thirty-Eight Thousand, One Hundred and Sixty-Nine Brazilian Reais and Fifty-One cents (R\$ 128,538,169.51), divided into Seven Million, Four Hundred and Forty-Eight Thousand, Six Hundred and Seventy-Six (7,448,676) Series A registered and Common Shares, with no par value, and Three Million, Nine Hundred and Ninety-Seven Thousand, Three Hundred and Ninety-Nine Series B registered, Common Shares, with no par value, distributed among its shareholders as follows:

Shareholder	Series A Common Shares	Series B Common Shares	% of Share Capital
Fundo de Investimento em Participações Vocatus Multiestratégia – FIP Vocatus	-	3,997,399	34.92%
Individual Shareholders	7,448,676	-	65.08%
<b>TOTAL</b>	<b>7,448,676</b>	<b>3,997,399</b>	<b>100%</b>

- 4.1.1. Immediately following the Acquisition, Unity's common shares will be held as follows:

Shareholder	Series A Common Shares	Series B Common Shares	% of Share Capital
Oncoclínicas	2,979,470	1,598,960	40.00%

Shareholder	Series A Common Shares	Series B Common Shares	% of Share Capital
Fundo de Investimento em Participações Vocatus Multiestratégia – FIP Vocatus	-	2,398,439	20.95%
Individual Shareholders	4,469,206	-	39.05%
<b>TOTAL</b>	<b>7,448,676</b>	<b>3,997,399</b>	<b>100.00%</b>

- 4.1.2. Unity's share capital will not change as a result of the Merger of Shares.
- 4.2. On this date, the share capital of Oncoclínicas is Two Billion, Two Hundred and Seven Million, One Hundred and Thirty-Four Thousand, Seven Hundred and Ninety-Three Brazilian Reais and Sixteen cents (R\$ 2,207,134,793.16), divided into Four Hundred and Ninety-Five Million, Three Hundred and Fifty-Seven Thousand, Seven Hundred and Twenty-Three (495,357,723) registered and book-entry common shares, with no par value.
- 4.3. As a result of the Merger of Shares, on the Effective Date, the Oncoclínicas' share capital will be increased based on the average price of the common shares issued by Oncoclínicas at the closing of the trading day immediately preceding the date of closing of the Transaction, multiplied by the maximum number of shares that may be subscribed by the Unity's Shareholders (including the shares that may be subscribed as a result of the exercise of the Warrants), limited to the maximum amount of Six Hundred and Ninety-Nine Million, Nine Hundred and Twenty-Two Thousand, One Hundred and Forty-Three Reais (R\$ 699,922,143.00), and the amount of the capital increase shall be ratified at a meeting of the Corporation's Board of Directors, which shall allocate to the capital reserve a percentage of eighty-two point seventy-eight (82.78%) of the capital increase ratified by the Board of Directors, with the issuance of the New Shares and the Warrants. After the consummation of the Merger of Shares, Oncoclínicas share capital may be up to Two Billion, Nine Hundred and Seven Million, Fifty-Six Thousand, Nine Hundred and Thirty-Six Brazilian Reais and Sixteen cents (R\$2,907,056,936.16), divided into 503,185,317 (five hundred and three million, one hundred and eighty-five thousand, three hundred and seventeen) registered, book-entry common shares with no par value.
- 4.4. Under no circumstances the amount of the capital increase to be ratified by the Board of Directors of Oncoclínicas shall exceed the total amount approved by the Extraordinary General Meeting of Oncoclínicas called pursuant to Clause 6.1(b) of this Protocol and Justification.
- 4.5. Upon the Merger of Shares, all shares issued by Unity will be owned by Oncoclínicas, and Unity will become a wholly-owned subsidiary of Oncoclínicas.
5. Amendments to the By-laws

If the Merger of Shares is implemented, the caption of Article 5 of Oncoclínicas By-laws shall be amended to reflect the capital increase under Clause 4.3 of this Protocol and Justification, provided that the amendment to the by-laws to register the new structure of the share capital as a result of the Merger of Shares will be subject to the first general meeting of Oncoclínicas after the closing of the Transaction.

6. Corporate Acts and Right of Withdrawal

6.1. The following corporate acts and/or steps shall be taken for the Merger of Shares to become effective:

- (a) Extraordinary General Meeting of Unity to, among other matters (i) approve the Merger of Shares pursuant to the terms and conditions of this Protocol and Justification; and (ii) the practice, by Unity's managers, of the acts necessary to give effect to the Merger of Shares, including the subscription of shares within the scope of Oncoclínicas' capital increase, and, after the Acquisition, the effective transfer of all common shares owned by Unity's Shareholders to Oncoclínicas.
- (b) Extraordinary General Meeting of Oncoclínicas to, among other matters (i) approve the proposal of the Merger of Shares, pursuant to the terms and conditions of this Protocol and Justification; (ii) consider and ratify the appointment of the Evaluation Company responsible for evaluating the shares issued by Unity to be merged into Oncoclínicas, as well as for preparing the respective Evaluation Report (iii) approve the Evaluation Report; (iv) approve the increase of Oncoclínicas' share capital and the issuance of New Shares; and (v) approve the issue of the Warrants; and
- (c) Verification or waiver of the Precedent Conditions set forth in the Agreement, in particular the approval of the Transaction by the Administrative Council for Economic Defense - CADE (Brazilian Antitrust Authority) and implementation of the acts of closing set forth in the Agreement.

6.1.1. The Merger of Shares and the Evaluation Report shall assume that Unity's shareholding position will be that immediately following the Acquisition, considering, therefore, the distribution of its share capital, as set forth in Clause 4.1 above. In this sense, upon the Merger of Shares, the shares held by Unity Shareholders, representing sixty percent (60%) of Unity's share capital immediately following the Acquisition, will be owned by Oncoclínicas, which will already be a shareholder of Unity at the time of the Merger of Shares, holder of forty percent (40%) of Unity's share capital.

6.2. There shall be no right of withdrawal to the Unity Shareholders, considering that all Unity Shareholders have already irrevocably and irreversibly undertook, upon execution of the Agreement and/or the respective joinder agreement, to vote in favor of the Merger of Shares under the terms and conditions of this Protocol and Justification, so that there shall be no Unity Shareholder dissenting from such resolution.

6.3. Upon Merger of Shares, the shareholders holding common shares of Oncoclínicas who are dissenting from the resolution concerning the approval of the Merger of Shares and who demonstrably were holders of common shares issued by Oncoclínicas on the date of disclosure of the material fact regarding the Transaction on March 7, 2022 will be entitled to withdrawal ("Right of Withdrawal").

6.3.1. For the purposes of exercising the Right of Withdrawal, the shareholders who reject or refrain in the respective resolution on the Merger of Shares, as well as those who do not attend the Extraordinary General Meeting referred to in Clause 6.1(b) shall be deemed as dissenting shareholders, provided that they expressly state their intention within thirty (30)

- days from the date of publication of the minutes of said Extraordinary General Meeting that approves the Merger of Shares, pursuant to article 230 of the Brazilian Corporation Law.
- 6.3.2. The Right of Withdrawal must be exercised in relation to the totality of shares, therefore, it is not permitted to exercise it over part of the shares held by the dissenting shareholder.
- 6.3.3. The refund amount for dissenting shareholders of Oncoclínicas shall be One Brazilian Real and Sixty-Seven cents (R\$ 1.67) per share, calculated based on the equity book value, according to the financial statements for the fiscal year ended December 31, 2020, approved at the annual and extraordinary general meeting of Oncoclínicas held on May 7, 2021. Considering that the resolution on the Merger of Shares will take place more than sixty (60) days after the date of the financial statements for the fiscal year ended December 31, 2020, the dissenting shareholders shall have the right to request, together with the refund, the preparation of a special balance sheet, pursuant to article 45, paragraph 2 of the Brazilian Corporation Law. In this event, Oncoclínicas will immediately pay eighty percent (80%) of the refund amount calculated based on the last balance sheet and, once the special balance sheet is prepared, will pay the balance within one hundred and twenty (120) days from the date of the general meeting's resolution.
- 6.3.4. The refund of the amount of the shares shall only be ensured in relation to the shares that the shareholder of Oncoclínicas has uninterruptedly and demonstrably held since the date of the disclosure of the material fact about the Transaction on March 7, 2022, provided that the shares acquired after this date shall not entitle their holders to the Right of Withdrawal, pursuant to article 137, paragraph 1 of the Brazilian Corporation Law.
- 6.3.5. The payment of the refund to the shareholders shall be made after the Effective Date, therefore, subject to the consummation of the Transaction. Oncoclínicas shall inform the date on which the effective payment will be made, subject to the rules set forth in the Brazilian Corporation Law in case of request for special balance sheet.

## 7. Miscellaneous

- 7.1. Dependent Business. This Protocol and Justification is executed in the context of the Transaction, as per information disclosed by Oncoclínicas in material facts dated September 30, 2021, November 23, 2021 and November 24, 2021. The events described in this Protocol and Justification, as well as the other related matters submitted to the Corporations' shareholders in the Extraordinary General Meetings that resolve on this Protocol and Justification and the Merger of Shares are legal transactions that depend on each other, and it is the Corporations' intention that one transaction shall not be effective without the others also being effective.
- 7.2. Ownership Interests. Oncoclínicas does not hold ownership interest in Unity, and Unity does not hold ownership interest in Oncoclínicas, so they are not subject to the system of Article 264 of the Brazilian Corporation Law (since the Acquisition and the Merger of Shares will be implemented on the same day).
- 7.3. No Succession. Upon completion of the Merger of Shares, Oncoclínicas will not absorb Unity's properties, rights, assets, obligations and liabilities, and Unity will maintain its full legal personality, and there will be no succession.

- 7.4. Documents. This Protocol and Justification, the Evaluation Report and all other documents and information required by CVM Ruling No. 481, of December 17, 2009 and by CVM Ruling No. 565, of June 15, 2015, shall be available on the websites of the CVM ([www.gov.br/cvm](http://www.gov.br/cvm)) and B3 ([www.b3.com.br](http://www.b3.com.br)), as well as at the Companies' headquarters and on the website of Oncoclínicas ([ri.grupooncoclinicas.com](http://ri.grupooncoclinicas.com))
- 7.5. Submission to Authorities. The Transaction is subject to approval by the Administrative Council for Economic Defense - CADE, according to the terms of the applicable legislation.
- 7.6. Costs. The costs and expenses that may be incurred for consummation of the Merger of Shares refer to fees and expenses spent with the legal advisors, auditors and external consultants.
- 7.7. Law. This Protocol and Justification shall be governed by and construed in accordance with the Brazilian law.
- 7.8. Dispute Resolution. The Corporations hereby agree to use their best efforts to amicably settle any disputes arising out of this Protocol and Justification or related to it, including as to its existence, validity, effectiveness, interpretation, enforcement and/or termination, involving, including, its successors under any title ("Disputes"), by means of negotiations in good faith, within twenty (20) calendar days, counted as from the receipt of notification about the existence of the Dispute. However, regardless of the provisions of this item, and even before the end of the aforementioned term, the Corporations may submit any and all Disputes to arbitration, as provided for in the clauses below.
- 7.9. Arbitration. All Disputes shall be finally settled by arbitration, pursuant to Law No. 9,307/1996, in proceedings administered by the Market Arbitration Chamber - CAM B3 ("Arbitration Center"), in accordance with its arbitration rules in force on the date of protocol of the request for arbitration ("Rules") and in accordance with the terms and conditions of this Clause 7.9.
- 7.9.1. The arbitration shall be held in the City of São Paulo, State of São Paulo, where the arbitration award shall be rendered. The arbitrators are prohibited from ruling on an equitable basis. The arbitration shall be conducted in the Portuguese language.
- 7.9.2. The arbitral tribunal shall consist of three (3) arbitrators. The claimant(s), on the one hand, shall jointly appoint one (1) arbitrator, and the respondent(s), on the other hand, shall jointly appoint a second arbitrator. The two arbitrators jointly appointed by the parties to the arbitration shall jointly appoint a third arbitrator to act as President of the arbitral tribunal ("Arbitral Tribunal"), pursuant to the Rules. Should the two (2) arbitrators jointly appointed by the Parties fail to appoint the third arbitrator within the respective terms established under the Rules, the President of the Arbitral Tribunal shall be appointed according to the procedures established under the Rules. In the event of arbitration proceedings in which (i) a group of claimants or a group of respondents fails to appoint a co-arbitrator in a timely manner or (ii) there are three (3) or more parties and such parties have not agreed in writing that they represent both the claimants and respondents of the dispute, such as a group of claimants, on the one hand, and a group of respondents, on the other hand, then, as a consequence of both circumstances, the President of the Arbitration Center may appoint each of the members of the arbitral tribunal and designate one of them to act as President of the tribunal, pursuant to the Rules of the Arbitration Center. The arbitrators shall have experience in Brazilian law.



- 7.9.3. The decisions of the Arbitral Tribunal shall be final and binding upon the parties to the arbitration and their successors under any title.
- 7.9.4. Each party to the arbitration proceedings shall bear the fees and expenses incurred by its own attorneys and experts throughout the proceedings, pursuant to the Rules. The unsuccessful party or parties to the arbitration shall pay the fees and expenses of the arbitrators and the Arbitration Center according to the terms and in the proportion decided in the award, which may also order the losing party or parties to reimburse reasonable contractual attorneys' fees to the prevailing party or parties.
- 7.9.5. Judicial assistance may be requested exclusively for: (i) precautionary measures and urgent reliefs sought prior to the constitution of the Arbitration Tribunal; (ii) the enforcement of any decision rendered by the Arbitration Tribunal, including partial awards or the final award; (iii) the annulment action provided for in Article 32 of Law No. 9,307/1996; (iv) disputes which, under Brazilian Laws, cannot be resolved by arbitration; and (v) any other judicial measures permitted by Law No. 9,307/1996. For such purposes, the Parties elect the courts of the City of São Paulo, State of São Paulo, to settle such matters, to the exclusion of any other, however privileged it may be. After the constitution of the Arbitral Tribunal, the precautionary measures shall be sought to the Arbitral Tribunal, which may review the measures eventually granted or denied by judicial authorities before the constitution of the Arbitral Tribunal. The request of any judicial measures allowed by Law No. 9,307/1996 shall not be considered a waiver to the rights provided in this clause or to arbitration.
- 7.9.6. Before the execution of the arbitration term and according to the Rules, the President of the Arbitration Center, upon request of one of the parties to the arbitration, shall be competent to decide on the consolidation of simultaneous arbitration proceedings involving (i) any of the Parties and the Corporation, even if not all of them are parties to both proceedings; and (ii) this Protocol and Justification and/or other instruments related and executed by the Parties, the Corporation and their respective successors. After the execution of the arbitration agreement, the Arbitration Court will have jurisdiction over consolidation of simultaneous arbitration proceedings based on this or on any other instrument executed between the Parties to this Protocol and Justification, provided that (a) the arbitration clauses are compatible; and (b) the consolidation does not result in damages to one of the Parties. The first arbitral tribunal constituted will have jurisdiction over consolidation, and its decision shall be binding upon all parties to the arbitrations.
- 7.9.7. The arbitral proceedings shall be kept confidential and their elements (including the arguments of the parties to the arbitration proceedings, evidence produced, reports, other statements of third parties, as well as all documents or information submitted or exchanged in the course of the arbitral proceedings) shall only be disclosed to the Arbitral Tribunal, the parties to the arbitral proceedings, their attorneys and any person necessary for the arbitral proceedings, except if the disclosure is deemed necessary for the fulfillment of the obligations imposed by the Applicable Law or by any Governmental Authority having jurisdiction over parties to the arbitral proceedings or their respective businesses or assets.
- 7.10. Irrevocability. This Protocol and Justification is irrevocable and irreversible, and the obligations undertaken by the Companies hereunder are also binding upon their successors in any title.

- 7.11. Entire Agreement. Any declaration by any court of nullity or ineffectiveness of any of the covenants contained in this Protocol and Justification shall not affect the validity and effectiveness of the other covenants, which shall be fully complied with, and the Corporations shall use their best efforts in order to validly adjust themselves to obtain the same effects of the covenant that has been annulled or has become ineffective.
- 7.12. Amendments. This Protocol and Justification may only be amended or modified by means of a written instrument signed by the Corporations.
- 7.13. Novation. The failure or delay of any of the Corporations to exercise any of its rights under this Protocol and Justification shall not be deemed a waiver or novation and shall not affect the subsequent exercise of such right. Any waiver shall be effective only if specifically granted and in writing.
- 7.14. Assignment. The assignment of any of the rights and obligations agreed upon in this Protocol and Justification is prohibited without the prior and express written consent of each one of the Corporations.
- 7.15. Capacity. Each Corporation signs this Protocol and Justification and states: (i) to be aware of the obligations arising out of this instrument and the legislation that governs this instrument; (ii) to have been assisted by attorneys and that, by virtue of their daily activities in the management of their respective companies, to have full understanding of all the terms and conditions of this instrument; and (iii) not to be subject to any exceptional economic or financial need and fully assume the charges and risks inherent to this instrument.
- 7.16. Enforcement Document. The Parties acknowledge that this instrument serves as an extrajudicial enforcement document for all purposes and effects of article 784, item III and article 497 et seq. of Law No. 13,105 of March 16, 2015 ("Brazilian Code of Civil Procedure") for all legal purposes.
- 7.17. Electronic Format. This Protocol and Justification is executed in electronic form, through the DocuSign platform, with or without the use of a digital certificate issued in the standard established by ICP-Brasil, and it is considered fully valid, in all its content, as of the affixing of the last signature, the information of which will be recognized by the Corporations in its integrity and authenticity, guaranteed by a cryptographic system, in accordance with article 10, paragraph 2 of Executive Order No. 2200-2/2001, as well as supervening legislation. The signatories declare to be the legitimate representatives of the Corporations and to have powers to execute this Protocol and Justification.

**IN WITNESS WHEREOF**, the Parties have executed this Protocol and Justification in a sole digital copy, together with two (2) witnesses identified below.

March 7, 2022

*[remainder of the page intentionally left blank]*



*Signature page to the Protocol and Justification of the Merger of Shares issued by  
Unity Participações S.A.  
into Oncoclínicas do Brasil Serviços Médicos S.A.  
executed on March 7, 2022*

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**UNITY PARTICIPAÇÕES S.A.**

By:

By:

Title:

Title:

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**ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**

By:

By:

Title:

Title:

Witnesses:

1. \_\_\_\_\_

Name:

CPF/ME:

2. \_\_\_\_\_

Name:

CPF/ME:

**Exhibit A****Warrant****"WARRANT - CERTIFICATE No. [●]"<sup>1</sup>**

**Issuer:** **ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**, a publicly-held corporation, enrolled with the National Register of Legal Entities of the Ministry of Finance (CNPJ/ME) under No. 12.104.241/0004-02, with its principal place of business at Avenida Presidente Juscelino Kubitschek, 510, 2 andar, in the City of São Paulo, State of São Paulo, CEP 04543-906, herein represented under its By-laws ("Oncoclínicas" or "Corporation").

**Holder:** [**Seller**], [**qualification**] ("Holder").

**1. AUTHORIZATION**

1.2. Warrant. This Warrant ("Warrant") is issued to the Holder, as resolved by the Corporation's shareholders at the Extraordinary General Meeting held on March 28, 2022. This certificate represents, constitutes and formalizes the issuance of one (1) Warrant in favor of the Holder, represented by this Certificate No. [●], of a single series ("Certificate").

1.3. Merger of Shares. The issue of this Warrant was approved under the merger into the Corporation of shares issued by Unity Participações S.A., a privately-held corporation, enrolled with the CNPJ/ME under No. 19.780.395/0001-10, with its principal place of business at Q SAUS Quadra 4, Bloco A, Sala 721 to 728, Asa Sul, in the City of Brasília, Distrito Federal, CEP 70070-040 ("Unity" and "Merger of Shares", respectively), pursuant to the Shares Purchase and Sale Agreement, Merger of Shares and Other Covenants entered into on November 23, 2021 among Fundo de Investimento em Participações Vocatus Multiestratégia, Alexandre Nonino, Jorge Vaz Pinto Neto, João Nunes de Matos Neto, Marco Murilo Buso, Michele Quacchio Machado, Gustavo de Castro Gouveia, Corporation, Unity, Josephina Fundo de Investimento em Participações Multiestratégia, Josephina II Fundo de Investimento em Participações Multiestratégia and Bruno Lemos Ferrari ("Agreement"). This Warrant was issued as a result of the Merger of Shares, and the preemptive right is expressly excluded pursuant to article 252, paragraph 1 of the Brazilian Corporation Law. This Warrant is subject to the terms and conditions set forth herein and the provisions of the Agreement.

1.3.1. Under the Agreement, as a result of the Merger of Shares, and subject to the exchange ratio between the Corporation's shares (as the merging Corporation) and Unity's shares (as the merged Corporation), as agreed between the Corporation and the Holder, the Holder will be entitled to this Warrant.

1.4. Defined Terms. All capitalized terms not specifically defined in this Warrant shall have the same meaning ascribed to them in the Agreement.

**2. SHARE CAPITAL**

2.2. Share Capital. On this date, the Corporation's share capital, fully subscribed and paid-up, is Two Billion, Two Hundred and Seven Million, One Hundred and Thirty-Four Thousand, Seven Hundred and Ninety-Three

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<sup>1</sup> Some of the provisions of the Warrants may vary according to the nature of the relationship of the Holder with the Corporation, subject to the terms and conditions of the Agreement.

Brazilian Reals and Sixteen cents (R\$ 2,207,134,793.16), divided into Four Hundred and Ninety-Five Million, Three Hundred and Fifty-Seven Thousand, Seven Hundred and Twenty-Three (495,357,723) registered, book-entry common shares, with no par value. Each common share entitles its holder to one (1) vote at the Corporation's General Meetings. The Corporation's duration is indefinite.

2.3. Authorized Capital. The Corporation is authorized to increase its share capital by resolution of the Board of Directors, regardless of an amendment to its By-laws, up to the limit of Two Hundred and Two Million, Five Hundred and Twenty-Nine Thousand and One Hundred (202,529,100) common shares, pursuant to Article 5, Fifth Paragraph of its By-laws.

### 3. CONDITIONS, DATE AND TERM OF EXERCISE

3.2. Warrant. Subject to the provisions hereof, this Warrant will entitle the Holder to subscribe up to [●] common shares issued by the Corporation ("Warrant Shares"). In the event of split or reverse split of the common shares issued by the Corporation between the date of issuance of this Warrant and its exercise by the Holder, the balance of Warrant Shares will be increased or reduced proportionally to such event, as the case may be.

3.2.1. In order to avoid distortions in the Agreement and in the Warrants Shares, the exact number of Warrants Shares will be adjusted respectively at the time of each exercise of the Warrants Tranches, as a result of a split, reverse split, bonus and/or similar corporate event occurred until such date and that changes the capital structure of the Corporation, thus ensuring the proportionality and economic rationale of the numbers and values established in the Agreement, as well as ensuring that the Holder will not be treated differently from the other shareholders of the Corporation. For the avoidance of doubt, no adjustments will be made as a result of capital increases and corporate transactions (including merger, spin-off, incorporation or merger of shares), except capital increases through capitalization of reserves by issuing new shares.

3.3. Conditions for the Exercise of the Warrants. The Warrant may be exercised by the Holder, for subscription and receipt of the Warrant Shares, in one or more times, partially or fully (i.e., fully only within the scope of item "(iii)" below) upon payment of an exercise price of one Brazilian Real (R\$1.00) per Tranche (as defined below), subject to the following schedule and the provisions of this Chapter 3:

- (i) after the period of twelve (12) months counted as from this date and provided that no Event of Non-Payment of the Warrant Portion has occurred, the Holder may exercise his Warrant to subscribe and receive one-third (1/3) of the Warrant Shares to which he is entitled, subject to any deductions under this Certificate ("1st Tranche");
- (ii) after a period of twenty-four (24) months counted as from this date and provided that no Event of Non-Payment of the Warrant Portion has occurred, the Holder may exercise his Warrant to subscribe and receive one-third (1/3) of the Warrant Shares to which he is entitled, totaling a cumulative amount of two-thirds (2/3) of the Warrant Shares to which he is entitled, subject to any deductions under this Certificate ("2nd Tranche"); and
- (iii) after the period of thirty-six (36) months counted as from this date, and provided that no Event of Non-Payment of the Warrant Portion has occurred, the Holder may exercise his Warrant to subscribe and receive one-third (1/3) of the Warrant Shares to which he is entitled, totaling a cumulative amount of three thirds (3/3) of the Warrant Shares to which he is entitled, subject to any deductions under this Certificate ("3rd Tranche" and, together with the 1st Tranche and the 2nd Tranche, the "Tranches" or "Tranche", when referred to individually).

3.3.1. The right to exercise this Warrant will lose its effectiveness and validity if not exercised within the terms and deadlines set forth herein.

3.4. Procedure for Exercise of the Warrants. In the event of each one of the conditions of the sub items of Clause 3.2 above, the Holder will have up to sixty (60) Business Days counted as from the exercise date of the

respective Tranche to exercise the right to subscribe the respective Warrant Shares. After this term, the Holder (i) with respect to the 1st and 2nd Tranches, shall wait for the event of the consecutive Tranche in order to exercise his subscription right with respect to the last Tranche, or (ii) with respect to the 3rd Tranche, shall lose his subscription right.

3.4.1. In order to exercise this Warrant by the Holder, and provided that pursuant to Clause 3.2 above, the Holder shall send a notification to the Corporation informing, for each Tranche, about the exercise of his subscription right as of fifteen (15) days prior to the first day in which the periods set forth in the sub items of Clause 3.2 above are verified ("Exercise Notice"), whereby the Warrant Shares shall be issued by means of a capital increase of the Corporation, which may be ratified within the Corporation's authorized capital, without any condition, and, consecutively registered in the name of the Holder within fifteen (15) business days after the sending of the Exercise Notice.

3.4.2. The exercise of the Warrant will not be subject to any corporate resolution of the Corporation, either approval in general meeting of shareholders or meeting of the board of directors, provided that the Corporation shall, within fifteen (15) days after the sending of the Exercise Notice, perform the appropriate corporate acts for the ratification of the issuance of the Warrant Shares.

3.5. Issue Price. Because it was assigned to the Holder within the scope of the Merger of Shares and is contemplated in the respective exchange ratio, the issue price of this Warrant shall correspond to the number of shares to which it entitles the holder to subscribe, multiplied by the average price of the common shares issued by the Corporation at the close of the trading day immediately preceding the date of closing of the Transaction. The holder recognizes that the issue price of this Warrant, together with the shares issued in the Merger of Shares, will be limited to the maximum amount of the capital increase resulting from the Merger of Shares, to be ratified by the Board of Directors of Oncoclínicas.

3.6. Exercise Price. The exercise price of this Warrant will be One Brazilian real (R\$ 1.00) per Tranche, and no additional payment will be due from the Holder, since, upon approval of the Merger of Shares, all shares issued by Unity owned by the Holder were transferred to the Corporation's equity.

3.7. Trading; Transfer. The Warrant may not at any time be traded or transferred by the Holder or in any way be subject to any liens, encumbrances, guarantees of any kind, easements, options, conditional sale agreements, reservations, demands, debts, doubts, fiduciary assignments, beneficial ownership, charges or other liens or restrictions of any nature, however special they may be ("Encumbrances"), or the promise to trade, transfer or Encumbrances, except in the following cases (each case, a "Permitted Transfer"):

(i) when the transfer is made by the Holder to a corporation in which the Holder holds an equity interest of one hundred percent (100%) of the share capital and provided that such corporation is a holding corporation that does not conduct business or other activities other than holding shares or other equity interest in the Corporation and whose corporate purpose is limited to such activity or investment fund in which the Holder holds one hundred percent (100%) of the shares; and/or

(ii) when the transfer is due to succession "causa mortis" and/or statement of the Holder's absence and provided that for his necessary heirs.

3.7.1. The Holder shall notify the Corporation in writing of the occurrence of a Permitted Transfer, accompanied by the respective evidence of compliance with the requirements of Clause 3.6 (i) and (ii) above and information on the new Holder.

3.7.2. In the event of death or permanent disability of the Holder, his respective successor(s) or guardian(s), as applicable, may exercise the rights related to this Warrant, in accordance with its terms and conditions and subject to the schedule set forth in the sub items of Clause 3.3 above, according to the provisions set forth in Clause 3.6.1 above.

3.8. Event of Non-Payment of the Warrant Portion. For the purposes of this Certificate, "Events of Nonpayment of the Warrant Portion" will be considered:

- (i) the occurrence of violation or breach by the Holder of the Code of Medical Ethics (CFM Resolution No. 2,217 of September 27, 2018) and that results in permanent suspension of the professional practice by decision in an administrative proceeding not subject to administrative appeal; and/or
- (ii) the failure of the Holder to comply with the Non-Contracting - Warrant Portion and Non-Compete - Warrant Portion commitments, as defined in this Exhibit I to this Certificate; and/or
- (iii) any conviction of the Holder by trial court for (a) intentional crimes related to the medical activities developed by the Holder; and/or (b) violation of the Anti-Corruption Laws in effect.

3.8.1. Upon occurrence of an Event of Non-Payment of the Warrant Portion, the Corporation will not be required to deliver the Warrant Shares of the period immediately following the date in which such event occurred. For exemplification purposes, upon occurrence of an Event of Non-Payment of the Warrant Portion between the twelfth (12th) and the twenty-fourth (24th) month after this date, regardless of whether the Holder has already exercised the 1st Tranche or not, the Holder will no longer be entitled to the 2nd Tranche and the 3rd Tranche, which will be automatically cancelled and will be lawfully terminated in relation to the Holder, it being understood, however, that the Warrant will remain valid and in force in relation to the 1st Tranche.

3.8.2. Upon occurrence of an Event of Non-Payment of the Warrant Portion under the Clause 3.8(iii) above, the Warrant may not be exercised until the final and non-appealable decision of the conviction that gave rise to such Event of Nonpayment of the Warrant Portion, provided that, in the event of a final and non-appealable decision in favor of the Holder, which does not convict him of (a) intentional crimes related to the medical activities developed by the Seller in question, or (b) violation of the Anti-Corruption Laws in effect, the Holder may then exercise the Warrant, subject to the provisions of Clause 3.3 and 3.3 above.

3.9. Reduction in the Number of Warrant Shares. Without prejudice to the provisions of Clause 3.7 above and under the Agreement, the Holder agrees that the number of Warrants Shares may be reduced for deduction of (i) the Price Adjustment amount, under Clause 2.4.6 of the Agreement, (ii) any amounts which may be indemnified by the Holder to the Corporation ("Indemnifiable Amounts") under Clause 7.12.1 of the Agreement, and (iii) other amounts which may be proven to be due by the Holder to the Corporation.

3.9.1. Pro Rata Reduction. The reduction in the number of Warrant Shares, as provided for in Clause 3.9 above, will occur on a pro rata basis, as applicable, between the Holder and the other Sellers, based on their respective interest in the share capital of Unity on the date of issuance of this Warrant.

3.9.2. Disproportionate Reduction. Exclusively in relation to the Indemnifiable Amounts due to the Corporation as a result of the indemnification obligations provided for in Clauses 7.1(i) and (ii) of the Agreement or of any individual amounts due by a certain Holder to the Corporation, the reduction in the number of Warrant Shares will occur only in relation to the Holder in question, pursuant to Clause 7.1.2 of the Agreement.

3.9.3. Timing of the Reduction in the Number of Warrants Shares. Except for the adjustment in the number of Warrant Shares due as a result of any Price Adjustment in favor of the Corporation, in which case the respective reduction shall necessarily take place at the time of exercise of the Warrant Shares issued in the 1st Tranche, the other deductions due under the Agreement will imply in the adjustment of the number of Warrants Shares issued in the Tranche immediately after the date in which the respective values became due.

3.9.4. Reduction Amount. The number of Warrants Shares that may be reduced will be calculated by dividing the amounts due by the Holder to the Corporation, pursuant to Clause 3.9 above, by value of the average closing price of the Corporation's shares on B3 S.A. - Brasil, Bolsa, Balcão - in the thirty (30) trading days immediately prior to the exercise date of each Tranche by the Holder, pursuant to Clause 3.4. Any share fraction will be rounded down and no Warrant Shares will be cancelled to make up the share fraction resulting from the calculation set forth in this Clause.

3.10. Suspension of Exercise of Warrant Shares. In the event of a Notice of Indemnification and/or a Third Party Claim (as defined in the Agreement) whose potential Indemnifiable Loss has not yet been definitively resolved under the Agreement ("Potential Contingency"), the Corporation will be entitled to suspend the exercise of this Warrant with respect to the Warrant Shares that correspond to the potential amount owed by the Holder to the Corporation ("Restricted Shares"), under the Clauses 3.9.1 and 3.9.2 below, until such amount actually becomes an Indemnifiable Loss due under the Agreement, provided that (a) if it is finally and irrevocably determined, under the Agreement, that such amount is due by the Holder to the Corporation, the Holder shall lose the right to exercise this Warrant with respect to the Restricted Shares under the Agreement and to the extent necessary to offset such amount and (b) in case it is finally and irrevocably determined, under the Agreement, that such amount is not due by the Holder to the Corporation, the Holder will be entitled to receive the totality of the Restricted Shares. Also, if under the terms of this Clause the Holder is again entitled to the Restricted Shares or there is a positive balance resulting from the difference between the final amount due and the amount corresponding to the Restricted Shares, the Corporation shall issue said Warrant Shares within ten (10) business days after the release of the Restricted Shares.

3.10.1. In case the Potential Contingency is classified with loss prognosis by the law firm responsible for the defense of such Potential Contingency as probable, the Corporation may withhold Warrant Shares representing one hundred percent (100%) of the amount in dispute. In case the Potential Contingency is classified with loss prognosis by the law firm responsible for the defense of such Potential Contingency as possible, the Corporation may withhold Warrant Shares representing fifty percent (50%) of the amount in dispute. In case the Potential Contingency is classified with loss prognosis by the law firm responsible for the defense of such Potential Contingency as remote, the Corporation may not withhold Warrant Shares.

3.10.2. The number of Warrant Shares to be withheld under this Clause 3.10 will be calculated pursuant to Clause 3.9.4 above.

3.11. Liquidity Event. Notwithstanding the schedule provided for in Clause 3.2 above, in the event that, prior to the expiration of the period of twelve (12) months set forth in Clause 3.3(i), the current Controlling Shareholders of the Corporation wish to dispose of shares issued by the Corporation by means of a private disposal or by means of a public offering for distribution of shares issued by the Corporation ("Liquidity Event"), the Holder may accelerate the exercise of its Warrant for subscription of the number of Warrant Shares necessary to enable it to participate in such Liquidity Event on a pro rata basis to the Corporation's current Controlling Shareholders, limited to the totality of the Warrant Shares that could be subscribed for in the 1st Tranche. In case the Liquidity Event occurs prior to the Closing Date, the acceleration set forth in this Clause may be made on the Closing Date. For the avoidance of doubt, the schedules set forth in 2nd and 3rd Tranches shall be maintained even in the event of acceleration of the exercise of the portion of the 1st Tranche Warrant Shares.

3.12. Notwithstanding the schedule set forth in Clause 3.3, in the event that the Corporation's shares are subject to a tender offer for acquisition of shares (OPA) for any reason during the period of exercise of the Warrant, the exercise of the immediately following Tranche shall be automatically accelerated in order to allow the Holder to exercise the Warrant for subscription of the total number of Warrant Shares of the Tranche in question, so that the Holder may participate in such tender offer for acquisition of shares (OPA). For the avoidance of doubt, in case such tender offer for acquisition of shares (OPA) takes place on the thirteenth (13<sup>th</sup>) month subsequent to this date, the Holder may exercise in advance the 2nd Tranche, thus totaling up to two thirds (2/3) of the total Warrant Shares, and the 3rd Tranche will be exercised according to the schedule set forth in Clause 3.3(iii).

3.13. For purposes of this warrant, the Corporation shall comply with the terms and conditions of the Agreement, in particular the provisions of its Clause 2.7.

#### **4. ISSUANCE OF WARRANT SHARES**

4.2 Subscription. The Warrant Shares, when issued, shall be subscribed by the Holder or by his duly appointed proxy (provided that he has previously informed the Corporation in writing and upon delivery

of the respective power of attorney) and will be registered by the financial institution in charge of the custody and bookkeeping of the shares issued by the Corporation on behalf of the Holder.

4.3 Rights of the Warrant Shares. The Warrant Shares, when issued, will have the same rights granted to the common shares issued by the Corporation traded on B3, under the code ONCO3, at the time of the respective issues, and the Holder will fully participate in all benefits, including dividends and capital remuneration that may be declared by the Corporation after their issue.

## 5. MISCELLANEOUS

5.2. Without prejudice to the payment of the Additional Amount or Addition under the Agreement, this Warrant will not entitle the Holder to any of the rights (whether voting rights, distribution of dividends or other proceeds or distribution upon liquidation) applicable to a shareholder of the Corporation.

5.3. The Corporation shall register this Warrant in the Registration Book of Warrants.

5.4. Any notices or other communications that may be necessary shall be sent to the Corporation or to the Holder at the addresses indicated in the preamble above or other address that may be informed in writing to each of the parties in advance.

5.5. This Warrant is binding upon the Holder, the Corporation and their respective successors, and nothing in this Warrant shall be construed expressly or implicitly as, or shall confer upon any other person, any rights, benefits or remedies of any nature whatsoever under or by reason of this Warrant, except in the event of a Permitted Transfer.

5.6. The Corporation and the Holder agree that in the event of any conflict between the provisions and/or procedures set forth in this Warrant and the Agreement, the provisions and/or procedures set forth in the Agreement shall prevail.

5.7. The Corporation and the Holder acknowledge that this instrument serves as extrajudicial enforcement document for all purposes of article 784, item III and article 497 et seq. of Law No. 13,105/2015, as amended.

5.8. Any amendment, waiver or modification of any term or provision of this Warrant shall only be valid with the prior written consent of the Holder and the Corporation.

5.9. This Certificate is signed electronically, through the Docusign platform, with or without the use of a digital certificate issued under the standard established by ICP-Brasil, and will be deemed fully valid, in its entirety, as of the affixing of the last signature, the information of which will be recognized by the Corporation and by the Holder, in its integrity and authenticity, guaranteed by a cryptographic system, pursuant to article 10, paragraph 2, of Executive Order 2200-2/2001, as well as supervening legislation. The signatories declare to be the legal representatives of the Parties and have powers to sign this Certificate.

5.10. The provisions of this Warrant will be governed and interpreted according to the laws of the Federative Republic of Brazil. Any disputes or controversies arising out of this Warrant shall be settled in accordance with the procedures for dispute resolution set forth in Section XI of the Agreement.

This Warrant is issued in digital format and filed at the Corporation's headquarters.

[●] [●] 2022.

*(remainder of this page intentionally left blank)*



*(Signature Page to the Warrant - Certificate No. [•] of Oncoclínicas do Brasil Serviços Médicos S.A.)*

**ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**

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Name:

Title:

---

Name:

Title:

**[HOLDER]**

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## **Exhibit I**

The definitions set forth in this Exhibit relate **exclusively** to the exercise of the Warrant.

"Non-Contracting - Warrant Portion". From this date and during the Warrant exercise period, pursuant to Clause 2.5 of the Agreement and Clause 3.2 of the Warrant ("Warrant Restricted Period"), the Holder undertakes to refrain from, directly or indirectly (through Affiliates or any other person), persuading or attempting to attract, any (a) physician or person who is employed and/or hired at the managerial or executive management levels (including as service provider, consultant, employee, agent, partner, representative, officer or director) of the Corporation and its subsidiaries and/or Unity; and (b) physicians or directors (including as service provider, consultant, employee, agent, partner, representative, officer or director) of each of the Subsidiaries to leave their employment or terminate their contractual relationship with such entity for any reason or purpose, and shall also refrain from employing, directly or indirectly, on a contractual, temporary or non-contractual, salaried, statutory or self-employed basis, such persons, or assisting third parties to employ such persons at any title.

"Non-Compete - Warrant Portion". Subject to the Exceptions below, during the Warrant Restricted Period, the Holder and/or any Persons or companies that may succeed him, shall refrain from, directly or indirectly (through Affiliates or any other person), engaging commercially, rendering consulting or other services of any nature (including medical clinic), making any loan and/or participating, directly or indirectly, including as a partner, shareholder, administrator, director, officer employee, service provider, employee, freelancer, representative or in any other way, in the municipalities in which the Corporation, Unity and each of their respective subsidiaries operate, directly or indirectly, any activity focused on the sector of hospitals (oncologic or general), outpatient infusion centers, medical clinics exclusively in the areas of oncology, chemotherapy, oncologic surgery, radiotherapy, hematology and hemotherapy (excluding blood bank).

Exception to the Non-Compete Obligation - Warrant Portion. The Holder will not be prohibited to (i) perform any academic and research activities exclusively in a university or teaching environment; or (ii) (a) practice any activity of rendering medical services in one's own office or outpatient and in the Brazilian Unified Health System (SUS), including, oncological medical services, as a liberal professional, and (b) the professional and corporate relationships listed in **Exhibit 1.1 D (I)** of the Agreement ("Authorized Relationships"), provided that the level of commitment to the Corporation, Unity and/or their respective subsidiaries, as applicable, is maintained in accordance with the current levels of commitment to the Corporation and/or the Subsidiaries and with the provisions of their respective Medical Services Agreements ("Exceptions to Non-Compete Obligation").

With regard to the equity interests that may be included in the concept of Exceptions to the Non-Compete Obligation, the Holder acknowledges and agrees that he cannot add his respective equity interest in such Persons without the Corporation's prior and express consent, which cannot be unreasonably denied. The Holder further declares that none of the Authorized Relationships consists of corporate control or relevant corporate interest with management powers or interference in the administration of the respective corporation.

Non-Compete Report - Warrant Portion. During the Restricted Period, the Corporation may require that the Holder submit all information necessary for purposes of the Non-Compete Obligation - Warrant Portion, including consolidated statements providing all share positions held by the Holder, directly and indirectly, in other companies in the last twelve (12) months, indicating their respective corporate purposes ("Non-Compete Report - Warrant Portion"). The Holder must deliver the Non-Compete Report - Warrant Portion to the Corporation within forty-five (45) days counted from the date of its respective request, and it must contain valid, complete and true information.

Exclusively for the obligations set forth in this Exhibit I, the obligations shall be assumed solely and exclusively by Vocatus Holdings I, LP, Vocatus Holding II, L.P and Vocatus Holding III, LP, which are the only unitholders of FIP Vocatus. None of the obligations assumed by Vocatus Holdings I, LP, Vocatus Holding II, L.P and Vocatus Holding III, LP shall extend to the Holder, its administrator, its manager or its investee companies.

**EXHIBIT II**  
**Information on Auditors**  
(Annex 21 to CVM Ruling No. 481/09)

**8 List the auditors recommended by the management**

The management of Oncoclínicas recommends the ratification of the engagement of Apsis Consultoria Empresarial Ltda., a limited liability company, with its principal place of business at Rua do Passeio, 62, Centro, in the City of Rio de Janeiro, State of Rio de Janeiro, CEP 20021-290, enrolled with CNPJ/ME under No. 27.281.922/0001-70 ("Evaluation Company"), as a specialized company for the purposes of preparing the Evaluation Report of the Merger of Shares.

**9 Describe the training of the recommended auditors**

The Evaluation Company was indicated by the Corporation's management in view of its experience in performing said service, as indicated in the work proposal included in **Schedule A** to this **Exhibit II**.

**10 Provide a copy of the work proposals and compensation of the recommended auditors**

The **Schedule A** to this **Exhibit II** contains the proposal of work and compensation of the Evaluation company.

**4. Describe any relevant relationship existing in the last three (3) years between the recommended auditors and parties related to the corporation, as defined by the corresponding accounting rules**

[Not applicable.]

**Schedule A to the EXHIBIT II**  
**Proposal of Work and Compensation of the Evaluation Company**  
*Free Translation*

FOR MORE THAN 40 YEARS,

Apsis stands out in the market as an independent consulting firm specializing in valuations and in generating value for its customers.

The credibility and impartiality of Apsis make its deliveries to be elected as a reference for the decision making of large companies

OUR SOLUTIONS

NATIONAL AND INTERNATIONAL STANDARDS

OUR NUMBERS

Over R\$ 600 billion in assets valued in the last 3 years

Over 23 million assets inventoried and reconciled in the last 3 years

2,000 customers, 80% of which are large companies

Over R\$ 65 billion in real estate valued in the last 5 years

Over 500 reports filed with the Brazilian Securities Commission (CVM)

In the last 2 years, we identified and evaluated more than R\$ 40 billion in the purchase price allocation

Over 20,000 reports issued

Financial, accounting, and tax advisory services in acquisition and funding processes for several

publicly-held and privately-held corporations

Diagnosis for the adoption of new accounting pronouncements for several corporations from the most varied segments

OUR THANKS

We thank you for your confidence in our work. It is our commitment to maintain a rigorous standard of quality and an agile and personalized service. The great experience in the several sectors of the economy helps us to clearly identify your corporation's needs and to propose intelligent solutions that meet your business needs. We hope that your acceptance will result in an effective partnership.

Proposal AP-00221/22

Oncoclínicas Do Brasil Servicos Medicos Sa  
Rua dos Otoni, 742, Santa Efigênia Belo Horizonte - MG

Attn: Raoni Larena Dear Raoni,

February 22, 2022

We are pleased to present our proposal for the provision of services. We are at your disposal in case of doubts or clarifications.

Commercial Contact:

Miguel Monteiro miguel.monteiro@apsis.com.br

## 1. SCOPE OF THE PROJECT

### 1.1. Understanding the situation

On November 23, 2021, Oncoclínicas do Brasil Serviços Médicos S.A. ("Oncoclínicas") entered into a share purchase agreement and undertook to acquire, provided that certain conditions precedent are met, all the shares of Unity Participações S.A. ("Unity" or "Acquired") and, indirectly, its subsidiaries. The payment will be partly in cash and partly in shares to be issued by Oncoclínicas, in addition to warrants for subscription by the Sellers.

In the context of this transaction, Oncoclínicas sought Apsis to prepare the valuation report of Unity for the purposes of incorporating the shares, pursuant to Article 252 of the Brazilian Corporation Law.

### 1.2. Description of the project

Pursuant to and for the purposes of article 252, determine the market value of Unity's shares, for purposes of incorporation by Oncoclínicas, by the income approach, discounted cash flow methodology, in compliance with the applicable laws and regulations.

The report to be prepared will be consolidated and will contemplate, at a minimum, but not limited to, the following analyses and procedures:

- Analysis of the historical performance of the evaluated corporation and understanding of its transactions;
- Study of the market where the evaluated corporation operates;
- Operational projection of the evaluated corporation, including projection of Income Statement, Working Capital and Cash Flow.
- Calculation of the discount rate that will be adopted in the evaluation;
- Estimation of the market value of the evaluated corporation; and
- Preparation of report containing, at least, the following data: corporation's description, adopted assumptions, projected results and statements.

### 1.3. Required documentation

- Federal, state and municipal tax rates
- Analysis of the production capacity of the corporation(s)
- Interim balance sheet (as of the date of the study)
- Institutional presentation of the Unit and available market data
- Financial statements of the corporation(s) of the last fiscal years

- Indebtedness spreadsheet (banking, taxes, financing, partners, and parent corporation)
- Cash flow projections for the analyzed corporation (in Excel)

If the documentation and/or information required for the development of the work is not provided by the customer and obtaining or preparing it results in additional man-hours of work for the APSIS team involved in the project, such hours will be calculated and charged according to the current man-hour rate table. This will also occur when documentation or information is replaced after project execution begins.

Any work not described within the scope of this proposal that is performed upon the customer's request, directly or indirectly related to this proposal, will be charged as additional working hours to the APSIS team involved in the project or, if requested, may be subject to a new proposal. These hours will be calculated and charged according to the current man-hour rate.

The scope of this proposal does not include hours for clarifications to the Audit. The hours that may be necessary will be charged according to the current man-hour rate table.

## 2. METHODOLOGY

Despite considerable differences among them, all evaluation methodologies derive from the same principle: substitution. According to this principle, no investor will pay more for an asset than he would pay for a corresponding substitute asset.

Below is a summary of the evaluation methodologies.

- Market approach - Aims to compare the corporation under analysis with others recently sold or on offer in the market (multiples or stock exchange listing).
- Asset approach - Aims to analyze the accounting records and assess the book equity value or the equity value at market value. The latter considers the adjustments made to the evaluated assets and liabilities (difference between the net accounting balances and the market values).
- Income approach - It is also known as discounted cash flow. In this methodology, the corporation's market value is equal to the sum of all future monetary benefits that the corporation can offer to its holder (future values converted to present value using an appropriate rate).

The following table summarizes the previously described methodologies and points out the indications, difficulties and advantages of each one.

APSYS will determine the most appropriate methodology for the proposed objective.



APPROACH	MARKET	MARKET	ASSETS	INCOME
METHOD	Multiples	Stock Price	PL at Market	Discounted Cash Flow (DCF)
INDICATION	Sector generates multiple indicators  Relevant market of similar companies	Listed corporation  Significant market of comparable companies	Capital intensive corporation  Corporation generates little value from operational activity	Cash-generating corporation  Possibility of the corporation's risk being measured (discount rate)
ADVANTAGES	Analysis of how investors and other players perceive the market  Transaction values contemplate control and liquidity premium	Allocation of market trends and expectation of future results  Information available to the market	Evaluations based on the company's history (conservatism)  Conservative valuation method	Flexibility to measure opportunities, competitive advantages, growth and business profile  Consequence of the expected return due to the risk (sector, corporation and country)
COMPLEXITY	Segregation of transaction values, tranches related to control premium and liquidity  Limited sample, few companies are really comparable (similar)	Possibility of similar companies presenting different perspectives  Emerging markets affected by short-term macroeconomic variables	Valuation of unaudited companies  Economic trends and potential not covered	Projected scenarios affected by macro and microeconomic changes  Sensitivity: capital structure and discount rate

### 3. SERVICE PRESENTATION

The final report will be presented in digital form, that is, an electronic document in Portable Document Format (PDF), and will be available in the customer's exclusive environment on our extranet for a period of ninety (90) days. The report can be made available in digital format, with signatures via certification, or physically, to be sent to the customer. If the contracting party requests it, APSIS can make the physical copy of the report available, free of charge, in up to five (5) working days, in a single printed document.

### 4. TERM

4.1. APSIS estimates that it will submit appraisal calculations by March 3 and the complete draft by March 4, taking into consideration that the contracting party and/or those involved will make available all the information necessary for the work to be carried out.

4.2. Upon receiving the draft report, the customer will have a period of up to twenty (20) days to request clarifications and approve the final issue of the document. After this period, APSIS may consider the work closed and will be authorized to issue the final invoice, regardless

of the issuance of the final report. After the approval of the draft, APSIS will have up to five (5) working days to issue the final report.

4.3. The beginning of the services will occur with the express acceptance of this proposal, the payment of the down payment and the receipt of the complete documentation necessary for the development of the work.

4.4. Any alterations requested after delivery of the digital report will be subject to a new estimate.

## 5. FEES

5.1. The professional fees for the performance of the services, including all taxes, fees, charges, fiscal and quasi-tax contributions, correspond to One Hundred and Twenty-Five Thousand Brazilian Reais (R\$125,000.00), to be paid as follows:

- Fifty percent (50.00%) of the total value, upon acceptance of this proposal
- Fifty percent (50.00%) of the total value, upon delivery of the work draft

5.2. For each step mentioned above, the due date of the corresponding invoice will occur in five (5) days counted from each event that gave rise to the collection. After the due date, interest of one percent (1%) per month will be charged on the net value of the invoice, plus a fine of 2% on the invoice value for default.

5.3. The services that exceed the expected scope will be informed to the customer and charged through the issuance of an activity report by APSIS, containing date, description of work and time used.

## 6. VALIDITY OF THE PROPOSAL

This proposal is valid for a period of thirty (30) days from the date of its submission.

## 7. NON-DISCLOSURE

APSYS shall be responsible for maintaining the strictest confidentiality with respect to any confidential information that may come to its knowledge during the performance of the services. For the purposes of this proposal, any and all information to which APSIS may have access, directly or indirectly, as a result of the services to be rendered shall be considered confidential.

Confidential information includes all types of oral, written, recorded, and computerized documentation disclosed by the customer in any way or obtained in observations, interviews, or analyses, encompassing, appropriately and without limitation, all machinery, compositions, equipment, records, reports, sketches, use of patents and documents, as well as all data, compilations, specifications, strategies, projections, processes, procedures, techniques, models, and tangible and intangible embodiments of any nature.

APSYS, its consultants and employees have no interest, direct or indirect, in the corporation(s) involved or in the transaction described in this proposal.

## 8. GENERAL CONDITIONS

8.1. The basic parameters pertinent to the scope of the service will be defined immediately after the acceptance of this proposal, to enable planning of the work to be performed.

8.2. Our work does not represent an audit or review of the financial statements performed in accordance with Brazilian and international auditing standards. Consequently, they cannot be considered an opinion or conclusion in this respect.

8.3. This proposal may be terminated by mutual agreement between the Parties. In this case, the payment of the fees established in Clause Five will be due to APSIS, proportionally to the work already performed.

8.4. Travel and lodging expenses, if necessary to perform the services, are not included in the value of this proposal/contract and will be charged separately, subject, however, to the customer's prior approval. If APSIS is responsible for making arrangements for the purchase of airline tickets and hotel accommodation,

the expenses will be charged by means of a digital debit note, to be sent to the Customer accompanied by the respective receipts, and will be exempt from any taxes, as they do not constitute the subject matter of this contracting.

8.5. At the end of the work, a form of the Technical Capacity Certificate (ACT) will be sent to the contracting party for analysis. In case of approval, we will request the return of the completed and signed ACT, on corporation letterhead.

8.6. The court of the Capital of the State of Rio de Janeiro is elected, with exclusion of any other, no matter how privileged it may be, to settle any doubts during the execution of this proposal/contract, as well as all the cases not established herein.

## 9. ACCEPTANCE AND CONTRACT

Once accepted, the proposal must be signed by the legal representative of the requesting corporation and returned to the services provider, accompanied by all the necessary documentation to start the performance of the works.

Once returned to the services provider, this proposal will take the form of a contract, in accordance with the civil legislation in force.

In witness whereof, the legal representatives of the corporations have executed this proposal in two (2) counterparts, which will be automatically converted into a service agreement

We look forward to hearing from you.

Sincerely,

LUIZ PAULO CESAR SILVEIRA      MIGUEL CÔRTEZ CARNEIRO MONTEIRO  
Technical Vice President      Sales Director

Agreed:

(Place/ Date) Legal Representative

Contracting corporation's CNPJ:

Witness 01:    Witness 02: CPF:      CPF:

**EXHIBIT III**  
**Evaluation Report of the Merger of Shares**



Appraisal report AP-00221 /22-01  
UNITY PARTICIPAÇÕES S.A.

APPRAISAL REPORT:	AP-00221/22-01	BASE DATE:	September 30, 2021
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**REQUESTOR:** ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A., hereinafter referred to as **ONCOCLÍNICAS**.

Publicly-held corporation, headquartered at Avenida Presidente Juscelino Kubitschek, 510, 2<sup>nd</sup> floor, Vila Nova Conceição, City and State of São Paulo, CNPJ 12.104.241/0004-02.

**OBJECT:** UNITY PARTICIPAÇÕES S.A., hereinafter referred to as **UNITY**.

Closely-held limited company, headquartered at Q Saus, Block 4, Building A, w/o no., Room 721 to 728, Asa Sul, City of Brasília, Federal District, CNPJ 30.986.413/0001-58.

**OBJECTIVE:** Determination of the economic value of **UNITY**, through the discounted cash flow (DCF) methodology, in compliance with article 252 (merger of shares) of Law 6404/76.

## EXECUTIVE SUMMARY

APSYS CONSULTORIA EMPRESARIAL LTDA., hereinafter referred to as APSIS, was appointed by ONCOCLÍNICAS to determine the economic value of UNITY, though the income method, using the future profitability methodology.

The future profitability methodology is based on retrospective analysis, projection of scenarios and discounted cash flows. The economic and financial modeling begins with the definitions of the macroeconomic assumptions for sales, production, costs and investments of the company or business unit under analysis. The projections of volume and sales price of services, costs and investments were estimated in accordance with UNITY's historical results and with growth assumptions estimated by ONCOCLÍNICAS for UNITY.

## ESTIMATES

Based on the cash flow projected for seven (7) years and three (3) months, considering perpetuity from 2028, we discount the results to present value, using the nominal discount rate of 13.5%.

## FINAL VALUE FOUND

The following table presents the summary of the economic value of UNITY, at the base date of September 30, 2021.

Expected return rate	13.0%	13.5%	14.0%
Growth rate (perpetuity)	3.1%	3.1%	3.1%
<b>UNITY ECONOMIC VALUE (R\$ thousand) (Equity Value)</b>			
DISCOUNTED CASH FLOW	589,325	579,858	570,626
DISCOUNTED RESIDUAL VALUE	766,667	708,072	655,581
<b>OPERATING VALUE, UNITY 1</b>	<b>1,355,992</b>	<b>1,287,929</b>	<b>1,226,207</b>
NET INDEBTEDNESS	(84,218)	(84,218)	(84,218)
NON-OPERATIONAL ASSETS/LIABILITIES	12,480	12,480	12,480
PRICE PAID ACQUISITIONS AFTER BASE DATE 2	(30,098)	(30,098)	(30,098)
<b>UNITY ECONOMIC VALUE (R\$ thousand) (Equity Value)</b>	<b>1,254,155</b>	<b>1,186,093</b>	<b>1,124,371</b>
OWNERSHIP PERCENTAGE		100.00%	
<b>EQUITY PICK-UP (R\$ thousand)</b>	<b>1,254,155</b>	<b>1,186,093</b>	<b>1,124,371</b>
NUMBER OF SHARES 3		11,446,075	
<b>ECONOMIC VALUE PER SHARE (R\$ thousand)</b>	<b>109.57</b>	<b>103.62</b>	<b>98.23</b>

<sup>1</sup> Consolidated Operating Value, including projected results of companies Imonumed, Resonance and IRV acquired after the base date

<sup>2</sup> Price paid for the acquisitions of Imonumed, Resonance and IRV

<sup>3</sup> Number of shares after the roll up of minority shareholders, as provided for in the Purchase and Sale Agreement

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## 1. INTRODUCTION

APSYS, headquartered at Rua do Passeio, no. 62, 6<sup>th</sup> floor, Downtown, City and State of Rio de Janeiro, CNPJ 27.281.922/0001-70, was appointed by ONCOCLÍNICAS to determine the economic value of UNITY, by the approach to income, through the projection of discounted cash flow (DCF), to comply with article 252 (merger of shares) of Law 6404/76.

Upon preparation of this work, data and information provided by third parties were used, in the form of documents and verbal interviews with the client. The estimates used in this process are based on:

- Consolidated Financial Statements of UNITY in 2020 and in September 2021;
- Analytical balance sheet of Immunomed, IRV and Resonance in September 2021;
- Pro-forma Financial Statements including accounting adjustments, acquisitions made in 2021 and acquisition of the three companies listed above for the basis of projections;
- Financial projections of average ticket and volume of UNITY procedures.

The professionals who participated in this work are listed in the table below.

- |  |
|--|
| <ul style="list-style-type: none"><li>▪ DANIEL FELIX LAMONICA<br/>Projects</li><li>▪ LUIZ PAULO CESAR SILVEIRA<br/>Vice-president<br/>Mechanical Engineer and Accountant (CREA/RJ 1989100165 and CRC/RJ-118263/P-0)</li><li>▪ MIGUEL CÔRTEZ CARNEIRO MONTEIRO<br/>Director</li></ul> |
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## 2. PRINCIPLES AND DISCLAIMERS

The following information is important and should be read carefully.

The Report, object of the enumerated, calculated and individualized work, carefully complies with the fundamental principles described below:

- The consultants have no direct or indirect interest in the companies involved or in the operation, and there are no other relevant circumstances that could characterize a conflict of interest.
- APSIS' professional fees are in no way subject to the conclusions of this Report.
- To the best knowledge and credit of the consultants, the analyses, opinions and conclusions expressed in this Report are based on true and correct data, diligence, research and surveys.
- Information received from third parties is assumed to be correct, and their sources are contained and cited in the aforementioned Report.
- For projection purposes, we assume that there are no liens or encumbrances of any nature, judicial or extrajudicial, affecting the companies in question, other than those listed in this Report.
- The Report presents all the limiting conditions imposed by the methodologies adopted, if any, that may affect the analyses, opinions and conclusions contained therein.
- The Report was prepared by APSIS and no one, other than its own consultants, prepared the analyses and corresponding conclusions.
- APSIS assumes full responsibility in the matter of Assessments, including those that are implicit, for the exercise of its honorable functions, primarily established in laws, codes or regulations of its own.
- This Report meets the specifications and criteria established by the Uniform Standards of Professional Appraisal Practice (USPAP) and *International Valuation Standards (IVS)*.
- Controlling shareholder and administrators of the companies involved did not drive, limit, hinder or practice any acts that have or could have compromised the access, use or knowledge of information, assets, documents or work methodologies that are relevant for the quality of conclusions contained in this assignment.
- The internal process of preparing and approving the Report involved the following main steps: (i) analysis of documentation provided by management; (ii) analysis of the market in which the company operates and of comparable companies; (iii) discussion and preparation of the financial projection, definition of the discount rate and conclusion of the evaluation; (iv) sending the Report for independent internal review; (v) implementation of any improvements and suggested changes; and (vi) issuance of final report.

### 3. LIMITATION OF LIABILITY

- To prepare this Report, APSIS utilized information and data of histories audited by third parties, or not audited, provided in writing by Company's management or obtained from the sources mentioned. Therefore, APSIS assumed the data and information obtained for this Report to be true and consistent and is not responsible for their truthfulness.
- The scope of this work does not include audit of financial statements or review of works performed by its auditors. Therefore, APSIS is not expressing an opinion on the Applicant's financial statements.
- We are not responsible for occasional losses to the Applicant and its subsidiaries, its partners, directors, creditors or other parties as a result of the use of data and information provided by the Company and contained in this Report.
- The analyses and conclusions contained in this Report are based on several assumptions, made on the present date, of future operational projections, such as: prices, volumes, market shares, revenues, taxes, investments, operating margins, etc.

Thus, the company's future operating results may differ from any forecast or estimate contained in this Report, especially if it becomes aware of information not available at the time of issuance of the Report.

- This appraisal does not reflect events and its impacts occurred after the issue date of this report.
- APSIS is not responsible for direct or indirect losses or loss of profits resulting from the misuse of this Report.
- We emphasize that the understanding of the conclusion of this report will only occur through the full reading of its text and of its schedules, and that readers should therefore not take conclusions from its partial reading which might be incorrect or mistaken.

#### 4. UNITY'S CHARACTERIZATION

UNITY is a holding company incorporated to be a management platform for oncology clinics in Brazil that develops companies and people. With the purpose of managing companies that take care of people, UNITY seeks to value and preserve the history of each clinic in which it operates.

The services provided include outpatient and inpatient care in the areas of clinical oncology, chemotherapy, surgery, oncological surgery, radiotherapy, hematology and hemotherapy.

The company comprises 35 units, distributed in 5 Brazilian states and the Federal District, which offer complete and highly complex solutions for the oncology area. Each UNITY company is a regional reference in its area of expertise and has a team of management specialists in the health area, with a total of 462 doctors attending 91 offices.

UNITY is accredited in more than 100 health plans and has partnerships with 5 hospitals.

As of September 30, 2021, UNITY had direct and indirect interest in the following companies:

Company	% of Interest
Onco & Hemato Serviços Médicos S.A. ("Onco & Hemato")	57
Instituto de Oncologia Kaplan S.A. ("Kaplan")	51
Holding Céu de Brasília	71.34
Oncologia Manaus S.A.	51.2
Centro Pernambucano de Oncologia S.A.	52.48

Company	% of Interest
Presidente Prudente Radiotherapy and Oncology Clinic ("Onco Care")	51
Núcleo Especializado em Oncologia S.A. ("Neon")	51
Centro de Oncologia de Rio Preto S.A. ("CORP").	51
ICB - Instituto de Cancer do Brasil Participações Ltda.	100
Cetro - Centro de Tratamento Oncológico	100
AIO - Instituto de Câncer de Brasília Ltda.	100
SF Participações Ltda.	100
SAMED - Serviços de Atendimento Médico	100
AIO - Instituto de Câncer de Manaus Ltda.	100

#### ACQUISITIONS SUBSEQUENT TO BASE DATE

In December 2021, UNITY carried out the acquisition of three (3) new equity interests, namely:

- Imonumed Clínica de Infusão e Especialidades S.A.

As of December 01, 2021, the Company acquired a 51.00% interest in the capital of Imonumed Clínica De Infusão e Especialidades S.A., located in Vitória, Espírito Santo, upon the payment of R\$ 4.1 million.

Imunomed is an Infusion Center, specialized in assisting patients with systemic inflammatory, autoimmune and osteometabolic diseases, who need therapeutic procedures in a hospital, with care during the day.

Since 2012, Imunomed has been working with immunobiological therapy, venous pulse therapy, treatment for osteometabolic diseases and intravenous replacements.

- Ressonance S.A.

On December 7, 2021, the company acquired 75% of Clínica Ressonance S.A., located in Brasília, in the Federal District, in exchange for the payment of R\$ 8.3 million.

Founded in 2011, Resonance is a diagnostic imaging clinic, focusing on magnetic resonance imaging, which has 3 units, all located in the City of Brasília.

- Instituto de Radioterapia Vitória

As of December 17, 2021, the Company acquired 58.53% of Clínica Instituto de Radioterapia de Vitória, located in Vitória in Espírito Santo, as a contra-entry to the payment of R\$ 17.6 million.

Founded in 2005, Instituto de Radioterapia Vitória (IRV) is a clinic specialized in radio-oncology. The structure has the most advanced technology in the world, the same used by renowned institutions in large national centers and in other countries, and a multidisciplinary team with solid training and permanent updating in Brazil and abroad, which aims to ensure excellence in service to patients.

It is important to point out that these companies have tag-along rights and, once the purchase of UNITY by ONCOCLÍNICAS was made, an agreement was made for the remaining shares to be merged into the holding of UNITY and, thus, the company will hold a 100% interest in its subsidiaries. This agreement provides for a capital increase in UNITY that will be paid in by the interest held by non-minority in the operating companies. Total equity should remain the same, but the non-minority structure will cease to exist. In other words, the participation of the controlling shareholders of UNITY will be diluted in favor of the non-controlling shareholders of the subsidiary companies. No cash outflow or any other movement is expected to impact UNITY's equity position. Thus, this report has already covered companies with 100% interest held by UNITY and the issuance of new shares.

## 5. SEGMENT ANALYSIS

In Brazil, the supplementary health sector in which health plans operate is regulated by the Government, because health actions and services are considered of public relevance and, for this reason, are subject to regulation, inspection and enforcement, and government control, as provided for in article 197 of the Brazilian Federal Constitution.

Government regulation is exercised through the National Supplementary Health Council (CONSU) and the National Supplementary Health Agency (ANS), both subordinate to the Ministry of Health and regulated by federal law.

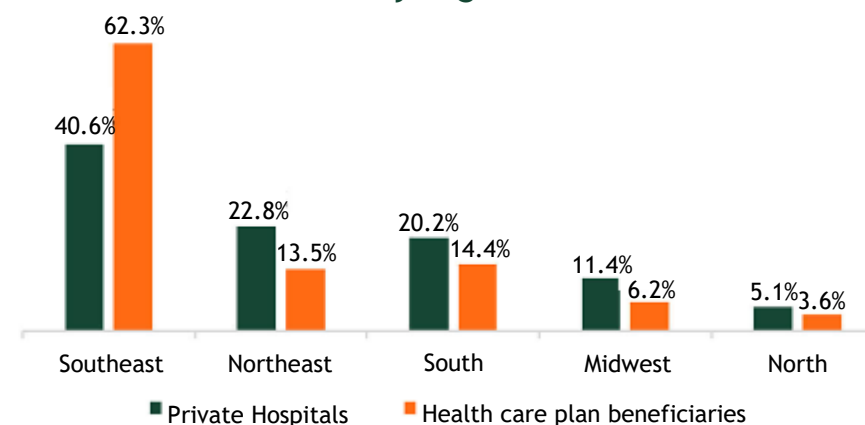
According to the World Health Organization (WHO), the global average of hospital beds is 3.2 per thousand inhabitants. For Latin America and the Caribbean, this number drops to 2.0 beds per thousand inhabitants. In relation to Brazil, it was estimated that there were 254,982 beds in private hospitals in 2020.

Compared to 2010, the national sector shows a small decline in the number of hospitals in 2020: from 6,907 to 6,642. Among the private ones, the loss was of 629 hospital units, while those of public distribution obtained an increase of 355 units. At the same time, there was a decrease of 40,481 private beds, of which 36,745 belong to for-profit private hospitals, while a further 9,458 public beds were set in place.

According to the Brazilian Federation of Hospitals (FBH), in January 2020, there were 4,198 private hospitals in Brazil. Around 1786 were in the Southeast Region. However, regarding the distribution of these beds to the population with health insurance is disproportional, since the volume of beneficiaries is greater than the number of hospitals. In other regions, the proportion of

private hospitals is greater than the number of health plan users, as shown in the chart below.

**Distribution of Private Hospitals and Beneficiaries by Region**



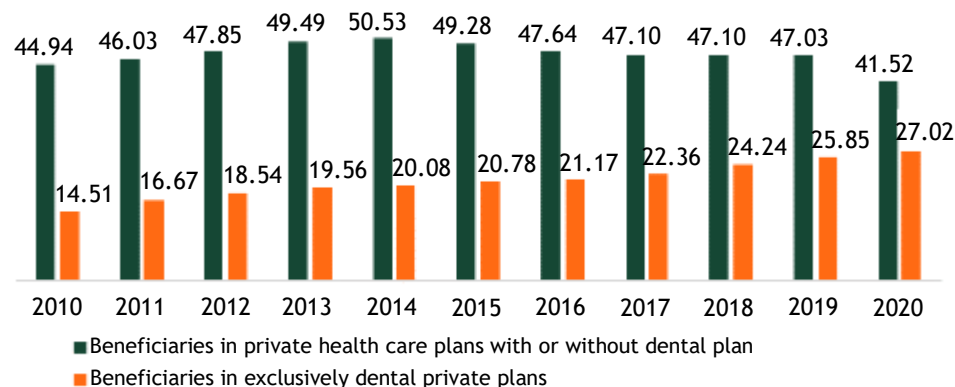
Source: FBH.

According to the National Association of Private Hospitals (ANAHP), the gross revenue of its associated hospitals, around 120 hospitals, corresponded to R\$ 38.8 billion in 2020, with 21.5% of total healthcare expenses in supplementary health. Most units are highly complex, 65% of which are large and special and 35% are small and medium, with a net revenue from hospital discharge of R\$ 25,750.18 and a disallowance rate of 4.10%.

The same source indicates that the supplementary health segment may be harmed by the slow recovery of the Brazilian economy, mainly due to the consequences of the Covid-19 pandemic.

The main stimulus for recovery is demonstrated by the new formal job vacancies. This boosts the number of health plan beneficiaries. The balance of beneficiaries follows the increase in the balance of admissions and termination of formal jobs, however, due to the slight drop in 2019, there was no impact on the increase in beneficiaries.

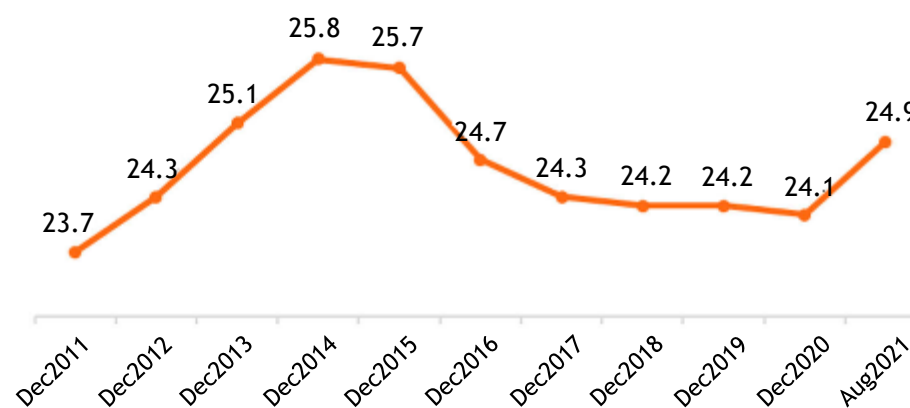
**Beneficiaries of Private Health Plans by Assistance Coverage (in millions)**



Source: ANAHP.

ANS points out that, in June 2021, the number of beneficiaries of private health care plans was 48.27 million, with an increase of about 1.5 million customers compared to the previous year. This growth is noted separately in the plan specifications, while the collective and corporate plans have a share of 68.3% and the collective membership plans account for 13.0%. However, individual plans had a small decline, from 19.1% to 18.6%. Today, in Brazil, according to data from ANS, we have 1,174 active health operators, most of them contracting collective business plans (approximately 33 million).

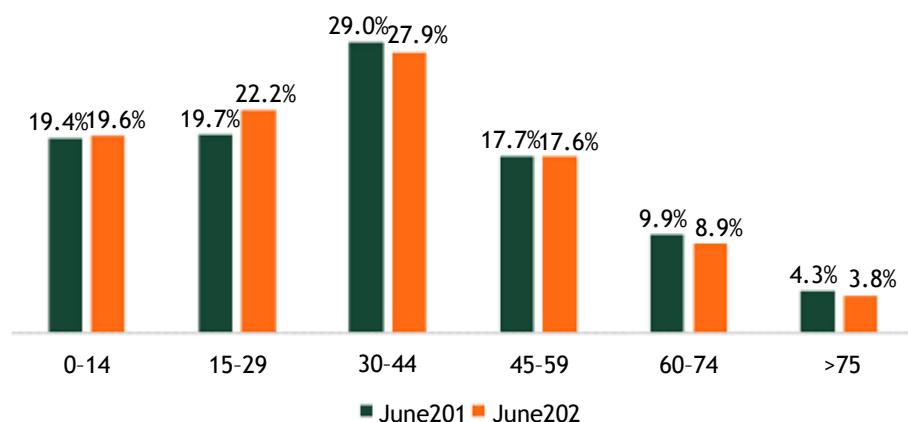
**Coverage rate (%) by private health plans (Brazil - Dec/11 - Aug/21)**



Source: ANS.

It can be seen that a large portion of the beneficiaries are part of the working age, between 30 and 44 years old, increasing their share in the supplementary health market to 28.8%. However, it is also observed that the population between 45 and 59 years old, 60 and 70 years old and over 80 years old (the latter is responsible for the highest coverage rate of medical-hospital plans) reached 31.9% in 2020.

### Distribution of Beneficiaries by Age Group



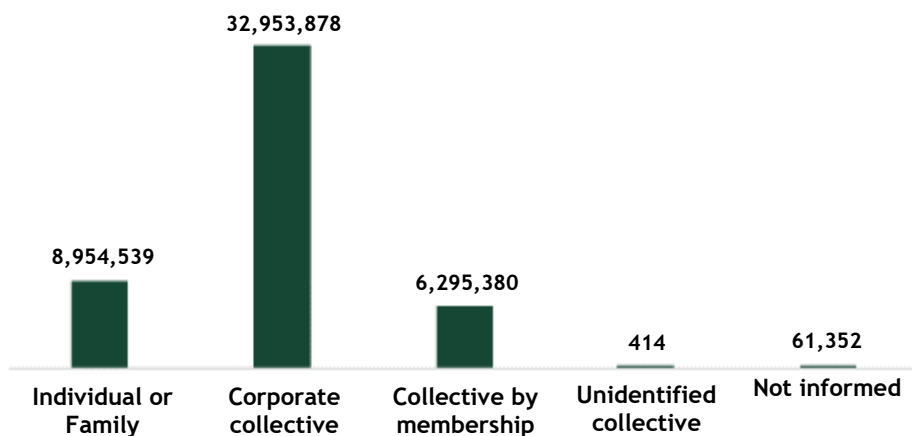
Source: ANS.

ANS also publishes data on the sector's claims, which measure usage by users and the impact on the mutual benefit. In the first quarter of 2021, the claims rate was 82%, that is, 82% of the part allocated to expenses for the cost of service to users was spent, leaving only 16% of the amounts collected in the mutual fund. The number of beneficiaries of medical-hospital health plans registered the highest mark since May 2016, exceeding 48.4 million links. In July 2021, more than 1.6 million new bonds were formed, representing an increase of 3.4% compared to the same period of the previous year. The numbers are part of the Beneficiary Monitoring Note (NAB), from the Institute for Supplementary Health Studies (IESS).

Even with the positive result, the entity reinforces that most of the beneficiaries of medical-hospital plans were of the collective type. This demonstrates the direct relationship of the segment with the job market.

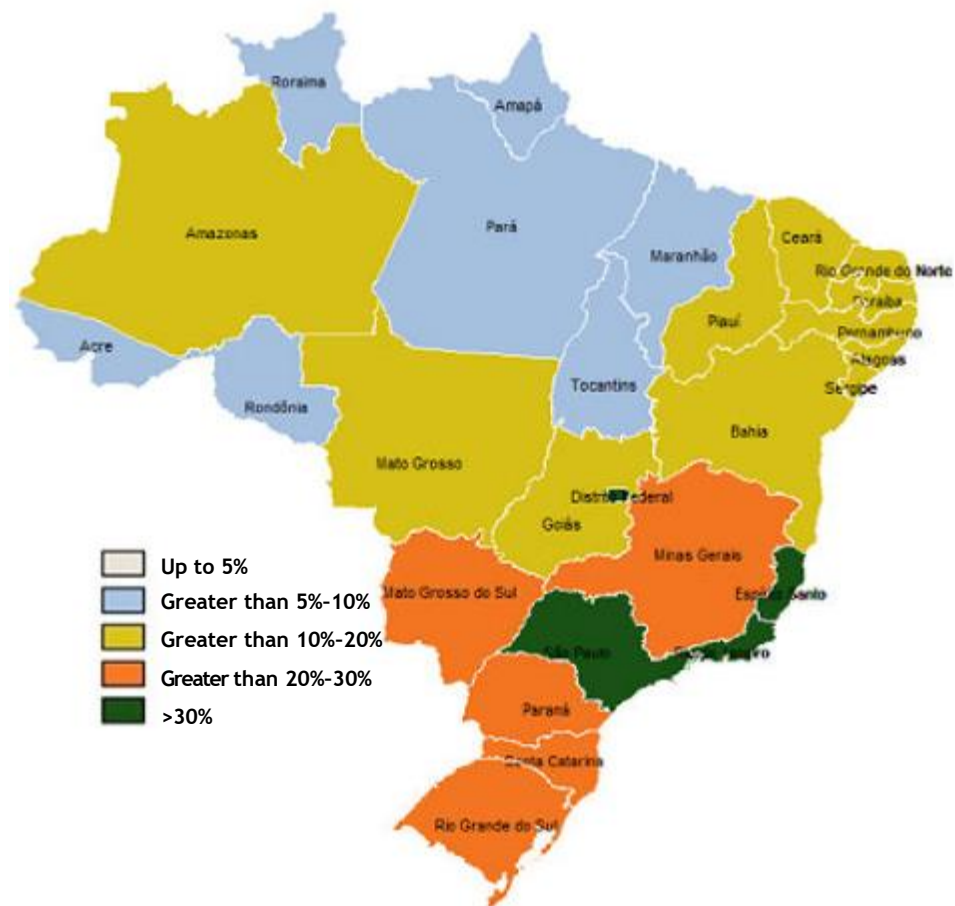


**Beneficiaries by type of contract - June 2021**

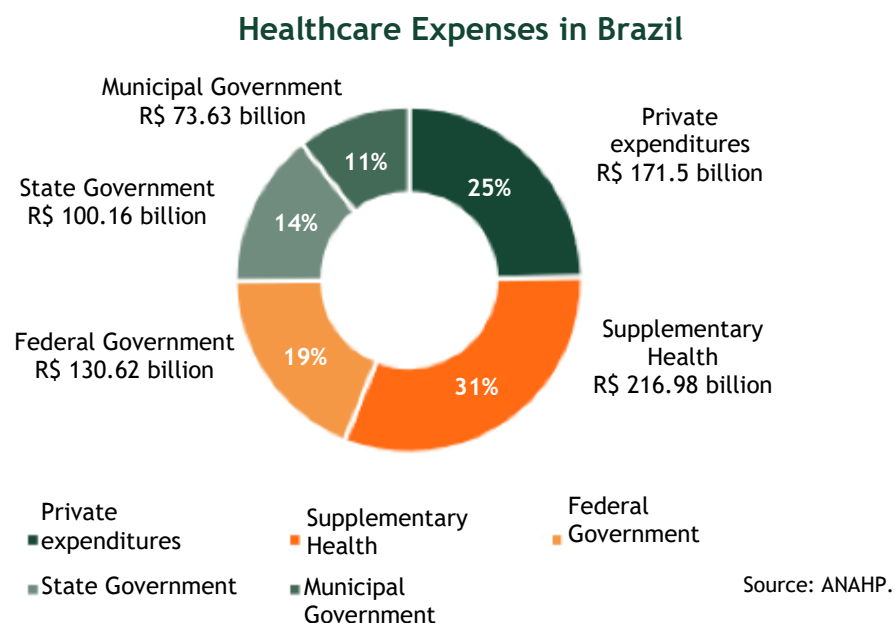


Source: ANS.

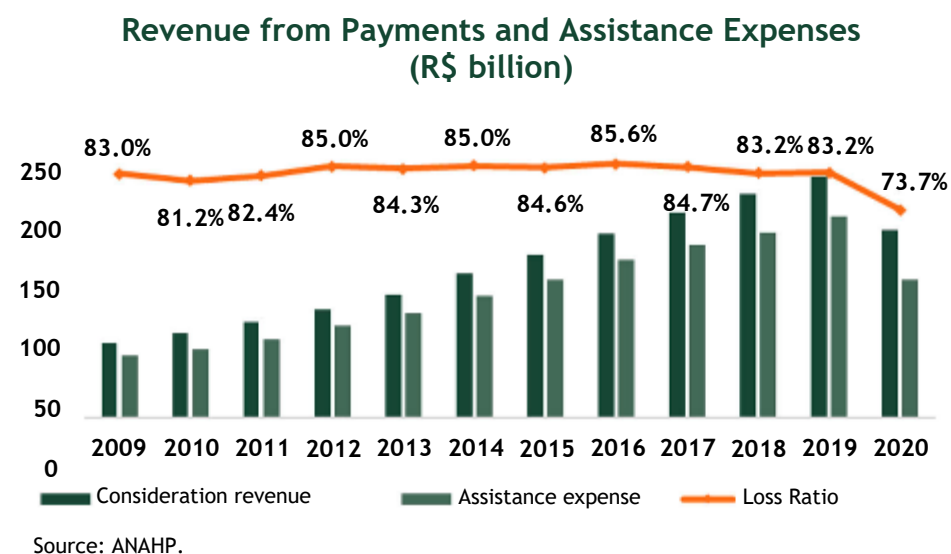
**Coverage rate of health care plans by State (Brazil - 2020):**



Based on data from the Organization for Economic Cooperation and Development (OECD), the National Treasury Secretariat and the ANS, it was estimated that 9.30% of the national GDP was allocated to health resources, an amount equivalent to R\$ 693 billion. Of this total, R\$ 285.9 billion was from the government (about 44%) and R\$ 388.5 billion was from the private sector (56%), with R\$ 216.97 billion paid by families and companies to fund assistance plans medical and hospital expenses and R\$ 171.5 billion in private expenses, as can be seen in the following chart.



Until 2020, both revenue from consideration and assistance expenses decreased in relation to the continuous growth of the historical series: R\$ 161.73 billion and R\$ 119.26 billion, respectively. Such movements influenced the claims rate, the percentage of policyholders using the plan, allowing a small drop in their indicators, as shown in the chart below.



## 6. VALUATION METHODOLOGY

### INCOME APPROACH: DISCOUNTED CASH FLOW

This methodology defines the value of the company as the result of the projected net cash flow discounted to present value. This flow is composed by net income after taxes, increased by non-cash items (amortizations and depreciations) and deducted by investments in operating assets (working capital, facilities, installed capacity, etc.)

The projected net cash flow period is determined considering the time that the company will take to present a stable operating activity; that is, without operating variations deemed relevant. The cash flow is then brought to present value using a discount rate, which will reflect the risk associated with the market, the company, country, size, funding cost and the capital structure.

### NET CASH FLOW FOR THE FIRM (FCFF)

To calculate the net cash flow, we used the invested capital as a measure of income, as shown in the table below, based on the economic theories and practices most commonly accepted in the valuation market.

### NET CASH FLOW FROM INVESTED CAPITAL

Earnings before non-cash items, interest and taxes (EBITDA)

( - ) Non-cash items (depreciation and amortization)

( = ) Net income before taxes (EBIT)

( - ) Income tax and social contribution (IR/CSLL)

( = ) Net profit after tax

( + ) Non-cash items (depreciation and amortization)

( = ) Simple balance

( - ) Capital investments (CAPEX)

( - ) Other inflows

( - ) Other outflows

( - ) Change in working capital

( = ) Balances in period

## RESIDUAL VALUE

After the end of the projection period, perpetuity is considered, which includes all flows to be generated after the last year of the projection and their respective growth. The company's residual value (perpetuity) is usually estimated using the constant growth model. This model assumes that, after the end of the projected period, net income will have a constant perpetual growth. The model then calculates the value of perpetuity in the last year of the projection period, based on the geometric progression model, then discounting it to the present value for the first year of projection.

## DISCOUNT RATE - WACC

Discount rate to be utilized to calculate the present value of earnings determined in projected cash flow represents the minimum profitability required by investors. It should be considered that a part of the company will be financed by equity - requiring a higher return than that obtained in a standard risk application - and another part will be financed by third-party capital.

This rate is calculated by the Weighted Average Cost of Capital (WACC) method, in which the cost of capital is determined by the weighted average of economic value of the capital structure components (own capital and third parties) described in the tables below.

Usually, risk-free rates are based on US Treasury bond rates. For the cost of equity capital, bonds with a term of twenty years are used, as this is a period that more closely reflects the concept of continuity of a company.

<b>Cost of equity</b>	$Re = Rf + \text{beta} \cdot (Rm - Rf) + Rp + Rs$
Rf	Risk-free rate: This is based on the US Treasury annual interest rate for twenty-year bonds, considering long-term US inflation.
Rm	Market risk: measures the valuation of a fully diversified portfolio of stocks over a period of twenty years.
Rp	Country risk: represents the risk of investing in an asset in the country in question, compared to a similar investment in a country considered safe.
Rs	Company size risk premium: measures how much the company's size makes it riskier.
beta	Adjusts market risk for the risk of a specific sector.
leveraged beta	Adjusts sector beta for company risk.

<b>Cost of third party capital</b>	$Rd = \text{Company's weighted funding cost}$
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<b>Discount rate</b>	$WACC = (Re \times We) + Rd (1 - t) \times Wd$
Re =	Cost of own capital.
Rd =	Cost of third party capital.
We =	Percentage of own capital in capital structure.
Wd =	Percentage of debt capital in the capital structure.
T =	Effective rate of income tax and social contribution of the Company.

## COMPANY'S VALUE

The firm's free cash flow (FCFF) is projected considering the company's global operation, available to all capital lenders, shareholders and other investors, not considering, however, the impacts of the company's indebtedness. Thus, to determine shareholder value, it is necessary to deduct the general indebtedness to third parties and the sum of available cash.

With this result, it is necessary to include non-operating assets and liabilities, that is, those that are not consolidated in the company's operating activities, being added to the economic value found.

## 7. ECONOMIC AND FINANCIAL MODELING

### HISTORIC FINANCIAL PERFORMANCE

#### ▪ UNITY'S BALANCE SHEET

As reported in the UNITY characterization chapter and understandings held with the management of ONCOCLÍNICAS, UNITY made three acquisitions in the 4<sup>th</sup> quarter of 2021. These acquisitions were not recognized in the financial statements at base date and, therefore, adjustments were reflected in the starting balance sheet considered in this report. The pro forma adjustments column in the table below shows, in a combined form, the balances of the three companies acquired by UNITY: Imunomed, IRV and Ressonance.

UNITY'S BALANCE SHEET (R\$ thousand)	FINANCIAL STATEMENTS	PROFORMA ADJUSTMENTS	PRO FORMA FINANCIAL STATEMENTS
	BALANCES IN SEP 2021		BALANCES IN SEP 2021
<b>CURRENT ASSETS</b>	<b>161,575</b>	<b>8,526</b>	<b>170,101</b>
Cash and cash equivalents	40,663	5,098	45,761
Accounts receivable	79,234	1,962	81,196
Inventories	12,777	593	13,370
Recoverable taxes	3,402	227	3,629
Related parties	20,716	580	21,296
Other receivables	4,783	66	4,849
<b>NON-CURRENT ASSETS</b>	<b>191,468</b>	<b>11,204</b>	<b>202,672</b>
<b>NON-CURRENT RECEIVABLES</b>	<b>20,249</b>	<b>76</b>	<b>20,325</b>
Other receivables - Long-term	69	76	145
Right-of-use	20,180	-	20,180
<b>PROPERTY, PLANT AND EQUIPMENT</b>	<b>50,563</b>	<b>10,592</b>	<b>61,155</b>
<b>INTANGIBLE ASSETS</b>	<b>120,656</b>	<b>536</b>	<b>121,192</b>
<b>TOTAL ASSETS</b>	<b>353,043</b>	<b>19,729</b>	<b>372,772</b>
<b>CURRENT LIABILITIES</b>	<b>144,821</b>	<b>5,912</b>	<b>150,733</b>
Suppliers	46,962	1,729	48,691
Loans and financing - PC	64,892	2,591	67,483
Remuneration and social charges	7,375	1,393	8,768
Tax liabilities - PC	6,082	191	6,273
Related parties	7,495	-	7,495
Advance from clients	1,406	-	1,406
Leases	7,068	-	7,068
Other liabilities	3,541	6	3,547
<b>NON-CURRENT LIABILITIES</b>	<b>73,765</b>	<b>6,688</b>	<b>80,453</b>
<b>LONG-TERM LIABILITIES</b>	<b>73,765</b>	<b>6,688</b>	<b>80,453</b>
Loans and financing - PNC	57,122	5,374	62,496
Tax liabilities	1,400	-	1,400
Leases	15,177	1,314	16,491
Other liabilities	66	-	66
<b>QUOTAHOLDERS' EQUITY</b>	<b>134,457</b>	<b>7,130</b>	<b>141,587</b>
<b>TOTAL LIABILITIES</b>	<b>353,043</b>	<b>19,729</b>	<b>372,772</b>

▪ **STATEMENT OF INCOME - UNITY**

The aforementioned adjustments mentioned in the previous item were also reflected in the UNITY Income Statement. That is, the adjusted result for September 2021 was considered as the starting point of the projection, adding the operating result of the companies acquired in the 4<sup>th</sup> quarter of 2021.

In addition to these adjustments, others were also considered, in addition to reclassifications in the starting income statement. These other adjustments refer to the remaining results of investees CPO, CORP, NEON and Onco Care. These companies were acquired in 2021 and, therefore, the consolidated results included in the financial statements were not fully presented from January to September. For the purposes of projections, the full amounts earned by them in 2021 were considered.

The table below shows the aforementioned adjustments to UNITY's P&L:

UNITY OPERATIONAL HISTORY (R\$ thousand)	2020	SEP 2019	ADJUSTMENTS / RECLASSIFICATIONS	ACQUIRED COMPANIES' P&L	SEP 2021, ADJUSTED
<b>ROB</b>	-	307,984	25,874	19,592	353,450
Taxes and deductions ( - )	-	(25,330)	(1,368)	(1,106)	(27,804)
<b>ROL</b>	215,743	282,654	24,505	18,486	325,646
Operating costs ( - )	(135,881)	(170,835)	(15,475)	(5,692)	(192,003)
<b>LB ( = )</b>	79,861	111,819	9,030	12,794	133,643
<i>Gross Margin (LB/NOR)</i>	37.0%	39.6%			41.0%
Operating expenses (-)	(56,556)	(64,281)	(5)	(7,230)	(71,516)
<b>EBITDA ( = )</b>	23,305	47,538	9,025	5,564	62,127
<i>Ebitda Margin (Ebitda/NOR)</i>	10.8%	16.8%			19.1%

## ASSUMPTIONS FOR FINANCIAL PROJECTION

In this Report, we use the discounted cash flow methodology to determine the economic value of UNITY.

UNITY's economic-financial modeling was carried out in order to demonstrate its estimated cash generation capacity in the period considered, basically using the information previously mentioned.

The projections included the companies Imonumed, Resonance and IRV acquired in December 2021 (after the report's base date). For this, a pro-forma consolidated balance sheet was used, in September 2021, including the three new companies.

The projections were made for the period considered necessary, under full operating and administrative conditions, and with the following assumptions:

- Free cash flow was analytically projected for a period of seven (7) years and three (3) months, from October 2021 to December 2028, and perpetuity after 2028 was considered, with a nominal growth of 3.1%;

- For the annual period, the fiscal year from January 01 to December 31;
- To calculate the present value, the mid-year convention, that is, it is considered that cash flows are generated linearly throughout the year and that, therefore, the (mid-year point) is the one that best represents the mid-year point of cash generation of the company;
- The flow was projected in local currency and the present value was calculated with a nominal discount rate (considering inflation);
- Unless a different unit is indicated, amounts are expressed in thousands of reais;
- For a forecast of company's deferred income, the *pro forma* balance sheet as of September 30, 2021 was used as a starting balance.

Schedule 1 demonstrates the evaluation calculations of the economic value of UNITY. Below, we present in detail the economic-financial modeling, whose operational projections were based on the historical performance and management estimates of ONCOCLÍNICAS for UNITY.



## ASSUMPTIONS FOR PROJECTION OF P&L

### GROSS OPERATING REVENUE (GOR)

The GOI was designed according to the company's expectations of growth in the volume of calls/procedures and historical analysis of the behavior of the ticket average practiced by the company.

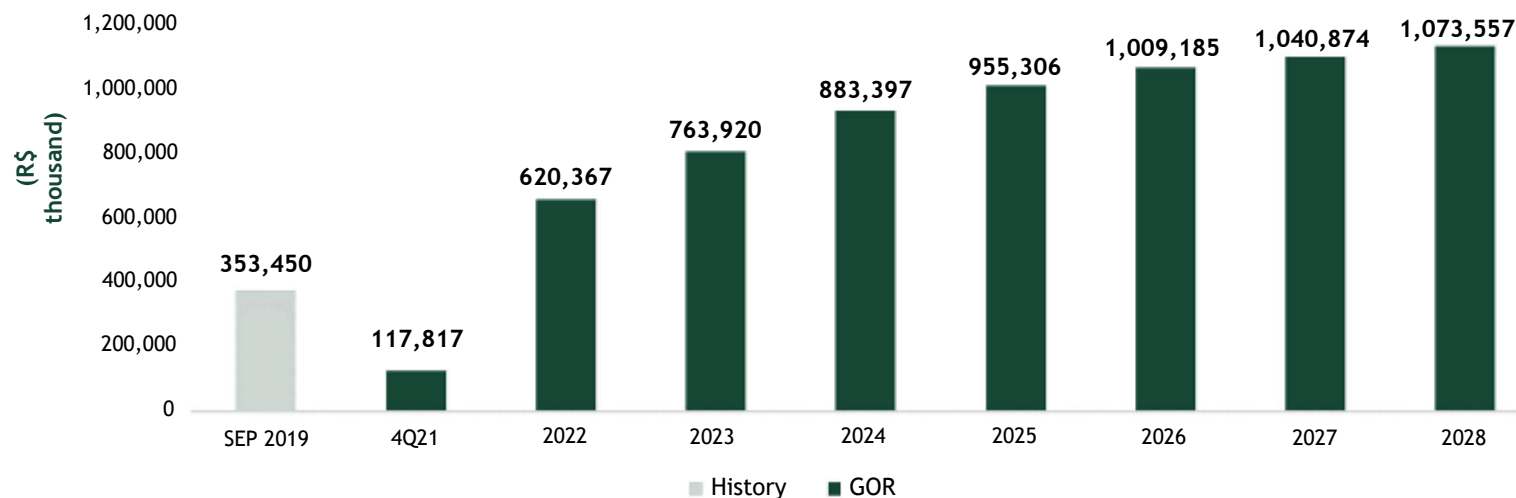
The average ticket, historically, has an average real growth of 8.5%, that is, excluding inflation. This takes place for certain reasons: (i) medical inflation tends to be higher than the IPCA; and (ii) the medicines consumed by UNITY are expensive medicines, linked to the treatment of cancer. It is common for new drugs to be introduced each year and they are usually more expensive, to keep up with the research and development expenditure and patents of the big pharmaceutical companies.

The growth in the volume of procedures for the first full annual period projected is 20%, as expected by the management of ONCOCLÍNICAS. Some of the pillars for the growth of procedures are macro factors, mainly the estimated population growth, general aging of the population (increase in life expectancy) and growth in health insurance coverage. Another determining factor for the growth in the volume of care is the relationships created between UNITY and the medical staff. As UNITY manages to add new doctors to its units, a new portfolio of patients and other specialist doctors, linked to these doctors, is also incorporated. This creates a great opportunity for cross selling, due to this relationship network of UNITY doctors with partner doctors of different specialties, leading to direct referrals of new cancer cases to UNITY doctors. In addition, UNITY has managed, through its latest acquisitions, to verticalize its service model and increase the number of specialties served in its clinics, creating more space for new procedures and treatments.

Thus, to determine the long-term inflation taken into consideration, plus the real growth of the average ticket mentioned above and adding the volume growth, we have a projected nominal growth of the GOI for 2022 of 31.6%. For the other projected years, a linear leveling off of real growth was considered, until it reaches zero in 2025. For volume growth, growth is projected to fall down to zero in 2026. As of 2027, we have completed nominal inflation growth for UNITY's GOI.

Below, we present the graph that demonstrates the growth of UNITY's GOI for the projected period, based on a historical pro forma revenue.

### Gross operating revenue (GOR)

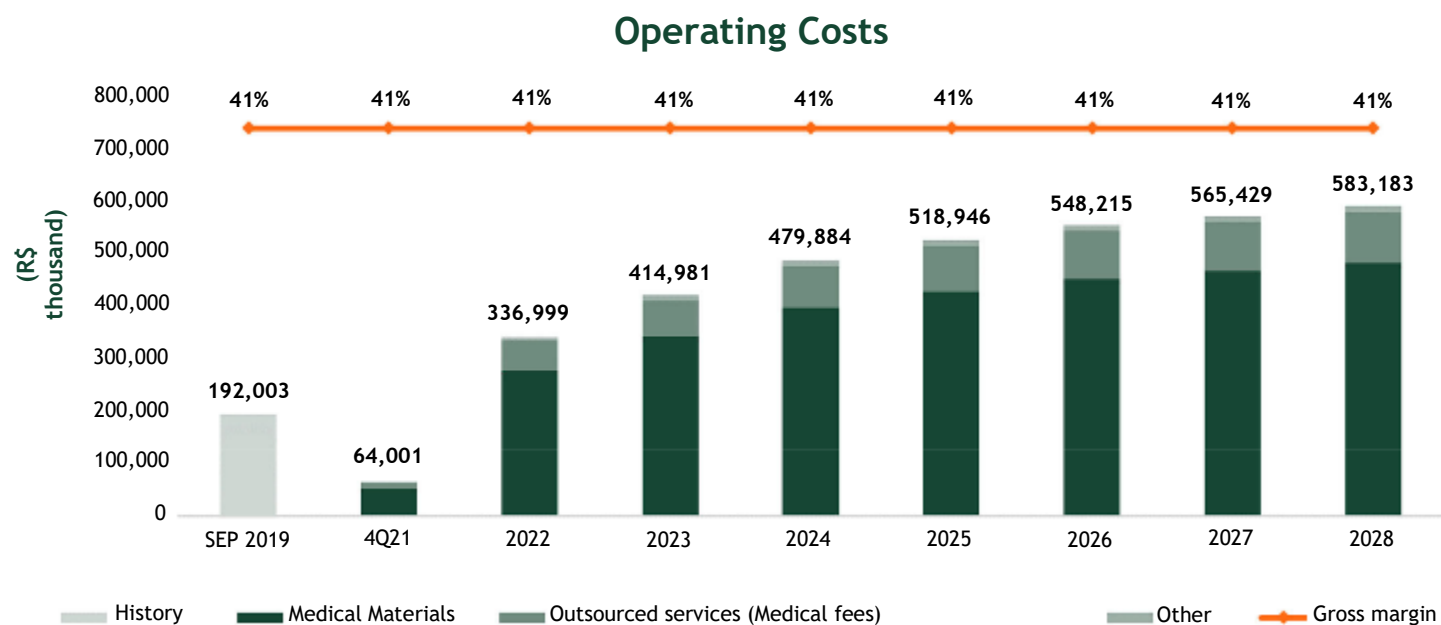


### DEDUCTIONS/TAXES ON GROSS REVENUES

Deductions from revenue include taxes on services provided by the company (PIS, COFINS and ISS) and the percentage of glosses and rebates. The percentage of deductions was projected according to UNITY's history, i.e. 2.5% of the GOI for disallowances, 0.01% of the GOI for rebates and 5.1% of the GOI for taxes. The tax rates considered are in accordance with the rates of the medical sector, with 0.65% of the GOI referring to PIS, 3% of COFINS and a variable rate for ISS (depending on the municipality where the clinic is located).

## OPERATING COSTS

UNITY's operating costs are divided between medical materials, services provided by third parties (medical fees) and others, and were projected according to the company's history, totaling 59% of NOR. The graph below presents this projection.

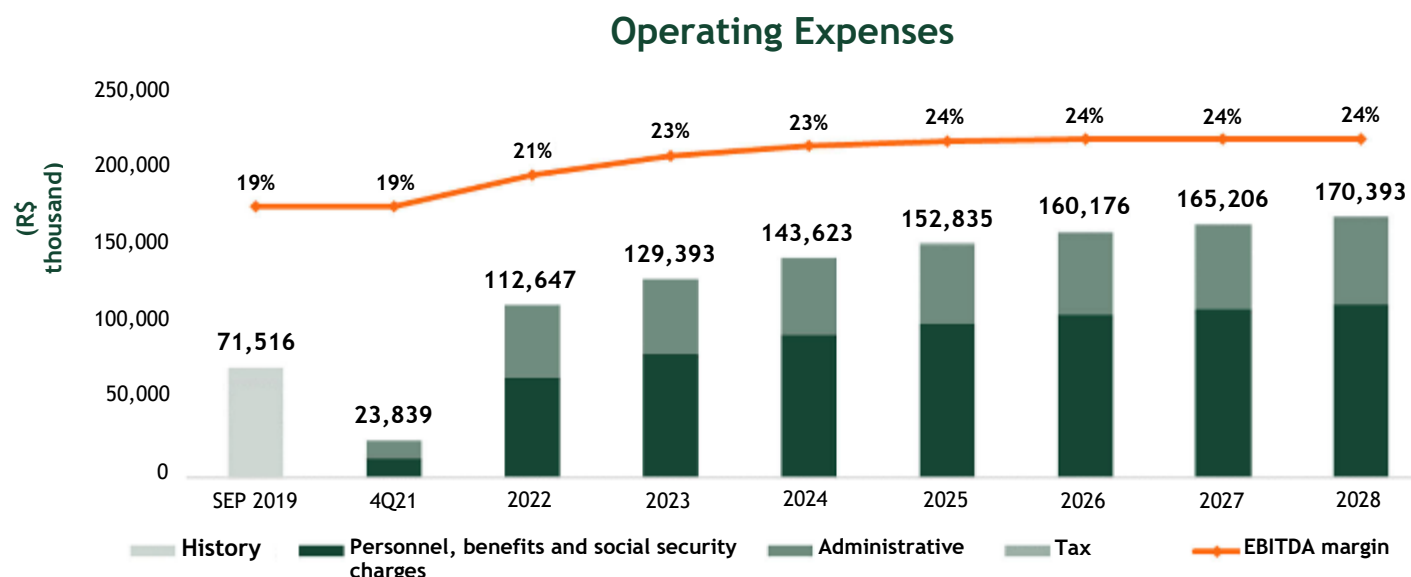


## OPERATING EXPENSES

The items considered in the projection of operating expenses are:

- **Personnel expenses** - Projected as variable expenses, varying annually according to the increase in clinics and attendances.
- **Administrative expenses** - Projected as fixed expenses, varying annually in line with expected inflation. According to understandings held with the management of ONCOCLÍNICAS, UNITY has an administrative structure of clinics capable of supporting the increase in the volume of projected visits.
- **Tax** - Projected as variable expenses in relation to NOR, varying annually according to the increase in clinics and attendances.

The chart below shows the projection of operating expenses.



## INCOME TAX AND SOCIAL CONTRIBUTION

UNITY's income tax and social contribution was projected in a mixed manner. That is, as explained in the financial statement, part of UNITY's subsidiary companies is subject to the taxable profit regime and the other part is under the taxable profit as a percentage of gross sales (*assumed income*) regime.

For the projection of the portion referring to the taxable profit, the portion of the revenue considered was obtained from Note 18 of the UNITY financial statement at the same base date of the report. UNITY's net revenue on the base date, subject to taxation based on taxable income, consists of the income of the subsidiaries Cetro and ICB. In the case of ICB, it was observed that it exceeded the annual gross revenue threshold in 2021 to be qualified for the assumed income regime for the next years and, therefore, it was considered in the actual profit for projection purposes.

For the projection of the tax referring to the companies subject to assumed income regime, the remaining revenue was calculated after purging the revenue related to Cetro and ICB.

## DEPRECIATION

The depreciation rates used were calculated according to items included in property, plant and equipment and intangible assets recorded in the pro forma balance sheet (as described in the previous chapter) of the company at the base date, as can be seen in the table below.

CLASSES	ORIGINAL PROPERTY, PLANT AND EQUIPMENT (R\$ thousand)	RESIDUAL PROPERTY, PLANT AND EQUIPMENT (R\$ thousand)	DEPRECIATION RATE
Air conditioner	586	293	10%
IT equipment	4,082	1,158	20%
Hospital equipment	5	2	10%
Facilities	471	244	10%
Machinery and equipment	41,267	28,639	10%
Furniture and fixtures	5,473	2,726	10%
Leasehold improvements	29,141	26,490	4%
Automobiles	203	114	20%
Other	733	204	10%

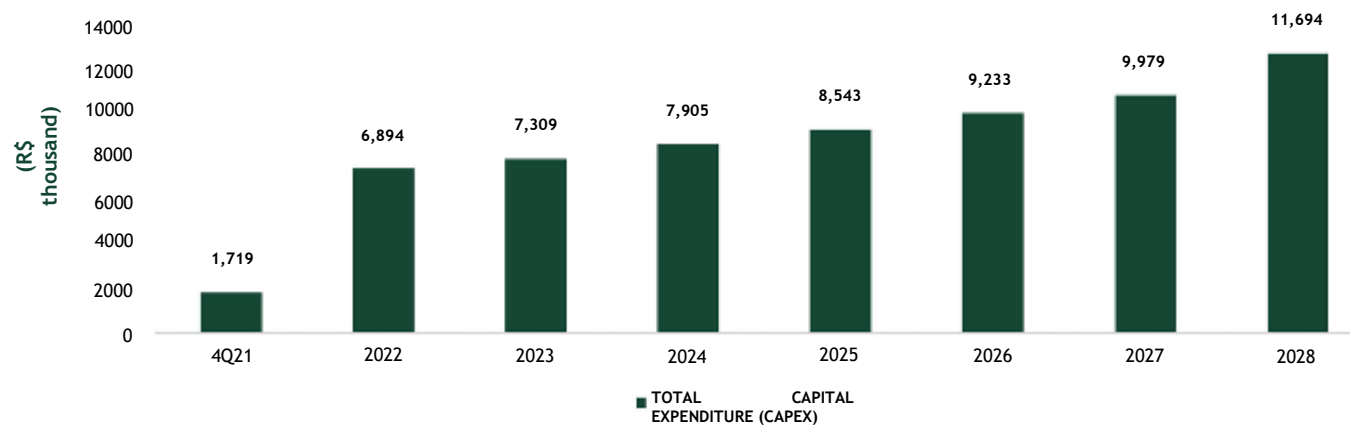
Depreciation rate - Weighted average	81,960	59,870	8.39%
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CLASSES	ORIGINAL INTANGIBLE ASSETS (R\$ thousand)	RESIDUAL INTANGIBLE ASSETS (R\$ thousand)	AMORTIZATION RATE
Software	2,145	1,322	20%
<b>Amortization rate - Weighted average</b>	<b>2,145</b>	<b>1,322</b>	<b>20.00%</b>

## CAPEX

The investment was designed considering the need to replace fixed assets and intangible assets in order to guarantee the company's operational continuity. Therefore, the reinvestment of depreciation and amortization from the previous period was adopted as an assumption, as shown in the chart below. It should be noted that the company has idle capacity and that property, plant and equipment items are sufficient to support the projected volume growth.

### CAPEX projection



## WORKING CAPITAL

Changes in working capital were calculated considering the parameters below, as of October 2021. The starting balances for the calculation of turnover are derived from the pro forma balance sheet, as detailed in the previous chapter.

CURRENT ASSETS	DAYS	SOURCE	REFERENCE ACCOUNT
Accounts receivable	67	Balance at 09/2021	NET OPERATING REVENUE
Inventories	23	Balance at 09/2021	Medical Materials
Recoverable taxes	3	Balance at 09/2021	NET OPERATING REVENUE
Other receivables	4	Balance at 09/2021	NET OPERATING REVENUE
CURRENT LIABILITIES	DAYS	SOURCE	REFERENCE ACCOUNT
Suppliers	84	Balance at 09/2021	Medical Materials
Remuneration and social charges	9	Balance at 09/2021	CMV & EXPENSES
Tax liabilities - PC	5	Balance at 09/2021	NET OPERATING REVENUE
Advance from clients	1	Balance at 09/2021	NET OPERATING REVENUE
Other liabilities	3	Balance at 09/2021	NET OPERATING REVENUE



## DETERMINATION OF THE DISCOUNT RATE

The discount rate was calculated by the WACC method, in which the cost of capital is determined by the weighted average of the market values of the capital structure components (own capital and borrowings).

CAPITAL STRUCTURE	
EQUITY / OWN	86%
DEBT / THIRD PARTIES	14%
EQUITY + DEBT	100%
PROJECTED US INFLATION	2.0%
PROJECTED BRAZILIAN INFLATION	3.1%
COST OF OWN CAPITAL	
RISK-FREE RATE (Rf)	1.7%
BETA d	0.74
BETA r	0.85
RISK PREMIUM (Rm - Rf)	6.0%
SIZE PREMIUM (R\$)	3.2%
BRAZIL RISK	3.0%
<b>Nominal Ke in US\$ (=)</b>	<b>13.0%</b>
<b>Nominal Ke in R\$ (=)</b>	<b>14.2%</b>
DEBT COST	
<b>Nominal Kd in R\$ (=)</b>	<b>10.7%</b>
<b>Nominal Kd with Tax Benefit (=)</b>	<b>8.8%</b>
WACC	
COST OF OWN CAPITAL	14.2%
DEBT COST	8.8%
<b>NOMINAL DISCOUNT RATE IN REAIS (=)</b>	<b>13.5%</b>

The main assumptions adopted to define the discount rate are listed below.

- **Capital structure** - It was based on the arithmetic mean of the comparable companies selected for the Beta sample.
- **Risk-free rate (cost of equity)** - Corresponds to yield average of US T-Bond 20 years (Federal Reserve) between October 01, 2019 and September 30, 2021. Source: [http://www.treas.gov/offices/domestic-finance/debt-management/interest-rate/yield\\_historical.shtml](http://www.treas.gov/offices/domestic-finance/debt-management/interest-rate/yield_historical.shtml).
- **Beta d** - Equivalent to the weekly average historical Beta, in the period of five (5) years, of the health sector, in which the evaluated company is inserted. The sample of comparables was searched in the S&P Capital IQ database.
- **Beta r** - Beta leveraged by the company's capital structure <sup>1</sup>.
- **Risk premium** - Corresponds to the spread between SP500 and US T-Bond 20 years. Source: Supply Side.
- **Company-size premium** - Source: *2021 Valuation Handbook: Cost Capital's Guide*. Chicago: LLC, 2021.
- **Brazil-Risk-It** corresponds to the average or country-risk between October 01, 2019 to September 30, 2021. Source: EMBI+, developed by J. P. Morgan and provided by Ipeadata ([www.ipeadata.gov.br](http://www.ipeadata.gov.br)).

<sup>1</sup>  $Beta r = Beta d \times (1 + (1 - t) \times \left( \frac{D}{E} \right))$ .

- **Funding cost** - It is determined by the average UNITY funding cost weighted at the base date.
- **Effective tax rate (tax shield)** - The weighted average rate projected for UNITY was considered. As the projected income tax was calculated in a mixed way, considering a portion of the revenue subject to taxation by the actual profit and the remaining by the assumed profit, the tax shield was calculated considering only the portion referring to the actual profit, percentage corresponding to what UNITY can effectively benefit from tax purposes. Based on our calculations, this rate was estimated at 17.4%.
- **Long-term North-American inflation rate** - Source: <https://www.federalreserve.gov/monetarypolicy/fomcprojtabl20181219.htm>.
- **Long-term inflation rate** - Source: <https://www.bcb.gov.br/controleinflacao/historicometas>.

### OPERATING VALUE CALCULATION

Based on the projected operating cash flow for the next seven (7) years and three (3) months and on the company's residual value<sup>2</sup> from then on (considering a growth rate in perpetuity "g" of 3.1 %), we discount the results to present value, using the nominal discount rate described in the previous item.

<sup>2</sup> Residual value calculated based on Gordon's perpetuity model, applied to the last projected cash flow, according to the following formula: *Perpetuity =  $\frac{FCD(n) \times (1+g)}{WACC-g}$*

### NET INDEBTEDNESS

A net debt of R\$ 84,218,000 on the base date was considered, as shown in the table below.

NET DEBT (R\$'000)	
Cash ( + )	45,761
Loans and financing- PC ( - )	(67,483)
Loans and financing - PNC ( - )	(62,496)
<b>TOTAL</b>	<b>(84,218)</b>

### NON-OPERATING LIABILITIES

A non-operating asset of R\$ 12,480,000 was considered at the base date, as shown in the table below.

NON-OPERATING ASSETS/LIABILITIES (in thousands of reais)	
Related parties ( + )	21,296
Other receivables - LT ( + )	145
Related parties ( - )	(7,495)
Tax liabilities ( - )	(1,400)
Other liabilities ( - )	(66)
<b>TOTAL</b>	<b>12,480</b>

### PRICE PAID - ACQUISITIONS AFTER BASE DATE

As mentioned above, UNITY completed the acquisition of interest in the companies Imonumed, Resonance and IRV in December 2021, after the report's base date. For the purposes of this work, the three companies were considered in our projection, but as the balance sheet at the base date did not yet reflect the cash outflow or borrowing for these acquisitions, the price paid by these companies was considered, as shown in the table below. :

	Acquisition date	Consideration (R\$'000)
Imonumed	12/01/2021	4,147
Resonance	12/07/2021	8,391
IRV	12/17/2021	17,560
<b>TOTAL</b>		<b>30,098</b>

## UNITY'S ECONOMIC VALUE

Summarizing the previously mentioned items, detailed in Schedule 1B, we arrive at the following values:

Expected return rate	13.0%	13.5%	14.0%
Growth rate (perpetuity)	3.1%	3.1%	3.1%
<b>UNITY ECONOMIC VALUE (R\$ thousand) (Equity Value)</b>			
DISCOUNTED CASH FLOW	589,325	579,858	570,626
DISCOUNTED RESIDUAL VALUE	766,667	708,072	655,581
<b>OPERATING VALUE, UNITY 1</b>	<b>1,355,992</b>	<b>1,287,929</b>	<b>1,226,207</b>
NET INDEBTEDNESS	(84,218)	(84,218)	(84,218)
NON-OPERATIONAL ASSETS/LIABILITIES	12,480	12,480	12,480
PRICE PAID ACQUISITIONS AFTER BASE DATE 2	(30,098)	(30,098)	(30,098)
<b>UNITY ECONOMIC VALUE (R\$ thousand) (Equity Value)</b>	<b>1,254,155</b>	<b>1,186,093</b>	<b>1,124,371</b>
OWNERSHIP PERCENTAGE		100.00%	
<b>EQUITY PICK-UP (R\$ thousand)</b>	<b>1,254,155</b>	<b>1,186,093</b>	<b>1,124,371</b>
NUMBER OF SHARES 3		11,446,075	
<b>ECONOMIC VALUE PER SHARE (R\$ thousand)</b>	<b>109.57</b>	<b>103.62</b>	<b>98.23</b>

<sup>1</sup> Consolidated Operating Value, including projected results of companies Imonumed, Resonance and IRV acquired after the base date

<sup>2</sup> Price paid for the acquisitions of Imonumed, Resonance and IRV

<sup>3</sup> Number of shares after the roll up of minority shareholders, as provided for in the Purchase and Sale Agreement

## 8. CONCLUSION

In light of the examinations carried out in the aforementioned documentation and based on APSIS studies, the experts concluded that the **economic value** of the business of **UNITY** is between **R\$ 1,124,371 thousand** (one billion, one hundred and twenty-four million, three hundred and seventy-one thousand reais) and **R\$ 1,254,155,000** (one billion, two hundred and fifty-four million, one hundred and fifty-five thousand reais).

The Appraisal Report **AP-00221/22-01** was prepared in the form of a Digital Report (electronic document in *Portable Document Format* - PDF), with the certification of the responsible technicians, and printed by APSIS, consisting of thirty-two (32) sheets typed on one side and two (2) schedules. APSIS, CREA/RJ 1982200620 and CORECON/RJ RF.02052, a company specialized in asset valuation, legally represented below by its directors, is available for any clarifications that may be necessary.

São Paulo, March 04, 2022.

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LUIZ PAULO CESAR SILVEIRA  
Vice-president

Mechanical Engineer and Accountant (CREA/RJ 1989100165 and CRC/RJ-118263/P-0)

Formally signed  
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SILVEIRA:8866819  
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**MIGUEL  
CORTES  
CARNEIRO  
MONTEIRO:1  
0591829711**

MIGUEL CÔRTEZ CARNEIRO MONTEIRO  
Director

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digital by MIGUEL  
CORTES  
SHEEP MONTEIRO:  
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## 9. LIST OF SCHEDULES

1. EVALUATORY CALCULATIONS

2. GLOSSARY

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# SCHEDULE 1

UNITY OPERATIONAL PROJECTION (R\$ thousand)	4Q21	2022	2023	2024	2025	2026	2027	2028
<b>GROSS OPERATING REVENUE (GOR)</b>	<b>117,817</b>	<b>620,367</b>	<b>763,920</b>	<b>883,397</b>	<b>955,306</b>	<b>1,009,185</b>	<b>1,040,874</b>	<b>1,073,557</b>
<i>(% growth in GOR)</i>	<i>n/a</i>	<i>31.6%</i>	<i>23.1%o</i>	<i>15.6%o</i>	<i>8.1%</i>	<i>5.6%</i>	<i>3.1%</i>	<i>3.1%</i>
<b>TAXES AND DEDUCTIONS</b>	<b>(9,268)</b>	<b>(48,801)</b>	<b>(60,094)</b>	<b>(69,492)</b>	<b>(75,149)</b>	<b>(79,387)</b>	<b>(81,880)</b>	<b>(84,451)</b>
<i>(%GOR)</i>	<i>-7.9%o</i>	<i>-7.9%</i>	<i>-7.9%o</i>	<i>-7.9%</i>	<i>-7.9%</i>	<i>-7.9%</i>	<i>-7.9%</i>	<i>-7.9%</i>
Disallowance of Invoices	(3,202)	(16,861)	(20,762)	(24,009)	(25,964)	(27,428)	(28,289)	(29,178)
Rebates	(18)	(93)	(114)	(132)	(143)	(151)	(155)	(160)
Deductions and taxes levied	(6,048)	(31,848)	(39,217)	(45,351)	(49,043)	(51,809)	(53,435)	(55,113)
<b>NET OPERATING REVENUE (GOR)</b>	<b>108,549</b>	<b>571,566</b>	<b>703,827</b>	<b>813,905</b>	<b>880,157</b>	<b>929,798</b>	<b>958,993</b>	<b>989,106</b>
<b>COST OF SERVICES RENDERED (CSP)</b>	<b>(64,001)</b>	<b>(336,999)</b>	<b>(414,981)</b>	<b>(479,884)</b>	<b>(518,946)</b>	<b>(548,215)</b>	<b>(565,429)</b>	<b>(583,183)</b>
<i>(% NOR)</i>	<i>-59.0%o</i>	<i>-59.0%o</i>	<i>-59.0%o</i>	<i>-59.0%o</i>	<i>-59.0%o</i>	<i>-59.0%</i>	<i>-59.0%</i>	<i>-59.0%</i>
Medical Materials	(52,189)	(274,804)	(338,394)	(391,319)	(423,172)	(447,039)	(461,076)	(475,554)
<i>Medical Materials/NOI %</i>	<i>-48.1%</i>	<i>-48.1%</i>	<i>-48.1%</i>	<i>-48.1%</i>	<i>-48.1%</i>	<i>-48.1%</i>	<i>-48.1%</i>	<i>-48.1%</i>
Outsourced services (Medical fees)	(10,436)	(54,950)	(67,665)	(78,248)	(84,618)	(89,390)	(92,197)	(95,092)
<i>Medical fees/ NOR %</i>	<i>-9.6%</i>	<i>-9.6%</i>	<i>-9.6%</i>	<i>-9.6%</i>	<i>-9.6%</i>	<i>-9.6%</i>	<i>-9.6%</i>	<i>-9.6%</i>
Other	(1,376)	(7,245)	(8,921)	(10,316)	(11,156)	(11,785)	(12,155)	(12,537)
<i>Others / NOI %</i>	<i>-1.3%</i>	<i>-1.3%</i>	<i>-1.3%</i>	<i>-1.3%</i>	<i>-1.3%</i>	<i>-1.3%</i>	<i>-1.3%</i>	<i>-1.3%</i>
<b>OPERATING EXPENSES</b>	<b>(23,839)</b>	<b>(112,647)</b>	<b>(129,393)</b>	<b>(143,623)</b>	<b>(152,835)</b>	<b>(160,176)</b>	<b>(165,206)</b>	<b>(170,393)</b>
<i>(% NOR)</i>	<i>-22.0%</i>	<i>-19.7%</i>	<i>-18.4%o</i>	<i>-17.6%</i>	<i>-17.4%</i>	<i>-17.2%</i>	<i>-17.2%</i>	<i>-17.2%</i>
Personnel, benefits and social security charges	(12,398)	(65,281)	(80,387)	(92,959)	(100,526)	(106,196)	(109,531)	(112,970)
<i>Personnel, benefits and social security charges/ NOR %</i>	<i>-11.4%</i>	<i>-11.4%</i>	<i>-11.4%</i>	<i>-11.4%</i>	<i>-11.4%</i>	<i>-11.4%</i>	<i>-11.4%</i>	<i>-11.4%</i>
Administrative	(11,296)	(46,601)	(48,064)	(49,573)	(51,130)	(52,735)	(54,391)	(56,099)
<i>Growth %</i>	<i>n/a</i>	<i>3.1%</i>	<i>3.1%</i>	<i>3.1%</i>	<i>3.1%</i>	<i>3.1%</i>	<i>3.1%</i>	<i>3.1%</i>
<i>Administrative/ NOR %</i>	<i>-10.4%</i>	<i>-8.2%</i>	<i>-6.8%</i>	<i>-6.1%</i>	<i>-5.8%</i>	<i>-5.7%</i>	<i>-5.7%</i>	<i>-5.7%</i>
Tax	(145)	(765)	(942)	(1,090)	(1,179)	(1,245)	(1,284)	(1,324)
<i>Tax / NOI %</i>	<i>-0.1%</i>	<i>-0.1%</i>	<i>-0.1%</i>	<i>-0.1%</i>	<i>-0.1%</i>	<i>-0.1%</i>	<i>-0.1%</i>	<i>-0.1%</i>



UNITY'S PROPERTY, PLANT AND EQUIPMENT (R\$ thousand)	Base Date 09/30/2021	4Q21	2022	2023	2024	2025	2026	2027	2028
<b>TOTAL INVESTMENT (MAINTENANCE + EXPANSION)</b>	-	1,719	6,894	7,309	7,905	8,543	9,233	9,979	11,694
DEPRECIATION OF INVESTMENT	-	18	433	1,029	1,667	2,357	3,103	3,909	4,818
PROPERTY, PLANT AND EQUIPMENT (ORIGINAL COST)	81,960	81,960	81,960	81,960	81,960	81,960	81,960	81,960	81,960
RESIDUAL VALUE	59,870	58,151	51,275	44,399	37,523	30,647	23,771	16,895	10,019
ORIGINAL PROPERTY DEPRECIATION	-	1,719	6,876	6,876	6,876	6,876	6,876	6,876	6,876
<b>TOTAL DEPRECIATION</b>	<b>5,157</b>	<b>1,737</b>	<b>7,309</b>	<b>7,905</b>	<b>8,543</b>	<b>9,233</b>	<b>9,979</b>	<b>10,785</b>	<b>11,694</b>

DEPRECIATION OF NEW FIXED ASSETS	09/30/2021	4Q21	2022	2023	2024	2025	2026	2027	2028
4Q21		18	144	144	144	144	144	144	144
2022		-	289	578	578	578	578	578	578
2023		-	-	307	613	613	613	613	613
2024		-	-	-	332	663	663	663	663
2025		-	-	-	-	358	717	717	717
2026		-	-	-	-	-	387	775	775
2027		-	-	-	-	-	-	419	837
2028		-	-	-	-	-	-	-	491

INTANGIBLE ASSETS - UNITY (R\$ thousand)	Base Date 09/30/2021	4Q21	2022	2023	2024	2025	2026	2027	2028
<b>TOTAL INVESTMENT (MAINTENANCE + EXPANSION)</b>	-	107	432	494	586	622	386	484	516
AMORTIZATION INVESTMENT	-	3	65	157	265	386	484	509	516
INTANGIBLE COST (ORIGINAL)	2,145	2,145	2,145	2,145	2,145	2,145	2,145	2,145	2,145
RESIDUAL VALUE	1,322	1,214	786	357	-	-	-	-	-
ORIGINAL INTANGIBLE AMORTIZATION	-	107	429	429	357	-	-	-	-
<b>TOTAL AMORTIZATION</b>	<b>322</b>	<b>110</b>	<b>494</b>	<b>586</b>	<b>622</b>	<b>386</b>	<b>484</b>	<b>509</b>	<b>516</b>

AMORTIZATION OF NEW INTANGIBLE ASSETS	09/30/2021	4Q21	2022	2023	2024	2025	2026	2027	2028
4Q21		3	21	21	21	21	19	-	-
2022		-	43	86	86	86	86	43	-
2023		-	-	49	99	99	99	99	49
2024		-	-	-	59	117	117	117	117
2025		-	-	-	-	62	124	124	124
2026		-	-	-	-	-	39	77	77
2027		-	-	-	-	-	-	48	97
2028		-	-	-	-	-	-	-	52

UNITY'S WORKING CAPITAL	SEP 2019	4Q21	2022	2023	2024	2025	2026	2027	2028
(R\$ thousand)									
<b>CURRENT ASSETS</b>	<b>103,044</b>	<b>103,044</b>	<b>135,645</b>	<b>167,033</b>	<b>193,157</b>	<b>208,880</b>	<b>220,661</b>	<b>227,590</b>	<b>234,736</b>
Accounts receivable	81,196	81,196	106,884	131,618	152,202	164,592	173,875	179,334	184,966
Inventories	13,370	13,370	17,600	21,672	25,062	27,102	28,630	29,529	30,456
Recoverable taxes	3,629	3,629	4,778	5,883	6,803	7,357	7,772	8,016	8,268
Other receivables	4,849	4,849	6,383	7,860	9,090	9,830	10,384	10,710	11,046
<b>CURRENT LIABILITIES</b>	<b>68,686</b>	<b>68,686</b>	<b>90,096</b>	<b>110,712</b>	<b>127,877</b>	<b>138,225</b>	<b>145,989</b>	<b>150,573</b>	<b>155,301</b>
Suppliers	48,691	48,691	64,097	78,929	91,273	98,703	104,270	107,544	110,920
Remuneration and social charges	8,768	8,768	11,221	13,585	15,560	16,765	17,679	18,234	18,806
Tax liabilities - PC	6,273	6,273	8,258	10,169	11,759	12,716	13,433	13,855	14,290
Advance from clients	1,406	1,406	1,851	2,279	2,636	2,850	3,011	3,105	3,203
Other liabilities	3,547	3,547	4,670	5,750	6,650	7,191	7,597	7,835	8,081
<b>WORKING CAPITAL</b>	<b>34,357</b>	<b>34,357</b>	<b>45,549</b>	<b>56,321</b>	<b>65,280</b>	<b>70,655</b>	<b>74,672</b>	<b>77,017</b>	<b>79,435</b>
<b>CHANGE IN WORKING CAPITAL</b>		-	11,191	10,773	8,959	5,376	4,017	2,345	2,418

UNITY'S CASH FLOW (R\$ thousand)	4Q21	2022	2023	2024	2025	2026	2027	2028
<i>(% Growth)</i>		426.6% <i>c</i>	23.1%	15.6%	8.1%	5.6%	3.1%	3.1%
<b>GROSS OPERATING REVENUE (GOR)</b>	<b>117,817</b>	<b>620,367</b>	<b>763,920</b>	<b>883,397</b>	<b>955,306</b>	<b>1,009,185</b>	<b>1,040,874</b>	<b>1,073,557</b>
DISALLOWANCES AND REBATES ( - )	(3,220)	(16,953)	(20,876)	(24,141)	(26,106)	(27,579)	(28,445)	(29,338)
<b>GOI NET OF DISCLAIMERS AND DISALLOWANCES</b>	<b>114,597</b>	<b>603,414</b>	<b>743,044</b>	<b>859,256</b>	<b>929,199</b>	<b>981,606</b>	<b>1,012,429</b>	<b>1,044,219</b>
TAXES ( - )	(6,048)	(31,848)	(39,217)	(45,351)	(49,043)	(51,809)	(53,435)	(55,113)
<b>NET OPERATING REVENUE (NOR)</b>	<b>108,549</b>	<b>571,566</b>	<b>703,827</b>	<b>813,905</b>	<b>880,157</b>	<b>929,798</b>	<b>958,993</b>	<b>989,106</b>
CMV / CSP ( - )	(64,001)	(336,999)	(414,981)	(479,884)	(518,946)	(548,215)	(565,429)	(583,183)
<b>GROSS INCOME ( = )</b>	<b>44,548</b>	<b>234,567</b>	<b>288,846</b>	<b>334,021</b>	<b>361,211</b>	<b>381,583</b>	<b>393,565</b>	<b>405,922</b>
<i>gross margin (LB/NOI)</i>	41.0%	41.0% <i>c</i>	41.0%	41.0%	41.0%	41.0%	41.0%	41.0%
GENERAL AND ADMINISTRATIVE EXPENSES ( - )	(23,839)	(112,647)	(129,393)	(143,623)	(152,835)	(160,176)	(165,206)	(170,393)
<b>LAJIDA/EBITDA ( = )</b>	<b>20,709</b>	<b>121,920</b>	<b>159,452</b>	<b>190,399</b>	<b>208,376</b>	<b>221,406</b>	<b>228,359</b>	<b>235,529</b>
<i>Ebitda margin (Ebitda/NOR)</i>	19.1%	21.3% <i>c</i>	22.7%	23.4%	23.7%	23.8%	23.8%	23.8%
DEPRECIATION/AMORTIZATION ( - )	(1,847)	(7,803)	(8,491)	(9,165)	(9,619)	(10,463)	(11,294)	(12,211)
<b>LAIR/EBIT ( = )</b>	<b>18,862</b>	<b>114,117</b>	<b>150,961</b>	<b>181,234</b>	<b>198,757</b>	<b>210,943</b>	<b>217,065</b>	<b>223,318</b>
INCOME TAX/SOCIAL CONTRIBUTION ( - )	(5,018)	(29,108)	(37,672)	(44,732)	(48,859)	(51,788)	(53,328)	(54,906)
<i>Effective Income Tax Rate (IRCS/EBIT)</i>	-26.6%	-25.5% <i>c</i>	-25.0%	-24.7%	-24.6%	-24.6%	-24.6%	-24.6%
<b>OPERATING NET INCOME / NOPAT ( = )</b>	<b>13,844</b>	<b>85,009</b>	<b>113,289</b>	<b>136,502</b>	<b>149,897</b>	<b>159,156</b>	<b>163,737</b>	<b>168,413</b>
<i>net margin (LL/NOI)</i>	12.8%	14.9% <i>c</i>	16.1%	16.8%	17.0%	17.1%	17.1%	17.0%
<b>FREE CASH FLOW (R\$ thousand)</b>								
<b>OPERATING CASH FLOW</b>	<b>15,691</b>	<b>81,621</b>	<b>111,008</b>	<b>136,709</b>	<b>154,141</b>	<b>165,602</b>	<b>172,686</b>	<b>178,205</b>
PROFIT FOR THE YEAR ( + )	13,844	85,009	113,289	136,502	149,897	159,156	163,737	168,413
DEPRECIATION/AMORTIZATION (+)	1,847	7,803	8,491	9,165	9,619	10,463	11,294	12,211
CHANGE IN WORKING CAPITAL ( - )		(11,191)	(10,773)	(8,959)	(5,376)	(4,017)	(2,345)	(2,418)
<b>INVESTMENT CASH FLOW</b>	<b>(1,826)</b>	<b>(7,326)</b>	<b>(7,803)</b>	<b>(8,491)</b>	<b>(9,165)</b>	<b>(9,619)</b>	<b>(10,463)</b>	<b>(12,210)</b>
INVESTMENTS, PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS ( - )	(1,826)	(7,326)	(7,803)	(8,491)	(9,165)	(9,619)	(10,463)	(12,210)
<b>FREE CASH FLOW</b>	<b>13,865</b>	<b>74,295</b>	<b>103,205</b>	<b>128,217</b>	<b>144,976</b>	<b>155,983</b>	<b>162,223</b>	<b>165,995</b>
<i>Partial Period</i>	0.25	1.00	1.00	1.00	1.00	1.00	1.00	1.00
<i>Mid Year Convention</i>	0.13	0.75	1.75	2.75	3.75	4.75	5.75	6.75
<i>Discount Factor @ 13.5%</i>	13.5%	0.98	0.91	0.80	0.71	0.62	0.55	0.48
<b>Discounted Cash Flow</b>	<b>13,648</b>	<b>67,584</b>	<b>82,750</b>	<b>90,614</b>	<b>90,308</b>	<b>85,642</b>	<b>78,506</b>	<b>70,806</b>
<i>Balance to be Perpetuated</i>								
<b>Perpetuity @ 3.14%</b>	<b>3.1%</b>							
<b>OPERATIONAL VALUE (Enterprise Value) (R\$ thousand)</b>	<b>1,287,929</b>							

CAPITAL STRUCTURE	
EQUITY / OWN	86%
DEBT / THIRD PARTIES	14%
EQUITY + DEBT	100%
PROJECTED US INFLATION	2.0%
PROJECTED BRAZILIAN INFLATION	3.1%
COST OF OWN CAPITAL	
RISK-FREE RATE (Rf)	1.7%
BETA d	0.74
BETA r	0.85
RISK PREMIUM (Rm - Rf)	6.0%
SIZE PREMIUM (R\$)	3.2%
BRAZIL RISK	3.0%
<b>Nominal Ke in US\$ ( = )</b>	<b>13.0%</b>
<b>Nominal Ke in R\$ ( = )</b>	<b>14.2%</b>
DEBT COST	
<b>Nominal Kd in R\$ ( = )</b>	<b>10.7%</b>
<b>Nominal Kd with Tax Benefit ( = )</b>	<b>8.8%</b>
WACC	
COST OF OWN CAPITAL	14.2%
DEBT COST	8.8%
<b>NOMINAL DISCOUNT RATE IN REAIS ( = )</b>	<b>13.5%</b>

Expected return rate	13.0%	13.5%	14.0%
Growth rate (perpetuity)	3.1%	3.1%	3.1%
<b>UNITY ECONOMIC VALUE (R\$ thousand) (Equity Value)</b>			
DISCOUNTED CASH FLOW	589,325	579,858	570,626
DISCOUNTED RESIDUAL VALUE	766,667	708,072	655,581
<b>OPERATING VALUE, UNITY 1</b>	<b>1,355,992</b>	<b>1,287,929</b>	<b>1,226,207</b>
NET INDEBTEDNESS	(84,218)	(84,218)	(84,218)
NON-OPERATIONAL ASSETS/LIABILITIES	12,480	12,480	12,480
PRICE PAID ACQUISITIONS AFTER BASE DATE 2	(30,098)	(30,098)	(30,098)
<b>UNITY ECONOMIC VALUE (R\$ thousand) (Equity Value)</b>	<b>1,254,155</b>	<b>1,186,093</b>	<b>1,124,371</b>
OWNERSHIP PERCENTAGE		100.00%	
<b>EQUITY PICK-UP (R\$ thousand)</b>	<b>1,254,155</b>	<b>1,186,093</b>	<b>1,124,371</b>
NUMBER OF SHARES 3		11,446,075	
<b>ECONOMIC VALUE PER SHARE (R\$ thousand)</b>	<b>109.57</b>	<b>103.62</b>	<b>98.23</b>

<sup>1</sup> Consolidated Operating Value, including projected results of companies Imonumed, Resonance and IRV acquired after the base date

<sup>2</sup> Price paid for the acquisitions of Imonumed, Resonance and IRV

<sup>3</sup> Number of shares after the roll up of minority shareholders, as provided for in the Purchase and Sale Agreement

# SCHEDULE 2

# Glossary

## A

### **Income approach**

Valuation method by converting expected economic benefits to present value.

### **Asset approach**

Method of valuation of companies where all assets and liabilities (including unaccounted for) are adjusted to market values. Also known as Shareholders' equity at market price.

### **Market approach**

Valuation method in which comparative multiples derived from the sales price of similar assets are adopted.

### **Goodwill due to expected future profitability (goodwill)**

Future economic benefits arising from assets that cannot be individually identified or separately recognized.

### **Amortization**

Systematic allocation of the depreciable value of an asset over its useful life.

### **Financial leases**

Which substantially transfers all the risks and rewards linked to the ownership of the asset, which may or may not be transferred in the future. A lease that is not a finance lease is an operating lease.

### **Operating lease**

Which does not transfer all risks and rewards associated to the ownership of the asset. A non-operating lease is a finance lease.

### **Assets**

Entity-controlled resources as a result of past events in which future economic benefits are expected for the entity.

### **Property, plant and equipment**

Tangible assets made available for use in the production or supply of goods or services, rental to others, investment, or administrative purposes, which are expected to be used for more than one accounting period.

### **Intangible assets**

Identifiable non-monetary asset with no physical substance. Such an asset is identifiable when: a) is separable, that is, capable of being separated or divided from the entity and sold, transferred, licensed, leased or

exchanged, either individually or together with a related contract, asset or liability; b) resulting from contractual or other legal rights, whether such rights are transferable or separable from an entity or from other rights an obligations.

### **Non-operating assets**

Those not directly linked to the company's operating activities (they may or may not generate revenue) and that can be sold without prejudice to their operation.

### **Operating assets**

Assets fundamental to the operation of the company.

### **Tangible assets**

Asset of physical existence such as land, construction, machine, equipment, furniture and utensil.

### **Assessment**

The act or process of determining the value of an asset.

## B

### **Asset**

It is a thing that has value, susceptible of utilization, or which may be object of right, that is an integral part of an estate.

## Beta

Systematic risk measure of a stock; tendency of the price of a given stock to be correlated with changes in a given index.

### **Levered beta**

Beta value reflecting indebtedness in the capital structure.

## C

### **Capex (Capital Expenditure)**

Investments in permanent asset.

### **Capm (Capital Asset Pricing Model)**

Model in which the cost of capital for any share or lot of shares is equivalent to the risk-free rate plus the risk premium provided by the systematic risk of the share or lot of shares under study. Generally used to calculate the cost of equity or cost of shareholder capital.

### **Business combination**

Union of separate entities or businesses producing financial statements



of a single reporting entity. Transaction or other event through which an acquirer obtains control of one or more businesses, regardless of the legal form of the transaction.

### **Subsidiary**

Entity, including an unincorporated entity, such as an association, controlled by another entity (known as a parent).

### **Parent company**

Entity that owns one or more subsidiaries.

### **Control**

Power to direct the political and administrative strategic management of a company.

### **CPC**

Accounting Pronouncement Committee.

### **CFC**

Federal Accounting Council

### **Cost**

Total of direct and indirect expenses necessary to the production, maintenance or acquisition of an asset in a given date and situation.

### **Cost of capital**

Expected rate of return required by the market to attract funds for a given investment.

### **Re-edition cost**

Reproduction cost less the asset depreciation, considering the asset state.

### **Reproduction cost**

Expenditure necessary to reproduce a good, without considering eventual depreciation.

### **Replacement cost**

Cost of reissue of a good, with the same function and similar characteristics to the one being evaluated.

### **production direct cost**

Expenditure on inputs, including labor, in the production of a good.

### **Production indirect cost**

Administrative and financial expenses, benefits and other burdens and charges necessary to produce a good.

### **CVM**

Securities and Exchange Commission.

## **D**

### **Base Date**

Specific date (day, month and year) of application of the valuation amount.

### **Issuing Date**

Closing date of the valuation report when the valuation conclusions are communicated to the client.

### **DCF (discounted cash flow)**

Discounted cash flow.

### **D&A**

Depreciation and amortization.

### **Depreciation**

Systematic allocation of the asset's depreciable value over its useful life.

### **Net debt**

Cash and cash equivalents, net position in derivatives, short and long-term financial debt, dividends receivable and payable, receivables and accounts payable related to debentures, short- and long-term deficits with pension funds, provisions, other credits and obligations with related persons, including subscription bonuses.

### **Supporting documentation**

Documentation collected and provided by the client on which the assumptions of the report are based.

## **E**

### **Ebit (Earnings Before Interests and Taxes)**

Earnings before interest and taxes.

### **Ebitda (Earnings Before Interests, Taxes, Depreciation and Amortization)**

Income before interest, taxes, depreciation and amortization.

### **Company**

Commercial, industrial, service provider or investment entity engaged in economic activity.

### **Enterprise Value**

Company's economic value.

### **Equity Value**

Economic value of equity.

### **Conservation state**

Physical status of an asset because of its maintenance.

### **Capital structure**

Structure of a company's invested capital between own capital (equity) and third-party capital (debt).

## **F**

### **FCFF (Free Cash Flow to Firm)**

Free cash flow for the firm or unleveraged free cash flow.

### **Cash flow**

Cash generated by an asset, group of assets or company during a given period. Usually the term is complemented by a qualification referring to the context (operational, non-operational, etc.).

### **Cash flow from invested capital**

Flow generated by the company to be reverted to financiers (interest and amortization) and shareholders (dividends) after considering operating costs and expenses and capital investments.

# G

## Goodwill

See goodwill due to expected future profitability

# I

## IAS (International Accounting Standard)

International Accounting Standards.

## IASB (International Accounting Standards Board)

International Board of Accounting Standards.

## IFRS (International Financial Reporting Standard)

International Financial Reporting Standards, set of international accounting pronouncements published and reviewed by the IASB.

## Property

Asset constituted by land and any improvements incorporated therein. It may be classified as urban or rural, according to its location, use or vocation.

## Impairment

See devaluation losses

# L

## Liquidity

Ability to quickly convert a given asset into cash or payment of a given debt.

# M

## Valuation methodology

One or more approaches used in the preparation of valuation calculations to indicate the value of an asset.

## Multiple

Market value of a company, share or invested capital, divided by a company measure (EBITDA, revenue, customer volume, etc.).

# N

## International Accounting Standards

Standards and interpretations adopted by IASB. They include: International Financial Reporting Standards (IFRS); International Accounting Standards (IAS); and interpretations developed by the Standards Interpretations Committee

International Financial Reporting Committee (IFRIC) or by the former Standing Committee on Interpretations (SIC).

# P

## Liabilities

A present obligation that results from past events, the settlement of which is expected to result in an inflow of resources from the entity that embody economic benefits.

## Shareholders' equity at market price

See asset approach.

## Impairment losses

Book value of the asset that exceeds, in the case of inventories, its selling price less the cost to complete it and the expense to sell it; or, in the case of other assets, their fair value less the expense to sell.

## Expertise

Technical activity carried out by a professional with specific qualifications to investigate and clarify facts, verify the state of an asset, determine the causes that motivated a certain event, evaluate assets, their costs, fruits or rights

## Price

Amount for which a transaction involving an asset, a fruit thereof or a right upon it.

## Control Premium

Amount or percentage of a pro-rata value of a lot of controlling shares over the pro-rata value of non-controlling shares, which reflects the power of control.

## Investment property

Property (land, building or part of building, or both) held by the owner or lessee under lease, either to receive rental payments or for capital appreciation, or both, other than for: use in the production or supply of goods or services, as well as for administrative purposes.

# T

## Discount rate

Any divisor used to convert a stream of future economic benefits into present value.

## Internal Rate of Return

Discount rate where the present value of the future cash flow is equivalent to the cost of the investment.

# U

## **Cash-generating unit**

Smallest group of identifiable assets generating cash inflows that are largely independent of inflows generated by other assets or groups of assets.

# V

## **Book value**

Amount at which an asset or liability is recognized on the balance sheet.

## **Value of investment**

Value to a particular investor, based on particular interests in the asset under review. In the case of business valuation, this value can be analyzed by different situations, such as synergy with other companies owned by an investor, risk perceptions, future performance and tax planning.

## **Depreciable value**

Cost of the asset, or other amount substituted for cost (in the financial statements), less its residual value.

## **Value in use**

Value of a good in operating condition in its current state, as a useful integral part of an industry, including, where relevant, the expenses of design, packaging, taxes, freight and assembly.

## **Market (fair) value**

Amount at which an asset can be exchanged for ownership between a potential seller and a potential buyer when both parties have reasonable knowledge of the relevant facts and neither is under pressure to do so.

## **Present value**

Estimate of the discounted present value of net cash flows in the ordinary course of business.

## **Recoverable value**

Higher fair value of asset (or cash-generating unit) less costs to sell compared to its value in use.

## **Residual value**

Value of the new or used good projected for a date, limited to the one in which it becomes scrap, considering being in operation during the period.

## **Residual value of asset**

Estimated amount that the entity would obtain in the present from the disposal of the asset, after deducting the estimated expenses of the asset, if the asset were already at the age and condition expected at the end of its useful life. Remaining life  
The remaining useful life of an asset.

## **Economic useful life**

Period in which an asset is expected to be available for use, or the number of production or similar units expected to be obtained from the asset by the entity.

# W

## **WACC (Weighted Average Cost of Capital)**

Model in which the cost of capital is determined by the weighted average of the market values of the capital structure components (own capital and third parties).

## **Weighted Average Return on Assets (WARA)**

Weighted average rate of expected return for the assets and liabilities that make up the company under analysis, including goodwill

**EXHIBIT IV**  
**Merger of Shares**

(Annex 20-A to CVM Ruling No. 481, pursuant to article 20-A of CVM Ruling 481)

**8. Protocol and justification of the transaction, under articles 224 and 225 of Law No. 6,404, of 1976**

The "Protocol and Justification of the Merger of Shares issued by Unity Participações S.A. into Oncoclínicas do Brasil Serviços Médicos S.A.", entered into between the management of the Corporation and Unity on March 7, 2022, is attached as **Exhibit I** to this Management Proposal.

**9. Other agreements, contracts and pre-contracts regulating the exercise of voting rights or the transfer of shares issued by the surviving companies or resulting from the transaction, filed at the Corporation's headquarters or to which the Corporation's controlling shareholder is a party.**

None.

**10. Description of the transaction, including:**

**III. Terms and conditions**

The Purchase and Sale Agreement aims to implement in a simultaneous way (a) the acquisition, by Oncoclínicas, of shares issued by Unity representing forty percent (40%) of its share capital and, concurrently, (b) the merger, into Oncoclínicas, of the remaining shares issued by Unity representing sixty percent (60%) of its share capital.

As a result of the Merger of Shares, the Corporation will issue and the other shareholders of Unity will receive (a) Seven Million, Eight Hundred and Twenty-Seven Thousand, Five Hundred and Ninety-Four (7,827,594) new common shares issued by Oncoclínicas at the issue price corresponding to the trading price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction; and (b) 1 (one) warrant for each Shareholder of Unity, at the issue price equivalent to the number of shares to which they are entitled to subscribe, multiplied by the trading price of the common shares issued by the Corporation at the close of the trading day immediately preceding the closing date of the Transaction, which will be entitled to subscribe, in their totality, up to Thirty-Seven Million, Six Hundred and Twenty-Eight Thousand, Seven Hundred and Three (37,628,703) common shares issued by Oncoclínicas, which shall be issued by the Corporation to the extent the warrants are exercised, limited for items (a) and (b) (taken as a whole) to the maximum amount of the capital increase to be ratified by the Board of Directors, pursuant to item 8 to this Exhibit.

The shares issued as a result of the Merger of Shares and the shares eventually issued as a result of the exercise of the warrants will have the same rights ascribed to the shares issued by Oncoclínicas then outstanding (at the time of their issue), traded on B3 under the code "ONCO3".

The resolution about the Merger of Shares will be effective, subject to the satisfaction of certain

precedent conditions (including, without limitation, the obtaining of the approval of the Transaction by the Administrative Council for Economic Defense); and the performance of the closing acts, as set out in the Purchase and Sale Agreement and Protocol for the Merger of Shares.

**IV. Obligations to indemnify**

**a. The directors of any of the corporations involved**

None.

**b. In case the transaction is not consummated**

The Corporation may be held liable for losses and damages in case it has caused the transaction to fail, as is usual in transactions of this nature.

**V. Comparative table of the rights, advantages and restrictions of shares of the involved or resulting corporations, before and after the transaction**

The shares issued as a result of the Merger of Shares and the shares possibly issued as a result of the exercise of the Warrants will have the same rights ascribed to the shares issued by Oncoclínicas then in circulation (at the time of their issue), traded on B3 under the code "ONCO3".

**VI. Possible need for approval by debenture holders or other creditors**

Obtaining the prior consent of certain creditors of Unity is one of the precedent conditions to give effect to the Merger of Shares. As established in the Agreement, Unity's management is already taking the necessary steps with the counterparties of these instruments to obtain such consent prior to the closing of the Transaction.

**VII. Assets and liabilities that will form each portion of the assets, in case of spin-off**

Not applicable, since it is not a spin-off.

**VIII. Intention of the resulting corporations to obtain registration as securities issuers**

Not applicable, since the Corporation is already registered as a securities issuer and Unity will become a wholly-owned subsidiary of the Corporation, with no obligation or intention to obtain its registration as a publicly-held corporation.

**11. Plans for conducting corporate business, notably with respect to specific corporate events intended to be promoted**

The Merger of Shares is a stage of the Transaction, as described above, so that, at this time, there are no specific corporate plans or events intended to be promoted that are not disclosed

in this exhibit.

## **12. Analysis of the following aspects of the transaction:**

### **(I) Description of the main expected benefits, including synergies, tax benefits and strategic advantages:**

Oncoclínicas management believes that the Transaction consists of an important step in the Corporation's inorganic growth strategy and that it will bring considerable operational, administrative, economic and financial benefits, including, without limitation, the following:

- (i) extraction of synergies arising from the gain of scale and the expansion of the Corporation's operations;
- (ii) increased investment capacity with the expansion of the asset platform, which will allow for the increasingly comprehensive implementation of new technologies and state-of-the-art equipment for the treatment of a growing number of patients;
- (iii) better use of the funds of the companies involved, bringing considerable administrative, financial and operational benefits to the companies, including, but not limited to, standardization of the contracting of medical services, implementation of preferential protocols and other operational benefits of the Oncoclínicas group that will be extended to Unity and its subsidiaries; and
- (iv) optimization of the capital structure and management of the parties, with a reduction in expenses and greater efficiency in the allocation of capital for the development of the unified operations.

### **(II) Costs**

The Corporation will incur certain costs and expenses to carry out and give effect to the Merger of Shares related to the publication and registration of the corporate acts, as well as fees of legal advisors, auditors and external consultants, which are in compliance with the values practiced in the market, considering the experience of the experts and advisors engaged. The Corporation estimates such costs at One Million Brazilian Reais (R\$ 1,000,000.00).

### **(III) Risk factors**

The Corporation's management does not foresee any relevant risks in the implementation of the Merger of Shares, besides the traditional risks for this type of business (market, economic, operational, execution risk, etc.).

### **(IV) If it is a related party transaction, any alternatives that could have been used to achieve the same objectives, indicating the reasons why these alternatives were discarded**

Not applicable, since it is not a related party transaction.

**(V) Exchange Ratio**

Pursuant to the Protocol for the Merger of Shares, in lieu of Six Million, Eight Hundred and Sixty-Seven Thousand, Six Hundred and Forty-Five (6,867,645) shares issued by Unity held by its shareholders, immediately after the effects of the Acquisition, a total of (i) Seven Million, Eight Hundred and Twenty-Seven Thousand, Five Hundred and Ninety-Four (7,827,594) registered and book-entry common shares, with no par value, issued by Oncoclínicas; and (ii) one (1) warrant for each Unity shareholder, which will entitle to subscribe up to Thirty-Seven Million, Six Hundred and Twenty-Eight Thousand, Seven Hundred and Three (37,628,703) registered and book-entry common shares issued by Oncoclínicas, which will be issued by Oncoclínicas to the extent the warrants are exercised.

Thus, the Merger of Shares provides for an exchange ratio in the proportion of (i) 1.1397784830 shares issued by the Corporation for one (1) share issued by Unity, in case the Warrants are not exercised, and (ii) 6,6189060442 shares issued by the Corporation for one (1) share issued by Unity, in case the Warrants are fully exercised.

**(VI) In transactions involving controlling companies, subsidiaries or companies under common control**

- a. **Share replacement ratio calculated according to article 264 of Law No. 6,404, of 1976**
  - b. **Detailed description of the replacement ratio negotiation process and other terms and conditions of the transaction**
  - c. **If the transaction has been preceded, in the last 12 (twelve) months, by an acquisition of controlling shareholding or acquisition of controlling interest**
- **Comparative analysis of the replacement ratio and the price paid in the acquisition of controlling shareholding**
  - **Reasons justifying any valuation differences in the different transactions**
- d. **Justification why the replacement ratio is commutative, with a description of the procedures and criteria adopted to ensure the commutativity of the transaction or, if the replacement ratio is not commutative, details of the payment or equivalent measures adopted to ensure adequate compensation**

Not applicable, since this is not a transaction involving controlling companies, subsidiaries, or companies under common control.

**13. Copy of the minutes of all meetings of the board of directors, supervisory board and special committees in which the transaction was discussed, including any**



**dissenting votes**

Copies of the captioned minutes are available on the CVM website (<https://www.gov.br/cvm/pt-br>) and on the Corporation's Investor Relations website (<https://ri.grupooncoclinicas.com/>).

**14. Copy of studies, presentations, reports, opinions, or evaluation reports of the companies involved in the transaction made available to the controlling shareholder at any stage of the transaction**

The evaluation report for purposes of the Merger of Shares is available in **Exhibit III** to this Proposal. [There are no other studies, presentations, reports, opinions or reports.]

**7.1. Identification of potential conflicts of interest between the financial institutions, companies and professionals who have prepared the documents mentioned in item 7 and the companies involved in the transaction**

None.

**15. Draft of by-laws or amendments to the By-laws of the companies resulting from the transaction**

The Merger of Shares will result in an increase of the share capital of Oncoclínicas based on the trading price of the common shares issued by the Corporation at the close of the trading day immediately preceding the date of closing of the Transaction, multiplied by the maximum number of shares that may be subscribed by the Unity's Shareholders (including the shares that may be subscribed as a result of the exercise of the Warrants), limited to the maximum amount of Six Hundred and Ninety-Nine Million, Nine Hundred and Twenty-Two Thousand, One Hundred and Forty-Three Brazilian Reais (R\$ 699,922,143.00), and the capital increase must be ratified at the Corporation's Board of Directors Meeting, which will allocate to the capital reserve a percentage of eighty-two point seventy-eight percent (82.78%) of the capital increase to be ratified by the Board of Directors, it being understood that the amendment to the by-laws to record the new structure of the share capital resulting from the Merger of Shares will be subject to the first general meeting of the Corporation after the closing of the Transaction.

**16. Financial statements used for the purposes of the transaction, in accordance with the specific standard**

Oncoclínicas' quarterly financial statements and Unity's financial statements, both with a base date of September 30, 2021, are attached in **Schedule A** to this **Exhibit IV**.

**17. The pro forma financial statements prepared for the purposes of the transaction, in accordance with the specific standard**

The Corporation's pro forma financial statements are attached in **Schedule B** to this **Exhibit IV**.

**18. Document containing information about the companies directly involved that are not publicly-held corporations, including**



**(a) Risk factors, pursuant to items 4.1 and 4.24 of the reference form;**

Considering that Unity operates in the same market segment as Oncoclínicas, the same risk factors as described in items 4.1 and 4.24 of the Corporation's Reference Form apply.

**(b) Description of the main changes in risk factors that occurred in the prior fiscal year and expectations regarding the reduction or increase in exposure to risks as a result of the transaction, pursuant to item 5.4 of the reference form;**

There have been no significant changes in risk factors in the prior fiscal year. The Corporation does not foresee any reduction or increase in risk exposure as a result of the transaction.

**(c) Description of its business, pursuant to items 7.1, 7.2, 7.3 and 7.4 of the reference form;**

Considering that Unity operates in the same market segment as Oncoclínicas, the same business described in items 7.1, 7.2, 7.3 and 7.4 of the Corporation's Reference Form apply.

**(d) Description of the economic group, pursuant to item 15 of the reference form; and**

Unity's shareholders are Fundo de Investimento em Participações Vocatus Multiestratégia - FIP Vocatus, which holds shares representing [34.92]% of Unity's share capital and other 76 individual shareholders, together holders of shares representing [65.08]% of Unity's share capital.

The following operating companies are part of Unity's economic group.

Corporate Name	CNPJ
<b>AIO - Instituto de Câncer de Brasília Ltda.</b> , a limited liability company, with its principal place of business in the City of Brasília, Distrito Federal, at QS 3, EPTC, Lotes 3, 5, 7 and 9, Store 01, Part A, Edifício Pátio Capital, Águas Claras, Brasília-DF, CEP 71.953-000, with its articles of incorporation filed with the Board of Trade of Distrito Federal under NIRE 53.201.624.285.	11.859.927/0001-06
<b>Cetto - Centro de Tratamento Oncológico Ltda.</b> , a limited liability company, with its articles of incorporation filed with the Board of Trade of Distrito Federal – JCDF under NIRE 35.2.0152934.7, with its principal place of business in the City of Brasília, Distrito Federal, at SHM/Norte, quadra 02, bloco A, no. 10, offices 1201 to 1214, Asa Norte, CEP 70390-905.	00.520.237/0001-01
<b>SCP Centro de Oncologia</b> , a special partnership having AIO - Instituto de Câncer de Brasília Ltda. as principal.	N/A
<b>Instituto de Oncologia Kaplan S.A.</b> , a stock corporation, with its principal place of business in the City of Porto Alegre, State of Rio Grande do Sul, at Rua Olavo Bilac, no. 805, Bairro Azenha, CEP 90040-	94.831.294/0001-47

310.	
<b>Onco &amp; Hemato Serviços Médicos S.A.</b> , a stock corporation, with its principal place of business in the City of Serra, State of Espírito Santo, at Avenida Eldes Scherrer Souza, no. 508, sala 201, Edifício Metropolitano Tower, Civit II, CEP 29168-060.	01.420.861/0001-91
<b>NEON - Núcleo Especializado em Oncologia S.A.</b> , a stock corporation, with its principal place of business in the City of Vila Velha, State of Espírito Santo, at Rua Dr. Jairo de Matos Pereira, no. 599, Praia da Costa, CEP 29.161-310.	04.786.490/0001-54
<b>Serviço de Atendimento Médico e Diagnostico Ltda.</b> , a limited liability company, with its articles of incorporation filed with the Board of Trade of the State of Amazonas under NIRE 13200508998, with its principal place of business in the City of Manaus, State of Amazonas, at Rua Belém, no. 545, Adrianópolis, CEP 69057-03.	10.668.636/0001-60
<b>AIO - Instituto de Câncer de Manaus Ltda.</b> , a limited liability company, with its principal place of business in the City of Manaus, State of Amazonas, at Avenida Djalma, no. 1661, Sala G3, Edifício Medical Tower Millenium Center, Bairro Chapada, CEP 69.050-970, with its articles of incorporation filed with the Board of Trade of the State of Amazonas under – JUCEA sob o NIRE 13.200.727.037.	31.107.333/0001-48
<b>ICB Instituto de Câncer do Brasil Participações Ltda.</b> , a limited liability company, with its principal place of business in the City of Brasília, Distrito Federal, at Rua 12 Norte, Lot 02, Sala 901, Ed. Corporate, Águas Claras, CEP 71.909-540, with its articles of incorporation filed with the Board of Trade of Distrito Federal under NIRE 5320217998-6.	30.837.340/0001-32
<b>SF 217 Participações Societárias Ltda.</b> , a limited liability company, with its principal place of business in the City of São Paulo, State of São Paulo, at Rua Cardeal Arcoverde, n. 2.365, cjs. 11 and 13, Pinheiros, CEP 05407-003, with its articles of incorporation duly filed with the Board of Trade of the State of São Paulo under NIRE 35.236.136.037.	37.669.216/0001-54
<b>Céu de Brasília Participações S.A.</b> , a stock corporation, with its principal place of business in the City of Brasília, Distrito Federal, SMHN Quadra 2, Bloco A, sala 408, Edifício de Clínicas, CEP 70710-904, with its articles of incorporation filed with the Board of Trade of Distrito Federal under NIRE 53.300.021.627.	38.037.310/0001-53
<b>Clínica de Radioterapia e Quimioterapia de Presidente Prudente S.A.</b> , a stock corporation, with its principal place of business in the City of Presidente Prudente, State of São Paulo, at Rua Antonio de Souza Costa, n. 614, Jardim Rio 400, CEP 19053-240.	15.420.245/0001-45
<b>Oncologia Manaus S.A.</b> , a stock corporation, with its principal place of business in the City of Manaus, State of Amazonas, at Rua Belém, n. 545, Sala 2, Bairro Adrianópolis, CEP 69057-030.	39.524.542/0001-07
<b>CORP - Centro de Oncologia de Rio Preto S.A.</b> , a stock corporation under transformation, with its principal place of business in the City of São José do Rio Preto, State of São Paulo, at Rua Doutor Presciliano	10.576.443/0001-89

Pinto, n. 1118, cj. 01, Bairro Boa Vista, CEP 15025-100.	
<b>Centro Pernambucano de Oncologia S.A.</b> , a privately-held corporation under registration before the Board of Trade of the State of Pernambuco, with its principal place of business in the City of Recife, State of Pernambuco, at Rua José de Alencar, n. 871, Boa Vista, CEP 50.070-030.	35.330.497/0001-90
<b>SCP Oncologia Kaplan Canoas</b> , a special partnership with Instituto de Oncologia Kaplan S.A. as a participating partner.	N/A
<b>SCP Centro de Infusões Samambaia</b> , a special partnership with Onco & Hemato Serviços Médicos S.A. as a participating partner.	N/A
<b>SCP Centro de Infusões Reuma &amp; Medquimheo</b> , a special partnership with Cetro - Centro de Tratamento Oncológico Ltda. as principal.	N/A
<b>Clínica Ressonance Ltda.</b> , a limited liability company, with its principal place of business in the City of Brasília, Distrito Federal, at ST SHI/SUL Ql 11 Bloco M, Lago Sul, CEP 71.625-620.	11.429.182/0001-37
<b>Imunomed Clínica de Infusão e Especialidades S.A.</b> , a stock corporation, with its principal place of business in the City of Vitória, State of Espírito Santo, at Rua Constante Sodre, n. 750, Edif. New Y. Plaza Salão 02, CEP 29.056-310.	39.387.477/0001-07
<b>Instituto de Radioterapia Vitória S.A.</b> , a stock corporation, with its principal place of business in the City of Serra, State of Espírito Santo, at Rod. Governador Mario Covas, no. 591, Anexo Vitoria Apart Hospit. Setor Radioterapia, Boa Vista II, CEP 29.161-001.	05.816.963/0001-81

**(e) Description of the share capital, pursuant to item 17.1 of the reference form**

Unity's share capital is One Hundred and Twenty-Eight Million, Five Hundred and Thirty-Eight Thousand, One Hundred and Sixty-Nine Brazilian Reais and Fifty-One cents (R\$128,538,169.51), divided into Seven Million, Four Hundred and Forty-Eight Thousand, Six Hundred and Seventy-Six (7,448,676) series A common shares, registered and with no par value, and Three Million, Nine Hundred and Ninety-Seven Thousand, Three Hundred and Ninety-Nine (3,997,399) series B common shares, registered and with no par value. On the closing date of the transaction and immediately before the consummation of the Merger of Shares, the shares issued by Unity will be converted into a single series, in the proportion of one series A common share to one series B common share.

**19. Description of the capital structure and control after the transaction, pursuant to item 15 of the reference form**

After the implementation of the Merger of Shares, the Corporation will hold all the shares issued by Unity, which, in turn, will become a wholly-owned subsidiary of the Corporation.

As consideration for the Merger of Shares, Unity's shareholders will become holders of the new shares and warrants to be issued as a result of the Merger of Shares. The Corporation's capital and control structure under item 15 of the reference form will remain the same as set forth in

the current version of item 15 of the Corporation's reference form.

**20. Number, class, kind and type of securities of each corporation involved in the transaction held by any other corporations involved in the transaction, or by persons related to these corporations, as defined by the rules that deal with public offerings for acquisition of shares**

None.

**21. Exposure of any of the corporations involved in the transaction, or of persons related to them, as defined by the rules that deal with public offerings for acquisition of shares, in derivatives referenced in securities issued by the other corporations involved in the transaction**

None.

**22. Report covering all the trades carried out in the last 6 (six) months by the people indicated below with securities issued by the corporations involved in the transaction:**

- 1. Corporations involved in the transaction (i) Private purchase transactions; (ii) Private sale transactions; (iii) Purchase transactions on regulated markets; (iv) Sale transactions on regulated markets**

None.

- 2. Parties related to corporations involved in the transaction (i) Private purchase transactions; (ii) Private sale transactions; (iii) Purchase transactions on regulated markets; (iv) Sale transactions on regulated markets**

None.

**23. Document through which the Special Independent Committee submitted its recommendations to the Board of Directors, in case the transaction has been negotiated under the CVM Guidance Opinion No. 35, of 2008.**

Not applicable, in view of the fact that a Special Independent Committee was not created, in accordance with the CVM Guidance Opinion No. 35, of 2008.

**Schedule A to EXHIBIT IV**  
**Audited Financial Statements**

# **Oncoclínicas do Brasil Serviços Médicos S.A. e Controladas**

Demonstrações Financeiras  
Individuais e Consolidadas  
Referentes aos Exercícios Findos em  
31 de Dezembro de 2020 e  
Relatório do Auditor Independente

Deloitte Touche Tohmatsu Auditores Independentes.

## RELATÓRIO DO AUDITOR INDEPENDENTE SOBRE AS DEMONSTRAÇÕES FINANCEIRAS INDIVIDUAIS E CONSOLIDADAS

Aos Acionistas e à Administração da  
Oncoclínicas do Brasil Serviços Médicos S.A.

### Opinião

Examinamos as demonstrações financeiras individuais e consolidadas da Oncoclínicas do Brasil Serviços Médicos S.A. (“Companhia”), identificadas como controladora e consolidado, respectivamente, que compreendem o balanço patrimonial em 31 de dezembro de 2020 e as respectivas demonstrações do resultado, do resultado abrangente, das mutações do patrimônio líquido e dos fluxos de caixa para o exercício findo nessa data, bem como as correspondentes notas explicativas, incluindo o resumo das principais políticas contábeis.

Em nossa opinião, as demonstrações financeiras individuais e consolidadas acima referidas apresentam adequadamente, em todos os aspectos relevantes, a posição patrimonial e financeira, individual e consolidada, da Oncoclínicas do Brasil Serviços Médicos S.A. em 31 de dezembro de 2020, o desempenho individual e consolidado de suas operações e os seus respectivos fluxos de caixa individuais e consolidados para o exercício findo nessa data, de acordo com as práticas contábeis adotadas no Brasil e com as normas internacionais de relatório financeiro (“International Financial Reporting Standards - IFRS”), emitidas pelo “International Accounting Standards Board – IASB”.

### Base para opinião

Nossa auditoria foi conduzida de acordo com as normas brasileiras e internacionais de auditoria. Nossas responsabilidades, em conformidade com tais normas, estão descritas na seção a seguir intitulada “Responsabilidades do auditor pela auditoria das demonstrações financeiras individuais e consolidadas”. Somos independentes em relação à Companhia e suas controladas, de acordo com os princípios éticos relevantes previstos no Código de Ética Profissional do Contador e nas normas profissionais emitidas pelo Conselho Federal de Contabilidade - CFC, e cumprimos com as demais responsabilidades éticas de acordo com essas normas. Acreditamos que a evidência de auditoria obtida é suficiente e apropriada para fundamentar nossa opinião.

### Ênfase

#### *Reapresentação das demonstrações financeiras individuais e consolidadas*

Chamamos a atenção para a nota explicativa nº 2.2 às demonstrações financeiras individuais e consolidadas, que descreve a alteração e a reapresentação das demonstrações financeiras, em 31 de dezembro de 2020, para refletir o assunto de correção de erro no saldo do Programa de Phantom Shares. Em 15 de março de 2021, emitimos relatório de auditoria, sem ressalva, sobre essas demonstrações financeiras individuais e consolidadas da Companhia, que ora estão sendo reapresentadas. Conseqüentemente, nosso novo relatório, que substitui o anterior, não contém qualquer modificação.

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## **Responsabilidades da Administração e da governança pelas demonstrações financeiras individuais e consolidadas**

A Administração é responsável pela elaboração e adequada apresentação das demonstrações financeiras individuais e consolidadas de acordo com as práticas contábeis adotadas no Brasil e com as normas internacionais de relatório financeiro (IFRS), emitidas pelo IASB, e pelos controles internos que ela determinou como necessários para permitir a elaboração de demonstrações financeiras livres de distorção relevante, independentemente se causada por fraude ou erro.

Na elaboração das demonstrações financeiras individuais e consolidadas, a Administração é responsável pela avaliação da capacidade de a Companhia continuar operando e divulgando, quando aplicável, os assuntos relacionados com a sua continuidade operacional e o uso dessa base contábil na elaboração das demonstrações financeiras, a não ser que a Administração pretenda liquidar a Companhia e suas controladas ou cessar suas operações, ou não tenha nenhuma alternativa realista para evitar o encerramento das operações.

Os responsáveis pela Administração e governança corporativa da Companhia e de suas controladas são aqueles com responsabilidade pela supervisão do processo de elaboração das demonstrações financeiras.

## **Responsabilidades do auditor pela auditoria das demonstrações financeiras individuais e consolidadas**

Nossos objetivos são obter segurança razoável de que as demonstrações financeiras individuais e consolidadas, tomadas em conjunto, estão livres de distorção relevante, independentemente se causada por fraude ou erro, e emitir relatório de auditoria contendo nossa opinião. Segurança razoável é um alto nível de segurança, mas não uma garantia de que a auditoria realizada de acordo com as normas brasileiras e internacionais de auditoria sempre detecta as eventuais distorções relevantes existentes. As distorções podem ser decorrentes de fraude ou erro e são consideradas relevantes quando, individualmente ou em conjunto, possam influenciar, dentro de uma perspectiva razoável, as decisões econômicas dos usuários tomadas com base nas referidas demonstrações financeiras.

Como parte de uma auditoria realizada de acordo com as normas brasileiras e internacionais de auditoria, exercemos julgamento profissional e mantemos ceticismo profissional ao longo da auditoria. Além disso:

- Identificamos e avaliamos os riscos de distorção relevante nas demonstrações financeiras individuais e consolidadas, independentemente se causada por fraude ou erro, planejamos e executamos procedimentos de auditoria em resposta a tais riscos, bem como obtemos evidência de auditoria apropriada e suficiente para fundamentar nossa opinião. O risco de não detecção de distorção relevante resultante de fraude é maior do que o proveniente de erro, já que a fraude pode envolver o ato de burlar os controles internos, conluio, falsificação, omissão ou representações falsas intencionais.
- Obtemos entendimento dos controles internos relevantes para a auditoria para planejarmos procedimentos de auditoria apropriados às circunstâncias, mas não com o objetivo de expressarmos opinião sobre a eficácia dos controles internos da Companhia e de suas controladas.
- Avaliamos a adequação das políticas contábeis utilizadas e a razoabilidade das estimativas contábeis e respectivas divulgações feitas pela Administração.



- Concluimos sobre a adequação do uso, pela Administração, da base contábil de continuidade operacional e, com base nas evidências de auditoria obtidas, se existe incerteza relevante em relação a eventos ou condições que possam levantar dúvida significativa em relação à capacidade de continuidade operacional da Companhia e de suas controladas. Se concluirmos que existe incerteza relevante, devemos chamar a atenção em nosso relatório de auditoria para as respectivas divulgações nas demonstrações financeiras individuais e consolidadas ou incluir modificação em nossa opinião, se as divulgações forem inadequadas. Nossas conclusões estão fundamentadas nas evidências de auditoria obtidas até a data de nosso relatório. Todavia, eventos ou condições futuras podem levar a Companhia e suas controladas a não mais se manterem em continuidade operacional.
- Avaliamos a apresentação geral, a estrutura e o conteúdo das demonstrações financeiras, inclusive as divulgações e se as demonstrações financeiras individuais e consolidadas representam as correspondentes transações e os eventos de maneira compatível com o objetivo de apresentação adequada.
- Obtemos evidência de auditoria apropriada e suficiente referente às informações financeiras das entidades ou atividades de negócio do Grupo para expressar uma opinião sobre as demonstrações financeiras consolidadas. Somos responsáveis pela direção, pela supervisão e pelo desempenho da auditoria do Grupo e, conseqüentemente, pela opinião de auditoria.

Comunicamo-nos com a Administração a respeito, entre outros aspectos, do alcance planejado, da época da auditoria e das constatações significativas de auditoria, inclusive as eventuais deficiências significativas nos controles internos que identificamos durante nossos trabalhos.

Belo Horizonte, 5 de maio de 2021

*Deloitte Touche Tohmatsu*  
DELOITTE TOUCHE TOHMATSU  
Auditores Independentes  
CRC nº 2 SP 011609/O-8 "F" BH



Ricardo Ramos da Silva  
Contador  
CRC nº 1 SP 196573/O-0



ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

DEMONSTRAÇÕES DO RESULTADO

PARA O EXERCÍCIO FINDO EM 31 DE DEZEMBRO DE 2020

(Em milhares de reais - R\$, exceto o lucro líquido (prejuízo) por ação)

	Nota explicativa	Controladora		Consolidado	
		2020 (reapresentada)	2019	2020 (reapresentada)	2019
RECEITA LÍQUIDA	25	161.627	152.164	2.035.191	1.689.510
Custo dos serviços prestados	26	(118.427)	(107.346)	(1.399.514)	(1.228.981)
LUCRO BRUTO		43.200	44.818	635.677	460.529
RECEITAS (DESPESAS) OPERACIONAIS					
Despesas gerais e administrativas	26	(216.772)	(81.200)	(603.609)	(340.727)
Outras receitas (despesas) operacionais, líquidas	26	2.588	1.316	(12.452)	1.953
Resultado de equivalência patrimonial	12	51.825	38.994	-	-
LUCRO OPERACIONAL ANTES DO RESULTADO FINANCEIRO		(119.159)	3.928	19.616	121.755
RESULTADO FINANCEIRO					
Receitas financeiras	27	19.199	7.699	21.932	12.674
Despesas financeiras	27	(60.071)	(31.873)	(98.666)	(54.060)
		(40.872)	(24.174)	(76.734)	(41.386)
LUCRO (PREJUÍZO) OPERACIONAL E ANTES DO IMPOSTO DE RENDA E DA CONTRIBUIÇÃO SOCIAL		(160.031)	(20.246)	(57.118)	80.369
IMPOSTO DE RENDA E CONTRIBUIÇÃO SOCIAL					
Correntes	29	-	-	(81.446)	(58.264)
Diferidos	29	412	(171)	13.359	(3.009)
LUCRO LÍQUIDO (PREJUÍZO) DO EXERCÍCIO		(159.619)	(20.417)	(125.205)	19.096
ATRIBUÍDO A					
Acionistas controladores				(159.619)	(20.417)
Acionistas não controladores				34.414	39.513
PREJUÍZO POR AÇÃO					
Básico (centavos por ação - em R\$)	28	(39,73)	(5,10)		
Diluído (centavos por ação - em R\$)	28	(39,73)	(5,10)		

As notas explicativas são parte integrante das demonstrações financeiras.

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

DEMONSTRAÇÕES DO RESULTADO ABRANGENTE  
PARA O EXERCÍCIO FINDO EM 31 DE DEZEMBRO DE 2020  
(Em milhares de reais - R\$)

	Controladora		Consolidado	
	2020 (reapresentada)	2019	2020 (reapresentada)	2019
LUCRO LÍQUIDO (PREJUÍZO) DO EXERCÍCIO	(159.619)	(20.417)	(125.205)	19.096
Itens que poderão ser reclassificados subsequentemente para a demonstração do resultado:				
Variação cambial na conversão de operações no exterior	11.867	130	11.867	130
RESULTADO ABRANGENTE TOTAL DO EXERCÍCIO	<u>(147.752)</u>	<u>(20.287)</u>	<u>(113.338)</u>	<u>19.226</u>
ATRIBUÍVEL A				
Acionistas controladores	-	-	(147.752)	(20.287)
Acionistas não controladores	-	-	34.414	39.513
	<u>-</u>	<u>-</u>	<u>(113.338)</u>	<u>19.226</u>

As notas explicativas são parte integrante das demonstrações financeiras.

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

DEMONSTRAÇÕES DAS MUTAÇÕES DO PATRIMÔNIO LÍQUIDO (CONTROLADORA E CONSOLIDADO)  
PARA O EXERCÍCIO FINDO EM 31 DE DEZEMBRO DE 2020  
(Em milhares de reais - R\$)

Nota explicativa	Atribuível aos acionistas controladores										Total do patrimônio líquido
	Capital social		Reserva de capital	Ajuste de avaliação patrimonial	Transação entre sócios	Prejuízos acumulados	Atribuído aos controladores	Participação de não controladores	Total do		
	Subscrito	A integralizar							líquido	patrimônio líquido	
<b>SALDOS EM 31 DE DEZEMBRO DE 2018</b>											
	408.815	(35.090)	237.246	(31.746)	(96.620)	(99.486)	383.119	87.005	470.124		
Lucro líquido (prejuízo) do exercício	-	-	-	-	-	(20.417)	(20.417)	39.513	19.096		
Variação cambial na conversão de operações no exterior	-	-	-	130	-	-	130	-	130		
Dividendos pagos	-	-	-	-	-	-	-	(31.985)	(31.985)		
Aquisição de participação adicional junto a não controladores	-	-	-	-	(61.805)	-	(61.805)	(27.171)	(88.976)		
Aumento de capital	766	-	-	-	-	-	766	8.981	9.747		
Constituição reserva de capital	-	-	229.500	-	-	-	229.500	-	229.500		
Transações de capital	-	-	-	-	(94)	-	(94)	23.329	23.235		
Capital integralizado	-	25.500	-	-	-	-	25.500	-	25.500		
<b>SALDOS EM 31 DE DEZEMBRO DE 2019</b>											
	409.581	(9.590)	466.746	(31.616)	(158.519)	(119.903)	556.699	99.672	656.371		
Lucro líquido (prejuízo) do exercício	-	-	-	-	-	(159.619)	(159.619)	34.414	(125.205)		
Variação cambial na conversão de operações no exterior	-	-	-	11.867	-	-	11.867	-	11.867		
Dividendos pagos	-	-	-	-	-	-	-	(42.212)	(42.212)		
Aquisição de participação adicional junto a não controladores	-	-	-	-	(32.989)	-	(32.989)	512	(32.477)		
Aumento de capital	-	-	-	-	-	-	-	185.175	185.175		
Constituição reserva de capital	16.075	-	-	-	-	-	-	-	16.075		
Transações de capital	-	-	-	-	7.806	-	7.806	(94)	7.712		
<b>SALDOS EM 31 DE DEZEMBRO DE 2020 - REAPRESENTADO</b>											
	425.656	(9.590)	466.746	(19.749)	(183.702)	(279.522)	399.839	277.467	677.306		

As notas explicativas são parte integrante das demonstrações financeiras.

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

DEMONSTRAÇÕES DE FLUXO DE CAIXA  
PARA O EXERCÍCIO FINDO EM 31 DE DEZEMBRO DE 2020  
(Em milhares de reais - R\$)

	Controladora		Consolidado	
	2020	2019	2020	2019
	(reapresentada)		(reapresentada)	
<b>FLUXO DE CAIXA DAS ATIVIDADES OPERACIONAIS</b>				
Lucro líquido (Prejuízo) do exercício	(159.619)	(20.417)	(125.205)	19.096
Ajustes para reconciliar o lucro líquido (prejuízo) do exercício com o caixa líquido gerado pelas atividades operacionais:				
Depreciação e amortização	18.672	8.695	106.813	64.104
Provisões para perda de liquidação duvidosa e glosas	7.782	2.862	55.154	49.078
Equivalência patrimonial	(51.825)	(38.993)	-	-
Rendimento sobre aplicações financeiras	(2.171)	-	(4.485)	(2.800)
Juros de empréstimos, financiamentos e debêntures	48.182	26.363	55.935	28.395
Juros de arrendamento mercantil	1.596	1.579	9.594	9.113
Juros referentes a partes relacionadas e aquisições	(7.592)	(2.275)	7.812	2.839
Variação cambial sobre empréstimo e resultado swap	(2.549)	-	(1.086)	182
Marcação a mercado - Swap	(888)	-	(888)	-
Imposto de renda e contribuição social diferidos	(412)	171	(13.359)	3.009
Baixa de ativo imobilizado e intangível	-	88	569	4.284
Provisão Phantom Shares	121.079	-	121.079	-
Provisões (reversões) para riscos tributários, trabalhistas e cíveis	(218)	(19)	448	(40)
	<u>(27.963)</u>	<u>(21.946)</u>	<u>212.380</u>	<u>177.260</u>
<b>Variação nos ativos e passivos operacionais:</b>				
Contas a receber de clientes	(3.452)	(9.533)	(115.813)	(141.895)
Estoques	(7.050)	(79)	(15.177)	(162)
Impostos a recuperar	3.284	(7.382)	(3.730)	(17.796)
Depósito judicial	(7.689)	34	(9.515)	(85)
Outros ativos	(3.339)	1.140	(10.653)	8.026
Fornecedores	15.982	5.363	71.419	45.280
Tributos a recolher	1.635	2.542	44.270	24.475
Obrigações sociais	3.228	7.134	8.556	11.073
Outros passivos	1.413	(2.266)	3.118	28.918
Caixa líquido gerado pelas (aplicado nas) atividades operacionais	4.012	(3.047)	(27.524)	(42.166)
Juros pagos, empréstimos, financiamentos e aquisições	(42.396)	(23.901)	(48.918)	(26.144)
Imposto de renda e contribuição social pagos	-	-	(38.379)	(11.875)
Caixa líquido gerado pelas (aplicados nas) atividades operacionais	<u>(66.347)</u>	<u>(48.894)</u>	<u>97.559</u>	<u>97.075</u>
<b>FLUXO DE CAIXA DE ATIVIDADES DE INVESTIMENTO</b>				
Pagamento em aquisições de negócio, líquido do caixa adquirido	(3.729)	(42.776)	(86.700)	(90.318)
Aumento de capital em controladora	-	(61.805)	-	(88.976)
Aquisição de ativo imobilizado e intangível	(35.684)	(50.742)	(204.803)	(190.191)
Títulos e valores mobiliários	(44.385)	-	(64.175)	(7.541)
Dividendos recebidos	108.713	46.036	-	-
Adiantamento para futuro aumento de capital	(104.422)	(155.520)	-	-
Partes relacionadas	78.512	(45.829)	444	11.897
Caixa líquido gerado pelas (aplicado nas) atividades de investimento	<u>(995)</u>	<u>(310.636)</u>	<u>(355.235)</u>	<u>(365.129)</u>
<b>FLUXO DE CAIXA DE ATIVIDADES DE FINANCIAMENTO</b>				
Captação de empréstimos e financiamentos	546.531	350.000	1.338.145	363.153
Amortização de empréstimos, financiamentos e debêntures	(653.139)	(63.311)	(655.249)	(56.848)
Pagamento das aquisições a pagar a prazo	(25.270)	(5.660)	(46.986)	(15.537)
Dividendos pagos	-	-	(45.216)	(22.765)
Partes relacionadas	(27.591)	22.383	(17.929)	1.604
Pagamento dos ativos arrendados	(5.788)	(4.243)	(31.825)	(25.237)
Constituição reservas de capital	-	229.500	-	229.500
Aumento de capital social	-	-	6.192	9.747
Adiantamento para futuro aumento de capital	-	-	3.986	7.427
Integralização de capital	-	25.500	-	25.500
Caixa líquido gerado pelas (aplicado nas) atividades de financiamento	<u>(165.257)</u>	<u>554.169</u>	<u>551.118</u>	<u>516.544</u>
<b>AUMENTO (DIMINUIÇÃO) DE CAIXA E EQUIVALENTES DE CAIXA</b>	<u>(232.599)</u>	<u>194.639</u>	<u>293.442</u>	<u>248.490</u>
Caixa e equivalentes de caixa no início do exercício	315.152	120.513	447.346	198.856
Caixa e equivalentes de caixa no fim do exercício	82.553	315.152	740.788	447.346
<b>AUMENTO (DIMINUIÇÃO) DE CAIXA E EQUIVALENTES DE CAIXA</b>	<u>(232.599)</u>	<u>194.639</u>	<u>293.442</u>	<u>248.490</u>

As notas explicativas são parte integrante das demonstrações financeiras.

## ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

NOTAS EXPLICATIVAS ÀS DEMONSTRAÇÕES FINANCEIRAS INDIVIDUAIS E CONSOLIDADAS  
REFERENTE AO EXERCÍCIO FINDO EM 31 DE DEZEMBRO DE 2020  
(Em milhares de reais – R\$, exceto quando indicado de outra forma)

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### 1. INFORMAÇÕES GERAIS

A Oncoclínicas do Brasil Serviços Médicos S.A. (“Companhia”, “Controladora” ou “Oncoclínicas”), com sede na Avenida Presidente Juscelino Kubitschek, nº 510, 2º andar, Bairro Vila Nova Conceição Bairro Itaim Bibi, São Paulo - SP, foi fundada em 2010. A Companhia e suas controladas (conjuntamente “Grupo” ou “Grupo Oncoclínicas”) são prestadoras de serviços médicos com atuação concentrada em Oncologia Clínica e Radioterapia. A Companhia, desde sua fundação, além de atuar diretamente no tratamento a pacientes oncológicos, dedicou-se a um extensivo estudo dos mercados nacional e internacional de Oncologia, identificando oportunidades e tendências de crescimento no setor.

A Companhia iniciou a execução de uma estratégia de crescimento orgânico e por aquisições. Em seu crescimento, o Grupo Oncoclínicas adquiriu clínicas e hospitais em diversas regiões do país, além de ter instalado novas unidades em áreas com demanda latente.

Não há efeitos de sazonalidade significativos nas operações da Companhia, exceto pelos efeitos da Pandemia da Covid-19, comentado abaixo.

A Companhia tem como acionistas controladores, o Josephina Fundo de Investimento em Participações Multiestratégia (“Josephina”) e o Josephina II Fundo de Investimento em Participações Multiestratégia (“Josephina II”), além dos seguintes acionistas: Bruno Lemos Ferrari e outros acionistas não controladores. A composição acionária está demonstrada na nota explicativa nº 24.

#### Pandemia de Covid-19

Em março de 2020, a Organização Mundial da Saúde (OMS) declarou o surto de Coronavírus (COVID-19) como uma pandemia. Tal disseminação criou incertezas macroeconômicas e volatilidade no cenário mundial, inclusive no Brasil.

Quando analisamos o comportamento dos principais indicadores operacionais e financeiros da Companhia até o final do ano, identificamos que houve uma redução nos procedimentos oncológicos no 2º trimestre, com uma recuperação no 3º e 4º trimestres, devido a diversas campanhas de incentivo ao diagnóstico e tratamento do câncer. Ademais, a Companhia tomou algumas medidas estratégicas como reforço da posição de caixa e de estoques e campanhas para conscientização do paciente oncológico com o objetivo de evitar a interrupção do tratamento e suas indesejáveis consequências.

A Companhia avaliou, e permanece monitorando, todos os possíveis impactos da pandemia nas estimativas e perdas de valor justo e impairment de seus ativos, bem como os riscos relacionados aos seus investimentos, crédito, juros, câmbio, preço de ações, cotas de fundos de investimento e arrendamentos, todos descritos em suas respectivas notas explicativas.

## 2. RESUMO DAS PRINCIPAIS POLÍTICAS CONTÁBEIS

### Declaração de conformidade

As demonstrações financeiras individuais e consolidadas da Companhia foram elaboradas e apresentadas de acordo com as Normas Internacionais do Relatório Financeiro (International Financial Reporting Standards – IFRS), emitidas pelo International Accounting Standards Board (IASB) e também de acordo com as práticas contábeis adotadas no Brasil (“BRGAAP”), considerando pronunciamentos, orientações e interpretações emitidas pelo Comitê de Pronunciamentos Contábeis (“CPCs”) e aprovadas pelo Conselho Federal de Contabilidade - CFC, e pelas disposições contidas na Lei de Sociedades por Ações.

### 2.1. Base de preparação

Como não existe diferença entre o patrimônio líquido consolidado e o resultado consolidado atribuíveis aos acionistas da controladora, constantes nas demonstrações financeiras consolidadas preparadas de acordo com o IFRS e as práticas contábeis adotadas no Brasil, e o patrimônio líquido e resultado da controladora, constantes nas demonstrações financeiras individuais preparadas de acordo com o IFRS e as práticas contábeis adotadas no Brasil, a Companhia optou por apresentar essas demonstrações financeiras individuais e consolidadas em um único conjunto, lado a lado.

As demonstrações financeiras foram preparadas considerando o custo histórico como base de valor, exceto por determinados instrumentos financeiros derivativos que mensurados pelos seus valores justos.

Valor justo é o preço que seria recebido pela venda de um ativo ou pago pela transferência de um passivo em uma transação organizada entre participantes do mercado na data de mensuração, independentemente de esse preço ser diretamente observável ou estimado usando outra técnica de avaliação. Ao estimar o valor justo de um ativo ou passivo, a Companhia leva em consideração as características do ativo ou passivo no caso de os participantes do mercado levarem essas características em consideração na precificação do ativo ou passivo na data de mensuração. O valor justo para fins de mensuração e/ou divulgação nestas demonstrações financeiras consolidadas é determinado nessa base, exceto por operações de pagamento baseadas em ações que estão inseridas no escopo da IFRS 2 (CPC 10 (R1)), operações de arrendamento mercantil que estão inseridas no escopo da IFRS 16 (CPC 06 (R2)) - Arrendamentos e mensurações que tenham algumas similaridades ao valor justo, mas não sejam valor justo, como valor líquido a realizar mencionado na IAS 2 (CPC 16 (R1)) - Estoques ou valor em uso na IAS 36 (CPC 01 (R1)) - Redução ao Valor Recuperável de Ativos.

A preparação das demonstrações financeiras exige que a administração faça julgamentos e utilize certas estimativas e premissas contábeis críticas no processo de aplicação das políticas contábeis. Aquelas áreas que requerem maior nível de julgamento e possuem maior complexidade, bem como as áreas nas quais premissas e estimativas são significativas para as demonstrações financeiras, estão divulgadas na nota explicativa nº 3.



A Administração da Companhia também aplicou na elaboração das demonstrações financeiras a orientação técnica OCPC 7 e Deliberação CVM nº 727/14, com a finalidade de divulgar somente informações relevantes, que de fato auxiliem os usuários das demonstrações financeiras na tomada de decisões, sem que os requerimentos mínimos existentes em cada Pronunciamento Contábil emitido pelo Comitê de Pronunciamentos Contábeis deixem de ser atendidos. A Administração declara que todas as informações relevantes próprias das demonstrações financeiras, e somente elas, estão sendo evidenciadas e correspondem as utilizadas pela Administração na gestão do negócio.

#### Continuidade operacional

A administração têm, na data de aprovação das demonstrações financeiras, expectativa razoável de que o Grupo Oncoclínicas possui recursos adequados para sua continuidade operacional no futuro próximo. Portanto, eles continuam a adotar a base contábil de continuidade operacional na elaboração das demonstrações financeiras.

#### 2.2. Reapresentação das demonstrações financeiras

Após a autorização para emissão das demonstrações financeiras individuais e consolidadas da Companhia relativas ao exercício findo em 31 de dezembro de 2020, a Administração da Companhia reavaliou os cálculos relacionados ao programa de pagamento baseado em ações – Phantom Shares e seus impactos nas referidas demonstrações financeiras. A Companhia revisou as premissas adotadas para valorização do seu programa a partir de novas estimativas de valorização da Companhia.

Em consonância com o CPC 23 – Políticas Contábeis, Mudanças nas Estimativas Contábeis e Correção de Erros e CPC 26 (R1) – Apresentação das Demonstrações Financeiras, a Administração está reapresentando as demonstrações financeiras individuais e consolidadas correspondentes ao exercício findo em 31 de dezembro de 2020, anteriormente apresentadas em 15 de março de 2021. Os impactos decorrentes destas alterações consistiram em:

- a) aumento do saldo da rubrica de obrigações sociais no passivo não circulante em contrapartida às despesas gerais e administrativas, no montante de R\$121.079 e seus reflexos no cálculo do prejuízo por ação de R\$9,59 para R\$39,73.
- b) aumento dos saldos de prejuízos acumulados no mesmo montante.
- c) não houve impacto entre os totais das atividades operacionais, investimentos e financiamentos na demonstração dos fluxos de caixa.

#### 2.3. Combinação de Negócio

As aquisições de negócios são contabilizadas pelo método de aquisição. A contraprestação transferida em uma combinação de negócios é mensurada pelo valor justo, o qual é calculado pela soma dos valores justos na data de aquisição: a) dos ativos transferidos pelas adquirentes; b) dos passivos incorridos pelo adquirente junto aos alienantes; c) das participações societárias emitidas pelo adquirente.

Os custos relacionados à aquisição são geralmente reconhecidos no resultado, quando incorridos. Os ativos e passivos de uma controlada são mensurados pelo respectivo valor justo na data de aquisição. Qualquer excesso do custo de aquisição sobre o valor justo dos ativos líquidos identificáveis adquiridos é registrado como ágio. Nos casos em que o custo de aquisição seja inferior ao valor justo dos ativos líquidos identificados, a diferença apurada é registrada como ganho na demonstração do resultado do exercício em que ocorre a aquisição.

Os custos de transação, que não sejam aqueles associados com a emissão de títulos de dívida ou de participação acionária, os quais a Companhia incorre com relação a uma combinação de negócios, são reconhecidos como despesas à medida que são incorridos.

Após o reconhecimento inicial, o ágio é mensurado pelo custo, deduzido de perdas do valor recuperável, se houver. Para fins de teste do valor recuperável, o ágio adquirido em uma combinação de negócio é, a partir da data de aquisição, alocado às respectivas unidades geradoras e caixa que se espera sejam beneficiadas pela combinação. Quando um ágio fizer parte de uma unidade geradora de caixa e uma parcela dessa unidade for alienada, o ágio associado à primeira parcela alienada deve ser incluído no custo da operação ao apurar o ganho ou perda na alienação.

#### 2.4. Investimento e consolidação

A Companhia consolida todas as entidades sobre as quais detém o controle, isto é, quando a Companhia possui: (i) poder sobre uma investida; (ii) exposição, ou direitos a retornos variáveis da sua participação na investida; e (iii) capacidade de utilizar seu poder sobre a investida para afetar o valor dos retornos ao investidor.

As seguintes políticas contábeis são aplicadas na elaboração das demonstrações financeiras consolidadas.

##### (a) Controladas

O Grupo Oncoclínicas controla uma entidade quando está exposto a, ou tem direito sobre, os retornos variáveis advindos de seu envolvimento com a entidade e tem a habilidade de afetar esses retornos exercendo seu poder sobre a entidade. As demonstrações financeiras das controladas são incluídas nas demonstrações financeiras consolidadas a partir da data em que o controle se inicia até a data em que o controle deixa de existir. As políticas contábeis das controladas estão alinhadas com as políticas adotadas pelo Grupo Oncoclínicas.

Nas demonstrações financeiras individuais da Controladora, as informações financeiras das controladas são reconhecidas por meio do método de equivalência patrimonial.

Quando o Grupo Oncoclínicas deixa de ter controle, qualquer participação retida na entidade é remensurada ao seu valor justo, sendo a mudança no valor contábil reconhecida no resultado. Os valores reconhecidos previamente em outros resultados abrangentes são reclassificados para o resultado.

Na consolidação foram eliminadas as participações da controladora no patrimônio líquido (ou passivo a descoberto, quando aplicável) das controladas, bem como os saldos de ativos e passivos, receitas, custos e despesas, decorrentes de transações efetuadas entre as empresas. A parcela relativa aos não controladores no patrimônio líquido das controladas é apresentada destacadamente no patrimônio líquido consolidado. Os prejuízos não realizados são eliminados a menos que a operação forneça evidências de uma perda (“impairment”) do ativo transferido.

(b) Transações com participações de não controladores

O Grupo Oncoclínicas trata as transações com participações de não controladores como transações com proprietários de ativos do Grupo Oncoclínicas. Para as compras de participações de não controladores, a diferença entre qualquer contraprestação transferida e a parcela adquirida do valor contábil dos ativos líquidos da controlada é registrada no patrimônio líquido. Os ganhos ou perdas sobre alienações para participações de não controladores também são registrados diretamente no patrimônio líquido, na conta "Transação entre sócios".

2.5. Conversão de moeda estrangeira

(a) Moeda funcional e moeda de apresentação

Os itens incluídos nas demonstrações financeiras de cada uma das Sociedades do Grupo Oncoclínicas são mensurados usando a moeda do principal ambiente econômico no qual as respectivas sociedades atuam ("a moeda funcional").

Essas demonstrações financeiras individuais e consolidadas são apresentadas em Reais, que é a moeda funcional da controladora e das controladas estabelecidas no Brasil e também a moeda de apresentação do Grupo Oncoclínicas. A controlada Boston Lightouse tem como moeda funcional o dólar norte-americano.

(b) Moedas estrangeiras

As operações em moeda estrangeira são convertidas para a moeda funcional pelas taxas de câmbio vigentes nas datas das transações.

Os ganhos e as perdas cambiais dos itens monetários são apresentados na demonstração do resultado como receita ou despesa financeira.

Para fins de apresentação destas demonstrações financeiras individuais e consolidadas, os ativos e passivos das operações no exterior são convertidos utilizando as taxas de câmbio vigentes no fim do exercício. Os resultados são convertidos pelas taxas de câmbio médias do período, a menos que as taxas de câmbio flutuem significativamente durante o período; neste caso, são utilizadas as taxas de câmbio na data da transação. As variações cambiais resultantes dessas conversões, se houver, são reconhecidas em outros resultados abrangentes e acumuladas na rubrica Ajustes de avaliação patrimonial e atribuídas às participações não controladoras, conforme apropriado.

2.6. Caixa e equivalentes de caixa

Caixa e equivalentes de caixa abrangem saldos de caixa, depósitos bancários e investimentos financeiros com liquidez em até três meses contadas da data da contratação, os quais são sujeitos a um risco insignificante de alteração no valor e são utilizados na gestão das obrigações de curto prazo.

2.7. Instrumentos financeiros

Os ativos e passivos financeiros são reconhecidos no balanço patrimonial do Grupo quando o Grupo for parte das disposições contratuais dos instrumentos.

Os instrumentos financeiros são registrados de acordo com o CPC 48/IFRS9 – Instrumentos financeiros, que determina a classificação dos ativos em três categorias: i) mensurados a valor justo por meio de resultado, ii) mensurados a valor justo por meio de outros resultados abrangentes, e iii) mensurado ao custo amortizado. Estas classificações são baseadas no modelo de negócio adotado pela administração e nas características dos fluxos de caixa contratuais.

#### Ativo financeiro

Todas as compras ou vendas regulares de ativos financeiros são reconhecidas e baixadas na data da negociação. As compras ou vendas regulares correspondem a compras ou vendas de ativos financeiros que requerem a entrega de ativos dentro do prazo estabelecido por meio de norma ou prática de mercado.

Todos os ativos financeiros reconhecidos são subsequentemente mensurados na sua totalidade ao custo amortizado ou ao valor justo, dependendo da classificação dos ativos financeiros.

#### Classificação

Os instrumentos da dívida que atendem às condições a seguir são subsequentemente mensurados ao custo amortizado:

- O ativo financeiro é mantido em um modelo de negócios cujo objetivo é manter ativos financeiros a fim de coletar fluxos de caixa contratuais.
- Os termos contratuais do ativo financeiro geram, em datas específicas, fluxos de caixa que se referem exclusivamente a pagamentos do principal e dos juros incidentes sobre o valor do principal em aberto.

Os instrumentos da dívida que atendem às condições a seguir são subsequentemente mensurados ao valor justo por meio de outros resultados abrangentes:

- O ativo financeiro é mantido em um modelo de negócios cujo objetivo é atingido ao coletar fluxos de caixa contratuais e vender os ativos financeiros.
- Os termos contratuais do ativo financeiro geram, em datas específicas, fluxos de caixa que se referem exclusivamente a pagamentos do principal e dos juros incidentes sobre o valor do principal em aberto.

Todos os outros ativos financeiros são classificados como mensurados ao valor justo por meio do resultado.

#### Reconhecimento e mensuração

Os ativos financeiros são, inicialmente, reconhecidos pelo valor justo, acrescidos dos custos da transação para todos os ativos financeiros não classificados como ao valor justo por meio do resultado. Os ativos financeiros ao valor justo por meio de resultado são, inicialmente, reconhecidos pelo valor justo, e os custos da transação são registrados na demonstração do resultado. Os ativos financeiros são baixados quando os direitos de receber fluxos de caixa do ativo expiram ou tenham sido transferidos; neste último caso, desde que o Grupo Oncoclínicas tenha transferido, significativamente, todos os riscos e os benefícios de propriedade. Os ativos financeiros mensurados por meio de outros resultados abrangentes e os ativos financeiros mensurados ao valor justo por meio do resultado são, subsequentemente, contabilizados pelo valor justo. Os demais ativos e passivos financeiros são contabilizados pelo custo amortizado, usando o método de juros efetivos.

Os ganhos ou as perdas decorrentes de variações no valor justo de ativos financeiros mensurados ao valor justo por meio do resultado, quando existentes, são apresentados na demonstração do resultado em "Resultado financeiro" no período em que ocorrem.

#### Compensação de instrumentos financeiros

Ativos e passivos financeiros são compensados e o valor líquido é apresentado no balanço patrimonial quando há um direito legal de compensar os valores reconhecidos e há a intenção de liquidá-los em uma base líquida, ou realizar o ativo e liquidar o passivo simultaneamente.

#### "Impairment" de ativos financeiros

O Grupo Oncoclínicas avalia, na data de cada balanço, se há evidência objetiva de que um ativo financeiro ou grupo de ativos financeiros está deteriorado. Um ativo ou grupo de ativos financeiros está deteriorado e as perdas por "impairment" são reconhecidas somente se há evidência objetiva de "impairment" como resultado de um ou mais eventos ocorridos após o reconhecimento inicial dos ativos (um "evento de perda") e aquele evento (ou eventos) de perda tem um impacto nos fluxos de caixa futuros estimados do ativo financeiro ou grupo de ativos financeiros que pode ser estimado de maneira confiável.

O montante da perda por "impairment" é mensurado como a diferença entre o valor contábil dos ativos e o valor presente dos fluxos de caixa futuros estimados (excluindo os prejuízos de crédito futuro que não foram incorridos) descontados à taxa de juros em vigor original dos ativos financeiros. O valor contábil do ativo é reduzido e o valor do prejuízo é reconhecido na demonstração do resultado.

Se, num período subsequente, o valor da perda por "impairment" diminuir e a diminuição puder ser relacionada objetivamente com um evento que ocorreu após o "impairment" ser reconhecido (como uma melhoria na classificação de crédito do devedor), a reversão dessa perda reconhecida anteriormente será reconhecida na demonstração do resultado.

### 2.8. Contas a receber de clientes

Correspondem aos valores a receber de clientes pela venda de serviços no decurso normal das atividades da Companhia, líquidos da provisão para créditos de liquidação duvidosa, sendo esta constituída quando há evidência de que a Companhia não será capaz de receber todos os montantes devidos de acordo com os termos dessas contas a receber, mediante análise de riscos e levando em consideração a análise das perdas de crédito esperadas estimadas, usando uma matriz de provisão com base na experiência de perda de crédito histórica do Grupo. O valor da provisão para créditos de liquidação duvidosa é a diferença entre o valor contábil e o valor recuperável.

Se o prazo de recebimento é equivalente a um ano ou menos, as contas a receber são classificadas no ativo circulante; caso contrário, apresentadas no ativo não circulante.

As contas a receber de clientes são, inicialmente, reconhecidas pelo valor nominal, que se aproxima ao valor justo na data da transação e, subsequentemente, mensuradas pelo custo amortizado com o uso do método de juros efetivos menos a glosa e a provisão para créditos de liquidação duvidosa ("PCLD" ou "impairment"), considerando o conceito de perdas esperadas.

## 2.9. Instrumentos financeiros derivativos (Operações de “Swap”)

O Grupo Oncoclínicas mantém instrumentos financeiros de hedge de moeda para regular as suas exposições de riscos de variação de moeda estrangeira. Os derivativos são reconhecidos inicialmente pelo seu valor justo e os custos de transação atribuíveis são reconhecidos no resultado financeiro quando incorridos. Posteriormente ao reconhecimento inicial, os derivativos são mensurados pelo valor justo e as variações no valor justo são reconhecidas no resultado do exercício.

## 2.10. Estoques

Os estoques são mensurados pelo menor valor entre o custo e o valor realizável líquido. O valor realizável líquido corresponde aos valores os quais a Companhia estima receber em contrapartida pela transação de venda dos estoques. O custo dos estoques é baseado no custo médio de aquisição.

## 2.11. Imobilizado

### (i) Reconhecimento e mensuração

Itens do imobilizado são mensurados pelo custo histórico de aquisição ou construção, deduzido de depreciação acumulada e perdas de redução ao valor recuperável (“impairment”) acumuladas. Todos os gastos necessários para a imobilização são registrados como custo das imobilizações, incluindo os custos de empréstimos e financiamentos relacionados com a aquisição de ativos qualificados.

Gastos subsequentes são capitalizados na medida em que seja provável que benefícios futuros, associados com os custos, serão auferidos pelo Grupo Oncoclínicas. Despesas de manutenção e reparos recorrentes são registrados no resultado.

Ganhos e perdas na alienação de um item do imobilizado (apurados pela diferença entre os recursos advindos da alienação e o valor contábil do imobilizado) são reconhecidos em “Outras receitas (despesas) operacionais, líquidas” no resultado.

### (ii) Depreciação

Itens do ativo imobilizado são depreciados pelo método linear no resultado do exercício baseado na vida útil econômica estimada de cada componente. Terrenos não são depreciados.

A vida útil estimada é revisada anualmente e o efeito de quaisquer mudanças nas estimativas é contabilizado prospectivamente.

Itens do ativo imobilizado são depreciados a partir da data em que são instalados e estão disponíveis para uso ou, em caso de ativos construídos internamente, no dia em que a construção é finalizada e o ativo está disponível para utilização.

## 2.12. Ativos intangíveis

### (a) Ativos intangíveis com vida útil definida

São reconhecidos pelo valor justo na data de aquisição. Posteriormente, avaliados com vida útil definida, são contabilizados pelo seu valor de custo menos amortização acumulada. São amortizados com base no método linear, e a amortização é reconhecida no resultado pela vida útil estimada dos ativos, a partir da data em que estes estão disponíveis para uso.

### (b) Ágio derivado da expectativa de rentabilidade futura (“goodwill”)

O ágio derivado da expectativa de rentabilidade futura resulta da aquisição de controlada e representa o excesso da (i) contraprestação transferida, (ii) do valor da participação de não controladores na adquirida e (iii) do valor justo na data da aquisição de qualquer participação patrimonial anteriormente detida na adquirida em relação ao valor justo dos ativos líquidos identificáveis adquiridos. Caso o total da contraprestação transferida, a participação dos não controladores reconhecida e a participação mantida anteriormente medida pelo valor justo seja menor do que o valor justo dos ativos líquidos da controlada adquirida, no caso de uma compra vantajosa, a diferença é reconhecida diretamente na demonstração do resultado.

## 2.13. Redução ao valor recuperável (“impairment”) de ativos não financeiros

Os ativos que têm uma vida útil indefinida, como o ágio derivado da expectativa de rentabilidade futura, não estão sujeitos à amortização e são testados anualmente para identificar eventual necessidade de redução ao valor recuperável (“impairment”). As revisões de “impairment” do ágio são realizadas anualmente ou com maior frequência se eventos ou alterações nas circunstâncias indicarem um possível “impairment”.

Os ativos que estão sujeitos à amortização ou depreciação, são revisados para a verificação de “impairment” sempre que eventos ou mudanças nas circunstâncias indicarem que o valor contábil pode não ser recuperável. Uma perda por “impairment” é reconhecida quando o valor contábil do ativo excede seu valor recuperável, que representa o maior valor entre o valor justo de um ativo menos seus custos de alienação e o seu valor em uso.

Os ativos não financeiros, exceto o ágio derivado da expectativa de rentabilidade futura, que tenham sido ajustados por “impairment”, são revisados subsequentemente para a análise de uma possível reversão do “impairment” na data do balanço. “Impairment” de ágio reconhecido no resultado do exercício não é revertido.

Não foram identificadas e registradas perdas relacionadas a redução ao valor recuperável dos ativos imobilizado e intangíveis apresentados nestas demonstrações financeiras individuais e consolidadas para os exercícios findos em 31 de dezembro de 2020 e de 2019.

## 2.14. Fornecedores

As contas a pagar aos fornecedores são obrigações a pagar por bens ou serviços que foram adquiridos no curso normal dos negócios, sendo classificadas como passivos circulantes se o pagamento for devido no período de até um ano. Caso contrário, as contas a pagar são apresentadas como passivo não circulante.

Elas são, inicialmente, reconhecidas pelo valor nominal, que se aproxima do valor justo na data da transação e, subsequentemente, mensuradas pelo custo amortizado com o uso do método de juros efetivos.

## 2.15. Arrendamento mercantil

O Grupo reconhece um ativo de direito de uso e correspondente passivo de arrendamento com relação a todos os contratos de arrendamento nos quais o Grupo seja o arrendatário, exceto arrendamentos de curto prazo (definidos como arrendamentos com prazo de arrendamento de no máximo 12 meses) e arrendamentos de ativos de baixo valor. Para os arrendamentos sobre os quais não é reconhecido um ativo e passivo inicialmente, o Grupo reconhece os pagamentos de arrendamento operacional como despesa operacional pelo método linear pelo período do arrendamento, exceto quando outra base sistemática é mais representativa para refletir o padrão de tempo no qual os benefícios econômicos do ativo arrendado são consumidos.

O passivo de arrendamento é inicialmente mensurado ao valor presente dos pagamentos de arrendamento que não são pagos na data de início, descontados aplicando-se a taxa implícita no arrendamento. Se essa taxa não puder ser prontamente determinada, o Grupo usa sua taxa incremental de captação.

O passivo de arrendamento é apresentado em uma linha separada no balanço patrimonial. O passivo de arrendamento é subsequentemente mensurado aumentando o valor contábil para refletir os juros sobre o passivo de arrendamento e reduzindo o valor contábil para refletir o pagamento de arrendamento realizado.

O Grupo remensura o passivo de arrendamento sempre que:

- O prazo de arrendamento for alterado ou houver um evento ou uma mudança significativa nas circunstâncias que resulte em uma mudança na avaliação do exercício.
- da opção de compra de ações e, nesse caso, o passivo de arrendamento é remensurado descontando-se os pagamentos de arrendamento revisados usando a taxa de desconto revisada.

## 2.16. Empréstimos, financiamentos e debêntures

Os empréstimos e financiamentos e debêntures são reconhecidos, inicialmente, pelo valor justo, líquido dos custos incorridos na transação e são, subsequentemente, mensurados ao custo amortizado. Qualquer diferença entre os valores captados (líquidos dos custos da transação) e o valor total a pagar é reconhecida na demonstração do resultado durante o período em que os empréstimos estejam em aberto, utilizando o método de juros efetivos.

Os custos de empréstimos e financiamentos e debêntures e específicos que são diretamente atribuíveis à aquisição, construção ou produção de um ativo qualificável, que é um ativo que, necessariamente, demanda um período de tempo substancial para ficar pronto para seu uso ou venda pretendidos, são capitalizados como parte do custo do ativo quando for provável que eles irão resultar em benefícios econômicos futuros para a entidade e que tais custos possam ser mensurados com confiança. Demais custos de empréstimos e financiamentos e debêntures são reconhecidos como despesa no período em que são incorridos.

### Custos de captação

Os custos dos empréstimos são contabilizados em despesa no período em que são incorridos. Custos de empréstimo compreendem juros e outros custos incorridos por uma entidade relativos ao empréstimo.



#### 2.17. Provisões para risco tributários, trabalhistas e cíveis

Uma provisão é reconhecida, em função de um evento passado, se o Grupo Oncoclínicas tem uma obrigação legal ou construtiva que possa ser estimada de maneira confiável, e é provável que um recurso econômico seja exigido para liquidar a obrigação. Os custos financeiros incorridos são registrados no resultado.

#### 2.18. Provisões

Uma provisão é reconhecida quando a Companhia possui uma obrigação presente (legal ou presumida) resultante de um evento passado, em que é provável que um recurso econômico seja exigido para liquidar a obrigação, e for possível estimar seu valor de maneira confiável.

O valor reconhecido como provisão é a melhor estimativa da compensação necessária para liquidar a obrigação presente na data do balanço, levando em consideração os riscos e as incertezas relativos à obrigação. Quando a provisão é mensurada pelos fluxos de caixa estimados para liquidar a obrigação presente, seu valor contábil corresponde ao valor presente desses fluxos de caixa (quando o efeito do valor da moeda no tempo for relevante).

Quando se espera que alguns ou todos os benefícios econômicos requeridos para a liquidação de uma provisão sejam recuperados de um terceiro, um recebível é reconhecido como ativo se, e somente se, o reembolso for virtualmente certo e o valor puder ser mensurado de forma confiável.

#### 2.19. Imposto de renda e contribuição social

As despesas de imposto de renda e a contribuição social do exercício compreendem os impostos correntes e diferidos e são calculados com base nas leis tributárias promulgadas. As alíquotas aplicadas são de 15%, acrescida do adicional de 10% sobre o lucro tributável excedente de R\$240 para imposto de renda e de 9% sobre o lucro tributável para contribuição social sobre o lucro líquido. A compensação de prejuízos fiscais e base negativa de contribuição social é considerada no cálculo sendo limitada a 30% do lucro real.

O imposto corrente e o imposto diferido são reconhecidos no resultado a menos que estejam relacionados com itens reconhecidos diretamente no patrimônio líquido ou no resultado abrangente. Nesse caso, o imposto também é reconhecido no patrimônio líquido ou no resultado abrangente.

Impostos diferidos passivos são os valores de imposto sobre a renda a pagar em períodos futuros, em relação às diferenças tributáveis temporárias. Impostos diferidos ativos são os valores recuperáveis em períodos futuros decorrentes de diferenças tributárias dedutíveis, ao diferimento de prejuízos fiscais não utilizados e ao diferimento de créditos fiscais não utilizados. O valor contábil dos impostos diferidos ativos é revisado em cada data do balanço e baixado na extensão em que não é mais provável que lucros tributáveis estarão disponíveis para permitir que todo ou parte do ativo tributário diferido venha a ser utilizado. Impostos diferidos ativos baixados são revisados a cada data do balanço e são reconhecidos na extensão em que se torna provável que lucros tributáveis futuros permitirão que os ativos tributários diferidos sejam recuperados.

Os impostos de renda diferidos ativos e passivos são apresentados pelo líquido no balanço quando há o direito legal e a intenção de compensá-los quando da apuração dos tributos correntes, em geral relacionado com a mesma entidade legal e mesma autoridade fiscal. Dessa forma, impostos diferidos ativos e passivos em diferentes entidades ou em diferentes países, em geral são apresentados em separado, e não pelo líquido.

Algumas controladas do Grupo Oncoclínicas realizam a apuração de imposto de renda e contribuição social por meio do lucro presumido. O imposto de renda e a contribuição social do exercício são calculados sobre a receita apurada no trimestre, aplicados os percentuais de presunção sobre as mesmas, de acordo com a respectiva natureza. No caso das controladas do Grupo Oncoclínicas, optantes pelo regime de tributação lucro presumido, o percentual de presunção a ser aplicado para o IRPJ é de 8% e para a CSLL de 12%, sendo que as receitas financeiras deverão ser consideradas integralmente. Apurada a base de cálculo, para o cálculo do IRPJ, aplica-se a alíquota de 15% e de 10% sobre a base de cálculo tributável excedente de R\$60. Já para o cálculo da CSLL, aplica-se o percentual de 9% sobre a base de cálculo apurada.

O imposto de renda e a contribuição social corrente são apresentados líquidos, por entidade contribuinte, no passivo quando houver montantes a pagar, ou no ativo quando os montantes antecipadamente pagos excedem o total devido na data do relatório.

## 2.20. Reconhecimento de receitas

### (i) Serviços

A receita é reconhecida na extensão em que for provável que benefícios econômicos serão gerados para a Companhia quando possa ser mensurada de forma confiável e com base na medição dos serviços prestados. A receita dos serviços médicos prestados é reconhecida com base no estágio de conclusão do serviço na data das demonstrações financeiras. O estágio de conclusão é verificado conforme avaliação dos médicos em relação aos tratamentos médicos de cada paciente.

A receita líquida é mensurada com base no valor nominal, que se aproxima ao valor justo da contraprestação a ser recebida, excluindo descontos, abatimentos e impostos ou encargos sobre venda.

A Companhia avalia as transações de receita de acordo com os critérios estabelecidos na norma para determinar que atua como principal em todos os seus contratos de receita. A Companhia administra e controla os produtos e serviços antes de transferi-los para o cliente.

A Companhia revisa periodicamente suas perdas históricas com glosas e a posição atualizada de clientes e faturas, com o objetivo de estimar adequadamente os valores recuperáveis de seus recebíveis.

Os custos e despesas das operações são reconhecidos em conformidade com o regime contábil de competência.

### (ii) Receitas financeiras

A receita financeira é reconhecida conforme o prazo decorrido pelo regime de competência, usando o método de juros efetivos.

## 2.21. Distribuição de dividendos

A distribuição de dividendos para os acionistas da Companhia é reconhecida como um passivo nas demonstrações financeiras do Grupo Oncoclínicas ao final do exercício, com base no estatuto social da Companhia. Qualquer valor acima do mínimo obrigatório somente é provisionado na data em que são aprovados pelos acionistas, em Assembleia Geral.

O Grupo reconhece um passivo para pagamento de dividendos quando essa distribuição é autorizada e deixa de ser uma opção da empresa ou ainda quando previsto em Lei. Conforme a legislação societária vigente, uma distribuição é autorizada quando aprovada pelos acionistas e o montante correspondente é diretamente reconhecido no patrimônio líquido. A legislação societária estabelece ainda o requerimento de pagamento de um dividendo mínimo obrigatório, após efetuados os ajustes ao lucro auferido no exercício e destinação das reservas também previstas no artigo 202 da Lei das Sociedades por Ações. Distribuições sem desembolso de caixa são mensuradas ao valor justo dos ativos a serem distribuídos, sendo a mensuração ao valor justo reconhecida diretamente no patrimônio líquido.

No momento da distribuição de ativos sem desembolso de caixa, eventual diferença entre o valor contábil do passivo e o valor contábil do ativo distribuído é reconhecida na demonstração do resultado.

A Controladora possui prejuízos acumulados e, portanto, não houve distribuição de dividendos para os seus acionistas em 31 de dezembro de 2020 e 31 de dezembro de 2019.

#### 2.22. Outros ativos e passivos (circulantes e não circulantes)

Um ativo é reconhecido no balanço patrimonial quando for provável que seus benefícios econômicos futuros serão gerados em favor do Grupo e seu custo ou valor puder ser mensurado com segurança. Um passivo é reconhecido no balanço patrimonial quando o Grupo possui uma obrigação presente de transferir um recurso econômico como resultado de evento passado. São acrescidos, quando aplicável, dos correspondentes encargos e das variações monetárias ou cambiais incorridas. As provisões são registradas tendo como base as melhores estimativas do risco envolvido.

Os ativos e passivos são classificados como circulantes quando sua realização ou liquidação é provável que ocorra nos próximos 12 meses. Caso contrário, são demonstrados como não circulantes.

#### 2.23. Pagamento baseado em ações

##### Phantom Shares

Em 2018, a Companhia outorgou aos executivos o direito a valorização de ações ("phantom shares"). Os direitos conferem aos beneficiários um pagamento em dinheiro após um evento de liquidez. O prêmio a ser pago é determinado com base na variação entre o preço da ação no momento inicial (valor de referência inicial atualizado pelo IPCA) e o preço da ação no momento do evento de liquidez descrito nos contratos (valor de referência final). Os direitos devem ser exercidos em uma janela de prazo junto ao evento de liquidez, podendo ser caducados caso não sejam exercidos nessa data.

Os valores das ações são reavaliados pela Administração anualmente pelo seu valor justo e as provisões são complementadas ou revertidas de acordo com a valoração calculada pela Companhia.

#### 2.24. Resultado por ação

Calculado por meio do resultado do exercício atribuível aos acionistas da Companhia, usando a média ponderada das ações ordinárias em circulação no respectivo exercício.

O resultado por ação é calculado através da divisão do lucro líquido atribuído aos detentores de ações ordinárias da controladora, após o ajuste referente ao plano de opção de compra de ações, divulgada na nota explicativa nº 28, pela quantidade média ponderada de ações ordinária disponíveis durante o exercício mais a quantidade média ponderada de ações ordinária que seriam emitidas na conversão de todas as ações ordinárias potenciais diluídas em ações ordinárias.

Em 31 de dezembro de 2020 e 2019, a Companhia não possuía instrumentos financeiros conversíveis em ações, logo, o resultado básico e diluído por ação é o mesmo.

#### 2.25. Ajuste a valor presente – AVP

Os ativos e passivos monetários de longo prazo são atualizados monetariamente e, portanto, estão ajustados pelo seu valor presente. O ajuste a valor presente de ativos e passivos monetários de curto prazo é calculado, e somente registrado, se considerado relevante em relação as demonstrações financeiras tomadas em conjunto.

#### 2.26. Novos pronunciamentos contábeis e interpretações vigentes no exercício findo em 31 de dezembro de 2020

O Grupo aplicou pela primeira vez certas normas e alterações, que são válidas para períodos anuais iniciados em 1º de janeiro de 2020 ou após essa data. O Grupo decidiu não adotar antecipadamente nenhuma outra norma, interpretação ou alteração que tenham sido emitidas, mas ainda não estejam vigentes.

##### Alterações no CPC 15 (R1)/IFRS 3: Definição de negócios

As alterações do CPC 15 (R1)/IFRS 3 esclarecem que, para ser considerado um negócio, um conjunto integrado de atividades e ativos deve incluir, no mínimo, um “input” - entrada de recursos e um processo substantivo que, juntos, contribuam significativamente para a capacidade de gerar output - saída de recursos. Além disso, esclareceu que um negócio pode existir sem incluir todos os “inputs” - entradas de recursos e processos necessários para criar “outputs” - saída de recursos. Essas alterações não tiveram impacto sobre as demonstrações financeiras individuais e consolidadas do Grupo, mas podem impactar períodos futuros caso o Grupo ingresse em quaisquer outras combinações de negócios.

##### Alterações no CPC 38/IAS 39, CPC 40 (R1)/IFRS 7 e CPC 48/IFRS 9: Reforma da Taxa de Juros de Referência

As alterações aos Pronunciamentos CPC 38/IAS 39 e CPC 48/IFRS 9 fornecem isenções que se aplicam a todas as relações de proteção diretamente afetadas pela reforma de referência da taxa de juros. Uma relação de proteção é diretamente afetada se a reforma suscitar incertezas sobre o período ou o valor dos fluxos de caixa baseados na taxa de juros de referência do item objeto de hedge ou do instrumento de hedge. Essas alterações não têm impacto nas demonstrações financeiras individuais e consolidadas do Grupo, uma vez que este não possui relações de hedge de taxas de juros.

Alterações no CPC 26 (R1)/IAS 1 e CPC 23/IAS 8: Definição de material

As alterações fornecem uma nova definição de material que afirma, "a informação é material se sua omissão, distorção ou obscuridade pode influenciar, de modo razoável, decisões que os usuários primários das demonstrações contábeis de propósito geral tomam como base nessas demonstrações contábeis, que fornecem informações financeiras sobre relatório específico da entidade". As alterações esclarecem que a materialidade dependerá da natureza ou magnitude de informação, individualmente ou em combinação com outras informações, no contexto das demonstrações financeiras. Uma informação distorcida é material se poderia ser razoavelmente esperado que influencie as decisões tomadas pelos usuários primários. Essas alterações não tiveram impacto sobre as demonstrações financeiras individuais e consolidadas, nem se espera que haja algum impacto futuro para o Grupo.

Revisão no CPC 00 (R2)/ Conceptual Framework: Estrutura Conceitual para Relatório Financeiro

O pronunciamento revisado trouxe alguns novos conceitos, fornece definições atualizadas e critérios de reconhecimento para ativos e passivos e esclarece alguns conceitos importantes. Essas alterações não tiveram impacto nas demonstrações financeiras individuais e consolidadas do Grupo.

Alterações no CPC 06 (R2)/IFRS 16: Benefícios Relacionados à Covid-19 Concedidos para Arrendatários em Contratos de Arrendamento

As alterações preveem concessão aos arrendatários na aplicação das orientações do CPC 06 (R2)/IFRS 16 sobre a modificação do contrato de arrendamento, ao contabilizar os benefícios relacionados como consequência direta da pandemia Covid-19. Como um expediente prático, um arrendatário pode optar por não avaliar se um benefício relacionado à Covid-19 concedido pelo arrendador é uma modificação do contrato de arrendamento. O arrendatário que fizer essa opção deve contabilizar qualquer mudança no pagamento do arrendamento resultante do benefício concedido no contrato de arrendamento relacionada ao Covid-19 da mesma forma que contabilizaria a mudança aplicando o CPC 06 (R2)/IFRS 16 se a mudança não fosse uma modificação do contrato de arrendamento. Essa alteração não teve impacto nas demonstrações financeiras individuais e consolidadas do Grupo.

Na data de autorização destas demonstrações financeiras, o Grupo não adotou as IFRSs novas e revisadas a seguir, já emitidas e ainda não aplicáveis:

IFRS 17 – Contratos de seguros (Aplicável para períodos anuais com início em ou após 1º de janeiro de 2023, permitida adoção antecipada) – A nova norma estabelece os princípios para reconhecimento, mensuração, apresentação e divulgação de contratos de seguro - A aplicação dessa norma não terá impacto nas demonstrações financeiras do Grupo Oncoclínicas.

Alterações à IFRS 10 / CPC 36 (R3) e à IAS 28 / CPC 18 (R2) - Demonstrações Consolidadas e Venda ou Contribuição de Ativos entre um Investidor e sua Coligada ou Joint Venture (A data de vigência das alterações ainda não foi definida pelo IASB; porém, é permitida a adoção antecipada das alterações) - tratam de situações que envolvem a venda ou contribuição de ativos entre um investidor e sua coligada ou joint venture – O Grupo Oncoclínicas avaliará os efeitos dessa norma em possíveis eventos futuros.

Alterações à IAS 1 - Classificação de Passivos como Circulantes ou Não Circulantes (Aplicável para períodos anuais com início em ou após 1º de janeiro de 2023, permitida adoção antecipada) - As alterações esclarecem que a classificação de passivos como circulantes ou não circulantes se baseia nos direitos existentes na data do balanço, especificam que a classificação não é afetada pelas expectativas sobre se uma entidade irá exercer seu direito de postergar a liquidação do passivo.

Alterações à IFRS 3 / CPC 15 - Referência à Estrutura Conceitual (Aplicável para períodos anuais com início em ou após 1º de janeiro de 2022, permitida adoção antecipada) - As alterações acrescentam declaração explícita de que o comprador não reconhece ativos contingentes adquiridos em uma combinação de negócios – O Grupo Oncoclínicas avaliará os efeitos dessa norma em possíveis eventos futuros de combinações de negócios ou aquisição de ativos.

Alterações à IAS 16 / CPC 27 – Imobilizado — Recursos Antes do Uso Pretendido (Aplicável para períodos anuais com início em ou após 1º de janeiro de 2022, permitida adoção antecipada) – Alteração da contabilização de receita no processo de construir um item do ativo imobilizado para o uso pretendido. O Grupo Oncoclínicas avaliará os efeitos dessa norma em possíveis eventos futuros.

Alterações à IAS 37 / CPC 25 – Contratos Onerosos – Custo de Cumprimento do Contrato (Aplicável para períodos anuais com início em ou após 1º de janeiro de 2022, permitida adoção antecipada) - As alterações esclarecem o que representam “custos para cumprir um contrato” quando se avalia se um contrato é oneroso. O Grupo Oncoclínicas avaliará os efeitos dessa norma em possíveis eventos futuros.

A administração avaliará os efeitos dessas normas em possíveis eventos futuros

### 3. ESTIMATIVAS E JULGAMENTOS CONTÁBEIS CRÍTICOS

As estimativas e os julgamentos contábeis são revistos de uma maneira contínua. Revisões com relação a estimativas contábeis são reconhecidas no exercício em que as estimativas são revisadas e em quaisquer exercícios futuros afetados.

As estimativas e premissas que apresentam um risco significativo com probabilidade de causar um ajuste relevante nos valores contábeis de ativos e passivos para o próximo exercício social, estão contempladas abaixo:

#### (a) Reconhecimento da receita

A receita dos serviços médicos prestados é reconhecida com base no estágio de conclusão do serviço na data das demonstrações financeiras. No caso dos convênios, o Grupo Oncoclínicas aplica a tabela contratual de preços. De forma geral, as notas fiscais são emitidas quando o convênio aprova a remessa de procedimentos enviada previamente para análise. Os valores dos serviços prestados para os quais o faturamento ainda não foi autorizado são reconhecidos como “Receitas a faturar”.

#### (b) Provisão para crédito de liquidação duvidosa e glosas

O Grupo utiliza uma matriz de provisão para calcular a perda de crédito esperada para contas a receber e ativos de contrato. As taxas de provisão aplicadas são baseadas em dias de atraso. A matriz de provisão baseia-se inicialmente nas taxas de perda histórica observadas pelo Grupo. As informações sobre as perdas de crédito esperadas sobre as contas a receber estão divulgadas na nota explicativa nº7.

Créditos em disputa judicial com o cliente/operadora de saúde são provisionados em sua totalidade a partir do momento que há um processo judicial vinculado.

Em caso de crédito contra devedor declarado falido ou pessoa jurídica declarada concordatária, esses deverão ser provisionados integralmente pelo valor do crédito deduzido por eventuais garantias reais oferecidas pelo devedor.

A caracterização da glosa ocorre no momento do recebimento dos créditos. Uma vez identificada a glosa, esta é analisada e caso indevida, é protocolado um recurso junto a operadora de saúde para o recebimento do crédito. O prazo para recebimentos dos recursos varia de acordo com a operadora, mas inicia-se a partir do momento em que o recurso é protocolado.

Devido à natureza da glosa, o critério para o provisionamento dessa, segue as regras definidas pela política interna da Companhia, que considera as perdas estimadas que são mensuradas considerando as perdas históricas.

(c) Perda por “impairment” - ágio

Anualmente, o Grupo Oncoclínicas testa eventuais perdas (“impairment”) no ágio, de acordo com a política contábil apresentada na nota explicativa nº 2.13. Os valores recuperáveis de Unidades Geradoras de Caixa (UGCs) foram determinados, em sua maioria com base em cálculos do valor em uso.

(d) Impostos diferidos

Impostos diferidos são gerados por diferenças temporárias na data do balanço entre as bases fiscais de ativos e passivos e seus valores contábeis.

O valor contábil dos impostos diferidos ativos é revisado em cada data do balanço e baixado na extensão em que não é mais provável que lucros tributáveis estarão disponíveis para permitir que todo ou parte do ativo tributário diferido venha a ser utilizado. Impostos diferidos ativos baixados são revisados a cada data do balanço e são reconhecidos na extensão em que se torna provável que lucros tributáveis futuros permitirão que os ativos tributários diferidos sejam recuperados.

(e) Provisões para riscos tributários, trabalhistas e cíveis

O Grupo Oncoclínicas reconhece provisões para riscos tributários, trabalhistas e cíveis com base na avaliação da probabilidade de êxito. Essa avaliação inclui o estudo das evidências disponíveis, a hierarquia das leis, as jurisprudências disponíveis, as decisões mais recentes nos tribunais e sua relevância no ordenamento jurídico, bem como a avaliação dos assessores legais externos. A administração acredita que essas provisões para riscos contingentes estão adequadamente apresentadas nas demonstrações financeiras, considerando a expectativa de desembolso de caixa.

(f) Valor justo de instrumentos financeiros

Quando o valor justo de ativos e passivos financeiros registrados no balanço patrimonial ou divulgados em notas explicativas às demonstrações financeiras não pode ser mensurado com base em preços cotados nos mercados ativos, o valor justo é mensurado com base em técnicas de avaliação, incluindo o modelo de fluxo de caixa descontado. Os inputs considerados nesses modelos são obtidos de mercados observáveis, quando possível. Nas situações em que esses inputs não podem ser obtidos de mercados observáveis, um grau de julgamento é necessário para estabelecer os respectivos valores justos. Os julgamentos associados incluem avaliação do risco de liquidez, risco de crédito e volatilidade. Mudanças nas premissas relativas a esses fatores poderiam afetar o valor justo dos instrumentos financeiros.

#### 4. COMBINAÇÃO DE NEGÓCIO

Os negócios da Companhia expandiram substancialmente por meio de aquisições de participações societárias, visando a expansão do mercado. Durante os processos de aquisições, a Administração avaliou riscos, direitos e obrigações relacionados às entidades, estabeleceu condições, garantias e declarações pertinentes aos negócios e procedeu, com base nas informações disponíveis e julgamento, com todos os registros considerados devidos.

Essa reestruturação teve como objetivo otimizar os custos operacionais e as despesas administrativas e agilizar ações comerciais, além de padronizar os procedimentos administrativos e operacionais.

O ágio é atribuído principalmente às habilidades e ao talento técnico da força de trabalho e às sinergias esperadas na integração da entidade ao negócio existente de papel padrão do Grupo.

Em consonância às definições do CPC 15 / IFRS3 – Combinação de Negócios, a Companhia concluiu que as entidades adquiridas atendem a definição de “controlada”. Para se chegar a esta conclusão a Administração avaliou os seguintes aspectos:

- (i) Atividades relevantes das entidades.
- (ii) Como decisões relevantes sobre as atividades são tomadas.
- (iii) Quem possui influência e poder para influenciar as decisões.
- (iv) Exposição à riscos e benefícios das atividades.

Os ativos identificáveis adquiridos e os passivos contingentes assumidos para a aquisição de controladas em uma combinação de negócios são mensurados inicialmente pelos valores justos na data da aquisição. O Grupo Oncoclínicas reconhece a participação não controladora na adquirida, tanto pelo seu valor justo como pela parcela proporcional da participação não controlada no valor justo de ativos líquidos da adquirida. A mensuração da participação não controladora é determinada em cada aquisição realizada. Custos relacionados com aquisição são contabilizados no resultado do exercício conforme incorridos.

Os ativos e passivos adquiridos foram avaliados a valor justo na data da transação e a alocação do preço de compra foi realizado através de laudo preparado por especialistas independentes conforme requerido pelo CPC 15/IFRS3.

A Companhia aplicou os conceitos da IFRS 13 (“Fair Value Measurement”) e do CPC 15 (Combinação de negócios) onde o valor justo é definido como “o preço que seria recebido pela venda de um ativo ou que seria pago pela transferência de um passivo em uma transação não forçada entre participantes do mercado na data de mensuração”.

Para a efetivação do negócio de compra e aquisição do controle, a Adquirente incorreu em custos com consultorias que realizaram “due diligences” para verificações de aspectos contábeis, fiscais e jurídicos da Adquirida, que foram reconhecidos no resultado do exercício. Adicionalmente, toda a negociação foi intermediada por consultoria especializada que, para tanto, foi remunerada com honorários fixos e variáveis, considerando o sucesso da operação.

Todos os procedimentos e metodologias destas combinações de negócios e seus efeitos prospectivos consideram a intenção administrativa da Companhia (“Adquirente”) de manter por prazo indeterminado as operações da Sociedade adquirida (“Adquirida”) em seu fluxo normal de negócios.



O valor justo dos ativos adquiridos e passivos assumidos, bem como o valor justo dos ativos identificáveis e os ágios auferidos nas aquisições são demonstrados a seguir:

Localidade	Minas Gerais	Minas Gerais	Rio de Janeiro	São Paulo
Empresa	Infantil de Minas Gerais S.A.	Instituto Roberto Alvarenga Ltda	Hospital de Oncologia do Méier – Marcos Moraes	Locus Anatomia Patológica e Citológica Ltda
Data da aquisição	24/11/2020	15/12/2020	31/07/2020	21/01/2020
Participação adquirida (% votante)	100%	95%	100%	100%
Participação dos acionistas não controladores	-	5%	-	-
Pagamento na data de aquisição	66.127	3.000	22.320	3.729
Contas a pagar por aquisição	99.191	3.000	41.680	1.590
Total da Contraprestação	165.318	6.000	64.000	5.319
Ativos adquiridos	121.653	1.001	53.663	3.081
Caixa e equivalentes de caixa	7.285	444	2	744
Contas a receber	3.028	170	-	823
Estoque	2.691	16	1.062	-
Tributos a recuperar	16	198	-	-
Imobilizado	18.273	173	52.599	1.507
Direito de uso e ativos arrendados	87.208	-	-	-
Outros ativos	3.152	-	-	7
Passivos assumidos	(120.398)	(428)	-	(952)
Fornecedores e contas a pagar	(6.326)	(74)	-	(50)
Obrigações sociais	(10.400)	(169)	-	(515)
Obrigações tributárias	(12.540)	(61)	-	(55)
Provisões	(2.697)	-	-	-
Arrendamento mercantil	(87.208)	-	-	-
Outros	(1.227)	(124)	-	(332)
Total dos ativos líquidos adquiridos	1.255	545	53.663	2.129
Acionistas não controladores	-	29	-	-

Localidade	Minas Gerais	Minas Gerais	Rio de Janeiro	São Paulo
Empresa	Instituto Materno Infantil de Minas Gerais S.A.	Instituto Roberto Alvarenga Ltda	Hospital de Oncologia do Méier – Marcos Moraes	Locus Anatomia Patológica e Citológica Ltda
Data da aquisição	24/11/2020	15/12/2020	31/07/2020	21/01/2020
Excesso de preço pago na aquisição	164.064	5.455	10.337	3.190
Contribuição para o Grupo de receitas desde a data de aquisição	11.032	-	5.244	3.779
Contribuição para o Grupo com lucro (prejuízo) antes dos tributos desde a data de aquisição	(717)	-	(14.882)	(2.567)
Receitas da adquirida desde o início do exercício	37.304	3.069	5.244	3.779
Lucro (prejuízo) da adquirida antes dos tributos desde o início do exercício	(1.059)	359	(14.882)	(2.567)

## Procedimentos

Conforme requerido pelo Pronunciamento Técnico CPC 15 R1/IFRS 3, os procedimentos exigidos nas combinações de negócios envolvem a identificação da Adquirida e a aplicação do método de aquisição.

A aplicação do método de aquisição exige a determinação da data de aquisição, o reconhecimento e a mensuração dos ativos identificáveis adquiridos, dos passivos assumidos e das participações societárias de não controladores na Adquirida e o reconhecimento e a mensuração do ágio por rentabilidade futura (“goodwill”) ou do ganho proveniente de compra vantajosa.

## Alocação do ágio por expectativa de rentabilidade futura (“goodwill”)

Para cada aquisição efetuada pelo Grupo, a administração avaliou a alocação do ágio por expectativa de rentabilidade futura (goodwill) gerado em cada operação em conformidade com as normas dispostas no pronunciamento técnico CPC 15/IRFS 3.

Conforme CPC 15/IFRS 3 - Combinação de Negócios, a partir da data de aquisição, o adquirente deve reconhecer, separadamente do ágio por expectativa de rentabilidade futura, os ativos identificáveis adquiridos, os passivos assumidos e quaisquer participações de não controladores na adquirida.

De acordo com o CPC 46/IFRS10 - Mensuração do Valor Justo, o valor justo é uma mensuração baseada em mercado e não uma mensuração específica da entidade, sendo que, conforme definição, valor justo é o preço que seria recebido pela venda de um ativo ou que seria pago pela transferência de um passivo em uma transação não forçada entre participantes de mercado na data de mensuração.

Ao longo do exercício de 2020, a administração avaliou a alocação do ágio das aquisições das empresas Locus Anatomia Patológica e Citológica Ltda (“Laboratório Locus”), Hospital Marcos Moraes (HMM), Hospital Vila da Serra (HVS) e Instituto Roberto Alvarenga Ltda. (IRA). As aquisições tratam-se de hospitais e laboratórios, de pequeno e médio porte, com operações muito semelhantes às aquelas já exercidas pelo Grupo.

## Período de mensuração

Conforme CPC 15R1/IFRS 3, quando a contabilização inicial de uma combinação de negócios estiver incompleta ao término do período de reporte em que ocorrer a combinação, o Adquirente deve, em suas demonstrações financeiras reportar os valores provisórios para os itens cuja contabilização estiver incompleta. O período de mensuração não pode exceder a um ano da data da aquisição. Dessa forma, para as combinações de negócios ocorridas durante o exercício de 2020, as alocações do preço de aquisição foram realizadas de maneira provisória, sendo que a apuração definitiva do ágio ocorrerá ao longo do exercício de 2021.

Para avaliação dos respectivos ativos adquiridos e passivos assumidos com a aquisição das controladas, a adquirente contratou consultoria especializada que apresentou Laudo de Avaliação indicando o valor presente do fluxo de caixa futuro das Adquiridas.

## Aquisições efetuadas em 2020

### (a) Locus Anatomia Patológica e Citológica Ltda

Refere-se a contrato de compra e venda, onde o controle e a efetiva aquisição do laboratório Locus Anatomia Patológica e Citológica Ltda pela Oncoclínicas do Brasil Serviços Médicos S.A., ocorreu em 21 de janeiro 2020.

Localizado em São Paulo, o Laboratório Locus tem por objeto social a prestação de serviços em anatomia patológica e citológica de apoio a tratamento e diagnósticos.

Preço negociado

Conforme contrato de compra e venda, 100% das quotas que compõem o capital social de Locus a foram adquiridas pela Oncoclínicas por R\$5.300.

“Goodwill” da Combinação de Negócios

Para fins desta combinação de negócios, o valor de R\$3.190 foi reconhecido como ágio por expectativa de rentabilidade futura pela Adquirente Oncoclínicas Serviços Médicos S.A.

(b) Hospital Marcos Moraes

Data de fechamento: 31 de julho 2020.

Localizado no Rio de Janeiro, o Hospital do Méier (Hospital Marcos Moraes) tem por objeto social a prestação de serviços de atendimento médico hospitalar em diversos serviços, como: oncologia, radioterapia, procedimento cirúrgico, consultas e internações. Em anatomia patológica e citológica de apoio a tratamento e diagnósticos. A data de fechamento da transação ocorreu em 31 de julho de 2020.

Preço negociado

Conforme contrato de compra e venda, 100% das ações que compõem o capital social do Hospital do Méier foram adquiridas através da controlada direta Pontus pelo valor total de R\$64.000.

“Goodwill” da Combinação de Negócios

Para fins desta combinação de negócios, foi reconhecido como ágio por expectativa de rentabilidade futura o valor de R\$10.337.

(c) Instituto Roberto Alvarenga Ltda - IRA

Localizado em Belo Horizonte o IRA tem por objeto social a prestação de serviços laboratorial de anatomia patológica e citopatologia. Laboratório de referência, possui certificação concedida pela Sociedade Brasileira de Patologia. A data de fechamento da transação ocorreu em 15 de dezembro de 2020.

Preço negociado

Conforme contrato de compra e venda de ações celebrado no âmbito da transação, 95% das ações que compõem o capital social do Laboratório IRA foram adquiridas pelo Grupo ao valor total de R\$6.000.

“Goodwill” da Combinação de Negócios

Para fins desta combinação de negócios, foi reconhecido como ágio por expectativa de rentabilidade futura o valor de o valor de R\$5.455.

(d) Instituto Materno Infantil de Minas Gerais S.A. – Hospital Vila da Serra

Data de fechamento: 24 de novembro 2020.

Localizado entre as cidades de Belo Horizonte e Nova Lima, Minas Gerais, o Instituto Materno Infantil de Minas Gerais S.A., mais conhecido como Hospital Vila da Serra (HVS) é atuante em várias frentes, mantendo o enfoque em humanização e excelência em atendimento.

#### Preço negociado

Conforme contrato de compra e venda, 100% das ações que compõem o capital social do Hospital Vila da Serra foram adquiridas pela controlada direta Centro de Tratamento Oncológico pelo valor total de R\$165.318.

#### “Goodwill” da Combinação de Negócios

Para fins desta combinação de negócios, foi reconhecido como ágio por expectativa de rentabilidade futura o valor de R\$164.064.

#### Alteração da mensuração das aquisições efetuadas em 2019

No decorrer do ano de 2020 foi concluído o laudo de alocação de preço referentes às aquisições ocorridas em 2019 e com base nas avaliações foram identificados pontos de alterações e operações previstas em contratos que influenciam posteriormente o saldo do ágio apurado no início e os mesmos foram ajustados para contemplar as alterações, utilizando o prazo de 12 meses.

### 5. CAIXA E EQUIVALENTES DE CAIXA

	Controladora		Consolidado	
	2020	2019	2020	2019
Caixa e bancos	1.176	1.500	16.651	28.833
Aplicações financeiras (i)	81.377	313.652	724.137	418.513
Total de caixa e equivalentes de caixa	<u>82.553</u>	<u>315.152</u>	<u>740.788</u>	<u>447.346</u>

(i) As aplicações financeiras estão representadas substancialmente por Certificados de Depósitos Bancários (CDBs) com rendimentos equivalentes às taxas de até 99% (98,5% - 2019) do Certificado de Depósito Interbancário (CDI), e com liquidez imediata.

### 6. TÍTULOS E VALORES MOBILIÁRIOS E OUTROS ATIVOS FINANCEIROS

	Controladora		Consolidado	
	2020	2019	2020	2019
Aplicações financeiras em garantia de empréstimos (i)	46.206	-	46.206	-
Aplicações financeiras (ii)	350	-	14.232	10.341
Aplicação renda fixa - FIDC (iii)	-	-	18.563	-
Total	<u>46.556</u>	<u>-</u>	<u>79.001</u>	<u>10.341</u>
Circulante	46.206	-	46.206	-
Não circulante	350	-	32.795	10.341

(i) As aplicações financeiras são garantias do empréstimo contratado junto ao Citibank, remuneradas a 100% CDI, que serão mantidas até o vencimento, abril de 2021.

- (ii) As aplicações financeiras estão substancialmente representadas por aplicações financeiras de longo prazo.
- (iii) Representa a aplicação financeira em fundo de investimento em renda fixa, administrado pelo BRL Trust Distribuidora de Títulos e Valores Mobiliários S.A. Este ativo compõe a carteira de investimento do FIDC Oncoclínicas. Este FIDC é exclusivo para as empresas do Grupo realizar aplicações e cessões de ativos de direitos creditórios. Em 31 de dezembro de 2020, o Grupo detém 100% das contas do Fundo. A Controladora e suas subsidiárias serão responsáveis por adquirir as contas do FIDC. Atualmente, os Direitos Creditórios do Grupo para compor a carteira do Fundo são Contratos Mútuos.

#### 6.1. Instrumentos financeiros derivativos

	<u>Controladora</u>		<u>Consolidado</u>	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Instrumentos derivativos – swap	2.549	-	2.549	-

A Companhia realizou uma operação de Swap para proteção cambial do empréstimo obtido junto ao Banco Citibank em dólar norte-americano, vide nota explicativa nº17. Esse instrumento financeiro é mensurado ao valor justo por meio do resultado.

#### 7. CONTAS A RECEBER DE CLIENTES

	<u>Controladora</u>		<u>Consolidado</u>	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Clientes	15.777	11.012	166.714	108.106
Receitas a faturar	19.083	20.515	378.032	353.856
Total de clientes e receitas a faturar	34.860	31.527	544.746	461.962
Confissões de dívida (a)	3.121	4.084	5.638	8.835
Provisão para créditos de liquidação duvidosa e glosas	(12.977)	(6.277)	(69.120)	(54.213)
	<u>25.004</u>	<u>29.334</u>	<u>481.264</u>	<u>416.584</u>

- (a) Substancialmente trata-se de negociações de títulos vencidos com diversos convênios.

As contas a receber de clientes são denominadas em reais e referem-se, substancialmente, a serviços médicos prestados aos convênios, cujos recebimentos ocorrem, em média, em 85 dias (89 dias em 31 de dezembro de 2019).

A composição de contas a receber por vencimento é conforme demonstrada abaixo:

	<u>Controladora</u>		<u>Consolidado</u>	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
A vencer	17.402	18.496	337.049	266.628
Vencidos até 90 dias	2.963	7.037	139.882	134.396
Vencidos de 91 a 180 dias	2.351	1.252	18.117	23.979
Vencidos acima de 180 dias	12.144	4.742	49.698	36.959
	<u>34.860</u>	<u>31.527</u>	<u>544.746</u>	<u>461.962</u>

É prática da Companhia constituir provisão para créditos de liquidação duvidosa com base na expectativa de recebimento dos clientes, que considera o histórico de perdas de recebimentos e valores glosados apontadas por alguns convênios de acordo com a nota explicativa nº 3 (b).

A caracterização da glosa ocorre no momento da autorização do convênio para emissão da nota fiscal. Uma vez identificada a glosa, esta é analisada e, caso indevida, é protocolado um recurso junto a operadora de saúde para o recebimento do crédito. O prazo para recebimentos dos recursos varia de acordo com a operadora, mas inicia-se a partir do momento em que o recurso é protocolado.

A movimentação da provisão para créditos de liquidação duvidosa é como segue:

	Controladora		Consolidado	
	2020	2019	2020	2019
Saldo inicial	(6.277)	(5.482)	(54.213)	(46.294)
Constituição	(6.815)	(4.663)	(77.960)	(61.028)
Reversão	115	3.868	63.053	53.109
Saldo Final	<u>(12.977)</u>	<u>(6.277)</u>	<u>(69.120)</u>	<u>(54.213)</u>

A exposição máxima ao risco de crédito na data do balanço é o valor contábil de cada classe do contas a receber mencionada acima. O Grupo Oncoclínicas não mantém nenhum título como garantia de contas a receber.

## 8. ESTOQUES

	Controladora		Consolidado	
	2020	2019	2020	2019
Medicamentos	834	526	18.699	13.741
Materiais e EPIs	6.986	244	18.762	4.774
Total	<u>7.820</u>	<u>770</u>	<u>37.461</u>	<u>18.515</u>

Os valores contabilizados nos estoques referem-se, substancialmente, a medicamentos utilizados em procedimentos quimioterápicos. Não há provisões para perdas e ônus reais, considerando um prazo médio de giro de 62 dias e garantias prestadas e/ou restrições à plena utilização dos estoques.

Em função da Pandemia, a Companhia reforçou os seus estoques, com materiais de EPIs, para atender as exigências de segurança e protocolo de qualidade no atendimento dos seus pacientes.

## 9. IMPOSTOS A RECUPERAR

Os impostos a recuperar estão assim demonstrados:

	Controladora		Consolidado	
	2020	2019	2020	2019
IRPJ/CSLL	5.770	3.789	21.883	26.151
IRRF	5.559	9.695	19.691	25.820
PIS e COFINS	1.799	2.925	35.136	23.418
ISS	-	-	2.450	-
Outros impostos	-	3	358	185
	<u>13.128</u>	<u>16.412</u>	<u>79.518</u>	<u>75.574</u>

## 10. OUTROS ATIVOS

	Controladora		Consolidado	
	2020	2019	2020	2019
Adiantamentos a fornecedores	4.163	1.552	8.768	1.451
PERT em consolidação (a)	1.633	1.633	20.234	20.234
Vendas de participações societárias (b)	13.405	1.167	15.216	4.220
Adiantamentos de aquisições (c)	-	3.048	-	10.000
Aluguel de máquina	2.660	1.800	720	1.800
Adiantamentos diversos	317	297	2.409	2.634
Despesas pagas antecipadamente	1.909	69	3.130	600
Outros	950	992	7.507	5.005
	<u>25.037</u>	<u>10.558</u>	<u>57.984</u>	<u>45.944</u>
Circulante	11.188	8.856	24.469	25.429
Não circulante	13.849	1.702	33.515	20.515

- (a) De acordo com o §2º, do Art.2º da Lei 13.496/17, que instituiu o Programa Especial de Regularização Tributária (PERT), ocorreu a possibilidade de utilização de Prejuízo Fiscal e Base de Cálculo Negativa da CSLL (BCN), apurados até 31 de dezembro de 2015, próprio ou de controladas, de forma direta ou indireta.
- (b) As vendas de participação societária referem-se a transações com terceiros, referente a venda de participações societárias. Os saldos são atualizados de acordo com CDI + IPCA.
- (c) Refere-se à adiantamento realizado para a Fundação Ary. Em 2020 este ativo, foi utilizado como forma de pagamento na aquisição do Hospital Marcos Moraes (vide nota explicativa nº 4).

## 11. IMPOSTO DE RENDA E CONTRIBUIÇÃO SOCIAL DIFERIDOS

### 11.1. Impostos de renda diferido ativo

Os ativos fiscais diferidos reconhecidos no ativo não circulante são resultantes das operações de reestruturação societária ocorridas em 2017. O valor do benefício fiscal foi reconhecido nas controladas Núcleo de Oncologia da Bahia S.A. (NOB) e Multihemo Serviços Médicos S.A. conforme demonstrado abaixo. Os demais lançamentos são provenientes de adições temporárias.

O valor do benefício fiscal reconhecido é como segue:

Natureza	Controladora		Consolidado	
	2020	2019	2020	2019
Diferenças temporárias	-	-	21.425	7.439
Benefício fiscal do ágio por incorporação reversa	-	-	7.464	9.636
Arrendamento	639	227	2.526	851
	<u>639</u>	<u>227</u>	<u>31.415</u>	<u>17.926</u>



A composição do imposto diferido decorrente de adições e exclusões temporárias, são demonstradas abaixo:

	<u>2020</u>	<u>2019</u>
Benefício fiscal do ágio por incorporação reversa (i)	7.464	9.636
Provisão para créditos de liquidação duvidosa e glosa	10.244	2.265
Provisão sobre participação nos lucros	2.563	844
Provisão fornecedores e riscos	945	867
Provisão para bônus	7.673	3.463
Arrendamento	<u>2.526</u>	<u>851</u>
	<u>31.415</u>	<u>17.926</u>

(i) Imposto de renda e contribuição social - Incorporação reversa Onco Salvador

Em Assembleia Geral Extraordinária realizada em 31 de outubro de 2017, foi aprovada a cisão parcial de Onco Salvador, cuja parcela cindida foi incorporada por Multihemo e NOB. Como consequência desta operação, o ágio apurado em Onco Salvador, oriundo da diferença entre o valor justo dos ativos adquiridos e passivos assumidos e o valor pago na aquisição das ações por NOB e Multihemo, foi transferido para NOB e Multihemo. Assim, as Companhias passaram a ser beneficiadas pela dedutibilidade fiscal da amortização do ágio. Nas controladas NOB e Multihemo, o montante foi reconhecido no ativo como imposto de renda e contribuição social diferidos e teve como contrapartida o patrimônio líquido na conta de reserva especial de ágio.

Adições / exclusões temporárias, prejuízo fiscal e base negativa de contribuição social

O Grupo Oncoclínicas reconhece o imposto de renda e contribuição social diferidos sobre as diferenças temporárias tributáveis apuradas ao final de cada período, entre os saldos de ativos e passivos registrados nas demonstrações financeiras e as bases fiscais utilizadas na apuração do lucro tributável, incluindo saldo de prejuízos fiscais. A realização dos impostos diferidos, relativos às diferenças temporais, está condicionada a eventos futuros, que tornarão as provisões que lhe deram origem dedutíveis, já a realização da natureza de imposto diferido sobre prejuízos fiscais, está condicionada à compensação dos saldos, nos termos da legislação fiscal em vigor.

<u>Expectativa de realização</u>	<u>Controladora</u>	<u>Consolidado</u>
	<u>31/12/2020</u>	<u>31/12/2020</u>
2021	-	23.703
2022	-	2.172
2023 em diante	<u>639</u>	<u>5.540</u>
	<u>639</u>	<u>31.415</u>

11.2. Impostos de renda diferido passivo

Refere-se aos saldos de diferença temporária de imposto de renda e contribuição social diferidos de controladas que são enquadradas no regime tributário lucro presumido, cujo recolhimento vem sendo efetuado pelo regime de caixa.

## 12. INVESTIMENTOS EM CONTROLADAS

### a) Composição

	Controladora	
	2020	2019
Investimentos em controladas	635.766	540.857
Ágio (i)	128.068	108.060
	<u>763.834</u>	<u>648.917</u>

- (i) Refere-se ao ágio decorrente da aquisição no exercício de 2020 das sociedades, Hospital Marcos Moraes, Hospital Vila da Serra, Instituto Roberto Alvarenga e Locus. Adicionalmente, foram realizados ajustes de preços e variação cambial, referentes as aquisições do exercício de 2019 das empresas Pro Onco, NHO e Boston Linghouse.

A Companhia possui participação societária direta e indireta nas seguintes Sociedades:

	Participação (%)	
	2020	2019
Oncobio Serviços de Saúde S.A. (V)	60	60
Oncocentro Imagem Serviços Médicos Ltda. (IV)	100	100
Hematológica - Clínica de Hematologia S.A. (I)	58,02	58,02
Radiogroup Participações S.A. (II)	80	80
Radiocare Serviços Médicos Especializadas Ltda. (II)	100	100
Centro de Tratamento em Radioterapia Ltda. (II)	100	100
Centro de Quimioterapia Antibalística e Imunoterapia S.A. (I)	100	84,26
Centro Oncológico do Triângulo S.A. (I)	65	65
COT - Radioterapia Ltda. (II)	100	100
Oncocentro Uberlândia S.A. (I)	100	100
Oncoclínicas Participações Minas Gerais S.A. (b) (IV)	87,75	87,75
Núcleo de Hematologia e Transplante Óssea de MG Ltda. (a) (I)	100	100
Centro Paulista de Oncologia S.A. (I)	99,5	85,9
Radioterapia Oncoclínicas Salvador Ltda. (II)	100	100
Oncopar Sul Empreendimentos e Participações Ltda. (IV)	100	100
Instituto de Hematologia e Oncologia de Curitiba S.A. (I)	66	66
Centro de Quimioterapia Oncoclínicas S.A. (I)	100	100
Oncoclínicas Canoas Clínica de Oncologia Ltda. (I)	90	90
Pro Onco Centro de Tratamento Oncológico S.A. (c) (I)	75	75
Centro Mineiro de Infusão S.A. (IV)	100	100
Centro Paraibano de Oncologia S.A. (I)	75	61
Núcleo de Oncologia da Bahia S.A. (I)	79,65	79,65
Núcleo de Oncologia da Bahia Centro de Prevenção Ltda. (IV)	99,95	99,95
Núcleo de Oncologia de Sergipe S.A. (I)	43,21	43,21
Multihemo Serviços Médicos S.A. (I)	74,37	75,10
RT Oncoclínicas Recife S.A. (II)	97,60	97,60
Onco Clínica Recife Ltda. (I)	99,99	100
Oncoclínica Centro de Tratamento Oncológico S.A. (I)	100	95,04
Radioterapia Botafogo S.A. (II)	100	100
Centro de Excelência Oncológica S.A. (I)	50	50
Oncologia Participações Ltda. (IV)	100	100
Centro Capixaba de Oncologia S.A. (I)	68	56

	Participação (%)	
	2020	2019
Helmond Oncologia S.A. (IV)	50	50
Oncohematologia Participações Ltda. (IV)	100	99
Idengene Medicina Diagnostica S.A. (III)	100	99
Instituto de Oncologia de Ribeirão Preto S.A. (I)	86	86
Radioterapia Oncoclinicas Ribeirão Preto Ltda. (II)	100	99
Radioterapia Oncoclinicas São Paulo Ltda. (II)	100	99
Centro de excelência de RT do Rio de Janeiro S.A. (II)	50	99
Central de Gestão e Saúde Ltda. (VI)	100	100
Oncoclinicas Participações SP Ltda. (IV)	100	99
Onco Vida Instituto		
Especializado de Oncologia Clínica Ltda. S.A. (I)	60	60
Aliança Instituto de Oncologia S.A. (I)	55	55
Oncoclinicas Participações ES RJ Ltda. (IV)	100	100
Centro de Tratamento de Tumores Botafogo Ltda. (I)	100	100
Boston Lighthouse (III)	90,28	90,28
Navarra RJ (Leste Fluminense S.A.) (I)	51	51
Pontus Participações Ltda. (IV)	50,01	99,99
Yukon Participações S.A. (IV)	50,01	99,99
Baikal Participações S.A. (IV)	50,01	99,99
Angara Participações S.A. (IV)	50,01	99,99
Andrômeda Participações Ltda. (IV)	100	
Locus Anat.Patol. e Citologia Ltda. (III)	100	-
Hospital de Oncologia do Méier S.A (V)	100	-
Ira Instituto Roberto Alvarenga Ltda	95	-
Instituto Materno Infantil de Minas Gerais S.A (V)	100	-

A movimentação dos saldos de investimentos está demonstrada abaixo:

Sociedades	31/12/2019	Distribuição de lucros	Equivalência patrimonial	Alterações de participação (ii)	Aumento de capital	Outros (i)	31/12/2020
Quimioterapia (I)	124.618	(57.831)	36.044	9.129	-	(1.359)	110.601
Radioterapia (II)	27.067	(5.633)	(1.592)	(6.020)	-	120	13.942
Medicina de Precisão (III)	14.619	-	(12.402)	5.300	-	932	8.449
Veículos (IV)	373.868	(36.664)	43.856	(7.729)	94.382	5.422	473.135
Hospital (V)	-	-	-	-	-	-	-
Outros (VI)	(1.527)	-	(14.081)	-	43.475	(31)	27.836
<b>Total</b>	<b>538.645</b>	<b>(100.128)</b>	<b>51.825</b>	<b>680</b>	<b>137.857</b>	<b>5.084</b>	<b>633963</b>
Investimentos	540.857	-	-	-	-	-	635.766
Passivo a descoberto	(2.212)	-	-	-	-	-	(1.803)
Sociedades	31/12/2018	Distribuição de lucros	Equivalência patrimonial	Alterações de participação	Aumento de capital	Outros (i)	31/12/2019
Quimioterapia (I)	106.395	(29.389)	31.411	52.742	29.800	(66.341)	124.618
Radioterapia (II)	46.844	(1.232)	456	(19.323)	1.059	(737)	27.067
Medicina de Precisão (III)	-	-	(2.682)	42.944	53	(25.696)	14.619
Veículos (IV)	207.821	(16.168)	20.134	-	100.043	62.038	373.868
Hospital (V)	-	-	-	-	-	-	-
Outros (VI)	4.688	-	(10.325)	-	4.173	(63)	(1.527)
<b>Total</b>	<b>365.748</b>	<b>(46.789)</b>	<b>38.994</b>	<b>76.363</b>	<b>135.128</b>	<b>(30.799)</b>	<b>538.645</b>
Investimentos	370.309						540.857
Passivo a descoberto	(4.561)						(2.212)

(i) Movimentações de investimento

Variações de ajuste de preço

Em maio de 2020 foi reconhecido no ágio na adquirente Oncoclínicas Minas Gerais, o valor justo das ações integralizadas pelos sócios remascentes do Núcleo de Hematologia e Transplante de Medula Óssea de Minas Gerais Ltda.

Incorporação Centro de Quimioterapia Antibalística e Imunoterapia S.A.

Conforme Laudo de Avaliação do Acervo Líquido em 30 de junho de 2019, o Centro de Quimioterapia Antibalística e Imunoterapia S.A. (CQAI) foi parcialmente cindida e o Acervo Líquido desta cisão parcial foi vertido para a sociedade Hematologica - Clínica de Hematologia S.A. O Acervo Líquido da CQAI que foi incorporado ao patrimônio da incorporadora por meio de aumento de capital social. As duas sociedades já tinham controle comum pela mesma sociedade integrante do Grupo Oncoclínicas, Oncocentro Imagem Serviços Médicos Ltda. Em maio de 2020, a administração através da Oncocentro Imagem Serviços Médicos Ltda., adquiriu a participação dos não controladores, passando a deter 100% da empresa.

Incorporação reversa Oncoclínicas Rio de Janeiro S.A.

Conforme Laudo de Avaliação do Acervo Líquido em 31 de março de 2019, a Oncoclínicas Rio de Janeiro S.A. (GOC) foi incorporada pela sociedade Centro de Tratamento de Tumores Botafogo S,A, a qual era sua controlada. O Acervo líquido foi utilizado como aumento de capital na sociedade incorporadora. Com a operação descrita, o ágio originado na aquisição de CTTB por GOC, foi atribuído ao ativo da Oncoclínicas do Brasil.

Transferência de Investimento

No decorrer do ano de 2019, a Oncoclínicas do Brasil S.A. transferiu a sociedade Oncoclínicas Participações RJ ES as participações que detinha das sociedades Radioterapia Botafogo S.A., CECON - Centro Capixaba de Oncologia S.A. e Centro de Tratamento de Tumores Botafogo S.A., com o objetivo de aumento de capital por meio de conferência das participações societárias, conforme o 1º Alteração de Contrato Social realizado em 26 de setembro de 2019.

Conforme o Laudo de Avaliação do Acervo Líquido, de 31 de outubro 2018, das sociedades Oncoclínicas Recife Ltda. e Radioterapia Recife S.A., os valores do acervo líquido foram utilizados para aumento de capital na sociedade Multihemo Serviços Médicos S.A., o qual a Oncoclínicas transferiu 100% do investimento que detinha de Recife e 93% do investimento que detinha de RT Recife.

Conforme o Laudo de Avaliação do Acervo Líquido, de 30 de setembro 2019, da sociedade Multihemo Serviços Médicos S.A., a Oncoclínicas do Brasil, transferiu o investimento que detinha para a sociedade Centro Mineiro de Infusões S.A., mediante aumento de capital.

Conforme o Laudo de Avaliação do Acervo Líquido de 31 de outubro 2019, da sociedade Núcleo de Oncologia da Bahia S.A., a Oncoclínicas do Brasil, transferiu o investimento que detinha para a sociedade Centro Mineiro de Infusões S.A., mediante aumento de capital.

(ii) Alterações de participação

Conforme contrato de Compra e Venda a Oncoclínicas do Brasil adquiriu ações ordinárias dos não controladores do CTO RJ, nominativas e sem valor nominal, sendo a partir dessa data detentora de 100% da sociedade vide nota explicativa nº24. Em contrapartida à aquisição das ações, Oncoclínicas deve pagar aos não controladores vendedores os valores acordados.

Conforme contrato de Compra e Venda de Ações e Outras Avenças datado em 30 de dezembro de 2020, Oncoclínicas do Brasil adquiriu ações ordinárias dos não controladores do CPO SP, nominativas e sem valor nominal, tornando-a detentora de 100% da sociedade vide nota explicativa nº24. Em contrapartida à aquisição das ações, Oncoclínicas deve pagar aos não controladores vendedores os valores acordados.

Conforme contrato de Compra e Venda de Ações e Outras Avenças datado em 27 de fevereiro de 2019, Oncoclínicas do Brasil adquiriu ações ordinárias, nominativas e sem valor nominal. Em contrapartida à aquisição das ações, Oncoclínicas deve pagar aos não controladores os valores acordados.

Conforme contrato de Compra e Venda de Ações e Outras Avenças datado em 01 de novembro de 2019, Oncoclínicas do Brasil adquiriu ações ordinárias, nominativas e sem valor nominal da Sociedade ACTO. Em contrapartida à aquisição das ações, Oncoclínicas deve pagar aos não controladores vendedores os valores acordados.

Conforme contrato de Compra e Venda de Ações e Outras Avenças datado em 27 de dezembro de 2019, Oncoclínicas do Brasil adquiriu ações preferências classe A da ACTO, nominativas e sem valor nominal. Em contrapartida à aquisição das ações, Oncoclínicas deve pagar aos não controladores vendedores os valores acordados.

Dividendos de controladas

Os dividendos destinados pelas controladas diretas estão assim segregados:

	Destinação de dividendos		
	Controladora	Não	
		controladores	Total
2020	2020	2020	2020
CMI	16.800	-	16.800
HSI	4.469	-	4.469
CPO	14.969	2.457	17.426
CTO	42.275	-	44.688
Oncopar	7.499	1	7.500
Onco Participações	2.500	-	2.500
Onco Part. SP	3.465	35	3.500
Inorp	34	731	765
Oncocentro Imagem	6.400	-	6.400
CPO Paraíba	980	6.020	7.000
RT Portugal	184	184	368
Leste Fluminense	553	1.098	1.651
<b>Total</b>	<b>100.128</b>	<b>10.526</b>	<b>113.067</b>

## Posição patrimonial controladas das investidas diretas

Sociedade	Participação	2020					
		Total do Ativo	Total do Passivo	Patrimônio Líquido	Resultado do exercício	Valor do Investimento	Resultado do MEP - das investidas diretas
CMI	100,00%	95.445	1.610	93.835	31.554	93.835	31.556
HSI	100,00%	11.759	3.921	7.838	(2.120)	7.838	(2.120)
CPO SP	99,50%	246.532	214.549	31.983	15.928	31.823	13.445
CTO-RJ	95,04%	792.596	730.772	61.283	21.247	61.823	20.998
Oncopar	99,99%	97.969	22.403	75.566	7.365	75.559	7.364
Onco Participações	99,99%	79.988	89	79.899	830	79.892	830
Oncohematologia	99,17%	66.550	31.563	34.987	(6.562)	34.696	(6.522)
RT Recife	4,600%	53.379	46.242	7.137	(3.611)	328	(166)
RT Portugal	50,00%	13.927	1.628	12.299	776	6.149	462
Onco Part. SP	99,00%	76.051	11.339	64.712	8.633	64.065	8.546
Oncobio	60,00%	96.423	48.954	47.469	(22.454)	28.480	(13.451)
Inorp	4,50%	8.887	4.333	4.554	3.222	205	145
Oncocentro Imagem	100,00%	141.458	19.217	122.241	11.295	122.241	11.293
CPO Paraíba	14,00%	20.470	12.768	7.702	8.621	1.078	1.207
Leste Fluminense	33,49%	97.211	49.731	47.480	4.345	15.905	1.456
Pontus Part. Ltda.	50,01%	40.030	37.773	2.257	(19.238)	1.129	(11.622)
Boston Lingthouse	90,28%	9.969	-	9.969	(10.692)	9.001	(9.653)
Onco Part.ES RJ	99,99%	18.052	16.334	1.718	2.411	1.719	2.410
<b>Total investimento</b>		<b>1.996.696</b>	<b>1.253.226</b>	<b>712.929</b>	<b>51.550</b>	<b>635.766</b>	<b>56.178</b>

Sociedade	Participação	Total do Ativo	Total do Passivo	Patrimônio Líquido	Resultado do exercício	Valor do investimento	Resultado do MEP - das investidas diretas
RTonco	99,00%	12.243	12.838	(595)	(954)	(589)	(944)
RT Salvador	100,00%		6	(6)	(17)	(6)	(17)
RT Ribeirão Preto	99,00%		10	(10)	(13)	(10)	(13)
CGS	99,90%	2.967	3.613	(646)	(630)	(646)	(630)
Idengene	1,00%	35.634	37.541	(1.907)	(8.748)	(19)	(87)
Locus	100,00%	4.037	4.570	(533)	(2.662)	(533)	(2.662)
Total passivo descoberto		54.881	58.578	(3.697)	(13.024)	(1.803)	(4.353)
<b>Total dos investimentos diretos</b>		<b>2.021.577</b>	<b>1.311.804</b>	<b>709.232</b>	<b>38.526</b>	<b>633.963</b>	<b>51.825</b>

Posição patrimonial controladas das investidas diretas

2019							
Sociedade	Participação	Total do Ativo	Total do Passivo	Patrimônio Líquido	Resultado do exercício	Valor do Investimento	Resultado do MEP - das investidas diretas
CMI	100,00%	80.638	1.812	78.826	9.608	78.826	9.609
HSI	100,00%	17.632	3.206	14.426	936	14.426	936
CPO SP	85,90%	99.239	64.398	34.841	12.614	29.928	10.836
CTO-RJ	95,04%	184.011	101.160	82.851	27.048	78.742	19.456
Oncopar	100,00%	87.604	35.744	51.860	9.388	51.860	9.387
Onco Participações	100,00%	80.614	1.332	79.282	1.814	79.282	1.814
Oncohematologia	100,00%	42.373	9.351	33.022	(2.795)	33.022	(2.795)
RT OncoSP	99,00%	12.414	12.055	359	(651)	355	(644)
RT Recife	4,600%	53.580	42.841	10.739	(1.749)	494	(1.749)
RT Onco RJ	99,00%	13.921	2.030	11.891	1.675	11.772	1.658
RT Salvador	100,00%	15	4	11	(4)	11	(4)
RT Ribeirão Preto	99,00%	3	-	3	-	3	-
Onco Part. SP	99,00%	70.238	11.057	59.181	5.238	58.589	5.186
Inorp	4,500%	8.219	6.130	2.089	142	94	142
Oncocentro Imagem	99,99%	129.299	63.378	65.921	8.921	65.914	8.920
Idengene	1,00%	12.221	5.821	6.400	(26)	64	(26)
CPO Paraíba	14,00%	22.012	15.933	6.079	430	851	430
Leste Fluminense	33,495%	60.837	16.048	44.789	(2)	15.002	(1)
Pontus Part. Ltda.	99,99%	7.068	-	7.068	(74)	7.067	(73)
Boston Lighthouse	90,28%	16.135	13	16.122	(4.637)	14.555	(2.656)
<b>Total investimento</b>		<b>998.073</b>	<b>392.313</b>	<b>605.760</b>	<b>67.876</b>	<b>540.857</b>	<b>60.426</b>

Sociedade	Participação	Total do Ativo	Total do Passivo	Patrimônio Líquido negativo	Resultado do exercício	Valor da provisão para perdas com Investimento	Resultado negativo do MEP
Oncobio	60,00%	101.782	104.301	(2.519)	(11.965)	(1.511)	(7.179)
CGS	99,90%	3.928	3.944	(16)	(3.168)	(8)	(3.146)
Onco Part. ES RJ	100,0%	2.024	2.717	(693)	(11.913)	(693)	(11.913)
<b>Total passivo a descoberto</b>		<b>107.734</b>	<b>110.962</b>	<b>(3.228)</b>	<b>(27.046)</b>	<b>(2.212)</b>	<b>(22.238)</b>
<b>Total dos investimentos diretos</b>		<b>1.105.807</b>	<b>503.275</b>	<b>602.532</b>	<b>40.830</b>	<b>538.645</b>	<b>38.188</b>

## 13. IMOBILIZADO

Descrição	Taxas anuais depreciação	Controladora			
		2020		2019	
		Custo	Depreciação acumulada	Saldo	Saldo
Máquinas e equipamentos	10%	56.528	(6.136)	50.392	35.226
Instalações	10%	559	(253)	306	358
Móveis e utensílios	10%	3.446	(1.246)	2.200	2.126
Computadores e periféricos	20%	5.012	(2.682)	2.330	1.609
Benfeitorias em imóveis de terceiros	10%	13.662	(4.915)	8.747	9.765
Terreno	-	986	-	986	986
Imobilizado em andamento	-	61	-	61	17.135
<b>Total</b>		<b>80.254</b>	<b>(15.232)</b>	<b>65.022</b>	<b>67.205</b>

Descrição	Taxas anuais depreciação	Consolidado			
		2020		2019	
		Custo	Depreciação acumulada	Saldo	Saldo
Máquinas e equipamentos	10%	202.427	(69.223)	133.204	100.698
Instalações	10%	15.842	(3.655)	12.187	8.189
Móveis e utensílios	10%	23.960	(10.912)	13.048	10.990
Computadores e periféricos	20%	20.406	(11.439)	8.967	6.469
Benfeitorias em imóveis de terceiros	10%	237.438	(65.851)	171.587	145.033
Veículos	25%	574	(548)	26	142
Terrenos	-	1.441	-	1.441	1.441
Imobilizado em andamento	-	53.335	-	53.335	42.150
<b>Total</b>		<b>555.423</b>	<b>(161.628)</b>	<b>393.795</b>	<b>315.112</b>

A Administração não identificou alterações significativas na vida útil-econômica dos bens que integram seu ativo imobilizado e o de suas controladas.

As benfeitorias em imóveis de terceiros são amortizadas durante o prazo de vigência do contrato de locação e considera a expectativa de renovação ou alienação, quando a Administração pretende exercer esse direito, e de acordo com os termos dos contratos. Os terrenos e as construções em andamento não são depreciados ou amortizados.

Controladora	Máquinas e equipamentos	Instalações	Móveis e utensílios	Computadores e periféricos	Benfeitorias		Total
					em imóveis de terceiros	Imobilizado em andamento	
Saldo em 31 de dezembro de 2018	11.988	405	1.849	1.399	6.258	5.296	27.195
Aquisições	1.567	6	544	795	832	38.790	43.520
Depreciações	(1.385)	(53)	(268)	(580)	(1.136)	-	(3.422)
Baixas	(5)	-	-	(5)	-	(78)	(88)
Transferências	23.061	-	1	-	3.811	(26.873)	-
Saldo em 31 de dezembro de 2019	35.226	358	2.126	1.609	9.765	17.135	67.205
Aquisições	-	-	410	1.403	385	1.430	3.627
Depreciações	(3.334)	(52)	(336)	(686)	(1.402)	-	(5.810)
Transferências	18.500	-	-	4	-	(18.504)	-
Saldo em 31 de dezembro de 2020	50.392	306	2.200	2.330	8.747	61	65.022



Consolidado	Máquinas e equipamentos	Instalações	Móveis e utensílios	Computadores e periféricos	Benefitorias em imóveis de terceiros				Imobilizado em andamento	Total
					Veículos	Terrenos				
Saldo em 31 de dezembro de 2018	65.027	4.916	9.306	4.705	44.311	230	1.205	129.962	259.662	
Novas Sociedades:										
Núcleo NHO	1.030	146	264	83	151	-	-	-	1.674	
Pro Onco Londrina	134	-	255	128	29	35	-	-	581	
Aquisições	6.148	326	2.328	2.651	9.864	-	986	59.676	81.979	
Depreciações	(8.759)	(628)	(1.070)	(1.678)	(12.293)	(72)	-	-	(24.500)	
Baixas	(94)	-	(804)	(198)	(3.110)	-	-	(78)	(4.284)	
Transferências	37.212	3.429	711	778	106.081	(51)	(750)	(147.410)	-	
Saldo em 31 de dezembro de 2019	100.698	8.189	10.990	6.469	145.033	142	1.441	42.150	315.112	
Novas Sociedades:										
Hospital Marcos Moraes	10.820	-	65	208	28.318	-	-	13.188	52.599	
Hospital Vila da Serra	10.143	-	1.212	1.143	5.775	-	-	-	18.273	
Locus	737	-	28	188	554	-	-	-	1.507	
IRA-Instituto Roberto Alvarenga Ltda	108	-	29	36	-	-	-	-	173	
Aquisições	3.549	5.020	2.693	3.302	13.859	-	-	19.106	47.529	
Depreciações	(13.251)	(1.122)	(1.698)	(2.263)	(22.460)	(35)	-	-	(40.829)	
Baixas	(293)	-	(159)	(36)	-	(81)	-	-	(569)	
Transferências	20.693	100	(112)	(80)	508	-	-	(21.109)	-	
Saldo em 31 de dezembro de 2020	133.204	12.187	13.048	8.967	171.587	26	1.441	53.335	393.795	

#### 14. INTANGÍVEL

Os ativos intangíveis da Companhia são compostos, principalmente, por ágio derivado da expectativa de rentabilidade futura (goodwill) pago na aquisição de investimentos que se justificam nos fluxos de caixa futuros estimados, conforme laudos de viabilidade futura preparados por especialistas externos. O ágio originado na aquisição de investimentos em controladas é reclassificado no grupo de investimentos das demonstrações financeiras individuais da controladora para o intangível nas demonstrações financeiras consolidadas.

Os valores registrados no intangível do Grupo estão assim demonstrados:

Descrição	Taxas anuais amortização	Controladora			
		2020		2019	
		Custo	Amortização acumulada	Saldo	Saldo
Sistemas e aplicativos	20%	11.898	(7.822)	4.076	4.363
Direito de exclusividade	20%	28.141	(5.858)	22.283	1.921
Desenvolvimento de softwares	-	35.185	-	35.185	11.871
Ágio	-	9.585	-	9.585	9.585
Marcas e patentes	-	269	-	269	269
<b>Total</b>		<b>85.078</b>	<b>(13.680)</b>	<b>71.398</b>	<b>28.009</b>

Descrição	Taxas anuais amortização	Consolidado			
		2020		2019	
		Custo	Amortização acumulada	Saldo	Saldo
Sistemas e aplicativos	20%	33.860	(22.623)	11.237	14.656
Desenvolvimento de softwares e projetos	-	60.503	-	60.503	28.523
Direito de exclusividade	20%	67.269	(26.049)	41.220	24.744
Ágio na aquisição de investimentos	-	612.818	-	612.818	414.922
Acordo de parceria	8,3%	512.805	(30.682)	482.123	135.788
Marcas e patentes	-	746	-	746	736
<b>Total</b>		<b>1.288.001</b>	<b>(79.354)</b>	<b>1.208.647</b>	<b>619.369</b>

A Administração não identificou diferenças significativas na vida útil-econômica dos bens que integram seu ativo intangível e o de suas controladas.

Não foram identificadas e registradas perdas relacionadas à não recuperação de ativos intangíveis nos exercícios findos em 31 de dezembro de 2020 e de 2019.

	Controladora					
	Sistemas e aplicativos	Desenvolvimento de softwares	Ágio Oncocentro	Direito de exclusividade	Marcas e patentes	Total
Saldo em 31 de dezembro de 2018	4.087	9.147	9.585	-	269	23.088
Aquisições	2.152	2.724	-	1.987	-	6.823
Amortizações	(1.876)	-	-	(66)	-	(1.942)
Saldo em 31 de dezembro de 2019	4.363	11.871	9.585	1.921	269	28.009
Aquisições	1.380	23.314	-	26.154	-	50.848
Amortizações	(1.667)	-	-	(5.792)	-	(7.459)
Saldo em 31 de dezembro de 2020	4.076	35.185	9.585	22.283	269	71.398

	Consolidado						Total
	Sistemas e aplicativos	Desenvolvimento de softwares	Acordos de parceria (i)	Ágio na aquisição de investimentos (iii)	Direito de Exclusividade (ii)	Marcas e patentes	
Saldo em 31 de dezembro de 2018	15.865	11.765	77.500	293.755	-	736	399.621
Aquisições	4.096	16.758	60.788	121.167	34.731	-	237.540
Amortizações	(5.305)	-	(2.500)	-	(9.987)	-	(17.792)
Saldo em 31 de dezembro de 2019	14.656	28.523	135.788	414.922	24.744	736	619.369
Aquisições	2.317	31.980	362.017	197.896	32.538	10	626.758
Amortizações	(5.736)	-	(15.682)	-	(16.062)	-	(37.480)
Saldo em 31 de dezembro de 2020	11.237	60.503	482.123	612.818	41.220	746	1.208.647

## (i) Acordos de parceria

O saldo é composto por direitos contratuais de parcerias estratégicas para o Grupo Oncoclínicas, firmados com parceiros como Unimed Rio, Casa de Saúde Santa Lúcia (Hospital), Casa de Saúde São José, Hospital Felício Rocho e com a Central Nacional da Unimed – Cooperativa Central (CNU). Os investimentos realizados pelo Grupo, visam à exploração de serviços de oncologia, desenvolvimento e exploração direta de atividades relacionadas a serviços médicos, hospitalares e de assistência à saúde, consultoria técnica para elaboração de protocolos médicos, compra de medicamento e manipulação dos kits de farmácia, e treinamentos, bem como, atender os beneficiários dos planos de saúde operados pela CNU, conforme o caso, que tenham sido diagnosticados com doenças oncológicas e que busquem serviços médicos de oncologia.

## (ii) Direito de exclusividade

O direito de não competição registrado nas sociedades do Grupo Oncoclínicas, que prevê o Direito de Exclusividade ou de exclusividade dos médicos associados.

## (iii) Ágio na aquisição de investimentos

Composição do ágio gerado nas aquisições do Grupo:

	Consolidado	
	2020	2019
Oncoclínicas	137.653	117.644
CTO	6.955	1.500
CMI	15.982	15.982
Oncocentro Imagem Serviços Médicos	82.215	82.215
CQO – Mostardeiros	388	388
Oncopar	49.415	49.904
Oncologia Participações	16.287	16.287
Oncohematologia Participações	27.096	26.236
Oncoclínicas Participações SP	53.892	53.892
Pontus Participações	1.337	-
Amazonas Participações	57.535	50.874
Andromeda Participações	164.063	-
Total	612.818	414.922

Testes de “impairment” do ágio derivado da expectativa de rentabilidade futura (goodwill)

A administração da Companhia considerou cada clínica como uma Unidade Geradora de Caixa (UGC). O valor recuperável de uma UGC é determinado com base em cálculos do valor em uso. Esses cálculos usam projeções de fluxo de caixa trazidas a valor presente pela taxa de desconto nominal de 10,18% a.a., e são baseadas em orçamentos financeiros aprovados pela administração para o ano de 2021. Os valores referentes aos fluxos de caixa posteriores ao período de um ano foram extrapolados com base no planejamento estratégico de cada clínica. O Grupo considera um crescimento perpétuo nominal de 2,5% ao ano nos fluxos previstos.

A Administração assume uma premissa de aumentos de despesas e custos esperados nos primeiros anos de controle dos novos investimentos, e posteriormente nos demais anos reflete certa eficiência dos ativos, considerando a sinergia do Grupo.

Não foi identificada necessidade de registro de “impairment” dos ágios decorrentes da aquisição dos investimentos para o exercício findo em 31 de dezembro de 2020 e 2019.

## 15. DIREITO DE USO - ARRENDAMENTO

O Grupo arrenda imóveis para suas operações, incluindo edificações. O prazo médio de arrendamento é de oito anos. As obrigações do Grupo são garantidas pela titularidade dos ativos arrendados.

### 15.1. Ativos de direitos de uso - imóveis

#### Movimentação

	<u>Controladora</u>
Adoção inicial 01/01/2019	15.617
Adição	7.647
Amortização	(3.331)
Saldo 31/12/2019	<u>19.933</u>
Adição	10.163
Amortização	(5.403)
Saldo 31/12/2020	<u>24.693</u>

	<u>Consolidado</u>		
	<u>Imóveis</u>	<u>Máquinas e equipamentos</u>	<u>Total</u>
Adoção inicial 01/01/2019	115.215	-	115.215
Adição	29.616	-	29.616
Amortização	(21.812)	-	(21.812)
Saldo 31/12/2019	<u>123.019</u>	<u>-</u>	<u>123.019</u>
Novas sociedades:			
Hospital Marcos Moraes	5.978	-	5.978
Hospital Vila da Serra	87.208	-	87.208
Adição	21.442	11.477	32.919
Amortização	(27.930)	(574)	(28.504)
Saldo 31/12/2020	<u>209.717</u>	<u>10.903</u>	<u>220.620</u>

### 15.2. Passivos de arrendamento

Os passivos foram mensurados ao valor presente dos pagamentos de arrendamentos remanescentes descontados por meio da taxa média incremental de 8,10% a.a.

Movimentação:

	<u>Controladora</u>	<u>Consolidado</u>
Adoção inicial 01/01/2019	15.617	115.215
Adição	7.647	29.616
Pagamentos	(4.243)	(25.237)
Juros	1.579	9.113
Saldo 31/12/2019	<u>20.600</u>	<u>128.707</u>
Circulante	2.985	18.622
Não circulante	17.615	110.085
Saldo 31/12/2019	<u>20.600</u>	<u>128.707</u>
Novas sociedades:		
Hospital Marcos Moraes	-	5.978
Hospital Vila da Serra	-	87.208
Adição	10.164	32.919
Pagamentos	(5.788)	(31.825)
Juros	1.596	9.594
Saldo 31/12/2020	<u>26.572</u>	<u>232.581</u>
Circulante	4.227	30.500
Não circulante	22.345	202.081

Em 31 de dezembro de 2020, o Grupo está comprometido em R\$4.227 na controladora e R\$30.500 no consolidado, para arrendamentos de curto prazo.

<u>Fluxo de liquidação</u>	<u>Controladora</u>	<u>Consolidado</u>
2021	4.227	30.500
2022	4.173	21.755
2023 em diante	18.171	180.326
	<u>26.571</u>	<u>232.581</u>

## 16. FORNECEDORES

Os valores registrados como fornecedores são, substancialmente, representados por saldos a pagar a fornecedores nacionais de medicamentos. Tais medicamentos são utilizados nos procedimentos quimioterápicos.

## 17. EMPRÉSTIMOS E FINANCIAMENTOS

Os valores registrados como empréstimos e financiamentos estão assim demonstrados:

Descrição	Controladora		Consolidado	
	2020	2019	2020	2019
Capital de giro	2.320	4.037	104.528	55.603
Empréstimo Santander CCB	175.565	175.806	314.318	175.806
Nota Promissória	-	175.597	-	175.597
Empréstimo Itaú CCB	201.305	-	201.305	-
Empréstimo CITI	153.051	-	153.051	-
Empréstimo Banco do Brasil	-	-	353.939	-
Empréstimo BTG	-	-	250.049	-
FINEP	21.966	-	21.966	-
	<u>554.207</u>	<u>355.440</u>	<u>1.399.156</u>	<u>407.006</u>
Circulante	229.613	354.874	241.876	358.157
Não circulante	324.594	566	1.157.280	48.849
<u>Instrumentos derivativos – “swap”</u>				
Ativo circulante – nota explicativa nº 6	(2.549)	-	(2.549)	-
Total dos empréstimos, financiamentos e títulos de dívida, líquidos do “swap”	<u>553.593</u>	<u>355.440</u>	<u>1.399.787</u>	<u>407.006</u>

Fluxo de liquidação	Controladora	Consolidado
2021	229.613	241.876
2022	85.385	201.778
2023 em diante	239.209	955.502
	<u>554.207</u>	<u>1.399.156</u>

A movimentação dos saldos de empréstimos e financiamentos nos exercícios de 31 de dezembro de 2020 e 2019 do Grupo está demonstrada abaixo:

	Controladora	Consolidado
Saldo em 31 de dezembro de 2018	67.696	99.148
Adições	350.000	363.153
Juros incorridos	2.370	4.402
Pagamento de principal	(63.311)	(56.848)
Variação cambial	-	193
Ajuste “swap”	-	(11)
Pagamento dos encargos financeiros	(1.315)	(3.031)
Saldo em 31 de dezembro de 2019	<u>355.440</u>	<u>407.006</u>

	<u>Controladora</u>	<u>Consolidado</u>
Adições	546.531	1.338.145
Juros incorridos	30.059	37.812
Pagamento de principal	(353.139)	(355.249)
Variação cambial	-	1.462
Marcação a mercado MTM	(888)	(888)
Pagamento dos encargos financeiros	(23.796)	(29.132)
Saldo em 31 de dezembro de 2020	<u>554.207</u>	<u>1.399.156</u>

- A Companhia possui linhas de crédito com bancos para utilização na gestão do capital de giro, aquisição de equipamentos hospitalares destinados às clínicas do Grupo Oncoclínicas, obras em algumas clínicas do Grupo e aquisições de novas clínicas.
- A taxa média de remuneração dos empréstimos monta em 6,00%.

A exposição do Grupo Oncoclínicas à riscos de taxas de juros e a análise de sensibilidade para os empréstimos e financiamentos estão divulgadas na nota explicativa nº 30.

Em 31 de dezembro de 2020, a Companhia possuía contratos de empréstimos e financiamentos com cláusulas de “covenants”. Em 31 de dezembro a Companhia está em adimplente com os índices financeiros “covenants” contratados.

#### 18. DEBÊNTURES - CONTROLADORA E CONSOLIDADO

	<u>2020</u>	<u>2019</u>
7ª Emissão	-	299.685
Circulante	-	42.543
Não circulante	-	<u>257.142</u>

Em outubro de 2020, em decorrência do processo de reestruturação do seu endividamento a Companhia decidiu liquidar antecipadamente a dívida cujo vencimento original seria em setembro de 2023.

##### Características das debêntures liquidadas

###### 7ª Emissão Pública de Debêntures

Em outubro de 2018, ocorreu a 7ª Emissão Pública de Debêntures simples não conversíveis em ações e, em seguida, à liquidação do saldo devedor total das 5ª e 6ª debêntures. Os termos desta 7ª Emissão foram:

- Valor total da emissão: R\$300.000.
- Quantidade: R\$30.000.
- Valor nominal: R\$10.
- Data emissão: 20 de setembro de 2018.
- Prazo e data final de vencimento: 28 de setembro de 2023.

- Taxa: 100% CDI+ 1,6% a.a.
- Não possui cláusulas de repactuação.

As debêntures não eram conversíveis em ações de emissão da Companhia. O valor nominal unitário das debêntures foi amortizado em parcela única.

Os recursos captados pela emissão da 7ª debênture tiveram destinação para liquidação dos saldos devedores das emissões anteriores e para expansão do Grupo por meio da aquisição de outras novas clínicas.

Os gastos referentes à 7ª emissão, foram contabilizados reduzindo o valor da debênture e foram amortizados até a data da liquidação.

A movimentação dos saldos das debêntures nos exercícios de 31 de dezembro de 2019 e 2020 do Grupo está demonstrado abaixo:

	<u>Controladora e consolidado</u>
Saldo em 31 de dezembro de 2018	298.278
Juros incorridos	23.993
Pagamento dos encargos financeiros	(22.586)
Saldo em 31 de dezembro de 2019	<u>299.685</u>
Juros incorridos	18.123
Pagamento do principal	(300.000)
Pagamento dos encargos financeiros	(17.808)
Saldo em 31 de dezembro de 2020	<u><u>-</u></u>

Em 31 de dezembro de 2020, a Oncoclínicas não possui como saldo devedor a emissão das 7ª debêntures em aberto. Os “covenants” financeiros foram cumpridos até a data da liquidação desses instrumentos.



## 19. OBRIGAÇÕES SOCIAIS

Os valores registrados como obrigações sociais estão assim demonstrados:

Descrição	Controladora		Consolidado	
	2020 (Reapresentado)	2019	2020 (Reapresentado)	2019
Salários e Ordenados	419	12	4.180	1.910
INSS	1.423	1.167	4.585	2.943
FGTS	334	243	377	468
IRRF sobre folha de pagamento	1.085	1.053	1.849	1.581
Provisão de férias e encargos	8.259	5.555	27.864	16.493
Provisão para participação nos lucros (a)	13.350	12.432	24.230	19.667
Programa Phantom Shares (b)	140.911	19.355	140.911	19.355
Outros	376	2.033	661	2.521
<b>Total</b>	<b>166.157</b>	<b>41.850</b>	<b>204.657</b>	<b>63.938</b>
Circulante	25.246	22.495	63.746	44.583
Não circulante	140.911	19.355	140.911	19.355

- (a) O Grupo Oncoclínicas possui um programa de participações de resultados para os colaboradores de acordo com o resultado apurado a cada exercício. O montante anual a pagar é definido por meio dos resultados e indicadores de desempenho.
- (b) O Grupo Oncoclínicas possui um programa de remuneração de executivos e funcionários denominado Phantom Shares que possui como objetivo incentivar os executivos e funcionários na criação de valor para a Companhia, promovendo o alinhamento entre os interesses dos executivos com os dos acionistas.

Esse programa, conforme verificado no “Contrato de outorga de ações virtuais” firmado entre a Oncoclínicas e o executivo/funcionário beneficiado pela outorga, representa uma forma de remuneração de pessoal na qual a Oncoclínicas outorga direitos sobre a valorização de ações ordinárias de emissão da Companhia. Na data da outorga das ações, a Oncoclínicas estabelece um preço de referência inicial e na data de exercício, o beneficiário recebe um prêmio sobre valorização do preço da ação no período entre a data de outorga e a data de exercício.

A Companhia considera a obrigação reconhecida em seu passivo não circulante, por avaliar que um possível cenário, onde possa ter a ocorrência de liquidação, o mesmo será pago posterior a doze meses contados da data da demonstração financeira.

	Opção (em milhares)
Saldo em 31 de dezembro 2019	274
Outorgadas durante o exercício	16
Caducadas durante o exercício	(4)
<b>Saldo em 31 de dezembro de 2020</b>	<b>287</b>

O valor justo da obrigação decorrente das outorgas de direitos sobre a valorização de ações é reavaliado pela Administração anualmente e as provisões são complementadas ou revertidas de acordo com a valoração calculada pela Companhia.

	<u>2020</u>	<u>2019</u>
Provisão	115.270	15.900
INSS	23.629	3.237
FGTS	590	71
Outros	<u>1.422</u>	<u>147</u>
	<u>140.911</u>	<u>19.355</u>

As despesas foram registradas na Demonstração de Resultados na rubrica “Despesas gerais e administrativa”, no montante de R\$121.556 em 2020 e não houve atualização do saldo em 2019.

O valor justo dos direitos de valorização de ações foi mensurado a partir de uma abordagem de mercado. Para 2019, o grupo possui uma referência de preço de ação decorrente de transações societárias entre os sócios controladores e tal referência foi utilizada nesses períodos para mensurar o valor do passivo reconhecido para registro das Phantom Shares. Nesse período, a admissão de um novo investidor com participação superior a 50% foi considerada o evento de liquidez mais provável. Em 2020, a companhia passou a considerar estimativa de preço de acordo com avaliação econômico-financeira em conjunto com parâmetros de mercado, como múltiplos de empresas transacionadas em bolsa de valores, bem como suportada por fluxo de caixa descontado elaborado pela Administração da Companhia com base nas condições de mercado existentes em 31 de dezembro de 2020.

	<u>2020</u>	<u>2019</u>
Total de direitos outorgados	287	274
Valor justo da ação	1.258,31	420,00
Vencimento médio remanescente (em anos)	13	14

## 20. OBRIGAÇÕES TRIBUTÁRIAS

Descrição	Controladora		Consolidado	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
IRRF	639	521	3.688	3.139
ISSQN	947	933	25.884	17.793
IRPJ e CSLL	-	767	22.732	10.096
PIS e COFINS	2.316	2.326	21.818	19.042
Retenções federais	1.097	642	2.044	1.604
Tributos parcelados (ii)	-	-	7.007	1.158
PERT (i)	1.633	1.633	21.381	21.564
IOF	2.849	918	3.577	1.326
Outros	404	510	3.149	3.098
Total	<u>9.885</u>	<u>8.250</u>	<u>111.280</u>	<u>78.820</u>
Circulante	9.885	8.250	107.303	77.199
Não circulante	-	-	3.977	1.621

## (i) Programa Especial de Regularização Tributária – PERT

Em 2017, foi instituído o Programa Especial de Regularização Tributária (PERT), para parcelamento de débitos federais detidos por pessoa física ou jurídica, de direito público ou privado, no âmbito da Secretaria da Fazenda Federal e/ou da Procuradoria-Geral da Fazenda.

A adesão ao PERT ocorreu por meio de requerimento efetuado até o dia 14 de novembro de 2017, para os débitos vencidos até 30 de abril de 2017.

Adesão ao Programa Especial de Regularização Tributária (PERT)

A Companhia optou por aderir ao Programa Especial de Regularização Tributária ("PERT"), incluindo débitos de natureza do PIS, COFINS, IRPJ, CSLL, IOF, e parcelamentos inscritos ou não na dívida ativa da União. A decisão foi por incluir os débitos administrados pela Receita Federal do Brasil na modalidade à vista, com utilização de Prejuízo Fiscal e Base Negativa, apurados pela controladora, para pagamento do saldo remanescente, conforme §1º, art.2º da Lei nº 13.496/17, e débito administrado pela Procuradoria Geral da Fazenda Nacional, parcelado em 145 parcelas, conforme alínea b, inciso II, art. 3º da Lei nº 13.496/17.

Os efeitos do PERT foram reconhecidos em 31 de dezembro de 2017, tendo como data de adesão, 14 de novembro de 2017. O PERT foi registrado e segregado entre despesa com impostos e taxas (principal) e resultado financeiro (multa e juros). A Administração responsabiliza por manter sua situação fiscal em dia, tanto para atender à governança do Grupo, quanto para que não ocasione em motivo de exclusão do programa e imediata cobrança da totalidade dos débitos confessados, ainda não pagos.

## (ii) Os tributos parcelados estão apresentados abaixo:

	Consolidado	
	2020	2019
Municipal	39	689
Federal	6.968	469
	<u>7.007</u>	<u>1.158</u>

## 21. CONTAS A PAGAR POR AQUISIÇÕES

Controladas Adquiridas	Controladora	
	2020	2019
CTO	-	15.830
CPO-PB	-	7.410
Multihemo	280	6.562
NOB	-	954
Locus	1.958	-
CPO SP	25.554	-
Total	<u>27.792</u>	<u>30.756</u>
Circulante	2.238	30.485
Não Circulante	25.554	271

<u>Controladas adquiridas</u>	<u>Consolidado</u>	
	<u>2020</u>	<u>2019</u>
NHO	17.959	22.534
CTO	-	15.830
Pro onco	10.347	12.887
Aliança	8.523	11.040
COT	-	8.072
Radiogroup	-	7.564
CPO-PB	-	7.410
Multihemo	280	6.562
NOB	-	954
Inorp	-	1
CQO	-	34
Locus	1.958	-
Hospital Vila da Serra	100.145	-
Hospital Marcos Morais	37.513	-
IRA	3.027	-
CPO SP	25.554	-
<b>Total</b>	<b><u>205.304</u></b>	<b><u>92.888</u></b>
Circulante	109.629	71.040
Não Circulante	95.675	21.848

As contas a pagar por aquisições de Sociedades contemplam os Contratos de Compra e Venda decorrentes de retenções das parcelas do valor a pagar. Sobre esses valores incidem encargos financeiros com base na variação das taxas do CDI e/ou IPCA.

A movimentação das contas a pagar por aquisições nos exercícios de 31 de dezembro de 2020 e 2019 de Sociedades está demonstrado abaixo:

	<u>Controladora</u>	<u>Consolidado</u>
Saldo em 31 de dezembro de 2018	13.884	70.785
Adições	64.802	128.888
Juros incorridos	506	3.898
Pagamento de principal	(48.436)	(110.156)
Pagamento dos encargos financeiros	-	(527)
Saldo em 31 de dezembro de 2019	<u>30.756</u>	<u>92.888</u>
Adições	43.698	269.528
Juros incorridos	865	7.812
Pagamento de principal	(28.999)	(142.162)
Capitalização – Aporte Capital Social	(16.075)	(19.123)
Compensações	(1.661)	(1.661)
Pagamento dos encargos financeiros	(792)	(1.978)
Saldo em 31 de dezembro de 2020	<u><u>27.792</u></u>	<u><u>205.304</u></u>

Os saldos classificados no passivo conforme seus vencimentos são:

Fluxo de liquidação	Controladora	Consolidada
2021	2.238	109.629
2022	-	9.060
2023 em diante	25.554	86.615
	<u>27.792</u>	<u>205.304</u>

## 22. OUTROS PASSIVOS

Descrição	Controladora		Consolidado	
	2020	2019	2020	2019
Passivo a descoberto de controlada (a)	1.803	2.212	-	-
Direito de exclusividade (b)	18.791	359	26.513	8.161
Resgate de ações (c)	-	-	66.692	-
Parceria CSSJ (d)	-	-	24.903	-
Obrigação a pagar Fundação Ary (e)	9.585	-	9.585	-
Pareceria Hospital Felício Rocho (f)	-	-	17.450	-
Outras contas a pagar	2.540	2.163	1.169	9.808
Total	<u>32.719</u>	<u>4.734</u>	<u>146.312</u>	<u>17.969</u>
Circulante	20.255	1.133	96.640	9.562
Não Circulante	12.464	3.601	49.672	8.407

- Saldo referente à provisão para perda no investimento das Sociedades controladas pela holding conforme demonstrado na nota explicativa nº12.
- Saldo a pagar referente ao Direito de Exclusividade dos serviços médicos e possui objetivo manter o quadro de profissionais com excelência nos serviços médicos e referência de mercado vide nota explicativa nº14.
- O saldo de resgate de ações referem-se ao acordo de acionista, no qual o Grupo Oncoclínicas se compromete a aprovar o resgate da totalidade das ações preferenciais, pela sócia nas sociedades Navarra, no montante de R\$16.299, e Baikal no montante de R\$50.393, com o consequente cancelamento das referidas ações, sem redução de capital, bem como a extinção da classe de ações preferenciais resgatáveis.
- Saldo a pagar referente ao direito contratual da parceria com a Casa de Saúde São Jose (CSSJ), conforme demonstrado na nota explicativa nº14. Em 2020, foi pago R\$5.097 do total de R\$30.000.
- Saldo a pagar à Fundação Ary Frauzino (Fundação), referente ao acordo estabelecido no contrato de compra e venda do Hospital Marcos Moraes, no qual a Oncoclínicas se comprometeu a prover recursos financeiros à Fundação, visando à implementação de iniciativas destinadas à pesquisa, educação e promoção da saúde na área de oncologia, ao longo dos cinco anos.
- Saldo a pagar referente as parcelas atualizadas (IGPM/FGV) do contrato de Royalties, oriundo da Parceria com o Hospital Felício Rocho vide nota explicativa nº10, com vencimento até 2022.

### 23. PROVISÕES PARA RISCOS TRIBUTÁRIOS, TRABALHISTAS E CÍVEIS

O Grupo Oncoclínicas registra provisões para fazer face aos seus passivos potenciais. Com base nas informações de assessores jurídicos, na análise dessas questões e atendendo à probabilidade de perda de cada ação judicial, foi constituída uma provisão considerada suficiente para fazer face a eventuais perdas, para as quais a saída de caixa seja provável.

As provisões para riscos ficaram assim demonstradas:

	<u>Controladora</u>		<u>Consolidado</u>	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Cível	-	-	1.030	-
Tributárias	619	619	2.482	953
Trabalhistas	33	251	1.893	1.307
	<u>652</u>	<u>870</u>	<u>5.405</u>	<u>2.260</u>

As provisões da natureza tributária decorrem principalmente de questionamentos referentes a mandado de segurança e impugnação ao auto de infração.

Os processos de natureza trabalhista decorrem, principalmente, de reclamações de revisões de impostos pagos, revisão de pagamentos de horas extras.

As movimentações no saldo das provisões são conforme abaixo:

	<u>Controladora</u>	<u>Consolidado</u>
Saldo em 31 de dezembro de 2018	889	1.641
Reversão de provisões	(172)	(308)
Constituições	61	771
Atualização monetária, líquida	92	156
Saldo em 31 de dezembro de 2019	<u>870</u>	<u>2.260</u>
Nova Sociedade		
Hospital Vila da Serra	-	2.697
Reversão de provisões	(271)	(1.571)
Constituições	39	1.881
Atualização monetária, líquida	14	138
Saldo em 31 de dezembro de 2020	<u>652</u>	<u>5.405</u>

O Grupo Oncoclínicas acompanha os processos administrativos e judiciais em que ela figura como “autora” ou “ré” e, amparada na opinião dos assessores jurídicos, classifica as ações de acordo com a expectativa de insucesso. Periodicamente, são realizadas análises sobre as tendências jurisprudenciais e efetivadas, se necessário, e a reclassificação dos riscos desses processos.

Perdas possíveis, não provisionadas

O Grupo tem ações de naturezas tributária, cível e trabalhista, envolvendo riscos de perda classificados pela administração como possíveis, com base na avaliação de seus assessores legais, para as quais não há provisão constituída, conforme composição e estimativa a seguir:

	Consolidado	
	2020	2019
Cíveis (i)	3.752	1.494
Trabalhistas (ii)	1.827	1.504
	<u>5.579</u>	<u>2.998</u>

- (i) Processos relacionados à indenização por danos materiais e morais e materiais alegados. Não há processo individualmente relevante.
- (ii) As principais discussões referem-se a processos relacionados principalmente de reclamações de horas extras, 13º salário, aviso prévio, férias e FTGS, dentre outras verbas. Não há processo individualmente relevante.

Considerando as complexidades dos processos, bem como, do sistema judiciário brasileiro, a Companhia não tem condições de estimar com razoável precisão o prazo do julgamento e se haverá desembolso relativo a essas ações judiciais.

Os depósitos judiciais em 31 de dezembro de 2020 e 2019 estão assim demonstrados:

	Controladora		Consolidado	
	2020	2019	2020	2019
Trabalhista	34	-	2.030	669
Tributária	7.655	-	8.956	802
	<u>7.689</u>	<u>-</u>	<u>10.986</u>	<u>1.471</u>

## 24. PATRIMÔNIO LÍQUIDO

## (a) Capital social

O capital social da Companhia é de R\$425.656 parcialmente integralizado (R\$409.580 em 2019, parcialmente integralizado), representado por 4.050.582 (quatro milhões, cinquenta mil, quinhentas e oitenta e dois) ações ordinárias em 2020 e 4.005.744 (quatro milhões, cinco mil setecentas e quarenta e quatro) ações ordinárias em 2019, nominativas e escriturais, sem valor nominal. Em 31 de dezembro de 2020, o capital integralizado é de 416.066 (399.991 - em 31 de dezembro de 2019).

A movimentação do capital social da Companhia no exercício ocorreu da seguinte forma:

	<u>Valor</u>	<u>Quantidade Ações</u>
Saldo em 31 de dezembro de 2018	408.815	4.003.775
Acordos de "Partnership" (i)	765	1.969
Saldo em 31 de dezembro de 2019	<u>409.580</u>	<u>4.005.744</u>
Acordos de "Partnership" (i)	16.075	44.838
Saldo em 31 de dezembro de 2020	<u><u>425.655</u></u>	<u><u>4.050.582</u></u>

- (i) Em 30 de janeiro 2020, foi aprovado o aumento de capital social no montante de R\$16.075, com emissão de 44.838 ações. Essa transação foi em decorrência da capitalização de crédito que a Companhia detinha de sócios não controladores das sociedades Centro Paraibano de Oncologia S.A (CPO PB) e Centro de Tratamento Oncológico S.A (CTO), acordados nos termos do "Contrato de Compra e Venda de Ações e Outras Avenças" celebrado em 24 de setembro 2019 e o aditivo do termo do "Contrato de Compra e Venda de Ações e Outras Avenças" celebrado em 01 de junho de 2020.

No primeiro contrato de 2019 citado acima, a Companhia adquiriu participação adicional de CPO PB na qualidade de compradora, onde o valor dessa operação seria utilizado para aumento de capital e os sócios na qualidade de vendedores se tornam integrantes do quadro societário da Companhia, resultando na emissão de 14.165 (quatorze mil cento e sessenta e cinco) ações ordinárias. O mesmo contexto ocorreu para o contrato de 2020, citado acima, com os sócios de CTO, onde o valor foi utilizado para aumento de capital social da Companhia, resultado na emissão de 30.673 (trinta mil seiscentos e setenta e três) ações ordinárias dos sócios de Centro de Tratamento Oncológico S.A.

No dia 31 de janeiro 2019, foi aprovado A o aumento de capital social de R\$766, em decorrência da capitalização de crédito contra Companhia, nos termos do "Contrato de Compra e Venda de Ações e Outras Avenças" celebrado em 12 de dezembro 2018, resultando na emissão de 1.969 (um mil novecentas e sessenta e nove) ações ordinárias.

O quadro acionário é composto por:

<u>Acionista</u>	<u>Capital Votante</u>	<u>Ações Ordinárias</u>
Josephina II Fundo de Investimento em Participações	72,55%	2.938.877
Josephina Fundo de Investimento em Participações	21,02%	851.353
Bruno Lemos Ferrari	3,64%	147.646
Outros não controladores	2,79%	112.706
	<u>100%</u>	<u>4.050.582</u>



(b) Capital social

Em 2018 foi deliberado em Assembleia Geral Extraordinária a emissão de 1.821.428 (um milhão, oitocentas e vinte e uma mil, quatrocentas e vinte e oito) novas ações ordinárias, escriturais e sem valor nominal, totalizando uma emissão no valor de R\$510.000 sendo destinados R\$51.000 aumento de capital social e R\$459.000 para Reserva de Capital que foi integralizado da seguinte forma: em 2018 houve a constituição de R\$229.500 de Reserva de capital e o valor remanescente de R\$229.500 ocorreu em 2019.

(c) Política de distribuição de dividendos

Aos acionistas é assegurado dividendo mínimo correspondente a 25% do lucro líquido do exercício, ajustado nos termos do artigo 202 da Lei das S.A. Conforme definido no estatuto social, a Companhia poderá levantar balanços intermediários, por deliberação do Conselho de Administração ou da Assembleia Geral, para pagamento de dividendos intermediários. Em 31 de dezembro de 2020, a Companhia possui o total de R\$18.526 provisionados como dividendos a pagar (R\$21.530 em 31 de dezembro de 2019).

(d) Transações entre sócios

(i) Aumento e redução de participação

Em janeiro de 2020, foi celebrado um aditivo do contrato de compra e venda firmado durante o exercício de 2019, o qual o Grupo realizou a compra de participação dos sócios remanescente representado por 4,95% de CTO RJ, sendo a partir dessa data detentora de 100% da sociedade.

Em dezembro de 2020, foi celebrado um contrato de compra e venda com os sócios não controlador da sociedade CPO SP, que estabelece a compra de 13,60% das ações pertencentes a ele ao Grupo Oncoclínicas tornando-a detentora de 100% da sociedade, representados por ágio gerado na aquisição de participação adicional em controladas.

Durante o ano, ocorreram transações onde o Grupo realizou venda de participação, distribuído entre as sociedades RT Portugal e Pontus, refletindo a redução de investimento em seu patrimônio em 50% e 49,99%, respectivamente.

Acionistas não controladores

A compra de participações adicionais do Grupo Oncoclínicas nas Sociedades citadas no parágrafo anterior acarretaram em uma redução na participação de não controladores em R\$8.847, sendo os montantes em CTO RJ de R\$4.109 e CPO SP de R\$4.738.

A venda de participação do Grupo nas Sociedades citadas no parágrafo anterior acarretaram em um ganho na participação de não controladores de R\$9.359, sendo os montantes em RT Portugal R\$5.826 e Pontus R\$3.533.

(ii) Aumento de capital e transações de capital

No decorrer do ano de 2020, foi realizado transações entre as sociedades do Grupo Oncoclínicas, que são controladas indiretamente o qual resultou um efeito no montante R\$7.806 no patrimônio da Oncoclínicas, referente a aumento de capital, ajuste de preço de aquisições, constituição de reservas, entre outras operações.

Algumas operações no grupo, complementam as transações com a participação dos não controladores, tais como:

Mediante a alocação do valor justo da aquisição de NHO pela Sociedade OMG e identificado o valor justo da contraprestação dos 12,25% dos sócios não controladores, o qual realizaram a sua contribuição no capital da OMG por meio transferência de ação, passando assim OMG ser detentora de 100% de NHO. O valor justo refletiu um aumento de patrimônio em OMG, de forma que seu reflexo ocorreu na controladora Imagem e por fim na controladora Oncoclínicas.

No ano de 2020, foram aprovados em assembleia matérias referentes a aumento de capital social, reduções de capital e constituição de reserva de capital, que totalizaram uma movimentação de patrimônio R\$185.175, apresentados conforme abaixo:

- i) Aumento de capital nas sociedades CPO PB, NOS, Oncobio, Pontus, OMG, Baikal, Angara e Yukon.
- ii) Reduções de capital social nas sociedades Radiogroup.

## 25. RECEITAS

A reconciliação entre as vendas brutas e a receita líquida é como segue:

Descrição	Controladora		Consolidado	
	2020	2019	2020	2019
Receita Bruta				
Serviços de Saúde	181.387	165.967	2.220.812	1.865.110
Impostos sobre vendas e outras deduções				
PIS sobre vendas	(1.164)	(1.069)	(12.693)	(11.668)
COFINS sobre vendas	(5.373)	(4.933)	(58.618)	(53.825)
ISS sobre vendas	(5.441)	(4.938)	(59.157)	(61.029)
Provisão de glosas	(7.782)	(2.862)	(55.153)	(49.078)
	<u>(19.760)</u>	<u>(13.802)</u>	<u>(185.621)</u>	<u>(175.600)</u>
Receita líquida	<u>161.627</u>	<u>152.164</u>	<u>2.035.191</u>	<u>1.689.510</u>

A receita bruta inclui receitas a faturar que se referem a serviços prestados, porém não faturados junto às operadoras de saúde. Estes serviços são reconhecidos no resultado com base no estágio de conclusão do serviço na data de apresentação das demonstrações financeiras, sendo sua contrapartida registrada no contas a receber de clientes.

## 26. CUSTOS E DESPESAS POR NATUREZA

	Controladora		Consolidado	
	2020 (Reapresentado)	2019	2020 (Reapresentado)	2019
Custos médicos e medicamentos	(113.302)	(99.040)	(1.297.603)	(1.086.818)
Pessoal, encargos e bônus	(214.555)	(83.359)	(413.091)	(231.285)
Despesas com serviços de terceiros	(56.950)	(50.361)	(109.170)	(93.091)
Despesas gerais e administrativas	(5.526)	(8.930)	(46.225)	(45.982)
Depreciação e amortização	(18.672)	(8.695)	(106.813)	(64.104)
Baixa de imobilizado e intangível	(55)	(88)	(569)	-
Despesas com comunicação	(5.507)	(3.913)	(9.748)	(7.387)
CSO- Rateio de despesas	92.174	77.382	476	603
Provisão para riscos	218	19	(3.145)	(619)
Outras receitas (despesas).	(10.436)	(10.245)	(29.687)	(39.072)
	<u>(332.611)</u>	<u>(187.230)</u>	<u>(2.015.575)</u>	<u>(1.567.755)</u>
Custos dos serviços prestados	(118.427)	(107.346)	(1.399.514)	(1.228.981)
Despesas administrativas	(216.772)	(81.200)	(603.609)	(340.727)
Outras receitas (despesas) operacionais	2.588	1.316	(12.452)	1.953
Total	<u>(332.611)</u>	<u>(187.230)</u>	<u>(2.015.575)</u>	<u>(1.567.755)</u>

## 27. RESULTADO FINANCEIRO

	Controladora		Consolidado	
	2020	2019	2020	2019
Receitas financeiras:				
Rendimento de aplicação financeira	4.324	3.955	12.800	9.186
Desconto obtidos	147	19	821	675
Juros ativos	-	3	-	206
Juros ativos empréstimos partes relacionadas	8.457	3.201	741	1.059
Instrumento passivos financeiro derivativo (swap) – Mtm	5.683	-	5.683	-
Outras receitas financeiras	588	521	1.887	1.548
	<u>19.199</u>	<u>7.699</u>	<u>21.932</u>	<u>12.674</u>

	Controladora		Consolidado	
	2020	2019	2020	2019
Despesas financeiras:				
Despesa de juros sobre empréstimos	(30.059)	(2.370)	(37.812)	(4.402)
Despesas de juros sobre debêntures	(18.123)	(23.993)	(18.123)	(23.993)
IOF	(475)	(948)	(4.089)	(2.426)
Despesa de juros sobre aquisições	(948)	(506)	(6.536)	(3.898)
Tarifas bancárias	(212)	(74)	(818)	(567)
Instrumento passivos financeiro derivativo ("swap") - Mtm	(4.795)	-	(4.795)	-
Descontos concedidos	(95)	(11)	(4.574)	(2.922)
Juros passivos empréstimos partes relacionadas	-	(420)	-	-
Juros sobre passivos arrendados	(1.596)	(1.579)	(9.594)	(9.313)
Outras despesas financeiras	(3.768)	(1.972)	(12.325)	(6.539)
	<u>(60.071)</u>	<u>(31.873)</u>	<u>(98.666)</u>	<u>(54.060)</u>
Resultado financeiro	<u>(40.872)</u>	<u>(24.174)</u>	<u>(76.734)</u>	<u>(41.386)</u>

## 28. RESULTADO POR AÇÃO

O resultado básico por ação é calculado mediante a divisão do resultado atribuível ao acionista da Companhia, pela quantidade média ponderada das ações ordinárias emitidas durante o período, excluindo as ações ordinárias compradas pela Companhia e mantidas como ações em tesouraria.

	2020 (Reapresentado)	2019
Resultado atribuível aos acionistas	(156.619)	(20.417)
Média ponderada da quantidade de ações ordinárias emitidas (em milhares)	4.017.245	4.005.744
Prejuízo básico e diluído por ação – em reais (R\$)	<u>(39,73)</u>	<u>(5,03)</u>

Não houve outras transações envolvendo ações ordinárias ou potenciais ações ordinárias entre a data do balanço patrimonial e a data de conclusão dessas demonstrações financeiras. O Grupo não possui operações descontinuadas.

## 29. IMPOSTO DE RENDA E CONTRIBUIÇÃO SOCIAL

A Companhia e a grande maioria de controladas são optantes pelo regime de tributação do lucro real.

Os encargos de impostos sobre a renda podem ser assim demonstrados:

	Consolidado	
	2020	2019
Sociedades optantes pelo lucro presumido (a)	8.347	24.255
Sociedades optantes pelo lucro real (b)	<u>73.099</u>	<u>37.002</u>
	<u>81.446</u>	<u>61.257</u>

## (a) Encargo de impostos sobre a renda - Sociedades tributadas pelo lucro presumido:

Receitas	Consolidado	
	2020	2019
Serviços	264.223	790.614
Total	264.223	790.614
Presunção IR - 8%	21.138	58.449
Presunção CS - 12%	31.707	87.674
Demais Receitas	964	11.956
Imposto IR	3.343	9.782
Imposto CS	2.948	8.500
Adicional (10% sobre o excedente)	2.055	5.973
Despesa de imposto de renda e contribuição social	8.347	24.255

## (b) Encargo de impostos sobre a renda - Sociedades tributadas pelo lucro real:

	Controladora		Consolidado	
	2020 (Reapresentado)	2019	2020 (Reapresentado)	2019
Lucro (prejuízo) antes do imposto de renda e da contribuição social	(160.031)	(20.246)	(57.118)	80.369
Alíquota nominal	34%	34%	34%	34%
Receita (despesa) nominal	54.411	6.884	19.420	(27.325)
Ajustes à despesa (receita) nominal				
Resultado de equivalência	17.621	13.258	-	-
Outras diferenças permanentes, líquidas	(1.874)	(4.572)	(2.964)	(2.169)
Efeito da tributação de controladas pelo lucro presumido	-	-	(7.543)	(20.937)
Créditos tributários não constituídos	(69.746)	(15.741)	(77.000)	(10.842)
Receita (despesa) efetiva	412	(171)	(68.087)	(61.273)
Correntes	-	-	(81.446)	(58.264)
Diferidos	412	(171)	13.359	(3.009)

## 30. INSTRUMENTOS FINANCEIROS

## (a) Fatores de risco financeiro

O Grupo Oncoclínicas possui exposição para os seguintes riscos financeiros: risco de crédito, risco de liquidez e risco de mercado. A administração do Grupo tem a responsabilidade global para o estabelecimento e a supervisão da estrutura de gerenciamento de risco.

A estrutura de gerenciamento de risco do Grupo Oncoclínicas foi estabelecida para identificar e analisar os riscos aos quais o Grupo Oncoclínicas está exposto, para definir limites de riscos e controles apropriados e para monitorar os riscos e a aderência aos limites impostos. O Grupo Oncoclínicas, por meio de treinamento e procedimentos de gestão busca desenvolver um ambiente de disciplina e controle no qual todos os funcionários tenham consciência de suas atribuições e obrigações.

(i) Risco de crédito

Risco de crédito é o risco de o Grupo Oncoclínicas incorrer em perdas decorrentes de um cliente ou de uma contraparte em um instrumento financeiro e da falha destes em cumprir com suas obrigações contratuais. O risco é basicamente proveniente dos saldos em instituições financeiras (conta corrente e aplicações financeiras), das contas a receber de clientes, das contas a receber pela venda de participações societárias e de adiantamentos.

Exposição ao risco de crédito

O valor contábil dos ativos financeiros representa a exposição máxima do crédito. A exposição máxima do risco do crédito no final do exercício é demonstrada como segue:

	Nota	Controladora		Consolidado	
		2020	2019	2020	2019
Caixa e equivalentes de caixa	5	82.553	315.152	740.788	447.346
Títulos e valores mobiliários e ativos financeiros	6	46.556	-	79.001	10.341
Instrumentos derivativos - swap ativo	6	2.549	-	2.549	-
Contas a receber de clientes	7	21.883	25.249	475.626	407.749
Depósitos judiciais	23	7.689	-	10.986	1.471
Vendas de participações societárias	10	13.405	1.167	15.216	4.220
Partes relacionadas	31	63.183	133.238	18.630	17.874
Total		<u>237.818</u>	<u>474.806</u>	<u>1.342.796</u>	<u>889.001</u>

Caixa e equivalentes de caixa

Os saldos mantidos em conta corrente e aplicações financeiras representam a exposição máxima ao risco de crédito desses saldos. Os referidos saldos são mantidos com bancos e instituições financeiras conceituadas pelo mercado.

Contas a receber de clientes

A exposição do Grupo Oncoclínicas a risco de crédito é influenciada principalmente pelas características individuais de cada cliente/convênio. Contudo, a administração considera o histórico de cada cliente em sua avaliação considerando o risco de não pagamento.

O gerenciamento deste risco envolve, prioritariamente, os convênios da curva A visando garantir a totalidade do recebimento da receita proveniente dos mesmos. O risco é atenuado pela pulverização de clientes e pela possibilidade de interrupção do atendimento aos beneficiários de planos de saúde após determinado período de inadimplência.

Perdas por redução ao valor recuperável

	Nota	Consolidado	
		2020	2019
Contas a receber de clientes	7	544.746	461.962
Provisão para créditos de liquidação duvidosa/glosa	7	(69.120)	(54.213)
		<u>475.626</u>	<u>407.749</u>
% da provisão sobre o saldo das contas a receber de clientes		<u>12,69%</u>	<u>11,74%</u>

Em 31 de dezembro de 2020 e de 2019, a provisão para perda por créditos de liquidação duvidosa refere-se, principalmente, a glosas apontadas por convênios durante o ano, e a baixa expectativa de recebimentos de acordo com o prazo vencido do crédito.

A avaliação do montante de contas a receber de clientes vencido que não foi objeto de redução do valor recuperável é monitorada constantemente pelos gestores comerciais de cada clínica, com o objetivo de identificar valores que podem vir a se tornar não realizáveis. Nesse caso, será reconhecida uma provisão nos valores das respectivas perdas esperadas.

Valores a receber por venda de participações societárias

Os saldos decorrentes de valores a receber por venda de participações societárias representam a exposição máxima ao risco de crédito desses saldos.

## (ii) Risco de liquidez

Risco de liquidez é o risco de o Grupo não dispor de recursos líquidos suficientes para honrar seus compromissos financeiros, em decorrência do descasamento de prazo ou de volume entre os recebimentos e pagamentos previstos. A abordagem do Grupo Oncoclínicas na administração de liquidez é de garantir, o máximo possível, liquidez suficiente para cumprir com suas obrigações ao vencerem, sob condições normais e de estresse, sem causar perdas inaceitáveis ou com risco de prejudicar a reputação do Grupo Oncoclínicas.

A tabela a seguir analisa os passivos financeiros não derivativos do Grupo Oncoclínicas e os passivos financeiros derivativos que são liquidados em uma base líquida pelo Grupo Oncoclínicas, por faixas de vencimento, correspondentes ao período remanescente entre a data do balanço patrimonial e a data contratual do vencimento. Os passivos financeiros derivativos estão incluídos na análise se seus vencimentos contratuais forem essenciais para um entendimento dos fluxos de caixa. Os valores divulgados na tabela são os fluxos de caixa não descontados contratados.

	Nota	Posição em 2020	Controladora		
			Fluxo de pagamentos		
			2021	2022	2023 em diante
Fornecedores	16	46.594	46.594	-	-
Empréstimos e financiamentos	17	554.207	229.613	85.385	239.209
Contas a pagar por aquisições	21	27.791	2.238	-	25.554
Total		<u>628.592</u>	<u>278.445</u>	<u>85.385</u>	<u>264.763</u>

	Nota	Posição em 2020	Consolidado		
			Fluxo de pagamentos		
			2021	2022	2023 em diante
Fornecedores	16	345.686	345.686	-	-
Empréstimos e financiamentos	17	1.399.156	241.876	201.778	955.502
Contas a pagar por aquisições	21	205.304	109.629	9.060	86.615
<b>Total</b>		<b>1.950.146</b>	<b>697.191</b>	<b>210.838</b>	<b>1.042.117</b>

(iii) Risco de mercado

Risco do fluxo de caixa ou valor justo associado com taxa de juros

O risco de taxa de juros do Grupo Oncoclínicas decorre de empréstimos de longo prazo. Os empréstimos e financiamentos às taxas variáveis expõem o Grupo Oncoclínicas ao risco de taxa de juros de fluxo de caixa. Os empréstimos e financiamentos às taxas fixas expõem o Grupo Oncoclínicas ao risco de valor justo associado à taxa de juros. O Grupo Oncoclínicas monitora sua exposição à flutuação na taxa de juros básicos, decorrente de instrumentos de dívida, e realiza testes de sensibilidade em diferentes taxas no seu planejamento financeiro para assegurar liquidez mesmo nos cenários de maior variação dos juros.

Análise de sensibilidade de juros

A análise de sensibilidade dos juros sobre empréstimos e financiamentos, utilizou como cenário provável (Cenário I) as taxas referenciais obtidas no site do Banco Central do Brasil (<https://www.bcb.gov.br>) em 31 de dezembro de 2020, e os Cenários II e III levam em consideração um incremento nessa taxa de 25% e 50%, respectivamente. Os resultados, em valores nominais, são como seguem:

Cenários	Cenário I atual	Cenário atual II +25%	Cenário atual III +50%
Taxa CDI (a.a.)	2,75%	3,44%	4,13%
Taxa IPCA (a.a.)	4,52%	5,65%	6,78%
Despesas com juros	30.059	37.574	45.089

O Grupo Oncoclínicas não contabiliza possui ativo ou passivo financeiro remunerados por taxa de juros fixa. Adicionalmente, o Grupo não possui nenhum ativo ou passivo financeiros mensurado pelo valor justo por meio do resultado, exceto com relação ao instrumento financeiros derivativo de swap de proteção. Adicionalmente, o Grupo Oncoclínicas não designa derivativos como instrumentos de proteção sob um modelo de contabilidade de hedge de valor justo.

(iv) Risco cambial

Buscando reduzir os custos de suas captações de recursos, a Companhia contratou empréstimos em moeda estrangeira. Como estratégia de gerenciamento do risco de taxa de câmbio, simultaneamente a essas operações foram contratadas, obrigatoriamente, operações de “swap” com condições idênticas de valor, prazo e taxa, trocando a exposição à variação cambial pela variação do CDI. A operação de “swap” contratada possui caráter exclusivamente de proteção.



Em abril de 2020, a Oncoclínicas contratou empréstimo no valor de US\$30.000, com vencimento do principal em abril de 2021. Simultaneamente, foi contratada operação de “swap” com o objetivo de eliminar o risco de exposição em moeda estrangeira, trocando Libor USD mais spread pela variação do CDI.

A Companhia não possui risco de exposição cambial, uma vez que, ao contratar este empréstimo mencionado em moeda estrangeira, foi contratada operação de “swap” vinculada.

O valor justo desses instrumentos na data das demonstrações financeiras está demonstrado a seguir:

<u>Descrição</u>	<u>Controladora e consolidado</u>		<u>Valor justo 2020</u>
	<u>Faixa de vencimento</u>	<u>Valor referência nacional</u>	
Swap	19/04/2021		
Posição ativa	100% LIBORUSD + 2,49%	R\$157.003	2.549
Posição passiva	100% CDI-CETIP + 3,20%	R\$154.454	-

(b) Gestão de capital

Os objetivos da Companhia, ao administrar seu capital, são os de salvaguardar a capacidade de continuidade do Grupo Oncoclínicas para oferecer retorno aos acionistas e benefícios às outras partes interessadas, além de manter uma estrutura de capital ideal para reduzir esse custo.

Para manter ou ajustar a estrutura do capital, a Companhia pode rever a política de pagamento de dividendos, devolver capital aos acionistas ou, ainda, emitir novas ações ou vender ativos para reduzir, por exemplo, o nível de endividamento.

Os índices de alavancagem financeira em 31 de dezembro de 2020 e de 2019 podem ser assim sumariados:

	<u>Consolidado</u>	
	<u>2020</u>	<u>2019</u>
Total dos empréstimos e financiamentos (nota explicativa nº 17)	1.402.336	407.006
Total das debêntures (nota explicativa nº 18)	-	299.685
Menos: caixa e equivalentes de caixa e aplicações financeiras (notas explicativas nº 5 e nº 6)	<u>(819.789)</u>	<u>(457.687)</u>
Dívida líquida	582.547	249.004
Total do patrimônio líquido	802.832	656.371
Capital total (patrimônio líquido + dívida líquida)	<u>1.385.379</u>	<u>905.375</u>
Índice de alavancagem financeira - %	42%	28%

(c) Estimativa do valor justo

Pressupõe-se que os saldos das contas a receber de clientes e fornecedores pelo valor contábil, menos a perda (“impairment”), estejam próximos de seus valores justos.

Os ativos financeiros mensurados ao valor justo compreendem substancialmente os instrumentos financeiros derivativos, cuja mensuração é baseada em informações observáveis de mercado (Nível 2).

(d) Instrumentos financeiros por categoria

Instrumentos financeiros	Mensuração	Controladora	
		Valor contábil 2020	Valor Contábil 2019
<b>Ativos financeiros</b>			
Caixa e equivalentes de caixa	Custo amortizado	82.553	315.152
Títulos e valores mobiliários e ativos financeiros	Custo amortizado	46.556	-
Instrumentos derivativos - swap ativo	Valor justo	2.549	-
Contas a receber de clientes	Custo amortizado	21.883	25.249
Depósito judicial	Custo amortizado	7.689	-
Vendas participações societárias	Custo amortizado	13.405	1.167
		<u>174.635</u>	<u>341.568</u>
<b>Passivos financeiros</b>			
Fornecedores	Custo amortizado	46.594	30.612
Empréstimos e financiamentos	Custo amortizado	554.207	355.440
Debêntures	Custo amortizado	-	299.685
		<u>600.801</u>	<u>685.737</u>

Instrumentos financeiros	Mensuração	Controladora	
		Valor Contábil 2020	Valor Contábil 2019
<b>Ativos financeiros</b>			
Caixa e equivalentes de caixa	Custo amortizado	740.788	447.346
Títulos e valores mobiliários e ativos financeiros	Custo amortizado	79.001	10.341
Instrumentos derivativos - swap ativo	Valor justo	2.549	-
Contas a receber de clientes	Custo amortizado	475.626	407.749
Depósito judicial	Custo amortizado	10.986	1.471
Vendas participações societárias	Custo amortizado	15.216	4.220
		<u>1.324.166</u>	<u>871.127</u>
<b>Passivos financeiros</b>			
Fornecedores	Custo amortizado	345.686	267.816
Empréstimos e financiamentos	Custo amortizado	1.339.156	407.006
Debêntures	Custo amortizado	-	299.685
		<u>1.684.842</u>	<u>974.507</u>

## 31. PARTES RELACIONADAS

As transações entre partes relacionadas são compostas por contas a receber de sócios, dividendos a receber, mútuos a receber e a pagar com Sociedades ligadas e adiantamentos para futuro aumento de capital em investidas, conforme demonstrado abaixo:

Ativo	Controladora		Consolidado	
	2020	2019	2020	2019
<u>Mútuos</u>				
Sociedades ligadas:				
Onco CPO-SP	-	-	974	1.966
Onco Recife	-	8.834	-	-
Leste Fluminense	13.259	-	-	-
Canoas	101	-	-	-
CECON	-	-	83	83
Oncobio	-	38	-	-
RT Recife	7.451	12.069	-	-
NOS	-	767	-	-
Hematologica	-	1	-	-
Idengene	-	10	-	-
NHO	-	-	111	-
Acionistas não controladores	11.945	11.453	11.945	11.453
Outros	5.517	4.698	5.517	4.372
Total mútuos (A)	<u>38.273</u>	<u>37.870</u>	<u>18.630</u>	<u>17.874</u>
			Controladora	
			2020	2019
<u>Rateios</u>				
Natureza:				
Centro de serviços compartilhados			11.859	12.363
Projeto Obra Unidades			4.474	2.936
Outros			4.470	75.962
Total rateios (B)			<u>20.803</u>	<u>91.261</u>
			Controladora	
			2020	2019
PERT – Programa Especial de Regularização Tributária				
Sociedades ligadas:				
CTO			2.454	2.454
NOS			107	107
RT Botafogo			267	267
CQO			241	241
CECON			80	80
Hematológica			958	135
CQAI			-	822
Total (C)			<u>4.107</u>	<u>4.106</u>
Total (A) + (B) + (C)			63.183	133.238

	Controladora	
	2020	2019
<u>Dividendos a receber</u>		
Sociedades ligadas:		
Oncoclínicas Centro de Trat. Oncol. RJ	-	3.239
Multihemo	-	366
CMI	1.598	1.598
INORP	12	-
JCP	-	4.496
Oncoclínicas Salvador	-	445
RT Portugal	184	788
Navarra	553	-
	<u>2.347</u>	<u>10.932</u>

	Controladora		Consolidado	
	2020	2019	2020	2019
<u>Adiantamento para futuro aumento capital</u>				
Sociedades ligadas:				
Oncopar	12.019	22.843	-	-
CMI	17.508	210	-	-
Imagem	-	47.261	-	-
Oncologia Participações	-	1.950	-	-
Oncohematologia	28.286	7.678	-	-
RT Onco SP	1.584	-	-	-
Oncobio	7.707	43.534	-	-
Centro Exc. Radioterapia Rio de Janeiro	3	3	-	-
RT RIBEIRAO PRETO	-	2	-	-
ONCOCLINICAS PARTICIPACOES SAO PAULO	2.787	-	-	1.200
Idengene	1.251	1.009	-	-
RT Recife	253	-	-	-
CGS	1.948	599	-	-
Oncoclínicas Rio de Janeiro S.A.	29.232	29.232	-	-
Oncoclínicas Participações Minas Gerais	-	1.150	-	-
Pontus Participações	259	-	-	-
Locus	3.900	-	-	-
Oncologia Participações RJ ES	15.309	10	-	-
Leste Fluminense	10	10	-	-
Total	<u>122.056</u>	<u>155.491</u>	<u>-</u>	<u>1.200</u>

Passivo	Controladora		Consolidado	
	2020	2019	2020	2019
<u>Mútuos</u>				
Sociedades ligadas:				
CPO	-	5.194	-	-
CEON	-	301	-	-
Total (D)	-	5.495	-	-
Outros:				
Mútuo a pagar CPO	4.095	-	-	-
Mútuo a pagar CTO RJ	44.703	-	-	-
Redução de capital	6.684	6.684	6.411	6.684
Hospital Santa Lúcia	-	-	-	16.000
Rateios a pagar	3.609	74.503	-	1.656
Total (E)	59.091	81.187	6.411	24.340
Total (D) + (E)	59.091	86.682	6.411	24.340
Circulante	-	-	-	5.000
Não circulante	59.091	86.682	6.411	19.340
<u>Consolidado</u>				
<u>2020</u>				
<u>2019</u>				
<u>Adiantamento para futuro aumento capital</u>				
Oncobio			5.074	30.184
Oncovida			3.289	-
Outros			113	3.289
Total			8.476	33.473
<u>Consolidado</u>				
<u>2020</u>				
<u>2019</u>				
<u>Resultado</u>				
Juros sobre mútuo			3.782	1.059

	Consolidado	
	2020	2019
<u>Dividendos a pagar</u>		
Multihemo	2.551	318
Navarra	12.396	-
CNU Angara	1.098	-
CNU Yukon	373	-
CPO PB	184	-
Inorp	141	-
RT Portugal	37	-
Onco CTO-RJ	-	335
CEON	-	8.475
Onco CPO-SP	-	214
NOB	495	620
Onco Vida	407	220
NOS	844	1.090
Pró-Onco	-	986
Aliança	-	9.272
<b>Total</b>	<b>18.526</b>	<b>21.530</b>

Principais transações com partes relacionadas

- i) Transferência de recursos entre empresas (mútuos): A administração efetua transferências de recursos entre as empresas do Grupo. Os saldos são substancialmente eliminados no consolidado. Estes saldos são corrigidos a taxas semelhantes aquelas praticadas pelo mercado em operação semelhantes. O saldo remanescente no consolidado é com acionistas não controladores.
- ii) Rateios: são substancialmente serviços compartilhados centralizados e prestados pela controladora, como serviços financeiros (contas a receber e contas a pagar), contabilidade, jurídico, tesouraria, suprimentos, dentre outras que são compartilhados entre as demais entidades do Grupo com base em critérios de rateio que levam em consideração a contribuição de cada entidade para a operação do Grupo.
- iii) Programa Especial de Regularização Tributária (PERT): a Administração decidiu por utilizar parte do montante de Prejuízo Fiscal e BCN acumulados e declarados na controladora, como forma de pagamento do saldo remanescentes dos débitos consolidados, transferindo os créditos incluídos no programa, para as controladas do mesmo Grupo econômico.

Remuneração dos administradores

Os administradores são as pessoas que têm autoridade e responsabilidade por planejamento, direção e controle das atividades do Grupo, incluindo qualquer administrador (executivo ou outro).

Durante o exercício findo em 31 de dezembro de 2020, foram pagos R\$21.287 (Em 2019 R\$20.526) a título de benefícios de curto prazo, tais como salários, encargos e outros e não foram pagos valores a título de: (a) benefícios pós-emprego (pensões, outros benefícios de aposentadoria, seguro de vida pós-emprego e assistência médica pós-emprego); (b) benefícios de longo prazo (licença por anos de serviço e benefícios de invalidez de longo prazo); (c) benefícios de rescisão de contrato de trabalho.

## 32. SEGUROS

A Companhia tem cobertura de seguros em virtude dos riscos existentes em suas operações. A apólice é feita diretamente pela holding, sendo que os prêmios e os riscos são cobertos para a Companhia conforme foi mencionado na apólice.

O risco e a modalidade do seguro são mencionados abaixo, sendo que os valores e coberturas abrangem todo o Grupo.

<u>Modalidade</u>	<u>Cobertura</u>	<u>Vigência</u>
Responsabilidade Civil	R\$1.000	14/12/2021
Responsabilidade Administrativa D&O	R\$100.000	29/04/2021
Responsabilidade Profissional E&O	R\$30.000	18/12/2021
Patrimonial	R\$35.500	31/12/2021

## 33. TRANSAÇÕES QUE NÃO AFETARAM O CAIXA

## a) Caixa e equivalentes de caixa

A composição dos saldos de caixa e equivalentes de caixa incluídos nas demonstrações dos fluxos de caixa está demonstrada na nota explicativa nº 5.

## b) Transações que não envolveram caixa

	Nota	<u>Controladora</u>		<u>Consolidado</u>	
		<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Combinação de negócio					
Valor pago nas aquisições	4	3.729	42.776	95.176	94.619
Valor do caixa e equivalente de caixa das empresas adquiridas	4	-	-	(8.475)	-(4.301)
Pagamento em aquisições de negócio, líquido do caixa adquirido conforme DFC		<u>3.729</u>	<u>42.776</u>	<u>86.701</u>	<u>90.318</u>
		<u>Controladora</u>		<u>Consolidado</u>	
		<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Contas a receber	Nota				
Variação do contas a receber		(4.330)	6.671	64.680	102.136
<u>Efeito não caixa</u>					
Constituição (reversão) das provisões para perda de liquidação duvidosa e glosas	25	7.782	2.862	55.154	49.078
Contas a receber adquirido através de combinação de negócio	4	-	-	(4.021)	(9.319)
Total		<u>3.452</u>	<u>9.533</u>	<u>115.813</u>	<u>141.895</u>
		<u>Controladora</u>		<u>Consolidado</u>	
		<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Dividendos recebidos	Nota				
Variação do saldo de dividendos a receber		8.585	(753)	-	-
<u>Efeito não caixa</u>					
Transferência dos dividendos a receber advindo da conta de investimento	12	100.128	46.789	-	-
Total		<u>108.713</u>	<u>46.036</u>	<u>-</u>	<u>-</u>
		<u>Controladora</u>		<u>Consolidado</u>	
		<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Contas a pagar por aquisição	Nota				
<u>Demonstração do fluxo de caixa</u>					
Pagamento de principal	21	28.999	48.436	142.162	110.156
Valor pago nas aquisições, combinações de negócio	4	(3.729)	(42.776)	(95.176)	(94.619)
Total		<u>25.270</u>	<u>5.660</u>	<u>46.986</u>	<u>15.537</u>

	Nota	Controladora		Consolidado	
		2020	2019	2020	2019
<b>Imobilizado e intangíveis</b>					
Varição do imobilizado		(2.183)	40.010	78.683	55.450
Varição do intangível		43.389	4.921	589.278	219.748
Total da variação dos saldos do imobilizado e intangível		41.206	44.931	667.961	275.198
<b><i>Efeito não caixa</i></b>					
Intangível e direito de exclusividade a pagar	22	(18.791)	359	(26.513)	(8.161)
Intangível e parceria a pagar CSSJ a pagar	22	-	-	(24.903)	-
Intangível e obrigação a pagar Fundação Ary a pagar	22	-	-	(9.585)	-
Intangível e royalties a pagar	22	-	-	(17.450)	-
Capitalização – Aporte Capital Social a pagar	20	-	-	19.123	-
Conversão cambial do ágio com efeito Patrimônio Líquido	DMPL	-	-	(11.867)	-
Integralização de capital da carteira de clientes	DMPL	-	-	(150.000)	-
Resgate de ações a pagar referente ao pagamento da carteira de clientes	21	-	-	(50.393)	-
Varição do ágio referente a transferência do investimento para o intangível	12	-	-	(197.896)	(121.167)
Imobilizado adquirido através de combinação de negócio	4	-	-	(72.552)	(2.255)
Depreciação do ativo imobilizado	13	5.810	3.422	40.829	24.500
Amortização do intangível	14	7.459	1.942	37.480	17.792
Baixa de imobilizado	14	-	88	569	4.284
Total da variação menos as transações não caixa do imobilizado e intangível		<u>35.684</u>	<u>50.742</u>	<u>204.803</u>	<u>190.191</u>
Demonstração do fluxo de caixa					
Aquisição de ativo imobilizado	13	3.627	43.520	47.529	81.979
Aquisição de ativo intangível	14	32.057	7.222	157.274	108.212
Total das aquisições de ativo imobilizado e intangível		<u>35.684</u>	<u>50.742</u>	<u>204.803</u>	<u>190.191</u>
<b>Dividendos pagos</b>					
	Nota				
Varição do saldo de dividendos a pagar		-	-	(3.004)	9.220
<b><i>Efeito não caixa</i></b>					
Transferência dos dividendos a pagar advindo do patrimônio líquido	DMPL	-	-	(42.212)	(31.985)
Total transação não caixa dos dividendos a pagar		-	-	<u>(45.216)</u>	<u>(22.765)</u>
<b>Adiantamento para futuro aumento de capital – ATIVO</b>					
	Nota				
Varição do saldo de AFAC no ativo		(33.435)	20.392	1.200	1.200
<b><i>Efeito não caixa</i></b>					
Transferência do AFAC para o investimento	12	137.857	135.128	-	-
Outros		-	-	(1.200)	(1.200)
Total transação não caixa do AFAC ativo realizado		<u>104.422</u>	<u>155.520</u>	<u>-</u>	<u>-</u>
<b>Adiantamento para futuro aumento de capital - PASSIVO</b>					
	Nota				
Varição do saldo de AFAC - passivo		-	-	(24.997)	7.427
<b><i>Efeito não caixa</i></b>					
Transferência do AFAC para aumento de capital realizado pelos minoritários no PL	DMPL	-	-	28.983	-
Outros		-	-	-	-
Total transação não caixa do AFAC passivo realizado		-	-	<u>3.986</u>	<u>7.427</u>

### 34. EVENTOS SUBSEQUENTES

No dia 17 de fevereiro de 2021, foi celebrado contrato de parceria societária estratégica com a Unimed Grande Florianópolis (“UGF”), para, em conjunto, atender os beneficiários dos planos de saúde oferecidos pela Cooperativa, além de pacientes atendidos por meio de intercâmbio com o Sistema Nacional das Unimed e pacientes de outros planos de saúde, que, de acordo com os códigos internacionais de doenças, e que busquem Serviços de Oncologia por meio da companhia garantindo prioritariamente o encaminhamento de Pacientes da Cooperativa, para fins de cumprimento de “Demanda Mínima Garantida”.



Em abril de 2021, foram celebrados contratos de compra e venda de ações entre as empresas do Grupo, no qual a Oncoclínicas aumentou sua participação de forma direta e/ou indireta nas seguintes sociedades:

- Instituto de Hematologia e Oncologia Curitiba – Clínica Médica S.A, adquirindo 6% do capital social, representativos de 176.400 ações ordinárias.
- CECON – Centro Capixaba de Oncologia S.A, adquirindo 13,5% do capital social e 439.278 ações ordinárias.
- CPO – Centro Paraibano de Oncologia S.A, adquirindo 25% do capital social, na totalidade de 78.826 ações ordinárias.
- Aliança, adquirindo 25% do capital social, representados por 2.000.000 ações ordinárias.
- Multihemo, adquirindo 25,63% do capital social e total de 1.377.883 ações ordinárias;e
- Radioterapia Recife, adquirindo 7% do capital social e 571.059 ações ordinárias.

### 35. APROVAÇÃO DAS DEMONSTRAÇÕES FINANCEIRAS

A emissão das Demonstrações Financeiras da Companhia foi aprovada e autorizada pela Diretoria em 15 de março de 2021.

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(Convenience Translation into English from the  
Original Previously Issued in Portuguese)

# **Oncoclínicas do Brasil Serviços Médicos S.A.**

Individual and Consolidated Interim  
Financial Information for the Quarters  
Ended September 30, 2021 and 2020 and  
Report on Review of Interim Financial Information

Deloitte Touche Tohmatsu Auditores Independentes Ltda.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

## REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To the Shareholders, Directors and Management of  
Oncoclínicas do Brasil Serviços Médicos S.A.

### **Introduction**

We have reviewed the accompanying individual and consolidated interim financial information of Oncoclínicas do Brasil Serviços Médicos S.A. ("Company"), included in the Interim Financial Information Form (ITR) for the quarters ended September 30, 2021 and 2020, which comprises the individual and consolidated balance sheets as at September 30, 2021 and 2020 and the related individual and consolidated statements of profit and loss and of comprehensive income for the three- and nine-month periods then ended, and of changes in equity and of cash flows for the nine-month periods then ended, including the explanatory notes.

Management is responsible for the preparation of this individual and consolidated interim financial information in accordance with technical pronouncement CPC 21 (R1) and international standard IAS 34 - Interim Financial Reporting, issued by the International Accounting Standards Board - IASB, as well as for the presentation of such information in accordance with the standards issued by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of Interim Financial Information (ITR). Our responsibility is to express a conclusion on this interim financial information based on our review.

### **Scope of review**

We conducted our review in accordance with Brazilian and international standards on review of interim financial information (NBC TR 2410 and ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity, respectively). A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the standards on auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### **Conclusion on the individual and consolidated interim financial information**

Based on our review, nothing has come to our attention that causes us to believe that the individual and consolidated interim financial information included in the ITR referred to above was not prepared, in all material respects, in accordance with technical pronouncement CPC 21 (R1) and international standard IAS 34, applicable to the preparation of ITR, and presented in accordance with the standards issued by the CVM.


## Other matters

### *Statements of value added*

The individual and consolidated interim financial information referred to above includes the statements of value added (DVA) for the nine-month periods ended September 30, 2021 and 2020, prepared under the responsibility of the Company's Management and presented as supplemental information for international standard IAS 34 purposes. These statements were subject to the review procedures performed together with the review of the Interim Financial Information (ITR) to reach a conclusion on whether they are reconciled with the interim financial information and the accounting records, as applicable, and if their form and content are consistent with the criteria set forth in technical pronouncement CPC 09 - Statement of Value Added. Based on our review, nothing has come to our attention that causes us to believe that these statements of value added were not prepared, in all material respects, in accordance with the criteria defined in such standard and consistently with the individual and consolidated interim financial information taken as a whole.

The accompanying individual and consolidated interim financial information has been translated into English for the convenience of readers outside Brazil.

São Paulo, November 12, 2021

  
DELOITTE TOUCHE TOHMATSU  
Audidores Independentes Ltda.

  
Daniel de Carvalho Primo  
Engagement Partner

(Convenience Translation into English from the Original Previously Issued in Portuguese)

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

BALANCE SHEETS AS AT SEPTEMBER 30, 2021 AND DECEMBER 31, 2020  
(In thousands of Brazilian reais - R\$)

ASSETS	Note	Parent		Consolidated		LIABILITIES AND EQUITY	Note	Parent		Consolidated	
		09/30/2021	12/31/2020	09/30/2020	12/31/2020			09/30/2021	12/31/2020	09/30/2020	12/31/2020
			(Restated)		(Restated)			(Restated)		(Restated)	
<b>CURRENT ASSETS</b>						<b>CURRENT LIABILITIES</b>					
Cash and cash equivalents	5	1.307.300	82.553	1.773.521	740.829	Trade payables	15	35.132	46.594	373.607	345.801
Securities and financial assets	6	-	46.206	-	46.206	Borrowings and financing	16	107.352	229.613	299.513	241.876
Derivative financial instruments	6.1	-	2.549	-	2.549	Derivative financial instruments	6.1	-	-	3.158	-
Trade receivables	7	33.911	25.004	645.284	496.690	Payroll and related taxes	17	26.358	25.246	80.330	65.286
Inventories	8	11.885	7.820	55.454	37.067	Taxes payable	18	8.771	9.885	82.005	85.442
Recoverable taxes	9	20.029	13.128	100.978	79.518	Income tax and social contribution payable		-	-	37.816	27.593
Dividends receivable	29.2	2.151	2.347	-	-	Payables for acquisitions	19	1.150	2.238	152.984	109.629
Other assets	10	15.233	11.188	64.041	24.469	Dividends payable	29.5	-	-	17.661	18.526
Total current assets		1.390.509	190.795	2.639.278	1.427.328	Leases	14.2	4.566	4.227	25.860	30.500
						Other liabilities	20	17.764	20.255	34.073	96.640
						Total current liabilities		201.093	338.058	1.107.007	1.021.293
<b>NONCURRENT ASSETS</b>						<b>NONCURRENT LIABILITIES</b>					
Long-term assets						Borrowings and financing	16	240.026	324.594	1.030.834	1.157.280
Securities and financial assets	6	489	350	33.659	32.795	Derivative financial instruments	6.1	-	-	2.971	-
Escrow deposits	21	7.931	7.689	11.242	10.986	Payroll and related taxes	17	208.000	140.911	208.000	140.911
Deferred income tax and social contribution	27.c	639	639	43.479	32.782	Taxes payable	18	-	-	3.742	3.977
Related parties	29.1	82.534	63.183	28.317	18.630	- Deferred income tax and social contribution		-	-	1.064	1.558
Advances for future capital increase	29.3	180.381	122.056	-	-	Provisions for tax, labor and civil risks	21	1.054	652	36.038	20.066
Other assets	10	19.815	13.849	85.203	48.176	Payables for acquisitions	19	37.756	25.554	300.211	95.675
						Related parties	29.4	2.912	59.091	568	6.411
Investments in subsidiaries	11	631.931	765.766	-	-	Advances for future capital increase	29.6	-	-	4.928	8.476
Property and equipment	12	64.270	65.022	404.307	389.215	Leases	14.2	19.752	22.345	213.478	202.081
Intangible assets	13	66.177	71.398	1.501.827	1.208.037	Other liabilities	20	21.895	12.464	40.122	49.672
Right of use	14.1	21.991	24.693	222.990	220.620	Total noncurrent liabilities		531.395	585.611	1.841.956	1.686.107
Total noncurrent assets		1.076.158	1.134.645	2.331.024	1.961.241						
						<b>EQUITY</b>	22				
						Capital		2.207.134	416.066	2.207.134	416.066
						Expenses on public offering of shares		(103.999)	-	(103.999)	-
						Capital reserve		466.746	466.746	466.746	466.746
						Treasury shares		(28.436)	-	(28.436)	-
						Valuation adjustments to equity		12.902	11.997	12.902	11.997
						Transactions between shareholders		(470.124)	(205.186)	(470.124)	(205.186)
						Accumulated losses		(350.044)	(287.852)	(350.044)	(287.852)
						Equity attributed to owners of the Company		1.734.179	401.771	1.734.179	401.771
						Noncontrolling interests		-	-	287.160	279.398
						Total equity		1.734.179	401.771	2.021.339	681.169
<b>TOTAL ASSETS</b>		<b>2.466.667</b>	<b>1.325.440</b>	<b>4.970.302</b>	<b>3.388.569</b>	<b>TOTAL LIABILITIES AND EQUITY</b>		<b>2.466.667</b>	<b>1.325.440</b>	<b>4.970.302</b>	<b>3.388.569</b>

The accompanying notes are an integral part of this interim financial information.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

STATEMENTS OF PROFIT AND LOSS  
FOR THE THREE- AND NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of Brazilian reais - R\$, except earnings (loss) per share)

	Note	Parent				Consolidated			
		01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
NET REVENUE	23	136.197	122.176	41.096	41.339	1.934.187	1.460.872	679.420	524.858
Cost of services	24	(91.238)	(88.790)	(31.108)	(30.578)	(1.331.008)	(1.013.633)	(460.520)	(356.661)
GROSS PROFIT		<u>44.959</u>	<u>33.386</u>	<u>9.988</u>	<u>10.761</u>	<u>603.179</u>	<u>447.239</u>	<u>218.900</u>	<u>168.197</u>
OPERATING INCOME (EXPENSES)									
General and administrative expenses	24	(105.527)	(63.481)	117.599	(11.392)	(493.518)	(354.740)	(18.408)	(112.286)
Other operating income (expenses), net	24	654	3.270	256	933	(5.564)	(6.316)	(4.130)	(828)
Share of profit (loss) of subsidiaries	11	16.180	31.802	19.474	22.188	-	-	-	-
OPERATING PROFIT (LOSS) BEFORE FINANCE INCOME (COSTS)		<u>(43.734)</u>	<u>4.977</u>	<u>147.317</u>	<u>22.490</u>	<u>104.097</u>	<u>86.183</u>	<u>196.362</u>	<u>55.083</u>
FINANCE INCOME (COSTS)									
Finance income	25	24.344	15.814	11.656	6.912	36.357	15.142	18.118	7.804
Finance costs	25	(42.802)	(38.102)	(13.796)	(15.357)	(128.728)	(59.714)	(46.707)	(22.753)
		<u>(18.458)</u>	<u>(22.288)</u>	<u>(2.140)</u>	<u>(8.445)</u>	<u>(92.371)</u>	<u>(44.572)</u>	<u>(28.589)</u>	<u>(14.949)</u>
OPERATING PROFIT (LOSS) BEFORE INCOME TAX AND SOCIAL CONTRIBUTION		<u>(62.192)</u>	<u>(17.311)</u>	<u>145.177</u>	<u>14.045</u>	<u>11.726</u>	<u>41.611</u>	<u>167.773</u>	<u>40.134</u>
INCOME TAX AND SOCIAL CONTRIBUTION									
Current	27	-	-	-	-	(62.633)	(52.080)	(19.493)	(17.711)
Deferred	27	-	306	-	24	5.761	8.780	2.508	(69)
PROFIT (LOSS) FOR THE PERIOD		<u>(62.192)</u>	<u>(17.005)</u>	<u>145.177</u>	<u>14.069</u>	<u>(45.146)</u>	<u>(1.689)</u>	<u>150.788</u>	<u>22.354</u>
ATTRIBUTABLE TO									
Owners of the Company						(62.192)	(17.005)	145.177	14.069
Noncontrolling interests						<u>17.046</u>	<u>15.316</u>	<u>5.611</u>	<u>8.285</u>
						<u>(45.146)</u>	<u>(1.689)</u>	<u>150.788</u>	<u>22.354</u>
EARNINGS (LOSS) PER SHARE									
Basic (cents per share - in R\$)	26	<u>(0,1511)</u>	<u>(0,0423)</u>	<u>0,3614</u>	<u>0,0351</u>				
Diluted (cents per share - in R\$)	26	<u>(0,1511)</u>	<u>(0,0423)</u>	<u>0,3614</u>	<u>0,0351</u>				

The accompanying notes are an integral part of this interim financial information.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE THREE- AND NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of Brazilian reais - R\$)

	Parent				Consolidated			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
PROFIT (LOSS) FOR THE PERIOD	(62.192)	(17.005)	145.177	14.069	(45.146)	(1.689)	150.788	22.354
Items that may be subsequently reclassified to the statement of profit and loss:								
Exchange rate changes on the translation of foreign transactions	905	16.064	3.161	1.364	905	16.064	3.161	1.364
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>(61.287)</b>	<b>(941)</b>	<b>148.338</b>	<b>15.433</b>	<b>(44.241)</b>	<b>14.375</b>	<b>153.949</b>	<b>23.718</b>
ATTRIBUTABLE TO								
Owners of the Company	-	-	-	-	(61.287)	(941)	148.338	15.433
Noncontrolling interests	-	-	-	-	17.046	15.316	5.611	8.285
	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(44.241)</b>	<b>14.375</b>	<b>153.949</b>	<b>23.718</b>

The accompanying notes are an integral part of this interim financial information

(Convenience Translation into English from the Original Previously Issued in Portuguese)

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

STATEMENTS OF CHANGES IN EQUITY (PARENT AND CONSOLIDATED)  
FOR THE NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of Brazilian reais - R\$)

	Attributable to owners of the Company										
	Note	Capital		Expenses on public offering of shares	Capital reserve	Valuation adjustments to equity	Transactions between shareholders	Accumulated losses	Attributable to owners of the Company	Noncontrolling interests	Total equity
		Subscribed	Unpaid								
BALANCES AS AT DECEMBER 31, 2019		409.581	(9.590)	-	466.746	130	(180.003)	(130.165)	556.699	99.673	656.372
Profit (loss) for the period		-	-	-	-	-	-	(17.005)	(17.005)	15.316	(1.689)
Dividends paid	22.b)	-	-	-	-	-	-	-	-	(10.618)	(10.618)
Capital payment	22.c)	-	-	-	-	-	-	-	-	180.861	180.861
Capital decrease	22.c)	-	-	-	-	-	-	-	-	(1.919)	(1.919)
Purchase and sale of equity interest from noncontrolling shareholders	22.c)	-	-	-	-	-	(10.545)	-	(10.545)	10.406	(139)
Exchange rate changes on the translation of foreign transactions		-	-	-	-	16.064	-	-	16.064	-	16.064
Capital transactions	22.c)	-	-	-	-	-	7.098	-	7.098	2.203	9.301
BALANCES AS AT SEPTEMBER 30, 2020		<u>409.581</u>	<u>(9.590)</u>	<u>-</u>	<u>466.746</u>	<u>16.194</u>	<u>(183.450)</u>	<u>(147.170)</u>	<u>552.311</u>	<u>295.922</u>	<u>848.233</u>
BALANCES AS AT DECEMBER 31, 2020		425.656	(9.590)	-	466.746	11.997	(205.186)	(289.784)	399.839	277.467	677.306
Effects of final allocation of business combination	4	-	-	-	-	-	-	1.932	1.932	1.931	3.863
BALANCES AS AT JANUARY 1, 2021 (Restated)		425.656	(9.590)	-	466.746	11.997	(205.186)	(287.852)	401.771	279.398	681.169
Profit (loss) for the period		-	-	-	-	-	-	(62.192)	(62.192)	17.046	(45.146)
Capital payment	22.a)	1.781.478	9.590	-	-	-	-	-	1.791.068	30.129	1.821.197
Capital decrease		-	-	-	-	-	-	-	-	(400)	(400)
Treasury shares	22.a)	-	-	-	(28.436)	-	-	-	(28.436)	-	(28.436)
Expenses on public offering of shares	22.a)	-	-	(103.999)	-	-	-	-	(103.999)	-	(103.999)
Exchange rate changes on the translation of foreign transactions	22.c)	-	-	-	-	905	-	-	905	-	905
Dividends paid	22.b)	-	-	-	-	-	-	-	-	(5.795)	(5.795)
Acquisition of additional equity interest from noncontrolling shareholders	22.c)	-	-	-	-	-	(268.718)	-	(268.718)	(35.997)	(304.715)
Transactions between shareholders	22.c)	-	-	-	-	-	3.780	-	3.780	2.779	6.559
BALANCES AS AT SEPTEMBER 30, 2021		<u>2.207.134</u>	<u>-</u>	<u>(103.999)</u>	<u>438.310</u>	<u>12.902</u>	<u>(470.124)</u>	<u>(350.044)</u>	<u>1.734.179</u>	<u>287.160</u>	<u>2.021.339</u>

The accompanying notes are an integral part of this interim financial information.



(Convenience Translation into English from the Original Previously Issued in Portuguese)

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

STATEMENTS OF CASH FLOWS  
FOR THE NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of Brazilian reais - R\$)

	Note	Parent		Consolidated	
		09/30/2021	09/30/2020	09/30/2021	09/30/2020
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>					
Loss for the period		(62.192)	(17.005)	(45.146)	(1.689)
Adjustments to reconcile loss for the period to net cash generated by operating activities:					
Depreciation and amortization	24	18.907	12.737	91.069	72.937
Allowance for expected credit losses and disallowances	23	(7.993)	5.577	45.353	45.228
Share of profit (loss) of subsidiaries	11	(16.180)	(31.802)	-	-
Income on securities		(131)	(885)	(622)	(588)
Interest on borrowings, financing and debentures	25	24.811	29.547	72.380	31.168
Interest on leases	25	1.542	1.348	12.872	6.948
Interest related to related parties and acquisitions		4.525	(7.532)	20.415	5.206
Accrued Phantom Shares	24	67.089	380	67.089	380
Foreign exchange fluctuation		152	-	285	2.113
Marked-to-market - Swap		-	(1.744)	393	(1.744)
Deferred income tax and social contribution	27	-	(306)	(5.761)	(8.780)
Derecognition of property and equipment and intangible assets	12 and 13	173	-	440	255
Provisions (reversals) for tax, labor and civil risks	21	404	(174)	2.722	(845)
		<u>31.107</u>	<u>(9.859)</u>	<u>261.489</u>	<u>150.589</u>
Changes in operating assets and liabilities:					
Trade receivables	31	(914)	(3.941)	(196.124)	(113.550)
Inventories		(4.065)	(7.054)	(15.139)	(13.506)
Recoverable taxes		(6.901)	1.242	(2.111)	(3.376)
Escrow deposits		(242)	(10)	(256)	(14)
Other assets		(6.002)	(7.235)	(4.570)	(6.895)
Trade payables		(11.462)	7.300	16.113	49.213
Taxes payable	31	(1.114)	1.180	16.365	27.981
Payroll and related taxes		1.112	5.121	12.996	25.469
Other liabilities		(11.610)	3.999	(12.310)	57.804
Net cash (generated by) used in operating activities		(41.198)	602	(185.036)	23.126
Interest paid, borrowings, financing, debentures, leases and acquisitions	14, 16 and 19	(27.427)	(30.404)	(83.502)	(37.279)
Income tax and social contribution paid		-	-	(27.954)	(13.185)
Net cash generated by (used in) operating activities		<u>(37.518)</u>	<u>(39.661)</u>	<u>(35.003)</u>	<u>123.251</u>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>					
Payment of business acquisitions, net of cash acquired	4	-	(3.729)	(120.632)	(25.303)
Acquisition of property and equipment and intangible assets	31	(27.596)	(24.955)	(78.078)	(117.802)
Advance of acquisition and partnership agreements	10 b) - e)	-	-	(53.500)	-
Securities		46.198	(45.888)	46.075	(88.521)
Dividends received		19.302	47.157	-	-
Advance for future capital increase	31	(137.687)	(87.848)	-	-
Due to related parties		(11.415)	(112.319)	(3.429)	(691)
Net cash used in investing activities		<u>(111.198)</u>	<u>(227.582)</u>	<u>(209.564)</u>	<u>(232.317)</u>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>					
Borrowings and financing	16	18.060	345.840	173.917	646.911
Repayment of borrowings and financing	16	(223.821)	(217.643)	(247.038)	(219.270)
SWAP settlement		3.828	-	3.828	-
Payment of acquisitions	19	(9.820)	(10.963)	(197.236)	(20.622)
Payment of redemption of shares		-	-	(75.751)	(50.000)
Dividends paid		-	-	(5.795)	(13.226)
Due to related parties		(57.352)	(72.842)	(504)	4.719
Payment of leased assets	14.2	(3.475)	(3.079)	(21.496)	(16.506)
Capital increase	22 a)	1.778.478	-	1.778.478	-
Capital decrease	22 c)	-	-	(400)	(1.919)
Expenses on public offering of shares	22 a)	(103.999)	-	(103.999)	-
Purchase of treasury shares	22 a)	(28.436)	-	(28.436)	-
Advance for future capital increase	31	-	-	1.590	1.818
Net cash used in financing activities		<u>1.373.463</u>	<u>41.313</u>	<u>1.277.158</u>	<u>331.905</u>
<b>INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<u><b>1.224.747</b></u>	<u><b>(225.930)</b></u>	<u><b>1.032.591</b></u>	<u><b>222.839</b></u>
Cash and cash equivalents at the beginning of the period / year	5	82.553	315.152	740.829	447.346
Effects of exchange rate changes on cash held in foreign currencies		-	-	(101)	3.402
Cash and cash equivalents at the end of the period	5	<u>1.307.300</u>	<u>89.222</u>	<u>1.773.521</u>	<u>666.783</u>
<b>DECREASE IN CASH AND CASH EQUIVALENTS</b>		<u><b>1.224.747</b></u>	<u><b>(225.930)</b></u>	<u><b>1.032.591</b></u>	<u><b>222.839</b></u>

The accompanying notes are an integral part of this interim financial information.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

STATEMENTS OF VALUE ADDED

FOR THE NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2021 AND 2020

(In thousands of Brazilian reais - R\$)

	Note	Parent		Consolidated	
		09/30/2021	09/30/2020	09/30/2021	09/30/2020
Revenues		147.421	131.677	2.070.245	1.564.937
Provision of services	23	137.162	136.767	2.103.603	1.601.262
Revenue from construction of own assets and leasehold improvements		2.266	487	11.995	8.903
Allowance for expected credit losses and disallowance	23	7.993	(5.577)	(45.353)	(45.228)
Inputs acquired from third parties		(107.647)	(117.758)	(1.424.859)	(1.092.808)
Cost of services		(86.261)	(90.826)	(1.276.795)	(955.660)
Supplies, power, outside services and other inputs		(20.297)	(26.932)	(145.901)	(135.732)
Other		(1.089)	-	(2.163)	(1.416)
Gross value added		39.774	13.919	645.386	472.129
Withholdings		(18.907)	(12.737)	(91.069)	(72.937)
Depreciation and amortization	24	(18.907)	(12.737)	(91.069)	(72.937)
Net wealth		20.867	1.182	554.317	399.192
Wealth received in transfer		40.524	47.616	36.357	15.142
Share of profit (loss) of subsidiaries		16.180	31.802	-	-
Finance income	25	24.344	15.814	36.357	15.142
Total wealth		61.391	48.798	590.674	414.334
Wealth distributed		61.391	48.798	590.674	414.334
Personnel and related taxes		72.671	17.290	276.587	181.406
Salaries and wages		70.446	14.596	222.686	140.905
Benefits		1.744	2.114	41.682	32.414
Severance pay fund (FGTS)		481	580	12.219	8.087
Taxes, fees and contributions		11.040	11.616	214.119	167.993
Federal		6.975	7.514	160.595	124.946
Municipal		4.065	4.102	53.524	43.047
Lenders and lessors		39.872	36.897	145.114	66.624
Finance costs	25	42.802	38.102	128.728	59.714
Occupancy expenses		(2.930)	(1.205)	16.386	6.910
Shareholders		(62.192)	(17.005)	(45.146)	(1.689)
Dividends		-	-	275	2.935
Accumulated losses		(62.192)	(17.005)	(62.192)	(17.005)
Noncontrolling interests in retained earnings		-	-	16.771	12.381

The accompanying notes are an integral part of this interim financial information.

(Convenience Translation into English from the Original Previously Issued in Portuguese)

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

NOTES TO THE INTERIM FINANCIAL INFORMATION

FOR THE PERIODS ENDED SEPTEMBER 30, 2021 AND 2020

(Amounts in thousands of Brazilian reais - R\$, unless otherwise stated)

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1. GENERAL INFORMATION

Oncoclínicas do Brasil Serviços Médicos S.A. (“Company”, “Parent” or “Oncoclínicas”), with head office at Avenida Presidente Juscelino Kubitschek, nº 510, 2º andar, Bairro Vila Nova Conceição, São Paulo – SP, established in 2010, is a publicly-held company since August 2021, listed on the Novo Mercado of B3 S.A. , whose shares are traded under ticker symbol ONCO3. The Company and its subsidiaries (collectively Group” or “Oncoclínicas Group”) provide healthcare services, mainly focused on Oncology.

Since its establishment, the Company, in addition to providing treatment to oncology patients, has been dedicated to analyzing and identifying the most appropriate therapy opportunities for patients and growth trends in the industry.

Oncoclínicas’ mission is to “beat the cancer”.

Since its establishment, the Company has started to pursue an organic and acquisition-based growth strategy. To pursue its growth, Oncoclínicas Group acquired controlling equity interest in clinics, hospitals and precision medicine centers in several Brazilian regions and opened new units in areas with latent demand through partnerships and provision of healthcare and oncology center coordination services in hospitals.

The Company’s controlling shareholders are Josephina Fundo de Investimento em Participações Multiestratégia (“Josephina”) and Josephina II Fundo de Investimento em Participações Multiestratégia (“Josephina II”), in addition to noncontrolling shareholders, including Mr. Bruno Lemos Ferrari. The shareholding structure is shown in note 22.

The Group’s ultimate controlling shareholder is The Goldman Sachs Group, Inc. (“Goldman Sachs”), which is a leading asset investment firm in Brazil, with a diversified portfolio and wide national presence.

Covid 19 pandemic

i. Analysis of the Effects arising from COVID-19 Pandemic on the Company’s Business

The Company's operations have been adversely affected by the effects from COVID-19 pandemic on its operating results, cash flow and drop in care services, due to all the preparations to face the pandemic. The greatest impact of these measures occurred in the second quarter of 2020. In the third quarter of 2021, we saw a resumption of medical care and an 14% reduction in expenses with the purchase of protection materials and tests for employees, compared to the same period of the previous year.

ii. Effects on the Company’s Financial Position and Results of Operations

The Company was financially impacted during the pandemic. The impacts were due to the following factors:

The COVID-19 pandemic reduced the number of patients served throughout the year, especially in the second quarter of 2020. However, in 2021, the Company has already observed a resumption of care services, reaching 96 thousand procedures in the third quarter of 2021, compared to 80 thousand in the same period of the previous year. Extraordinary expenses incurred to face the COVID-19 pandemic in the amount of R\$1,759 in the third quarter of 2021, compared to R\$2,034 in the third quarter of 2020. These expenses involve testing employees for COVID-19 and the purchase of personal protective equipment.

### iii. Measures Adopted as a result of COVID-19

Since the pandemic's onset, the Company has been daily monitoring COVID-19 evolution and impact on its business, and has developed a specific strategic plan comprising:

- (i) the creation of a crisis management committee composed of members from the Board of Directors and executive officers from the Company's main departments.
- (ii) the adoption of all measures deemed necessary to ensure the health and wellness of the Company's employees, including comprehensive and periodic qualification training concerning the safety and treatment of COVID-19-infected patients, especially doctors and non-medical healthcare professionals, as well as the adoption of specific service protocols for patients with symptoms of COVID-19 at the Oncoclínicas Group's hospitals, healthcare centers and laboratories.
- (iii) the acquisition of inventory items comprising materials and medicines for detecting and treating COVID-19-infected patients, as well as personal protective equipment.
- (iv) the adoption of a telemedicine platform to allow continuity of medical services.

### Corporate restructuring

In May 2021, Oncoclínicas Group carried out a corporate restructuring between subsidiaries, without changing equity interests, centralizing the precision medicine and laboratory companies. For this transaction, a Net Assets Valuation Report was prepared, at book values, for each company involved in this corporate restructuring, in order to support the partial spin-off of the net assets of certain indirect subsidiaries with transfer of the book value of these assets for a capital increase in subsidiary Idengene Medicina Diagnóstica S.A. ("Idengene"). The assets involved in the corporate restructuring process are derived from the goodwill arising on the acquisition of interest in the spun-off companies, i.e., Locus, Boston, IRA and Idengene, as well as the investment balances related to the balance of the interest in the spun-off companies, as well as intangible assets comprising acquisition and implementation costs of operating systems. With the new shareholding structure, Idengene became the direct parent of the companies: Instituto Roberto Alvarenga Ltda. ("IRA"), Anatomia Patologia e Citologia Ltda. ("Locus") and Boston Lighthouse ("BLI").

### Acquisitions in progress

- CAM Group/Clion

On April 17, 2021, a Share Purchase and Sale Agreement and Other Covenants, amended on April 23, 2021 ("CCV"), and an Investment Agreement and Other Covenants ("Investment Agreement") were signed under which, and subject to the fulfillment and/or waiver of certain conditions precedent (including

the approval from the Administrative Council for Economic Defense (CADE)), Núcleo de Oncologia da Bahia S.A. (“NOB”), a subsidiary of the Company, undertook to acquire shares representing 100% of the capital of CAM - Clínica de Assistência à Mulher Ltda., Clion - Clínica de Oncologia Ltda., GMN - Grupo de Medicina Nuclear Ltda., Osteo Centro de Diagnostico da Osteoporosis Ltda. and JPC Patologia e Análises Clínicas Ltda. (“CAM Companies” and “CAM Acquisition”, respectively) and certain partners of CAM Companies undertook to reinvest part of the purchase price in NOB (“NOB Investment”, and together with CAM Acquisition, the “Transaction”). The compliance with the conditions precedent has not yet been completed.

The purchase price of all shares issued by the CAM Companies agreed between the parties is R\$324,115, subject to adjustments, and of such amount, the equivalent of R\$65,276 will be reinvested in NOB, pursuant to the Investment Agreement. As a result of this transaction, on the closing date, NOB will hold 100% of the capital of the CAM Companies and certain partners of the CAM Companies will hold common shares representing 12.15% of the capital of NOB.

- Acquisition of Unity

On September 30, 2021, Oncoclínicas do Brasil (“Company”), entered into a binding memorandum of understanding for the acquisition of 100% of the capital of Unity Participações S.A (“Unity”).

The purchase price of Unity, if confirmed, will be R\$558,000 to be paid in cash, in addition to the issuance of 45,765,246 of the Company’s shares, subject to usual confirmation adjustments for transactions of this nature.

The consummation of the transaction is subject to the fulfillment of usual conditions for this type of transaction, including (i) the approval by the Company’s general meeting; (ii) the approval by the Administrative Council for Economic Defense (CADE); and (iii) the execution of final documents.

- Investment agreement - Unimed BH

On September 28, 2021, the Company has signed, through its direct subsidiary Andromeda Participações Ltda., an Investment Agreement with Unimed Belo Horizonte Cooperativa de Trabalho Médico (“Unimed BH”), under which Unimed BH will hold 15% of the capital of Instituto Materno Infantil de Minas Gerais S.A. (“Hospital Vila da Serra”), a hospital fully held by the Company.

The completion of this transaction is subject to conditions precedent usual in this type of transaction, including the approval from CADE.

- Acquisition of UMC – Complexo Hospitalar Uberlândia

On October 1, 2021, the Company completed the acquisition, through its subsidiary Multihemo Serviços Médicos S.A, of 84% of the capital of Complexo Hospitalar Uberlândia S.A. (“UMC”). The purchase price will be R\$242,159, of which R\$40,000 was paid as down payment in September 2021, R\$189,559 will be paid in cash up to the closing date and R\$12,600 will be paid within four years counted from the closing date and adjusted by the CDI.

UMC has acquired together UMC Imagem Ltda and Instituto do Coração do Triângulo Mineiro Ltda:

- 81.4% of the capital of UMC Imagem was acquired for the amount of R\$24,628, of which R\$23,347 to be paid in cash and R\$1,281 will be paid within four years counted from the closing date and adjusted by the CDI.
- 100% of the capital of ICT was acquired for the amount of R\$24,871, of which R\$23,577 to be paid in cash and R\$1,294 will be paid within four years counted from the closing date and adjusted by the CDI.

- Acquisition of Oncobio

On October 1, 2021, the Company has entered into with Bioncologia de Minas S.A. an agreement for the acquisition of the remaining 40% interest in Oncobio Serviços de Saúde S.A. (“Oncobio”), an oncology treatment unit - cancer center – located in Nova Lima, greater Belo Horizonte, Minas Gerais State, for the amount of R\$41,912 (“Transaction”). Upon completion of the transaction, the Company will hold 100% of Oncobio.

The completion of this transaction is subject to conditions precedent usual in this type of transaction, including the approval from CADE.

Partnership

On October 10, 2021, the Company has entered into a Binding Memorandum of Understanding (“MOU”) with Unimed – Rio Cooperativa de Trabalho Médico do Rio de Janeiro Ltda and Unimed Rio Empreendimentos Médicos Hospitalares Ltda, for the establishment of an integrated cancer center at Hospital Unimed (“Cancer Center”).

The Company’s total investment will amount to R\$117,500 over the next two years. The Cancer Center will be managed and controlled by the Company, which will hold 50.01% interest, and Unimed-RJ will hold the remaining 49.99% interest.

## 2. BASIS OF PREPARATION, PRESENTATION OF INTERIM FINANCIAL INFORMATION, AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 2.1. Statement of compliance

The individual and consolidated interim financial information has been prepared in accordance with technical pronouncement CPC 21 (R1) – “Demonstração Intermediária” and the consolidated interim financial information in accordance with the standards of CPC 21 (R1) and IAS 34 – Interim Financial Reporting issued by the International Accounting Standards Board (IASB) and presented in line with the standards issued by the Brazilian Securities and Exchange Commission (“CVM”), applicable to the preparation of Interim Financial Information (ITR).

All relevant information for the interim financial information, and only this information, is being disclosed and corresponds to the information used in managing the Company.

The accounting practices adopted in Brazil comprise the policies set out in the Brazilian Corporate Law and the pronouncements, guidelines and interpretations issued by the Accounting Pronouncements Committee (CPC) and approved by the CVM and the Federal Accounting Council (CFC).

### 2.2. Basis of presentation

The information related to the bases of preparation and presentation of the interim financial information, the summary of significant accounting policies and the use of estimates and judgments was not subject to changes in relation to that disclosed in the notes to the annual financial statements for the year ended December 31, 2020 (hereinafter referred to as “Financial statements as at December 31, 2020”), therefore, the interim financial information must be read together with the financial statements for the year ended December 31, 2020.

### 2.3. Basis of consolidation

The interim financial information includes the operations of the Company and its subsidiaries, whose direct and indirect percentage equity interests at the balance sheet dates are disclosed as follows:

	Equity interest (%)	
	09/30/2021	12/31/2020
1) Oncobio Serviços de Saúde S.A.	60	60
2) Oncocentro Imagem Serviços Médicos Ltda.	100	100
3) Hematológica - Clínica de Hematologia S.A.	100	58.02
4) Radiogroup Participações S.A.	80	80
5) Radiocare Serviços Médicos Especializadas Ltda.	100	100
6) Centro de Tratamento em Radioterapia Ltda.	100	100
7) Centro de Quimioterapia Antibalística e Imunoterapia S.A.	100	100
8) COT - Centro Oncológico do Triângulo S.A.	65	65
9) COT - Radioterapia Ltda.	100	100
10) Oncocentro Uberlândia S.A.	100	100
11) Oncoclínicas Participações Minas Gerais S.A.	87.75	87.75
12) Núcleo de Hematologia e Transplante Óssea de MG Ltda.	100	100
13) Centro Paulista de Oncologia S.A.	99.5	99.5
14) Radioterapia Oncoclínicas Salvador Ltda.	100	100
15) Oncopar Sul Empreendimentos e Participações Ltda.	100	100
16) Instituto de Hematologia e Oncologia de Curitiba S.A. – Clínica Médica	72	66
17) Centro de Quimioterapia Oncoclínicas S.A.	100	100
18) Oncoclínicas Canoas Clínica de Oncologia Ltda.	90	90
19) Pro Onco Centro de Tratamento Oncológico S.A.	75	75
20) Centro Mineiro de Infusão S.A.	100	100
21) CPO - Centro Paraibano de Oncologia S.A.	99.99	75
22) Núcleo de Oncologia da Bahia S.A.	80.65	79.65
23) Núcleo de Oncologia da Bahia Centro de Prevenção Ltda.	99.95	99.95
24) Núcleo de Oncologia de Sergipe S.A.	100	43.21
25) Multihemo Serviços Médicos S.A.	100	74.37
26) Radioterapia Oncoclínicas Recife S.A.	100	97.6
27) Onco Clínica Recife Ltda.	99.99	99.99
28) Oncoclínica Centro de Tratamento Oncológico S.A.	100	100
29) Radioterapia Botafogo S.A.	100	100
30) Centro de Excelência Oncológica S.A.	50	50
31) Oncologia Participações Ltda.	100	100
32) CECON - Centro Capixaba de Oncologia S.A.	81.5	68
33) Helmond Oncologia S.A.	50	50
34) Oncohematologia Participações Ltda.	100	100
35) Idengene Medicina Diagnóstica S.A.	100	100
36) Instituto de Oncologia de Ribeirão Preto S.A.	86	86
37) Radioterapia Oncoclínicas Ribeirão Preto Ltda.	100	100
38) Radioterapia Oncoclínicas São Paulo Ltda.	100	100
39) Centro de Excelência de RT do Rio de Janeiro S.A.	50	50
40) Central de Gestão e Saúde Ltda.	100	100
41) Oncoclínicas Participações SP Ltda.	100	100
42) Onco Vida Instituto Especializado de Oncologia Clínica S.A.	84.04	60
43) Aliança Instituto de Oncologia S.A.	80	55
44) Oncoclínicas Participações ES RJ Ltda.	100	100
45) Oncoclínicas Rio de Janeiro S.A.	100	100
46) Boston Lighthouse	90.28	90.28
47) Navarra RJ (Leste Fluminense S.A.)	51	51

	Equity interest (%)	
	09/30/2021	12/31/2020
48) Pontus Participações Ltda.	50.01	50.01
49) Yukon Participações S.A.	50.01	50.01
50) Baikal Participações S.A.	50.01	50.01
51) Angara Participações S.A.	50.01	50.01
52) Andrômeda Participações Ltda.	100	100
53) Locus Anat. Patol. e Citologia Ltda.	100	100
54) Hospital de Oncologia do Méier S.A	100	100
55) Ira Instituto Roberto Alvarenga Ltda.	95	95
56) Instituto Materno Infantil de Minas Gerais S.A	100	100
57) Fundo de investimentos em direitos creditórios – FIDC	100	100
58) Oncoclínicas Salvador S.A	100	100
59) Cruz Participações Ltda (Talassa Participações S.A)	50.01	-
60) Centro Brasileiro de Radioterapia Oncologia e Mastologia Cebrom Ltda	100	-
61) CTR Centro de Tratamento Radioterápico Ltda	87.56	-

- 1) Oncobio Serviços de Saúde S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Nova Lima, which is primarily engaged in: the provision of medical services in general, including chemotherapy, radiotherapy, diagnostic and therapeutic activities, outpatient medical activities through resources for surgical procedures and complementary tests, and other human healthcare activities.
- 2) Oncocentro Imagem Serviços Médicos Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: holding equity interests in other entities that are engaged in the provision of medical services in general.
- 3) Hematológica – Clínica de Hematologia S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: the provision of (i) outpatient oncology and oncohematology (chemotherapy) services; (ii) apheresis through automated blood-processing machine; (iii) autologous hematopoietic stem cell transplantation; (iv) blood drawing (phlebotomy); (v) myelogram; (vi) bone marrow biopsy; (vii) outpatient medical appointments; (viii) flow cytometry laboratory - immunophenotyping and cytogenetics; and (ix) cryopreservation of stem cells. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 4) Radiogroup Participações S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: holding equity interests in other companies and corporations, either as a partner or shareholder.
- 5) Radiocare Serviços Médicos Especializados Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: the provision of radiotherapy services and outpatient medical appointments.
- 6) Centro de Tratamento em Radioterapia Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Betim, which is primarily engaged in: the provision of radiotherapy services and diagnostic imaging services (computed tomography, ultrasound, conventional radiology, mammography, magnetic resonance, nuclear medicine, among others), in addition to complementary tests.
- 7) Centro de Quimioterapia Antitumoral e Imunoterapia S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: the provision of medical oncology services, especially those involving chemotherapy and related treatments, both at outpatient facilities and hospitals, as well as the management of own assets.
- 8) COT – Centro Oncológico do Triângulo S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Uberlândia, which is primarily engaged in: the provision of medical oncology services such as: clinical care, applications of chemotherapy, radiotherapy, small surgical procedures and oncological emergency care.
- 9) COT Radioterapia Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Uberlândia, which is primarily engaged in: the provision of clinical services in the radiotherapy, imaging and ionizing treatment fields.
- 10) Oncocentro Uberlândia S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Uberlândia, which is primarily engaged in: the provision of medical services in general, specifically including chemotherapy, diagnostic and therapeutic activities, outpatient medical activities through resources for surgical procedures and complementary tests, and other human healthcare activities.
- 11) Oncoclínicas Participações Minas Gerais S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: a) performing medical and hospital assistance, consulting and advisory activities in the hematology, oncology, chemotherapy and bone marrow transplantation fields; and (b) holding equity interests in other entities of any nature, either as a partner or shareholder, in Brazil or abroad.
- 12) Núcleo de Hematologia e Transplante de Medula Óssea de Minas Gerais Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: the provision of medical and hospital assistance, consulting and advisory services in the hematology, oncology, chemotherapy, clinical analysis laboratory and bone marrow transplantation fields.
- 13) Centro Paulista de Oncologia S.A. is a privately-held corporation located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: (i) the provision of medical services, specifically those involving the oncology, hematology and chemotherapy fields, as well as oncology and hematology diagnostics and therapies; (ii) advisory and consulting services in the oncology and hematology fields; (iii) infusion of non-oncological medicines; (iv) non-oncological medical appointments; (v) collection, storage and processing of biological samples; and (vi) holding equity interests in other entities and joint ventures, either as a partner or shareholder, provided that they are engaged in activities related to its corporate purposes.
- 14) Radioterapia Oncoclínicas Salvador Ltda. is a limited liability company located in Brazil, in the State of Bahia, city of Salvador, which is primarily engaged in: the provision of radiotherapy services, including hospital care activities, except for emergency room and emergency care units, and outpatient medical activities through resources for the performance of complementary tests.



## Oncoclínicas do Brasil Serviços Médicos S.A.

- 15) Oncopar Sul Empreendimentos e Participações Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: holding equity interests in other entities, either as a partner or shareholder, besides operating as a holding company of non-financial institutions.
- 16) Instituto de Hematologia e Oncologia Curitiba – Clínica Médica S.A. is a privately-held corporation located in Brazil, in the State of Paraná, city of Curitiba, which is primarily engaged in: the provision of chemotherapy services, including outpatient medical activities through resources for surgical procedures. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 17) Centro de Quimioterapia Oncoclínicas S.A. is a privately-held corporation located in Brazil, in the State of Rio Grande do Sul, city of Porto Alegre, which is primarily engaged in: the provision of medical services, including, but not limited to, oncology, chemotherapy, hemotherapy and medical diagnosis and therapy services in general.
- 18) Oncoclínicas Canoas Clínica de Oncologia Ltda. is a limited liability company located in Brazil, in the State of Rio Grande do Sul, city of Canoas, which is primarily engaged in: the provision of medical care services in the clinical oncology and outpatient chemotherapy fields, including all related treatments.
- 19) Pro-Onco Centro de Tratamento Oncológico S.A. is a privately-held corporation located in Brazil, in the State of Paraná, city of Londrina, which is primarily engaged in: the provision of chemotherapy services and medical, hospital services intended for the oncological treatment of patients.
- 20) Centro Mineiro de Infusões S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: the provision of medical services in general, specifically including hemotherapy, diagnostic and therapeutic activities, outpatient medical activities through resources for surgical procedures and complementary tests, and other human healthcare activities.
- 21) CPO – Centro Paraibano de Oncologia S.A. is a privately-held corporation located in Brazil, in the State of Paraíba, city of João Pessoa, which is primarily engaged in: the provision of medical oncology services, besides operating as a day hospital that offers hospitalization services for the chemotherapy treatment of patients. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 22) Núcleo de Oncologia da Bahia S.A. is a privately-held corporation located in Brazil, in the State of Bahia, city of Salvador, which is primarily engaged in: the provision of medical and hospital services in general, specifically including hematology and oncology-related activities and comprising patient care, diagnosis, therapy, emergency, life support, surgical, hospitalization procedures, among others. There was a change made through a purchase and sale agreement among Centro Mineiro de Infusões and noncontrolling shareholder, whereby 1% of the capital and 60,453 common shares were acquired. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 23) Núcleo de Oncologia da Bahia Centro de Prevenção Ltda. is a limited liability company located in Brazil, in the State of Bahia, city of Salvador, which is primarily engaged in: holding equity interests in other entities, either as a partner or shareholder, besides operating as a holding company of non-financial institutions.
- 24) NOS – Núcleo de Oncologia de Sergipe S.A. is a privately-held corporation located in Brazil, in the State of Sergipe, city of Aracaju, which is primarily engaged in: outpatient medical activities through resources for complementary tests, outpatient medical activities restricted to appointments, provision of chemotherapy services, provision of hematology services, bone marrow biopsies and myelogram, nursing activities, nutrition professional activities, psychology and psychoanalysis activities, experimental research and development in physical and natural sciences, of a non-commercial medical nature, physiotherapy activities, algology activities, provision of palliative care; and biological therapies. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 25) Multihemo Serviços Médicos S.A. is a privately-held corporation located in Brazil, in the State of Pernambuco, city of Recife, which is primarily engaged in: the provision of medical services in hematology, hemotherapy, cancerology, medical clinic and chemotherapy, besides promoting teaching and research in the hematology, hemotherapy and cancerology-related fields. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 26) Radioterapia Oncoclínicas Recife S.A. is a privately-held corporation located in Brazil, in the State of Pernambuco, city of Recife, which is primarily engaged in: (i) the provision of radiotherapy services; (ii) hospital care activities, except for emergency room and emergency care units; and (iii) outpatient medical activities through resources for the performance of complementary tests. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 27) Onco Clínica Recife Ltda. is a limited liability company located in Brazil, in the State of Pernambuco, city of Recife, which is primarily engaged in: the provision of medical services in the Clinical Oncology, Surgical Oncology, Hematology and Internal Medicine fields.
- 28) Oncoclínica – Centro de Tratamento Oncológico S.A. is a privately-held corporation located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: the provision of medical services in general, including chemotherapy, radiotherapy and radiosurgery services, as well as inpatient healthcare and care for patients in need of scheduled direct assistance.
- 29) Radioterapia Botafogo S.A. is a privately-held corporation located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: the provision of medical treatment services through ionizing radiation, as well as in the import of medical materials, related materials and accessories for own use, besides rendering hospital services, including the monitoring of hospitalizations at its facilities or at third-party hospitals.
- 30) Centro de Excelência Oncológica S.A. is a privately-held corporation located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: (i) the provision of medical and hospital services relating to the oncohematology, oncology and clinical fields, which includes the dispensing of infusion or oral antineoplastic drugs, antineoplastic procedures and radiotherapy, covering care, diagnosis, therapy, emergency and life support procedures; and (ii) holding equity interests in other entities and consortia engaged in the provision of medical services in general.
- 31) Oncologia Participações Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: holding equity interests in other entities, either as a partner or shareholder, besides operating as a holding company of non-financial institutions.
- 32) CECOM – Centro Capixaba de Oncologia S.A. is a privately-held corporation located in Brazil, in the State of Espírito Santo, city of Vitória, which is primarily engaged in: the provision of medical and hospital services, mainly related to the clinical and surgical oncology and chemotherapy specialties to support the diagnosis and therapy procedures for its patients. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 33) Helmond Oncologia S.A. is a privately-held corporation located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: (i) the provision of medical and hospital services relating to the oncohematology, oncology and clinical fields, which includes the dispensing of infusion or oral antineoplastic drugs, antineoplastic procedures and radiotherapy, covering care, diagnosis, therapy, emergency and life support procedures; and (ii) holding equity interests in other entities and consortia engaged in the provision of medical services in general.
- 34) Oncohematologia Participações Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: holding equity interests in other entities, either as a partner or shareholder.
- 35) Idengene Medicina Diagnóstica S.A. is a privately-held corporation located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: (i) the provision of oncogenetics services, including, but not limited to, DNA sequencing and molecular testing for diagnostic and research purposes, as well as the development and sale of molecular tests based on the analysis of DNA, RNA and/or proteins, carried out on own account or through third parties; (ii) holding courses and seminars in the medical and biological fields, focused on oncogenetics; (iii) medical and biological research development, focused on oncogenetics; (iv) the

- provision of advisory services in the oncogenetics area, including molecular, genomic and medical biology; and (v) holding equity interests in other entities, either as a partner or shareholder.
- 36) Instituto Oncológico de Ribeirão Preto S.A. is a privately-held corporation located in Brazil, in the State of São Paulo, city of Ribeirão Preto, which is primarily engaged in: the provision of chemotherapy and radiotherapy services and medical and hospital activities, such as clinical procedures, including multidisciplinary medical activities, diagnostic imaging services with and without the use of ionizing radiation, computed tomography and holding equity interests in other entities, either as a partner or shareholder.
- 37) Radioterapia Oncoclínicas Ribeirão Preto Ltda. is a limited liability company located in Brazil, in the State of São Paulo, city of Ribeirão Preto, which is primarily engaged in: (i) the provision of radiotherapy services; (ii) hospital care activities, except for emergency room and emergency care units; and (iii) outpatient medical activities through resources for the performance of complementary tests.
- 38) Radioterapia Oncoclínicas São Paulo Ltda. is a limited liability company located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: the provision of radiotherapy services, including hospital care activities, except for emergency room and emergency care units, and outpatient medical activities through resources for the performance of complementary tests.
- 39) Centro de Excelência de RT do Rio de Janeiro S.A. is a privately-held corporation located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: the provision of medical treatment services through ionizing radiation, as well as in the import of medical materials, related materials and accessories for own use, besides rendering hospital services, including the monitoring of hospitalizations at its facilities or at third-party hospitals.
- 40) Central de Gestão e Saúde Ltda. is a limited liability company located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: (i) health management supporting activities; (ii) auxiliary activities involving insurance, private pension and healthcare plans in general; and (iii) human care activities in general.
- 41) Oncoclínicas Participações São Paulo Ltda. is a limited liability company located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: holding equity interests in other entities, either as a partner or shareholder, besides operating as a holding company of non-financial institutions.
- 42) Onco Vida Instituto Especializado de Oncologia S.A. is a privately-held corporation located in Brazil, in the Federal District, city of Brasília, which is primarily engaged in: the provision of services in the several medical, clinical and surgical fields, conducting outpatient and hospital activities, which include medical appointments and outpatient clinical and surgical procedures. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 43) Aliança Instituto de Oncologia S.A. is a privately-held corporation located in Brazil, in the Federal District, city of Brasília, which is primarily engaged in: the provision of medical services, either at own or third-party facilities, involving the following specialties: a) Oncology, both clinical (including chemotherapy) and hospital (including surgeries); b) Rheumatology; c) Hematology; d) Immunotherapy; e) Administration of supportive medications such as antibiotics, antifungal, antiviral drugs; f) Outpatient Surgeries; g) Diagnosis of hematological diseases; h) Gynecology; i) Cardiology; j) Head and neck surgery; k) General surgery; l) Infectious diseases; m) Genetics; n) Mastology; o) Vaccine application; p) Psychiatry; q) Orthopedics; r) Endocrinology; s) Gastroendocrinology; t) performance of invasive medical examinations; and u) healthcare center services in general and other specialties and services in the medical and non-medical professional segment. During the six-month period ended June 30, 2021, the Group acquired an additional interest in this subsidiary as disclosed in note 11.
- 44) Oncoclínicas Participações RJ ES Ltda. is a limited liability company located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: holding equity interests in other entities of any nature, either as a partner or shareholder, in Brazil or abroad; and management and sale of own assets.
- 45) Oncoclínicas Rio de Janeiro S.A. is a limited liability company located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: the provision of outpatient medical services in the clinical oncology field, including chemotherapy services and specialized examinations for prevention, research and diagnosis, therapy and treatment of oncological diseases.
- 46) Boston Lighthouse Innovations, Inc. is a Corporation located in the United States, County of Sussex, Delaware, which is primarily engaged in: the development and sale of genomic bioinformatics methods.
- 47) Navarra RJ Serviços Oncológicos S.A. is a privately-held corporation located in Brazil, in the State of Rio de Janeiro, city of Niterói, which is primarily engaged in: (a) the provision of chemotherapy services; (b) the provision of outpatient medical services; (c) the development and direct performance of activities relating to medical, hospital and healthcare services; (d) the provision of all and any services involving the acquisition or import of all and any pieces of equipment, machinery, materials and inputs required for the performance of said activities; and (e) the performance of any related or accessory activities or activities deemed necessary to achieve the company's corporate purpose.
- 48) Pontus Participações S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: holding equity interests in other companies and corporations, either as a partner or shareholder.
- 49) Yukon Oncologia e Participações S.A. is a privately-held corporation located in Brazil, in the State of Bahia, city of Salvador, which is primarily engaged in: (i) the provision of medical and hospital services in general, specifically including hematology and oncology-related activities and comprising patient care, diagnosis, therapy, emergency, life support, surgical, hospitalization procedures, among others; and (ii) holding equity interests in other companies and corporations, either as a partner or shareholder.
- 50) Baikol Oncologia e Participações S.A. is a privately-held corporation located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: (i) the provision of medical and hospital services in general, specifically including hematology and oncology-related activities and comprising patient care, diagnosis, therapy, emergency, life support, surgical, hospitalization procedures, among others; and (ii) holding equity interests in other companies and corporations, either as a partner or shareholder.
- 51) Angará Oncologia e Participações S.A. is a privately-held corporation located in Brazil, in the Federal District, city of Brasília, which is primarily engaged in: (i) the provision of medical and hospital services in general, specifically including hematology and oncology-related activities and comprising patient care, diagnosis, therapy, emergency, life support, surgical, hospitalization procedures, among others; and (ii) holding equity interests in other companies and corporations, either as a partner or shareholder.
- 52) Andrômeda Participações Ltda. is a limited liability company located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: holding equity interests in other entities of any nature, either as a partner or shareholder, in Brazil or abroad; and management and sale of own assets.
- 53) Locus – Anatomia Patológica e Citologia Ltda. is a limited liability company located in Brazil, in the State of São Paulo, city of São Paulo, which is primarily engaged in: The provision of pathological and cytological anatomy services intended to support treatment and diagnosis processes, including related and supplementary services.
- 54) Hospital de Oncologia do Méier S.A. is a privately-held corporation located in Brazil, in the State of Rio de Janeiro, city of Rio de Janeiro, which is primarily engaged in: (i) medical and hospital services in several specialties, including oncology, radiotherapy, surgical procedures, healthcare center and medical assistance, appointments and hospitalizations; (ii) emergency room care, operation of hospital units for emergencies and mobile ICU; (iii) laboratory and imaging diagnostics, x-ray, endoscopy, ultrasound, tomography and similar services; and (iv) the provision of supplementary services for supporting the aforesaid activities, including the direct and indirect operation of parking lots.
- 55) IRA Instituto Roberto Alvarenga Ltda. is a limited liability company located in Brazil, in the State of Minas Gerais, city of Belo Horizonte, which is primarily engaged in: the provision of services involving activities of the pathological-cytological anatomy laboratories.

- 56) Instituto Materno Infantil de Minas Gerais S.A. is a privately-held corporation located in Brazil, in the State of Minas Gerais, city of Nova Lima, which is primarily engaged in: hospital care activities, including emergency room and hospital units for emergency care; hospital management advisory services; development of scientific activities and medical training; lease or sublease of its physical-structural area necessary to provide supplementary services in connection with medical and hospital services and human health assistance. Finally, the Company may acquire equity interest in other entities, provided that these entities are engaged in activities similar to its corporate purpose.
- 57) The FIDC establishment is exclusively intended for the Group's companies to conduct investments and assignments of receivables. As at December 31, 2020, the Group holds 100% of the Fund's units. Oncoclínicas and its subsidiaries will be in charge of acquiring the FIDC's units. The Fund's asset portfolio comprises Oncoclínicas Group's loan agreements and fixed-income investments. The Fund is effective for an indefinite term and may be settled as approved at the General Meeting, pursuant to the Fund's Regulation. The Fund's net assets will be comprised of a single class of units. The FIDC's acquired units are initially measured at fair value and subsequently measured at amortized cost, in accordance with CPC 48 – Financial Instruments, since: (i) according to the proposed business model, the FIDC's unitholders should hold their units to maturity so as to collect contractual cash flows; and (ii) on the redemption date, the amount of FIDC's units should be measured at the acquisition cost, plus income earned, using the rate applicable to the acquisition of receivables and investments in other financial instruments. FIDC is a special-purpose entity whose operations will be substantially conducted as per the operating requirements of Oncoclínicas Group, which will be exposed to most related risks and rewards. In accordance with CVM Instruction 408/04, the Company consolidates the financial statements of FIDC Oncoclínicas, a special-purpose entity whose operations are substantially conducted as per the operating requirements of the Company, which, given the ownership of all subordinated units, was exposed to most risks and rewards underlying the fund.
- 58) Oncoclínicas Salvador S.A is a privately-held corporation located in Brazil, in the State of Salvador, which is primarily engaged in: the provision of radiotherapy services, including hospital care activities, except for emergency room and emergency care units, and outpatient medical activities through resources for the performance of complementary tests.
- 59) Talassa Participações S.A is a privately-held corporation located in Brazil, in the State of Santa Catarina, Florianópolis, which is primarily engaged in: the provision of chemotherapy and radiotherapy services; the provision of outpatient medical services, the development and direct and indirect performance of activities relating to medical, hospital and healthcare services; the provision of all and any services involving the acquisition or import of all and any pieces of equipment, machinery, materials and/inputs required for the performance of said activities; and the performance of any related or accessory activities or activities deemed necessary to achieve the company's corporate purpose. This subsidiary was established as a vehicle to regulate the joint investment of the Company and UGF through UGF Par, in Talassa (see note 13).
- 60) Centro Brasileiro de Radioterapia Oncologia e Mastologia Cebrom Ltda is a limited liability company, with head office in the city of Goiânia, State of Goiás, which is engaged in the provision of radiotherapy, oncology, mastology and related treatment and diagnosis services. This company was acquired in September 2021 (see note 4)
- 61) CTR Centro de Tratamento Radioterápico Ltda is a limited liability company, with head office in the city of Goiânia, State of Goiás, which is engaged in the provision of radiotherapy healthcare services. This company was acquired in September 2021 (see note 4)

The Company consolidates all entities over which it holds control, that is, when the Company has:

- (a) power over an investee;
- (b) exposure, or rights, to variable returns from its interest in the investee, and
- (c) the ability to use its power over the investee to affect the amount of the investor's returns.

The Company reassesses whether or not it retains control of an investee if facts and circumstances indicate the occurrence of changes in one or more of the three elements of control listed above.

The consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ends when the Company loses control over the subsidiary. Specifically, the income and expenses of a subsidiary acquired or sold during the year are included in profit or loss from the date on which the Company obtains control until the date on which the Company no longer controls the subsidiary.

When necessary, adjustments are made to the subsidiaries' financial statements to bring their accounting policies into line with the Group's accounting policies.

In the consolidation, the parent company's interest in the subsidiaries' equity, as well as the balances of assets and liabilities, income and expenses arising from intragroup transactions, were eliminated.

### 3. NEW AND REVISED STANDARDS AND INTERPRETATIONS

There are no CPC/IFRS standards or ICPC interpretations/ International Financial Reporting Interpretations Committee ("IFRIC") recently issued, applicable to the Company, which have been adopted in the current period by the Company and its subsidiaries.

Standards issued but not yet effective

There were no new standards issued but not yet effective other than those already disclosed in the annual financial statements.

## 4. BUSINESS COMBINATIONS

The fair value of assets acquired and liabilities assumed in business combinations during 2021, as well as the fair value of identifiable assets and goodwill recognized were accounted for on provisional basis, and the goodwill will be finally determined within a period of twelve months. These amounts are as follows:

Location	Goiás	Goiás
Company	Centro Brasileiro de Radioterapia Oncologia e Mastologia Cebrom Ltda.	CTR Centro de Tratamento Radioterápico Ltda.
Acquisition date	09/01/2021	09/09/2021
Equity interest acquired (voting %)	100%	87.56%
Noncontrolling interests	-	12.44%
Payment on acquisition date	94,000	28,386
Payables for acquisitions	91,678	27,537
Total consideration	185,678	55,923
Assets acquired	41,955	6,952
Cash and cash equivalents	1,080	674
Trade receivables	5,023	524
Inventories	578	-
Recoverable taxes	2,125	49
Property and equipment	17,282	2,195
Intangible assets	1,048	72
Leases	1,644	-
Indemnities – Contingencies	12,800	-
Other assets	335	3,438
Liabilities assumed	36,151	3,034
Trade and other payables	11,649	44
Payroll and related taxes	1,736	312
Taxes payable	363	108
Borrowings	8,350	2,564
Leases	1,644	-
Contingencies	12,800	-
Other	1,609	6
Total net assets acquired	3,764	3,918
Noncontrolling shareholders		487
Excess price paid on the acquisition	181,915	52,492
Contribution to line item “Revenue” since the acquisition date	10,958	1,085

Contribution to line item profit (loss) before taxes since the acquisition date	1,002	489
Acquiree's revenue since the beginning of the current year	81,240	9,310
Acquiree's profit (loss) before taxes since the beginning of the year	7,860	5,345

#### Acquisitions in 2021

##### (a) Centro Brasileiro de Radioterapia Oncologia e Mastologia Cebrom Ltda

Refers to the purchase and sale agreement providing for the control and effective acquisition of Centro Brasileiro de Radioterapia Oncologia e Mastologia Cebrom Ltda by Oncoclínica – Centro de Tratamento Oncológico S.A (CTO), on September 1, 2021. It is located in Goiás and engaged in the provision of radiotherapy, oncology, mastology and related treatment and diagnosis services.

#### Negotiated price

Pursuant to the purchase and sale agreement, 100% of the shares comprising the capital of Cebrom was acquired by CTO for R\$185,678.

#### Goodwill on business combination

For the purposes of this business combination, the amount of R\$181,915 was recognized as goodwill based on expected future earnings by buyer Oncoclínica – Centro de Tratamento Oncológico S.A.

##### (b) CTR Centro de Tratamento Radioterápico Ltda

Refers to the purchase and sale agreement providing for the control and effective acquisition of CTR Centro de Tratamento Radioterápico Ltda by Oncoclínica – Centro de Tratamento Oncológico S.A (CTO), on September 9, 2021. It is located in Goiás and engaged in the provision of radiotherapy healthcare services.

#### Negotiated price

Pursuant to the purchase and sale agreement, 87.56% of the shares comprising the capital of Cebrom was acquired by CTO for R\$55,923.

#### Goodwill on business combination

For the purposes of this business combination, the amount of R\$52,492 was recognized as goodwill based on expected future earnings by buyer Oncoclínica – Centro de Tratamento Oncológico S.A.

The initial recognition of goodwill arising on the acquisitions above was made on provisional basis, based on the information available up to the end of the reporting period and the Company is gathering the information necessary for the determination of the final amount within the period prescribed in IFRS 3. Trade receivables may significantly impact such determination due to the alignment of the acquirees' accounting practices with those of the Company, which is still in progress.

#### Changes in acquisitions made in 2020

##### (a) Hospital Vila da Serra

During the nine-month period ended September 30, 2021, the Group carried out an assessment of the acquiree's litigation, determining a fair value of R\$14,661 referring to "possible" causes, and according

to the purchase documents, any materialized contingencies are indemnifiable by the former selling controlling shareholders of Hospital Vila da Serra. In compliance with IFRS 3/CPC 15, which establishes that contingent liabilities identified in a business combination must be recognized in the acquirer's financial statements at their respective fair values, the Company recognized said amount.

Also, according to the Purchase Price Allocation (PPA), the method for calculation of the revenue from services of Hospital Vila da Serra in 2020 was reviewed to adjust the accounting practices adopted by the Company. The impacts arising from the review on the acquiree's financial statements as at November 30, 2020 resulted in a decrease in goodwill of R\$9,694, increase in trade receivables in the amount of R\$15,426 and taxes payable in the amount of R\$5,732.

The purchase price allocation and goodwill measurement based on expected future earnings on the acquisition of interest in Hospital Vila da Serra were as follows:

December 31, 2020	Previously stated	Current
Consideration offered	165,319	165,319
Amount of net assets acquired	1,255	10,949
Goodwill	164,064	154,370

(b) Hospital Marcos Moraes

During 2021, the fair value of assets acquired and liabilities assumed, as well as the fair value of identifiable assets of the acquisition of Hospital de Oncologia do Méier – Marcos Moraes, were finally determined and calculated based on the financial position on the acquisition date on July 31, 2020 through the Purchase Price Allocation (PPA). An increase in goodwill in the amount of R\$9,084 was recognized, broken down as a decrease in financial position of R\$5,221 and increase in consideration of R\$3,863.

The purchase price allocation and goodwill measurement based on expected future earnings on the acquisition of interest in Hospital Marcos Moraes were as follows:

December 31, 2020	Previously stated	Current
Consideration offered	64,000	67,863
Amount of net assets acquired	53,663	48,442
Goodwill	10,337	19,421

The Company restated the balances for the comparative period of December 31, 2020, according to the requirement of technical pronouncement CPC 15 (IFRS 3), as follows:

December 31, 2020				Parent
Assets	Previously stated	Adjustment	Restated	Liabilities and equity
Current	190,795	-	190,795	Current
				338,058
Investments in subsidiaries	763,834	1,932	765,766	Noncurrent
				585,611
				585,611

<b>Noncurrent</b>	<b>1,132,713</b>	<b>1,932</b>	<b>1,134,645</b>				
				Accumulated losses	(289,784)	1,932	(287,852)
				Equity attributable to owners of the Company	<b>399,839</b>	<b>1,932</b>	<b>401,771</b>
<b>Total assets</b>	<b>1,323,508</b>	<b>1,932</b>	<b>1,325,400</b>	<b>Total liabilities and equity</b>	<b>1,323,508</b>	<b>1,932</b>	<b>1,325,400</b>

December 31, 2020

Consolidated

Assets	Previously stated	Adjustment	Restated	Liabilities and equity	Previously stated	Adjustment	Restated
<b>Current</b>				<b>Current</b>			
Cash and cash equivalents	740,788	41	740,829	Trade payables	345,686	115	345,801
Trade receivables	481,264	15,426	496,690	Payroll and related taxes	63,746	1,540	65,286
Inventories	37,461	(394)	37,067	Taxes payable	84,571	871	85,442
	<b>1,412,255</b>	<b>15,073</b>	<b>1,427,328</b>	Income tax and social contribution payable	22,732	4,861	27,593
					<b>1,013,906</b>	<b>7,387</b>	<b>1,021,293</b>
<b>Noncurrent</b>				<b>Noncurrent</b>			
Deferred income tax and social contribution	31,415	1,367	32,782	Provisions for tax, labor and civil risks	5,405	14,661	20,066
Other assets	33,515	14,661	48,176	<b>Total liabilities</b>	<b>2,685,352</b>	<b>22,048</b>	<b>2,707,401</b>
Property and equipment	393,795	(4,580)	389,215	<b>Equity</b>			
Intangible assets	1,208,647	(610)	1,208,037	Accumulated losses	(289,784)	1,932	(287,852)
Rights of use of leased assets	220,620	-	220,620	Equity attributable to noncontrolling interests	<b>399,839</b>	<b>1,932</b>	<b>401,771</b>
	<b>1,950,403</b>	<b>10,838</b>	<b>1,961,241</b>		<b>277,467</b>	<b>1,931</b>	<b>279,399</b>
				<b>Total equity</b>	<b>677,306</b>	<b>3,863</b>	<b>681,169</b>
<b>Total assets</b>	<b>3,362,658</b>	<b>25,911</b>	<b>3,388,569</b>	<b>Total liabilities and equity</b>	<b>3,362,658</b>	<b>25,911</b>	<b>3,388,569</b>

## 5. CASH AND CASH EQUIVALENTS

	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Cash and banks	250	1,176	18,736	16,692
Short-term investments (i)	1,307,050	81,377	1,754,785	724,137
<b>Total cash and cash equivalents</b>	<b>1,307,300</b>	<b>82,553</b>	<b>1,773,521</b>	<b>740,829</b>

- (i) Short-term investments are mainly represented by Bank Deposit Certificates (CDBs) yielding interest corresponding to rates of up to 102.62% in 2021 (99.65% as at December 31, 2020) of the Interbank Deposit Certificate (CDI) rate, highly liquid.

## 6. SECURITIES AND OTHER FINANCIAL ASSETS

	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Short-term investments pledged as collaterals for loans (i)	-	46,206	-	46,206
Short-term investments (ii)	489	350	33,659	32,795
<b>Total</b>	<b>489</b>	<b>46,556</b>	<b>33,659</b>	<b>79,001</b>
Current	-	46,206	-	46,206
Noncurrent	489	350	33,659	32,795

- (i) The short-term investments have been pledged as collaterals for the loan obtained from Citibank, yielding interest equivalent to 100% of the CDI rate, which was settled in advance in March 2021.
- (ii) Short-term investments are represented by R\$12,577 as at September 30, 2021 (R\$11,672 as at December 31, 2020) relating to funds held in long-term investments held by Aliança Instituto de Oncologia S.A. at Old Mutual International, R\$1,530 and R\$217 at September 30, 2021 (R\$1,505 and R\$213 as at December 31, 2020) refer to capital accounts in Radioterapia Recife Ltda. e Núcleo de Oncologia de Sergipe S.A. (NOS) with BNB, R\$843 as at September 30, 2021 (R\$842 as at December 31, 2020) refer to the Group's funds invested in financial institutions Unicred and Sicoob and R\$18,492 (R\$18,563 as at December 31, 2020) represents the investment in fixed-income investment fund. This investment, made in September 2020, comprises the investment portfolio of FIDC Oncoclínicas, which is managed by BRL Trust Distribuidora de Títulos e Valores Mobiliários S.A. Investments yield interest of up to 99% of the CDI rate and FIDC up to 2.64% p.a. for the nine-month period of 2021 and up to 107% of the CDI rate and 0.62% p.a. as at December 31, 2020.

## 6.1 Financial instrument

<u>Assets</u>	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Derivatives instruments - swap	-	2,549	-	2,549
<u>Liabilities</u>				
Derivatives instruments - swap	-	-	6,129	-
Current	-	-	3,158	-
Noncurrent	-	-	2,971	-

The Company carried out a swap transaction to hedge the borrowing obtained from Banco Citibank in U.S. dollar against currency fluctuations (see note 16). Such financial instrument was measured at fair value through profit or loss, and the balance as at September 30, 2021 is a liability of R\$6,129.

Details on the derivative financial instruments contracted by the Group are as follows:

2021

The swap transaction was carried out in March 2021, maturing within a 18-month period. Such financial instrument is measured at fair value through profit or loss. As at September 30, 2021, the curve value is a liability of R\$5,736. The average finance charges are equivalent to approximately



100% of the CDI rate + 2.67% p.a. The long and short positions are disclosed in note 28.

## 2020

The swap transaction was carried out in April 2020, maturing within a 12-month period. Such financial instrument is measured at fair value through profit or loss. The swap was settled in March 2021. As at December 31, 2020, the curve value is R\$3,717. The average finance charges are equivalent to approximately 100% of the CDI rate + 3.20% p.a. The long and short positions are disclosed in note 28.

## 7. TRADE RECEIVABLES

	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Trade receivables	16,648	18,898	278,333	172,352
Unbilled revenues	22,634	19,083	427,563	393,458
Total trade receivables and unbilled revenues	39,282	37,981	705,896	565,810
Allowance for expected credit losses (ECL)	(3,763)	(11,234)	(27,213)	(34,580)
Provision for disallowance	(1,608)	(1,743)	(33,399)	(34,540)
	33,911	25,004	645,284	496,690

Trade receivables are denominated in Brazilian reais and refer mainly to healthcare services provided to health insurance plans, which average days sales outstanding is 87 days as at September 30, 2021 (85 days as at December 31, 2020).

The aging list of trade receivables is as follows:

	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Current	31,849	20,523	465,386	361,714
Up to 30 days past-due	993	2,077	93,759	80,480
Up to 60 days past-due	492	443	45,795	31,249
Up to 90 days past-due	1,535	443	38,661	28,056
91 to 180 days past-due	417	2,351	40,130	18,117
Over 180 days past-due	3,996	12,144	22,165	46,194
	39,282	37,981	705,896	565,810

The Company usually recognizes an allowance for expected credit losses based on the expected collection of trade receivables and the history of losses and disallowed amounts (average of 3% in the allowance calculation) identified by some health insurance plans.

The disallowance occurs upon authorization of the health insurance plan for issuance of the invoice. Once the disallowance is recognized, it is analyzed, and if undue, an appeal is filed with the healthcare operator for the receivable collection. The period for filing of appeals varies according to the healthcare operator, but starts to be counted when the appeal is filed.

Variations in the allowance for expected credit loss and provision for disallowances are as follows:

	Parent	Consolidated
Balance as at December 31, 2019	(6,277)	(54,213)
Reversal	114	44,132
Recognition	(4,407)	(58,168)

	<u>Parent</u>	<u>Consolidated</u>
Balance as at September 30, 2020	<u>(10,570)</u>	<u>(68,249)</u>
Balance as at December 31, 2020	(12,977)	(69,120)
Reversal	11,642	69,685
Recognition	(4,036)	(61,177)
Balance as at September 30, 2021	<u><u>(5,371)</u></u>	<u><u>(60,612)</u></u>

The maximum exposure to credit risk at the reporting date is the carrying amount of each class of receivables mentioned above. Oncoclínicas Group does not have any security pledged as collateral for trade receivables.

#### 8. INVENTORIES

	<u>Parent</u>		<u>Consolidated</u>	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
Medicines	2,467	834	36,706	18,699
Material and Personal Protective Equipment (PPE)	9,418	6,986	18,669	18,368
Advance	-	-	79	-
Total	<u><u>11,885</u></u>	<u><u>7,820</u></u>	<u><u>55,454</u></u>	<u><u>37,067</u></u>

Inventories refer mainly to medicines used in chemiotherapeutic procedures. There is no allowance for inventory losses and guarantees, considering an average turnover period of approximately 38 days as at September 30, 2021 (36 days as at December 31, 2020) and guarantees provided and/or restrictions on the full use of inventories.

#### 9. RECOVERABLE TAXES

Recoverable taxes are broken down as follows:

	<u>Parent</u>		<u>Consolidated</u>	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
Income tax (IRPJ) and Social contribution (CSLL)	6,958	5,770	27,021	21,883
Withholding income tax (IRRF)	11,425	5,559	34,504	19,691
Taxes on revenue (PIS and COFINS)	1,614	1,799	37,191	35,136
Service tax (ISS)	-	-	1,880	2,450
Other taxes	32	-	382	358
	<u><u>20,029</u></u>	<u><u>13,128</u></u>	<u><u>100,978</u></u>	<u><u>79,518</u></u>

#### 10. OTHER ASSETS

	<u>Parent</u>		<u>Consolidated</u>	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
Advances to suppliers	2,843	4,163	2,203	8,768
PERT under consolidation (a)	1,633	1,633	20,234	20,234

Disposal of equity interests (c)	18,643	13,405	20,377	15,216
Advance – acquisitions (e)	-	-	40,000	-
Machinery lease	2,825	2,660	599	720
Sundry advances (b)	893	317	18,294	2,409
Prepaid expenses	7,982	1,909	9,369	3,130
Other (d)	229	950	38,168	22,168
	<u>35,048</u>	<u>25,037</u>	<u>149,244</u>	<u>72,645</u>
Current	15,233	11,188	64,041	24,469
Noncurrent	19,815	13,849	85,203	48,176

(a) Pursuant to §2, Art.2 of Law 13,496/17, which introduced the Special Tax Regularization Program (PERT), the possibility of using tax loss carryforwards CSLL (BCN), calculated up to December 31, 2015, own or of subsidiaries, either directly or indirectly, was disclosed in note 18 (i).

(b) In May 2021, a Private Agreement of Atypical Lease of non-residential property was signed, under the Built To Suit modality between Hymalaia Empreendimentos Imobiliários S.A. (Lessor) and Oncoclínicas – Centro Tratamento Oncológico S.A. (Lessee). As provided for in the contract, the Group paid R\$13,500 as advance lease, corresponding to the first six months of the initial contractual term. The purpose of this agreement is the development, in the Properties, of a mixed-use real estate project planned with the integration of spaces for health, shopping mall, residential and commercial buildings, convention center, leisure, gastronomy and culture, as well as parking lot for approximately 1,800 vehicles ("Mixed Use Enterprise"), which will be economically explored by the Company or by whom it appoints/contracts, ensuring vacancies exclusively for the hospital unit that will be built and leased for use and operation by the Company. The Lease term will start on the date of delivery of the property in conditions of use with a term of 30 (thirty) years.

The project is still in progress, and the recognition criteria prescribed by IFRS 16 (CPC 06) were not yet met.

(c) The equity interest purchase and sale transactions between the Company, its subsidiaries and third parties are shown below. Balances are adjusted based on the CDI + IPCA and mature up to 2030.

<u>Lender</u>	<u>Disposal of equity interest</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
<u>Parent</u>			
Oncoclínicas	RT Portugal	5,726	5,771
Oncoclínicas	Pontus	10,783	4,999
Oncoclínicas	CPO SP	1,444	1,444
Oncoclínicas	Multihemo	227	278
Oncoclínicas	RT Recife	-	450
Oncoclínicas	Other	463	463
Total		<u>18,643</u>	<u>13,405</u>
<u>Subsidiaries</u>			
Salvador	Multihemo	-	15
CMI	Multihemo	675	829
NOB	Noncontrolling interest (acquisition of treasury shares)	-	116

Lender	Disposal of equity interest	09/30/2021	12/31/2020
Oncopar	Pro Onco	909	851
CTO RJ	IRA	150	-
Total		1,734	1,811
Total consolidated		20,377	15,216

- (d) Includes amounts arising from events indemnifiable by the sellers of Hospital Vila da Serra, in the amount of R\$ 14,661, as mentioned in note 4 and adjusted as at September 30, 2021 with recognition of an additional amount of R\$451.

In September 2021, as a result of the acquisition of CEBROM, buyer Centro de Tratamento Oncológico S.A 9 (“CTO RJ”) recognized the amount of R\$12,518 relating to possible losses concerning tax and labor matters. Additionally, the purchase and sale agreement contains indemnification clauses and, therefore, the lawsuits were recognized as indemnifications asset and contingent liabilities.

- (e) On July 6, 2021, the purchase and sale agreement of UMC mentioned in note 1 was entered into and, in conformity with the expected clauses, buyer Multihemo made a down payment in the amount of R\$40,000 within the period agreement upon among the parties.

## 11. INVESTMENTS IN SUBSIDIARIES

### a) Breakdown

	Parent	
	09/30/2021	12/31/2020
Investments in subsidiaries	530,736	637,698
Goodwill (i)	101,195	128,068
	631,931	765,766

- (i) Refers to the goodwill arising on business combinations carried out by the Parent. The reduction during the nine months of 2021, in the amount of R\$26,873, is due to the corporate restructuring carried out in the Group, in which the Parent spun off to Idengene the goodwill of Boston Lighthouse in the amount of R\$35,611; R\$2,147 of this amount refer to the effect of foreign exchange fluctuation to the transaction date and the goodwill of Locus in the amount of R\$3,190.

With the new structure, the Parent directly controls Idengene, assuming its goodwill in the amount of R\$9,781, net of the recognition of deferred income tax and social contribution in the amount of R\$5,039, as disclosed in note 27(i).

Variations in investments are as follows:

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Companies	12/31/2020	Profit distribution	Share of profit (loss) of subsidiaries	Changes in equity interest (ii)	Corporate restructuring (iii)	Transfer (iv)	Foreign exchange fluctuation	Capital increase (v)	Other (i)	09/30/2021
Chemotherapy	110,601	(5,065)	29,131	(6,935)	(5,969)	(63,101)	-	-	132	58,794
Radiotherapy	13,942	(420)	967	171	-	-	-	-	-	14,660
Precision medicine	8,449	-	(21,546)	-	84,604	-	(1,243)	18,197	-	88,461
Vehicle entities	475,067	(13,621)	19,152	(239,348)	(44,256)	63,101	-	73,982	(2,051)	332,026
Other	27,836	-	(11,524)	-	-	-	-	-	-	16,312
<b>Total</b>	<b>635,895</b>	<b>(19,106)</b>	<b>16,180</b>	<b>(246,112)</b>	<b>34,379</b>	<b>-</b>	<b>(1,243)</b>	<b>92,179</b>	<b>(1,919)</b>	<b>510,253</b>
Investments	637,698									530,736
Equity deficit*	(1,803)									(20,483)

\*Recorded in "Other noncurrent liabilities" in the balance sheet.

Companies	12/31/2019	Profit distribution	Share of profit (loss) of subsidiaries	Changes in equity interest (ii)	New acquisitions	Foreign exchange fluctuation	Capital increase	Other (i)	09/30/2020
Chemotherapy	124,618	(22,237)	27,992	4,358	-	-	-	-	134,731
Radiotherapy	27,067	(700)	(1,174)	(6,020)	-	-	-	120	19,293
Precision medicine	14,619	-	(9,390)	-	2,129	5,437	-	4	12,799
Vehicle entities	373,868	(16,485)	25,360	(7,729)	-	-	94,381	6,039	475,433
Other	(1,527)	-	(10,986)	-	-	-	43,475	-	30,962
<b>Total</b>	<b>538,645</b>	<b>(39,422)</b>	<b>31,802</b>	<b>(9,391)</b>	<b>2,129</b>	<b>5,437</b>	<b>137,856</b>	<b>6,163</b>	<b>673,219</b>
Investments	540,857								677,393
Equity deficit*	(2,212)								(4,174)

\*Recorded in "Other noncurrent liabilities" in the balance sheet.

#### (i) Other

##### Price change

##### In 2020

In May 2020, the Parent recognized an increase in the investment of its subsidiary Oncocentro Imagem, in the amount of R\$5,407, arising from the fair value review of the shares paid in by the remaining shareholders of Núcleo de Hematologia e Transplante de Medula Óssea de Minas Gerais Ltda.

##### In 2021

In May 2021, Oncocentro Imagem paid in a capital reserve, approved in May 2019, at Oncoclínicas Minas Gerais. The amount was contributed only by it and there was no dilution of the noncontrolling shareholders. Therefore, a negative effect on equity was recognized under "transactions between shareholders" in the amount of R\$2,051, which corresponds to the amount paid in excess of the interest.

#### (ii) Changes in equity interest

##### In 2020

In April 2020, the sale of 50% of the common shares in Centro de Excelência de Radioterapia Rio de Janeiro (RT Portugal) was carried out, reducing the Parent's investment by R\$6,020.

Pursuant to the Purchase and Sale Agreement entered into on June 1, 2020 among Oncoclínicas do Brasil and the shareholders of Oncoclínica – Centro de Tratamento Oncológico S.A, a 4.96% stake was acquired and, as from said date, the Company started to hold 100% stake in such subsidiary. The amount recognized on that date and considered for purposes of investment increase was R\$4,358.

In June 2020, the sale of 49.99% interest in Pontus was carried out; the amount of investment decrease was R\$8,744. Additionally to the purchase and sale agreement of Pro Onco in 2019, the Group acquired 80% and, at the same time, 5% was sold to a noncontrolling shareholder. The measured value of this transaction was R\$1,015 recognized as gain, when compared to the sales price.

#### In 2021

In the first nine months of 2021, share purchase and sale agreements were signed, under which the Company increased its direct and/or indirect interests in certain subsidiaries.

The amounts involved and the accounting consequences arising from purchases of noncontrolling interest are as follows:

Subsidiaries	% equity interest acquired	Price on acquisition	Carrying	Gain/loss on acquisitions accounted for in equity
		(a)	(b)	(c)
Núcleo de Oncologia da Bahia S.A.	1.00%	743	225	518
Multihemo Serviços Médicos S.A.	25.62%	80,817	15,019	65,798
CPO - Centro Paraibano de Oncologia S.A.	25.00%	29,914	2,416	27,499
Núcleo de Oncologia de Sergipe S.A.	56.79%	40,750	5,415	35,335
Hematológica - Clínica de Hematologia S.A.	41.99%	64,898	3,855	61,043
Radioterapia Oncoclínicas Recife S.A.	2.40%	132	171	(39)
CECON - Centro Capixaba de Oncologia S.A.	13.50%	6,804	928	5,876
Onco Vida Instituto Especializado de Oncologia Clínica S.A.	24.04%	13,997	1,919	12,078
Instituto de Hematologia e Oncologia de Curitiba S.A. – Clínica Médica	6.00%	4,336	491	3,845
Aliança Instituto de Oncologia S.A.	25.00%	40,250	6,090	34,160
<b>TOTAL</b>		<b>282,640</b>	<b>36,528</b>	<b>246,112</b>

a) Refers to the amount of consideration transferred for acquisition of additional interest from noncontrolling shareholders.

b) Refers to the carrying amount of noncontrolling interests represented by the percentage of interest acquired, multiplied by the equity amount acquired on the transaction date.

c) Refers to the goodwill paid on acquisitions of noncontrolling interests, represented by the difference between the consideration transferred and the carrying amount of the investment acquired, recorded in equity under "transactions between shareholders".

## (iii) Corporate restructuring

As mentioned in Note 1, in May 2021, the Group carried out a corporate restructuring between the Parent and certain subsidiaries, consisting of the spin-off of certain balances of investments and intangibles with a contra entry to capital increase in subsidiary Idengene.

As it is a transaction between subsidiaries of the Group, the aforementioned corporate restructuring had no effect on the consolidated interim financial information of the Group, except for the recognition of the tax benefit related to deferred income tax and social contribution arising from the realization of goodwill on business combination, in the amount of approximately R\$5,000.

In the Company's individual interim financial information, the effects were as follows:

<b>Spin-offs and capital increase of Idengene</b>	<b>Amount</b>
Goodwill Boston Lighthouse "BLI"	35,611
Goodwill Locus Anat. Patol. e Citologia Ltda	3,190
Advance for future capital increase Locus Anat. Patol. e Citologia Ltda	<u>5,400</u>
<b>Subtotal (1)</b>	<b>44,201</b>
<b>Capital reduction and recognition of deferred IR and CSLL</b>	
Capital reduction at Oncohematologia Participações Ltda.	(14,819)
Recognition of deferred IR and CSLL at Idengene Medicina Diagnostica S.A.	<u>4,997</u>
<b>Subtotal (2)</b>	<b>(9,822)</b>
<b>TOTAL</b>	<b>34,379</b>

(1) The amount of R\$44,201 represents the portion of the goodwill and advance for future capital increase spun off to Idengene. The portion of the investment referring to the interest in the equity of the spun-off investees did not result in an accounting impact on the parent.

(2) The amount of R\$9,822 represents the net effect of the spin-off of the goodwill in Oncohematology and the recognition of deferred IR and CSLL on the goodwill incorporated by Idengene.

## (iv) Transfer of interest between subsidiaries

In June 2021, Centro de Tratamento Oncológico (CTO RJ) joined the corporate structure of the companies Onco Imagem, Oncologia Participação Ltda., Oncoclínicas Participação SP, Oncopar and CMI. This change had no effect on the parent's investment balance.

## (v) Capital increase

In 2021

In February 2021, the Parent spun off to Idengene Medicina Diagnóstica S.A. the amount of R\$15,905 referring to intangible assets recorded in software development.

In July 2021, in addition to the transaction above, the amount of R\$2,312 referring to intangible assets was spun off to Idengene.

The remaining amount of R\$73,982 refers to the capital increase in subsidiaries.



Dividends from subsidiaries

Dividends paid by direct subsidiaries are broken down as follows:

	Allocation of dividends		
	Parent	Noncontrolling shareholders	Total
	<u>09/30/2021</u>	<u>09/30/2021</u>	<u>09/30/2021</u>
Centro Mineiro de Infusão S.A.	1,529	1,071	2,600
Centro Paulista de Oncologia S.A.	4,975	25	5,000
Oncopar Sul Empreendimentos e Participações Ltda.	1,801	99	1,900
Oncoclínicas Participações SP Ltda.	6,111	4,739	10,850
Instituto de Oncologia de Ribeirão Preto S.A.	90	1,910	2,000
Oncocentro Imagem Serviços Médicos Ltda.	4,179	421	4,600
CPO - Centro Paraibano de Oncologia S.A.	420	2,580	3,000
	<u>19,106</u>	<u>10,844</u>	<u>29,590</u>
Total	<u>19,106</u>	<u>10,844</u>	<u>29,590</u>

Equity interest held in direct investees							
September 30, 2021							
Company	Equity interest	Total assets	Total liabilities	Equity	Profit or loss for the nine-month period	Investment amount	Profit or loss under the equity method – of direct investees
Centro Mineiro de Infusões	58.80%	170,841	136,619	34,222	13,341	20,122	10,344
Oncoclínicas Salvador	100.00%	13,468	4,379	9,089	1,251	9,089	1,251
Centro Paulista de Oncologia	99.50%	412,689	374,937	37,752	10,950	37,563	10,895
Oncopar	94.81%	102,496	11,151	91,345	5,208	86,605	4,982
Onco Participações	92.13%	82,644	221	82,423	1,123	75,936	1,067
Radioterapia Oncoclínicas Recife	7.00%	50,110	40,258	9,852	(2,785)	690	(194)
Centro Exc.ª. Radioterapia Rio de Janeiro	50.00%	12,274	1,797	10,477	(1,821)	5,239	(911)
Onco Part. SP	45.78%	80,106	0	80,106	3,967	36,673	3,635
Oncobio	60.00%	89,032	46,995	42,037	(18,289)	25,222	(10,974)
Instituto Onc. De Ribeirão Preto	4.50%	10,188	4,791	5,397	2,842	243	128
Oncocentro Imagem	90.85%	160,007	68,512	91,495	6,130	83,124	5,999
CPO - Centro Paraibano de Oncologia S.A.	14.00%	23,381	13,920	9,461	4,759	1,325	666
Idengene	99.17%	120,982	31,765	89,217	(21,150)	88,476	(19,037)
Leste Fluminense	33.49%	109,796	42,880	66,916	14,425	26,911	5,976
Boston Lighthouse	90.28%	5,069	5,443	(374)	(9,614)	-	(1,574)
Onco Part.ES RJ	99.99%	52,161	29,233	22,928	5,898	22,928	5,899
Cruz Participações	28.58%	50,014	15,594	34,420	(571)	9,837	(163)
CGS Faria Lima	99.99%	2,095	1,342	753	(551)	753	(551)
<b>Total investment</b>		<b>1,547,353</b>	<b>829,837</b>	<b>717,516</b>	<b>15,113</b>	<b>530,736</b>	<b>17,438</b>
Company	Equity interest	Total assets	Total liabilities	Equity	Profit or loss for the nine-month period	Investment amount	Profit or loss under the equity method – of direct investees
Oncohematologia	99.17%	33,427	42,159	(8,732)	61	(8,659)	60
RT Oncoclínicas São Paulo	99.00%	12,299	12,733	(434)	161	(429)	160
RT Oncoclínicas Salvador	100.00%	-	5	(5)	2	(5)	2
RT Oncoclínicas Ribeirão Preto	99.00%	-	18	(18)	(7)	(18)	(7)
Pontus Participações	50.01%	20,759	40,017	(19,258)	(25,378)	(9,632)	(12,691)
Locus	100.00%	4,886	3,767	1,119	(3,748)	-	(914)
Oncoclínica – Centro de Tratamento Oncológico	100.00%	867,893	869,633	(1,740)	12,132	(1,740)	12,132
<b>Total equity deficit</b>		<b>939,264</b>	<b>968,332</b>	<b>(29,068)</b>	<b>(16,777)</b>	<b>(20,483)</b>	<b>(1,258)</b>
<b>Total direct investments</b>		<b>2,486,617</b>	<b>1,798,169</b>	<b>688,448</b>	<b>(1,644)</b>	<b>510,253</b>	<b>16,180</b>

Equity interest held in direct investees							
September 30, 2020							
Company	Equity interest	Total assets	Total liabilities	Equity	Profit or loss for the nine-month period	Investment amount	Profit or loss under the equity method – of direct investees
Centro Mineiro de Infusões	100.00%	95,938	1,608	94,330	19,951	94,330	19,951
Oncoclínicas Salvador	100.00%	16,590	3,332	13,259	(1,168)	13,259	(1,168)
Centro Paulista de Oncologia	85.90%	106,769	69,557	37,212	12,858	31,695	11,045
Oncoclínica – Centro Trat. Oncológico	100.00%	639,644	553,145	86,498	16,877	86,498	16,628
Oncopar	99.99%	98,127	22,052	76,075	6,273	76,067	6,273
Onco Participações	99.99%	80,627	(625)	81,252	1,082	81,244	1,082
Oncohematologia	99.17%	63,019	26,629	36,389	(5,167)	36,087	(5,139)
RT Oncoclínicas Recife	4.600%	54,506	46,807	7,699	(3,048)	356	(140)
Centro de Excelência RT Rio de Janeiro	50.00%	15,085	2,668	12,417	526	6,208	336
Onco Part. SP	99.00%	74,977	11,315	63,661	5,482	63,025	5,427
Instituto Onc. De Ribeirão Preto	4.50%	9,398	5,051	4,347	2,249	196	101
Oncocentro Imagem	100.00%	138,858	17,285	121,573	7,038	121,573	7,038
Centro Paraíba de Oncologia	14.00%	25,101	17,956	7,145	6,064	1,000	849
Oncobio Serviços DE Saúde AS	60.00%	97,036	44,458	52,579	(17,345)	31,547	(10,385)
Idengene	1.00%	32,781	32,585	196	(6,645)	2	(66)
Navarra	33.49%	86,203	40,765	45,438	651	15,220	218
Pontus Part. Ltda.	50.01%	49,705	37,671	12,034	(9,462)	6,018	(6,732)
Boston Lighthouse	90.28%	13,635	(4)	13,639	(8,505)	12,314	(7,678)
Locus	100.00%	3,090	2,606	484	(1,645)	484	(1,645)
Total investment		<u>1,701,088</u>	<u>934,861</u>	<u>766,227</u>	<u>25,708</u>	<u>677,393</u>	<u>35,634</u>
Company	Equity interest	Total assets	Total liabilities	Equity	Profit or loss for the nine-month period	Investment amount	Profit or loss under the equity method – of direct investees
RT Oncoclínicas Ribeirão Preto	99.00%	-	12	(12)	(12)	(12)	(12)
Central de Gestão e Saúde	99.90%	2,609	3,227	(618)	(602)	(617)	(601)
RT Oncoclínicas Salvador	100.00%	3	6	(3)	(15)	(3)	(15)
Onco Part. ES RJ	99.99%	17,757	20,630	(2,873)	(2,180)	(2,873)	(2,180)
RT Oncoclínicas São Paulo	99.00%	12,431	13,107	(676)	(1,035)	(669)	(1,024)
Total equity deficit		<u>32,800</u>	<u>36,982</u>	<u>(4,182)</u>	<u>(3,844)</u>	<u>(4,174)</u>	<u>(3,832)</u>
Total direct investments		<u>1.733.888</u>	<u>971,843</u>	<u>762,046</u>	<u>21,865</u>	<u>673,219</u>	<u>31,802</u>

## 12. PROPERTY AND EQUIPMENT

Description	Annual depreciation rates	Parent			
		September 30, 2021			December 31, 2020
		Cost	Accumulated depreciation		Balance
			depreciation	Balance	
Machinery and equipment	10%	49,923	(10,321)	39,602	50,392
Facilities	10%	559	(292)	267	306
Furniture and fixtures	10%	3,491	(1,532)	1,959	2,200
Computers and peripherals	20%	6,939	(3,466)	3,473	2,330
Leasehold improvements	10%	17,333	(6,196)	11,137	8,747
Land	-	986	-	986	986

Advance for property and equipment	-	1,232	-	1,232	-
Construction in progress	-	5,614	-	5,614	61
Total		<u>86,077</u>	<u>(21,807)</u>	<u>64,270</u>	<u>65,022</u>

Description	Annual depreciation rates	Consolidated			
		September 30, 2021		December 31, 2020	
		Cost	Accumulate d depreciation	Balance	Balance
Machinery and equipment	10%	243,049	(90,743)	152,306	130,551
Facilities	10%	10,832	(4,418)	6,414	12,187
Furniture and fixtures	10%	29,074	(13,361)	15,713	14,872
Computers and peripherals	20%	28,857	(15,002)	13,855	9,530
Leasehold improvements	10%	270,144	(81,832)	188,312	167,151
Company cars	25%	518	(518)	-	26
Land	-	2,044	-	2,044	1,564
Advance for property and equipment	-	1,514	-	1,514	-
Construction in progress	-	24,149	-	24,149	53,334
Total		<u>610,181</u>	<u>(205,874)</u>	<u>404,307</u>	<u>389,215</u>

As at September 30, 2021, and December 31, 2020, no assets were pledged as collateral. Management has not identified significant changes in the useful lives of the assets part of its property and equipment and of its subsidiaries.

Leasehold improvements are amortized during the term of the lease contract and considers the expected renewal or disposal, when Management intends to exercise such right, and pursuant to the terms and conditions of the contracts. Land and construction in progress are not depreciated or amortized.

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Parent	Machinery and equipment	Facilities	Furniture and fixtures	Computers and peripherals	Leasehold improvements	Construction in progress	Advance	Land	Total
Balance as at December 31, 2019	35,226	358	2,126	1,609	9,765	17,135	-	986	67,205
Purchases	-	-	405	680	233	8,546	-	-	9,864
Depreciation	(3,067)	(39)	(250)	(522)	(1,048)	-	-	-	(4,926)
Transfers	7,692	-	-	-	-	(7,692)	-	-	-
Balance as at September 30, 2020	39,851	319	2,281	1,767	8,950	17,989	-	986	72,143
Balance as at December 31, 2020	50,392	306	2,200	2,330	8,747	61	-	986	65,022
Purchases	112	2	42	1,888	446	2,401	1,232	-	6,123
Depreciation	(4,215)	(39)	(286)	(754)	(1,408)	-	-	-	(6,702)
Write-offs	(173)	-	-	-	-	-	-	-	(173)
Transfers	(6,514)	(2)	3	9	3,352	3,152	-	-	-
Balance as at September 30, 2021	39,602	267	1,959	3,473	11,137	5,614	1,232	986	64,270

Consolidated	Machinery and equipment	Facilities	Furniture and fixtures	Computers and peripherals	Leasehold improvements	Company cars	Land	Advance	Construction in progress	Total
Balance as at December 31, 2019	100,698	8,189	10,990	6,469	145,033	142	1,441	-	42,150	315,112
New companies										
Locus	737	-	28	188	554	-	-	-	-	1,507
Hospital Marcos Moraes	10,820	-	65	208	28,318	-	-	-	13,188	52,599
Purchases	3,549	101	1,620	2,394	15,088	-	-	-	22,794	45,546
Depreciation	(10,196)	(758)	(1,171)	(1,728)	(13,784)	(59)	-	-	-	(27,695)
Write-offs	(52)	-	(131)	(36)	-	(36)	-	-	-	(255)
Transfers	18,511	(110)	(297)	(327)	-	-	-	-	(17,777)	-
Balance as at September 30, 2020	124,067	7,422	11,104	7,168	175,209	47	1,441	-	60,355	386,814
Balance as at December 31, 2020	130,551	12,187	14,872	9,530	167,151	26	1,564	-	53,334	389,215
New companies										
CEBROM	16,034	-	505	129	614	-	-	-	-	17,282
CTR	432	3	152	90	1,023	-	480	-	15	2,195
Purchases	11,993	190	1,552	7,048	1,062	32	-	1,514	16,194	39,585
Depreciation	(16,632)	(944)	(1,601)	(3,008)	(18,618)	(58)	-	-	-	(40,861)
Write-offs	(311)	-	(84)	(45)	-	-	-	-	-	(440)
Transfers	10,239	(5,022)	317	111	37,080	-	-	-	(45,394)	(2,669)
Balance as at September 30, 2021	152,306	6,414	15,713	13,855	188,312	-	2,044	1,514	24,149	404,307

### 13. INTANGIBLE ASSETS

The Company's and its subsidiaries' intangible assets are comprised of systems and applications, exclusivity right, software development, trademarks and patents, partnership agreements and goodwill deriving from expected future earnings paid on the acquisition of investments that are justified in the estimated future cash flows, pursuant to future feasibility reports prepared by external specialists. Goodwill arising on the acquisition of investments in subsidiaries is reclassified from the group of investments in the Parent's individual financial statements to intangible assets in the consolidated financial statements.

The amounts recorded in intangible assets are broken down as follows:

Description	Annual amortization rates	Parent			
		September 30, 2021		December 31, 2020	
		Cost	Accumulated amortization	Balance	Balance
Systems and applications	20%	12,844	(9,109)	3,735	4,076
Exclusivity right	20%	28,141	(12,479)	15,662	22,283
Software development	-	27,972	-	27,972	35,185
Goodwill	-	9,585	-	9,585	9,585
Trademarks and patents	-	269	-	269	269
Intellectual property	20%	9,360	(406)	8,954	-
<b>Total</b>		<b>88,171</b>	<b>(21,994)</b>	<b>66,177</b>	<b>71,398</b>

Description	Annual amortization rates	Consolidated			
		September 30, 2021		December 31, 2020	
		Cost	Accumulated amortization	Balance	Balance
Systems and applications	20%	38,861	(27,871)	10,990	11,237
Software and project development	-	83,630	-	83,630	60,503
Exclusivity right	20%	70,769	(37,937)	32,832	41,220
Goodwill on acquisition of investments	-	843,389	-	843,389	612,208
Partnership agreement	8,3%	563,202	(44,251)	518,951	482,123
Trademarks and patents	-	746	-	746	746
Intellectual property	20%	11,695	(406)	11,289	-
<b>Total</b>		<b>1,612,292</b>	<b>(110,465)</b>	<b>1,501,827</b>	<b>1,208,037</b>

As at September 30, 2021, and December 31, 2020, no rights were pledged as collateral. Management has not identified significant differences in the useful lives of the assets part of its intangible assets and of its subsidiaries.

No losses were identified and recognized related to the impairment of intangible assets as at September 30, 2021 and December 31, 2020.

	Parent						Total
	Systems and applications	Software development	Goodwill - Oncocentro	Exclusivity right	Trademarks and patents	Intellectual property	
Balance as at December 31, 2019	4,363	11,871	9,585	1,921	269	-	28,009
Purchases	803	10,645	-	21,764	-	-	33,212
Amortization	(1,479)	-	-	(2,562)	-	-	(4,041)
Balance as at September 30, 2020	3,688	22,517	9,585	21,123	269	-	57,180
Balance as at December 31, 2020	4,076	35,185	9,585	22,283	269	-	71,398
Purchases	1,295	20,177	-	-	-	-	21,472
Amortization	(1,449)	-	-	(6,621)	-	(406)	(8,476)
Corporate restructuring	-	(18,217)	-	-	-	-	(18,217)
Transfers	(187)	(9,173)	-	-	-	9,360	-
Balance as at September 30, 2021	3,735	27,972	9,585	15,662	269	8,954	66,177

	Consolidated							
	Systems and applications	Software development	Partnership agreements (i)	Goodwill on acquisition of investments (iii)	Exclusivity right (ii)	Trademarks and patents	Intellectual property	Total
Balance as at December 31, 2019	14,656	28,523	135,788	414,922	24,744	736	-	619,369
Purchases	1,136	18,329	300,000	20,559	26,229	-	-	366,253
Amortization	(4,195)	-	(11,199)	-	(9,962)	-	-	(25,356)
Foreign exchange fluctuation	-	-	-	10,627	-	-	-	10,627
Balance as at September 30, 2020	11,597	46,852	424,589	446,108	41,011	736	-	970,893
Balance as at December 31, 2020	11,237	60,503	482,123	612,208	41,220	746	-	1,208,037
New companies								
CEBROM	1,048	-	-	-	-	-	-	1,048
CTR	72	-	-	-	-	-	-	72
Purchases	2,157	32,755	49,991	234,657	3,500	-	2,333	325,392
Amortization	(3,788)	-	(13,164)	-	(11,888)	-	(406)	(29,246)
Goodwill on corporate restructuring *	-	-	-	(5,039)	-	-	-	(5,039)
Foreign exchange fluctuation	-	-	-	1,563	-	-	-	1,563
Transfers	265	(9,627)	-	-	-	-	9,362	-
Balance as at September 30, 2021	10,990	83,631	518,950	843,389	32,832	746	11,289	1,501,827

\* Refers to the effect of the recognition of deferred income tax and social contribution on goodwill realized through the corporate restructuring disclosed in note 11 (i).

## (i) Partnership agreements – main transactions for the period

2021

- a) On February 2, 2021, an Investment Agreement and Other Covenants was signed between the Company, Unimed Grande Florianópolis – Cooperativa de Trabalho Médico (“UGF”), and UGF Participações S.A. (“UGF Par”) and a subsidiary of the Company, Cruz Participações Ltda. (currently Talassa Participações S.A.) (“Talassa”), to regulate the joint investment of the Company and UGF, through UGF Par, in Talassa. The transaction involves a contribution to Talassa, with the UGF contribution comprising an intangible asset valued at R\$49,991 thousand and the Company's contribution in the amount of R\$25,000, in order to operationalize Talassa's activities. As part of the agreement, the amount of R\$25,000 referring to redeemable preferred shares will be redeemed by Unimed. The operation also involves the execution of ancillary contracts, including a partnership agreement under which the terms and conditions in which the parties will provide chemotherapy and outpatient medical services to UGF beneficiaries and other private patients are regulated; development and direct operation of activities related to medical, hospital and health care services.

2020

- a) Central Nacional da Unimed – Cooperativa Central (CNU) and Oncoclínicas do Brasil Serviços Médicos S.A (Oncoclínicas) established a strategic partnership for a 30-year term to serve together the beneficiaries of the healthcare plans operated by CNU, who have been diagnosed with oncology disorders and who seek oncology care. This partnership will cover the cities of São Paulo, Bahia and Brasília. To set up the partnership, Oncoclínicas invested amounts together with CNU, on organized way; Oncoclínicas adopted the cash contribution method and CNU used the customer portfolio, of which R\$61,600 in Yukon, R\$38,400 in Angara and R\$200,000 in Baikal. CNU's contribution to the capital of the partnerships was made based on an economic and financial valuation report, using the discounted cash flow method, based on historical facts and future market prospects.
- ii) Exclusivity right

The non-compete right recorded in Oncoclínicas Group companies refers to clauses set out in the medical service agreements, which provide for the exclusivity right of these service providers. The average term of the agreements is five years.

## (vi) Goodwill on acquisition of investments

Breakdown of the goodwill arising on the Group's acquisitions:

	Consolidated	
	09/30/2021	12/31/2020
Oncoclínicas do Brasil Serviços Médicos S.A.	110,780	137,653
Oncoclínica – Centro de Tratamento Oncológico	235,906	6,955
Centro Mineiro de Infusões	15,982	15,982
Oncocentro Imagem Serviços Médicos	82,215	82,215
Centro de Quimioterapia Oncoclínicas	388	388
Oncopar	49,415	49,415
Oncologia Participações	16,287	16,287
Oncohematologia Participações	12,276	27,096
Idengene	43,923	-
Oncoclínicas Participações SP	53,892	53,892



Pontus Participações	10,421	10,421
Amazonas Participações	57,535	57,535
Andrômeda Participações	154,369	154,369
Total	<u>843,389</u>	<u>612,208</u>

Impairment tests of goodwill deriving from expected future earnings

Oncoclínicas Group annually tests goodwill deriving from expected future earnings to identify impairment loss, the last test was conducted for the year ended December 31, 2020. The Company monitored the assumptions used and did not identify any indication of impairment or need to conduct a new test as at September 30, 2021.

There was no need to recognize an impairment of goodwill arising on the acquisition of investments for the year ended December 31, 2020.

14. RIGHT OF USE – LEASE

The Group leases properties for its operations, including buildings. The average lease term is 10 years. The Group's obligations are collateralized by the ownership of the leased assets.

14.1. Right-of-use assets - properties

	<u>Parent</u>
Balance as at 12/31/2019	<u>19,933</u>
Addition/ remeasurement	7,552
Amortization	(3,770)
Balance as at 09/30/2020	<u>23,715</u>
Balance as at 12/31/2020	<u>24,693</u>
Addition/ remeasurement	1,026
Amortization	(3,728)
Balance as at 09/30/2021	<u><u>21,991</u></u>

	Consolidated		
	Properties	Machinery and equipment	Total
Balance as at 12/31/2019	123,019	-	123,019
New company			
Hospital Marcos Moraes	5,978	-	5,978
Addition/ remeasurement	31,604	-	31,604
Amortization	(19,886)	-	(19,886)
Balance as at 09/30/2020	<u>140,715</u>	<u>-</u>	<u>140,715</u>
Balance as at 12/31/2020	209,717	10,903	220,620
New company			
Cebrom	1,644		1,644
Addition/ remeasurement	21,688	-	21,688
Amortization	(20,962)	-	(20,962)
Balance as at 09/30/2021	<u>212,087</u>	<u>10,903</u>	<u>222,990</u>

#### 14.2. Lease liabilities

Liabilities were measured at the present value of the remaining lease payments discounted based on the average incremental rate from 6.64% to 8.10% p.a. as at September 30, 2021 and 8.10% p.a. for 2020.

Due to the maturity and renewal of some lease contracts, they were remeasured at the new monthly amount, which additional amounts were classified as addition/remeasurement.

	Parent	Consolidated
Balance as at 12/31/2019	20,600	128,707
New companies		
Hospital Marcos Moraes	-	5,978
Addition/ remeasurement	7,552	31,604
Principal repayment	(3,079)	(16,506)
Payment of interest	(1,139)	(6,106)
Interest	1,348	6,948
Balance as at 09/30/2020	<u>25,282</u>	<u>150,625</u>

Balance as at 12/31/2020	26,572	232,581
New company		
Cebrom	-	1,644
Addition/ remeasurement	1,026	21,688
Principal repayment	(3,475)	(21,496)
Payment of interest	(1,347)	(7,951)
Interest	1,542	12,872
Balance as at 09/30/2021	<u>24,318</u>	<u>239,338</u>
Current	4,566	25,860
Noncurrent	19,752	213,478

As at September 30, 2021, noncurrent is broken down as follows:

	<u>Parent</u>	<u>Consolidated</u>
2021	1,631	10,623
2022	6,523	42,258
2023	6,207	41,763
2024	5,261	36,372
2025	4,503	30,985
2026 and thereafter	6,885	308,114
Total	<u>31,010</u>	<u>470,115</u>
Embedded interest	<u>(6,692)</u>	<u>(230,777)</u>
Lease liability	<u>24,318</u>	<u>239,338</u>

Although the accounting methodology used by the Company is in line with the rule set out in CPC06(R2) /IFRS16, it generates misstatements in the information to be provided due to the mismatching between cash flow and present value, given the current reality of the long-term interest rates in the Brazilian economic environment. Accordingly, the Company recalculated the depreciation and finance charge amounts for the total term of the contracts in effect as at September 30, 2021, based on a future cash flow that incorporates the expected inflation (nominal flow).

Pursuant to Circular Letter/CVM/SNC/SEP/02/2019, the Company presents the comparative balances of lease liabilities and their respective finance costs, right-of-use assets and their related depreciation expenses, considering the effect from future projected inflation on the flows of lease contracts, discounted at the nominal rate:

	Sep/ 2021	Dec/ 2021	Dec/ 2022	Dec/ 2023	Dec/ 2024	Dec/ 2025	Dec/ 2026	Dec/ 2027	Dec/ 2028	Dec/ 2029	Dec/ 2030	Jan/2031 and thereafter
IPCA	8.49%	8.49%	4.12%	3.25%	3.00%	3.00%	3.00%	3.00%	3.00%	3.00%	3.00%	3.00%
Lease asset:												
Flow without inflation	222,990	216,641	188,731	161,921	139,724	122,750	110,979	100,802	92,174	83,834	76,588	70,168
Flow with inflation	241,922	235,034	196,507	167,183	143,916	126,433	114,308	103,826	94,939	86,349	78,886	72,273
Lease liability:												
Flow without inflation	239,338	239,235	233,411	209,229	184,769	163,973	147,002	135,716	125,786	117,347	108,696	101,137
Flow with inflation	259,658	259,546	243,028	216,029	190,312	168,892	151,412	139,787	129,560	120,867	111,957	104,171
Finance costs:												
Flow without inflation	(12,872)	(4,049)	(15,075)	(14,304)	(12,577)	(11,013)	(9,770)	(8,953)	(8,247)	(7,620)	(7,009)	(107,450)
Flow with inflation	(13,965)	(4,393)	(15,696)	(14,769)	(12,954)	(11,343)	(10,063)	(9,222)	(8,494)	(7,849)	(7,219)	(110,674)
Depreciation expenses:												
Flow without inflation	(20,962)	(7,084)	(27,910)	(26,810)	(22,197)	(16,975)	(11,770)	(10,178)	(8,628)	(8,340)	(7,246)	(80,411)
Flow with inflation	(22,742)	(7,686)	(29,060)	(27,681)	(22,863)	(17,484)	(12,123)	(10,483)	(8,887)	(8,590)	(7,463)	(82,823)

The Company has no potential recoverable PIS/Pasep and COFINS embedded in the lease consideration.

## 15. TRADE PAYABLES

The amounts recorded as trade payables are mainly represented by balances payable to domestic suppliers of medicine, medical services and sundry suppliers. These medicines are used in chemotherapeutic procedures.

## 16. BORROWINGS AND FINANCING

Borrowings and financing are broken down as follows:

Description	Index / interest	Final maturities	Parent		Consolidated	
			09/30/2021	12/31/2020	09/30/2021	12/31/2020
Financing	IPCA + 1.51% p.a. up to IPCA +2.82% p.a. / 10.69% p.a. / swap + 3.75% p.a. up to swap + 4.75% p.a.	04/15/2030	-	-	73,856	80,268
CCB / working capital Law 4,131 (i)	CDI + 2.95% p.a. up to CDI + 6.04% p.a.	05/01/2027	307,273	377,787	1,086,287	960,302
	LIBOR + 2.2% p.a. / CDI + 1.73% p.a.	08/05/2024	-	154,454	130,099	336,620
FINEP and FINAME (ii)	TJLP + 0.5% p.a.	12/15/2031	40,105	21,966	40,105	21,966
			<u>347,378</u>	<u>554,207</u>	<u>1,330,347</u>	<u>1,399,156</u>
Current			107,352	229,613	299,513	241,876
Noncurrent			240,026	324,594	1,030,834	1,157,280

(i) The Company contracted swaps to hedge against the fluctuations of foreign currencies on the borrowing date, under the same terms and conditions of the original borrowing agreement. Swaps are disclosed in the balance sheet in line item "Derivative financial instruments", note 6. Average finance charges correspond to approximately 100% of the CDI rate + 3.20% p.a. as at December 31, 2020, which transaction was settled in advance in March 2021. As at September 30, 2021, corresponds to approximately 100% of the CDI rate + 2.67% p.a.

(ii) The Company has a financing contract with FINEP in the total amount of R\$93,462, of which R\$40,105 have already been disbursed. The balance to be disbursed on September 30, 2021 was R\$53,357.

The settlement flow of borrowings and financing is as follows:

Settlement flow	Parent	Consolidated
2021	37,352	55,252
2022	85,385	340,804
2023	64,259	365,448
2024	66,202	340,196
2025	66,202	186,173
2026 and thereafter	27,978	42,474
	<u>347,378</u>	<u>1,330,347</u>

The variations in the balances of borrowings and financing in the periods ended September 30, 2021 and 2020 are as follows:

	Parent	Consolidated
Balance as at December 31, 2019	355,440	407,006
Additions	363,003	664,074
Interest incurred	18,013	19,634

	<u>Parent</u>	<u>Consolidated</u>
Principal repayment	(177,417)	(179,044)
Foreign exchange fluctuation	-	2,113
Payment of finance charges	(11,151)	(12,973)
	<hr/>	<hr/>
Balance as at September 30, 2020	547,888	900,810
	<hr/>	<hr/>
Balance as at December 31, 2020	554,207	1,399,156
	<hr/>	<hr/>
Additions	18,060	168,181
Interest incurred	24,811	72,380
Principal repayment	(223,821)	(247,038)
Foreign exchange fluctuation	152	285
New companies		
CEBROM	-	8,350
CTR Bueno	-	2,564
Surplus or deficit *	-	967
Payment of finance charges	(26,031)	(74,498)
	<hr/>	<hr/>
Balance as at September 30, 2021	<u>347,378</u>	<u>1,330,347</u>

\*The surplus or deficit amount derives from the valuation of investments of recently acquired companies Cebrom and CTR Bueno. The Group analyzed assets and liabilities assumed based on the account balances, statements and market information. The methodology was applied considering the future amount at the transaction rate and adjusted to present value by the indices used in each contract (IPCA and CDI) of the focus report of September 24, 2021 and the most recent rate adopted by the Group.

The Company has credit lines with banks for use in working capital management, acquisition of hospital equipment for the Oncoclínicas Group's clinics, construction works in some Group's clinics and acquisition of new clinics.

Oncoclínicas Group's exposure to interest rate risks and the sensitivity analysis for borrowings and financing are disclosed in note 28.

The Group is a party to some borrowing and financing agreements containing covenants. The Company is compliant with financial and non-financial covenants. The measurement of financial indicators takes place on an annual basis and, therefore, there is no measurement of financial indicators in interim periods. Additionally, the contractual conditions disclosed in the annual financial statements for the year ended December 31, 2020 remain unchanged.

## 17. PAYROLL AND RELATED TAXES

The amounts recorded as payroll and related taxes are broken down as follows:

Description	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Salaries and wages	71	419	4,011	4,180
Social security contribution (INSS)	1,679	1,423	6,535	4,585
Severance pay fund (FGTS)	235	334	95	377
Withholding income tax (IRRF) on payroll	703	1,085	1,269	1,849
Accrued vacation, 13th salary and related taxes	14,943	8,259	48,830	29,404
Accrued profit sharing (a)	8,727	13,350	19,590	24,230
Phantom Shares Program (b)	208,000	140,911	208,000	140,911
Other	-	376	-	661
Total	<u>234,358</u>	<u>166,157</u>	<u>288,830</u>	<u>206,197</u>
Current	26,358	25,246	80,330	65,286
Noncurrent	208,000	140,911	208,000	140,911

(a) Oncoclínicas Group has a profit sharing program for employees, based on the profit recorded on an annual basis. The annual amount payable is set based on results and performance indicators.

(b) Phantom Shares Program

The Company launched a compensation program consisting of granting stock appreciation rights ("phantom shares").

The "Phantom Shares" plan refers to an executive compensation program through which the Company grants to participants the right to receive a premium, in case of appreciation of the shares of Oncoclínicas do Brasil Serviços Médicos S.A. between the initial reference date and a qualified liquidity event.

Even though the Company has the option of settlement through issuance and delivery of shares, as at September 30, 2021, the Company considered as an assumption the settlement of the Phantom shares through the delivery of cash to the Beneficiaries, as it has the constructive obligation of delivering these instruments in cash.

The entity remeasures the fair value of the liability at the end of each reporting period and any changes in the fair value of these obligations are recognized in profit or loss for the period.

	Options (in thousands)
Balance as at December 31, 2019	262,528
Granted during the period	13,000
Forfeited during the period	(3,819)
Balance as at September 30, 2020	271,709
Balance as at December 31, 2020	287,672
Granted during the period	39,028
Forfeited during the period	-
Balance as at September 30, 2021	326,700

The fair value of a share-based payment transaction must be measured based on the stock market prices, if available. If there is no available market value, it must be estimated using market value valuation techniques. The rights on the appreciation of shares is reassessed by Management on a quarterly basis and provisions are supplemented or reversed according to the price calculated by Management.

	<u>09/30/2021</u>	<u>12/31/2020</u>
Provision	169,306	115,270
Social security contribution (INSS)	35,657	23,629
Severance pay fund (FGTS)	890	590
Other	2,146	1,422
	<u>208,000</u>	<u>140,911</u>

In order to measure the share price, the share price established in an open market readily available for trading at the B3 was considered.

	<u>09/30/2021</u>	<u>12/31/2020</u>
Total options granted	326,700	287,672
Share fair value	13,49	10,92
Remaining average maturity (in years)	8	13



## 18. TAXES PAYABLE

The amounts recorded as taxes payable are broken down as follows:

Description	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Withholding income tax (IRRF)	518	639	2,446	3,688
Service tax (ISSQN)	644	947	28,592	25,884
Taxes on revenue (PIS and COFINS)	2,626	2,316	20,114	22,689
Federal withholding taxes	720	1,097	2,066	2,044
Taxes in installments (ii)	-	-	4,709	7,007
PERT (i)	1,633	1,633	21,255	21,381
Tax on Financial Transactions (IOF)	2,371	2,849	3,340	3,577
Other	259	404	3,225	3,149
<b>Total</b>	<b>8,771</b>	<b>9,885</b>	<b>84,476</b>	<b>89,419</b>
Current	8,771	9,885	82,005	85,442
Noncurrent	-	-	3,742	3,977

## (i) Special Tax Regularization Program (PERT)

The Special Tax Regularization Program (PERT) was established in 2017 for payment in installments of federal tax debts held by an individual or legal entity, of public or private law, within the scope of the Brazilian Federal Revenue Service and/or General Attorneys' Office of the National Treasury.

The adhesion to PERT was made through a request filed until November 14, 2017 for debts past due up to April 30, 2017.

Adhesion to the Special Tax Regularization Program (PERT)

The Company elected to adhere to the Special Tax Regularization Program (PERT), including debts such as PIS, Cofins, IRPJ, CSLL, IOF, and installment payments included or not in the Federal executable tax debts. The decision made was to include the debts managed by the Brazilian Federal Revenue Service in cash, upon the use of tax loss carryforwards, calculated by the Company in prior years, for payment of the remaining balance, pursuant to §1, art.2 of Law 13,496/17, and the debt managed by the General Attorneys' Office of the National Treasury, payable in 145 installments, pursuant to letter b, item II, art. 3 of Law 13,496/17.

## (ii) Taxes in installments are as follows:

	Consolidated	
	09/30/2021	12/31/2020
Municipal	39	39
Federal	4,670	6,968
	<b>4,709</b>	<b>7,007</b>

## 19. PAYABLES FOR ACQUISITIONS

Acquired subsidiaries	Parent	
	09/30/2021	12/31/2020
Multihemo Serviços Médicos	4	280
Locus	-	1,958
Centro Paulista de Oncologia	38,902	25,554
<b>Total</b>	<b>38,906</b>	<b>27,792</b>
Current	1,150	2,238
Noncurrent	37,756	25,554
Acquired subsidiaries	Consolidated	
	09/30/2021	12/31/2020
Núcleo de Hematologia e Transplante de Medula Óssea	-	17,957
Pro-Onco Centro de Tratamento Oncológico	8,315	10,347
Aliança	-	8,523
Multihemo	52,587	280
Locus	-	1,958
Instituto Materno Infantil de Minas Gerais	116,255	100,145
Hospital de Oncologia do Méier	22,649	37,513
Laboratório IRA	3,242	3,027
Centro Paulista de Oncologia	38,902	25,554
Centro Paraibano de Oncologia	20,367	-
Núcleo de Oncologia de Sergipe	19,519	-
Hematológica – Clínica de Hematologia	51,106	-
Cebrom – Universitário	92,476	-
Cebrom – CTR Bueno	27,777	-
<b>Total</b>	<b>453,195</b>	<b>205,304</b>
Current	152,984	109,629
Noncurrent	300,211	95,675

Payables for acquisition of companies include Purchase and Sale Agreements arising from installments payable retained. Payables for acquisitions are subject to finance charges based on 100% of the CDI and/or IPCA and IGP-M rates fluctuation.

As mentioned in note 11, during the nine-month period ended September 30, 2021, the Group acquired additional equity interest in certain subsidiaries that were previously held by noncontrolling shareholders. The agreements entered into for the purchase of additional interest in subsidiaries Multihemo, CPO – Centro Paraibano, NOS Sergipe, CPO – Centro Paulista e Hematológica contain contingent consideration clauses with valuation of variable installments based on future performance of these subsidiaries. These instruments are measured at fair value both at the transaction date and in each closing period. The fair value of contingent considerations as at September 30, 2021 is R\$64,074.

Variations in payables for acquisitions are as follows:

	<u>Parent</u>	<u>Consolidated</u>
Balance as at December 31, 2019	30,756	92,888
Additions	16,316	70,827
Interest incurred	715	5,974
Principal repayment	(14,692)	(46,671)
Payment of finance charges	(117)	(203)
Balance as at September 30, 2020	<u>32,978</u>	<u>122,815</u>
Balance as at December 31, 2020	27,792	205,304
Additions	23,285	549,145
Interest incurred	698	22,421
Principal repayment	(9,808)	(319,622)
Capitalization – Capital contribution	(2,999)	(2,999)
Payment of finance charges	(62)	(1,054)
Balance as at September 30, 2021	<u>38,906</u>	<u>453,195</u>

The capitalization – capital contribution refers to the use of the credit of the balance payable to shareholders, for the Company's capital increase, which shareholders were included in the Company's shareholding structure, as mentioned in note 22.

Balances classified in liabilities according to their maturities are as follows:

<u>Settlement flow</u>	<u>Parent</u>	<u>Consolidated</u>
2021	4	76,910
2022	1,146	77,574
2023	1,607	85,912
2024	2,179	22,371
2025	2,354	40,285
2026 and thereafter	31,616	150,143
	<u>38,906</u>	<u>453,195</u>

## 20. OTHER LIABILITIES

<u>Description</u>	<u>Parent</u>		<u>Consolidated</u>	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
Subsidiary's equity deficit (a)	20,483	1,803	-	-
Corporate right (b)	10,001	18,791	15,521	26,513
Redemption of shares (c)	-	-	22,308	66,692
CSSJ partnership (d)	-	-	17,179	24,903
Payables - Fundação Ary (e)	7,783	9,585	7,783	9,585

Royalties payable (f)	-	-	9,698	17,450
Other payables	1,392	2,540	1,706	1,169
Total	<u>39,659</u>	<u>32,719</u>	<u>74,195</u>	<u>146,312</u>
Current	17,764	20,255	34,073	96,640
Noncurrent	21,895	12,464	40,122	49,672

- a. Balance relating to the allowance for investment losses on subsidiaries by Oncoclínicas, as shown in note 11.
- b. Balance payable relating to the exclusivity right of medical services. The contra entry to the obligations assumed is recorded part of intangible assets (see note 13). Maturities occur on a monthly basis, according to the provision of services during the term of the agreement and amounts payable are not subject to adjustment. The average term of the agreements is five years.
- c. The balance of redemption of shares refers to the shareholders' agreement, whereby Oncoclínicas Group approved the redemption of all preferred shares, with subsequent cancellation of these shares and without decreasing capital, as well as the extinguishment of the class of redeemable preferred shares, by the shareholders in Navarra companies in the amount of R\$16,000, the amount as at September 30, 2021 is R\$6,739. For Cruz Participações (Talassa) the total approved is R\$25,000 and the position in September 2021 is R\$15,569. For Baikal, the approved amount is R\$100,000 and in June 2021 it has already been fully settled. Navarra and Cruz amount is adjusted on a monthly basis by the IPCA as set forth in the agreement. The total balance of Navarra will be settled in 2023 and of Cruz in 2026.
- d. Balance payable relating to the contractual right under the partnership with Casa de Saúde São Jose (CSSJ). Amounts calculated are not subject to adjustment. In 2021, the balance payable was offset against the amount receivable from the partnership in the amount of R\$7,724 of the total of R\$24,903.
- e. Balance payable to Fundação Ary Frauzino (Foundation), relating to the arrangement set out in the purchase and sale agreement concerning the equity interest in Hospital Marcos Moraes, whereby Oncoclínicas agreed to provide financial resources to the Foundation, for the implementation of research, education and health care initiatives in the oncology area, over a period of five years. Amounts are adjusted on a monthly basis by the IGP-M as set forth in the agreement. The total balance will be settled in 2025.
- f. Balance payable relating to the adjustment installments (IGPM/FGV) of the medical service partnership agreement entered into with Hospital Felício Rocho. The contra entry of the obligations assumed was recognized as part of the intangible assets. Settlement will take place in 2021 and 2022.

## 21. PROVISIONS FOR TAX, LABOR AND CIVIL RISKS

Oncoclínicas Group records provisions to cover its potential liabilities. Based on the information provided by its legal counsel, the analysis of these matters and according to the likelihood of loss on each lawsuit, a provision considered sufficient to cover probable losses was recognized, for which a cash outflow is probable.

The provisions for risks are as follows:

	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Civil	-	-	15,182	15,690
Tax	7	619	11,990	2,482
Labor	1,047	33	8,866	1,893
	<u>1,054</u>	<u>652</u>	<u>36,038</u>	<u>20,066</u>

Provisions of tax nature derive mainly from challenges related to the writ of security and objection to the tax assessment notice.

Lawsuits of labor nature derive mainly from claims for review of taxes paid, review of payment of overtime.

Specifically in relation to civil provisions, during the nine-month period ended September 30, 2021, the Group carried out an assessment of the lawsuits in which the companies are involved and determined an amount of R\$14,661 relating to the lawsuits of Instituto Materno Infantil de Minas Gerais (Hospital Vila da Serra) whose triggering event precedes the acquisition of the hospital by Oncoclínicas Group. The total amount of these lawsuits is indemnifiable by the sellers of Hospital Vila da Serra to the Group, as mentioned in note 4 .

For purposes of the effect on the buyer, CTO - Centro de Tratamento Oncológico S.A, the amount of R\$282 (civil litigation) presented by the legal and tax due diligence of Cebrom's acquisition was identified up to this date as our best estimate to recognize the contingent liability, as prescribed by IFRS 3/CPC 15. Additionally, the amount of R\$12,518 (see note 4) was recorded, relating to possible losses on tax and labor lawsuits. The purchase and sale agreement contains indemnification clauses and, therefore, the lawsuits were recognized as indemnification asset and contingent liabilities.

	Parent	Consolidated
Balance as at December 31, 2019	870	2,260
Reversal of provisions	(221)	(1,248)
Recognitions	40	286
Inflation adjustment, net	7	117
Balance as at September 30, 2020	<u>696</u>	<u>1,415</u>
Balance as at December 31, 2020	652	20,066
Reversal of provisions	(59)	(868)
Recognitions	31	15,838
Inflation adjustment, net	432	1,002
Balance as at September 30, 2021	<u>1,054</u>	<u>36,038</u>

Oncoclínicas Group monitors administrative proceedings and lawsuits to which it is a party as "plaintiff" or "defendant" and, based on the opinion of its legal counsel, classifies lawsuits according

to the likelihood of loss. The jurisprudence trends and case laws are periodically analyzed and the risks related to these lawsuits are reclassified, if necessary.

Possible losses, not provided for

The Group is a party to tax, civil and labor lawsuits, assessed by Management as possible losses, based on the opinion of its legal counsel, for which no provision was recognized. The estimated amounts are broken down as follows:

	Consolidated	
	09/30/2021	12/31/2020
Civil (i)	12,249	3,752
Labor (ii)	5,454	1,827
	<u>17,703</u>	<u>5,579</u>

- (i) Lawsuits related to the indemnity alleged for property damages and pain and suffering. There is no individually relevant lawsuit.
- (ii) The main claims refer to lawsuits related mainly to overtime, 13th salary, prior notice, vacation and FTGS, among others. There is no individually relevant lawsuit.

Considering the complexity of the lawsuits, as well as the entire Brazilian legal system, the Company is unable to accurately estimate the judgment period and whether disbursement will be made in relation to these lawsuits.

As at September 30, 2021 and December 31, 2020, escrow deposits are broken down as follows:

	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Labor	-	34	2,047	2,030
Tax	7,931	7,655	9,195	8,956
	<u>7,931</u>	<u>7,689</u>	<u>11,242</u>	<u>10,986</u>

The Company made escrow deposits that are adjusted based on the Selic rate, as from the actual deposit date. The amount of R\$11,242, including legal disputes related to tax and labor matters, in which we highlight the following deposits: (i) recovery of ICMS credit on import of surgical equipment in the amount of R\$5,657 and (ii) several escrow deposits related to labor claims in progress.

## 22. EQUITY

### (a) Capital

As at September 30, 2021, the Company's capital is R\$2,207,134, fully paid in (R\$425,656 as at December 31, 2020, partially paid in), represented by 495,357,723 common shares, and 4,050,582 common shares as at December 31, 2020.

As at September 30, paid-in capital amounts to R\$2,207,134 (R\$416,066 as at December 31, 2020).

The variations in capital in 2021 are as follows:

On May 26, 2021, the Company's shareholders, gathered at the Extraordinary Shareholders' Meeting, decided to approve the split of the common shares representing the Company's capital at a ratio of 1:100, so that each common share of the Company now corresponds to 100 common shares of the Company.

In April 2021, the amount of R\$9,590, which was subscribed by the shareholders, was paid in through loans.

On July 7, 2021, the Company's shareholders, gathered at the Extraordinary Shareholders' Meeting, decided to approve, among other matters: (i) the increase of the Company's capital, in the total amount of R\$2,999 upon the issuance of 249,996 book-entry common shares, without par value, at the issuance price of R\$12.00, which were fully subscribed and paid in by the new shareholders through capitalization of credits held by these shareholders against the Company, according to the respective subscription bulletins; and (ii) repurchase, by the Company, of 28,371,574 common shares issued by the Company, proportionally, from all shareholders on said date ("Share Repurchase"), for the amount of R\$1.00232132 per share, equivalent to the book value of the shares as at March 31, 2021, for holding in treasury.

On August 6, 2021, the capital increase by the amount of R\$1,778,478 was approved, upon the issuance of 90,049,527 new common shares at the amount of R\$19.75.

Upon the amendments, the corporate table below is presented with the new number of shares.

As at September 30, 2021, the shareholding structure is as follows:

Shareholder	Voting capital	Common shares	Shares after the split
Josephina II Fundo de Investimento em Participações	48.13%	2,384,042	238,404,159
Josephina Fundo de Investimento em Participações	13.94%	690,625	69,062,467
Bruno Lemos Ferrari	2.77%	137,311	13,731,078
Clarisse Maria de Cerqueira Mathias	0.16%	8,048	804,822
Treasury shares	5.73%	283,716	28,371,574
Other noncontrolling shareholders	29.27%	1,449,836	144,983,623
	100%	4,953,578	495,357,723

#### Share issuance costs

The transaction costs, supported by the Company, incurred with the funding through public offering and distribution of shares, totaled R\$103,999 in September 2021, and were accounted for as reduction of capital separately in equity, pursuant to CVM 649/10 and CPC 08 (R1).

#### (b) Dividend distribution policy

The Company's bylaws provides for that up to 5% of profit for the year can be allocated to the recognition of the legal reserve, until the balance reaches 20% of the Company's capital. The amount necessary can be allocated, if applicable, to the reserve for risks, pursuant to art. 195 of Law 6,404/76.

Also, the Company will keep the statutory earnings reserve called "investment reserve", which will be intended to finance the development, growth and expansion of the Company's business.

The dividend distribution policy complies with the provisions in the Brazilian Corporate Law, which provides for annual distribution; the Company can also, as decided by the Board of Directors, prepare semiannual, quarterly or monthly balance sheet and declare dividends out of the earnings recognized in these balance sheets. The Board of Directors may also declare interim dividends against the existing earnings reserve based on the last annual or semiannual balance sheet. Shareholders are entitled to minimum dividend corresponding to 25% of profit for the year as set forth in the Company's bylaws. As at December 31, 2020, Oncoclínicas do Brasil S.A. recognized accumulated losses and, therefore, did not distribute dividends to its shareholders.

As at September 30, 2021, the Group recognizes a total amount of R\$17,661 as accrued dividends payable to noncontrolling shareholders (R\$18,526 as at December 31, 2020).

During the nine-month period ended September 30, 2021, dividends to noncontrolling shareholders in the amount of R\$5,795 were declared by certain subsidiaries of the Group. As at September 30, 2020, the amount was R\$10,618.

(c) Transactions between shareholders

(i) Increase and decrease of equity interests

In 2020

In April 2020, an equity interest of 50.00% in Centro de Excelência de Radioterapia Rio de Janeiro was sold under a purchase and sale agreement entered into with Unimed Rio Participações, resulting in a decrease in equity of R\$161.

In June 2020, an addendum to the purchase and sale agreement was entered into, whereby the Group purchased equity interest from the remaining shareholders represented by 4.95% of CTO RJ, and after said date, the Group became the holder of 100% of said subsidiary's capital. This transaction resulted in a decrease in equity arising from goodwill paid on the acquisition of the additional equity interest, in the amount of R\$6,639, arising from the amount overpaid on the Company's equity.

In July 2020, an equity interest of 49.99% in Pontus was sold under a purchase and sale agreement entered into with Unimed Rio Participações; concurrently Oncoclínicas made a capital increase in the company, resulting in a negative effect on equity of R\$3,745, as payment was made by the Group only.

Noncontrolling shareholders

The transactions mentioned above relating to the purchase and sale of interest between shareholders and Oncoclínicas Group in the subsidiary correspond to:

- a) Centro de Excelência de Radioterapia Rio de Janeiro resulted in an increase in noncontrolling interest of R\$6,020.
- b) Oncoclínicas – Centro de Tratamento Oncológicos resulted in a decrease in noncontrolling interest of R\$4,358.
- c) Pontus resulted in an increase in noncontrolling interest of R\$8,744.

In 2021

As mentioned in note 11, during the nine-month period ended September 30, 2021, the Group acquired additional equity interests in certain subsidiaries that were previously held by noncontrolling shareholders for R\$282,640. These transactions had an impact on equity



in the amount of R\$246,112 due to the difference between the consideration transferred and the carrying amount of the noncontrolling interest acquired, in the amount of R\$36,528.

Additionally, during the nine-month period ended September 30, 2021, the Company recognized the contingent consideration, based on future variable installments, arising from the acquisition of additional interest in subsidiary Centro Paulista de Oncologia. The effects arising from this matter, in the amount of R\$22,606, were recognized directly in equity under “transactions between shareholders”.

#### Noncontrolling shareholders

As mentioned above, the purchases of additional interests decrease the equity of noncontrolling shareholders in the amount of R\$36,528.

In September 2020, the Group acquired equity interests in Cebrom (100%) and CRT Bueno (87.56%). The equity of noncontrolling shareholders increased by R\$531.

#### (ii) Other transactions

##### In 2020

In the nine-month period ended September 30, 2020, transactions were carried out between Oncoclínicas Group companies, which are indirectly controlled by the Company, resulting in an effect in the amount of R\$7,098 on the Company’s equity attributable to controlling shareholders, and the most relevant transaction, in the amount of R\$5,407, refers to the effect of the fair value of the share exchange, as mentioned in note 11.

#### Noncontrolling shareholders

The transaction above had an effect on the equity of noncontrolling shareholders in the amount of R\$2,203.

In addition, the general shareholders' meetings of the Company's subsidiaries approved matters related to capital increases and decreases, resulting in capital decreases that corresponded to changes in equity of R\$178,942, as shown below:

- i) Capital increases in the following companies: (i) Baikal, in the amount of R\$100,000, with contribution of the customer portfolio by shareholder Central da Unimed CNU; (ii) Angara, in the amount of R\$19,200, with contribution of the customer portfolio by shareholder Central da Unimed CNU; (iii) Yukon, in the amount of R\$30,800, with contribution of the customer portfolio by shareholder Central da Unimed CNU; (iv) Oncobio, in the amount of R\$28,983 with contribution by shareholder Bioncologia; (v) CPO PB, in the amount of R\$673 with contribution of excess earnings reserve and; (vi) Aliança, in the amount of R\$1,205.
- ii) Capital decrease in Hematológica in the amount of R\$1,679 and Radiogroup of R\$240.

##### In 2021

In the nine-month period ended September 30, 2021, transactions were carried out between Oncoclínicas Group companies, resulting in an effect in the amount of R\$3,780 on equity attributable to controlling shareholders.

Noncontrolling shareholders

The transaction above had an effect on the equity of noncontrolling shareholders in the amount of R\$2,779.

Additionally, the general meeting approved matters related to capital increases and decreases, resulting in changes in the equity of noncontrolling shareholders in the amount of R\$29,729, as shown below:

- (i) Capital decrease in Radiogroup in the amount of 400.
- (ii) Capital increase through the contribution of the customer portfolio approved in the Investment Agreement and Other Covenants between the Company and Unimed Grande Florianópolis – Cooperativa de Trabalho Médico (“UGF”), with UGF contribution comprising intangible asset valued at R\$49,991 being R\$24,991 allocated to capital.
- (iii) Capital increase through advance for future capital increase of shareholder Bioncologia in the amount of R\$5,138.

## 23. REVENUES

The reconciliation of gross sales with net revenue is as follows:

Description	Parent			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Gross revenue:				
Healthcare services	137,162	136,767	43,599	46,759
Taxes on sales and other deductions:				
PIS on sales	(871)	(875)	(268)	(294)
COFINS on sales	(4,022)	(4,037)	(1,240)	(1,354)
ISS on sales	(4,065)	(4,102)	(1,305)	(1,402)
Allowance for expected credit losses and disallowances	7,993	(5,577)	310	(2,370)
	(965)	(14,591)	(2,503)	(5,420)
Net revenue	136,197	122,176	41,096	41,339
Description	Consolidated			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Gross revenue:				
Healthcare services	2,103,603	1,601,262	744,128	570,055
Taxes on sales and other deductions:				
PIS on sales	(12,585)	(9,281)	(4,226)	(2,712)
COFINS on sales	(57,956)	(42,834)	(19,352)	(12,522)
ISS on sales	(53,522)	(43,047)	(19,125)	(15,281)

Allowance for expected credit losses and disallowances	<u>(45,353)</u>	<u>(45,228)</u>	<u>(22,005)</u>	<u>(14,682)</u>
	(169,416)	(140,390)	(64,708)	(45,197)
Net revenue	<u>1,934,187</u>	<u>1,460,872</u>	<u>679,420</u>	<u>524,858</u>

Gross revenue includes unbilled revenue relating to services provided but not yet billed by healthcare operators. These services are recognized in profit or loss based on the percentage-of-completion of the service on the date of disclosure of the financial statements, with a contra entry to "Trade receivables".

The concentration of the Company's net revenue is distributed in such a way that, in the nine-month period ended September 30, 2021, only one customer concentrated a share of more than 15% of net revenue and all other customers, if analyzed individually, accounted for volumes of less than 15% of the Company's total net revenue. In addition, the two customers with the highest concentration of sales have a share of less than 32% in the Company's total net revenue.

#### 24. COST AND EXPENSES BY NATURE

	Parent			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Healthcare costs and medicines	(86,272)	(84,724)	(29,407)	(26,512)
Personnel and related taxes	(82,811)	(71,903)	(32,175)	(28,616)
Expenses on Phantom Share	(67,089)	(380)	136,764	6,284
Outside services	(53,293)	(32,733)	(21,553)	(12,417)
Rental and common area maintenance fees	(270)	(1,032)	(22)	(467)
Infrastructure	(1,504)	(703)	(777)	(223)
Travels	(1,848)	(1,688)	(1,209)	(68)
Use and consumption	(1,582)	(926)	(566)	(357)
Communication	(2,329)	(4,417)	(704)	(558)
Depreciation and amortization	(18,907)	(12,737)	(6,285)	(4,637)
Apportionment of expenses (i)	127,271	68,357	45,350	22,739
Provisions for tax, labor and civil risks	(402)	174	(431)	55
Other income (expenses), net	(7,075)	(6,289)	(2,238)	3,740
	<u>(196,111)</u>	<u>(149,001)</u>	<u>86,747</u>	<u>(41,037)</u>
				Parent
Cost of services	(91,238)	(88,790)	(31,108)	(30,578)
General and administrative expenses	(105,527)	(63,481)	117,599	(11,391)
Other operating income (expenses)	654	3,270	256	933
Total	<u>(196,111)</u>	<u>(149,001)</u>	<u>86,747</u>	<u>(41,037)</u>

	Consolidado			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Healthcare costs and medicines	(1,192,854)	(953,474)	(384,831)	(296,511)
Personnel and related taxes	(281,940)	(211,934)	(131,918)	(111,690)
Expenses on Phantom Share	(67,089)	(380)	136,764	6,284
Outside services	(113,133)	(67,317)	(41,253)	(26,437)
Rental and common area maintenance fees	(14,239)	(13,172)	(3,314)	(4,501)
Infrastructure	(19,164)	(8,193)	(9,422)	(2,903)
Travels	(4,057)	(2,778)	(2,666)	(260)
Use and consumption	(10,344)	(7,460)	(3,633)	(2,598)
Communication	(5,157)	(7,727)	(1,495)	(1,727)
Depreciation and amortization	(91,069)	(72,937)	(27,184)	(25,960)
Write-off of property and equipment	(440)	-	(440)	-
Provisions for tax, labor and civil risks	(2,722)	845	(2,416)	589
Other income (expenses), net	(27,882)	(30,162)	(11,250)	(4,061)
	<u>(1,830,090)</u>	<u>(1,374,689)</u>	<u>(483,058)</u>	<u>(469,775)</u>

	Consolidado			
Cost of services	(1,331,008)	(1,013,633)	(460,520)	(356,661)
General and administrative expenses	(493,518)	(354,740)	(18,408)	(112,286)
Other operating income (expenses)	(5,564)	(6,316)	(4,130)	(828)
Total	<u>(1,830,090)</u>	<u>(1,374,689)</u>	<u>(483,058)</u>	<u>(469,775)</u>

- (i) Apportionment: refers to the apportionment of costs and expenses of Oncoclínicas Group's shared center, centralized in the Parent and apportioned between its subsidiaries, according to criteria defined by Management.

## 25. FINANCE INCOME (COSTS)

	Parent			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Finance income:				
Income from short-term investments	11,100	3,765	9,916	760
Discounts obtained	69	147	57	85
Interest receivable on intragroup loans	2,685	7,532	593	1,563
Derivative liabilities (swap)	4,994	4,341	1,166	4,341
Exchange gains	683	-	122	-
PIS and COFINS on finance income	(910)	(559)	(505)	(125)
Other finance income	5,723	588	307	288
	<u>24,344</u>	<u>15,814</u>	<u>11,656</u>	<u>6,912</u>

	Parent			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Finance costs:				
Interest expense on borrowings	(24,811)	(18,013)	(8,152)	(7,324)
Interest expense on debentures	-	(11,534)	-	(3,146)
Tax on Financial Transactions (IOF)	(2,071)	(253)	(430)	(57)
Interest expense on acquisitions	(698)	(715)	(655)	(228)
Bank fees	(132)	(173)	(47)	(48)
Exchange losses	(358)	-	(165)	-
Discounts granted	(7)	(91)	(3)	(4)
Interest payable on intragroup borrowings	(6,512)	(410)	(2,128)	(250)
Derivative liabilities (swap)	(1,166)	(2,597)	(1,166)	(2,597)
Interest on lease liabilities	(1,542)	(1,348)	(452)	(516)
Other finance costs	(5,505)	(2,968)	(598)	(1,187)
	<u>(42,802)</u>	<u>(38,102)</u>	<u>(13,796)</u>	<u>(15,357)</u>
Finance income (costs)	<u>(18,458)</u>	<u>(22,288)</u>	<u>(2,140)</u>	<u>(8,445)</u>

	Consolidated			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
<b>Finance income:</b>				
Income from short-term investments	23,572	8,707	15,511	2,374
Discounts obtained	581	747	233	479
Interest receivable on intragroup loans	2,007	218	681	-
Derivative liabilities (swap)	4,994	4,341	1,166	4,341
Exchange gains	1,273	389	122	295
PIS and COFINS on finance income	(2,261)	(773)	(1,064)	(153)
Other finance income	6,191	1,513	1,469	468
	<u>36,357</u>	<u>15,142</u>	<u>18,118</u>	<u>7,804</u>
<b>Finance costs:</b>				
Interest expense on borrowings	(72,380)	(19,634)	(28,867)	(7,762)
Interest expense on debentures	-	(11,534)	-	(3,147)
Tax on Financial Transactions (IOF)	(2,503)	(3,140)	(304)	-
Interest expense on acquisitions	(22,421)	(5,974)	(6,075)	(4,471)
Bank fees	(425)	(701)	(124)	(347)
Exchange losses	(1,558)	(2,113)	(658)	(381)
Discounts granted	(1,616)	(2,646)	(154)	(182)
Derivative liabilities (swap)	(1,560)	(2,597)	(1,135)	(2,597)
Interest on lease liabilities	(12,872)	(6,948)	(6,628)	(2,369)
Other finance costs	(13,393)	(4,427)	(2,762)	(1,497)
	<u>(128,728)</u>	<u>(59,714)</u>	<u>(46,707)</u>	<u>(22,753)</u>
Finance income (costs)	<u>(92,371)</u>	<u>(44,572)</u>	<u>(28,589)</u>	<u>(14,949)</u>

## 26. EARNINGS (LOSS) PER SHARE

Basic and diluted earnings (loss) per share are calculated by dividing profit or loss attributable to the Company's shareholders by the weighted average number of common shares issued in the period, excluding common shares bought by the Company and held in treasury. No dilution factors for common shares were identified, therefore, the amount of basic earnings (loss) per share will be equal to the amount of diluted earnings (loss) per share.

In compliance with CPC 41 (IAS 33) - Earnings per Share, on May 26, 2021, at an Extraordinary General Meeting the Company decided on the split of the shares at the ratio of 1:100. As the event precedes the date of issuance of the financial statements, the Company retrospectively applied the change to the calculation of basic and diluted earnings per share for all periods presented.

	<u>09/30/2021</u>	<u>09/30/2020</u>
Loss attributable to shareholders	(62,192)	(17,005)
Weighted average number of outstanding shares	411,616,174	401,724,500
Basic and diluted loss per share – in Brazilian reais (R\$)	<u>(0.1511)</u>	<u>(0.0423)</u>

## 27. INCOME TAX AND SOCIAL CONTRIBUTION

The Company and most of its subsidiaries elect for the taxable income regime, the other subsidiaries elect for the deemed income regime.

Income tax charges are as follows:

	<u>Consolidated</u>			
	<u>01/01/2021</u>	<u>01/01/2020</u>	<u>07/01/2021</u>	<u>07/01/2020</u>
	to	to	to	to
	<u>09/30/2021</u>	<u>09/30/2020</u>	<u>09/30/2021</u>	<u>09/30/2020</u>
Companies electing for the deemed income (a)	10,070	7,432	3,699	3,930
Companies electing for the taxable income (b)	<u>46,802</u>	<u>35,868</u>	<u>13,286</u>	<u>13,850</u>
	<u>56,872</u>	<u>43,300</u>	<u>16,985</u>	<u>17,780</u>

### (a) Income tax charges – Companies subject to deemed income regime:

	<u>Consolidated</u>			
	<u>01/01/2021 to</u>	<u>01/01/2020 to</u>	<u>07/01/2021 to</u>	<u>07/01/2020 to</u>
	<u>09/30/2021</u>	<u>09/30/2020</u>	<u>09/30/2021</u>	<u>09/30/2020</u>
Revenues				
Services	318,047	220,716	111,384	107,332
Research services	33	-	-	-
Total	<u>318,080</u>	<u>220,716</u>	<u>111,384</u>	<u>107,332</u>
Deemed income tax - 8%	25,444	17,657	8,911	8,587
Deemed income tax - 32%	11	-	-	-
Deemed social contribution - 12%	38,166	26,486	13,366	12,880
Deemed social contribution - 32%	11	-	-	-
Other revenues	1,511	898	867	623
Income tax	4,045	2,783	1,467	1,381
Social contribution	3,572	2,465	1,281	1,215
Surtax (10% on excess amount)	<u>2,453</u>	<u>2,184</u>	<u>951</u>	<u>1,334</u>
Income tax and social contribution expenses	<u>10,070</u>	<u>7,432</u>	<u>3,699</u>	<u>3,930</u>

(b) Income tax charges – Companies subject to taxable income regime:

	Parent			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Profit (loss) before income tax and social contribution	(62,192)	(17,311)	145,177	14,045
Statutory tax rate	34%	34%	34%	34%
Statutory income (expense)	21,145	5,886	(49,360)	(4,775)
Adjustments to statutory expense (income)				
Share of profit (loss) of subsidiaries	5,501	10,813	6,621	7,544
Other permanent differences, net	(878)	(23)	(1,777)	(8)
Unrecognized tax credits	(25,768)	(16,389)	44,516	(2,737)
Effective income (expense)	-	306	-	24
Effective tax rate	-	-	-	-
Current	-	-	-	-
Deferred	-	306	-	24
	Consolidated			
	01/01/2021 to 09/30/2021	01/01/2020 to 09/30/2020	07/01/2021 to 09/30/2021	07/01/2020 to 09/30/2020
Profit (loss) before income tax and social contribution	11,726	41,611	167,773	40,134
Statutory tax rate	34%	34%	34%	34%
Statutory income (expense)	(3,987)	(14,148)	(57,043)	(13,646)
Adjustments to statutory expense (income)				
Other permanent differences, net	(841)	3,231	(1,549)	2,954
Effect of taxation of subsidiaries under the deemed income regime	(5,421)	7,432	(2,877)	8,417
Unrecognized tax credits	(46,623)	(39,815)	44,484	(15,505)
Effective income (expense)	(56,872)	(43,300)	(16,985)	(17,780)
Effective tax rate	485,03%	104,06%	10,12%	44,30%
Current	(62,633)	(52,080)	(19,493)	(17,711)
Deferred	5,761	8,780	2,508	(69)

(c) Deferred income tax assets - consolidated

Deferred taxes derived from temporary additions and deductions are broken down as follows:

	09/30/2021	12/31/2020
Tax benefit - goodwill arising from the downstream merger (i)	10,597	7,464
Allowance for expected credit losses and disallowance	17,783	10,244
Accrued profit sharing	2,509	2,563



Accrued trade payables and provision for risks	476	945
Accrued bonus	7,282	7,673
Surplus and deficit – Hospital Marcos Moraes	1,367	1,367
Leases	3,465	2,526
	43,479	32,782

(i) Income tax and social contribution

Downstream merger - Onco Salvador

The General Extraordinary Meeting held on October 31, 2017 approved the partial spin-off of Onco Salvador, which spun-off portion was merged into Mutihemo and NOB. As a result of this transaction, the goodwill recognized in Onco Salvador, arising from the difference between the carrying amount and the amount paid for the acquisition of shares by NOB and Multihemo, was transferred to NOB and Multihemo. Accordingly, NOB and Multihemo were eligible to the tax deductibility of goodwill amortization. In these companies, the amount was recognized as deferred income tax and social contribution in assets, with a contra entry to equity in line item ‘Special goodwill reserve’.

Oncohematologia and Idengene spin-off

In May 2021, with the corporate restructuring carried out by the Group mentioned in note 1, Oncohematologia spun-off to Idengene the net assets equivalent to the equity interest held in Idengene Medicina Diagnóstica S.A. The amount of R\$5,039 was recorded at Idengene and recognized in assets as deferred income tax and social contribution, with a corresponding entry to equity in the special goodwill reserve account, benefiting from the tax deductibility of goodwill amortization.

(ii) Temporary additions/deductions

Oncoclínicas Group recognizes deferred income tax and social contribution on temporary taxable differences calculated at the end of each reporting period, between asset and liability balances recognized and the corresponding tax basis used to determine taxable income. The realization of deferred taxes, relating to temporary differences, is contingent on future events, which will make the provisions that gave rise to them to be deductible. The realization of the nature of deferred tax on tax losses is subject to the offsetting of the balances, pursuant to the tax legislation in force.

The recognized tax credits are expected to be realized as shown in the following table:

Expected realization	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
2021	639	639	16,329	23,702
2022	-	-	15,990	2,445
2023	-	-	2,361	4,866
2024 and thereafter	-	-	8,799	1,769
	639	639	43,479	32,782

## (d) Deferred income tax liabilities

Refers to the balances of deferred income tax and social contribution differences of subsidiaries subject to the deemed income taxation regime, which payment is being made on a cash basis and the related liabilities are recognized on an accrual basis.

## 28. FINANCIAL INSTRUMENTS

## (a) Financial risk factors

Oncoclínicas Group is exposed to the following financial risks: credit risk, liquidity risk and market risk. The Group's Management has the overall responsibility for setting and overseeing the risk management framework.

The risk management framework of Oncoclínicas Group was established to identify and analyze the risks to which Oncoclínicas Group is exposed, to define appropriate risk limits and controls and to monitor risks and compliance with limits imposed. Oncoclínicas Group, through training and management procedures, seeks to develop a regulatory and control environment where all employees are aware of their duties and obligations.

## (i) Credit risk

Credit risk is the risk of Oncoclínicas Group incurring losses arising from a customer or counterparty in a financial instrument and the failure of the customer or counterparty to perform contractual obligations. The risk basically derives from balances in financial institutions (current account, short-term investments and derivative instruments), trade receivables, receivables for the disposal of equity interests.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum credit risk exposure at the end of the year is as follows:

	Note	Parent		Consolidated	
		09/30/2021	12/31/2020	09/30/2021	12/31/2020
Cash and cash equivalents	5	1,307,300	82,553	1,773,521	740,829
Securities and financial assets	6	489	46,556	33,659	79,001
Derivative assets - swap	6	-	2,549	-	2,549
Trade receivables	7	33,911	25,004	645,284	496,690
Escrow deposits	21	7,931	7,689	11,242	10,986
Disposal of equity interests	10	18,643	13,405	20,377	15,216
Related parties	29	82,534	63,183	28,317	18,630
Total		<u>1,450,808</u>	<u>240,939</u>	<u>2,512,400</u>	<u>1,363,901</u>

Cash and cash equivalents, securities and derivative financial instruments

Balances held in current accounts, short-term investments, securities and derivative financial instruments represent the maximum exposure to the credit risk of these balances. These balances are held at prime banks and financial institutions.

Trade receivables

Oncoclínicas Group's exposure to the credit risk is influenced mainly by the individual

characteristics of each customer/health insurance plan. However, Management considers the history of each customer in its analysis, based on the default risk.

The management of this risk mainly involves the A curve health insurance plans aiming at ensuring the full receipt of the revenue arising therefrom. The risk is mitigated by the widespread customer portfolio and the possibility of discontinuance of services to the beneficiaries of health insurance plans after a given default period.

#### Impairment losses

	Note	Consolidated	
		09/30/2021	12/31/2020
Trade receivables	7	705,896	565,810
Allowance for expected losses and disallowances	7	(60,612)	(69,120)
		<u>645,284</u>	<u>496,960</u>
% of the allowance on the balance of trade receivables		<u>8.59%</u>	<u>12.22%</u>

As at September 30, 2021 and December 31, 2020, the allowance for expected credit losses refers mainly to disallowances identified by health insurance plans during the year, and the low expectation of receipt according to the receivable expired period.

The assessment of the amount of past-due trade receivables not subject to impairment is constantly monitored by the sales managers of each healthcare center, to identify amounts that may not be collected. In this case, an allowance will be recognized at the amounts of the respective expected losses.

#### Receivables for the disposal of equity interests

Balances arising from receivables for disposal of equity interests represent the maximum exposure to the credit risk of these balances.

#### (ii) Liquidity risk

Liquidity risk is the risk of the Group not having sufficient resources to honor its financial commitments as a result of the mismatch of term or volume between expected receipts and payments. Oncoclínicas Group's approach in managing liquidity is to ensure, to the extent possible, sufficient liquidity to comply with its obligations when they fall due, under normal and stress conditions, without causing unacceptable losses or jeopardizing Oncoclínicas Group's reputation.

The table below analyzes Oncoclínicas Group's non-derivative financial liabilities and derivative financial liabilities that are settled on a net basis by Oncoclínicas Group, by maturity ranges, which correspond to the remaining period between the balance sheet date and the contractual maturity date. The derivative financial liabilities are included in the analysis if their contractual maturities are essential to obtain an understanding of the cash flows. The amounts disclosed in the table are the contracted undiscounted cash flows.

	Note	Accounting position in September 2021	Total future flow	Parent						2026 and thereafter
				Future payment flow						
				2021	2022	2023	2024	2025		
Trade payables	15	35,132	35,132	35,132	-	-	-	-	-	-
Borrowings and financing	16	347,378	402,924	42,036	106,111	77,435	74,814	70,383	32,145	
Payables for acquisitions	19	38,906	54,401	4	1,146	1,607	2,179	2,354	47,111	
Fundação Ary partnership	20	7,783	8,589	1,115	3,954	1,862	1,078	580	-	
Exclusivity right	20	10,001	10,001	6,287	3,349	365	-	-	-	
Related parties	29	2,912	2,912	-	-	2,912	-	-	-	
<b>Total</b>		<b>442,112</b>	<b>513,959</b>	<b>84,574</b>	<b>114,560</b>	<b>84,181</b>	<b>78,071</b>	<b>73,317</b>	<b>79,256</b>	

	Note	Accounting position in September 2021	Total future flow	Consolidated						2026 and thereafter
				Payment flow						
				2021	2022	2023	2024	2025		
Trade payables	15	373,607	373,607	373,607	-	-	-	-	-	-
Borrowings and financing	16	1,330,347	1,570,539	75,661	432,092	430,323	380,168	202,884	49,411	
Payables for acquisitions	19	453,195	562,393	78,535	90,582	99,661	25,646	46,006	221,963	
Redemption of shares	20	22,308	27,039	9	11,084	4,974	3,986	3,657	3,329	
CSSJ partnership	20	17,179	21,439	1,855	7,825	11,759	-	-	-	
Fundação Ary partnership	20	7,783	8,589	1,115	3,954	1,862	1,078	580	-	
Partnership - Hospital Felício Rocho	20	9,698	10,494	-	10,494	-	-	-	-	
Exclusivity right	20	15,521	15,521	11,807	3,349	365	-	-	-	
Related parties	29	568	568	568	-	-	-	-	-	
<b>Total</b>		<b>2,230,206</b>	<b>2,590,189</b>	<b>543,157</b>	<b>559,380</b>	<b>548,944</b>	<b>410,878</b>	<b>253,127</b>	<b>274,703</b>	

## (iii) Market risk

Risk of cash flow or fair value associated with interest rate

Oncoclínicas Group's interest rate risk arises from long-term borrowings. Borrowings and financing subject to variable rates expose Oncoclínicas Group to cash flow interest rate risk. Borrowings and financing subject to fixed rates expose Oncoclínicas Group to fair value risk associated with the interest rate. Oncoclínicas Group monitors its exposure to benchmark interest rate fluctuation, arising from debt instruments, and conducts sensitivity tests using different rates during its financial planning to ensure liquidity even during scenarios with higher interest rate fluctuation.

Interest rate sensitivity analysis

The sensitivity analysis for interest on borrowings and financing used as probable scenario (Scenario I) the benchmark rates obtained at the Central Bank of Brazil's website (<https://www.bcb.gov.br>) as at September 30, 2021, and scenarios II and III take into consideration an increase in such rate by 25% and 50%, respectively. The results in nominal values are as follows:

Scenarios	Current scenario I	Current scenario II +25%	Current scenario III +50%
CDI rate (p.a.)	2.98%	3.73%	4.47%
IGPM rate (p.a.)	24.86%	31.07%	37.29%
IPCA rate (p.a.)	10.25%	12.81%	15.37%
Interest expenses (Parent)	24,811	25,736	25,921
Interest expenses (Consolidated)	72,380	75,079	75,619

The Company believes that the 25% and 50% variation, besides reflecting best market practices, also represents the reality presented in relation to the historical variation of the respective indicators in the period analyzed.

The DI rate increased by 224% in the first nine months of 2021. Even with this growth, the amounts are still within the safety margin assumed by the Company for the budget for the year. However, if these indicators continue to increase significantly, this will represent a risk for the Company.

Considering these factors, the stress of 25% and 50% is appropriate for the Company's sensitivity analysis.

Most of the Company's debt is pegged to the CDI rate (more than 90%), which floating rate risk is the main risk factor for the Company.

The Group has certain financial liabilities measured at fair value through profit or loss (derivative financial instruments of hedging swap and contingent considerations arising from acquisition of noncontrolling interest). Oncoclínicas Group does not designate derivatives as hedging instruments under a fair value hedge accounting model.

#### (iv) Currency risk

In order to reduce its borrowings costs, the Company contracted borrowings in foreign currency. As a strategy to manage the foreign exchange rate risk, Oncoclínicas Group simultaneously and necessarily carries out swap transactions under identical conditions in terms of amount, term and rate, swapping the exposure to exchange rate differences for the CDI fluctuation. Swap transactions are carried out solely for hedge purposes.

In April 2020, Oncoclínicas contracted a borrowing in the amount of US\$30,000, with principal maturity in April 2021. Simultaneously, a swap transaction was contracted to eliminate the foreign currency exposure risk, exchanging the Libor USD plus spread for the CDI fluctuation. This transaction was settled in advance in March 2021.

Also in March 2021, Centro Paulista de Oncologia S.A. contracted a borrowing in the amount of US\$24,000 with principal maturity in September 2022. Similarly, a swap transaction was contracted to eliminate the foreign currency risk, swapping the Libor USD plus spread for the CDI fluctuation.

The Company is not exposed to currency risk as it carries out swap transactions tied to this foreign currency-denominated borrowing.

The fair value of these instruments at the balance sheet date is as follows:

Description	Consolidated		Fair value - 2021
	Maturity range	Domestic notional value	
Swap:	09/19/2022		
Long position	100% LIBORUSD + 2.20%	R\$132,211	-
Short position	100% CDI-CETIP + 2.67%	R\$138,339	6,129

Description	Parent and Consolidated		Fair value - 2020
	Maturity range	Domestic notional value	
Swap:	04/19/2021		
Long position	100% LIBORUSD + 2.49%	R\$157,003	2,549
Short position	100% CDI-CETIP + 3.20%	R\$154,454	

The Company mainly operates in the domestic market and its receivables and payables are almost in full denominated in domestic currency. The Company has a risk management policy, which determines that agreements that may pose foreign exchange risk and may significantly affect the Company's financial statements, must be subject to measures to hedge and mitigate such impact by Management.

(b) Capital management

The Company's objectives when managing its capital are to safeguard Oncoclínicas Group's ability to continue to offer return to its shareholders and benefits to other stakeholders and to maintain an optimal capital structure for reducing this cost.

In order to maintain or adjust the capital structure, the Company may review the dividend payment policy, return capital to shareholders or, also, issue new shares or sell assets to reduce, for example, indebtedness level.

As at September 30, 2021 and December 31, 2020, the financial leverage ratios are summarized as follows:

	Consolidated	
	09/30/2021	12/31/2020
Total borrowings and financing (note 16)	1,330,347	1,399,156
Derivative financial instruments (note 6)	6,129	(2,549)
Less: cash and cash equivalents and securities	(1,807,180)	(819,789)
Net debt	-	576,818
Total equity	1,884,576	677,306
Total capital (equity + net debt)	<u>1,884,576</u>	<u>1,254,124</u>
Financial leverage ratio - %	0%	46%

(c) Estimate of fair value through profit or loss

Considering the nature and terms of transactions, the Company's Management believes that the carrying amounts of financial assets and financial liabilities, except for related-party balances

(whose respective nature and conditions are disclosed in note 29), as well as the balances of borrowings and financing and debentures, approximate their respective fair values.

Financial assets measured at fair value comprise derivative financial instruments, which measurement is based on observable market inputs (Level 2) and contingent consideration (Level 3), which measurement is based on present value of discounted cash flows. As disclosed in note 19.

(d) Financial instruments by category

Financial instruments	Measurement	Parent			
		Carrying amount	Fair value	Carrying amount	Fair value
		September 30, 2021	September 30, 2021	December 31, 2020	December 31, 2020
Cash and cash equivalents	Amortized cost	1,307,300	(*)	82,553	(*)
Securities and financial assets	Amortized cost	489	(*)	46,556	(*)
Derivative assets - swap	Fair value (Level 2)	-	-	2,549	2,549
Trade receivables (note 7)	Amortized cost	33,911	(*)	25,004	(*)
Escrow deposit	Amortized cost	7,931	(*)	7,689	(*)
Disposal of equity interest (note 10)	Amortized cost	18,643	(*)	13,405	(*)
Related parties	Amortized cost	82,534	(*)	63,183	(*)
		<u>1,450,808</u>		<u>240,939</u>	
<b>Financial liabilities</b>					
Trade payables	Amortized cost	35,132	(*)	46,594	(*)
Borrowings and financing	Amortized cost	347,378	399,557	554,207	555,616
Payables - Fundação Ary	Amortized cost	7,783	(*)	9,585	(*)
Payables for acquisition	Fair value (Level 3)	22,803	22,803	-	-
Payables for acquisition	Amortized cost	16,103	(*)	27,792	(*)
Exclusivity right	Amortized cost	10,001	(*)	18,791	(*)
Related parties	Amortized cost	2,912	(*)	59,091	(*)
		<u>442,112</u>		<u>716,060</u>	

		Consolidated			
	Measurement	Carrying amount	Fair value	Carrying amount	Fair value
		September 30, 2021	September 30, 2021	December 31, 2020	December 31, 2020
<b>Financial instruments</b>					
Cash and cash equivalents	Amortized cost	1,773,521	(*)	740,829	(*)
Securities and financial assets	Amortized cost	33,659	(*)	79,001	(*)
Derivative assets - swap	Fair value (Level 2)	-	-	2,549	2,549
Trade receivables (note 7)	Amortized cost	645,284	(*)	496,690	(*)
Escrow deposit	Amortized cost	11,242	(*)	10,986	(*)
Disposal of equity interest (note 10)	Amortized cost	20,377	(*)	15,216	(*)
Related parties	Amortized cost	28,317	(*)	18,630	(*)
		<u>2,512,400</u>		<u>1,363,901</u>	
<b>Financial liabilities</b>					
Trade payables	Amortized cost	373,607	(*)	345,801	(*)
Borrowings and financing	Amortized cost	1,330,347	1,498,893	1,399,156	1,411,689
Payables - Fundação Ary	Amortized cost	7,783	(*)	9,585	(*)
CSSJ partnership	Amortized cost	17,179	(*)	24,903	(*)
Partnership - Hospital Felício Rocho	Amortized cost	9,698	(*)	17,450	(*)
Redemption of shares	Amortized cost	22,308	(*)	66,692	(*)
Payables for acquisition	Fair value (Level 3)	64,074	64,074	-	-
Payables for acquisition	Amortized cost	389,121	(*)	205,304	(*)
Exclusivity right	Amortized cost	15,521	(*)	26,513	(*)
Related parties	Amortized cost	568	(*)	6,411	(*)
		<u>2,230,206</u>		<u>2,101,815</u>	

(\*) Except for the related-party balances, whose nature and conditions are disclosed in note 29, the Company's Management believes that the carrying amounts of the financial assets and financial liabilities measured at amortized cost approximate their respective fair values, considering that they are adjusted by allowances, present values and/or adjusted by floating market rates.

## 29. RELATED PARTIES

Related-party transactions were carried out according to the terms and conditions agreed upon among the parties. They are mainly comprised of receivables from shareholders, dividends receivable and payable, intragroup borrowings and loans and advances for future capital increase in investees:

- i) Transfer of funds between Group companies (intragroup loans): Management transfers funds between Group companies. Balances are partially eliminated on consolidation. These balances



are mostly adjusted by the IPCA and CDI. The remaining balance in consolidated refers to noncontrolling shareholders and has an average maturity of two years.

- ii) **Apportionment:** refer mainly to centralized shared services provided by the Parent, such as financial services (receivables and payables), accounting, legal, treasury, supplies, etc., which are shared among the other Group entities based on apportionment criteria that take into account the contribution of each entity for the Group's operations. Payments are made on a monthly basis and are not adjusted. These balances are mainly eliminated in the consolidated financial statements.
- iii) **Special Tax Regularization Program (PERT):** Management decided to use part of the tax loss carryforwards accumulated and declared by the Parent to settle the remaining balance of the consolidated debts, transferring the credits included in the program to the Group subsidiaries. The deadline for realization of the balance is the ratification of credits and debits by the Brazilian Federal Revenue Service. These balances are fully eliminated in the consolidated financial statements.

### 29.1. Related parties (assets)

Assets	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
<u>Intragroup borrowings (i)</u>				
Related parties:				
Centro Paulista de Oncologia		-	973	974
Navarra (i.a)	2,555	13,259	-	-
Talassa	5	-	-	-
CMI	1,000	-	-	-
Oncoclínicas Canoas C. de Oncologia.	-	101	-	-
CECON	-	-	-	83
Radioterapia Oncoclínicas Recife (i.b)	7,853	7,451	-	-
Núcleo de Hematologia e Transplante	-	-	111	111
Pontus	465	-	-	-
Fundação Ary	-	-	868	-
Noncontrolling shareholders (i.c)	26,365	17,462	26,365	17,462
Total intragroup loans (A)	<u>38,243</u>	<u>38,273</u>	<u>28,317</u>	<u>18,630</u>
	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
<u>Apportionments (ii)</u>				
Nature:				
Shared Service Center	30,667	11,859	-	-
Project – units construction	5,047	4,474	-	-
Other	4,470	4,470	-	-
Total apportionments (b)	<u>40,184</u>	<u>20,803</u>	<u>-</u>	<u>-</u>

Special Tax Regularization Program (PERT) (iii)	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Related parties:				
Oncoclínica – Centro Trat. Oncológico	2,454	2,454	-	-
NOS	107	107	-	-
Radioterapia Botafogo	267	267	-	-
Centro de Quimioterapia				
Oncoclínicas	241	241	-	-
CECON	80	80	-	-
Hematológica	958	958	-	-
Total PERT (c)	<u>4,107</u>	<u>4,107</u>	<u>-</u>	<u>-</u>
Total (a) + (b) + (c)	<u>82,534</u>	<u>63,183</u>	<u>28,317</u>	<u>18,630</u>

- i.a. Refers to intragroup loans with Navarra RJ Serviços Oncológicos S.A. (“Leste Fluminense”), which are monthly adjusted by the CDI rate. The intragroup loan agreements have a two-year term and can be settled before maturity.
- i.b. Refers to intragroup loan transactions with Radioterapia Oncoclínicas Recife S.A. (“RT Recife”), which are monthly adjusted by the CDI rate + 3% p.a. The intragroup loan agreements have a four-year term and can be settled before maturity.
- i.c. Balances with noncontrolling shareholders are monthly adjusted by the CDI rate + 2.96% p.a. In August 2021, there was a renegotiation of terms and the adjustment index.

29.2. Dividends receivable - Parent

	Parent	
	09/30/2021	12/31/2020
<u>Dividends receivable</u>		
Related parties:		
Centro Mineiro de Infusões	1,598	1,598
Centro Exc.ª. Radioterapia Rio de Janeiro	-	184
Navarra	553	553
Instituto Oncológico de Ribeiro Preto	-	12
	<u>2,151</u>	<u>2,347</u>

29.3. Advance for future capital increase (assets)

	Parent	
	09/30/2021	12/31/2020
<u>Advance for future capital increase</u>		
Related parties:		
Oncopar	2,608	12,019
Centro Mineiro de Infusões	58,141	17,508
Oncologia Participações	60	-
Oncohematologia	40,953	28,286
Radioterapia Oncoclínicas São Paulo	1,584	1,584
Oncobio Serviços de Saúde	3,753	7,707
Centro Exc.ª. Radioterapia Rio de Janeiro	3	3
Copacabana	10,000	
Oncoclínicas Participações São Paulo	-	2,787
Idengene	11,753	1,251
Radioterapia Oncoclínicas Recife	-	253
Central de Gestão e Saúde Ltda	-	1,948
Oncoclínicas Rio de Janeiro S.A.	-	29,232
Pontus Participações	15,788	259
Locus	1,500	3,900
Oncologia Participações RJ ES	29,231	15,309
Navarra	5,007	10
Total	<u>180,381</u>	<u>122,056</u>

29.4. Related parties (liabilities)

Liabilities	Parent		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
<u>Intragroup borrowings</u>				
Other:				
Borrowing payable CPO (i.d)	-	4,095	-	-
Borrowing payable CTO RJ (i.e)	44	44,703	-	-
Capital decrease	-	6,684	-	6,411
Apportionments payable	2,868	3,609	568	-
Total (B)	<u>2,912</u>	<u>59,091</u>	<u>568</u>	<u>6,411</u>
Total (A) + (B)	<u>2,912</u>	<u>59,091</u>	<u>568</u>	<u>6,411</u>

- i.d. Refer to intragroup loan transactions with Centro Paulista de Oncologia S.A (“CPO”, which are monthly adjusted by the fluctuation of average daily DI rates + 1% p.a. The intragroup borrowing agreements have a five -year term and can be settled before maturity. Additionally, the total balance was settled in this quarter.
- i.e. Refers to intragroup loan transactions with Centro de Tratamento Oncológico S.A. (“CTO RJ”), which are monthly adjusted by the CDI rate + 4% p.a. The intragroup loan agreements have a three-year term and can be settled before maturity.

Also, the Group has entered into service agreements with companies owned by some of its directors in the amount of R\$5,952 in the first nine months of 2021 (R\$7,232 in the first nine months of 2020), the purpose of which is to provide specific medical services in one or more specialties among those developed by the professional in question, including the performance of medical consultations, diagnoses, prescription and follow-up of treatments in the Company's premises and/or partners defined by the Company.

#### 29.5. Dividends payable

	Consolidated	
	09/30/2021	12/31/2020
<u>Dividends payable</u>		
Multihemo	2,551	2,551
Núcleo de Oncologia da Bahia	495	495
Onco Vida	-	407
NOS	844	844
Centro Paulista de Oncologia	25	-
Aliança	11,547	12,396
Navarra	1,098	1,098
Angará	373	373
Yukon	141	141
Instituto Oncológico de Ribeirão Preto	-	37
Centro Exc. <sup>a</sup> . Radioterapia Rio de Janeiro	-	184
COT	587	-
Total	<u>17,661</u>	<u>18,526</u>

#### 29.6. Advance for future capital increase (liabilities)

	Consolidated	
	09/30/2021	12/31/2020
<u>Advance for future capital increase</u>		
Subsidiaries:		
Oncobio	2,432	5,074
Oncovida	2,492	3,289
Other	4	113
Total	<u>4,928</u>	<u>8,476</u>

Management compensation

Management members are the persons with authority and responsibility for planning, steering and controlling the Group's activities, including any officer (executive or otherwise).

During the nine-month period ended September 30, 2021, Management compensation amounted to R\$19,216 (R\$15,524 in September 2020) due to short-term benefits, such as wages, related taxes and others. As long-term benefits, the Company recognized an expense related to the phantom shares granting program of R\$54,323 (R\$1,506 as at September 30, 2020). Management compensation does not include amounts such as: (a) post-employment benefits (pension, other retirement benefits, post-employment life insurance, and post-employment health care); (b) long-term benefits (leave of absence for length of service and long-term disability benefits); and (c) severance benefits.

## 30. INSURANCE

The Company has insurance coverage based on the risks associated to its operations. The insurance policy is directly taken by Oncoclínicas, and insurance premiums and risks are covered for the Company as described in the policy.

The insurance risk and line are described below, and the insured amounts and coverage encompass the entire Oncoclínicas Group.

Insurance line	Coverage	Validity date
Civil liability	R\$1,000	12/14/2021
D&O administrative liability	R\$100,000	04/29/2022
E&O professional liability	R\$30,000	12/18/2021
Property	R\$35,500	12/31/2021

## 31. NON-CASH TRANSACTIONS

## a) Cash and cash equivalents

The breakdown of cash and cash equivalents included in the statements of cash flows is disclosed in note 5.

## b) Non-cash transactions

	Note	Parent		Consolidated	
		09/30/2021	09/30/2020	09/30/2021	09/30/2020
Acquisition, business combinations					
<b>Cash and cash equivalents acquired</b>	<b>4</b>	-	-	<b>(1,754)</b>	<b>(746)</b>
<u>Statement of cash flows</u>					
Amount paid on acquisitions	4	-	3,729	122,386	26,049
<b>Payment in business acquisitions, net of cash acquired</b>		-	<b>3,729</b>	<b>120,632</b>	<b>25,303</b>
<b>Variation in trade receivables</b>		<b>8,907</b>	<b>(1,636)</b>	<b>148,594</b>	<b>69,145</b>
Recognition (reversal) of allowance for expected credit losses and disallowances	23	(7,993)	5,557	45,353	45,228
<b>Non-cash effect</b>					
Receivables acquired through business combination			-	(5,547)	(823)

Offset of trade receivables - CSSJ partnership	20		-	7,724	
<b>Total effects on the statement of cash flows</b>		<b>914</b>	<b>3,761</b>	<b>196,124</b>	<b>113,550</b>
Derivative assets - swap					
Changes in derivatives – swap	6	-	18,907	-	18,907
<b>Non-cash effect</b>					
Derivatives - Swap		-	(21,504)		(21,504)
Total swap with effect on profit or loss		-	2,597	-	2,597
Derivative liabilities - swap					
Changes in derivatives – swap	6	-	-	(6,129)	-
<b>Non-cash effect</b>					
Derivatives - Swap		-	-	5,736	-
Total swap with effect on profit or loss		-	-	393	-
Property and equipment and intangible assets					
Variation in property and equipment		(752)	4,938	15,092	71,702
Variation in intangible assets		(5,220)	29,171	293,790	351,524
<b>Total variation in property and equipment and intangible assets</b>		<b>(5,972)</b>	<b>34,109</b>	<b>308,882</b>	<b>423,226</b>
Depreciation of property and equipment	12	6,702	4,926	40,861	27,696
Amortization of intangible assets	13	8,476	4,041	29,246	25,356
Write-off of property and equipment	12	173	-	440	225
<b>Non-cash effect</b>					
Intangible assets and exclusivity right payable		-	(18,121)	(2,500)	(19,627)
Transfer of asset (software) – corporate restructuring	11 and 13	18,217	-	-	-
Corporate restructuring – deferred income tax and social contribution on goodwill	11 and 13	-	-	5,039	-
Exchange rate fluctuation of goodwill – translation to presentation currency		-	-	(1,563)	(16,064)
Goodwill - Cebrom and CTR Bueno	4	-	-	(234,406)	-
Goodwill - Hospital Marcos Moraes	4	-	-	-	(10,337)
Goodwill - Locus		-	-	-	(3,190)
Goodwill - NHO – fair value in share exchange	11	-	-	-	(5,407)
Reclassification of imports in progress (property and equipment) to inventories	12	-	-	2,669	-
Payment of capital of the customer portfolio	22.c)	-	-	(49,991)	(250,000)
Property and equipment and intangible assets acquired through business combination	4	-	-	(20,597)	(54,106)
<b>Total effects on the statement of cash flows</b>		<b>27,596</b>	<b>24,955</b>	<b>78,078</b>	<b>177,802</b>
Statement of cash flows					
Acquisition of property and equipment	12	6,123	9,864	39,584	45,547
Acquisition of intangible assets	13	21,473	15,091	38,494	72,255
Taxes payable					
<b>Variation in taxes payable</b>		<b>(1,114)</b>	<b>1,180</b>	<b>6,057</b>	<b>15,332</b>
Tax paid		-	-	3,774	3,346
<b>Non-cash effect</b>					
Taxes acquired through business combination		-	-	(471)	(55)
Offset of credits		-	-	7,005	9,358
<b>Total effects on the statement of cash flows</b>		<b>(1,114)</b>	<b>1,180</b>	<b>16,365</b>	<b>27,981</b>
Advance for future capital increase – ASSETS					

<b>Variation in advance for future capital increase - assets</b>		<b>58,325</b>	<b>(50,008)</b>	-	<b>1,200</b>
<b><u>Non-cash effect</u></b>					
Transfer of advance for future capital increase to increase of capital in the investment	11	73,962	137,856	-	-
Other	11	5,400	-	-	(1,200)
<b>Total with cash effect of the advance for future capital increase</b>		<b>137,687</b>	<b>87,848</b>	-	-

Advance for future capital increase –  
LIABILITIES

<b>Variation in advance for future capital increase - liabilities</b>		-	-	<b>(3,458)</b>	<b>(27,165)</b>
<b><u>Non-cash effect</u></b>					
Transfer of advance for future capital increase to capital increase made by noncontrolling shareholders in equity		-	-	5,138	28,983
<b>Total with cash effect of the advance for future capital increase</b>		-	-	<b>1,590</b>	<b>1,818</b>

Contingency

Variation in contingency		-	-	15,972	-
<b><u>Non-cash effect</u></b>					
Possible losses - Cebrom indemnifiable at the buyer	23	-	-	(12,800)	-
Adjustment to indemnifiable asset - HVS	23	-	-	(451)	
<b><u>Total contingencies with effect on profit or loss</u></b>				<b>2,722</b>	

### 32. EVENTS AFTER THE REPORTING PERIOD

On October 1, 2021, the Company acquired the shareholding control of UMC and entered into an agreement for acquisition of the remaining interest of Oncobio.

On October 10, 2021, the Company has entered into a Binding Memorandum of Understanding (“MOU”) with Unimed – Rio Cooperativa de Trabalho Médico do Rio de Janeiro Ltda and Unimed Rio Empreendimentos Médicos Hospitalares Ltda, for the establishment of an integrated cancer center at Hospital Unimed (“Cancer Center”).

These transactions are further detailed in note 1.

On October 19, 2021, the Company amended the agreement for the granting of phantom shares to part of the plan beneficiaries, upon mutual agreement, whereby it has agreed to anticipate the exercise of the vested phantom shares through the delivery of treasury shares with final notional value defined. The Company also acknowledges that the Beneficiary must maintain the right to vest any and all phantom shares not vested up to this date.

### 33. APPROVAL OF INTERIM FINANCIAL INFORMATION

The Company's interim financial information for the nine-month period ended September 30, 2021 was approved and authorized for issue by the Board of Directors on November 12, 2021.

# **Unity Participações S.A. and subsidiaries**

The individual and consolidated  
financial statements for the year  
ended December 31, 2020 and  
Independent Auditor's Report

Deloitte Brasil Auditores Independentes Ltda.



## INDEPENDENT AUDITOR'S REPORT ON THE INDIVIDUAL AND CONSOLIDATED FINANCIAL STATEMENTS

To the Administrators and Shareholders  
of Unity Participações S.A.

### **Opinion**

We have examined the individual and consolidated financial statements of Unity Participações S.A. ("Company"), identified as Parent Company and Consolidated, respectively, comprising the balance sheet as of December 31, 2020 and the related statements of income, comprehensive income, changes in shareholders' equity and cash flows for the year then ended, as well as the corresponding notes, including the summary of significant accounting policies.

In our opinion, the individual and consolidated aforementioned financial statements present fairly, in all material respects, the individual and consolidated financial position of Unity Participações S.A. as of December 31, 2020, the individual and consolidated performance of its operations and its respective individual and consolidated cash flows for the year then ended, in accordance with the accounting practices adopted in Brazil.

### **Basis for opinion**

Our audit was conducted in accordance with Brazilian and international standards on auditing. Our responsibilities, in accordance with such standards, are described in the following section entitled "Auditor's responsibilities for the audit of individual and consolidated financial statements." We are independent of the Company and its subsidiaries in accordance with the relevant ethical requirements included in the Accountant Professional Code of Ethics ("Código de Ética Profissional do Contador") and in the professional standards issued by the Federal Accounting Council -CFC and we have fulfilled our other ethical responsibilities in accordance with these standards. We believe that the audit evidence obtained is sufficient and appropriate to support our opinion.

### **Management's responsibilities for the individual and consolidated financial statements**

The management is responsible for the preparation and adequate presentation of the individual and consolidated financial statements in accordance with the accounting practices adopted in Brazil, and the internal controls it deemed necessary to enable the preparation of financial statements free of material misstatements, regardless of whether caused by fraud or error.

In the preparation of individual and consolidated financial statements, management is responsible for assessing the ability of the Company and its subsidiaries to continue as a going concern and disclosing, where applicable, the matters relating to its going concern and the use of this basis of accounting in preparing the individual and consolidated financial statements, unless management intends to wind-up the Company and its subsidiaries or cease its operations, or has no realistic alternative to avoid the closure of operations.

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

#### **Auditor's responsibilities for the audit of individual and consolidated financial statements**

Our purposes are to obtain reasonable assurance that the individual and consolidated financial statements, taken as a whole, are free from material misstatement, whether caused by fraud or error, and to issue audit report containing our opinion. Reasonable assurance is a high level of assurance, but not a guarantee that the audit conducted pursuant to Brazilian and international auditing standards always detects any existing material misstatements. Misstatements may arise from fraud or error and are considered material when, individually or in aggregate, may influence, from a reasonable perspective, the economic decisions of users taken as base in such individual and consolidated financial statements.

As part of an audit conducted according to the Brazilian and international auditing standards, we exercise professional judgment, and maintain professional skepticism during the audit. We also:

- Identify and assess the risks of material misstatement of the individual 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 and its subsidiaries to continue as a going concern. If we conclude that a material uncertainty exists, then we are required to draw attention in our auditors' report to the related disclosures in the 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 auditors' report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the individual and consolidated 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 consolidated financial statements.



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 controls that we identified during our audit.

Belo Horizonte, April 27, 2021

DELOITTE BRASIL  
Auditores Independentes Ltda.  
CRC 2 SP 000164/O-4 "F" MG

[signature]

Manoel Pinto da Silva  
Accountant  
CRC 1 SP 205664/O-2 "T" MG

UNITY PARTICIPAÇÕES S.A. AND SUBSIDIARIES

BALANCE SHEETS AT DECEMBER 31, 2020  
(In thousands of reais – R\$)

ASSETS	Note	Parent Company		Consolidated		LIABILITIES AND SHAREHOLDERS' EQUITY	Note	Parent Company		Consolidated	
		12/31/2020	12/31/2019	12/31/2020	12/31/2019			12/31/2020	12/31/2019	12/31/2020	12/31/2019
CURRENT ASSETS						CURRENT LIABILITIES					
Cash and cash equivalents	4	43,141	18,071	52,943	30,730	Loans and financing	13	2,231	-	4,034	3,523
Accounts receivable	5	-	-	35,158	36,103	Suppliers	11	217	125	31,243	22,594
Inventories	6	-	-	7,356	6,072	Social and labor charges		536	339	3,648	2,068
Recoverable taxes and contributions		153	57	1,754	342	Taxes and contributions payable	12	86	294	3,509	2,331
Other related party credits	18	655	21	634	1,297	Obligations with investments	18	142	5,144	149	5,144
Dividends receivable	18	5,484	-	-	-	Related parties	18	-	10	5,943	-
Prepaid expenses		-	-	-	-	Advances from clients		-	-	2,708	1,195
Other receivables		95	8	3,699	3,002	Lease liabilities	9	-	-	3,818	2,386
Total current assets		49,528	18,157	101,544	77,546	Other liabilities		1,705	699	1,741	1,797
						Total current liabilities		4,917	6,611	56,793	41,038
NON-CURRENT ASSETS						NON-CURRENT LIABILITIES					
Accounts receivable	5	-	-	-	41	Loans and financing	13	37,889	-	54,202	13,063
Other assets		12	-	337	89	Taxes and contributions payable	12	-	-	2,676	1,142
Indemnifiable assets	7.c)	-	2,280	-	2,280	Reserves for risks	7.c)	-	2,280	-	2,280
Investments	7	81,574	85,320	-	1,166	Related parties	18	-	-	-	480
Property, plant and equipment	8	113	122	45,095	41,087	Lease liabilities	9	-	-	13,351	9,614
Right-of-use assets	9	-	-	16,188	11,388	Other liabilities		-	-	80	44
Intangible assets	10	4,782	-	70,078	57,151	Total non-current liabilities		37,889	2,280	70,309	26,623
Total non-current assets		86,481	87,722	131,698	113,202						
						SHAREHOLDERS' EQUITY					
						Capital	14	5,821	5,807	5,821	5,807
						Capital reserve		82,292	82,173	82,292	82,173
						Profit reserve		5,090	9,008	5,090	9,008
						Attributed to controlling shareholders		93,203	96,988	93,203	96,988
						Interest of non-controlling partners		-	-	12,937	26,099
						Total shareholders' equity		93,203	96,988	106,140	123,087
TOTAL ASSETS		136,009	105,879	233,242	190,748	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		136,009	105,879	233,242	190,748

See the accompanying notes to the financial statements.

UNITY PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF INCOME  
FOR YEAR ENDED DECEMBER 31, 2020  
(In thousands of reais – R\$)

	Note	Parent Company		Consolidated	
		12/31/2020	12/31/2019	12/31/2020	12/31/2019
NET REVENUE FROM SERVICES	15	-	-	221,337	134,159
COST OF SERVICES RENDERED	16	-	-	(143,838)	(85,853)
GROSS INCOME		-	-	77,499	48,306
OPERATING EXPENSES					
General and administrative	16	(9,539)	(9,171)	(62,038)	(33,869)
Equity in net income of subsidiaries	7	5,345	8,329	-	(1,211)
Other operating revenues/expenses, net		(39)	(25)	(338)	98
OPERATING INCOME (LOSS) BEFORE FINANCIAL INCOME		(4,233)	(867)	15,123	13,324
Financial revenues	18	451	3,615	1,164	4,297
Financial expenses	18	(136)	(1)	(3,349)	(1,526)
NET FINANCIAL RESULT		315	3,614	(2,185)	2,771
Income (loss) before income tax and social contribution		(3,918)	2,747	12,938	16,095
INCOME TAX AND SOCIAL CONTRIBUTION	17	-	(1,359)	(7,320)	(6,215)
NET INCOME (LOSS) FOR THE YEAR		(3,918)	1,388	5,618	9,880
ATTRIBUTABLE TO:					
Controlling shareholders		-	-	(3,918)	1,388
Non-controlling shareholders		-	-	9,536	8,492
Earnings (losses) per share attributable to Company's shareholders (basic and diluted) in Reais	14			(0.62)	0.25

See the accompanying notes to the financial statements.

UNITY PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED DECEMBER 31, 2020  
(In thousands of reais – R\$)

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	Parent Company		Consolidated	
	<u>12/31/2020</u>	<u>12/31/2019</u>	<u>12/31/2020</u>	<u>12/31/2019</u>
NET INCOME FOR THE YEAR	(3,918)	1,388	5,618	9,880
Other comprehensive income	-	-	-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>(3,918)</u>	<u>1,388</u>	<u>5,618</u>	<u>9,880</u>
ATTRIBUTABLE TO:				
Controlling shareholders	<u>(3,918)</u>	<u>1,388</u>	<u>(3,918)</u>	<u>1,388</u>
Non-controlling shareholders	<u>-</u>	<u>-</u>	<u>9,536</u>	<u>8,492</u>

See the accompanying notes to the financial statements.

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UNITY PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY  
FOR THE YEAR ENDED DECEMBER 31, 2020  
(In thousands of reais – R\$)

	Note	Capital	Social reserve	Profit reserves		Retained earnings	Shareholders' equity of parent company's shareholders	Non-controlling interest	Consolidated shareholders' equity
				Profit reserve to	Goodwill in unrealized transaction				
BALANCES AT DECEMBER 31, 2018		5,599	80,296	8,467	(790)	-	93,572	9,304	102,876
Net income for the year		-	-	-	-	1,388	1,388	8,492	9,880
Formation of unrealized profit reserve		-	-	1,388	-	(1,388)	-	-	-
Capital transactions	14	-	-	-	-	-	-	8,303	8,303
Capital increase	14	208	-	-	-	-	208	-	208
Goodwill on acquisition of minority shareholders		-	-	-	(57)	-	(57)	-	(57)
Formation of capital reserve	14	-	1,877	-	-	-	1,877	-	1,877
<b>BALANCES AT DECEMBER 31, 2019</b>		<b>5,807</b>	<b>82,173</b>	<b>9,855</b>	<b>(847)</b>	<b>-</b>	<b>96,988</b>	<b>26,099</b>	<b>123,087</b>
Net loss for the year		-	-	-	-	(3,918)	(3,918)	9,536	5,618
Formation of unrealized profit reserve		-	-	(3,918)	-	3,918	-	-	-
Capital transactions	14	-	-	-	-	-	-	(22,698)	(22,698)
Capital increase	14	14	-	-	-	-	14	-	14
Formation of capital reserve	14	-	119	-	-	-	119	-	119
<b>BALANCES AT DECEMBER 31, 2020</b>		<b>5,821</b>	<b>82,292</b>	<b>5,937</b>	<b>(847)</b>	<b>-</b>	<b>93,203</b>	<b>12,937</b>	<b>106,140</b>

See the accompanying notes to the financial statements.

UNITY PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS  
FOR THE YEAR ENDED DECEMBER 31, 2020  
(In thousands of reais – R\$)

	Note	Parent Company		Consolidated	
		12/31/2020	12/31/2019	12/31/2020	12/31/2019
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>					
Net income (loss) for the year		(3,918)	1,388	5,618	9,880
Adjustments to net income:					
Equity in net income of subsidiaries	7	(5,345)	(8,329)	-	1,211
Provision for disallowances and for doubtful accounts	5	-	-	954	7,966
Income tax and social contribution expense recognized in income (loss) for the year	16	-	1,359	7,320	6,215
Financial expenses recognized in income (loss), net	12	120	-	(2,185)	1,433
Depreciation and amortization	15	9	-	2,304	6,085
Increase (decrease) in assets:					
Accounts receivable			-	32	(24,056)
Inventories			-	(1,284)	(7,093)
Recoverable taxes and contributions		(96)	155	(1,412)	(507)
Prepaid expenses			-	-	38
Other receivables		(646)	(29)	(282)	8,992
Increase (decrease) in liabilities:					
Suppliers		92	72	8,649	1,586
Taxes and contributions payable		(208)	81	(4,608)	(2,013)
Social and labor charges		197	308	1,580	990
Other accounts payable		(4,357)	651	(1,961)	209
Cash generated by (invested in) operating activities		(14,152)	(4,344)	14,725	10,936
Interest paid	12	-	-	(1,154)	(1,373)
Income tax and social contribution paid		-	(1,173)	(8,881)	(5,041)
Net cash generated (invested in) in operating activities		(14,152)	(5,517)	4,690	4,522
<b>CASH FLOW FROM INVESTMENT ACTIVITIES</b>					
Acquisition of property, plant and equipment and intangible assets		(113)	(122)	(9,261)	(10,314)
Merged net assets, net of balance of cash and cash equivalents		-	-	89	7,087
Acquisition of minority interest in the subsidiary	13	-	-	-	-
Dividends received		9,446	2,300	-	-
Acquisition of investments	7	(11,410)	(61,561)	(11,410)	(61,561)
Write-off of investments		1,166	-	1,166	-
Cash and cash equivalents at the date of acquisition of control		-	-	289	3,227
Net cash used in investment activities		(911)	(59,383)	(19,127)	(61,561)
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>					
Funding of loans and financing	12	40,000	-	43,255	2,886
Payment of borrowings and financing	12	-	-	(2,515)	(492)
Payment of lease	3	-	-	(4,223)	(2,143)
Capital increase	7	14	208	14	208
Increase in capital reserve	7	119	1,877	119	1,877
Net cash generated by financing activities		40,133	2,085	36,650	2,336
<b>INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>25,070</b>	<b>(62,815)</b>	<b>22,213</b>	<b>(54,703)</b>
<b>CHANGE IN CASH AND CASH EQUIVALENTS</b>					
Cash and cash equivalents at the beginning of the year	4	18,071	80,886	30,730	85,433
Cash and cash equivalents at the end of the year	4	43,141	18,071	52,943	30,730
<b>INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>25,070</b>	<b>(62,815)</b>	<b>22,213</b>	<b>(54,703)</b>

See the accompanying notes to the financial statements.



1. OPERATIONS

Unity Participações S.A. (“Company”) was incorporated on July 20, 2018 through the transfer of 50.149% of the shares of CETTRO - Centro de Tratamento Oncológico Ltda. (“Cettro”) by BMNP - Incorporação, Consultoria e Empreendimentos Imobiliários Ltda. (“BMNP”) and the spin-off of the corresponding book balances. The Company is a corporation headquartered in the city of Brasília, Federal District, located at SRTVN, Quadra 702, Conjunto P, sala 2056, parte B, Asa Norte, enrolled with CNPJ (EIN) under No. 30.986.413/0001-58, with its Articles of Incorporation duly filed before the Commercial Board of the Federal District under NIRE 53.300.019.070. The Company is an indirect subsidiary of the investment fund Vocatus Multiestratégia.

The Company operates as a holding company, while its subsidiaries (together referred to as the “Group”) provide medical and hospital services in general in all medical specialties, specifically outpatient and inpatient care in the areas of clinical oncology, chemotherapy, surgery, oncology surgery, radiotherapy, hematology and hemotherapy, by cancerologists and hematologists, immunizations, immunosuppressive treatments, immunomodulators and antibiotics, as well as nutritional and psychological care. The Company may also import raw materials, finished products and other items related to its activity, as well as export, acquire, build or lease real estate, machinery and other equipment, including holding interests in other regularly incorporated companies, as a quotaholder or shareholder.

Effect of Coronavirus on financial statements

On January 31, 2020, the World Health Organization (WHO) announced that the coronavirus (COVID-19) is a global health emergency. The outbreak triggered major decisions by governments and private sector entities, which coupled with the potential impact of the outbreak, increased the degree of uncertainty for economic agents and can significantly impact the amounts recognized in the financial statements.

Since the beginning of the pandemic, the Group has worked on several fronts to ensure the health and safety of its employees and partners, the stability and continuity of its operations and the financial strength. All the Company’s activities are classified as ‘essential’ in the context of the measures adopted to face the pandemic.

The Group carried out the adaptation of the workplaces through several preventive measures and intensified cleaning and safety protocols, pursuant to the guidelines of state and municipal governments and health care entities.

During the year, the Company’s Management carried out a set of analyzes on the impacts of COVID-19, which mainly involved the evaluation of indicators of impairment of non-current assets, expected credit losses on receipt of clients, measurement of financial instruments, among others. These financial statements consider the impacts from these analyses; however, Management has not identified any material impacts on the estimates presented.

The individual and consolidated financial statements were approved and authorized to be disclosed by Company’s Management on April 27, 2020.

## 2. PRESENTATION OF INDIVIDUAL AND CONSOLIDATED FINANCIAL STATEMENTS

### 2.1. Basis of presentation

The individual and consolidated financial statements were prepared in accordance with accounting practices adopted in Brazil.

Accounting practices adopted in Brazil comprise those included in the Corporation law and the Pronouncements, Guidelines and Interpretations and technical pronouncements issued by the Accounting Pronouncement Committee - CPC and approved by the Federal Accounting Council - CFC.

As there is no difference between consolidated shareholders' equity and consolidated income attributable to the parent company's shareholders, included in consolidated financial statements prepared in accordance with Brazilian accounting practices, and shareholders' equity and parent company result, included in individual financial statements prepared in accordance with Brazilian accounting practices, the Company opted to present these individual and consolidated financial statements in a single set, side by side.

Management declares that all relevant information specific to the financial statements, and only such information, is being evidenced and corresponds to the information used by the Management in its management.

The individual and consolidated financial statements were prepared based on the historical cost. The historical value is usually based on the fair value of the payments made for the assets and services.

### 2.2. Consolidation bases

The consolidated financial statements include the financial statements of the Company and its subsidiaries prepared until December 31 every year. Control is obtained when the Company:

- Has power over the investee.
- It is exposed or is entitled to variable returns from its involvement with the investee.
- Has the ability to use this power to affect its returns.

The Company reassesses whether or not it retains the control of an investee if facts and circumstances indicate changes occurring in one or more of the three aforementioned control elements.

When the Company does not hold the majority of the voting rights in an investee, it will have the power over the investee when the voting rights are sufficient to enable it in practice to conduct the relevant activities of the investee unilaterally.

The consolidation of a subsidiary starts when the Company obtains control over the subsidiary and ends when the Company loses control over the subsidiary. Specifically, the revenues and expenses of a subsidiary acquired or disposed of during the year are included in the income (loss) from the date the Company obtains control until the date on which the Company ceases to control the subsidiary.

The income (loss) and each component of other comprehensive income are attributed to the owners of the Company and to minority interest. The total comprehensive income of subsidiaries is attributed to the owners of the Company and to minority interest, even if this generates a negative balance for the minority interest.

All transactions, balances, revenues, expenses and cash flows among the Group's companies are eliminated in consolidated financial statements.

Minority interests in subsidiaries are identified separately from the Group's interest in said subsidiaries. The minority interest that corresponds to current ownership interest and confers to their holders the right to a proportional share of the entity's assets in the event of liquidation may be initially measured at fair value or based on the proportional share of minority interests in the fair value of acquiree's identifiable net assets.

Changes in the Group's interests in subsidiaries that do not result in loss of control are recorded as capital transactions. The book value of the Group's interests and minority interests is adjusted to reflect changes in its respective interests in subsidiaries. The difference between the amount based on which minority interests are adjusted and the fair value of considerations paid or received is recorded directly in shareholders' equity and attributed to the Company's owners.

The interest percentage of the Company and its subsidiaries on December 31, 2020 is:

	<u>12/31/2020</u>
	<u>Interest (%)</u>
<u>Direct subsidiaries:</u>	
Onco & Hemato Serviços Médicos S.A. ("Onco & Hemato")	57.00
Instituto de Oncologia Kaplan S.A. ("Kaplan")	51.00
Holding Céu de Brasília	71.34
Oncologia Manaus S.A.	51.20
<u>Indirect subsidiaries through the subsidiary Holding Céu</u>	
ICB - Instituto de Câncer do Brasil Participações Ltda. ("ICB")	100.00
Cetro - Centro de Tratamento Oncológico	100.00
<u>Indirect subsidiaries by means of subsidiary ICB</u>	
AIO - Instituto de Câncer de Brasília Ltda.	100.00
<u>Indirect subsidiaries by means of subsidiary Oncologia Manaus</u>	
SF Participações Ltda.	100.00
SAMED - Serviços de Atendimento Médico	100.00
<u>Indirect subsidiaries by means of subsidiary SF Participações</u>	
AIO - Instituto de Câncer de Manaus Ltda.	100.00

The interest percentage of the Company and its subsidiaries on December 31, 2019 was:

	<u>12/31/2019</u>
	<u>Interest (%)</u>
<u>Direct subsidiaries</u>	
CETTRO - Centro de Tratamento Oncológico Ltda. ("Cettro")	51.10
SCP BMNP	99.99
Onco & Hemato Serviços Médicos S.A. ("Onco & Hemato")	57.00
Instituto de Oncologia Kaplan S.A. ("Kaplan")	51.00
ICB - Instituto de Câncer do Brasil Participações Ltda. ("ICB")	53.50
<u>Indirect subsidiaries by means of subsidiary ICB</u>	
AIO - Instituto de Câncer de Manaus Ltda.	99.98
AIO - Instituto de Câncer de Brasília Ltda.	99.98
AIG - Gastrodiagnose Serviços de Diagnósticos por Métodos Ópticos Ltda.	100.00
<u>Indirect subsidiaries by means of subsidiary BMNP</u>	
Centro de Câncer Anchieta Ltda.	50%

### 3. DESCRIPTION OF SIGNIFICANT ACCOUNTING PRACTICES

#### 3.1. Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"). The financial statements are being presented in Brazilian Real, functional currency of the Company.

#### 3.2. Cash and cash equivalents (including interest earning bank deposits considered as cash and cash equivalent)

Include cash, demand deposits in banks and short-term temporary investments, considered highly liquid or promptly convertible into a known sum of cash and subject to an insignificant risk of change of value, recorded at cost plus income accrued up to the balance sheet dates which does not surpass the market or realizable value.

Considering that the Company's intention is to use the funds to run its operating activities and that these interest earning bank deposits are immediately convertible into a known amount of cash, being subject to an insignificant risk of change in value. According to the Management's judgment, these funds were classified as cash and cash equivalents.

### 3.3. Financial instruments

Financial assets and liabilities are recognized in the balance sheet of the Company when the Company is a party of the contractual provisions of the instruments. Financial assets and liabilities are initially measured at fair value. Transaction costs directly attributable to the acquisition or issue of financial assets and liabilities (except for assets measured at fair value through profit or loss) are increased or reduced by the fair value of the financial assets or liabilities, when applicable, upon initial recognition. Transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are recognized immediately in the statement of operations.

#### Financial assets

All purchases or sales of financial assets are recognized and written off on the trading date. Regular purchases or sales correspond to purchases or sales of financial assets requiring delivery of assets within term established in a standard or market practice. All recognized financial assets are subsequently measured at amortized cost or fair value, depending on the classification of the financial assets.

#### *Classification of financial assets*

##### *Amortized cost*

The financial asset held in a business model whose objective is to hold financial assets in order to collect contractual cash flows is recognized at amortized cost. The contractual terms of financial assets give rise, on specific dates, to cash flows that solely refer to payments of principal and interest levied on the principal amount outstanding. Assets classified in this category include: cash and cash equivalents, trade accounts receivable and other credits.

#### Financial liabilities

The financial liabilities are classified by: (i) financial liabilities at fair value through profit or loss; and (ii) financial liabilities subsequently measured at amortized cost.

##### i) Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not: (i) contingent consideration from a buyer in a business combination; (ii) held for trading; or (iii) designated at fair value through profit or loss, and subsequently measured at amortized cost using the effective interest rate method.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or deductions) over the expected life of the financial liability or, when appropriate, over a shorter period, to the amortized cost of financial liability.

Financial liabilities subsequently measured at amortized cost include: loans and financing, trade accounts payable and other accounts payable.

ii) Financial liabilities at fair value through profit or loss

Financial liabilities are classified at fair value through profit or loss when the financial liability is: (i) a contingent consideration from a purchaser in a business combination; (ii) held for trading; or (iii) assigned at fair value through profit or loss.

Financial liabilities at fair value through profit or loss are presented at fair value, and any gains or losses arising from changes in fair value are recognized in profit or loss to the extent that they are not part of a designated “hedge” relationship.

Write-off of financial liabilities

The Company derecognizes a financial liability if, and only if, its obligations are discharged, canceled or when they expire. The difference between the book value of the financial liability derecognized and the consideration paid and payable is recognized in income (loss).

3.4. Trade accounts receivable

Trade accounts receivable correspond to the amounts receivable for the provision of hospital services in the normal course of the Company's activities. The receipt term is lower than one year; thus, accounts receivable are all classified in current assets.

Trade accounts receivable are initially recognized at fair value and net value discounting the provision for disallowance and allowance for doubtful accounts when applicable.

Estimated losses on doubtful accounts receivable are calculated based on the policy adopted by the Company, providing for long-standing items, but also considering losses assessed as probable, also assessing expected losses.

Expenses with setting up disallowance are recorded as a reduction of gross revenue in the income (loss). When there is no expectation of recovery of these credits, the amounts credited under disallowances are reversed against permanent losses.

Based on the Company's internal analyses, for the year 2020, referring to the disallowance provision, the disallowance percentage is calculated monthly and updated to represent the percentage due considering the historical loss.

3.5. Inventories

Inventories comprise medicines and hospital supplies and are stated at cost, not exceeding their net realizable value. When applicable, provisions for slow-moving or obsolete inventories are formed when considered necessary by Management. The net realizable value is the estimated sales price of inventories, less estimated costs of completion and costs necessary to trading, sale and distribution of inventories.

3.6. Property, plant and equipment

Property, plant and equipment consists mainly of leasehold improvements, machinery, hospital equipment, furniture and fixtures.

Property, plant and equipment are stated at historical cost less accumulated depreciation. Historical cost includes expenses directly attributable to the acquisition of items.

Subsequently incurred costs are added to the asset's book value or are recognized as a separate asset, as applicable, only when it is likely that associated future economic benefits will flow and that the item's cost can be reliably measured.

The book value of replaced items and parts is written off. All other maintenance and repair costs are recorded as a contra entry to income (loss) for the year, when incurred.

The main terms used in depreciation rates are:

- Hospital equipment: 10–20 years.
- Furniture and fixtures: 5–10 years.
- IT equipment: 5 years.
- Vehicles: 5 years.
- Radiotherapy: 20 years.

### 3.7. Intangible assets

When applicable, intangible assets with a defined useful life, acquired separately, are recorded at cost, net of accumulated amortization and accumulated impairment losses. The amortization is recognized under the straight-line method, based on estimated useful life of assets. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

When applicable, goodwill will be determined on acquisitions of ownership interest, based on the future profitability of investments. Goodwill arises from the difference between the acquisition value and the value of the subsidiaries' equity, calculated on the acquisition date.

### 3.8. Analysis of recoverable value of property, plant and equipment

Management reviews the net book value of property, plant and equipment and intangible assets and when applicable, other assets annually to assess events or changes in economic, operating, or technological circumstances likely to point out impairment or loss of their recoverable value.

For impairment valuation purposes, assets are grouped at the lowest levels for which there are separately in Cash Generating Units - CGUs. When these evidences are detected and the net book value exceeds recoverable value, a provision for loss is formed adjusting the net book value to recoverable value in the income (loss) for the year.

The Company did not find indicators that could decrease the recoverable value of property, plant and equipment as of December 31, 2020.

### 3.9. Right-of-use assets

The Company assesses, on the agreement start date, whether this agreement is or contains a lease. That is, if an agreement conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

In compliance with the revised standard CPC 06 (R2), the Company presents its right-of-use assets and lease liabilities separately in the balance sheet. The Company does not have right-of-use assets that meet the definition of investment property.

The Company presented interest expense on lease liabilities as part of financial expenses and the amortization rate on right-of-use assets was included in cost and administrative expenses.

As a lessee, the Company has classified the statement of cash flows as follows: cash payments for the principal portion of the lease liability in financing activities; cash payments for the interest portion of the lease liability on operating activities.

### 3.10. Investments in associated companies

An associated company is an entity over which the Group has significant influence and that does not qualify as a subsidiary or joint venture. Significant influence is the power to participate in the financial and operating decisions of the investee without exercising individual or joint control over those policies.

The income (loss) and assets and liabilities of associated companies are included in these financial statements under the equity method, except when the investment is classified as held for sale, in which case it is recognized in accordance with CPC 31.

Under the equity method, an investment in an associated company is initially recognized in the consolidated balance sheet at cost and subsequently adjusted to recognize the Group's interest in the income (loss) and the other comprehensive income of the associated company or joint venture. When the Group's interest in an associated company's losses exceeds the Group's participation in this associated company (which includes any long-term interests that are in essence part of net investment of the Group in the associated company), the Group stops recognizing its participation in additional losses. Additional losses are recognized only as the Group incurred in legal or deemed obligations or made payments on behalf of the associated company.

An investment in an associated company is accounted for under the equity method from the date the investee becomes an associated company. Upon investment acquisition in an associated company, any paid amount that exceeds the investment cost on the Group's interest in net fair value of the investee's identifiable assets and liabilities is recognized as goodwill and is included in investment's book value. Any excess of the Group's share in the net fair value of identifiable assets and liabilities over the cost of the investment, after revaluation, is immediately recognized in income (loss) for the period in which the investment is acquired.

### 3.11. Business combination

Business acquisitions are accounted for under the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the fair values of the assets transferred by the Group on the acquisition date, of liabilities incurred by the Group in relation to former controlling shareholders of the acquiree and interest issued by the Group in exchange for control of the acquired entity. The costs related to the acquisition are recognized in income (loss), when incurred.



At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their fair value at the acquisition date, except that:

- Deferred tax assets or liabilities and assets and liabilities related to employee benefit arrangements are recognized and measured in accordance with CPC 32 - Income Taxes and CPC 33 (R1) - Employee Benefits, respectively;
- Liabilities or equity instruments related to share-based payment arrangements of the acquired entity or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquired entity are measured in accordance with CPC 10 (R1) - Share-based Payment on the acquisition date (see as follows); and
- Assets (or disposal groups) classified as held for sale - according to CPC 31 - Non-Current Assets Held for Sale and Discontinued Operations are measured according to this standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the value of the minority interest in the acquired entity and the fair value of the acquirer's previously held interest in the acquired entity (if any) over the net at the acquisition date the assets acquired and liabilities assumed identifiable. If, after revaluation, the net value of assets acquired and identifiable liabilities assumed at the acquisition date are greater than the sum of the consideration transferred, the amount of minority interest in the acquired entity and the fair value of the acquirer's previously held interest in the acquired entity (if any), the excess is recognized immediately in the income (loss) as a gain from bargain purchase.

If the initial accounting for a business combination is incomplete at the end of the period in which the combination occurred, the Group records the provisional figures of the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets and liabilities are recognized to reflect new information relating to facts and circumstances existing at the acquisition date that, if known, would have affected the amounts recognized at that date.

### 3.12. Accounts payable and suppliers

Stated at the known amounts or estimated, plus, when applicable, the corresponding incurred charges and exchange-rate change up to the balance sheet dates.

### 3.13. Loans and financing

They are initially recognized at fair value when funds are received net of transaction costs in applicable cases. Then, they are measured at amortized cost, that is, plus charges, interest and monetary variations as provided for in the contract, incurred through the balance sheet dates.

### 3.14. Reserves for risks

The Company and its subsidiaries recognize a provision only when there is a present obligation (legal or constructive) as a result of a past event, when it is probable that the payment of resources shall be required to settle the obligation and when a reliable estimate can be made. When some of these characteristics are not met, the Company and its subsidiaries do not recognize any provision.

### 3.15. Income tax and social contribution - current and deferred

For the year ended December 31, 2020, the Company and its subsidiaries opted to use the deemed income criteria to calculate the income tax and social contribution, except for the subsidiary Cettro, which adopts the Taxable Income method. Accordingly, the basis for calculating these taxes was as follows:

- Income tax - 8% rate for revenues from services and 100% of financial revenues. Regarding this calculation basis, income tax was calculated at the rate of 15% plus the additional percentage of 10% for the annual basis exceeding R\$ 240.
- Social contribution - 12% rate for the base of revenues from services and 100% of financial revenues. Regarding this calculation basis, the social contribution was calculated at the rate of 9%.

Due to the adopted tax regime (deemed income), there are no active temporary differences as of December 31, 2020 and 2019.

### 3.16. Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the rendering of hospital services in the Group's normal course of activities.

The revenue is stated net of taxes, returns, rebates/disallowances and discounts. Revenues are recognized at the time or over the time the service is provided and is recognized when the amount of revenue can be reliably measured and satisfies the performance obligation by transferring the benefits of providing the service (that is, an asset) promised to the customer.

The specific criteria in accordance with CPC 47 that must be met for each of the Group's activities are described below:

#### Rendering of services - agreements

The Company's subsidiaries provide hospital services to their customers and health plan agreements are their main source of revenue. Sales are billed at the time of rendering of accounts to the user of the health plan with the Company's subsidiaries. Therefore, billing is proven through documents (Reports) that show the services provided to customers. Unbilled services provided are provisioned in the accrual period based on management's best estimate, considering the particularities of each agreement.

#### Rendering of services - private

They represent customers who do not have health plans and contract services directly from the Company's subsidiaries; therefore, revenues are billed directly to patients, users of hospital services. And revenues are also recognized when hospital services are provided.

### 3.17. Financial expenses

They represent interest arising from companies of credit cards, loans and financing and other bank expenses.

### 3.18. Earnings per share

Basic earnings or losses per share are calculated by dividing the net income of the financial year attributed to the holders of the Company's common shares by the weighted average number of common shares available during the year, excluding treasury shares.

Diluted earnings or losses per share are calculated by the basic earnings per share plus the weighted average number of common shares that would be issued assuming the exercise of share purchase options with exercise value below the market value, net of treasury shares.

### 3.19. Use of estimates

In preparing the individual and consolidated financial statements, it is necessary for Management to make use of estimates and to adopt assumptions for the accounting of certain assets, liabilities and other transactions.

Estimates and respective assumptions are based on historic experience and on other factors that are considered relevant. Effective results may differ from these estimates.

The basic assumptions about the future and other main sources of uncertainty in the estimates on the balance sheet dates, which may give rise to significant adjustments to the book values of assets and liabilities in the next year, are shown below.

#### a) Provision for disallowance of accounts receivable

The amount of loss on disallowances is measured as the difference between the assets' book value and the present value of estimated future cash flows.

The asset's book value is reduced and the amount of the loss is recognized in the statement of income under "Net revenue" caption.

Credit losses are measured at present value based on all cash insufficiencies (that is, the difference between the cash flows owed to the Company's subsidiaries in accordance with the contract and the cash flows that the Company's subsidiaries expect to receive).

As of December 31, 2020, the Company and its subsidiaries had basically two types of provision for losses on accounts receivable, namely:

- (i) Provision for disallowances made by agreements (health plans) - represented by the accounting estimate of the amount not expected to be received from outstanding securities at balance sheet date. Provision is estimated by Management based on the historical default experience, the financial position of the counterparties, considering the industry knowledge.
- (ii) Allowance for doubtful accounts - this is related to the possible reduction that may occur because of the credit risk of a certain Health Plan or Private Patient.

b) Useful life of hospital equipment

Depreciation of hospital equipment is calculated according to the estimated useful lives of the respective assets, usually, reports from specialized companies are used to determine the economic useful lives of these assets.

c) Measurement of lease liability, as Note 3.9.

d) Measurement of the fair value of assets acquired and liabilities assumed in business combinations, as Note 7.

e) Intangible assets having undefined useful life

Intangible assets with indefinite useful life are submitted to the impairment test at least once a year and whenever there is indication that the asset may present impairment losses.

Goodwill is not amortized, but is tested for impairment at least annually. For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination. If the recoverable value of the cash-generating unit is less than its book value, the impairment loss is allocated first to reduce the book value of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the book value of each asset in the unit.

### 3.20. Changes in significant accounting policies

The following standards were adopted for the first time for the year beginning on January 1, 2020 and had no material impacts to the Group:

- Impact of the first-time adoption of the amendments to the Interest Rate Benchmark Reform to CPC 48 (IFRS 9) and CPC 40 R1 (IFRS 7)
- Impact of the initial application of amendment to CPC 06 (R1) (IFRS 16) - Rental Concessions Related to COVID-19.
- Changes in the references to the conceptual framework in IFRS standards
- Amendments to CPC 15 (R1) (IFRS 3) - Definition of business
- Amendments to IAS 1 and IAS 8 – Definition of material

### 3.21. New standards not effective yet

Interest Rate Benchmark Reform - Phase 2 (amendments to CPC 48/IFRS 9, CPC 38/IAS 39, CPC 40/IFRS 7, CPC 11/IFRS 4 and CPC 06/IFRS 16)

In September 2020, the IASB published phase 2 of the Interest Rate Benchmark Reform, which establishes amendments to the following accounting pronouncements:

- CPC 06 (R2) - IFRS 16: Leases,
- CPC 11 - IFRS 4: Insurance Contracts,
- CPC 38 - IAS 39: Financial instruments: Recognition and measurement

- CPC 40 (R1) - IFRS 7: Financial instruments: Evidencing
- CPC 48 - IFRS 9: Financial instruments

Amendments address issues that may affect financial statements as a result of Interest Rate Benchmark Reform, including effects of changes in contractual cash flows of assets and lease liabilities, or hedge relations arising from replacement of reference interest rate by an alternative benchmark rate.

The validity of the proposed changes will be established by regulatory agencies that approve the “Revision of Technical Pronouncements 17”. To fully comply with Brazilian accounting standards, the entity must apply them in annual periods beginning on or after January 01, 2021.

In 2020, the Group conducted an analysis of amendments and did not identify any material impacts in relation to the accounting practices currently adopted. Such assessment is based on currently available information and may be subject to changes arising from reasonable and supportable information that will be provided in 2021.

There are no other standards or interpretations that have not yet entered into effect that could have significant impact on the financial statements of the Group.

#### 4. CASH AND CASH EQUIVALENTS

The breakdown of the balance of cash and cash equivalents is as follows:

	Parent Company		Consolidated	
	2020	2019	2020	2019
Cash and bank deposits	596	5	47,605	602
Interest earning bank deposits	<u>42,545</u>	<u>18,066</u>	<u>5,338</u>	<u>30,128</u>
	<u>43,141</u>	<u>18,071</u>	<u>52,943</u>	<u>30,730</u>

Interest earning bank deposits are represented by investments with immediate liquidity (Bank Deposit Certificates - CDBs), recorded at cost, plus income earned up to the reporting dates, and remunerated at rates that revolve around 100% of the Interbank Deposit Certificate, and can be redeemed at any time at the request of the Company and its subsidiaries, without a material change in their values.

As short-term investments are readily convertible into a known amount of cash and are subject to an insignificant risk of change in value, they are qualified and were recorded as cash and cash equivalents.

## 5. ACCOUNTS RECEIVABLE

The breakdown of balances of trade accounts receivable is as follows:

	Consolidated	
	2020	2019
Trade accounts receivable - Legal entity	29,840	9,346
Clients to be billed (a)	33,847	55,014
Trade accounts receivable – Individual	827	186
Subtotal	64,514	64,546
(-) Estimate of losses with clients and disallowance (b)	(29,356)	(28,402)
Total	35,158	36,144
Current	35,158	36,103
Non-current	-	41

(a) As of the closing date of the financial information, services provided and not yet billed are recorded as clients to be billed.

(b) As of December 31, 2020, the amount of R\$ 29,356 for the estimate of loss and provision for disallowance, which is made by the Management based on the historical default experience, the financial position of the counterparties, and industry knowledge.

The position of balances of trade accounts receivable by maturity age is as follows:

Aging of client portfolio	Consolidated	
	2020	2019
Undue	42,073	33,622
Overdue (days):		
01–60	5,862	5,715
61–120	2,533	4,719
121–180	4,049	3,188
181–360	7,184	3,175
>361	2,813	14,128
	22,441	30,925
Total client accounts	64,514	64,546

Changes in the provision for disallowance/credit of doubtful accounts may be stated as follows:

	Consolidated	
	2020	2019
Opening balance	28,402	13,014
Acquisition of subsidiary	-	7,422
Write-off	(14,835)	-
Formation	15,789	7,966
Closing balance as of December 31	29,356	28,402

## 6. INVENTORIES

The balance of inventory includes medicine, medical equipment and input items. Due to the high inventory turnover, it is not necessary to record a provision for losses.

## 7. INVESTMENTS

The breakdown of investments on December 31, 2020 and 2019 can be as follows:

Investments	Classification	Interest (%) - 12/31/2020	Parent company 12/31/2020	Consolidated 12/31/2020
CETTRO - Centro de Tratamento	Subsidiary	71.34	1,465	-
ICB - Instituto de Câncer do Brasil	Subsidiary	71.34	34,341	-
Onco & Hemato Serviços Médicos S.A.	Subsidiary	57.00	18,756	-
Instituto de Oncologia Kaplan S.A.	Subsidiary	51.00	15,250	-
SAMED- Serviços de Atendimento Médico	Subsidiary	51.20	11,764	-
Total		-	81,574	-

Investments	Classification	Interest (%) - 12/31/2019	Parent company 12/31/2019	Consolidated 12/31/2019
CETTRO - Centro de Tratamento	Subsidiary	51.10	14,425	-
ICB - Instituto de Câncer do Brasil	Subsidiary	53.50	31,889	-
Onco & Hemato Serviços Médicos S.A.	Subsidiary	57.00	11,189	-
Instituto de Oncologia Kaplan S.A.	Subsidiary	51.00	26,651	-
SCP BMNP	(b)	99.99	1,166	1,166
Total		-	85,320	1,166

Changes in investment balances in the parent company can be demonstrated as follows:

	2020	2019
Balance at the beginning of the year	85,320	12,585
Write-off of SCP - BMNP	(1,166)	-
Acquisitions / capital contribution	11,410	66,706
Dividends	(14,598)	(2,300)
Allocation of surplus (*)	(4,737)	-
Equity in net income of subsidiaries	5,345	8,329
Balance at year-end	81,574	85,320

(\*) The added value was recognized because of the valuation of the intangible assets, customer portfolio and the non-competitiveness provision of ICB, Kaplan and Onco & Hemato assets.

Changes in investment balances in the consolidated can be demonstrated as follows:

	<u>2020</u>	<u>2019</u>
Balance at the beginning of the year	1,166	2,377
Equity in net income of subsidiaries	-	(1,211)
Write-off of investment	<u>(1,166)</u>	-
Balance at year-end	<u>-</u>	<u>1,166</u>

(a) Cетро

As of August 14, 2018, the partial spin-off of 50.15% of the investment held by BMNP for the Company, in the amount of R\$ 2,119, was approved. Said investment was increased by R\$ 5,719 as a result of the equalization of CETTRO's accounting practices with those of the Company.

Change in ownership interest in 2019: the Company held 50.149% of the quotas of Cетро and, on August 14, 2019, as part of the investment agreement signed by Roberts Participações S.A., the Company acquired 952 shares (0.95% of the capital). After the conclusion of this transaction, the Company became the owner of 51.10% of the capital of the subsidiary.

Change in ownership interest in 2020: the Company held 51.10% of Cетро's quotas and as of July 14, 2020, as part of the investment agreement signed, the Company acquired 346 shares in the capital, through the Roll Up to the Holding Céu Brasília. After the conclusion of this transaction, the Company became the owner of 71.34% of the subsidiary's capital by means of Holding Céu Brasília.

(b) ICB

As of May 10, 2019, the Company acquired 53.50% of ICB - Instituto de Câncer do Brasil Participações Ltda.

The acquired assets and liabilities measured at fair value by an independent specialized firm on May 10, 2019 are presented below:

<u>Assets</u>		<u>Liabilities</u>	
Current assets	4,159	Current liabilities	8,120
Other non-current assets	181	Non-current liabilities	2,310
Property, plant and equipment	6,214		
Intangible assets	<u>89</u>	Shareholders' equity	<u>213</u>
Total	10,643	Total	10,643
			<u>Fair value on</u>
			<u>05/10/2019</u>
Recognized net fair value of identifiable assets and liabilities (proportional)			66
Appreciation of assets			89
Goodwill identified in the acquisition			<u>30,243</u>



Change in ownership interest: the Company held 53.50% of ICB's quotas and as of July 14, 2020, as part of the investment agreement signed, the Company acquired 346 shares in the capital, through the Roll Up to the Holding Céu Brasília. After the conclusion of this transaction, the Company became the owner of 71.34% of the subsidiary's capital by means of Holding Céu Brasília.

(c) Instituto de Oncologia Kaplan S.A.

As of September 30, 2019, the Company acquired 51% of interest in the capital of Instituto de Oncologia Kaplan S.A.

The acquired assets and liabilities measured at fair value by a specialized firm are presented below:

<u>Assets</u>		<u>Liabilities</u>	
Current assets	7,514	Current liabilities	3,512
Other non-current assets	22	Non-current liabilities	-
Property, plant and equipment	14,329	Shareholders' equity	20,756
Intangible assets	<u>2,403</u>	Total	<u>24,268</u>
Total	24,268		
			<u>Fair value on 09/30/2019</u>
Recognized net fair value of identifiable assets and liabilities (proportional)			9,360
Appreciation of assets			2,403
Goodwill identified in the acquisition			<u>14,718</u>

(d) Onco & Hemato Serviços Médicos S.A.

As of November 14, 2019, the Company acquired a 57% interest in the capital of Onco e Hemato Serviços Médicos S.A.

The acquired assets and liabilities measured at fair value by a specialized firm are presented below:

<u>Assets</u>		<u>Liabilities</u>	
Current assets	3,097	Current liabilities	3,171
Property, plant and equipment	2,894	Non-current liabilities	1,687
Intangible assets	<u>2,415</u>	Shareholders' equity	<u>3,548</u>
Total	8,406	Total	8,406

	<u>Fair value on 11/30/2019</u>
Recognized net fair value of identifiable assets and liabilities (proportional)	742
Appreciation of assets	<u>2,245</u>
Goodwill identified in the acquisition	<u>8,445</u>

(e) Sensumed

As of October 30, 2020, the Company, through its holding Oncologia Manaus, acquired a 51.20% interest in the capital of Serviços Médico e Diagnóstico S.A.

The assets and liabilities acquired, preliminarily measured by Management, were presented below and were reviewed by an specialized firm for a definitive valuation of the net assets up to the twelve-month period on the acquisition date.

<u>Assets</u>		<u>Liabilities</u>	
Current assets	6,819	Current liabilities	6,081
Non-current assets	-	Non-current liabilities	-
Property, plant and equipment	<u>-</u>	Shareholders' equity	<u>738</u>
Total	<u>6,819</u>	Total	<u>6,819</u>

	<u>Fair value on 10/30/2020</u>
Recognized net fair value of identifiable assets and liabilities (proportional)	378
Preliminary goodwill identified in the acquisition	<u>11,238</u>

Changes in interest

In 2020, the Company carried out the regionalization of investments in Cetro and ICB, where the originally direct interests were centralized in Holding Céu de Brasília, after the centralization and roll-up of the investments. The previously direct interest of 51.10% and 53.50% respectively, became 71.34% indirectly for both companies through holding Céu.

The main financial information of the subsidiaries is as follows:

	12/31/2020					
	Cettro (a)	Kaplan S.A	Medquimheo	ICBR	Oncologia Manaus	Holding Céu
Current assets	25,168	8,078	2,718	228	1	0
Non-current assets	17,578	32,597	2,274	5,799	6,669	7,809
Total assets	<u>42,746</u>	<u>40,674</u>	<u>4,992</u>	<u>6,022</u>	<u>6,670</u>	<u>7,809</u>
Current liabilities	29,835	6,859	3,152	98	0	0
Non-current liabilities	10,857	14,054	1,169	0	0	0
Shareholders' equity	2,054	19,761	672	5,924	6,670	7,809
Total liabilities and shareholders' equity	<u>42,746</u>	<u>40,674</u>	<u>4,992</u>	<u>6,022</u>	<u>6,670</u>	<u>7,809</u>
	Cettro (a)	Kaplan S.A	Medquimheo	ICBR	Oncologia Manaus	Holding Céu
Net revenue from services	97,253	28,120	21,231	0	0	
Gross income	33,979	8,878	5,071	0	0	
Profit before income tax and social contribution	12,449	1,271	455	6,300	1,184	7,809
Net income for the year	<u>8,154</u>	<u>478</u>	<u>455</u>	<u>6,300</u>	<u>1,184</u>	<u>7,809</u>
	Cettro (a)	Kaplan S.A	Medquimheo	ICBR	BMNP	
Current assets	39,620	8,315	2,836	10,631	0	
Non-current assets	18,182	22,781	3,007	7,124	1,166	
Total assets	<u>57,802</u>	<u>31,096</u>	<u>5,843</u>	<u>17,755</u>	<u>1,166</u>	
Current liabilities	15,217	10,992	2,841	8,415	0	
Non-current liabilities	14,356	514	1,687	4,757	0	
Shareholders' equity	28,229	19,590	1,315	4,583	1,166	
Total liabilities and shareholders' equity	<u>57,802</u>	<u>31,096</u>	<u>5,843</u>	<u>17,755</u>	<u>1,166</u>	
	Cettro (a)	Kaplan S.A	Medquimheo	ICBR	BMNP	
Net revenue from services	88,790	6,471	1,621	37,277	0	
Gross income	31,434	2,581	97	14,194	0	
Profit before income tax and social contribution	14,802	1,416	74	5,840	(1,211)	
Net income for the year	<u>11,573</u>	<u>1,202</u>	<u>19</u>	<u>4,483</u>	<u>(1,211)</u>	

### Goodwill

Goodwill was generated considering the consideration paid for the business combination and includes amounts related to the benefits of expected synergies, revenue growth, future development of markets and skilled labor. Said benefits are not recognized separately from goodwill since they do not meet the criteria for recognition of identifiable intangible assets in accordance with CPC 04 (R1) - Intangible assets. This goodwill, classified as an undefined useful life asset, is stated at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

The Company's Management considered each clinic as a Cash Generating Unit (CGU). The recoverable value of an IGC is determined based on value-in-use calculations. Said calculations use projections with average discount rates of 16% p.a. and are based on financial projections approved by Management for the period in question. The values referring to cash flows after a period of one year were extrapolated based on the strategic planning of each clinic and market indicators. The Company considered a growth of 10% p.a. in forecasted flows.

Management adopts an assumption of expected increases in expenses and costs in the first years of control of new investments. Then, in the other years, it reflects a certain efficiency of the assets, considering the Group's synergy.

The need to record an impairment of goodwill from the acquisition of investments for the year ended December 31, 2020.

## 8. PROPERTY, PLANT AND EQUIPMENT

At December 31, 2020, the breakdown of the property, plant and equipment is as follows:

	Useful life (in years)	Consolidated		
		12/31/2020		
		Cost	Accumulated depreciation	Net value
Leasehold improvements	(*)	26,105	(1,896)	24,209
Furniture and fixtures	5-10	3,939	(1,872)	2,067
Machinery and equipment	5-20	18,513	(1,642)	16,871
Facilities	5-10	169	(82)	87
Air conditioner	5-10	255	(206)	49
Automobiles	5	57	(36)	21
IT equipment	5	2,580	(1,348)	1,232
Other		1,118	(559)	559
Total		<u>52,736</u>	<u>(7,641)</u>	<u>45,095</u>

Consolidated				
12/31/2019				
	Useful life (in years)	Cost	Accumulated depreciation	Net value
Leasehold improvements	(*)	21,634	(1,162)	20,472
Furniture and fixtures	5–10	3,067	(1,439)	1,628
Machinery and equipment	5–20	15,766	(1,080)	14,686
Facilities	5–10	166	(69)	97
Air conditioner	5–10	199	(194)	5
Automobiles	5	112	(47)	65
IT equipment	5	1,753	(797)	956
Other		3,727	(549)	3,178
Total		46,424	(5,337)	41,087

(\*) According to the effectiveness of the lease agreements, whose average term is 60 months.

Changes in the balance of property, plant and equipment are as follows:

Consolidated						
	Balance at 12/31/2019	Acquisition of property, plant and equipment	Additions	Write- offs	Depreciation	Balance at 12/31/2020
Leasehold improvements	20,473	-	4,711	(242)	(734)	24,208
Furniture and fixtures	1,626	74	858	(64)	(427)	2,067
Machinery and equipment	14,685	32	2,776	(61)	(563)	16,870
Facilities	97	-	90	(82)	(18)	87
Air conditioner	6	-	55	-	(12)	49
Automobiles	65	-	57	(47)	(54)	21
Equipment	956	127	665	(9)	(507)	1,233
Other	3,178	-	275	(2,807)	(86)	560
Total	41,087	233	9,261	(3,311)	(2,304)	45,095

Consolidated					
	Balance at 12/31/2018	Acquisition of property, plant and equipment	Additions	Depreciation	Balance at 12/31/2019
Leasehold improvements	2,545	16,705	1,966	(744)	20,472
Furniture and fixtures	517	1,472	320	(681)	1,628
Machinery and equipment	8,090	719	6,506	(629)	14,686
Facilities	1	131	29	(64)	97
Air conditioner	25	-	5	(25)	5
Automobiles	88	-	-	(23)	65
IT equipment	208	591	576	(419)	956
Other	44	3,571	112	(549)	3,178
Total	11,518	23,188	9,514	(3,133)	41,087

9. RIGHT-OF-USE ASSETS

Changes in right-of-use on December 31, 2020 are as follows:

	Consolidated		
	Assets	Liabilities	Expenses
Balances at December 31, 2019	11,388	(12,000)	-
Addition of new contracts	8,661	(8,661)	-
Consideration paid	-	4,223	-
Write-off	(158)	158	-
Amortization	(3,704)	-	(3,704)
Interest for the period	-	(889)	(889)
Balances at December 31, 2020	<u>16,188</u>	<u>(17,169)</u>	<u>(4,593)</u>
Current	-	(3,818)	
Non-current	16,188	(13,351)	

Changes in right-of-use on December 31, 2019 are as follows:

	Consolidated		
	Assets	Liabilities	Expenses
First-time adoption	7,118	(7,118)	-
Addition of new contracts / remeasurement	7,025	(7,025)	-
Consideration paid	-	2,892	-
Amortization	(2,755)	-	(2,755)
Interest for the period	-	(749)	(749)
Balance at December 31, 2019	<u>11,388</u>	<u>(12,000)</u>	<u>(3,504)</u>
Current	-	(2,386)	
Non-current	11,388	(9,614)	

The rates calculated to measure the present value of said agreements, they were calculated based on risk-free interest observed in the Brazilian market and on average, it is 6% per annum. Information on lease liabilities for which the Company is the lessee is presented below:

Maturity of installments	Amount
2021	3,818
2022	3,512
2023	3,329
2024	2,825
2025	2,359
2026	1,326
Total	<u>17,169</u>
Current	3,818
Non-current	13,351

## 10. INTANGIBLE ASSETS

The intangible assets of the Company and its subsidiaries are mainly comprised of goodwill arising from the expectation of future profitability paid on the acquisition of investments. Goodwill arising from the acquisition of investments in subsidiaries is reclassified from the investment group in the parent company's individual financial statements to intangible assets in the consolidated financial statements.

The amounts recorded in intangible assets are as follows:

	Consolidated			
	12/31/2020			
Useful life (in years)	Cost	Accumulated amortization	Net value	
Software	5	848	(187)	661
Goodwill (a)	-	64,664	-	64,664
Non-compete (b)	8	890	-	890
Client portfolio (c)	2	4,017	(154)	3,863
Total		<u>70,419</u>	<u>(341)</u>	<u>70,078</u>

	Consolidated			
	12/31/2019			
Useful life (in years)	Cost	Accumulated amortization	Net value	
Software	5	811	(197)	614
Goodwill (a)	-	56,537	-	56,537
Total		<u>57,348</u>	<u>(197)</u>	<u>57,151</u>

The changes in intangible assets are shown as follows:

	Consolidated				
	12/31/2019	Additions	Amortization	Transfer	12/31/2020
Software	614	244	(197)	-	661
Goodwill	56,537	12,880	-	(4,753)	64,664
Non-compete and client portfolio	-	-	-	4,753	4,753
Total	<u>57,151</u>	<u>13,124</u>	<u>(197)</u>	<u>-</u>	<u>70,078</u>

	Consolidated			
	12/31/2018	Additions	Amortization	12/31/2019
Software	11	800	(197)	614
Goodwill (a)	-	56,537	-	56,537
Total	<u>11</u>	<u>57,337</u>	<u>(197)</u>	<u>57,151</u>

(a) More information on goodwill as Note 7.

(b) The amounts referring to Non-Compete were calculated according to the period foreseen upon the investment and considering a competition probability rate of 10%, as well as an annual discount rate of 14.96% proportionally to the time of acquisition.

(c) The client portfolio was valued for calculation purposes with the objective of assessing the future economic benefits attributable to the asset, evaluating the cash flows in excess of the remuneration of assets and used in the activity, classifying as intangible assets the excess attributed to the intangible client portfolio.

## 11. SUPPLIERS

Breakdown of suppliers is as follows:

	Parent Company		Consolidated	
	2020	2019	2020	2019
Suppliers of medical material	217	125	26,539	21,948
Sundry suppliers	-	-	4,703	646
	<u>217</u>	<u>125</u>	<u>31,243</u>	<u>22,594</u>

## 12. TAXES AND CONTRIBUTIONS PAYABLE

Breakdown of taxes payable is as follows:

	Parent Company		Consolidated	
	2020	2019	2020	2019
CSLL payable	8	105	571	615
IRPJ payable	1	81	2,145	559
IRRF (Withholding income tax) payable	58	76	177	160
COFINS payable	-	-	1,217	1,062
PIS payable	-	-	276	231
Service tax payable	-	-	483	231
Installment payment of ISS	-	-	-	33
Installment payment of IRPJ (Corporate income tax)	-	-	-	303
Other taxes payable	19	32	1,316	277
	<u>86</u>	<u>294</u>	<u>6,185</u>	<u>3,473</u>
Current	86	294	3,509	2,331
Non-current	-	-	2,676	1,142



## 13. LOANS AND FINANCING

Breakdown of balance of loans and financing is as follows:

	Parent Company		Consolidated	
	2020	2019	2020	2019
FCO (a)	-	-	7,795	8,489
Unicred (b)	-	-	7,312	6,548
Santander (c)	-	-	1,081	1,500
Itaú (d)	40,000	-	40,475	-
Other	120	-	1,573	49
	<u>40,120</u>	<u>-</u>	<u>58,236</u>	<u>16,586</u>
Current	2,231	-	4,034	3,523
Non-current	37,889	-	54,202	13,063

Changes in loans is as follows:

	Consolidated 12/31/2020	Consolidated 12/31/2019
Opening balance	16,586	9,115
Financial interest and charges	1,932	684
Amortization of principal	(2,515) 1	(492)
Amortization of interest	(1,154) 1	(624)
Additions - acquired companies	131	5,017
Funding	43,255	2,886
Closing balance	<u>58,236</u>	<u>16,586</u>

The contractual flow of loan settlement can be demonstrated as follows:

	Consolidated	
	12/31/2020	12/31/2019
Six months or less	2,009	1,388
Six months to one year	2,025	2,135
1-5 years	27,548	7,846
>05 years	26,654	5,217
Total	<u>58,236</u>	<u>16,586</u>

Main conditions of loans and financing obtained:

a) Fundo Constitucional do Centro Oeste - FCO:

- Amount originally contracted: R\$9,428.
- Term: 144 months.
- Interest rate: 9.5% p.a.
- Performance bonus: 15%.

b) Unicred:

- Amount originally contracted: R\$ 6,605.
- Term: 100 months.
- Interest rate: 4.91 p.a. + 100% CDI.

c) Santander:

- Amount originally contracted: R\$ 1,500.
- Term: 12 months.
- Interest rate of 3.91% per annum.

d) Itaú:

- Amount originally contracted: R\$ 40,000.
- Term: 62 months.
- Interest rate of 7.29% per annum
- Covenants - the early maturity of the debt is taken into consideration if the entity's management together with Cetro does not reach an amount of net debt greater than 2x the EBITDA. In the current year, the entity did not comply with this determination established in the contract.

#### 14. SHAREHOLDERS' EQUITY

a) Capital

The Company's capital as of December 31, 2020 is divided into 7,014,963 common shares, nominative, and with no par value and one class "A" preferred share with par value of R\$ 208,543.00, distributed among shareholders as follows:

	Number of shares at 12/31/2020		
	Common	Preferred (*)	Total
Roberts Participações Societárias Ltda.	3,906,896	1	3,906,897
Jorge Vaz Pinto Neto	389,559	-	389,559
Alexandre Nonino	329,407	-	329,407
João Nunes de Matos Neto	300,744	-	300,744
Marco Murilo Buso	1,444,727		1,444,727
Gustavo de Castro Gouveia	321,815	-	321,815
Michele Quacchio Machado	321,815	-	321,815
Total	<u>7,014,963</u>	<u>1</u>	<u>7,014,964</u>

The Company's capital as of December 31, 2019 is divided into 5,598,941 common shares, nominative, and with no par value, fully paid-up and one class "A" preferred share with par value of R\$ 208,543.00, distributed among shareholders as follows:

	Number of shares at 12/31/2019		
	Common	Preferred (*)	Total
Roberts Participações Societárias Ltda.	3,906,896	-	3,906,896
Jorge Vaz Pinto Neto	389,559	-	389,559
Alexandre Nonino	329,407	-	329,407
João Nunes de Matos Neto	300,744	-	300,744
Marco Murilo Buso	672,335	-	672,335
Total	5,598,941	1	5,598,941

(\*) Preferred shares will have priority in receiving fixed and non-cumulative priority dividends, in the amount of up to R\$ 408 per year for all preferred shares issued by the Company (said amount is restated annually by the positive change in the IPC-A/IBGE), and will not participate in the balance of net income remaining after the payment of fixed dividends. The amount to be paid as priority dividends for the preferred share will be defined by the Company's Board of Directors up to the limit established above.

#### Capital increase

On July 8, 2020, at the Extraordinary General Meeting, the capital increase was approved, through the entry of partners Gustavo Gouveia and Michele Quacchio, distributed as follows: (i) R\$6 allocated to capital increase; (ii) R\$ 53 allocated to the formation of capital reserve.

On July 7, 2020, at the Extraordinary General Meeting, the capital increase was approved, through the increase in the participation of partner Marco Murilo Buso, distributed as follows: (i) R\$ 8 intended for capital increase; (ii) R\$ 66 allocated to set up the company's capital reserves.

On April 5, 2019, at the Extraordinary General Meeting, the investment was approved by Roberts Participações Societárias Ltda., in the amount of R\$ 2,085 distributed as follows: (i) R\$ 208 allocated to the capital increase through the issue of one common share; and (ii) R\$ 1,877 allocated to the formation of capital reserve.

#### Options of granted shares

The Company has a private instrument for granting stock subscription options that grants options to purchase Company's common shares (equity instruments) to certain eligible executives. The purpose of said plans is to attract, motivate and retain these executives and employees, as well as to align their interests with the interests of the Company and its shareholders.

Approved in November 2018, the plan provides for that the call option offers are valid after a period of 6 months as of the contract signing, and can be exercised solely and exclusively upon a liquidity event. The value of the share for acquisition by those eligible participants as a result of the exercise of the option was determined in the contract and will be adjusted by the annual change in the General Market Price Index published by Fundação Getúlio Vargas (IGP-M/FGV).

Since Management does not have an estimate of the occurrence of a liquidity event in the coming years, as of December 31, 2020, no expense related to this agreement was recorded.

b) Profit reserves

(i) Legal reserve

The legal reserve is set up annually by the allocation of 5% of net income for the year. Said reserve cannot exceed 20% of the capital or 30% of the capital when compared with the sum of the legal reserve and capital reserve. The purpose of the legal reserve is to guarantee that the share capital is paid up and it is used solely to offset losses and increase capital. As of December 31, 2019, since the registered capital reserve is higher than the allowed limit, the Company did not record a legal reserve.

(ii) Unrealized profit reserve

In the year in which mandatory dividend amount, calculated pursuant to the terms of the Company's Bylaws exceeds realized portion of net income for the year, the Annual Shareholders' Meeting may, through proposal of management bodies, allot the excess to form unrealized profit reserve.

The portion of net income for the year that exceeds the sum of the following amounts is considered realized:

- Positive equity in net income of subsidiaries.
- The income, earnings, or net gains in operations or accounting of assets and liabilities at market value, whose financial realization period occurs after the end of the fiscal year (investment properties).

c) Capital transactions

As a result of the acquisition of companies, as mentioned in Note 7, the Company recorded minority interests in the amount of R\$ 22,698 (R\$ 8,303 in 2019).

d) Minimum mandatory dividends

Shareholders are entitled to a minimum statutory dividend of 0.001% of adjusted net income, according to the Brazilian Corporate Law, after the distribution of the legal reserve, when applicable.

e) Earnings per share

Basic earnings per share are calculated by dividing profit attributable to Company's shareholders by the weighted average number of outstanding common shares during the period, less, when applicable, the common shares acquired by the Company and held as treasury shares.

	<u>12/31/2020</u>	<u>12/31/2019</u>
Earnings (loss) attributable to Company's shareholders	(3,918)	1,388
Weighted average number of outstanding common shares	6,283,852	5,598,941
Basic and diluted earnings (losses) per share - in R\$	(0.62)	0.25

The Company has not issued and/or assigned equity instruments that should be considered for calculation of diluted earnings per share, as determined by the technical pronouncement CPC 41 - Earnings per share.

## 15. NET REVENUE

The reconciliation between gross and net revenue presented in the statements of income for the year is as follows:

	<u>Consolidated</u>	
	<u>2020</u>	<u>2019</u>
Revenues from health care plans	242,280	147,484
Revenues from private patients	2,878	2,469
Gross revenue from services rendered	<u>245,158</u>	<u>149,953</u>
(-) Deductions (i)	<u>(11,372)</u>	<u>(7,360)</u>
ISS	(4,242)	(2,935)
COFINS	(6,714)	(4,520)
PIS	(1,493)	(979)
(-) Taxes levied on services	<u>(12,449)</u>	<u>(8,434)</u>
Total	<u><u>221,337</u></u>	<u><u>134,159</u></u>

(i) The amount mainly corresponds to the provision for disallowances, as disclosed in Note 5.

## 16. COSTS AND EXPENSES BY TYPE

	<u>Parent Company</u>		<u>Consolidated</u>	
	<u>2020</u>	<u>2019</u>	<u>2020</u>	<u>2019</u>
Medication and medical material	-	-	(113,113)	(69,879)
Outsourced services	(5,663)	(6,382)	(50,198)	(23,707)
Personnel	(4,509)	(2,092)	(27,462)	(14,977)
Depreciation and amortization	(39)	-	(5,472)	(3,198)
Rental expenses	(228)	(119)	(1,606)	(101)
Advertising and marketing	(44)	(9)	(1,201)	(482)
Other	944	(569)	(6,824)	(7,378)
	<u>(9,539)</u>	<u>(9,171)</u>	<u>(205,876)</u>	<u>(119,722)</u>
Cost of services rendered	-	-	(143,838)	(85,853)
General and administrative expenses	(9,539)	(9,171)	(62,038)	(33,869)

## 17. INCOME TAX AND SOCIAL CONTRIBUTION

Reconciliation of income tax and social contribution expense can be stated as follows:

	2020		2019	
	IRPJ	CSLL	IRPJ	IRPJ
Net revenue from discounts and cancellations	237,654	237,654	141,519	141,519
Assumption percentage - deemed income	8%	12%	8%	12%
Calculation basis of operating revenue	19,012	28,518	11,322	16,982
Other revenues	-	-	4,941	4,941
Total calculation basis	19,012	28,518	16,263	21,923
Rate of IRPJ/CSLL	25%	9%	25%	9%
Corporate income tax (IRPJ)/social contribution (CSLL) expense according to the rate	4,753	2,567	4,066	1,973
Other	-	-	90	86
IRPJ/CSLL expense	<u>4,753</u>	<u>2,567</u>	<u>4,156</u>	<u>2,059</u>

## 18. NET FINANCIAL RESULT

	Parent Company		Consolidated	
	2020	2019	2020	2019
Discounts granted	-	-	(62)	(23)
Negative goodwill on the use of credit card	-	-	-	(17)
Bank fees and expenses	(7)	(1)	(163)	(58)
Interest and fines on securities and taxes	(4)	-	(365)	(744)
Interest on rent	-	-	(946)	-
Interest on borrowings	(124)	-	(1,811)	(684)
Financial expenses	<u>(135)</u>	<u>(1)</u>	<u>(3,349)</u>	<u>(1,526)</u>
Discounts obtained	-	-	323	293
Yield of interest earning bank deposit	350	3,604	547	3,983
Interest / adjustments	-	11	24	21
Other financial revenues	100	-	268	-
Financial revenues	<u>450</u>	<u>3,615</u>	<u>1,164</u>	<u>4,297</u>
Net financial income (loss)	<u>315</u>	<u>3,614</u>	<u>(2,185)</u>	<u>2,771</u>

## 19. RELATED PARTIES

## a) Management remuneration

In 2020, management fees amounted to R\$ 2,523 (R\$ 2,415 in 2019), which were allocated to income (loss) under "General and administrative expenses". The fees are made up of funds and other benefits, such as profit sharing and 13<sup>th</sup> monthly salary.

## b) Balances and transactions

The balance of related parties in 2020 is shown below:

	Parent Company	
	2020	2019
<u>Current assets</u>		
Cettro (i)	174	21
ICB (i)	143	-
ICM (i)	105	-
Kaplan (i)	192	-
Medquimheo (i)	41	-
Dividends receivable (ii)	5,484	-
	<u>6,139</u>	<u>21</u>
	Consolidated	
	2020	2019
<u>Current assets</u>		
Cettro	-	199
Gustavo de Castro Gouveia	328	539
Michele Coatio Machado	328	539
Thomas Holding S.A.	-	10
Roberts Participações Societárias Ltda.	-	10
	<u>634</u>	<u>1,297</u>

- (i) Refers to expense sharing amounts receivable by the parent company from its subsidiaries.
- (ii) Dividends receivable refer to the amount resolved in the Minutes of July 3, 2020, in investee Cettro, with a deadline for completion of the distribution by September 30, 2021.

	Consolidated	
	2020	2019
<u>Current liabilities</u>		
Obligations with investment	-	(5,144)
Onco e Hemato	(161)	-
AIO	(462)	-
Kaplan	(9)	-
ICM	(17)	-
Advance of dividends	(142)	-
Corporate payment (iii)	(5,294)	-
	<u>(6,092)</u>	<u>(5,144)</u>

- (iii) Amount refers to dividends to be distributed to the original shareholders, resolved in the minutes on July 3, 2020, with a deadline for completion of distribution until September 30, 2021.

Dividends received from subsidiaries

In 2020, the Company received dividends from subsidiary Cetro in the amount of R\$ 6,008, dividends from subsidiary ICB in the amount of R\$ 2,650, and R\$ 456 from subsidiary Onco e Hemato, the controllership has the amount of R\$ 5,484 receivable as dividends from investee Cetro.

20. FINANCIAL INSTRUMENTS

The Company and its subsidiaries maintain operations with financial instruments. The management of these instruments is done through operating strategies and internal controls, aimed at assuring liquidity, profitability and security. The Company and its subsidiaries do not invest in derivatives or any other risk assets on a speculative basis.

The operations of the Company and its subsidiaries are subject to the risk factors described in the item b) of this note.

a) Classification of financial instruments

The financial instruments are classified as described below:

	<u>Parent Company</u>		<u>Consolidated</u>	
	<u>12/31/2020</u>	<u>12/31/2019</u>	<u>12/31/2020</u>	<u>12/31/2019</u>
<u>Financial assets measured at amortized cost</u>				
Cash and cash equivalents (Note 4)	43,141	18,071	52,943	30,730
Accounts receivable (Note 5)	-	-	35,158	36,103
Related party credits	655	21	-	1,297
Dividends receivable	5,484	-	-	-
Other receivables	95	8	3,699	3,002
Total	<u>49,375</u>	<u>18,079</u>	<u>91,800</u>	<u>69,835</u>
<u>Financial liabilities measured at amortized cost</u>				
Suppliers (Note 10)	217	125	31,243	22,594
Loans and financing (Note 12)	40,120	-	58,236	16,586
Total	<u>40,337</u>	<u>125</u>	<u>89,479</u>	<u>22,594</u>

b) Financial risk management

Overview

The Company is exposed to the following risks as a result of the use of financial instruments:

- Credit risks.
- Liquidity risk.
- Operating risk.



This note presents information on the Company's exposure to each one of the abovementioned risks, the Company's goals, policies and processes for the measurement and management of risk, and the Company's capital management.

Risk management structure

The risk management policies of the Company and its subsidiaries are established to identify and analyze risks faced by the Company, to define proper risk limits and controls, and to monitor risks and compliance with limits. The risk management policies and systems are reviewed frequently to reflect changes in the market conditions and in the Company's activities.

(i) Credit risk

The credit risk is the risk of a counterparty not complying with its contractual obligations, thus causing the Company and its subsidiaries to incur financial losses. In short, the credit risk in the Company and its subsidiaries lies on receivables from clients and on cash and cash equivalents deposited with financial institutions.

Trade accounts receivable

Management established credit policies to analyze clients on an individual basis for the purpose of giving proper treatment to several identified situations, based on effective credit analysis.

If required, the Company's subsidiaries record a provision for impairment which represents its estimates of incurred losses regarding trade accounts receivable, other receivables and investments. The main components of this provision are for loss and related to significant individual risks.

Cash and cash equivalents

The Company held cash and cash equivalents in the amount of R\$ 52,943 on December 31, 2020 (Consolidated) and R\$ 43,141 (Parent company) which present the maximum credit exposure on those assets.

Liquidity risk

Liquidity risk is the risk that funds will not be available to settle obligations. Its management is carried out by Management with the purpose of ensuring that the Company and its subsidiaries have the necessary funds to settle its financial liabilities on the maturity date, being monitored and prepared based on the funding needs and liquidity management in the short, medium and long term. The Company and its subsidiaries manage liquidity risk by maintaining adequate funds available in cash and cash equivalents, interest earning bank deposits and having credit facilities available to raise loans based on continued monitoring of expected and realized cash flows and combining the maturity profiles of financial assets and liabilities.

The financial investment policy established by Management appoints the financial institutions with which contracts can be executed. The contract maturities for financial liabilities are as follow:

December 31, 2020	Parent Company			
	Book value	≤ 6 months	6–12 months	>12 months
Non-derivative financial liabilities:				
Suppliers (Note 10)	217	217	-	-
Total	<u>217</u>	<u>217</u>	<u>-</u>	<u>-</u>
December 31, 2020	Consolidated			
	Book value	≤ 6 months	6–12 months	>12 months
Non-derivative financial liabilities:				
Suppliers (Note 10)	31,243	31,243	-	-
Loans and financing (Note 12)	58,236	2,009	2,025	54,202
Total	<u>89,479</u>	<u>32,252</u>	<u>2,025</u>	<u>54,202</u>

(ii) Interest rate risk

It is the risk that the fair value or a future cash flow of a certain financial instrument will oscillate due to changes in market interest rates.

The Company and its subsidiaries use funds from operating activities to manage its operations. To complement its cash requirements, the Company and its subsidiaries obtain loans and financing from financial institutions.

Considering the exposure of R\$ 58,236 on a consolidated basis, if interest rates were 10% higher/lower and all other variables remained constant, the Company's income for the period from January 01 to December 31, 2020 would decrease/increase in immaterial amounts. This is mainly attributable to the Company's exposure to interest rates on its variable-rate financial investments.

(iii) Market risk

The activities of the Company and its subsidiaries expose it mainly to the financial risks of changes in interest rates. The Company and its subsidiaries are exposed to risks related to interest rates due to interest earning bank deposits.

(iv) Operating risks

Operating risks are the risks of direct and indirect losses arising from a variety of causes associated with the processes of the Company and its subsidiaries, as well as employees, technology and infrastructure, as well as external market factors and liquidity, such as those arising from legal actions and regulatory requirements.

The objective of the Company and its subsidiaries is to manage operating risks, and avoid financial losses and damage to the reputation of the Company and its subsidiaries through procedures and policies aligned with the activities and business of the Company and its subsidiaries.

The Management of the Company and its subsidiaries is responsible for developing, implementing and monitoring controls to address operating risks area, mainly regarding internal controls and policies' periodic reviews to ensure proper implementation and operation.

## 21. TRANSACTIONS NOT INVOLVING CASH

The Company carried out the following investment not involving cash, so these are not reflected in the statement of cash flows:

	<u>2020</u>
Dividends resolved by subsidiary, but not yet received	5,484
Right-of-use assets (Note 9)	<u>8,661</u>
Subtotal - investment activities	<u><u>14,145</u></u>

## 22. SUBSEQUENT EVENTS

- As of January 15, 2021, the Company acquired a 58% interest in the capital of Centro Pernambucano de Oncologia S.A "CPO".
- As of February 18, 2021, the Company acquired a 51% interest in the capital of Centro de Oncologia Rio Preto Ltda. "CORP".
- Impacts of the second wave of COVID-19 pandemic: The Company continues working on several fronts to ensure the health and safety of its employees and partners, the stability and continuity of its operations and the financial strength. All the Company's activities remain classified as 'essential' in the context of the measures adopted to face the pandemic. Management did not find any material impact on the estimates presented or on the financial information.

# **Unity Participações S.A. and subsidiaries**

Individual and consolidated interim financial information  
for the nine-month period ended September 30, 2021  
and Report on the Review of Interim Information

Deloitte Touche Tohmatsu Auditores Independentes Ltda.

## REPORT ON THE REVIEW OF INDIVIDUAL AND CONSOLIDATED INTERIM FINANCIAL STATEMENTS

To the Shareholders and Management of  
Unity Participações S.A.

### **Introduction**

We have reviewed the individual and consolidated interim financial information of Unity Participações S.A. (“Company”) for the nine-month period ended September 30, 2021, which comprise the balance sheet as of September 30, 2021 and the related statements of income, comprehensive income, changes in shareholders’ equity and cash flows for the period then ended, including explanatory notes.

Company’s Management is responsible for the preparation of these individual and consolidated interim financial information in accordance with technical pronouncement CPC 21 (R1) – Interim Statement. Our responsibility is to express a conclusion on this interim financial information based on our review.

### **Scope of review**

We conducted our review in accordance with the Brazilian and international review standards for interim information (NBC TR 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity and ISRE 2410 – Review of Interim Financial Information Performed by the Independent Auditor of the Entity, respectively). A review of interim information consists in asking questions, chiefly to the persons in charge of financial and accounting affairs, and in applying analytical procedures and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Brazilian and International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### **Conclusion on the individual and consolidated interim financial information**

Based on our review, we are not aware of any facts that would lead us to believe that the individual and consolidated interim financial information referred to above was not prepared, in all material respects, in accordance with Technical Pronouncement CPC 21 (R1).

Belo Horizonte, January 28, 2022

DELOITTE TOUCHE TOHMATSU  
Auditores Independentes Ltda.  
CRC 2 SP 011609/O-8

Manoel P da Silva  
Accountant  
CRC 1 SP 205664/O-2 “T” MG

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UNITY PARTICIPAÇÕES S.A.

BALANCE SHEET FOR THE PERIOD ENDED  
SEPTEMBER 30, 2021, AND YEAR ENDED DECEMBER 31, 2020  
(In thousands of reais)

ASSETS	Notes	Parent company		Consolidated		LIABILITIES AND SHAREHOLDERS' EQUITY	Notes	Parent company		Consolidated	
		09/30/2021	12/31/2020	09/30/2021	12/31/2020			09/30/2021	12/31/2020	09/30/2021	12/31/2020
<b>CURRENT ASSETS</b>						<b>CURRENT LIABILITIES</b>					
Cash and cash equivalents	4	31,279	43,141	40,663	52,943	Suppliers	11	252	217	46,962	31,243
Accounts receivable	5	-	-	79,234	35,158	Loans and financing	13	59,897	2,231	64,892	4,034
Inventories	6	-	-	12,777	7,356	Remuneration and social charges		701	536	7,375	3,648
Recoverable taxes		167	153	3,402	1,754	Tax liabilities	12	203	86	6,082	3,509
Related parties	20	22,757	6,139	20,716	634	Obligations with investments		-	142	-	-
Other receivables		144	95	4,783	3,699	Related parties	20	4,196	-	7,495	6,092
Total current assets		54,347	49,528	161,575	101,544	Advance from clients		-	-	1,406	2,708
<b>NON-CURRENT ASSETS</b>						<b>NON-CURRENT LIABILITIES</b>					
Other receivables - Long-term		-	12	69	337	Loans and financing	13	41,169	37,889	57,122	54,202
Investments	7	149,937	81,574	-	-	Tax liabilities	12	-	-	1,400	2,676
Property, plant and equipment	8	115	113	50,563	45,095	Leases	9	-	-	15,177	13,351
Intangible assets	10	6,952	4,782	120,656	70,078	Other liabilities		-	-	66	80
Right-of-use	9	-	-	20,180	16,188	Total non-current liabilities		41,169	37,889	73,765	70,309
Total non-current assets		157,004	86,481	191,468	131,698	TOTAL LIABILITIES		107,076	42,806	218,586	127,102
						<b>SHAREHOLDERS' EQUITY</b>					
						15					
						Capital					
						5,821					
						Capital reserve					
						82,292					
						Profit reserve					
						16,162					
						104,275					
						93,203					
						104,275					
						93,203					
						Non-controlling interest					
						-					
						-					
						30,182					
						12,937					
						TOTAL SHAREHOLDERS' EQUITY					
						12					
						104,275					
						93,203					
						134,457					
						106,140					
						TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY					
						211,351					
						136,009					
						353,043					
						233,242					
TOTAL ASSETS		211,351	136,009	353,043	233,242	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		211,351	136,009	353,043	233,242

See the accompanying notes to the interim financial statements.

UNITY PARTICIPAÇÕES S.A.STATEMENTS OF INCOME  
FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of reais)

	Notes	Parent company		Consolidated	
		09/30/2021	09/30/2020	09/30/2021	09/30/2020
Net operating revenue	16	1,756	1,495	282,654	161,807
Cost of services rendered	17	-	-	(194,582)	(101,911)
Gross operating income		1,756	1,495	88,072	59,896
Operating revenues (expenses)					
General and administrative	17	(13,009)	(6,767)	(49,144)	(42,755)
Equity in the earnings of subsidiaries	7	24,292	1,746	-	-
Other operating income (loss)	17	(1,886)	(2,038)	(3,656)	(9,088)
Operating income (loss)		11,153	(5,564)	35,272	8,053
Financial income (loss)					
Financial revenues	19	366	407	980	1,027
Financial expenses	19	(1,820)	(4)	(4,281)	(2,155)
		(1,454)	403	(3,301)	(1,128)
Income (loss) before taxes		9,699	(5,161)	31,971	6,925
Income tax	18	(188)	(263)	(7,354)	(5,081)
Social contribution	18	(74)	(113)	(3,335)	(2,227)
Net income (loss) for the period		9,437	(5,537)	21,282	383
ATTRIBUTABLE TO:					
Controlling shareholders				9,437	(5,537)
Non-controlling shareholders				11,845	5,154

See the accompanying notes to the interim financial statements.

UNITY PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of reais – R\$)

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	Parent company		Consolidated	
	09/30/2021	09/30/2020	09/30/2021	09/30/2020
NET INCOME (LOSS) FOR THE PERIOD	9,437	(5,537)	21,282 -	383
Other comprehensive income	-	-	-	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	<u>9,437</u>	<u>(5,537)</u>	<u>21,282 -</u>	<u>383</u>
ATTRIBUTABLE TO:				
Controlling shareholders	9,437	(5,537)	9,437	(5,537)
Non-controlling shareholders	-	-	11,845	5,154

See the accompanying notes to the interim financial statements.

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UNITY PARTICIPAÇÕES S.A.

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY  
NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of reais)

Note	Capital	Revenue reserves		Capital reserve	Retained earnings	Transaction among partners	Shareholders' equity of controlling shareholders	Shareholders' equity of non-controlling shareholders	Total
		Unrealized profit reserves	Goodwill in capital transaction						
BALANCES AT DECEMBER 31, 2019	5,807	9,855	(847)	82,173	-	-	96,988	26,099	123,087
Non-controlling interest		-	-	-	-	-	-	(18,830)	(18,830)
Paid-up capital	15	7	-	-	-	-	7	-	7
Net income (loss) for the period	-	-	-	-	(5,537)	-	(5,537)	5,154	383
Capital reserve	15	-	-	55	-	-	55	-	55
BALANCES AT SEPTEMBER 30, 2020	5,814	9,855	(847)	82,228	5,537	-	91,513	12,423	103,936
Balances at December 31, 2020	5,821	5,937	(847)	82,292	-	-	93,203	12,937	106,140
Non-controlling interest	-	-	-	-	-	-	-	22,380	22,380
Capital transaction	15	-	-	-	-	1,635	1,635	16,980	15,345
Net income (loss) for the period	-	-	-	-	9,437	-	9,437	11,845	21,282
BALANCES AT SEPTEMBER 30, 2021	5,821	5,937	(847)	82,292	9,437	1,635	104,275	30,182	134,457
				-	-	-	-	0	0

See the accompanying notes to the interim financial statements.

UNITY PARTICIPAÇÕES S.A. AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS  
FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2021 AND 2020  
(In thousands of reais – R\$)

	Note	Parent company		Consolidated	
		09/30/2021	09/30/2020	09/30/2021	09/30/2020
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>					
Net income (loss) for the period		9,437	(5,537)	21,282	(383)
Adjustment of expenses/revenues not affecting cash:					
Depreciation and amortization	17	619	27	7,979	4,385
Equity income (loss)	7	(24,292)	(1,745)	-	-
Income tax and social contribution		262	376	10,689	7,308
Provision for disallowances and for doubtful accounts	5	-	-	12,526	11,572
Write-off of assets		-	1,166	-	4,170
Interest on lease, loans and financing	9 & 19	848	-	2,888	1,664
		<u>(13,126)</u>	<u>(5,713)</u>	<u>55,364</u>	<u>28,716</u>
Changes in assets and liabilities					
(Decrease)/increase in clients		-	-	(47,969)	(9,941)
(Increase)/decrease in inventories		-	-	(1,987)	(1,498)
(Increase)/decrease in recoverable taxes		(14)	(25)	(1,508)	(3,208)
(Increase)/decrease in other credits and judicial deposits		(37)	(79)	(575)	(2,312)
Increase/(decrease) in suppliers		35	30	6,898	5,632
Increase/(decrease) in labor and social obligations		165	205	3,340	1,526
Increase/(decrease) in tax liabilities		117	(196)	520	(173)
Increase/(decrease) in other liabilities		(1,730)	707	827	306
Increase/(decrease) of investment obligations		-	(5,144)	-	-
Increase/(decrease) in advance from clients		-	143	(1,302)	14,906
Cash generated by (invested in) operating activities		<u>(1,464)</u>	<u>(4,359)</u>	<u>(41,756)</u>	<u>5,238</u>
Income tax and social contribution paid		(262)	(376)	(10,689)	(6,096)
Interest paid on loans, financing and acquisitions	19	(86)	-	(329)	(768)
Net cash generated (invested in) in operating activities		<u>(14,938)</u>	<u>(10,448)</u>	<u>2,590</u>	<u>27,090</u>
<b>CASH FLOW FROM INVESTMENT ACTIVITIES</b>					
Payment upon acquisitions of business, net of cash acquired	7	(50,555)	-	(55,029)	(5,144)
Dividends received		5,605	7,589	384	-
Acquisition of fixed assets		(44)	(59)	(2,551)	(6,853)
Related parties		4,560	(971)	4,710	(7,212)
Net cash generated by (invested in) investment activities		<u>(40,434)</u>	<u>6,559</u>	<u>(52,486)</u>	<u>(19,209)</u>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>					
Capital increase		-	7	-	7
Acquisition of loans and financing	13	61,191	-	65,691	2,755
Amortization of loans and financing	13	(1,007)	-	(3,390)	(1,566)
Amortization of lease	9	-	-	(4,229)	(2,953)
Increase in loans from affiliates		(18,230)	-	(15,000)	-
Payment of dividends		(142)	-	(8,156)	(15,696)
Sale of equity interest with non-controlling shareholders		1,698	-	1,911	-
Debit with related parties		-	(17)	789	1,879
Net cash generated (invested in) financing activities		<u>43,510</u>	<u>(10)</u>	<u>37,616</u>	<u>(15,575)</u>
Net increase in cash and cash equivalents		<u>(11,862)</u>	<u>(3,899)</u>	<u>(12,280)</u>	<u>(7,693)</u>
Cash and cash equivalents					
At the beginning of the period		43,141	18,071	52,943	30,730
At the end of the period		<u>31,279</u>	<u>14,172</u>	<u>40,663</u>	<u>23,037</u>
Changes in the period		<u>(11,862)</u>	<u>(3,899)</u>	<u>(12,280)</u>	<u>(7,693)</u>

See the accompanying notes to the interim financial statements.

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## UNITY PARTICIPAÇÕES S.A.

### NOTES TO THE INDIVIDUAL AND CONSOLIDATED INTERIM FINANCIAL INFORMATION FOR THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2021

(Amounts expressed in thousands of reais - R\$, unless otherwise indicated)

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#### 1. OPERATIONS

Unity Participações S.A. (“Company”) was incorporated on July 20, 2018 through the transfer of 50.149% of the shares of CETTRO - Centro de Tratamento Oncológico Ltda. (“Cettro”) by BMNP - Incorporação, Consultoria e Empreendimentos Imobiliários Ltda. (“BMNP”) and the spin-off of the corresponding book balances. The Company is a corporation headquartered in the city of Brasília, Federal District, located at SRTVN, Quadra 702, Conjunto P, sala 2056, parte B, Asa Norte, enrolled with CNPJ (EIN) under No. 30.986.413/0001-58, with its Articles of Incorporation duly filed before the Commercial Board of the Federal District under NIRE 53.300.019.070. The Company is an indirect subsidiary of the investment fund Vocatus Multiestratégia, the ultimate controlling shareholder.

The Company operates as a holding company, while its subsidiaries (together referred to as the “Group”) provide medical and hospital services in general in all medical specialties, specifically outpatient and inpatient care in the areas of clinical oncology, chemotherapy, surgery, oncology surgery, radiotherapy, hematology and hemotherapy, by cancerologists and hematologists, immunizations, immunosuppressive treatments, immunomodulators and antibiotics, as well as nutritional and psychological care. The Group may also import raw materials, finished products and other items related to its activity, as well as export, acquire, build or lease real estate, machinery and other equipment, including holding interests in other regularly incorporated companies, as a quotaholder or shareholder.

#### Effect of coronavirus on Interim Financial Information

On January 31, 2020, the World Health Organization (WHO) announced that the coronavirus (COVID-19) is a global health emergency. The outbreak triggered major decisions by governments and private sector entities, which coupled with the potential impact of the outbreak, increased the degree of uncertainty for economic agents and can significantly impact the amounts recognized in interim financial information.

Since the beginning of the pandemic, the Group has worked on several fronts to ensure the health and safety of its employees and partners, the stability and continuity of its operations and the financial strength. All the Group’s activities are classified as ‘essential’ in the context of the measures adopted to face the pandemic.

The Group carried out the adaptation of the workplaces through several preventive measures and intensified cleaning and safety protocols, pursuant to the guidelines of state and municipal governments and health care entities.

During the nine-month period of 2021, the Group’s Management carried out a set of analyzes on the impacts of COVID-19, which mainly involved the evaluation of indicators of impairment of non-current assets, expected credit losses on receipt of clients, measurement of financial instruments, among others. This interim financial information considers the impacts arising from said analyzes. However, Management has not identified any material impacts on the estimates presented or on the Group’s operations.

## 2. PRESENTATION OF INTERIM FINANCIAL INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING PRACTICES

### 2.1. Basis of presentation

The Company's interim financial information includes the individual and consolidated interim financial information, referred to as "Parent Company" and "Consolidated", respectively, and was prepared and presented according to the technical pronouncement CPC 21 (R1) - Interim Statements, issued by Accounting Pronouncement Committee (CPC) and evidence all information of interim financial information, and only them, which is consistent with this used by Management in its administration.

The information on the bases for the preparation and presentation of the interim financial information and the summary of the significant accounting practices did not change materially in relation to the information disclosed in the notes to the individual and consolidated annual financial statements for the year ended December 31, 2020, which should be read together with this interim financial information.

### 2.2. Consolidation bases

The consolidated interim financial information include the interim financial information of the Company and its subsidiaries prepared on the reporting date. Control is obtained when the Company:

- Has power over the investee.
- It is exposed or is entitled to variable returns from its involvement with the investee.
- Has the ability to use this power to affect its returns.

The Company reassesses whether or not it retains the control of an investee if facts and circumstances indicate changes occurring in one or more of the three aforementioned control elements.

When the Company does not hold the majority of the voting rights in an investee, it will have the power over the investee when the voting rights are sufficient to enable it in practice to conduct the relevant activities of the investee unilaterally.

The consolidation of a subsidiary starts when the Company obtains control over the subsidiary and ends when the Company loses control over the subsidiary. Specifically, the revenues and expenses of a subsidiary acquired or disposed of during the year are included in the income (loss) from the date the Company obtains control until the date on which the Company ceases to control the subsidiary.

The income (loss) and each component of other comprehensive income are attributed to the owners of the Company and to minority interest. The total comprehensive income of subsidiaries is attributed to the owners of the Company and to minority interest, even if this generates a negative balance for the minority interest.

All transactions, balances, revenues, expenses and cash flows among the Group's companies are eliminated in consolidated interim financial information.

Minority interests in subsidiaries are identified separately from the Group's interest in said subsidiaries. The minority interest that corresponds to current ownership interest and confers to their holders the right to a proportional share of the entity's assets in the event of liquidation may be initially measured at fair value or based on the proportional share of minority interests in the fair value of acquiree's identifiable net assets.

Changes in the Group's interests in subsidiaries that do not result in loss of control are recorded as capital transactions. The book value of the Group's interests and minority interests is adjusted to reflect changes in its respective interests in subsidiaries. The difference between the amount based on which minority interests are adjusted and the fair value of considerations paid or received is recorded directly in shareholders' equity and attributed to the Company's owners.

The interest percentage of the Company and its subsidiaries on September 30, 2021 is as follows:

	<u>09/30/2021</u>	<u>12/31/2020</u>
	Interest (%)	Interest (%)
<u>Direct subsidiaries:</u>		
Onco & Hemato Serviços Médicos S.A. ("Onco & Hemato")	57.00	57.00
Instituto de Oncologia Kaplan S.A. ("Kaplan")	51.00	51.00
Holding Céu de Brasília (i)	71.34	71.34
Oncologia Manaus S.A. (iii)	51.20	51.20
Centro Pernambucano de Oncologia S.A. ("CPO")	52.48	-
Presidente Prudente Radiotherapy and Oncology Clinic ("Onco Care")	51.00	-
Núcleo Especializado em Oncologia S.A. ("Neon")	51.00	-
Centro de Oncologia de Rio Preto S.A. ("CORP")	51.00	-
<u>(i) Indirect subsidiaries through the subsidiary Holding Céu de Brasília</u>		
ICB - Instituto de Cancer do Brasil Participações Ltda. (ii)	<u>100.00</u>	<u>100.00</u>
Cetro - Centro de Tratamento Oncológico	<u>100.00</u>	<u>100.00</u>
<u>(ii) Indirect subsidiaries by means of subsidiary ICB:</u>		
AIO - Instituto de Câncer de Brasília Ltda.	<u>100.00</u>	<u>100.00</u>
<u>(iii) Indirect subsidiaries by means of subsidiary Oncologia Manaus</u>		
SF Participações Ltda. (iv)	<u>100.00</u>	<u>100.00</u>
SAMED - Serviços de Atendimento Médico	<u>100.00</u>	<u>100.00</u>
<u>(iv) Indirect subsidiaries by means of subsidiary SF Participações</u>		
AIO - Instituto de Câncer de Manaus Ltda.	<u>100.00</u>	<u>100.00</u>

### 3. DESCRIPTION OF SIGNIFICANT ACCOUNTING PRACTICES

#### 3.1. Functional and presentation currency

Items included in the interim financial information are measured using the currency of the main economic environment in which the Company and its subsidiaries operate (“functional currency”). The interim financial information is being presented in reais, functional currency of the Company and its subsidiaries.

#### 3.2. New standards not effective yet

There are no CPC/IFRS standards or recently issued interpretations applicable to the Company and its subsidiaries that have been adopted in the current period for the Company and its subsidiaries.

There are no other standards or interpretations that have not yet entered into effect in addition to those that were disclosed in the annual financial statements that could have significant impact on the interim financial information of the Group.

### 4. CASH AND CASH EQUIVALENTS

The breakdown of the balance of cash and cash equivalents is as follows:

	Parent company		Consolidated	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
Cash and bank deposits	1,105	596	8,935	5,338
Interest earning bank deposits	<u>30,174</u>	<u>42,545</u>	<u>31,509</u>	<u>47,605</u>
	<u>31,279</u>	<u>43,141</u>	<u>40,444</u>	<u>52,943</u>

Interest earning bank deposits are represented by investments with immediate liquidity (Bank Deposit Certificates - CDBs), recorded at cost, plus income earned up to the reporting dates, and remunerated at rates that revolve around 100% of the Interbank Deposit Certificate (100% in 2020), and can be redeemed at any time at the request of the Company and its subsidiaries, without a material change in their values.

As short-term investments are readily convertible into a known amount of cash and are subject to an insignificant risk of change in value, they are qualified and were recorded as cash and cash equivalents.

### 5. ACCOUNTS RECEIVABLE

The breakdown of balances of trade accounts receivable is as follows:

	Consolidated	
	<u>09/30/2021</u>	<u>12/31/2020</u>
Trade accounts receivable - Legal entities	47,030	29,840
Clients to be billed (a)	73,179	33,847
Trade accounts receivable - Individuals	<u>1,152</u>	<u>827</u>
Subtotal	121,361	64,514
(-) Estimate of losses with clients and disallowances (b)	<u>(41,882)</u>	<u>(29,356)</u>
Total	<u>79,479</u>	<u>35,158</u>

- (a) As of the closing date of the interim information, services provided and not yet billed are recorded as clients to be billed.
- (b) As of September 30, 2021, the amount of R\$ 41,882 (R\$ 29,356 as of December 31, 2020) refers to estimated loss and provision for disallowances. Provisions are estimated by Management based on the historical default experience, the financial position of the counterparties, and industry knowledge.

The position of balances of trade accounts receivable by maturity age is as follows:

Aging of client portfolio	Consolidated	
	09/30/2021	12/31/2020
Undue	75,402	42,073
Overdue (days):		
01–60	33,355	5,862
61–90	6,023	2,533
91–180	4,976	4,049
181–360	1,222	7,184
>361	383	2,813
Total client accounts	121,361	64,514

Changes in the provision for disallowance/credit of doubtful accounts may be stated as follows:

	Consolidated	
	09/30/2021	09/30/2020
Opening balance	29,356	28,402
Reversal	(293)	-
Formation of losses and disallowance	9,528	8,740
Formation of losses with clients	3,291	2,832
Closing balance	41,882	39,974

## 6. INVENTORIES

Breakdown of balance of inventories is as follows:

	Consolidated	
	09/30/2021	12/31/2020
Medication and medical equipment	12,167	7,356

Due to the high inventory turnover, it is not necessary to record a provision for losses.

## 7. INVESTMENTS

The breakdown of investments on September 30, 2021 and December 31, 2020 can be as follows:

Investments	Classification	Interest (%)	Parent company	Non-controlling
		09/30/2021	09/30/2021	interest
CETTRO - Centro de Tratamento	Subsidiary (a)	71.34%	8,474	3,483
AIO - Instituto de Câncer do Brasil	Subsidiary (b)	71.34%	39,646	3,803
Onco & Hemato Serviços Médicos S.A.	Subsidiary (d)	57.00%	9,978	990
SAMED - Serviços de Atendimento Médico	Subsidiary (e)	51.20%	12,605	2,411
AIO - Instituto de Câncer de Manaus Ltda.	Subsidiary (b)	51.20%	53	51
Instituto de Oncologia Kaplan S.A. ("Kaplan")	Subsidiary (c)	51.00%	26,907	10,803
Centro Pernambucano de Oncologia S.A. ("CPO")	Subsidiary (f)	52.48%	17,313	1,633
Centro de Oncologia de Rio Preto S.A. ("CORP").	Subsidiary (g)	51.00%	12,825	1,206
Núcleo Especializado em Oncologia S.A. ("NEON").	Subsidiary (h)	51.00%	10,790	3,626
Clínica de Radioterapia e Oncologia ("Onco Care").	Subsidiary (i)	51.00%	11,346	2,176
Total			149,937	31,182

Investments	Classification	Interest (%)	Parent company	Non-controlling
		12/31/2020	12/31/2020	interest
CETTRO - Centro de Tratamento	Subsidiary	71.34%	1,465	572
AIO - Cancer Institute of Brazil	Subsidiary (a)	71.34%	34,341	1,649
Onco & Hemato Serviços Médicos S.A.	Subsidiary	57.00%	18,387	288
SAMED - Serviços de Atendimento Médico	Subsidiary	51.20%	11,764	378
AIO - Instituto de Câncer de Manaus Ltda.	Subsidiary	51.20%	367	367
Instituto de Oncologia Kaplan S.A.	Subsidiary	51.00%	15,250	9,683
Total			81,574	12,937



Changes in investment balances in the parent company can be demonstrated as follows:

	<u>09/30/2021</u>	<u>09/30/2020</u>
Balance at the beginning of the year - Investment	81,574	85,320
Write-off of SCP BMNP	-	(1,166)
Acquisitions	50,553	-
Acquisition pricing adjustment	3,000	-
Sale of interest	(63)	-
Dividends received	(5,605)	(7,589)
Dividends receivable (Note 20)	(1,070)	(7,517)
Allocation of surplus	(2,744)	-
Equity in investments	<u>24,292</u>	<u>1,746</u>
Balance at end of the period	<u>149,937</u>	<u>70,794</u>

(a) Cettro

As of August 14, 2018, the partial spin-off of 50.15% of the investment held by BMNP for the Company, in the amount of R\$ 2,119, was approved. Said investment was increased by R\$ 5,719 as a result of the equalization of CETTRO's accounting practices with those of the Company.

Change in ownership interest in 2019: the Company held 50.149% of the shares of Cettro and, on August 14, 2018, as part of the investment agreement signed by Roberts Participações S.A., the Company's parent company, the Company acquired 952 shares (0.95% of the capital). After the conclusion of this transaction, the Company became the owner of 51.10% of the capital of Cettro.

Change in ownership interest in 2020: As of July 14, 2020, as part of the investment agreement signed, the Company acquired 346 shares in Cettro's capital, through the Roll Up to the subsidiary Holding Céu Brasília. After the completion of said transaction, the Company became the owner of 71.34% of the capital of Cettro, through an indirect interest held by Holding Céu Brasília.

(b) ICB

As of May 10, 2019, the Company acquired 53.50% of ICB - Instituto de Câncer do Brasil Participações Ltda.

Change in ownership interest: As of July 14, 2020, as part of the investment agreement signed, the Company acquired 346 shares in the capital, through the Roll Up to the subsidiary Holding Céu Brasília. After the completion of said transaction, the Company became the owner of 71.34% of the capital of ICB, through an indirect interest held by Holding Céu Brasília.

The acquired assets and liabilities measured at fair value by an independent specialized firm are presented below:

<u>Assets</u>		<u>Liabilities</u>	
Current assets	4,159	Current liabilities	8,120
Other non-current assets	181	Non-current liabilities	2,310
Property, plant and equipment	6,214		
Intangible assets	<u>89</u>	Shareholders' equity	<u>213</u>
Total	<u>10,643</u>	Total	<u>10,643</u>

	<u>Fair value on 05/10/2019</u>
Consideration transferred	30,398
Recognized net fair value of identifiable assets and liabilities (proportional)	(66)
Appreciation of assets	<u>(89)</u>
Goodwill identified in the acquisition	<u>30,243</u>

(c) Instituto de Oncologia Kaplan S.A.

As of September 30, 2019, the Company acquired 51% of Instituto de Oncologia Kaplan S.A.

The acquired assets and liabilities measured at fair value by an independent specialized firm are presented below:

<u>Assets</u>		<u>Liabilities</u>	
Current assets	7,514	Current liabilities	3,512
Other non-current assets	22		
Property, plant and equipment	14,329		
Intangible assets	<u>2,403</u>	Shareholders' equity	<u>20,756</u>
Total	<u>24,268</u>	Total	<u>24,268</u>

	<u>Fair value on 09/30/2019</u>
Consideration transferred	26,038
Recognized net fair value of identifiable assets and liabilities (proportional)	(9,360)
Appreciation of assets	<u>(2,403)</u>
Goodwill identified in the acquisition	<u>14,275</u>

(d) Onco & Hemato Serviços Médicos S.A.

As of November 14, 2019, the Company acquired a 57% interest in the capital of Onco e Hemato Serviços Médicos S.A.

The acquired assets and liabilities measured at fair value by an independent specialized firm are presented below:

<u>Assets</u>		<u>Liabilities</u>	
Current assets	3,097	Current liabilities	3,171
Property, plant and equipment	2,894	Non-current liabilities	1,687
Intangible assets	<u>2,415</u>	Shareholders' equity	<u>3,548</u>
Total	<u>8,406</u>	Total	<u>8,406</u>

	Fair value on <u>11/30/2019</u>
Consideration transferred	11,178
Recognized net fair value of identifiable assets and liabilities (proportional)	(742)
Appreciation of assets	<u>(2,245)</u>
Goodwill identified in the acquisition	<u>8,191</u>

## (e) Samed

As of October 30, 2020, the Company, through the subsidiary Oncologia Manaus S.A., acquired a 51.20% interest in the capital of Serviços Médico e Diagnóstico S.A.

The assets and liabilities acquired, measured at fair value by Management, are presented below and were reviewed by an independent specialized firm for a definitive valuation of the net assets.

<u>Assets</u>		<u>Liabilities</u>	
Current assets	6,819	Current liabilities	6,081
Non-current assets	-	Non-current liabilities	-
Property, plant and equipment	-	Shareholders' equity	<u>738</u>
Total	<u>6,819</u>	Total	<u>6,819</u>

	Fair value on <u>10/30/2020</u>
Consideration transferred	11,616
Recognized net fair value of identifiable assets and liabilities (proportional)	<u>(378)</u>
Goodwill identified in the acquisition	<u>11,238</u>

## (f) Centro Pernambucano de Oncologia S.A.

As of January 15, 2021, the Company acquired a 58.00% interest in the capital of Centro Pernambucano de Oncologia S.A.

The initial recognition of goodwill from the acquisition was made in a preliminary form based on the information available up to the end of the reporting period. Moreover, the Company is gathering the necessary information to determine the final amount within the period established in CPC 15 - Business Combination.

<u>Acquired assets</u>		<u>Liabilities acquired</u>	
Current assets	3,965	Current liabilities	2,659
Cash and cash equivalents	54	Suppliers	2,544
Interest earning bank deposits	549	Tax liabilities	83
Accounts receivable	1,525	Labor, payroll obligations	32
Other receivables	58		
Recoverable taxes	-	Non-current liabilities	912
Inventories	1,779	Lease - LT	912

<u>Acquired assets</u>		<u>Liabilities acquired</u>	
Non-current assets	1,425	Shareholders' equity	1,819
Property, plant and equipment	278		
Right-of-use	1,090		
Intangible assets	57		
Total	<u>5,390</u>	Total	<u>5,390</u>

Contribution to income (loss) for the period

Contribution to gross revenue	17,938
Contribution to the Group with pre-tax profit as of the date of acquisition	2,223
Revenue acquired since the beginning of the current year	<u>19,216</u>
Earnings of the acquiree before taxes since the beginning of the year	<u>3,584</u>

	Fair value on <u>01/15/2021</u>
Consideration transferred	17,110
Recognized net fair value of identifiable assets and liabilities (proportional)	(1,055)
Surplus - Non-Compete	<u>(545)</u>
Preliminary goodwill identified in the acquisition	<u>15,510</u>

(g) Centro de Oncologia de Rio Preto S.A.

As of February 17, 2021, the Company acquired a 51.00% interest in the capital of Centro de Oncologia de Rio Preto S.A.

The initial recognition of goodwill from the acquisition was made in a preliminary form based on the information available up to the end of the reporting period. Moreover, the Company is gathering the necessary information to determine the final amount within the period established in CPC 15 - Business Combination.

<u>Acquired assets</u>		<u>Liabilities assumed</u>	
Current assets	4,415	Current liabilities	3,361
Cash and cash equivalents	583	Suppliers	2,140
Interest earning bank deposits	(2)	Labor, payroll obligations	42
Accounts receivable	2,613	Tax liabilities	25
Inventory	404	Other accounts payable	1,154
Recoverable taxes	57	Non-current liabilities	38
Related parties	706	Other accounts payable	38
Other receivables	54		
Non-current	526	Shareholders' equity	1,542
Property, plant and equipment	526		
Total	<u>4,941</u>	Total	<u>4,941</u>

Contribution to income (loss) for the period

Contribution to gross revenue	10,078
Contribution to the Group with earnings before taxes as of the date of acquisition	572
Revenue acquired since the beginning of the current year	<u>12,523</u>
Earnings of the acquiree before taxes since the beginning of the year	<u>1,567</u>

Fair value  
on  
02/17/2021

Consideration transferred	9,918
Earn-out payment	3,000
Recognized net fair value of identifiable assets and liabilities (proportional)	(805)
Surplus - Non-Compete	<u>(658)</u>
Preliminary goodwill identified in the acquisition	<u>11,455</u>

## (h) Clínica de Radioterapia e Quimioterapia de Presidente Prudente S.A.

As of July 20, 2021, the Company acquired a 51.00% interest (33.91% and 17.09% through the holding company Ag-07) in the capital of Clínica de Radioterapia e Quimioterapia de Presidente Prudente S.A.

The initial recognition of goodwill from the acquisition was made in a preliminary form based on the information available up to the end of the reporting period. Moreover, the Company is gathering the necessary information to determine the final amount within the period established in CPC 15 - Business Combination.

<u>Acquired assets</u>		<u>Liabilities assumed</u>	
Current assets	1,811	Current liabilities	1,457
Cash and cash equivalents	304	Suppliers	1,124
Interest earning bank deposits	902	Tax liabilities	15
Accounts receivable	516	Related parties	315
Other receivables	90	Other accounts payable	3
Non-current assets	3,675	Shareholders' equity	<u>4,029</u>
Property, plant and equipment	3,675		
Total	<u>5,486</u>	Total	<u>5,486</u>

Contribution to income (loss) for the period

Contribution to gross revenue	3,195
Contribution to the Group with pre-tax profit as of the date of acquisition	504
Revenue acquired since the beginning of the current year	<u>11,773</u>
Earnings of the acquiree before taxes since the beginning of the year	<u>2,819</u>

	Fair value on <u>07/20/2021</u>
Consideration transferred (*)	16,898
Recognized net fair value of identifiable assets and liabilities (proportional)	(2,055)
Surplus - Non-Compete	<u>(551)</u>
Preliminary goodwill identified in the acquisition	<u>14,292</u>

(\*) The consideration was paid in the amount of R\$ 5,000 by the holding company AG-07 and R\$ 11,898 were paid directly by Unity.

(i) Núcleo Especializado de Oncologia S.A. ("NEON").

As of April 30, 2021, the Company acquired a 51.00% interest in the capital of Núcleo Especializado de Oncologia S.A.

The initial recognition of goodwill from the acquisition was made in a preliminary form based on the information available up to the end of the reporting period. Moreover, the Company is gathering the necessary information to determine the final amount within the period established in CPC 15 - Business Combination.

<u>Acquired assets</u>		<u>Liabilities acquired</u>	
Current assets	9,435	Current liabilities	4,483
Cash and cash equivalents	219	Suppliers	3,013
Accounts receivable	3,979	Leases	493
Inventory	1,251	Labor, payroll obligations	313
Recoverable taxes	83	Tax liabilities	652
Related parties	3,865	Other accounts payable	12
Other receivables	39	Non-current liabilities	630
Non-current assets	2,782	Leases	630
Property, plant and equipment	1,641		
Intangible assets	69	Shareholders' equity	7,104
Right-of-use	1,071		
Total	<u>12,217</u>	Total	<u>12,217</u>

Contribution to income (loss) for the period

Contribution to gross revenue	10,430
Contribution to the Group with pre-tax profit as of the date of acquisition	684
Revenue acquired since the beginning of the current year	<u>24,004</u>
Earnings of the acquiree before taxes since the beginning of the year	<u>4,820</u>

	Fair value on <u>04/30/2021</u>
Consideration transferred	11,628
Recognized net fair value of identifiable assets and liabilities (proportional)	(3,623)

Surplus - Non-Compete	(990)
Preliminary goodwill identified in the acquisition	<u>7,015</u>

### Changes in interest

As of January 15, 2021, the Company acquired Companhia Centro Pernambucano de Oncologia S.A. (“CPO”), and currently holds a 58% interest in the Company’s capital. As of July 16, 2021, the Company sold 6% of said equity interest, and currently holds a 52% interest in CPO’s capital.

As of June 10, 2021, Companhia Clínica de Radioterapia e Quimiotherapy de Presidente Prudente (“Onco Care”), approved the merger of the Holding Company AG-07, currently holding 100% of its rights and obligations. On the same date, the Company started directly holding a 51% interest in the capital of Onco Care.

	Equity position of Direct subsidiaries							Onco Care
	09/30/2021							
	Kaplan S.A.	Medquimheo	Oncologia Manaus	Holding Céu	CPO	CORP	Neon	
Current assets	15,776	6,164	1	1,500	5,861	6,258	9,653	2,463
Non-current assets	31,947	5,309	5,047	27,197	1,225	971	2,543	3,604
Total assets	47,723	11,473	5,048	28,697	7,086	7,229	12,196	6,067
Current liabilities	12,580	7,660	2	1,500	2,741	4,294	4,368	1,625
Non-current liabilities	13,095	1,509	-	-	908	472	426	-
Shareholders' equity	22,048	2,304	5,046	27,197	3,437	2,463	7,401	4,442
Total liabilities and shareholders' equity	47,723	11,473	5,048	28,697	7,086	7,229	12,196	6,067
	Kaplan S.A.	Medquimheo	Oncologia Manaus	Holding Céu	CPO	CORP	Neon	Onco Care
Net revenue from services	32,153	17,853	-	-	17,938	9,460	9,543	3,004
Gross income	14,265	7,022	-	-	4,980	4,199	3,510	2,164
Profit before income tax and social contribution	4,545	2,043	5,290	23,686	2,223	1,402	684	504
Net income for the period	3,777	1,597	5,290	23,686	1,618	1,065	297	394

	Equity position - Direct subsidiaries		
	12/31/2020		
	Kaplan S.A.	Medquimheo	Holding Céu
Current assets	10,229	5,045	-
Non-current assets	30,514	2,464	7,178
Total assets	40,743	7,509	7,178
Current liabilities	6,165	3,505	-
Non-current liabilities	14,589	1,169	-
Shareholders' equity	19,988	2,835	7,178
Total liabilities and shareholders' equity	40,743	7,509	7,178
Net revenue from services	20,258	17,658	-
Gross income	6,730	5,772	-
Profit before income tax and social contribution	1,176	2,644	6,481
Net income for the year	608	2,066	6,481

## 8. PROPERTY, PLANT AND EQUIPMENT

The breakdown of property, plant and equipment as of September 30, 2021 and December 31, 2020 is as follows:

	Consolidated			
	09/30/2021			
	Useful life (in years)	Cost	Accumulated depreciation	Net value
Leasehold improvements	(*)	28,477	(2,651)	25,826
Furniture and fixtures	5–10	5,255	(2,639)	2,616
Machinery and equipment	5–20	24,707	(4,100)	20,607
Facilities	5–10	230	(127)	103
Air conditioner	5–10	410	(236)	173
Automobiles	5	173	(62)	111
IT equipment	5	3,621	(2,699)	922
Other		733	(529)	205
<b>Total</b>		<b>63,606</b>	<b>(13,043)</b>	<b>50,563</b>

	Consolidated			
	12/31/2020			
	Useful life (in years)	Cost	Accumulate d depreciation	Net value
Leasehold improvements	(*)	26,105	(1,896)	24,209
Furniture and fixtures	5–10	3,939	(1,872)	2,067
Machinery and equipment	5–20	18,513	(1,642)	16,871
Facilities	5–10	169	(82)	87
Air conditioner	5–10	255	(206)	49
Automobiles	5	57	(36)	21
IT equipment	5	2,580	(1,348)	1,232
Other		1,118	(559)	559
<b>Total</b>		<b>52,736</b>	<b>(7,641)</b>	<b>45,095</b>

Changes in property, plant and equipment are as follows:

	Consolidated 09/30/2021					Balance at 09/30/2021
	Balance at 12/31/2020	Property, plant and equipment Acquisitions of companies	Additions	Write- offs	Depreciation	
Leasehold improvements	24,209	1,072	1,259	(3)	(712)	25,825
Furniture and fixtures	2,067	828	221	-	(500)	2,616
Machinery and equipment	16,871	3,777	238	-	(585)	20,301
Facilities	87	1	33	(5)	(12)	104
Air conditioner	49	132	7	-	(15)	173
Automobiles	21	103	-	-	(13)	111
Equipment	1,232	207	681	(9)	(1,188)	923
Other	559	-	8	-	(57)	510
<b>Total</b>	<b>45,095</b>	<b>6,120</b>	<b>2,447</b>	<b>(17)</b>	<b>(3,082)</b>	<b>50,563</b>



	<u>Balance at</u> <u>12/31/2019</u>	<u>Additions</u>	<u>Write-</u> <u>offs</u>	<u>Depreciation</u>	<u>Balance at</u> <u>09/30/2020</u>
Leasehold improvements	20,473	2,511	(23)	(518)	22,443
Furniture and fixtures	1,626	719	-	(283)	2,062
Machinery and equipment	14,685	2516	(43)	(412)	16,746
Facilities	97	96	(94)	(10)	89
Air conditioner	6	55	-	(9)	52
Automobiles	65	-	-	(17)	48
Equipment	956	551	(35)	(296)	1,176
Other	3178	274	(2,808)	(63)	581
Total	<u>41,087</u>	<u>6,722</u>	<u>(3,003)</u>	<u>(1,608)</u>	<u>43,197</u>

## 9. RIGHT-OF-USE ASSETS

Changes in right-of-use on September 30, 2021 are as follows:

	<u>Consolidated</u>		
	<u>Assets</u>	<u>Liabilities</u>	<u>Expenses</u>
Balance at December 31, 2020	16,188	(17,169)	-
Addition of new contracts / remeasurement	6,062	(6,062)	-
Acquisitions	2,161	(2,161)	-
Consideration paid	-	4,229	-
Write-off	-	-	-
Amortization	(4,231)	-	(4,231)
Interest	-	(1,082)	(1,082)
Balance at September 30, 2021	<u>20,180</u>	<u>(22,245)</u>	<u>(5,313)</u>
Current	-	(7,068)	-
Non-current	<u>20,180</u>	<u>(15,177)</u>	-
	<u>Consolidated</u>		
	<u>Assets</u>	<u>Liabilities</u>	<u>Expenses</u>
Balance at December 31, 2019	11,388	(12,000)	-
Addition of new contracts / remeasurement	5,043	(5,043)	-
Consideration paid	-	2,701	-
Write-off	-	-	-
Amortization	(2,433)	-	(2,683)
Interest	-	(603)	(603)
Balance at September 30, 2020	<u>13,998</u>	<u>(14,943)</u>	<u>(3,286)</u>
Current	-	(1,674)	-
Non-current	<u>13,998</u>	<u>(14,943)</u>	-

According to the effectiveness of the lease agreements, whose average term is 60 months.

The rate calculated for the periods disclosed is 5.90%. To measure the present value of said agreements, they were calculated based on risk-free interest observed in the Brazilian market and did not vary in the years presented. Information on lease liabilities for which the Company is the lessee is presented below:

Maturity of installments	Amount
2021	2,458
2022	7,050
2023	5,800
2024	4,382
2025	3,009
2026	1,131
Total	23,830
Embedded interest	(1,570)
Total	22,260

#### 10. INTANGIBLE ASSETS

The Company's intangible assets are mainly composed of goodwill arising from the expectation of future profitability paid on the acquisition of investments. Goodwill arising from the acquisition of investments in subsidiaries is reclassified under Investments in the individual interim financial information and under Intangible assets in the consolidated interim financial information.

The amounts recorded in intangible assets are as follows:

	Consolidated			
	09/30/2021			
	Useful life (in years)	Cost	Accumulated amortization	Net value
Software	5	874	(88)	785
Trademarks and patents		80	-	80
Goodwill (a)	-	112,887	-	112,887
Non-compete (b)	8	3,635	-	3,635
Client portfolio (c)	2	3,845	(577)	3,269
Total		120,699	(665)	120,656

	Consolidated			
	12/31/2020			
	Useful life (in years)	Cost	Accumulated amortization	Net value
Software	5	848	(187)	661
Trademarks and patents		37	-	37
Goodwill (a)	-	64,644	-	64,644
Non-compete (b)	8	890	-	890
Client portfolio (c)	2	4,000	(154)	3,846
Total		70,419	(341)	70,078

(a) See information on goodwill in Note 7.

(b) The amounts referring to Non-Compete were calculated according to the period foreseen upon the investment and considering a competition probability rate of 25% (10% as of September 30, 2020), as well as an annual discount rate of 11.71% (14.96% as of December 31, 2020), proportionally to the time of acquisition.

- (c) The client portfolio was valued for calculation purposes with the objective of assessing the future economic benefits attributable to the asset, evaluating the cash flows in excess of the remuneration of assets and used in the activity, classifying as intangible assets the excess attributed to the intangible client portfolio.

The changes in intangible assets for the period is presented below:

	<u>12/31/2020</u>	<u>Acquisitions</u>	<u>Additions</u>	<u>Amortization</u>	<u>09/30/2021</u>
Trademarks and patents	37	-	43	-	80
Software	661	126	86	(88)	785
Goodwill	64,644	48,243	-	-	112,887
Non-compete	890	2,744	-	-	3,635
Client portfolio					
	<u>3,846</u>	<u>-</u>	<u>-</u>	<u>(577)</u>	<u>3,269</u>
Total	<u>70,078</u>	<u>51,113</u>	<u>129</u>	<u>(665)</u>	<u>120,656</u>

	<u>12/31/2019</u>	<u>Additions</u>	<u>Amortization</u>	<u>09/30/2020</u>
Software	597	115	(94)	618
Goodwill	56,537	-	-	56,537
Trademarks and patents	17	16	-	33
Total	<u>57,151</u>	<u>131</u>	<u>(94)</u>	<u>57,188</u>

#### Goodwill

Goodwill was generated considering the consideration paid for the business combination and includes amounts related to the benefits of expected synergies, revenue growth, future development of markets and skilled labor. Said benefits are not recognized separately from goodwill since they do not meet the criteria for recognition of identifiable intangible assets in accordance with CPC 04 (R1) - Intangible assets. This goodwill, classified as an undefined useful life asset, is stated at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

The Company's Management considered each clinic as a Cash Generating Unit (CGU). The recoverable amount of a CGU is determined based on value-in-use calculations. Said calculations use projections with average discount rates of 16% p.a. for the periods assessed and are based on financial projections approved by Management for the period in question. The values referring to cash flows after a period of one year were extrapolated based on the strategic planning of each clinic and market indicators. The Company considered a growth of 10% p.a. in forecasted flows.

Management adopts an assumption of expected increases in expenses and costs in the first years of control of new investments. Then, in the other years, it reflects a certain efficiency of the assets, considering the Group's synergy.

The need to record an impairment of goodwill from the acquisition of investments for the nine-month period ended September 30, 2021 was not detected.

The breakdown of goodwill as of September 30, 2021 and December 31, 2020 is as follows:

	<u>09/30/2021</u>	<u>12/31/2020</u>
Holding Céu	30,243	30,243
Instituto Kaplan de Oncologia	15,662	15,662
Onco and Hemato	8,665	8,665
Oncologia Manaus (SAMED)	10,074	10,074
Preliminary CPO	15,510	-
Preliminary CORP	11,569	-
Preliminary NEON	7,016	-
Preliminary Onco Care and Ag-07	14,148	-
	<u>112,887</u>	<u>64,644</u>

#### 11. SUPPLIERS

Breakdown of suppliers is as follows:

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
Suppliers of medical material	-	-	41,406	26,539
Sundry suppliers	252	217	5,556	4,703
	<u>252</u>	<u>217</u>	<u>46,962</u>	<u>31,243</u>

#### 12. TAXES AND CONTRIBUTIONS PAYABLE

Breakdown of taxes payable is as follows:

	<u>Parent company</u>		<u>Consolidated</u>	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
CSLL payable	33	8	948	571
IRPJ payable	71	1	2,937	2,145
IRRF (Withholding income tax) payable	48	58	233	177
COFINS payable	7	-	1,522	1,217
PIS payable	2	-	359	276
Service tax payable	(6)	-	784	483
Other taxes payable	48	19	699	1,316
	<u>203</u>	<u>86</u>	<u>7,482</u>	<u>6,185</u>
Current	<u>203</u>	<u>86</u>	<u>6,082</u>	<u>3,509</u>
Non-current	<u>-</u>	<u>-</u>	<u>1,400</u>	<u>2,676</u>

## 13. LOANS AND FINANCING

Breakdown of balance of loans and financing is as follows:

	Parent company		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
Banco do Brasil (a)	-	-	7,113	7,795
Unicred (b)	-	-	6,665	7,312
Bradesco (c)	10,191	-	10,191	-
Itaú (d)	84,875	40,000	89,804	40,475
Safra	6,000	-	6,000	-
Other	-	120	2,241	2,654
	<u>101,066</u>	<u>40,120</u>	<u>122,014</u>	<u>58,236</u>
Current	<u>59,897</u>	<u>2,231</u>	<u>64,892</u>	<u>4,034</u>
Non-current	<u>41,169</u>	<u>37,889</u>	<u>57,122</u>	<u>54,202</u>

Changes in loans is as follows:

	Consolidated 09/30/2021	Consolidated 09/30/2020
Opening balance	58,236	16,615
Financial interest and charges	1,806	1,061
Amortization of principal	(3,390)	(1,566)
Amortization of interest	(329)	(797)
Additions - acquired companies	-	-
Additions	<u>65,691</u>	<u>2,755</u>
Closing balance	<u>122,014</u>	<u>18,068</u>

The contractual flow of loan settlement can be demonstrated as follows:

	Consolidated	
	09/30/2021	12/31/2020
Six months or less	51,336	623
Six months to one year	8,598	628
1-5 years	60,951	8,548
>05 years	<u>1,129</u>	<u>8,269</u>
Total	<u>122,014</u>	<u>18,068</u>

Main conditions of loans and financing obtained:

a) Banco do Brasil- Fundo Constitucional do Centro Oeste - FCO:

- Amount originally contracted: R\$9,428.
- Term: 144 months.
- Interest rate: 9.5% p.a..
- Performance bonus: 15%.

- Guarantee: Real estate in the name of the original partners was pledged as collateral for the operation.
- b) Unicred:
- Amount originally contracted: R\$6,605.
  - Term: 100 months.
  - Interest rate: 4.91 p.a. + 100% CDI.
  - Guarantee: Real estate in the name of the original partners was pledged as collateral for the operation.
- c) Santander:
- Amount originally contracted: R\$1,500.
  - Term: 12 months.
  - Interest rate of 3.91% per annum.
- d) Itaú:
- Amount originally contracted: R\$40,000.
  - Term: 62 months.
  - Interest rate of 7.29% per annum
  - Financial covenants: annual calculation based on the Company's EBITDA.
  - New hire 06/2021: R\$45,000.
  - Term: 6 months.
  - Interest rate of 4.044% per annum

#### 14. CONTINGENCIES

There is no contingent liability recorded in the accounting books, since, according to the reports and opinions of its consultants and lawyers, there are no materialized or non-materialized contingencies subject to recognition.

## 15. SHAREHOLDERS' EQUITY

## a) Capital

The Company's capital as of September 30, 2021 is divided into 7,014,963 shares, fully paid-in, and 1 class "A" preferred share, distributed among the shareholders and not presenting any change in relation to the year ended December 31, 2020:

	Number of shares at 09/30/2021		
	Common	Preferred (*)	Total
Roberts Participações Societárias Ltda.	3,906,896	-	3,906,896
Jorge Vaz Pinto Neto	389,559	-	389,559
Alexandre Nonino	329,407	-	329,407
João Nunes de Matos Neto	300,744	-	300,744
Marco Murilo Buso	1,444,727	1	1,444,728
Gustavo de Castro Gouveia	321,815	-	321,815
Michele Quacchio Machado	321,815	-	321,815
Total	<u>7,014,963</u>	<u>1</u>	<u>7,014,964</u>

(\*) Preferred shares will have priority in receiving fixed and non-cumulative priority dividends, in the amount of up to R\$ 408 per year for all preferred shares issued by the Company (said amount is restated annually by the positive change in the IPC-A/IBGE), and will not participate in the balance of net income remaining after the payment of fixed dividends. The amount to be paid as priority dividends for the preferred share will be defined by the Company's Board of Directors up to the limit established above.

Options granted

The Company has a private instrument for granting stock subscription options that grants options to purchase Company's common shares (equity instruments) to certain eligible executives. The purpose of said plans is to attract, motivate and retain these executives and employees, as well as to align their interests with the interests of the Company and its shareholders.

Approved in November 2018, the plan provides for that the call option offers are valid after a period of 6 months as of the contract signing, and can be exercised solely and exclusively upon a liquidity event (Company's transfer or change of control). The value of the share for acquisition by those eligible participants as a result of the exercise of the option was determined in the contract and will be adjusted by the annual change in the General Market Price Index published by Fundação Getúlio Vargas (IGP-M/FGV).

## b) Revenue reserves

## (i) Legal reserve

The legal reserve is set up annually by the allocation of 5% of net income for the year. Said reserve cannot exceed 20% of the capital or 30% of the capital when compared with the sum of the legal reserve and capital reserve. The purpose of the legal reserve is to guarantee that the share capital is paid up and it is used solely to offset losses and increase capital. As of September 30, 2021, since the registered capital reserve is higher than the allowed limit, the Company did not record a legal reserve.

## (ii) Unrealized profit reserve

In the year in which mandatory dividend amount, calculated pursuant to the terms of the Company's Bylaws exceeds realized portion of net income for the year, the Annual Shareholders' Meeting may, through proposal of management bodies, allot the excess to form unrealized profit reserve.

The portion of net income for the year that exceeds the sum of the following amounts is considered realized:

- Positive equity in net income of subsidiaries.
- The income, earnings, or net gains in operations or accounting of assets and liabilities at market value, whose financial realization period occurs after the end of the fiscal year (investment properties).

c) Capital transactions

As a result of the acquisition of companies, as mentioned in the statement of changes in shareholders' equity, the Company recorded amounts related to non-controlling interests in the amount of R\$ 30,182 (R\$ 22,698 in the period ended December 31, 2020).

d) Minimum mandatory dividends

Shareholders are entitled to a minimum statutory dividend of 0.001% of adjusted net income, according to the Brazilian Corporate Law, after the distribution of the legal reserve, when applicable.

e) Profit diluted per share

Basic earnings per share are calculated by dividing profit attributable to Company's shareholders by the weighted average number of outstanding common shares during the period, less, when applicable, the common shares acquired by the Company and held as treasury shares.

The Company has not issued and/or assigned equity instruments that should be considered for calculation of diluted earnings per share, as determined by the technical pronouncement CPC 41 - Earnings per share.

16. NET REVENUE

The reconciliation between gross and net revenue presented in the statements of income for the period is as follows:

	Consolidated	
	<u>09/30/2021</u>	<u>09/30/2020</u>
Revenues from health care plans	296,916	175,721
Revenues from private patients	11,068	3,537
Gross revenue from services rendered	<u>307,984</u>	<u>179,258</u>
(-) Deductions (i)	<u>(9,549)</u>	<u>(9,088)</u>



	Consolidated	
	09/30/2021	09/30/2020
ISS	(5,967)	(3,107)
COFINS	(8,066)	(4,661)
PIS	(1,748)	(1,010)
(-) Taxes levied on services	(15,781)	(8,778)
Total	<u>282,654</u>	<u>161,392</u>

(i) The amount mainly corresponds to the provision for disallowances, as disclosed in Note 5, and rebates granted.

#### 17. COSTS AND EXPENSES BY TYPE

	Parent company		Consolidated	
	09/30/2021	09/30/2020	09/30/2021	09/30/2020
Medication and medical material	-	-	(140,641)	(79,770)
Outsourced services	(7,773)	(3,525)	(55,681)	(36,295)
Personnel	(4,590)	(3,196)	(32,989)	(19,413)
Depreciation and amortization	(619)	(27)	(7,979)	(4,135)
Condominiums and rental fees	-	-	(1,343)	(1,464)
Advertising and marketing	(27)	(16)	(899)	(611)
Other non-operating expenses and income (loss)	(1,886)	(8,889)	(7,850)	(12,066)
	<u>(14,895)</u>	<u>(15,653)</u>	<u>(247,382)</u>	<u>(153,754)</u>
Cost of services rendered	-	-	(194,582)	(101,911)
General and administrative expenses and other expenses	<u>(14,895)</u>	<u>(15,653)</u>	<u>(52,800)</u>	<u>(51,843)</u>

#### 18. INCOME TAX AND SOCIAL CONTRIBUTION

Reconciliation of income tax and social contribution expense of the consolidated can be stated as follows:

Deemed income companies

	01/01/2021–09/30/2021		01/01/2020–09/30/2020	
	IRPJ	CSLL	IRPJ	CSLL
Net revenue from discounts and cancellations	192,663	192,663	86,801	86,801
Assumption percentage - deemed income	8%	12%	8%	12%
Calculation basis of operating revenue	15,413	23,120	6,944	10,416
Other revenues	-	-	-	-
Total calculation basis	15,413	23,120	6,944	10,416
Rate of IRPJ/CSLL	25%	9%	25%	9%
Corporate income tax (IRPJ)/social contribution (CSLL) expense according to the rate	3,853	2,081	1,736	937
Other	-	-	-	-
IRPJ/CSLL expense	<u>3,634</u>	<u>1,995</u>	<u>2,050</u>	<u>1,136</u>
Calculation difference (produced and received)	<u>219</u>	<u>85</u>	<u>314</u>	<u>199</u>

Companies under the Taxable Income regime with annual calculation	01/01/2021–09/30/2021		01/01/2020–09/30/2020	
	IRPJ	CSLL	IRPJ	CSLL
Net revenue from discounts and cancellations	89,990	89,990	74,590	74,590
Income before income tax	14,886	14,886	12,124	12,124
Total calculation basis	14,886	14,886	12,124	12,124
Rate of IRPJ/CSLL	25%	9%	25%	9%
Corporate income tax (IRPJ)/social contribution (CSLL) expense according to the rate	3,721	1,339	3,031	1,091
IRPJ/CSLL expense	3,721	1,339	3,031	1,091

## 19. FINANCIAL INCOME (LOSS)

	Parent company		Consolidated	
	09/30/2021	09/30/2020	09/30/2021	09/30/2020
Financial expenses:				
Discounts granted	-	-	(7)	(58)
Bank fees and expenses	(500)	(1)	(672)	(109)
Interest and fines on securities and taxes	(18)	(3)	(233)	(101)
Interest on rent	-	-	(1,102)	(567)
Financial commissions	(374)	-	(461)	-
Interest on borrowings	(928)	-	(1,806)	(505)
Financial expenses	<u>(1,820)</u>	<u>(4)</u>	<u>(4,281)</u>	<u>(1,340)</u>
Financial revenues:				
Discounts obtained	-	-	500	255
Yield of interest earning bank deposit	366	307	471	482
Interest / adjustments	-	-	11	25
Other financial revenues	-	100	(2)	265
Financial revenues	<u>366</u>	<u>407</u>	<u>980</u>	<u>1,027</u>
Net financial income (loss)	<u>(1,454)</u>	<u>403</u>	<u>(3,301)</u>	<u>(313)</u>

## 20. RELATED PARTIES

### a) Management remuneration

The Company's Management remuneration until September 30, 2021 was R\$ 960 (R\$ 1,893 as of September 30, 2020), which were appropriated to income (loss) under general and administrative expenses. Remuneration comprise allowances and other benefits, such as bonuses, health insurance and others.

## a. Balance and transactions with related parties

The balances with related parties for the period up to September 30 are as follows:

	Parent company	
	<u>09/30/2021</u>	<u>12/31/2020</u>
<u>Current assets</u>		
Cettro (i)	239	174
ICB (i)	163	143
ICM (i)	16	105
Kaplan (i)	404	192
Medquimheo (i)	39	41
CORP (i)	34	-
CPO (i)	52	-
NEON (i)	26	-
Samed (i)	70	-
Dividends receivable (ii)	1,606	5,484
Loan ICM	100	-
Loan Minority Shareholder (iii)	15,000	-
Loan Onco Care (iv)	5,000	-
Loan SCP	8	-
	<u>22,757</u>	<u>6,139</u>

- (i) Refers to expense sharing amounts receivable by the parent company from its subsidiaries.
- (ii) Dividends receivable refer to the amount resolved in the Minutes as of July 3, 2020 in the investee Cettro e Aio resolved in the Minutes as of June 11, 2021.
- (iii) Refers to a loan carried out by the Company with a minority partner for payment of a court settlement, with settlement agreement within the current year. The aforementioned loan was fully settled between the period assessed and the approval of the Company's interim information.
- (iv) Loan raised as provided for in the transaction purchase agreement, with the purpose of completing works at the Company. After the merger, the loan became the property of Centro de Radioterapia e Oncologia de Presidente Prudente. The aforementioned loan was fully settled between the period assessed and the approval of the Company's interim information.

	Consolidated	
	<u>09/30/2021</u>	<u>12/31/2020</u>
<u>Current assets</u>		
Gustavo de Castro Gouveia	-	328
Michele Coatío Machado	-	328
Loan Partner Sócio JN (see item (iii) above)	15,000	-
Prepayment of dividends - pre-Unity (i)	5,716	-
	<u>20,716</u>	<u>656</u>

- (i) Refers to advances of prepaid dividends to the original partners, before the entry of Unity, referring to the year 2021.

	Consolidated	
	<u>09/30/2021</u>	<u>12/31/2020</u>
<u>Current liabilities</u>		
Onco and Hemato	-	161
AIO	-	462
Kaplan	-	9
Loan with Partner GS and Canoas (i)	846	-
ICM	-	17
Dividends payable to minority shareholders	1,142	142
Corporate payments (iii)	-	5,294
Onlending Roberts (ii)	2,507	-
Corporate liability (iv)	3,000	-
	<u>7,495</u>	<u>6,092</u>

- (i) Refers to contributions made to SCP Canoas and contributions made by the partner GS to said branch, which must be paid in accordance with the agreed contract.
- (ii) Refers to amounts of the 2% transfer, as provided for in the investment agreement.
- (iii) Amount refers to dividends to be paid to shareholders throughout the year 2021, upon approval in minutes.
- (iv) Amount refers to the price adjustment to be paid to shareholders originating from the subsidiary Centro de Oncologia Rio Preto - "CORP".

## 21. FINANCIAL INSTRUMENTS

The Company carries out operations with financial instruments. The management of these instruments is done through operating strategies and internal controls, aimed at assuring liquidity, profitability and security. The Company does not make any speculative investments in derivatives or any other risk assets.

The Company's operations are subject to the risk factors described in the item b) of this note.

### a) Classification of financial instruments

The financial instruments are classified as described below:

	Parent company		Consolidated	
	<u>09/30/2021</u>	<u>12/31/2020</u>	<u>09/30/2021</u>	<u>12/31/2020</u>
<u>Financial assets measured at amortized cost</u>				
Cash and cash equivalents (Note 4):	31,279	43,141	40,663	52,943
Accounts receivable (Note 5)	-	-	79,479	35,158
Related party credits	22,757	6,139	20,716	634
Other receivables	144	95	4,783	3,699
Total	<u>54,180</u>	<u>49,375</u>	<u>145,641</u>	<u>92,434</u>

	Parent company		Consolidated	
	09/30/2021	12/31/2020	09/30/2021	12/31/2020
<u>Financial liabilities measured at amortized cost</u>				
Suppliers (Note 11)	252	217	46,962	31,243
Loans and financing (Note 13)	101,066	40,120	122,014	58,236
Total	<u>101,318</u>	<u>40,337</u>	<u>168,976</u>	<u>89,479</u>

## b) Financial risk management

Overview

The Group is exposed to the following risks as a result of the use of financial instruments:

- Credit risks.
- Liquidity risk.
- Operating risk.

This note contains information on the Group's exposure to each of the abovementioned risks, the Group's objectives and the processes for measuring and managing risk and the capital management of the Group.

Risk management structure

The Group's risk management policies are established to identify and analyzed the risks that it faces, to define appropriate limits and controls of risks, and to monitor risks and adherence to the limits. The risk management policies and systems are reviewed frequently to reflect changes in the market conditions and in the Group's activities.

## (i) Credit risk

The credit risk is the risk of a counterparty not complying with its contractual obligations, thus causing the Group to incur financial losses. In short, the Group's credit risk lies on receivables from clients and on cash and cash equivalents deposited with financial institutions.

Trade accounts receivable

Management established credit policies to analyze clients on an individual basis for the purpose of giving proper treatment to several identified situations, based on effective credit analysis.

If required, the Group records a provision for impairment which represents its estimates of incurred losses regarding trade accounts receivable, other receivables and investments. The main components of this provision are for loss and related to significant individual risks.

Cash and cash equivalents

The Group held cash and cash equivalents in the amount of R\$ 31,279 (Parent Company) and R\$ 40,663 on September 30, 2021 (Consolidated), which represent the maximum credit exposure on those assets.

Liquidity risk

Liquidity risk is the risk that funds will not be available to settle obligations. Its management is carried out by Management with the purpose of ensuring that the Group has the necessary funds to settle its financial liabilities on the maturity date, being monitored and prepared based on the funding needs and liquidity management in the short, medium and long term. The Group manages liquidity risk by maintaining adequate funds available in cash and cash equivalents, interest earning bank deposits and having credit facilities available to raise loans based on continued monitoring of expected and realized cash flows and combining the maturity profiles of financial assets and liabilities.

The financial investment policy established by Management appoints the financial institutions with which contracts can be executed. The contract maturities for financial liabilities are as follow:

September 30, 2021	Book value	Parent company			
		≤ 6 months	6–12 months	1–5 years	>5 years
Non-derivative financial liabilities:					
Suppliers (Note 11)	252	252	-	-	-
Loans and financing (Note 13)	101,066	49,546	6,538	44,982	-
Total	101,318	49,798	6,538	44,982	-
Consolidated					
September 30, 2021	Book value	≤ 6 months	6–12 months	1–5 years	>5 years
Non-derivative financial liabilities:					
Suppliers (Note 11)	46,962	46,962	-	-	-
Loans and financing (Note 13)	122,014	51,336	8,598	60,951	1,129
Total	169,165	98,487	8,598	60,951	1,129

(ii) Interest rate risk

It is the risk that the fair value or a future cash flow of a certain financial instrument will oscillate due to changes in market interest rates.

The Group uses funds from operating activities to manage its operations. To complement its cash requirements, the Group obtains loans and financing from financial institutions.

Considering the exposure of R\$ 40,463 on a consolidated basis, if interest rates were 10% higher/lower and all other variables remained constant, the Company's income for the period from January 1 to September 30, 2021 would decrease/increase in immaterial amounts. This is mainly attributable to the Group's exposure to interest rates on its variable-rate financial investments.

## (iii) Market risk

The Group's activities expose it mainly to the financial risks of changes in interest rates. The Group is exposed to risks related to interest rates due to interest earning bank deposits.

## (iv) Operating risks

Operating risks are direct and indirect loss risks deriving from several causes associated to the processes of the Group, as well as to employees, technology and infrastructure, in addition to external market and liquidity factors, as those deriving from lawsuits and regulatory requirements.

The objective of the Group is to manage operational risks, and avoid financial losses and damage to the reputation of the Group through policies and procedures aligned with the Group's activities and business.

The Group's Management is responsible for developing, implementing and monitoring controls to address operating risks area, mainly regarding internal controls and policies' periodic reviews to ensure proper implementation and operation.

## 22. TRANSACTIONS NOT INVOLVING CASH

The Company carried out the following investment not involving cash, so these are not reflected in the statement of cash flows:

	Note	Parent company	
		09/30/2021	09/30/2020
Dividends receivable	7	1,070	7,517
Price adjustment - CORP	7	(3,000)	-
Allocation of surplus	7 10	2,744	-
Total investment effects in the statement of cash flows		814	7,517
		Consolidated	
		09/30/2021	09/30/2020
<b><u>Non-cash effect of acquired companies</u></b>	7		
Accounts receivable		8,633	-
Inventories		3,434	-
Recoverable taxes		140	-
Related parties		4,571	-
Other receivables		244	-
Property, plant and equipment		6,122	-
Intangible assets		126	-
Right-of-use		2,161	-
Suppliers		(8,821)	-
Remuneration and social charges		(387)	-
Tax liabilities - PC		(775)	-
Related parties - PC		(315)	-
Leases		(2,035)	-
Other liabilities		(1,212)	-
Shareholders' equity		(14,495)	-
<b><u>Non-cash effect referring to other transactions</u></b>			
Lease additions	9	6,062	5,293
Goodwill	10	48,243	-
Non-Compete	10	2,744	-
Gain in the sale of ownership interest		276	-
Price adjustment - CORP	7	3,000	-

## 23. SUBSEQUENT EVENTS

### Sale of Unity's capital

As of November 23, 2021, the Company signed the definitive documents for the sale of 100% of its capital to Oncoclínicas do Brasil S.A.

- a) The transaction will take place through: (a) the acquisition of shares issued by the Company representing 40% of its capital, in consideration of the cash portion, in the amount of R\$ 554 million, subject to the price adjustment mechanisms provided for in the purchase and sale agreement, to be paid to its current shareholders on the closing date of the Transaction ("Acquisition"), and (b) the merger, by Oncoclínicas, of the remaining shares, representing 60% of the Company's capital in exchange for up to 45,456,297 shares issued by the Company ("Merger of Shares").
- b) Further information regarding the Merger of Shares will be disclosed when the parties enter into the Protocol and Justification of Merger of the Company's Shares, including the specific procedures for exercising the right to withdraw, pursuant to the applicable legislation.

### New acquisitions

- i) Imonumed Clínica De Infusão e Especialidades S.A.

As of December 1, 2021, the Company acquired a 51.00% interest in the capital of Imonumed Clínica De Infusão e Especialidades S.A., located in Vitória-ES.

The initial recognition of goodwill on the acquisition was made in a preliminary form based on the information available up to the date of approval of the interim information and the Company is gathering the necessary information to determine the final amount within the period established in CPC 15/IFRS 3.

<u>Assets</u>	<u>09/30/2021</u>	<u>Liabilities</u>	<u>09/30/2021</u>
Current assets	1,285	Current liabilities	1,247
Non-current assets	3	Non-current liabilities	-
Property, plant and equipment	<u>162</u>	Shareholders' equity	<u>203</u>
Total	<u>1,450</u>	Total	<u>1,450</u>

Fair value on  
12/01/2021

<u>Contribution to income (loss) for the period</u>	
Consideration transferred	4,147
Recognized net fair value of identifiable assets and liabilities (proportional)	<u>(104)</u>
Preliminary goodwill identified in the acquisition	<u>4,043</u>

### Contingency

No possible causes of tax and/or labor claims were identified. The purchase and sale agreement contains indemnification mechanisms, so that, if necessary, the recognition of the claims is treated as an indemnity asset and a contingency liability.



## ii) Ressonance S.A.

As of December 7, 2021, the Company acquired 75% of Clínica Ressonance S.A., located in Brasília, Federal District.

The initial recognition of goodwill on the acquisition was made preliminarily based on the information available on the date of approval of the interim information and the Company is gathering the necessary information to determine the final amount within the period established in CPC 15/IFRS 3.

<u>Assets</u> <u>08/30/2021</u>		<u>Liabilities</u> <u>08/30/2021</u>	
Current assets	2,156	Current liabilities	5,579
Non-current assets	49	Non-current liabilities	3,474
Property, plant and equipment	<u>8,250</u>	Shareholders' equity	<u>1,402</u>
Total	<u>10,455</u>	Total	<u>10,455</u>

Fair value on  
08/30/2021

Contribution to income (loss) for the period

Consideration transferred	8,391
Recognized net fair value of identifiable assets and liabilities (proportional)	<u>(1,052)</u>
Preliminary goodwill identified in the acquisition	<u>7,339</u>

Contingency

No possible causes of tax and/or labor claims were identified. The purchase and sale agreement contains indemnification mechanisms, so that, if necessary, the recognition of the claims is treated as an indemnity asset and a contingency liability.

## iii) Instituto de Radioterapia Vitoria

As of December 17, 2021, the Company acquired 58.53% of Clínica Instituto de Radioterapia de Vitória, located in Vitória-ES.

The initial recognition of goodwill on the acquisition was made preliminarily based on the information available on the date of approval of the interim information and the Company is gathering the necessary information to determine the final amount within the period established in CPC 15/IFRS 3.

<u>Assets</u> <u>06/30/2021</u>		<u>Liabilities</u> <u>06/30/2021</u>	
Current assets	3,647	Current liabilities	214
Non-current assets	570	Non-current liabilities	-
Property, plant and equipment	<u>966</u>	Shareholders' equity	<u>4,969</u>
Total	<u>5,183</u>	Total	<u>5,183</u>

	<u>Fair value on 08/30/2021</u>
<u>Contribution to income (loss) for the period</u>	
Consideration transferred	17,560
Recognized net fair value of identifiable assets and liabilities (proportional)	<u>(2,908)</u>
Preliminary goodwill identified in the acquisition	<u>14,652</u>

#### Contingency

No possible causes of tax and/or labor claims were identified. The purchase and sale agreement contains indemnification mechanisms, so that, if necessary, the recognition of the claims is treated as an indemnity asset and a contingency liability.

#### Settlement of loan agreements with related parties

Between the period evaluated and the approval of the Company's interim information, the loan arising from the transaction with a minority shareholder disclosed in Note 20, in the total amount of R\$ 15,000, was settled upon receipt in the Company's current account.

Between the period evaluated and the approval of the Company's interim information, the loan arising from the transaction with a minority shareholder disclosed in Note 20, in the total amount of R\$ 5,000, was settled upon receipt in the Company's current account.

#### Issue of debentures

As of December 9, 2021, the Company approved the issuance of a simple, non-convertible, unsecured debenture, with additional real and personal guarantee, in a single series for public distribution with restricted placement efforts, pursuant to the Brazilian Securities and Exchange Commission ("CVM") Instruction 476, of January 16, 2009, as amended ("Offer" and "CVM Instruction 476").

#### Merger, Settlement and Transfer of Equity Control and Liquidation

On November 22, 2021, the merger of Thomas Holding S.A. into Roberts Participações Societárias Ltda. was approved.

Thereafter, as of November 22, 2021, the Liquidation and Extinction of Roberts Participações Societárias Ltda. was approved, and as a result of the liquidation, the control of Unity was transferred to the direct interest of the sole partner of Roberts, Fundo de Investimento em Participações Vocatus Multiestratégia.

#### Issuance of PPA Report

Between the period evaluated and the approval of the Company's interim information, a PPA report was issued, referring to the investment in the company Centro Pernambucano de Oncologia S.A., with no material adjustments to the amounts provisionally recognized.

#### Approval of the issuance of the company's subscription warrants and capital increase

On January 6, 2022, the company approved the capital increase of the Company's capital, through the issuance of up to 373,020 common and nominative shares with no par value issued by the Company.

And issuance of two (2) subscription warrants granting the right to subscribe to common shares issued by the Company, with the price of R\$ 1.00 for each Subscription Warrant, to be paid by the respective subscribers in cash, in local currency, upon subscription of the Subscription Warrants.

24. APPROVAL OF INTERIM FINANCIAL INFORMATION

The issue of Company's Interim Financial Information for the nine-period ended September 30, 2021 was approved and authorized to be disclosed by the Board of Directors on January 28, 2022.

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**Schedule B to EXHIBIT IV**  
**Pro forma Financial Statements**

# **Oncoclínicas do Brasil Serviços Médicos S.A.**

Independent Auditor's Reasonable Assurance Report  
on the compilation of *pro forma* consolidated  
financial information to comply with CVM  
Instruction 565

Deloitte Touche Tohmatsu Auditores Independentes Ltda.



## REASONABLE ASSURANCE REPORT ON THE COMPILATION OF *PRO FORMA* CONSOLIDATED FINANCIAL INFORMATION

To the Management and Shareholders of  
Oncoclínicas do Brasil Serviços Médicos S.A.  
São Paulo – SP

### Introduction

We have concluded our assurance work for the issue of a report on the compilation of consolidated *pro forma* financial information of Oncoclínicas do Brasil Serviços Médicos S.A. (“Oncoclínicas” or “Company”), prepared under the responsibility of its Management to comply with Instruction 565 issued by the Brazilian Securities and Exchange Commission (“CVM”). The *pro forma* consolidated financial information includes the *pro forma* consolidated balance sheet as of September 30, 2021, the *pro forma* consolidated statements of income for the nine-month period ended September 30, 2021 and for the year ended December 31, 2020, including the related explanatory notes. The applicable criteria based on which the Company’s Management compiled the *pro forma* consolidated financial information are specified in Communication CTG 06 - “Presentation of *Pro Forma* Financial Information”, of the CFC, which is based on the Technical Guidance OCPC 06 - “Presentation of *Pro Forma* Financial Information”, issued by the Accounting Pronouncement Committee (CPC) and are summarized in Note 2 to the *pro forma* consolidated financial information.

The *pro forma* consolidated financial information was compiled by the Company’s Management to illustrate the impact of the probable acquisition of Unity Participações S.A. and its subsidiaries (“Unity”) (“Combination” or “Operation”), presented in Note 1, on the Company’s consolidated balance sheet as of September 30, 2021 and on its consolidated income statements for the nine-month period ended September 30, 2021 and for the year ended December 31, 2020, as if the Combination had taken place at September 30, 2021 (for the *pro forma* consolidated balance sheet) and January 1, 2020 (for the *pro forma* consolidated income statements), respectively. As part of this process, information on the Company’s equity and financial position and operating performance was extracted by the Company’s Management: (i) its consolidated interim financial information for the nine-month period ended September 30, 2021, on which we issued an unmodified review report, dated November 12, 2021; and (ii) its consolidated financial statements for the year ended December 31, 2020, on which we have issued an unmodified audit report, dated June 7, 2021. Additionally, information on Unity’s equity and financial position and operating performance was obtained by the Company’s Management: (i) from Unity’s consolidated interim financial information for the nine-month period ended September 30, 2021, on which we issued an unmodified review report, dated January 28, 2022, and; (ii) from Unity’s consolidated financial statements for the year ended December 31, 2020 on which we have issued an unmodified audit report, dated April 27, 2021.

## **Responsibility of the Company's management for the *pro forma* consolidated financial information**

The Company's Management is responsible for compiling the *pro forma* consolidated financial information based on the criteria established in Communication CTG 06, which is based on Technical Guidance OCPC 06 and summarized in Note 2 to the *pro forma* consolidated financial information.

## **Our independence and quality control**

We comply with the independence and other ethical requirements of NBCs PG 100 and 200 and NBC PA 291, which are based on the principles of integrity, objectivity and professional competence, and which also consider the confidentiality and behavior of professionals.

We adopt the international quality control standards provided for in NBC PA 01 and, thus, maintain an appropriate quality control system that includes policies and procedures related to compliance with ethics requirements, professional standards, legal requirements and regulatory requirements.

## **Independent auditor's responsibilities**

Our responsibility is to express an opinion, as required by the Brazilian Securities and Exchange Commission - CVM, on whether the *pro forma* consolidated financial information has been compiled by the Company's Management in all material respects based on criteria set forth in CTG 06 Communication, based on the Technical Guidance OCPC 06.

We conduct our work in accordance with standards CTO 02 - *Issue of Reasonable Assurance on Pro forma Financial Information for the Compliance of CVM Instruction 656 and NBC TO 3420* - "Assurance Work on the Compilation of *pro forma* Financial Information Included in the Prospectus, issued by the Federal Accounting Council, the latter equivalent to the International Standard issued by the International Federation of Accountants ISAE 3420 - "Assurance Reports on the Process Used to Compile *Pro forma* Financial Information". These standards require auditors to plan and perform audit procedures in order to obtain reasonable assurance that the Company's Management has compiled, in all material respects, the *pro forma* consolidated financial information based on the criteria established in Communication CTG 06, which is based on Technical Guidance OCPC 06 and summarized in Note 2 to the *pro forma* consolidated financial information.

For the purposes of this work, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in the compilation of *pro forma* consolidated financial information. Furthermore, we have not performed, during this work, any audit or review of financial statements of every historical financial information used in the compilation of the *pro forma* consolidated financial information.

The purpose of the *pro forma* consolidated financial information is solely to illustrate the impact of the relevant Combination on the Company's consolidated historical financial information, as if the Combination had actually occurred on the prior date selected for illustrative purposes. Therefore, we have not provided any assurance that the actual result of the relevant Combination as of September 30, 2021 or December 31, 2020 would have been as presented.



A reasonable assurance work as to whether the *pro forma* consolidated financial information has been compiled, in all material respects, based on applicable criteria, involves performing procedures to assess whether the applicable criteria adopted by the Company's Management in compiling the *pro forma* consolidated financial information offer a reasonable basis for presenting the material effects directly attributable to the event or transaction, and for obtaining sufficient appropriate evidence as to whether:

- The corresponding *pro forma* adjustments provide an appropriate effect to these criteria.
- The *pro forma* consolidated financial information reflects the appropriate application of these adjustments to historical financial information.

The selected procedures depend on the independent auditor's judgment, considering his or her understanding of the Company, the nature of the event or transaction for which the *pro forma* consolidated financial information was compiled, and other material circumstances of the work. The work also involves assessing the overall presentation of the *pro forma* consolidated financial information.

We believe the evidence obtained is sufficient and appropriate to support our opinion on the compilation of the *pro forma* consolidated financial information.

## Opinion

In our opinion, the *pro forma* consolidated financial information was compiled, in all material respects, in accordance with the criteria defined in Communication CTG 06 - "Presentation of *Pro forma* Financial Information" of the CFC, which is based on the Technique OCPC 06 - "Presentation of *Pro forma* Financial Information", issued by the Accounting Pronouncement Committee (CPC)" and summarized in Note 2 to the *pro forma* consolidated financial information.

## Emphasis of matter

We draw attention to Note 2 to the *pro forma* consolidated financial information, which describes that this *pro forma* consolidated financial information must be read together with the consolidated financial statements for the year ended December 31, 2020 and together with the information consolidated interim financial statements for the nine-month period ended September 30, 2021 of the Company and Unity, which were the basis for the preparation of the *pro forma* consolidated financial information.

## Other matters

In accordance with the terms of our engagement, this reasonable assurance report on the *pro forma* consolidated financial information was prepared in compliance with the requirements of the Brazilian Securities and Exchange Commission (CVM) to illustrate the impact of the probable acquisition of Unity by the Company and not for another purpose or any other purpose.

Belo Horizonte, March 3, 2022



DELOITTE TOUCHE TOHMATSU  
Audidores Independentes Ltda.  
CRC 2 SP 011609/O-8



Daniel de Carvalho Primo  
Accountant  
CRC MG 076441/O-9

**ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**  
**PRO FORMA CONSOLIDATED BALANCE SHEETS (UNAUDITED)**  
**September 30, 2021 (In thousands of reais – R\$)**

**ASSETS**

				<b>Adjustments</b>	<b>Balance sheet</b>
	<b>Note</b>	<b>Oncoclínicas (i)</b>	<b>Unity (ii)</b>	<b>Pro forma</b>	<b>Pro forma</b>
<b>Current assets</b>					
Cash and cash equivalents	2,3	1,773,521	40,663	(554,233)	1,259,951
Trade accounts receivable		645,284	79,234	-	724,518
Inventories		55,454	12,777	-	68,231
Recoverable taxes		100,978	3,402	-	104,380
Related parties	2,5,2		20,716	(5,716)	15,000
Other assets		64,041	4,783	-	68,824
<b>Total current assets</b>		<b>2,639,278</b>	<b>161,575</b>	<b>(559,949)</b>	<b>2,240,904</b>
<b>Non-current assets</b>					
Long-term assets					
Securities and financial assets		33,659	-	-	33,659
Judicial deposits		11,242	-	-	11,242
Deferred income tax and social contribution		43,479	-	-	43,479
Related parties		28,317	-	-	28,317
Other assets	2,5,5	85,203	69	2,330	87,602
<b>Total long-term assets</b>		<b>201,900</b>	<b>69</b>	<b>2,330</b>	<b>204,299</b>
Property, plant and equipment		404,307	50,563	-	454,870
Intangible assets	2.5.3   2.4	1,501,827	120,656	947,856	2,570,339
Right-of-use		222,990	20,180	-	243,170
<b>Total non-current assets</b>		<b>2,331,024</b>	<b>191,468</b>	<b>950,186</b>	<b>3,472,678</b>
<b>Total assets</b>		<b>4,970,302</b>	<b>353,043</b>	<b>390,237</b>	<b>5,713,582</b>

- (i) This information is derived from the revised consolidated interim financial information of Oncoclínicas do Brasil Serviços Médicos S.A. for the nine-month period ended September 30, 2021.
- (ii) This information is derived from the revised consolidated interim financial information of Unity Participações S.A. for the nine-month period ended September 30, 2021.

**ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**  
**PRO FORMA CONSOLIDATED BALANCE SHEETS (UNAUDITED)**  
 September 30, 2021 (In thousands of reais – R\$)

LIABILITIES AND SHAREHOLDERS' EQUITY	Note	Oncoclínicas (i)	Unity (ii)	Adjustments	Balance sheet
				Pro forma	Pro forma
<b>Current liabilities</b>					
Suppliers		373,607	46,962	-	420,569
Loans and financing		299,513	64,892	-	364,405
Derivative financial instruments		3,158	-	-	3,158
Social charges		80,330	7,375	-	87,705
Tax liabilities		82,005	6,082	-	88,087
Income tax and social contribution payable		37,816	-	-	37,816
Accounts payable for acquisitions	2.3   2.5.4	152,984	-	45,528	198,512
Related parties		-	7,495	-	7,495
Dividends payable		17,661	-	-	17,661
Advance from clients		-	1,406	-	1,406
Leases		25,860	7,068	-	32,928
Other liabilities		34,073	3,541	-	37,614
<b>Total current liabilities</b>		<b>1,107,007</b>	<b>144,821</b>	<b>45,528</b>	<b>1,297,356</b>
<b>Non-current liabilities</b>					
Loans and financing		1,030,834	57,122	-	1,087,956
Derivative financial instruments		2,971	-	-	2,971
Social charges		208,000	-	-	208,000
Tax liabilities		3,742	1,400	-	5,142
Deferred income tax and social contribution		1,064	-	-	1,064
Provision for tax, labor and civil risks	2,5,5	36,038	-	2,330	38,368
Accounts payable for acquisitions		300,211	-	-	300,211
Related parties		568	-	-	568
Advances for future capital increase		4,928	-	-	4,928
Leases		213,478	15,177	-	228,655
Other liabilities		40,122	66	-	40,188
<b>Total non-current liabilities</b>		<b>1,841,956</b>	<b>73,765</b>	<b>2,330</b>	<b>1,918,051</b>
<b>Total liabilities</b>		<b>2,948,963</b>	<b>218,586</b>	<b>47,858</b>	<b>3,215,407</b>
<b>Shareholders' equity</b>	2,5	<b>2,021,339</b>	<b>134,457</b>	<b>342,379</b>	<b>2,498,175</b>
<b>Total liabilities and shareholders' equity</b>		<b>4,970,302</b>	<b>353,043</b>	<b>390,237</b>	<b>5,713,582</b>

- (i) This information is derived from the revised consolidated financial statements of Oncoclínicas do Brasil Serviços Médicos S.A. for the period ended September 30, 2021.
- (ii) This information is derived from the revised consolidated financial statements of Unity Participações S.A. for the period ended September 30, 2021.

**ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**  
**(UNAUDITED) PRO FORMA CONSOLIDATED STATEMENT OF INCOME**  
**Nine-month period ended September 30, 2021 (In thousands of reais – R\$)**

	Note	Adjustments		Pro forma	Balance sheet Pro forma
		Oncoclínicas (i)	Unity (ii)		
NET REVENUE		1,934,187	282,654	-	2,216,841
Cost of services rendered		(1,331,008)	(194,582)	-	(1,525,590)
<b>GROSS PROFIT</b>		<b>603,179</b>	<b>88,072</b>	-	<b>691,251</b>
OPERATING REVENUES (EXPENSES)					
General and administrative expenses		(493,518)	(49,144)	-	(542,662)
Other operating revenues (expenses), net		(5,564)	(3,656)	-	(9,220)
Equity in investments		-	-	-	-
<b>OPERATING INCOME (LOSS) BEFORE FINANCIAL INCOME (LOSS)</b>		<b>104,097</b>	<b>35,272</b>	-	<b>139,369</b>
NET FINANCIAL RESULT					
Financial revenues		36,357	980	-	37,337
Financial expenses		(128,728)	(4,281)	-	(133,009)
		<b>(92,371)</b>	<b>(3,301)</b>	-	<b>(95,672)</b>
<b>OPERATING INCOME (LOSS) AND BEFORE INCOME TAX AND SOCIAL CONTRIBUTION</b>		<b>11,726</b>	<b>31,971</b>	-	<b>43,697</b>
Current		(62,633)	(10,689)	-	(73,322)
Deferred		5,761	-	-	5,761
<b>NET INCOME (LOSS) FOR THE PERIOD</b>		<b>(45,146)</b>	<b>21,282</b>	-	<b>(23,864)</b>
ATTRIBUTED TO					
Controlling shareholders		(62,192)	9,437	-	(52,755)
Non-controlling shareholders		17,046	11,845	-	28,891
		(45,146)	21,282	-	(23,864)

- (i) This information is derived from the revised consolidated financial statements of Oncoclínicas do Brasil Serviços Médicos S.A. for the nine-month period ended September 30, 2021.
- (ii) This information is derived from the revised consolidated financial statements of Unity Participações S.A. for the nine-month period ended September 30, 2021.

**ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**  
**(UNAUDITED) PRO FORMA CONSOLIDATED STATEMENT OF INCOME**  
Year ended December 31, 2020 (In thousands of reais – R\$)

	Note	Adjustments			Balance sheet
		Oncoclínicas (i)	Unity (ii)	Pro forma	Pro forma
NET REVENUE		2,035,191	221,337	-	2,256,528
Cost of services rendered		(1,399,514)	(143,838)	-	(1,543,352)
<b>GROSS PROFIT</b>		<b>635,677</b>	<b>77,499</b>	-	<b>713,176</b>
OPERATING REVENUES (EXPENSES)					
General and administrative expenses		(603,609)	(62,038)	-	(665,647)
Other operating revenues (expenses), net		(12,452)	(338)	-	(12,790)
Equity in investments		-	-	-	-
<b>OPERATING INCOME (LOSS) BEFORE FINANCIAL INCOME (LOSS)</b>		<b>19,616</b>	<b>15,123</b>	-	<b>34,739</b>
NET FINANCIAL RESULT					
Financial revenues		21,932	1,164	-	23,096
Financial expenses	2,5,4	(98,666)	(3,349)	(4,894)	(106,909)
		<b>(76,734)</b>	<b>(2,185)</b>	<b>(4,894)</b>	<b>(83,813)</b>
<b>OPERATING INCOME (LOSS) AND BEFORE INCOME TAX AND SOCIAL CONTRIBUTION</b>		<b>(57,118)</b>	<b>12,938</b>	<b>(4,894)</b>	<b>(49,074)</b>
Current		(81,446)	(7,320)	-	(88,766)
Deferred		13,359	-	-	13,359
<b>NET INCOME (LOSS) FOR THE PERIOD</b>		<b>(125,205)</b>	<b>5,618</b>	<b>(4,894)</b>	<b>(124,481)</b>
ATTRIBUTED TO					
Controlling shareholders		(159,619)	(3,918)	(4,894)	(168,431)
Non-controlling shareholders		34,414	9,536	-	43,950
		(125,205)	5,618	(4,894)	(124,481)

(i) This information is derived from the audited consolidated financial statements of Oncoclínicas do Brasil Serviços Médicos S.A. for the year ended December 31, 2020.

(ii) This information is derived from the audited consolidated financial statements of Unity Participações S.A. for the year ended December 31, 2020.

ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.

Notes to the pro forma consolidated financial information for the nine-month period ended September 30, 2021 and year ended December 31, 2020  
(In thousands of reais - R\$, unless otherwise indicated)

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1. DESCRIPTION OF THE TRANSACTION AND BASIS FOR PREPARATION OF THE *PRO FORMA* CONSOLIDATED FINANCIAL INFORMATION

Description of transaction

As part of the strategy to expand its operations, Oncoclínicas do Brasil Serviços Médicos S.A. (“Oncoclínicas” and “Company”) entered into a share purchase and sale & share mergers agreement and other covenants on November 23, 2021 to acquire 100% of the capital of Unity Participações S.A. (“Unity”) (the “Transaction”).

The Transaction will be effective through the acquisition in:

- (i) consideration for the cash portion in the amount of R\$ 554,233, referring to the acquisition shares representing 40% of the capital, free and clear of any encumbrances. The cash to be used arises from the cash flow from the Company’s usual operations and there is no intention by Management to raise additional funds to make this payment;
- (ii) concurrently, the remaining shares, representing 60% of the capital, will be merged into the Company, that will become the owner and legitimate holder of all the shares of Unity. As of the closing date of the Transaction, the Company will issue, and the sellers will receive, 7,827,594 common shares (“Portion in Shares”), which will be issued by the value corresponding to the price of the shares at the close of the trading session immediately prior to the closing date of the Transaction;
- (iii) subscription warrants that will grant the prerogative to subscribe up to 37,628,703 common shares (“Warrant Portion”), which will be issued at the maximum price of the quotation of the Company’s share at the close of the trading session prior to the anniversary date, in three (3) distinct annual tranches and;
- (iv) additional installment in cash, limited to the maximum amount of R\$ 1.34 per share, applicable on 37,628,703 shares, if the first three (3) anniversaries of the closing date, the average closing price of Oncoclínicas’ shares, relative to the 30 immediately preceding trading sessions, is lower than R\$ 17.34.

The Management of the Company and Unity intend to submit the Merger of Shares for deliberation by the respective annual shareholders’ meetings, through Management Proposals, accompanied by other relevant documents, including this pro forma financial information, pursuant to CVM Instruction 565/15.

The Transaction is subject to obtaining the approval of the Company’s shareholders and Unity at their respective annual shareholders’ meetings, the approval of the Merger of Shares by the Brazilian Administrative Council for Economic Defense (“CADE”) without restrictions or with restrictions acceptable to the parties of the Agreement, as well as the verification of certain other precedent conditions usual for operations of this nature.

## 2. BASIS OF PREPARATION, PRESENTATION OF QUARTERLY INFORMATION AND DESCRIPTION OF SIGNIFICANT ACCOUNTING PRACTICES

### 2.1. Basis for preparation of pro forma consolidated financial information

This unaudited consolidated pro forma financial information was prepared and is being presented in accordance with the Brazilian Accounting Standard CTG 06 - Presentation of *Pro Forma* Financial Information, approved by the Federal Accounting Council, which is based on Technical Guideline OCPC 06 - Presentation of *Pro Forma* Financial Information, issued by the Accounting Pronouncement Committee (“CPC”), and must be read in conjunction with, and are fully referred to and derive from:

(a) Oncoclínicas’ individual and consolidated financial statements, prepared in accordance with accounting practices adopted in Brazil and with international financial reporting standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) for the year ended on December 31, 2020, audited by Deloitte Touche Tohmatsu Auditores Independentes, whose audit report on the financial statements was issued on June 7, 2021, with no qualifications;

(b) Oncoclínicas’ individual and consolidated interim financial information, prepared in accordance with technical pronouncement CPC 21 - Interim Financial Reporting (equivalent to the international standard IAS 34), issued by the IASB for the nine-month period ended September 30, 2021, reviewed by Deloitte Touche Tohmatsu Auditores Independentes, whose review report on the quarterly financial information was issued on November 12, 2021, with no qualifications;

(c) Unity’s individual and consolidated financial statements, prepared in accordance with accounting practices adopted in Brazil for the year ended December 31, 2020, audited by Deloitte Touche Tohmatsu Auditores Independentes, whose audit report on the financial statements was issued on April 27, 2021, with no qualifications; and

(d) Unity’s individual and consolidated interim financial information, prepared in accordance with technical pronouncement CPC 21 - Interim Financial Reporting (equivalent to the international standard IAS 34), for the nine-month period ended September 30, 2021, reviewed by Deloitte Touche Tohmatsu Auditores Independentes, whose review report on the quarterly financial information was issued on November 28, 2022, with no qualifications;

Unaudited consolidated pro forma financial information was prepared using the acquisition accounting method in accordance with CPC 15 (R1)/IFRS 3 - Business Combinations, where the Company is considered the Acquirer. CPC 15 (R1)/IFRS 3 requires, among other things, that assets acquired and liabilities assumed be recognized at their fair value on the acquisition date.

The *pro forma* adjustments were prepared as if the date of the Transaction had occurred on September 30, 2021, in the case of the *pro forma* unaudited consolidated balance sheet, and on January 1, 2020, in the case of the *pro forma* unaudited consolidated statements of income.

The unaudited *pro forma* consolidated financial information has been presented for illustrative purposes only. The unaudited *pro forma* consolidated financial information is not intended to represent what the actual consolidated results of operations or the consolidated financial position of the Company would have been if the proposed Transaction had taken place on the assumed dates, and is not necessarily indicative of results of operations in future periods or of the consolidated financial position. Moreover, such unaudited *pro forma* consolidated financial information does not reflect, for example: (i) any synergy, operational efficiency and cost savings that may result from the corporate reorganization; (ii) any possible benefit generated

by the combined growth of the Company and Unity; or (iii) any restrictions imposed by antitrust authorities.

This pro forma consolidated financial information was approved by the Board of Directors as of February 24, 2022.

## 2.2. *Pro forma* adjustments and assumptions

The unaudited *pro forma* consolidated financial information was prepared and presented based on the historical individual and consolidated financial statements of Oncoclinicas and Unity and the *pro forma* adjustments were determined based on assumptions and best estimates of the Company's Management and include the following adjustments:

## 2.3. Estimated consideration to be transferred

A preliminary estimate of the consideration to be transferred by the Company, based on the description of the Transaction presented in Note 1, is as follows:

	<i>In thousands of Reais</i>
Cash	554,233
Issue of 7,827,594 Oncoclinical shares	82,111
Issuance of the subscription warrant related to 37,628,703 shares of Oncoclínicas (b)	394,725
Additional installment in cash (c)	45,528
<b>Total consideration</b>	<b><u>1,076,597</u></b>

(a) Refers to the portion in shares to be issued on the closing date. The amount of said consideration was estimated considering the number of shares multiplied by the market price of the Company's shares, equivalent to R\$ 10.49 per share as of February 11, 2022, the date adopted for the preliminary allocation of the purchase price. A change in the share price of 25% or R\$ 2.62 would affect the consideration estimated at R\$ 20,528.

(b) Refers to the bonus portion which will be exercised in three (3) different tranches. The measurement of the consideration used the Black & Scholes methodology as a reference and adopted the following assumptions: issuance of a total of 37,628,703 shares, the share price of Oncoclínicas, equivalent to R\$ 10.49 per share, as of February 11, 2022, the date adopted for the preliminary allocation of the purchase price, and a strike price equivalent to R\$ 1.00 per tranche. A change in the share price of 25% or R\$ 2.62 would affect the consideration estimated at R\$ 98,681.

(c) The estimate of the additional portion in cash considered the simple average of Oncoclínicas' share prices, between January 3, 2022 and February 11, 2022, equivalent to R\$ 10.26. The measurement of the value of the consideration was obtained from the maximum limit of R\$ 1.34 per share, applicable to 37,628,703 shares, brought to present value at a risk-free market rate.



#### 2.4. Estimated fair value of assets acquired and liabilities assumed

The Company carried out a preliminary analysis to assess the fair value of Unity's assets to be acquired and liabilities to be assumed. Using the total consideration, the Company estimated the purchase price allocation. The following table summarizes the purchase price allocation as if the Transaction date had occurred on September 30, 2021:

	In thousands of R\$
Estimated fair value of the total consideration to be transferred (Note 2.3)	1,076,597
Book value of Unity's shareholders' equity	134,457
Derecognition of Unity's historical goodwill	(119,791)
Adjustment of dividends paid in advance	(5,716)
Fair value of assets acquired and liabilities assumed	8,950
Total pro-forma goodwill	1,067,647
Derecognition of Unity's historical goodwill	(119,791)
Total <i>pro forma</i> adjustment	947,856

This preliminary purchase price allocation was used in preparing the pro forma adjustments to the balance sheet and pro forma statement of income. The final allocation of the purchase price will be determined when the Company completes the detailed assessments and necessary calculations. The final allocation may materially differ from the preliminary allocation used in the pro forma adjustments. The final allocation may include: (a) changes in the amount of consideration paid and (b) other changes in the fair values of assets and liabilities.

The pro forma adjustments are based on currently available information and certain estimates and assumptions and, thus, the actual effects of said transactions will differ from those presented in this report. We only include adjustments that are directly attributable to the proposed Transaction, factually supportable and, with respect to the statement of income, are expected to have an ongoing impact on the consolidated results.

#### 2.5. Pro forma adjustments

The pro forma consolidated financial information was prepared and presented based on the historical individual and consolidated financial statements of Oncoclínicas and Unity and the pro forma adjustments were determined based on assumptions and best estimates that the Company's Management believes they are reasonable and include the following adjustments:

### 2.5.1 Goodwill

The adjustment reflects the estimate of goodwill as of September 30, 2021 after adjustments in Note 2.4 above. The calculation is a preliminary estimate and the final amount of goodwill may change upon completion of the purchase price allocation, as disclosed. The factors that comprise the final amount of goodwill are expected to include mainly synergies from the combination of costs, sales, general and administrative expenses, which will increase the parties' competitiveness.

### 2.5.2 Dividends paid in advance

The prepayments of dividends to Unity's shareholders for the year 2021, in the amount of R\$ 5,716 originally classified in the balance sheet as of September 30, 2021 under "Related parties" in current assets, were reclassified to shareholders' equity.

### 2.5.3 Unity's historical goodwill

Unity's historical goodwill on business combinations carried out before September 30, 2021 by Unity was written-off against shareholders' equity.

### 2.5.4 Fair value adjustment for the payment of the additional installment in cash

The amount referring to the additional installment, described in Note 2.3(c) was recognized under "Accounts payable for acquisitions" in current liabilities. The estimated amount of the payment of the additional installment was adjusted to present value, as follows:

Estimate of the additional installment	50,422
(-) Adjustment to present value	(4,894)
<b>Fair value of the estimated additional installment</b>	<b>45,528</b>

The effect of the adjustment to present value was fully recognized in the statement of income for the year ended December 31, 2020, as the obligation expired 12 months after the closing of the transaction, considering that the transaction had taken place on January 1, 2020.

### 2.5.5 Contingencies

The fair value of contingent liabilities acquired in the Transaction was determined based on an estimate made by external legal advisors, according to the assessment of the likelihood of loss in the lawsuits evaluated and which are not accounted for in Unity's balance sheet. Contingent liabilities acquired in a business combination are initially measured at fair value at the date of acquisition. The fair value of contingent liabilities determined in the period ended September 30, 2021 is R\$ 2,330, and an asset of equal value was recognized as a contra-entry to said contingencies, resulting from the sellers' obligation to reimburse the Company in the event of any loss.

The fair value recognized on the acquisition date considered the best information available up to the issuance of this report and the Company will continue to apply the recognition requirements established in §23 of CPC 15/IFRS 3, in which a contingent liability is recognized on the acquisition date of the transaction, provided that: (i) it represents a present obligation arising from past events and (ii) its fair value can be measured reliably, when the Transaction is completed.

It is also worth highlighting that CPC 15/IFRS 3 allows the reporting of provisional amounts for items whose accounting is incomplete. During the measurement period, the Company will adjust the provisional amounts recognized at the acquisition date retrospectively to reflect any new information obtained regarding existing facts and circumstances, which, if known at that date, would have affected the measurement of the recognized amounts. Therefore, any adjustments when new information is obtained about facts and circumstances existing on the acquisition date may be incurred in the measurement period that comprises up to one year from the acquisition date.

Furthermore, as provided for in the Transaction, the Company will be reimbursed for indemnifiable losses, up to the limit of R\$ 150,000,000.

#### 2.5.6 Basic and diluted earnings per share

Basic and diluted earnings per share were adjusted considering the issue of 45,456,297 Company's shares as follows:

	In thousands of reais, except for shares			
	Nine-month period ended September 30, 2021		Year ended December 31, 2020	
	Basic	Diluted	Basic	Diluted
Weighted average of shares				
Shares issued by the Company	411,616,174	411,616,174	401,724,500	401,724,500
	45,456,297	45,456,297	45,456,297	45,456,297
Weighted average number of <i>pro forma</i> shares	457,072,471	457,072,471	447,180,797	447,180,797
<i>Pro forma</i> net loss attributable to the Company's controlling shareholders	(52,755)	(52,755)	(168,431)	(168,431)
Loss per share – <i>pro forma</i>	(0.1154)	(0.1154)	(0.3767)	(0.3767)

**EXHIBIT V**  
**Right of Withdrawal**

(Annex 20 to CVM Ruling No. 481 pursuant to article 20 of the CVM Ruling No. 481)

**a. Describe the event that gave or will give rise to the withdrawal and its legal basis**

This is the merger of shares of Unity into Oncoclínicas, under which the Corporation will become the holder of all shares issued by Unity, including the Six Million, Eight Hundred and Sixty-Seven Thousand, Six Hundred and Forty-Five (6,867,645) shares issued by Unity owned by its shareholders after the effects of the Acquisition (i.e. remaining shares issued by Unity owned by its shareholders after the implementation of the Acquisition), so that the Corporation will own all the shares issued by Unity, which, in turn, will become a wholly-owned subsidiary of the Corporation.

The Merger of Shares is included within the scope of the Purchase and Sale Agreement, which establishes the general terms of the acquisition of Unity, to be implemented through (a) the acquisition of shares representing forty percent (40%) of Unity's share capital; and (b) the Merger of Shares (immediately after the effects of the Acquisition) representing sixty percent (60%) of Unity's share capital, provided that Unity's shareholders will receive in consideration for the Merger of Shares (i) Seven Million, Eight Hundred and Twenty-Seven Thousand, Five Hundred and Ninety-Four (7,827,594) common shares issued by Oncoclínicas; and (b) one (1) warrant for each Shareholder of Unity, which will entitle to subscribe for, in their entirety, up to Thirty-Seven Million, Six Hundred and Twenty-Eight Thousand, Seven Hundred and Three (37,628,703) common shares issued by Oncoclínicas.

Pursuant to article 252, paragraph 1, of the Brazilian Corporation Law, the merger of all the shares of the capital to the assets of another Brazilian corporation, in order to convert it into a wholly-owned subsidiary, will be submitted to the resolution of the general meeting of both corporations, and the dissenting shareholders may withdraw from the Corporation, by reimbursing the amount of their shares.

**b. Inform the actions and classes to which the withdrawal applies**

The right of withdrawal applies to all shares issued by the Corporation.

**c. Inform the date of the first publication of the call notice for the meeting, as well as the date of the communication of the material fact regarding the resolution that gave or will give rise to the withdrawal**

The first publication of the call notice for the meeting took place on March 7, 2022.

The notice of material fact about the Transaction was disclosed on March 7, 2022.

**d. Inform the term for the exercise of the right of withdrawal and the date that will be considered for the purpose of determining the holders of shares that may exercise the right of withdrawal**

The right of withdrawal may be exercised within a term of thirty (30) days as from the publication of the minutes of shareholders' meeting that resolves on the Merger of Shares, pursuant to article 137, IV, of the Brazilian Corporation Law.

The date that will be considered for the purpose of determining the holders of shares that may exercise the right of withdrawal is March 7, 2022. Thus, shareholders may only exercise the right of withdrawal in relation to the shares that they are proven to hold, on an uninterrupted basis, from the close of trading on March 7, 2022 until the day of the effective exercise of the right of withdrawal.

**e. Inform the refund amount per share or, if it is not possible to determine it previously, the management's estimate on this amount**

The refund amount to be paid to shareholders who choose to exercise their right of withdrawal is One Brazilian Real and Sixty-Seven cents (R\$ 1.67) per share, and such payment is subject to the satisfaction of the precedent conditions indicated in the Protocol of Merger of Shares and the effective implementation of the transaction set out therein.

**f. Inform the form of calculation of the refund amount**

Pursuant to article 45, paragraph 1, of the Brazilian Corporation Law, the refund amount was calculated based on the equity book value of the Corporation's shares, as per the financial statements for the fiscal year ended December 31, 2020.

**g. Inform whether the shareholders will be entitled to request a special balance sheet**

Yes. Considering that the resolution on the Merger of Shares will take place more than sixty (60) days after the base date of the financial statements for the fiscal year ended December 31, 2020, the dissenting shareholders will be entitled to request, together with the refund, a special balance sheet, pursuant to article 45, paragraph 2, of the Brazilian Corporation Law.

**h. If the refund amount is determined by audit, list the experts or specialized companies recommended by the management**

Not applicable, since the refund is not determined by audit.

**i. In the event of amalgamation, Merger of Shares or merger involving controlling and controlled companies or under common control**

**(iv) Calculate the replacement ratios of the shares based on shareholder's equity at market prices or other criterion accepted by CVM**

**(v) Inform whether the replacement ratios of the shares provided for in the transaction protocol are less advantageous than those calculated according to item 9(a) above**

**(vi) Inform the refund amount calculated based on shareholder's equity at market prices or any other criterion accepted by CVM**

Not applicable, since this is not an amalgamation, merger of shares or incorporation involving controlling and controlled corporations or companies under common control.

**j. Inform the equity value of each share ascertained according to the last approved balance sheet**

The equity value of each share issued by the Corporation is One Brazilian Real and Sixty-Seven cents (R\$1.67), according to the financial statements for the fiscal year ended December 31, 2020.

**k. Inform the price of each class or type of shares to which the withdrawal applies in the markets where they are traded, identifying:**

**a. Minimum, average and maximum price for each year in the last 3 (three) years**

Year	Minimum	Average	Maximum
2021*	R\$ 7.65	R\$ 13.02	R\$ 19.75

\* The shares will be traded as from August 10, 2021.

**b. Minimum, average and maximum price for each quarter in the last 2 (two) years**

Quarter	Minimum	Average	Maximum
3rd quarter/2021*	R\$ 13.47	R\$ 16.52	R\$ 19.75
4th quarter/2021	R\$ 7.65	R\$ 10.84	R\$ 14.74

\* The shares will be traded as from August 10, 2021.

**c. Minimum, average and maximum price for each month in the last 6 (six) months**

Month	Minimum	Average	Maximum
September 2021	R\$ 13.47	R\$ 15.83	R\$ 18.59
October 2021	R\$ 10.14	R\$ 12.15	R\$ 14.74
November 2021	R\$ 7.76	R\$ 9.64	R\$ 11.32
December 2021	R\$ 7.65	R\$ 10.75	R\$ 11.97
January 2022	R\$ 9.42	R\$ 10.04	R\$ 10.99
February 2022*	R\$ 9.55	R\$ 10.36	R\$ 11.33

**d. Average price in the last 90 (ninety) days**

Average price between December 4, 2021 and March 3, 2022 = R\$ 10.46.

**EXHIBIT VI****Warrant Information**

(Annex 15 of the CVM Ruling 481, pursuant to article 15 of the CVM Ruling 481)

**(iii) Inform the number of warrants to be issued**

One (1) warrant will be issued for each seller that is party of the Purchase and Sale Agreement entered into on November 23, 2021, totaling seventy-seven (77) warrants.

**(iv) Explain, in details, the reasons for the issue and its consequences**

The Purchase and Sale Agreement was executed on November 23, 2021, which establishes the general terms of the transaction involving the acquisition, by the Corporation, of Unity, to be implemented through (a) the acquisition of shares representing forty percent (40%) of Unity's share capital; and (b) the Merger of Shares (immediately after the effects of the Acquisition) representing sixty percent (60%) of Unity's share capital, provided that Unity's shareholders will receive in consideration for the Merger of Shares, (i) Seven Million, Eight Hundred and Twenty-Seven Thousand, Five Hundred and Ninety-Four (7,827,594) common shares issued by Oncoclínicas; and one (1) (b) warrant for each Shareholder of Unity which will entitle to subscribe, in their entirety, up to Thirty-Seven Million, Six Hundred and Twenty-Eight Thousand, Seven Hundred and Three (37,628,703) common shares issued by Oncoclínicas.

**(v) Inform the issue price and the exercise price of the warrants**

Each warrant (i) has an issue price equivalent to the number of shares to which they entitle subscription, multiplied by the trading price of the common shares issued by the Corporation at the closing of the trading day immediately preceding the date of closing of the Transaction; and (ii) has an exercise price of three Brazilian reais (R\$ 3.00).

The total issue price of the warrants shall be considered based on the trading price of the common shares issued by the Corporation at the closing of the trading day immediately preceding the closing date of the Transaction, multiplied by the total number of shares contemplated in the warrants to be issued after and as of the closing date of the Transaction, i.e., Thirty-Seven Million, Six Hundred and Twenty-Eight Thousand, Seven Hundred and Three (37,628,703) common shares issued by Oncoclínicas, subject to the provisions of the paragraph below.

Both the issue price of the shares issued by Oncoclínicas resulting from the Merger of Shares and the Warrant shall be limited to the maximum amount of the capital increase resulting from the Merger of Shares to be ratified by the Board of Directors.

**(vi) Inform the criteria used to determine the issue price and the strike price, justifying, in details, the economic aspects that determined its choice**

The issue price was determined taking into account (i) the representativeness of the number of Warrant Shares vis-à-vis the total number of shares that may be issued under the Merger of Shares (therefore comprising the New Shares and the Warrant Shares), and (ii) the exchange ratio negotiated within the scope of the Merger of Shares, pursuant to the Protocol for the Merger of Shares.

Considering the delivery of all shares issued by Unity to Oncoclínicas by means of the Merger of Shares (which represent the consideration to Oncoclínicas for the delivery of the New Shares and the Warrant Shares), there will be no additional consideration to be paid to Oncoclínicas within the scope of the Merger of Shares, and therefore the exercise price was determined at three Brazilian reais (R\$ 3.00).

**(vii) Provide management's opinion on the effects of the capital increase, especially with regard to the dilution caused by the increase**

The exercise, in its entirety, of the Warrants (with the respective capital increase) may result in an additional dilution up to 6.95778985170% on the Corporation's total shareholding structure on this date, already considering the effects of the issue of New Shares and Warrants, with the consequent capital increase, and such dilution is considered reasonable and equitable, given the benefits expected from the Transaction.

**(viii) Provide a copy of all the reports and studies that supported the setting of the issue price and exercise price**

There is no report, since the warrant issue is not originated, but derives from the Merger of Shares and, therefore, the issue price and shares to be issued under the warrant were calculated considering the exchange ratio negotiated, as provided for in the Protocol for the Merger of Shares.

**(ix) Inform the terms and conditions to which the exercise of the warrant is subject**

The terms and conditions to which the exercise of the warrant is subject are described in **Schedule A** to this **Exhibit VI**.

**(x) Inform whether the shareholders will have preemptive rights to subscribe to the warrant, detailing the terms and conditions to which this right is subject**

The shareholders will not have preemptive rights to subscribe to the Warrants, since they are being issued as a result of the Merger of Shares.

**(xi) Inform whether the subscription will be public or private**

The subscription will be private.

**(xii) Inform the matters whose definition may be delegated to the management**

None.

**(xiii) Inform the secondary market where the warrants will be negotiated, if applicable**

Not applicable. The Warrants are not transferable.

**(xiv) Describe the rights, advantages and restrictions of the shares resulting from the**



**exercise of the warrants**

The shares issued as a result of the exercise of the Warrants will have the same rights, advantages and restrictions as the common shares issued by the Corporation at the time of exercise.

**(xv) Present the percentage of potential dilution resulting from the emission**

The potential dilution resulting from the issuance of the Warrants will be up to 6.95778985170% on the Corporation's total shareholding structure on this date, already considering the effects of the issue of New Shares and Warrants Shares, according to any adjustments in the total number of shares to be issued by the exercise of the Warrants set out in the Agreement.

**Schedule A to EXHIBIT VI**  
**Copy of the Warrants**

**"WARRANT - CERTIFICATE No. [●]"<sup>2</sup>**

**Issuer:** **ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**, a publicly-held corporation, enrolled with the National Register of Legal Entities of the Ministry of Finance (CNPJ/ME) under No. 12.104.241/0004-02, with its principal place of business at Avenida Presidente Juscelino Kubitschek, 510, in the City of São Paulo, State of São Paulo, CEP 04543-906, herein represented under its By-laws ("Oncoclínicas" or "Corporation").

**Holder:** [**Seller**], [**qualification**] ("Holder").

**1. AUTHORIZATION**

1. Warrant. This Warrant ("Warrant") is issued to the Holder, as resolved by the Corporation's shareholders at the Extraordinary General Meeting held on March 28, 2022. This certificate represents, constitutes and formalizes the issuance of one (1) Warrant in favor of the Holder, represented by this Certificate No. [●], of a single series ("Certificate").
2. Merger of Shares. The issue of this Warrant was approved under the merger into the Corporation of shares issued by Unity Participações S.A., a privately-held corporation, enrolled with the CNPJ/ME under No. 19.780.395/0001-10, with its principal place of business at Q SAUS Quadra 4, Bloco A, Sala 721 to 728, Asa Sul, in the City of Brasília, Distrito Federal, CEP 70070-040 ("Unity" and "Merger of Shares", respectively), pursuant to the Shares Purchase and Sale Agreement, Merger of Shares and Other Covenants entered into on November 23, 2021 among Fundo de Investimento em Participações Vocatus Multiestratégia, Alexandre Nonino, Jorge Vaz Pinto Neto, João Nunes de Matos Neto, Marco Murilo Buso, Michele Quacchio Machado, Gustavo de Castro Gouveia, Corporation, Unity, Josephina Fundo de Investimento em Participações Multiestratégia, Josephina II Fundo de Investimento em Participações Multiestratégia and Bruno Lemos Ferrari ("Agreement"). This Warrant was issued as a result of the Merger of Shares, and the preemptive right is expressly excluded pursuant to article 252, paragraph 1 of the Brazilian Corporation Law. This Warrant is subject to the terms and conditions set forth herein and the provisions of the Agreement.

1. Under the Agreement, as a result of the Merger of Shares, and subject to the exchange ratio between the Corporation's shares (as the merging Corporation) and Unity's shares (as the merged Corporation), as agreed between the Corporation and the Holder, the Holder will be entitled to this Warrant.

3. Defined Terms. All capitalized terms not specifically defined in this Warrant shall have the same meaning ascribed to them in the Agreement.

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<sup>2</sup> Some of the provisions of the Warrants may vary according to the nature of the relationship of the Holder with the Corporation, subject to the terms and conditions of the Agreement.

## 2. SHARE CAPITAL

1. Share Capital. On this date, the Corporation's share capital, fully subscribed and paid-up, is Two Billion, Two Hundred and Seven Million, One Hundred and Thirty-Four Thousand, Seven Hundred and Ninety-Three Brazilian Reals and Sixteen cents (R\$2,207,134,793.16), divided into Four Hundred and Ninety-Five Million, Three Hundred and Fifty-Seven Thousand, Seven Hundred and Twenty-Three (495,357,723) common shares, book-entry, with no par value common. Each common share entitles its holder to one (1) vote at the Corporation's General Meetings. The Corporation's duration is indefinite.
2. Authorized Capital. The Corporation is authorized to increase its share capital by resolution of the Board of Directors, regardless of an amendment to its By-laws, up to the limit of Two Hundred and Two Million, Five Hundred and Twenty-Nine Thousand and One Hundred (202,529,100) common shares, pursuant to Article 5, Fifth Paragraph of its By-laws.

## 3. CONDITIONS, DATE AND TERM OF EXERCISE

1. Warrant. Subject to the provisions hereof, this Warrant will entitle the Holder to subscribe up to [●] common shares issued by the Corporation ("Warrant Shares"). In the event of split or reverse split of the common shares issued by the Corporation between the date of issuance of this Warrant and its exercise by the Holder, the balance of Warrant Shares will be increased or reduced proportionally to such event, as the case may be.
  1. In order to avoid distortions in the Agreement and in the Warrants Shares, the exact number of Warrants Shares will be adjusted respectively at the time of each exercise of the Warrants Tranches, as a result of a split, reverse split, bonus and/or similar corporate event occurred until such date and that changes the capital structure of the Corporation, thus ensuring the proportionality and economic rationale of the numbers and values established in the Agreement, as well as ensuring that the Holder will not be treated differently from the other shareholders of the Corporation. For the avoidance of doubt, no adjustments will be made as a result of capital increases and corporate transactions (including merger, spin-off, incorporation or merger of shares), except capital increases through capitalization of reserves by issuing new shares.
2. Conditions for the Exercise of the Warrants. The Warrant may be exercised by the Holder, for subscription and receipt of the Warrant Shares, in one or more times, partially or fully (i.e., fully only within the scope of item "(iii)" below) upon payment of an exercise price of one Brazilian Real (R\$1.00) per Tranche (as defined below), subject to the following schedule and the provisions of this Chapter 3:
  1. after the period of twelve (12) months counted as from this date and provided that no Event of Non-Payment of the Warrant Portion has occurred, the Holder may exercise his Warrant to subscribe and receive one-third (1/3) of the Warrant Shares to which he is entitled, subject to any deductions under this Certificate ("1st Tranche");

2. after a period of twenty-four (24) months counted as from this date and provided that no Event of Non-Payment of the Warrant Portion has occurred, the Holder may exercise his Warrant to subscribe and receive one-third (1/3) of the Warrant Shares to which he is entitled, totaling a cumulative amount of two-thirds (2/3) of the Warrant Shares to which he is entitled, subject to any deductions under this Certificate ("2nd Tranche"); and
3. after the period of thirty-six (36) months counted as from this date, and provided that no Event of Non-Payment of the Warrant Portion has occurred, the Holder may exercise his Warrant to subscribe and receive one-third (1/3) of the Warrant Shares to which he is entitled, totaling a cumulative amount of three thirds (3/3) of the Warrant Shares to which he is entitled, subject to any deductions under this Certificate ("3rd Tranche" and, together with the 1st Tranche and the 2nd Tranche, the "Tranches" or "Tranche", when referred to individually).

1. The right to exercise this Warrant will lose its effectiveness and validity if not exercised within the terms and deadlines set forth herein.
2. Procedure for Exercise of the Warrants. In the event of each one of the conditions of the sub items of Clause 3.2 above, the Holder will have up to sixty (60) Business Days counted as from the exercise date of the respective Tranche to exercise the right to subscribe the respective Warrant Shares. After this term, the Holder (i) with respect to the 1st and 2nd Tranches, shall wait for the event of the consecutive Tranche in order to exercise his subscription right with respect to the last Tranche, or (ii) with respect to the 3rd Tranche, shall lose his subscription right.

1. In order to exercise this Warrant by the Holder, and provided that pursuant to Clause 3.3 above, the Holder shall send a notification to the Corporation informing, for each Tranche, about the exercise of his subscription right as of fifteen (15) days prior to the first day in which the periods set forth in the sub items of Clause 3.2 above are verified ("Exercise Notice"), whereby the Warrant Shares shall be issued by means of a capital increase of the Corporation, which may be ratified within the Corporation's authorized capital, without any condition, and, consecutively registered in the name of the Holder within fifteen (15) business days after the sending of the Exercise Notice.

2. The exercise of the Warrant will not be subject to any corporate resolution of the Corporation, either approval in general meeting of shareholders or meeting of the board of directors, provided that the Corporation shall, within fifteen (15) days after the sending of the Exercise Notice, perform the appropriate corporate acts for the ratification of the issuance of the Warrant Shares.

3. Issue Price. Because it was assigned to the Holder within the scope of the Merger of Shares and is contemplated in the respective exchange ratio, the issue price of this Warrant will correspond to the number of shares to which it entitles the holder to subscribe, multiplied by the trading price of the common shares issued by the Corporation at the close of the trading day immediately preceding the date of closing of the Transaction. The holder recognizes that the issue price of this Warrant, together with the shares issued in the Merger of Shares, will be limited to the maximum amount of the capital increase resulting from the Merger of Shares, to

be ratified by the Board of Directors of Oncoclínicas.

4. Exercise Price. The exercise price of this Warrant will be One Brazilian real (R\$ 1.00) per Tranche, and no additional payment will be due from the Holder, since, upon approval of the Merger of Shares, all shares issued by Unity owned by the Holder were transferred to the Corporation's equity.
  
5. Trading; Transfer. The Warrant may not at any time be traded or transferred by the Holder or in any way be subject to any liens, encumbrances, guarantees of any kind, easements, options, conditional sale agreements, reservations, demands, debts, doubts, fiduciary assignments, beneficial ownership, charges or other liens or restrictions of any nature, however special they may be ("Encumbrances"), or the promise to trade, transfer or Encumbrances, except in the following cases (each case, a "Permitted Transfer"):
  1. when the transfer is made by the Holder to a corporation in which the Holder holds an equity interest of one hundred percent (100%) of the share capital and provided that such corporation is a holding corporation that does not conduct business or other activities other than holding shares or other equity interest in the Corporation and whose corporate purpose is limited to such activity or investment fund in which the Holder holds one hundred percent (100%) of the shares; and/or
  
  2. when the transfer is due to succession "causa mortis" and/or statement of the Holder's absence and provided that for his necessary heirs.
  1. The Holder shall notify the Corporation in writing of the occurrence of a Permitted Transfer, accompanied by the respective evidence of compliance with the requirements of Clause 3.6 (i) and (ii) above and information on the new Holder.
  
  2. In the event of death or permanent disability of the Holder, his respective successor(s) or guardian(s), as applicable, may exercise the rights related to this Warrant, in accordance with its terms and conditions and subject to the schedule set forth in the sub items of Clause 3.3 above, according to the provisions set forth in Clause 3.6.1 above.
  
2. Event of Non-Payment of the Warrant Portion. For the purposes of this Certificate, "Events of Nonpayment of the Warrant Portion" will be considered:
  1. the occurrence of violation or breach by the Holder of the Code of Medical Ethics (CFM Resolution No. 2,217 of September 27, 2018) and that results in permanent suspension of the professional practice by decision in an administrative proceeding not subject to administrative appeal; and/or
  
  2. the failure of the Holder to comply with the Non-Contracting - Warrant Portion and Non-Compete - Warrant Portion commitments, as defined in this Exhibit I to this Certificate; and/or
  
  3. any conviction of the Holder by trial court for (a) intentional crimes related to the medical activities developed by the Holder; and/or (b) violation of the Anti-Corruption Laws in effect.

1. Upon occurrence of an Event of Non-Payment of the Warrant Portion, the Corporation will not be required to deliver the Warrant Shares of the period immediately following the date in which such event occurred. For exemplification purposes, upon occurrence of an Event of Non-Payment of the Warrant Portion between the twelfth (12th) and the twenty-fourth (24th) month after this date, regardless of whether the Holder has already exercised the 1st Tranche or not, the Holder will no longer be entitled to the 2nd Tranche and the 3rd Tranche, which will be automatically cancelled and will be lawfully terminated in relation to the Holder, it being understood, however, that the Warrant will remain valid and in force in relation to the 1st Tranche.

2. Upon occurrence of an Event of Non-Payment of the Warrant Portion under the Clause 3.8(iii) above, the Warrant may not be exercised until the final and non-appealable decision of the conviction that gave rise to such Event of Nonpayment of the Warrant Portion, provided that, in the event of a final and non-appealable decision in favor of the Holder, which does not convict him of (a) intentional crimes related to the medical activities developed by the Seller in question, or (b) violation of the Anti-Corruption Laws in effect, the Holder may then exercise the Warrant, subject to the provisions of Clause 3.3 and 3.3 above.

2. Reduction in the Number of Warrant Shares. Without prejudice to the provisions of Clause 3.7 above and under the Agreement, the Holder agrees that the number of Warrants Shares may be reduced for deduction of (i) the Price Adjustment amount, under Clause 2.4.6 of the Agreement, (ii) any amounts which may be indemnified by the Holder to the Corporation ("Indemnifiable Amounts") under Clause 7.12.1 of the Agreement, and (iii) other amounts which may be proven to be due by the Holder to the Corporation.

1. Pro Rata Reduction. The reduction in the number of Warrant Shares, as provided for in Clause 3.9 above, will occur on a pro rata basis, as applicable, between the Holder and the other Sellers, based on their respective interest in the share capital of Unity on the date of issuance of this Warrant.

2. Disproportionate Reduction. Exclusively in relation to the Indemnifiable Amounts due to the Corporation as a result of the indemnification obligations provided for in Clauses 7.1(i) and (ii) of the Agreement or of any individual amounts due by a certain Holder to the Corporation, the reduction in the number of Warrant Shares will occur only in relation to the Holder in question, pursuant to Clause 7.1.2 of the Agreement.

3. Timing of the Reduction in the Number of Warrants Shares. Except for the adjustment in the number of Warrant Shares due as a result of any Price Adjustment in favor of the Corporation, in which case the respective reduction shall necessarily take place at the time of exercise of the Warrant Shares issued in the 1st Tranche, the other deductions due under the Agreement will imply in the adjustment of the number of Warrants Shares issued in the Tranche immediately after the date in which the respective values became due.

4. Reduction Amount. The number of Warrants Shares that may be reduced will be calculated by dividing the amounts due by the Holder to the Corporation, pursuant to Clause 3.9 above, by value of the average closing price of the Corporation's shares on B3 S.A.



- Brasil, Bolsa, Balcão - in the thirty (30) trading days immediately prior to the exercise date of each Tranche by the Holder, pursuant to Clause 3.4. Any share fraction will be rounded down and no Warrant Shares will be cancelled to make up the share fraction resulting from the calculation set forth in this Clause.

3. Suspension of Exercise of Warrant Shares. In the event of a Notice of Indemnification and/or a Third Party Claim (as defined in the Agreement) whose potential Indemnifiable Loss has not yet been definitively resolved under the Agreement ("Potential Contingency"), the Corporation will be entitled to suspend the exercise of this Warrant with respect to the Warrant Shares that correspond to the potential amount owed by the Holder to the Corporation ("Restricted Shares"), under the Clauses 3.9.1 and 3.9.2 below, until such amount actually becomes an Indemnifiable Loss due under the Agreement, provided that (a) if it is finally and irrevocably determined, under the Agreement, that such amount is due by the Holder to the Corporation, the Holder shall lose the right to exercise this Warrant with respect to the Restricted Shares under the Agreement and to the extent necessary to offset such amount and (b) in case it is finally and irrevocably determined, under the Agreement, that such amount is not due by the Holder to the Corporation, the Holder will be entitled to receive the totality of the Restricted Shares. Also, if under the terms of this Clause the Holder is again entitled to the Restricted Shares or there is a positive balance resulting from the difference between the final amount due and the amount corresponding to the Restricted Shares, the Corporation shall issue said Warrant Shares within ten (10) business days after the release of the Restricted Shares.

1. In case the Potential Contingency is classified with loss prognosis by the law firm responsible for the defense of such Potential Contingency as probable, the Corporation may withhold Warrant Shares representing one hundred percent (100%) of the amount in dispute. In case the Potential Contingency is classified with loss prognosis by the law firm responsible for the defense of such Potential Contingency as possible, the Corporation may withhold Warrant Shares representing fifty percent (50%) of the amount in dispute. In case the Potential Contingency is classified with loss prognosis by the law firm responsible for the defense of such Potential Contingency as remote, the Corporation may not withhold Warrant Shares.

2. The number of Warrant Shares to be withheld under this Clause 3.10 will be calculated pursuant to Clause 3.9.4 above.

4. Liquidity Event. Notwithstanding the schedule provided for in Clause 3.3 above, in the event that, prior to the expiration of the period of twelve (12) months set forth in Clause 3.3(i), the current Controlling Shareholders of the Corporation wish to dispose of shares issued by the Corporation by means of a private disposal or by means of a public offering for distribution of shares issued by the Corporation ("Liquidity Event"), the Holder may accelerate the exercise of its Warrant for subscription of the number of Warrant Shares necessary to enable it to participate in such Liquidity Event on a pro rata basis to the Corporation's current Controlling Shareholders, limited to the totality of the Warrant Shares that could be subscribed for in the 1st Tranche. In case the Liquidity Event occurs prior to the Closing Date, the acceleration set forth in this Clause may be

made on the Closing Date. For the avoidance of doubt, the schedules set forth in 2nd and 3rd Tranches shall be maintained even in the event of acceleration of the exercise of the portion of the 1st Tranche Warrant Shares.

5. Notwithstanding the schedule set forth in Clause 3.3, in the event that the Corporation's shares are subject to a tender offer for acquisition of shares (OPA) for any reason during the period of exercise of the Warrant, the exercise of the immediately following Tranche shall be automatically accelerated in order to allow the Holder to exercise the Warrant for subscription of the total number of Warrant Shares of the Tranche in question, so that the Holder may participate in such tender offer for acquisition of shares (OPA). For the avoidance of doubt, in case such tender offer for acquisition of shares (OPA) takes place on the thirteenth (13<sup>th</sup>) month subsequent to this date, the Holder may exercise in advance the 2nd Tranche, thus totaling up to two thirds (2/3) of the total Warrant Shares, and the 3rd Tranche will be exercised according to the schedule set forth in Clause 3.3(iii).
6. For purposes of this warrant, the Corporation shall comply with the terms and conditions of the Agreement, in particular the provisions of its Clause 2.7.

#### 4. ISSUANCE OF WARRANT SHARES

4.2 Subscription. The Warrant Shares, when issued, shall be subscribed by the Holder or by his duly appointed proxy (provided that he has previously informed the Corporation in writing and upon delivery of the respective power of attorney) and will be registered by the financial institution in charge of the custody and bookkeeping of the shares issued by the Corporation on behalf of the Holder.

4.3 Rights of the Warrant Shares. The Warrant Shares, when issued, will have the same rights granted to the common shares issued by the Corporation traded on B3, under the code ONCO3, at the time of the respective issues, and the Holder will fully participate in all benefits, including dividends and capital remuneration that may be declared by the Corporation after their issue.

#### 5. MISCELLANEOUS

1. Without prejudice to the payment of the Additional Amount or Addition under the Agreement, this Warrant will not entitle the Holder to any of the rights (whether voting rights, distribution of dividends or other proceeds or distribution upon liquidation) applicable to a shareholder of the Corporation.
2. The Corporation shall register this Warrant in the Registration Book of Warrants.
3. Any notices or other communications that may be necessary shall be sent to the Corporation or to the Holder at the addresses indicated in the preamble above or other address that may be informed in writing to each of the parties in advance.
4. This Warrant is binding upon the Holder, the Corporation and their respective successors, and nothing in this Warrant shall be construed expressly or implicitly as, or shall confer upon any



other person, any rights, benefits or remedies of any nature whatsoever under or by reason of this Warrant, except in the event of a Permitted Transfer.

5. The Corporation and the Holder agree that in the event of any conflict between the provisions and/or procedures set forth in this Warrant and the Agreement, the provisions and/or procedures set forth in the Agreement shall prevail.
6. The Corporation and the Holder acknowledge that this instrument serves as extrajudicial enforcement document for all purposes of article 784, item III and article 497 et seq. of Law No. 13,105/2015, as amended.
7. Any amendment, waiver or modification of any term or provision of this Warrant shall only be valid with the prior written consent of the Holder and the Corporation.
8. This Certificate is signed electronically, through the Docusign platform, with or without the use of a digital certificate issued under the standard established by ICP-Brasil, and will be deemed fully valid, in its entirety, as of the affixing of the last signature, the information of which will be recognized by the Corporation and by the Holder, in its integrity and authenticity, guaranteed by a cryptographic system, pursuant to article 10, paragraph 2, of Executive Order 2200-2/2001, as well as supervening legislation. The signatories declare to be the legal representatives of the Parties and have powers to sign this Certificate.
9. The provisions of this Warrant will be governed and interpreted according to the laws of the Federative Republic of Brazil. Any disputes or controversies arising out of this Warrant shall be settled in accordance with the procedures for dispute resolution set forth in Section XI of the Agreement.

This Warrant is issued in digital format and filed at the Corporation's headquarters.

[●] [●] 2022.

*(remainder of this page intentionally left blank)*

*(Signature Page to the Warrant - Certificate No. [•] of Oncoclínicas do Brasil  
Serviços Médicos S.A.)*

**ONCOCLÍNICAS DO BRASIL SERVIÇOS MÉDICOS S.A.**

\_\_\_\_\_  
Name:  
Title:

\_\_\_\_\_  
Name:  
Title:

**[HOLDER]**

\_\_\_\_\_

## **Exhibit I**

The definitions set forth in this Exhibit relate **exclusively** to the exercise of the Warrant.

"Non-Contracting - Warrant Portion". From this date and during the Warrant exercise period, pursuant to Clause 2.5 of the Agreement and Clause 3.2 of the Warrant ("Warrant Restricted Period"), the Holder undertakes to refrain from, directly or indirectly (through Affiliates or any other person), persuading or attempting to attract, any (a) physician or person who is employed and/or hired at the managerial or executive management levels (including as service provider, consultant, employee, agent, partner, representative, officer or director) of the Corporation and its subsidiaries and/or Unity; and (b) physicians or directors (including as service provider, consultant, employee, agent, partner, representative, officer or director) of each of the Subsidiaries to leave their employment or terminate their contractual relationship with such entity for any reason or purpose, and shall also refrain from employing, directly or indirectly, on a contractual, temporary or non-contractual, salaried, statutory or self-employed basis, such persons, or assisting third parties to employ such persons at any title.

"Non-Compete - Warrant Portion". Subject to the Exceptions below, during the Warrant Restricted Period, the Holder and/or any Persons or companies that may succeed him, shall refrain from, directly or indirectly (through Affiliates or any other person), engaging commercially, rendering consulting or other services of any nature (including medical clinic), making any loan and/or participating, directly or indirectly, including as a partner, shareholder, administrator, director, officer employee, service provider, employee, freelancer, representative or in any other way, in the municipalities in which the Corporation, Unity and each of their respective subsidiaries operate, directly or indirectly, any activity focused on the sector of hospitals (oncologic or general), outpatient infusion centers, medical clinics exclusively in the areas of oncology, chemotherapy, oncologic surgery, radiotherapy, hematology and hemotherapy (excluding blood bank).

Exception to the Non-Compete Obligation - Warrant Portion. The Holder will not be prohibited to (i) perform any academic and research activities exclusively in a university or teaching environment; or (ii) (a) practice any activity of rendering medical services in one's own office or outpatient and in the Brazilian Unified Health System (SUS), including, oncological medical services, as a liberal professional, and (b) the professional and corporate relationships listed in **Exhibit 1.1 D (I)** of the Agreement ("Authorized Relationships"), provided that the level of commitment to the Corporation, Unity and/or their respective subsidiaries, as applicable, is maintained in accordance with the current levels of commitment to the Corporation and/or the Subsidiaries and with the provisions of their respective Medical Services Agreements ("Exceptions to Non-Compete Obligation").

With regard to the equity interests that may be included in the concept of Exceptions to the Non-Compete Obligation, the Holder acknowledges and agrees that he cannot add his respective equity interest in such Persons without the Corporation's prior and express consent, which cannot be unreasonably denied. The Holder further declares that none of the Authorized Relationships consists of corporate control or relevant corporate interest with management powers or interference in the administration of the respective corporation.

Non-Compete Report - Warrant Portion. During the Restricted Period, the Corporation may require that the Holder submit all information necessary for purposes of the Non-Compete Obligation - Warrant Portion, including consolidated statements providing all share positions held by the Holder, directly and indirectly, in other companies in the last twelve (12) months, indicating their respective corporate purposes ("Non-Compete Report - Warrant Portion"). The Holder must deliver the Non-Compete Report - Warrant Portion to the Corporation within forty-five (45) days counted from the date of its respective request, and it must contain valid, complete and true information.

Exclusively for the obligations set forth in this Exhibit I, the obligations shall be assumed solely and exclusively by Vocatus Holdings I, LP, Vocatus Holding II, L.P and Vocatus Holding III, LP, which are the only unitholders of FIP Vocatus. None of the obligations assumed by Vocatus Holdings I, LP, Vocatus Holding II, L.P and Vocatus Holding III, LP shall extend to the Holder, its administrator, its manager or its investee companies.