

**MRV ENGENHARIA E PARTICIPAÇÕES S.A.**  
**CNPJ/ME No. 08.343.492/0001-20**  
**NIRE 31.300.023.907**  
Publicly held Company

**MINUTES OF THE BOARD OF DIRECTORS' MEETING**  
**HELD ON JANUARY 13<sup>th</sup>, 2022**

The Board of Directors' meeting for **MRV ENGENHARIA E PARTICIPAÇÕES S.A.** ("**Company**"), held with the presence of the members undersigned, independent of call. The meeting was chaired by Mr. **Rubens Menin Teixeira de Souza**, and secretariat by Mrs. **Maria Fernanda N. Menin T. de Souza Maia**, and was held at 09:00 AM, on January 13<sup>th</sup>, 2022, digitally, pursuant to article 23 and following paragraphs of the Company's Bylaws.

According to the meeting **Agenda**, the following items were deliberated and unanimously approved:

**(a) Approve**, pursuant to §4 of Article 26 of the Company's Bylaws, the reelection of the members of the Statutory Committees, for a unified term of 2 (two) years from this date, of the following members:

<b>GOVERNANCE, RISK, COMPLIANCE AND PRIVACY COMMITTEE</b>
Antonio Kandir
Betania Tanure de Barros
Eduardo Fischer Teixeira de Souza
Junia Maria de Sousa Lima Galvão
Maria Fernanda Nazareth Menin Teixeira de Souza Maia

<b>PERSONNEL COMMITTEE</b>
Betania Tanure de Barros
Eduardo Fischer Teixeira de Souza
Junia Maria de Sousa Lima Galvão
Marcos de Aguiar Morgado Horta
Maria Fernanda Nazareth Menin Teixeira de Souza Maia
Rafael Nazareth Menin Teixeira de Souza
Rubens Menin Teixeira de Souza

<b>OPERATIONS COMMITTEE</b>
Eduardo Fischer Teixeira de Souza
Leonardo Guimarães Corrêa
Rafael Nazareth Menin Teixeira de Souza
Rubens Menin Teixeira de Souza

<b>INNOVATION COMMITTEE</b>
Junia Maria de Sousa Lima Galvão
Rafael Nazareth Menin Teixeira de Souza
Raphael Soares Paiva

(Free translation, for reference only – Original in Portuguese)

Reinaldo Ferreira Sima
Rodrigo Martins de Resende
Rubens Menin Teixeira de Souza
Sílvio Romero de Lemos Meira
Thiago Corrêa Ely

<b>LEGAL COMMITTEE</b>
Eduardo Fischer Teixeira de Souza
Guilherme Silva Freitas
Maria Fernanda Nazareth Menin Teixeira de Souza Maia
Raphael Rocha Lafetá
Rubens Menin Teixeira de Souza

<b>AUDIT COMMITTEE</b>
Antônio Kandir
Leonardo Guimarães Corrêa
Pierre Carvalho Magalhães

**(b) Approve**, pursuant to §3 of Article 26 of the Company's Bylaws, the reelection of the members of the Non-Statutory Committees, for a unified term of 2 (two) years from this date, of the following members:

<b>FINANCIAL COMMITTEE</b>
Antônio Kandir
Leonardo Guimarães Corrêa
Rafael Nazareth Menin Teixeira de Souza
Ricardo Paixão Pinto Rodrigues
Rubens Menin Teixeira de Souza

<b>ETHICS COMMITTEE</b>
Alex de Sousa Medeiros (no voting rights)
Eduardo Fischer Teixeira de Souza
Junia Maria de Sousa Lima Galvão
Leonardo Guimarães Corrêa
Maria Fernanda Nazareth Menin Teixeira de Souza Maia
Rafael Nazareth Menin Teixeira de Souza

**(c) Approve**, pursuant to Article 24, items “g” and “h” of the Company's Bylaws, the granting of personal guarantee, in favor of ITAU UNIBANCO SA NASSAU BRANCH, registered with CNPJ under the number 60.701.190/4845-43, headquartered at 31B, Annex Building - 2nd, Floor, East Bay Street, PO Box N-3930, Nassau, The Bahamas (“Lender” ou “Itau Nassau”), within the scope of raising up to US\$ 120,000,000 (a hundred and twenty million dollars) by its subsidiary **MRV US HOLDINGS CORPORATION**, a holding company domiciled abroad, incorporated under the laws of the state of Delaware, United States of America, with Employer Identification Number (EIN) No. 84-3036805 (“MRVUS”), in accordance with the terms and conditions of the instruments "Loan Agreement" and "Promissory Note" to be signed between MRVUS, the Company, as guarantor, and the Lender;

**(d) Approve** the execution of the "Parent Pledge Agreement" to be signed between the Company, as guarantor, and Itau Nassau, as insured, whose purpose is to pledge the shares of its wholly owned subsidiary MRVUS, to guarantee all funding already carried out or to be carried out by MRVUS with Itau Nassau; and

**(e) Authorize** the Executive Board, direct or indirectly by its representatives, to perform any and all acts and execute any and all documents that may be necessary or convenient for the implementation of the above resolutions, as well as ratify the acts already performed by the Company's Executive Board in this sense.

There being no further matters to discuss, these minutes were recorded, read and agreed-upon, and signed by the members.

Belo Horizonte, January 13<sup>th</sup>, 2022.

Chairman: **Rubens Menin Teixeira de Souza**, Secretary: **Maria Fernanda N. Menin Teixeira de Souza Maia**. Members of the Board of Directors' that were Present: **Rubens Menin Teixeira de Souza; Marcos Alberto Cabaleiro Fernandez; Maria Fernanda N. Menin T. de Souza Maia; Betania Tanure de Barros; Antonio Kandir; Sílvio Romero de Lemos Meira; e Leonardo Guimarães Corrêa.**

For all legal purposes, it is hereby stated that a true and authentic copy is filed and signed by those in attendance in the proper book.

Checked with the original copy:

**Maria Fernanda N. Menin Teixeira de Souza Maia**  
Secretary