

HYPERA S.A.
Publicly-Held Corporation

CNPJ/MF No. 02.932.074/0001-91
NIRE 35.300.353.251
CVM Code No. 21431

**MINUTES OF THE SHAREHOLDERS' ORDINARY AND EXTRAORDINARY MEETING
HELD ON APRIL 27, 2026**

- 1. DATE, TIME AND PLACE:** Meeting held on April 27, 2026, at 2:00 p.m., exclusively by digital format, by means of the electronic remote participation system made available by Hypera S.A. ("Company"), pursuant to Article 5, paragraph 2, item I, combined with Article 28, paragraphs 2 and 3, of CVM Resolution ("CVM") No. 81, of March 29, 2022, as amended ("CVM Resolution 81/22"), and according to the rules contained in the Participation Manual for the Shareholders' Ordinary and Extraordinary Meeting of Hypera S.A. – April 27, 2026, disclosed by the Company ("Meeting").
- 2. CALL NOTICE:** The Call Notice for this Meeting was published in the "Valor Econômico" newspaper, in the São Paulo edition of March 27, 28 and 31, 2026, in digital and physical versions, on pages E8, E2 and E8, respectively, and in the Rio de Janeiro edition of March 27, 28 and 31, 2026, on pages E2, E2 and E8, respectively, in the form provided for in Article 124 of the Law No. 6,404, dated December 15, 1976, as amended (a "Brazilian Corporations Law").
- 3. PUBLICATIONS AND DISCLOSURE:** In accordance with Article 133 combined with Article 289, item II, of the Brazilian Corporations Law, the financial statements of the Company, in their summarized version, together with the annual management report, the opinion of PricewaterhouseCoopers Auditores Independentes ("PwC"), and the Fiscal Council's opinion, as well as the opinion and summarized annual report of the Statutory Audit Committee, relating to the fiscal year ended on December 31, 2025, were published in the "Valor Econômico" newspaper, in the São Paulo and Rio de Janeiro editions of March 16, 2026, on pages E5 to E8, and the full published material is available on the website of the "Valor Econômico" (valor.globo.com.br). The documents above were also made available to the shareholders at the administrative office of the Company, as well as in the websites of the CVM (<https://www.gov.br/cvm/pt-br>), B3 S.A. – Brasil, Bolsa, Balcão (https://b3.com.br/pt_br/) and the Investors Relations page of the Company (<https://ri.hypera.com.br/>).

4. **ATTENDANCE**: Attending, for the Shareholders' Ordinary Meeting, shareholders bearing five hundred eighty-nine million, two hundred eighteen thousand, one hundred seventy-three (589,218,173) common, registered, book-entry and with no par value shares issued by the Company, representing, approximately, eighty-three point seventy percent (83.70%) of the total voting capital of the Company, disregarded the treasury shares, and, for the Shareholders' Extraordinary Meeting, shareholders bearing five hundred eighty-eight million, six hundred thirty thousand, three hundred eighteen (588,630,318) common, registered, book-entry and with no par value shares issued by the Company, representing, approximately, eighty-three point sixty-one percent (83.61%) of the total voting capital of the Company, disregarded the treasury shares, according to the remote voting ballots considered valid and the attendance record in the electronic remote participation system made available by the Company pursuant to Article 47, items II and III, of CVM Resolution 81/22. Also attending, for the purposes of the provisions of Article 134, paragraph one, of the Brazilian Corporations Law, **(i)** the management's representatives, Mr. Ramon Sanches Frutuoso Silva, the Company's Chief Financial and Investors Relations Officer, and Mrs. Juliana Aguinaga Damião Salem, Officer responsible for the legal department, **(ii)** the Fiscal Council's representative, Mr. Marcelo Curti, **(iii)** Mr. Hugo Barreto Sodré Leal, coordinator of the Company's Statutory Audit Committee, and **(iv)** the representative of PwC, the company in charge of the audit of the financial statements for the fiscal year ended on December 31, 2025, Mr. Marcos Carvalho.

5. **BOARD**: Mr. Alvaro Stainfeld Link, as Chairman of the Meeting; and Mrs. Ana Carolina Castro Reis Passos, as Secretary of the Meeting.

6. **AGENDA**: The Company's shareholders were gathered to examine, discuss and resolve on the following agenda: **(i) At the Shareholders' Ordinary Meeting: (a)** the management's accounts and the financial statements of the Company, together with the annual management report and the independent auditors' and Fiscal Council's opinion, as well as the opinion and summarized annual report of the Statutory Audit Committee, relating to the fiscal year ended on December 31, 2025; **(b)** the management's proposal of capital budget for the fiscal year of 2026, as approved by the Company's Board of Directors on March 12, 2026 and disclosed in the Company's financial statements related to the fiscal year ended on December 31, 2025; **(c)** the allocation of the Company's net profit related to the fiscal year ended on December 31, 2025; and **(d)** the global annual compensation of the Company's managers for the fiscal year to be ended on December 31, 2026 and of the members of the Fiscal Council, if installed; and **(ii) At the Shareholders' Extraordinary Meeting: (a)** the new long-term share-based incentive plan of the Company.

7. **RESOLUTIONS:** Having the Shareholders' Ordinary and Extraordinary Meeting been duly convened, the shareholders authorized the drawing of the Minutes of the present Meeting in summary form, as well as its publication with the omission of the shareholders' signatures, pursuant to article 130, §§ first and second, of the Brazilian Corporations Law, and, upon the beginning of the discussion of the matters comprised in the Agenda, pursuant to the voting map included in Exhibit I to these minutes:

I. At the Shareholders' Ordinary Meeting:

(a) The management's accounts and the financial statements of the Company, together with the annual management report and the independent auditors' and Fiscal Council's opinion, as well as the opinion and summarized annual report of the Statutory Audit Committee, relating to the fiscal year ended on December 31, 2025

(a.i) To approve, by majority of votes, being 510,889,103 affirmative votes, 223,364 negative votes and 77,517,855 abstentions, the management's accounts and the financial statements of the Company, together with the annual management report and the independent auditors' and Fiscal Council's opinion, as well as the opinion and summarized annual report of the Statutory Audit Committee, relating to the fiscal year ended on December 31, 2025, audited by PwC.

(b) The management's proposal of capital budget for the fiscal year of 2026, as approved by the Company's Board of Directors on March 12, 2026, and disclosed in the Company's financial statements related to the fiscal year ended on December 31, 2025

(b.i) To approve, by majority of votes, being 542,702,634 affirmative votes, 1,061 negative votes and 45,926,627 abstentions, the management's proposal of the Company's capital budget for the fiscal year ending on December 31, 2026, pursuant to Article 196 of the Brazilian Corporations Law, as per Exhibit II to these minutes.

(c) The allocation of the Company's net profit related to the fiscal year ended on December 31, 2025

(c.i) To approve, by majority of votes, being 542,704,550 affirmative votes, 211 negative votes and 45,925,561 abstentions, the management's proposal for the allocation of the Company's net profit related to the fiscal year ended on December 31, 2025, in the amount of one billion, one hundred ninety-five million, three hundred sixty-eight thousand, seven hundred sixty-eight reais and eighty-three cents (R\$ 1,195,368,768.83).

(i) to allocate, the amount of fifty-nine million, seven hundred sixty-eight thousand, four hundred thirty-eight reais and forty-four cents (R\$ 59,768,438.44), corresponding to five percent (5%) of the net profit for the fiscal year, to the formation of the Legal Reserve;

(ii) to ratify the allocation of seven hundred forty million, one hundred forty-two thousand, six hundred fifty-nine reais and thirty cents (R\$ 740,142,659.30) from the balance of the adjusted net profit for the fiscal year for the payment of interest on equity related to the fiscal year ended December 31, 2025, resulting in a net amount, after taxes, of six hundred forty-one million, eight hundred ninety-seven thousand, eight hundred fifty-one reais and thirty-nine cents (R\$ 641,897,851.39), as declared to the shareholders at the Company's Board of Directors' meetings held on March 20, 2025, June 17, 2025, September 23, 2025 and December 11, 2025; and

(i) to allocate the amount of three hundred ninety-five million, four hundred fifty-seven thousand, six hundred seventy-one reais and nine cents (R\$ 395,457,671.09), corresponding to 34.82% (thirty-four point eighty-two percent) of the adjusted net profit, to the Retained Earnings Reserve, as provided for in the Company's capital budget for the fiscal year 2026 approved pursuant to item (b) above.

(d) Installation of the Company's Fiscal Council

(d.i) In view of the request made by shareholders of the Company representing a percentage superior to the minimum required by Article 4 of CVM Resolution No. 70, of March 22, 2022, as amended, the Company's Fiscal Council is hereby installed, operating until the date of the Shareholders' Ordinary Meeting that resolves on the financial statements of the Company for the fiscal year to be ended on December 31, 2026.

(e) Election of the Members of the Company's Fiscal Council

(e.i) In view of the request for the adoption of a separate voting, as provided for in paragraph 4 of Article 161 of the Brazilian Corporations Law, the following members were elected by minority shareholders that participated in the separate voting, **Mr. Valdir Renato Coscodai**, Brazilian, married, accountant, bearer of Identity Card R.G. No. 15.640.484-9, issued by SSP/SP, enrolled with the CPF/MF under No. 031.065.768-71, resident and domiciled in the City of São Paulo, State of São Paulo, at Alameda Lorena, 1.179, apt. 1.201, Cerqueira César, Zip Code 01424-005, as effective member of the Fiscal Council; and **Mr. Valdir Augusto Assunção**, Brazilian, married, accountant, bearer of the Identity Card

R.G. No. 14309231-5, issued by SSP/SP, enrolled with the CPF/MF under No. 044.066.958-85, resident and domiciled in the City of Campinas, State of São Paulo, at Rua Ivaí, No. 133, Condomínio Alphaville Campinas, Zip Code 13098-307, as his respective alternate, by majority of votes of the shareholders in the separate election, with 130,940,183 affirmative votes.

(e.ii) Subsequently, the following members were elected, in a general election, to compose the Company's Fiscal Council, by majority of shareholders:

(i) **Mr. Adjarbas Guerra Neto**, Brazilian, divorced, accountant, bearer of Identity Card R.G. No. 23.331.930-X – SSP-SP, enrolled with the CPF/MF under No. 181.852.828-85, resident and domiciled in the City of São Paulo, State of São Paulo, with a commercial address in the City of São Paulo, State of São Paulo, at Rua Gomes de Carvalho, nº 1.996, 11th floor, Vila Olímpia, Zip Code 4547-006, as effective member of the Fiscal Council; and **Mr. Everson Zaczuk Bassinello**, Brazilian, married, mechanical engineer, bearer of Identity Card R.G. No. 24.425.836-3 – SSP-SP, enrolled with the CPF/MF under No. 265.114.038-40, resident and domiciled in the City of São Paulo, State of São Paulo, at Rua Maria Figueiredo, 633, apt. 202, Zip Code 04002-003, as his respective alternate, with 418,525,971 affirmative votes; and

(ii) **Mr. Marcelo Curti**, Brazilian, married, economist, bearer of Identity Card R.G. No. 10.306.522, issued by SSP/SP, enrolled with the CPF/MF under No. 036.305.588-60, resident and domiciled in the City of São Paulo, State of São Paulo, with a commercial address in the City of São Paulo, State of São Paulo, at Rua Pedroso Alvarenga, No. 1.046, suites 95 and 96, Itaim Bibi, Zip Code 04531-910, as effective member of the Fiscal Council; and **Sr. Edgard Massao Rafaelli**, Brazilian, divorced, administrator, bearer of Identity Card R.G. No. 12.270.465-4, issued by SSP/SP, enrolled with the CPF/MF under No. 050.889.138-85, resident and domiciled in the City of São Paulo, State of São Paulo, with commercial address in the City of São Paulo, State of São Paulo, at Avenida Marquês de São Vicente, No. 446, suite 1,206, Zip Code 01139-000, as his respective alternate, with 418,525,971 affirmative votes; and

(e.iii) To state for the record that the members of the Fiscal Council elected herein declare, subject to the penalties of law, that they have not been prohibited, by any special law, from exercising the management of the Company, nor have been criminally convicted or are under the effects of a criminal conviction that prohibits, even temporarily, the access to public offices; or for any bankruptcy crime, violation of duty, bribery, graft, embezzlement or larceny; or for any crime against popular economy, national financial system, competition defense rules, consumer relations, public faith or property. They also declare that they

comply with the good standing requirement in accordance with paragraph third of Article 147 of the Brazilian Corporations Law and the other requirements pursuant to Article 162 of the Brazilian Corporations Law, undertaking to observe the provisions of Article 46 of the Company's Bylaws. Finally, they declare, pursuant to paragraph fourth of Article 147 of the Brazilian Corporations Law, that they do not occupy an office in any company that may be considered a competitor of the Company, as well as do not represent conflicting interest with the Company, pursuant to paragraph third, items I and II, of Article 147 of the Brazilian Corporations Law.

(e.iv) To state for the record that the members of the Fiscal Council elected herein shall have a term of office of one (1) year, until the date of the Shareholders' Ordinary Meeting that shall resolve on the financial statements of the Company related to the fiscal year to be ended on December 31, 2026, and shall be vested in their respective offices upon the execution of the respective Terms of Investiture, containing the statement set forth in item (e.iii) above, drawn in the Book of Minutes of the Fiscal Council's Meetings of the Company, which is filed in the Company's headquarters.

(f) The global annual compensation of the Company's managers and members of the Fiscal Council for the fiscal year to be ended on December 31, 2026

(f.i) To approve, by majority of votes, being 540,112,710 affirmative votes, 2,591,940 negative votes and 45,925,672 abstentions, the establishment of the global and annual compensation of the Company's managers for the fiscal year to be ended on December 31, 2026, in up to forty million Reais (R\$ 40,000,000.00), including the salary/fee, benefits and variable compensation (including the share-based portion), being the Board of Directors responsible for allocating such amount among the Company's Board of Directors and Board of Officers, at a meeting of the Board of Directors to be convened in due time.

(f.ii) To approve, by majority of votes, being 540,112,710 affirmative votes, 2,591,940 negative votes and 45,925,672 abstentions, in view of the installation of the Fiscal Council, the establishment of the global compensation of the Company's Fiscal Council members for the next tenure in up to six hundred and twenty-three thousand (R\$ 623,200.22), which will correspond, for each member of the Fiscal Council, to ten percent (10%) of the compensation that, on average, is attributed to each officer, not including the benefits and other amounts, as provided in Article 162, paragraph 3, of the Brazilian Corporations Law.

II. At the Shareholders' Extraordinary Meeting:

(a) The new long-term share-based incentive plan of the Company

(a.i) To approve, by majority of votes, being 425,949,756 affirmative votes, 102,341,667 negative votes and 60,926,754 abstentions, the creation of the new share-based long-term incentive plan of the Company (“Plan”) as disclosed in Exhibit III to these Minutes, pursuant to which the Beneficiaries may receive shares issued by the Company, subject to the terms and conditions set forth in said Plan.

8. CLOSING: With no further matters to be discussed and with no further statements, the Shareholders’ Meeting was closed and the present Minutes were drawn in summary form, with its publication authorized with the suppression of the shareholders’ signatures, which after being read and approved, were signed by all attending members, being considered signatories of the minutes, pursuant to article 28, § 2nd, item I, cumulated with article 47, items II e III, of CVM Resolution 81/22, the shareholders whose remote voting ballots were considered valid by the Company and the shareholders that registered their presences on the electronic remote participation system made available by the Company. Were received by the Meeting’s board minutes of the prior meeting of the shareholders related to the Company’s Shareholders Agreement, which will be filed in the Company’s head offices. Board: Alvaro Stainfeld Link (Chairman); and Ana Carolina Castro Reis Passos (Secretary). Attending Shareholders: Renato Sobral Pires Chaves; CONTI INTERNATIONAL, FIDELITY FUNDS 2 e RBC FUNDS (LUX) - EMERGING MARKETS VALUE EQUITY FUND (by proxy: Michele S. G. Torres); GERACAO FUTURO L.PAR FUNDO DE INVESTIMENTO EM ACOES e DODGERS FUNDO DE INVESTIMENTO EM AES (by proxy: João Vicente Silva Machado); MAIOREM S/A DE C.V (by proxy: Maiara Madureira Mendes); ALVARO STAINFELD LINK, JAQF PARTICIPACOES LTD e JOAO ALVES DE QUEIROZ FILHO (by proxy: Marcos Rafael Flesch); VOTORANTIM S.A. (by proxy: Caio Maron Zanini). Shareholders who participated via remote voting ballot: ALAN JOSE DA SILVA, ALASKA PERMANENT FUND, ALBERTO RODOLFO GONCALVES, ALESSANDRO DALLA VECCHIA, ALEXANDRE PAULA SILVA, ALLIANZ BEST STYLES GLOBAL AC EQUITY FUND, ALLIANZ GL INVEST GMBH ACTING ON BEH OF ALLIANZGI-FONDS NBP, ALLIANZ GLOBAL INVESTORS CHOICE FUND - ALLIANZ CHOICE EQUITY, ALLIANZ GLOBAL INVESTORS FUND - ALLIANZ BEST STYLE, ALLIANZ GLOBAL INVESTORS FUND - ALLIANZ GEM EQUITY HIGH DIVI, ALLIANZ GLOBAL INVESTORS FUND-ALLIANZ BEST STYLES G AC EQ, ALPHA ADVANTAGE GLOBAL EX USA DIVERSIFIED FACTOR FUND, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ICAV, ANTONIO PAULO DA SILVA JUNIOR, ARNOLDO PANCHENIAK FILHO, ARROWSTREET ACWI REDUCED CARBON ALPHA EXTENSION TR, ARROWSTREET GLOBAL

EQUITY ACWI TRUST FUND, ASSIS ROGERIO GOMES DA SILVA PAULO, ATAU LFO LLC, AVIVA I INVESTMENT FUNDS ICVC - AVIVA I INTERNATIONAL I T F, BARROW HANLEY EMERGING MARKETS EQUITY FUND LP, BARROW HANLEY EMERGING MARKETS FUND, BARROW HANLEY EMERGING MARKETS VALUE FUND (MA), BEST INVESTMENT CORPORATION, BLACKROCK INSTITUTIONAL POOLED FUNDS PLC, BLACKROCK LIFE LIMITED - DC OVERSEAS EQUITY FUND, BMO MSCI EMERGING MARKETS INDEX ETF, BNYM MELLON CF SL ACWI EX-U.S. IMI FUND, BRUNO FERREIRA DE CAMARGO YABUUTI, BRUNO JORDAO INACIO, BUREAU OF LABOR FUNDS - LABOR INSURANCE FUND, BUREAU OF LABOR FUNDS - LABOR PENSION FUND, BUREAU OF LABOR FUNDS - LABOR RETIREMENT FUND, CAISSE DE RETRAITE D'HYDRO-QUEBEC, CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM, CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM, CANADA PENSION PLAN INVESTMENT BOARD, CAPE ANN GLOBAL DEVELOPING MARKETS FUND, CAPE ANN SUSTAINABILITY FUND, CARLOS CLEYFTON SAMPAIO GONDIM, CC AND L Q 140-40 FUND, CC&L Q MARKET NEUTRAL FUND, CHEVRON UK PENSION PLAN, CIRO MORAES DA SILVA, CITITRUST LIM AS TR OF BLACK PREMIER FDS- ISH WOR EQU IND FD, CITITRUST LIMITED AS T OF A F S A MODERATE GROWTH FUND, CITY OF NEW YORK GROUP TRUST, COLLEGE RETIREMENT EQUITIES FUND, CONSTRUCTION BUILDING UNIONS SUPER FUND, COURTIERS TOTAL RETURN BALANCED RISK FUND, COURTIERS TOTAL RETURN CAUTIOUS RISK FUND, COURTIERS TOTAL RETURN GROWTH FUND, CUSTODY BANK OF JAPAN, LTD. AS TR FOR WLD LOW VOL S-M C E F, DANILO VENDRAMINI, DIMENSIONAL EMERGING MKTS VALUE FUND, DIVERSIFIED EQUITY MASTER PORTFOLIO OF MASTER INVESTMENT POR, DJALMA EUGENIO SCHMITT, EATON VANCE COLLECTIVE INVESTMENT TFE BEN PLANS EM MQ EQU FD, EATON VANCE TR CO CO TR FD - PA STR EM MKTS EQ COM TR FD, EDUARDO DOS SANTOS, EDUARDO ROGERIO DE FARIA, ELAINE RODRIGUEZ DE SOUZA, ELBERT DA SILVA LEAO, EMER MKTS CORE EQ PORT DFA INVEST DIMENS GROU, EMERGING MARKETS EQUITY ACTIVE ETF, EMERGING MARKETS SMALL CAPIT EQUITY INDEX NON-LENDABLE FUND, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B, EVTC CIT FOF EBP-EVTC PARAMETRIC SEM CORE EQUITY FUND TR, EZEQUIEL FICNER, FABIO CARDOZO, FABIO LUIZ GIROTTO, FAM SERIES UCITS ICAV - NORDEA STABLE PERFORMANCE FAM FUND, FERNANDA DE NORONHA FERREIRA DASCENCZE, FERNANDO CARDOZO, FI CE I PO LLC FIDELITY EMERGING MARKETS EQUITY CENTRAL FUND, FIAM G. T. FOR E. B. PLANS: FIAM E. M. E. S. C. C. P., FIAM

GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: FIAM, FIDELITY CONCORD STREET TRUST: FIDELITY ZERO INT. INDEX FUND, FIDELITY EMERGING MARKETS EQUITY MULTI-ASSET BASE FUND, FIDELITY EMERGING MARKETS OPPORTUNITIES INSTITUTIO, FIDELITY GLOBAL GROWTH AND VALUE INVESTMENT TRUST, FIDELITY GLOBAL INTRINSIC VALUE INVESTMENT TRUST, FIDELITY GROUP TRUST FOR EMPLOYEE B P: F LOW-PRICED S C P, FIDELITY INVEST TRUST: FIDELITY SERIES EMERG MARK OPPORT FUN, FIDELITY INVESTMENT TRUST: FIDELITY INTERNATIONAL SMALL CAP, FIDELITY INVESTMENT TRUST: FIDELITY SERIES SUSTAIN, FIDELITY INVESTMET TRUST: FIDELITY EMERGING MARKETS DISCOVER, FIDELITY LOW PRICED STOCK FUND, FIDELITY NORTHSTAR FUND, FIDELITY PURITAN TRUST: FIDELITY LOW-PRICED STOCK K6 FUND, FIDELITY RUTLAND SQUARE TRUST II: STRATEGIC ADVISE, FIDELITY SALEM STREET T: FIDELITY TOTAL INTE INDEX FUND, FIDELITY SALEM STREET TRUST: FIDELITY FLEX INTERNA, FIDELITY SALEM STREET TRUST: FIDELITY FLEX INTERNATIONAL IND, FLAVIO PEREIRA DOS SANTOS SILVA, FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX F, FLORIDA RETIREMENT SYSTEM TRUST FUND, FORD MOTOR CO DEFINED BENEF MASTER TRUST, FORD MOTOR COMPANY OF CANADA, L PENSION TRUST, FRANCISCO GUSTAVO HORST, FRANCISCO MARCIO MARQUES DA SILVA, FRANCISCO OLAVIO TEIXEIRA COUTINHO, FRANKLIN LIBERTYSHARES ICAV, FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE BRAZI, FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE LATIN, FRANKLIN TEMPLETON FUNDS - TEMPLETON GLOBAL EMERGING MKTS FD, FRANKLIN TEMPLETON INVESTMENT FUNDS, FRANKLIN TEMPLETON V INSURANCE PROD TRUST - T D M VIP FUND, GALLERY TRUST - MONDRIAN E. M. VALUE EQUITY FUND, GENERAL ORGANISATION FOR SOCIAL INSURANCE, GERALDO SANTORO GOMES, GLOBAL INVESTMENT MANAGERS UCITS ICAV - GIM EMERGING MARKETS, GOLDMAN SACHS ETF ICAV, GOLDMAN SACHS TRUST - GOLDMAN SACHS EMERGING MARKETS E I F, GUILHERME MAGNO DA SILVA, GUINNESS ASSET MANAGEMENT FUNDS PLC, GUSTAVO ANTONIO MONTEIRO DE VASCONCELLOS, GUSTAVO TUCHER, HELLADIO DE VASCONCELLOS FERREIRA NETO, HENRIQUE BOUDUARD MENDES DROVAND, HSBC ETFS PLC H MSCI E M S C ESG U ETF BC BNP PARIBAS BR SA, HSBC INDEX TRACKER INVEST. FUNDS FTSE ALL WORLD INDEX FUND, IBM 401 (K) PLUS PLAN, INTERNATIONAL MONETARY FUND, INVESCO INVESTMENT MANAGEMENT LTD, ACTING AS MANAG, INVESCO MARKETS III PLC - INVESCO FTSE EMERGING MA, INVESTERINGSFORENINGEN NORDEA INVEST STABIL BALANCERET KL, INVESTORS GROUP TRUST COMPANY LIMITED, ISHARES

CORE MSCI EMERGING MARKETS ETF, ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF, ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF, ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND, ISHARES III PUBLIC LIMITED COMPANY, ISHARES IV PUBLIC LIMITED COMPANY, ISHARES MSCI BRAZIL SMALL CAP ETF, ISHARES MSCI EMERGING MARKETS SMALL CAP ETF, ISHARES PUBLIC LIMITED COMPANY, IVAN DONIZETE COSENZA, JARDIEL HENRIQUE DE LIMA BATISTA, JOHN HANCOCK FUNDS II MULTI-ASSET ABSOLUTE RETURN FUND, JOHN HANCOCK TRUST COMPANY COLLECTIVE INVESTMENT T, JORGE ALBERTO DOS SANTOS HADAD, JOSE EDUARDO JACQUES ROMAGNA, JOSE LUIZ TAVARES FERREIRA, JOSE MARIA DE QUADROS LAO, JOSIVALDO JOSE DOS ANJOS, JPMORGAN DIVERSIFIED RETURN EMERGING MARKETS EQUITY ETF, KIEGER UCITS FUND, KLEITON GONCALVES LOVATI, LEBLON 70 BRASILPREV FUNDO DE INVESTIMENTO MULTIMERCADO FIFE, LEBLON ACOES I MASTER FIA, LEBLON ACOES II MASTER FIA, LEBLON EQUITIES INSTITUCIONAL I FUNDO DE INVESTIMENTO DE ACO, LEBLON ICATU PREVIDENCIA FIM, LEBLON ITAU PREV FIFE FIA, LEBLON PREV FIM FIFE, LEGAL GENERAL GLOBAL HEALTH PHARMACEUTICALS INDEX TRUST, LEGAL GENERAL U. ETF P. LIMITED COMPANY, LEGAL & GENERAL COLLECTIVE INVESTMENT TRUST, LEGAL & GENERAL GLOBAL EMERGING MARKETS INDEX FUND, LEGAL & GENERAL GLOBAL EQUITY INDEX FUND, LEGAL & GENERAL INTERNATIONAL INDEX TRUST, LEGAL AND GENERAL ASSURANCE PENSIONS MNG LTD, LOS ANGELES COUNTY EMPLOYEES RET ASSOCIATION, LUCAS HAUBERT, LUIZ ALEXANDRE DE ALMEIDA MACEDO, MAICK WENDELL CRISOSTOMO DE BRITO, MANAGED PENSION FUNDS LIMITED, MARCUS FELIPE DE SOUZA PEREIRA, MEDICAL ASSURANCE SOCIETY NEW ZEALAND LIMITED, MERCER QIF FUND PLC, MERCER UCITS COMMON CONTRACTUAL FUND, MERCER UNHEDGED OVERSEAS SHARES TRUST, METALLRENTE FONDS PORTFOLIO, MICROSOFT CORPORATION SAVINGS PLUS 401(K) PLAN, MONDRIAN EMERGING MARKETS EQUITY ESG FUND, L.P., MONDRIAN EMERGING MARKETS EQUITY FUND, MONDRIAN EMERGING MARKETS EQUITY FUND, LP, MONDRIAN EMERGING MARKETS EX-CHINA EQUITY FUND, L., MONDRIAN GLOBAL ALL COUNTRIES WORLD EQUITY FUND, MONDRIAN GLOBAL ALL COUNTRIES WORLD EQUITY FUND, L, MONDRIAN GLOBAL EQUITY VALUE FUND, MSCI ACWI EX-U.S. IMI INDEX FUND B2, MSCI EMERGING MARKETS EX CHINA IMI INDEX FUND, MULTI STYLE MULTI MANAGER FUNDS PLC, NAT WEST BK PLC AS TR OF ST JAMES PL GL SMALL COMP UNIT FUND, NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST, NORDEA 1 SICAV NORDEA 1 STABLE EMERGING MARKETS EQUITY FUND, NORDEA 1 SICAV - GBP

DIVERSIFIED RETURN FUND, NORDEA 1 SICAV - NORDEA 1 STABLE RETURN FUND, NORDEA 2 - VAG OPTIMISED STABLE RETURN FUND, NORDEA STABIL, NORGES BANK, NORTHERN TRUST COLLECTIVE EAFE SMALL CAP INDEX FUND-NON LEND, NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MAR, NVIT GS EMERGING MARKETS EQUITY INSIGHTS FUND, PACIFIC SELECT FUND - INTERNATIONAL SMALL-CAP PORTFOLIO, PARAMETRIC EMERGING MARKETS FUND, PARAMETRIC TAX-MANAGED EMERGING MARKETS FUND, PEDRO CARLOS COSENTINO, PENSIONDANMARK PENSIONSFORSIKRINGSAKTIESELSKAB, PERPETUAL LIMITED, PHOENIX U T M L R P A S INDEX EMERGING MARKET EQUITY FUND, POLAR CAPITAL FUNDS PLC - EMERGING MARKETS HEALTHC, POLICE AND FIREMEN'S RETIREMENT SYSTEM OF NEW JERS, POTI LUIZ DE FREIRE LIRA, PROTEA FUND - SECTORAL HEALTHCARE OPPORTUNITIES FU, PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO, PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO, RBC EMERGING MARKETS DIVIDEND FUND, RBC EMERGING MARKETS EX-CHINA DIVIDEND FUND, RBC EMERGING MARKETS VALUE EQUITY FUND, REASSURE LIMITED, RICARDO BACCI ACUNHA, RICARDO VASSAO DOS SANTOS, RITA DE CASSIA BUORO COSENZA, ROBERTO DE ARAUJO, RODOLFO MOLNAR SILVA, RUSSEL EMERGING MARKETS EQUITY POOL, RUSSELL INSTITUTIONAL FUNDS, LLC - REM EQUITY PLUS FUND, RUSSELL INVESTMENT COMPANY EMERGING MARKETS FUND, RUSSELL INVESTMENT COMPANY PUBLIC LIMITED COMPANY, RUSSELL INVESTMENT COMPANY RUSSELL TAX-MANAGED INTERNATIONAL, RUSSELL TR COMPANY COMMINGLED E. B. F. T. R. L. D. I. S., SCHWAB EMERGING MARKETS EQUITY ETF, SEBASTIAO EUDES ALVES, SHELL TR (BERM) LTD AS TR O SHELL OV CON P F, SIDNEY RIUDY NAKANISHI, SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: SP, SPDR S&P EMERGING MARKETS EX-CHINA ETF, SPDR SP EMERGING MARKETS ETF, SSGA SPDR ETFS EUROPE I PLC, SSGATC I. F. F. T. E. R. P. S. S. M. E. M. S. C. I. S. L.F., ST ST MSCI EMERGING MKT SMALL CI NON LENDING COMMON TRT FUND, STATE OF ALASKA RETIREMENT AND BENEFITS PLANS, STATE OF NEW MEXICO STATE INV. COUNCIL, STATE ST GL ADV TRUST COMPANY INV FF TAX EX RET PLANS, STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO, STATE STREET IRELAND UNIT TRUST, STICHTING BEDRIJFSTAKPENSIOENFONDS VOOR DE DETAILHANDEL, TEACHER RETIREMENT SYSTEM OF TEXAS, TEACHERS RETIREMENT SYSTEM OF THE CITY OF NEW YORK, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS, TEMPLETON DEVELOPING MARKETS TRUST, TEMPLETON EM MARK INVEST TRUST PLC, TEMPLETON EMERGING MARKETS FUND,

TEMPLETON EMERGING MARKETS FUND (US), TEMPLETON GL INV TRST FRANKLIN TEMPLTN SMACS SERIES EM, TEMPLETON GLOBAL INV TRUST-TEMPLETON EM MKTS SMALL CAP FUND, TEMPLETON INTERNATIONAL EMERGING MARKETS FUND, TEXAS MUNICIPAL RETIREMENT SYSTEM, THE BANK OF N. Y. M. (INT) LTD AS T. OF I. E. M. E. I. F. UK, THE BANK OF NEW YORK MELLON EMP BEN COLLECTIVE INVEST FD PLA, THE BK OF NEW YORK MELLON INTERN LIN AS TR OF M W E M FD, THE BOARD OF THE PENSION PROTECTION FUND, THE BOARD OF.A.C.E.R.S.LOS ANGELES,CALIFORNIA, THE CAPE ANN (IRELAND) TRUST, THE CHICAGO PUB.SCHOOL TEACHERS P. AND RETIREM F, THE MONETARY AUTHORITY OF SINGAPORE, THE NEW ZEALAND GUARDIAN TRUST COMPANY LIMITED IN ITS CAPAC, THE NOMURA TRUST AND BANKING CO., LTD. RE: FIDELIT, THE NOMURA TRUST AND BANKING CO., LTD. RE: FIDELIT, THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, THE UNITED NATIONS JOINTS STAFF PENSION FUND, THRIFT SAVINGS PLAN, THRIFT SAVINGS PLAN, TREASURER OF THE ST.OF N.CAR.EQT.I.FD.P.TR., U.S STEEL RETIREMENT PLAN TRUST, UBAM - POSITIVE IMPACT EMERGING EQUITY, UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF ZURICH INV, UI BVK KAPITALVERWALTUN. MBH ON BEHALF OF BAYVK A2-FONDS, UNIVERSAL INVEST LUXEMBOURG SA ON BEHALF OF UNIVEST, UTAH STATE RETIREMENT SYSTEMS, VALDECIR NELSON HASS, VALIC COMPANY I - EMERGING ECONOMIES FUND, VANGUARD EMERGING MARKETS EX-CHINA ETF, VANGUARD EMERGING MARKETS STOCK INDEX FUND, VANGUARD ESG INTERNATIONAL, VANGUARD F. T. C. INST. TOTAL INTL STOCK M. INDEX TRUST II, VANGUARD FIDUCIARY TRT COMPANY INSTIT T INTL STK MKT INDEX T, VANGUARD FUNDS PLC / VANGUARD ESG EMERGING MARKETS, VANGUARD FUNDS PLC / VANGUARD ESG GLOBAL ALL CAP U, VANGUARD FUNDS PUBLIC LIMITED COMPANY, VANGUARD INTERNATIONAL HIGH DIVIDEND YIELD INDEX F, VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX F, VANGUARD INVESTMENT SERIES PLC / VANGUARD ESG EMER, VANGUARD TOTAL INTERNATIONAL STOCK INDEX FD, A SE VAN S F, VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF, VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL, VENERABLE EMERGING MARKETS EQUITY FUND, VERIZON MASTER SAVINGS TRUST, VICTORYSHARES USAA MSCI E. M. VALUE M. ETF, VINICIUS ANTUNES GONCALVES, VIRGINIA RETIREMENT SYSTEM, WASHINGTON STATE INVESTMENT BOARD, WELLINGTON DE LIMA ISHIBASHI, WESLEY DINIZ, WEST YORKSHIRE PENSION FUND, WINSTON JENNING CHEN, WS WALES PP EMERGING MARKETS EQUITY FUND; Votos enviados antecipadamente: SERGIO FEIJAO FILHO; LUIS FRIAS; VOTORANTIM S/A;

NEO MULTI ESTRATEGIA MASTER-FDO DE INVESTIMENTO MULTIMERCADO;
NEO MULTIMANAGER BBDC FIM; KAPITALO MASTER I FUNDO DE
INVESTIMENTO MULTIMERCADO; KAPITALO MASTER II FUNDO DE
INVESTIMENTO MULTIMERCADO; OCEANA LONG BIASED MASTER FUNDO DE
INVESTIMENTO DE ACOES; SPX PATRIOT MASTER FIA; OCEANA 03 MASTER
FIM; SPX FALCON MASTER FIA; SPX APACHE MASTER FIA; OCEANA LONG
BIASED MASTER FIM; NEO PROVECTUS II FIM; RATIONAL INVESTOR FUNDO
DE INVESTIMENTO EM ACOES; KAPITALO ALPHA GLOBAL MASTER FIM;
KAPITALO TARKUS MASTER FI EM ACOES; KAPITALO K10 MASTER FUNDO DE
INVESTIMENTO MULTIMERCADO; NEO ARGO LONG AND SHORT MASTER FIM;
REAL INVESTOR 70 PREVIDENCIA FIM; OCEANA LONG BIASED PREV FUNDO
DE INVESTIMENTO MULTIMERCADO; NEO PROVECTUS I FUNDO DE
INVESTIMENTO MULTIMERCADO; REAL INVESTOR ALOCACAO FUNDO DE
INVESTIMENTO MULTIMERCADO; REAL INVESTOR MASTER FIA - BDR NIVEL
I; OCEANA LONG BIASED B PREVIDENCIA FIFE FIM; REAL INVESTOR 100 PREV
MASTER FUNDO DE INVESTIMENTO EM ACOES; OCEANA LONG BIASED
ADVISORY PREV MASTER FUNDO DE INVESTIMENT; OCEANA LONG BIASED
PREV II FUNDO DE INVESTIMENTO MULTIMERCAD; REAL INVESTOR 100
ICATU PREV MASTER FIA; SPX LONG BIAS PREVIDENCIARIO MASTER FUNDO
DE INVESTIMENTO MU; KAPITALO MASTER V FI MULTIMERCADO; KAPITALO
K10 PREVIDENCIA MASTER FI; OCEANA PREV MASTER FIFE FUNDO DE
INVESTIMENTO MULT; SPX FALCON INSTITUCIONAL MASTER FI
MULTIMERCADO; NEO EQUITY HEDGE P FUNDO DE INVESTIMENTO
MULTIMERCADO; KAPITALO ZETA MASTER FUNDO DE INVESTIMENTO EM
ACOES; REAL INVESTOR MASTER FUNDO DE INVESTIMENTO
MULTIMERCADO; REAL INVESTOR ICATU PREV MASTER FIM; SPX HORNET
EQUITY HEDGE MASTER FIM; NEO EQUITY HEDGE ITAU P FI MULTIMERCADO;
FW CAPITAL MASTER FUNDO DE INVESTIMENTO EM ACOES -; KAPITALO K10
PREVIDNCIA II MASTER FUNDO DE INVESTIMENTO MULT; REAL INVESTOR
INSTITUCIONAL MASTER FI EMACOES - BDR NIVEL I; OCEANA EQUITY HEDGE
I MASTER FI FIN DE ACOES RESP LTDA; KAPITALO SIGMA LLC - BEM -
DISTRIBUIDORA DE TITULOS E VALORE; REAL INVESTOR 70 XP SEG
ADVISORY PREV FI FIN MULT RESP LTDA; REAL INVESTOR ITAU VIDA E PREVI
MASTER FIF ACOES; REAL INVESTOR XP SEG PREV FUNDO DE INVESTIMENTO
FINANCEIRO M; SPX LONG BIAS PREV MASTER 2 FIF MULT RESP LTDA; REAL
INVESTOR GERDAU PREV FIFA 8 RESP LIMITADA; REAL INVESTOR ALPHA
MASTER FIF DE ACOES RL; REAL INVESTOR LONG SHORT MASTER FIF M RL;
NEO VITALE MASTER FIF MULTIMERCADO RESP LIMITADA; SAULO
CAMIMURA JESUS SOUZA..

São Paulo, April 27, 2026

Board:

Ana Carolina Castro Reis Passos
Secretary

HYPERA S.A.
Publicly-Held Corporation

CNPJ/MF nº. 02.932.074/0001-91
NIRE 35.300.353.251
CVM Code No. 21431

**ANEXO I TO THE MINUTES OF THE
SHAREHOLDERS' ORDINARY AND EXTRAORDINARY MEETING
HELD ON APRIL 27, 2026**

SHAREHOLDERS' ORDINARY MEETING

Description of the Resolution	Number of Shares		
	Approve (Yes)	Reject (No)	Abstain
1. Resolve on the management's accounts and the financial statements of the Company, together with the annual managerial report and the independent auditors' and Fiscal Council's opinion, as well as the opinion and summarized annual report of the Statutory Audit Committee, relating to the fiscal year ended on December 31, 2026.	510,889,103	223,364	77,517,855
2. Resolve on the management's proposal of capital budget for the fiscal year of 2026, as approved by the Company's Board of Directors on March 12, 2026 and disclosed in the financial statements related to the fiscal year ended on December 31, 2025.	542,702,634	1,061	45,926,627
3. Resolve on the allocation of the Company's net profit related to the fiscal year ended on December 31, 2025, pursuant to the Management's Proposal.	542,704,550	211	45,925,561
4. To establish the annual global remuneration of the Company's managers for the fiscal year to be ended on December 31, 2023, pursuant to the Management's Proposal.	540,112,710	2,591,940	45,925,672
5. Do you wish to request the installation of the Company's Fiscal Council, pursuant to Article 161 of the Brazilian Corporations Law?	173,850,076	101,713,404	12,224,116

6. Election of candidates to the Fiscal Council by candidate – Maximum number of seats to be filled: 3 (the shareholder may nominate as many candidates as the number of seats to be filled in the general election)			
<i>Adjarbas Guerra (effective) / Everson Zaczuk Bassinello (alternate)</i>	418,525,971	1,459,061	163,714,746
<i>Marcelo Curti (effective) / Edgard Rafaelli (alternate)</i>	418,525,971	1,459,061	163,714,746
7. Separate election of a member of the Fiscal Council by minority shareholders holding voting shares (the shareholder may only fill in this field if field "6" above has been left blank):			
<i>Valdir Renato Coscodai (effective) / Valdir Augusto Assunção (alternate)</i>	130,940,183	103,941,099	353,749,040
<i>Wilfredo João Vicente Gomes (effective) / Luiz Fernando Sachet (alternate)</i>	39,051,195	121,920,905	427,658,222

SHAREHOLDERS' EXTRAORDINARY MEETING

Description of the Resolution	Number of Shares		
	Approve (Yes)	Reject (No)	Abstain
1. Resolve on the new long-term share-based incentive plan of the Company.	425,949,756	102,341,667	60,926,754

* * *

HYPERA S.A.

Publicly-Held Corporation

CNPJ/MF No. 02.932.074/0001-91

NIRE 35.300.353.251

CVM Code No. 21431

**EXHIBIT II TO THE MINUTES OF THE
SHAREHOLDERS' ORDINARY AND EXTRAORDINARY MEETING
HELD ON APRIL 27, 2026**

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CAPITAL BUDGET PROPOSAL
FOR THE FISCAL YEAR OF 2026

Pursuant to the provisions of the article 196 of the Law No. 6,404/76, as amended ("Brazilian Corporations Law"), the Management of **Hypera S.A.** ("Hypera Pharma" or "Company") proposes to the Shareholder's Meeting the approval of this capital budget proposal for the 2026 fiscal year, with a duration of one (1) year.

The proposed allocation of net profit for the 2025 fiscal year of the Company contained in the Company's Financial Statements, in order to meet its 2026 investment plan, provides that, after the legal adjustments established in the Brazilian Corporations Law, and safeguarding the dividends and interest on equity already declared, profits relating to the 2025 fiscal year will be retained, in the amount of three hundred ninety-five million, four hundred fifty-seven thousand, six hundred seventy-one reais and nine cents (R\$ 395,457,671.09), allocated to the Retained Earnings Reserve, based on this Capital Budget, which will be added to said Reserve's current balance.

The investment plan for 2026 provides for the use of (i) the amount of profits related to the fiscal year of 2025 to be retained, pursuant to the retention proposal above; (ii) the Company's own funds generated by the Company's operational activities during the fiscal year; and (iii) third-party funds, as described below:

Investment Plan	R\$ (thousand)
Investments in new products	100,000
Investments in modernization and expansion	300,000
Investments in information technology	40,000
TOTAL	440,000

SOURCES	R\$ (thousand)
Retained earnings relating to the 2024 fiscal year	395,458
Resources generated with operational activity/Third parties	45,000
TOTAL	440,458

São Paulo, March 12, 2026.

Sincerely,

The Board of Officers

* * *

HYPERA S.A.

Publicly-Held Corporation

CNPJ/MF No. 02.932.074/0001-91

NIRE 35.300.353.251

CVM Code No. 21431

**EXHIBIT III TO THE MINUTES OF THE
SHAREHOLDERS' ORDINARY AND EXTRAORDINARY MEETING
HELD ON APRIL 27, 2026**

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LONG-TERM SHARE-BASED INCENTIVE PLAN

This Long-Term Stock-Based Incentive Plan of **HYPERA S.A.** (“Company” or “Hypera”), approved by the Company’s Ordinary and Extraordinary Shareholders’ Meeting held on April 27, 2026 (“Plan”), establishes the general conditions for the grant of common shares issued by the Company (“Shares”), through the granting of Restricted Shares, in the form of Restricted Common Shares and Restricted Supplementary Shares (as defined in this Plan).

1. OBJECTIVE

(i) increase Hypera’s ability to attract, motivate, and retain managers, executives and other employees at the Company or at companies under its control;

(ii) provide and encourage their participation in the Company’s equity, contributing to greater engagement and a sense of belonging;

(iii) share gains equitably among shareholders, managers, and employees, as well as encourage Beneficiaries’ exposure to the risks of the Company’s business, reflected **(i)** in the long-term value of the Company’s issued shares; and **(ii)** in performance indicator(s) defined by the Board of Directors; and consequently,

(iv) encourage the expansion of Hypera’s activities and the achievement of its corporate objectives, promoting the alignment of interests among Beneficiaries (as defined in item 2.1 below), the Company, and shareholders, with a view to creating sustainable long-term value.

2. ELIGIBLE PERSONS

2.1. Those who hold the positions of Chief Executive Officer, Executive Officer, Officer, or Executive Manager of the Company or of companies under its control (“Beneficiaries”) may be eligible as beneficiaries of this Plan.

2.2. The designation of an officer or employee as a Beneficiary of a specific Program (as defined in section 3.1(a) below) does not imply any commitment to designate them as a Beneficiary in any other Program.

3. ADMINISTRATION OF THE PLAN

3.1. The Board of Directors shall have autonomy and broad powers to, subject to the terms of the Plan, take all necessary and appropriate measures for the organization and administration of the Plan, including:

- a) at any time during the term of the Plan, approve the creation, modification, or termination of programs ("Programs"), as well as define their terms and conditions, including the total number of Restricted Shares (as defined in this Plan) to be granted;
- b) to bring forward any vesting periods under the Plan;
- c) establish the rules applicable to cases not provided for herein and resolve any questions regarding the interpretation of the Plan;
- d) review exceptional cases and waive compliance with obligations set forth in the Plan - when authorized by the Board - and in the Programs, subject to the provisions of item 3.1.1 below; and
- e) propose to the Extraordinary Shareholders' Meeting any amendments to this Plan.

3.1.1. Except for the adjustments permitted in this Plan, no decision by the Board of Directors may **(i)** increase the total limit of the Shares subject to the Plan, as provided in item 4 below, or **(ii)** without the Beneficiary's consent, change the terms and conditions of grants already agreed upon with the Beneficiaries in a manner that would prejudice any of their rights or aggravate any of their obligations.

3.1.2. Any special treatment granted pursuant to item 3.1(g) above shall not constitute a precedent that may be invoked by other Beneficiaries in their favor.

3.2. The Board of Directors may, at its discretion, be advised by an advisory committee of the Board of Directors in the administration and monitoring of this Plan or the Programs based thereon, provided that the limits, terms, and conditions set forth in this Plan are observed.

3.3. In the exercise of its authority, the Board of Directors shall be subject to the limits set forth in law, in the regulations of the Brazilian Securities and Exchange Commission ("CVM"), and in this Plan. The Board of Directors may treat the officers and employees of the Company or other companies under its control who are in a similar situation differently, and is not obligated, by a rule of equality or analogy, to extend to all the conditions it deems applicable only to some or a few.

4. TOTAL PLAN VOLUME

4.1. Subject to the adjustments provided for in item 4.2 below, Shares representing a maximum of three percent (3%) of the Company's capital stock as of the date of approval of this Plan ("Global Volume") may be delivered to Beneficiaries under this Plan during the period provided for in item 9.1.

4.1.1. Shares issued by the Company and granted under other stock-based compensation plans in effect on the date of approval of this Plan shall not be included in the Total Volume, as applicable.

4.1.2. Provided that the Global Volume is respected, the Board of Directors may create and administer one or more Programs simultaneously.

4.2. If the number of Shares representing the Company's capital stock is increased or decreased as a result of stock bonuses, reverse stock splits, or stock splits, the following shall be proportionally adjusted: **(i)** the Global Volume; and **(ii)** the quantities of shares subject to the Programs and Grant Agreements that have not yet been transferred to the Beneficiaries.

4.3. To enable the delivery of the Shares to the Beneficiaries, as provided for in this Plan and in compliance with applicable regulations, the Company may transfer, through a private transaction, treasury shares issued by it, at no cost to the Beneficiaries.

4.3.1. If there are not enough treasury shares to fulfill the Plan, the Board of Directors may, on an exceptional basis, choose to make the payment corresponding to the shares in cash, subject to the conditions established by the Board of Directors in the respective Programs.

4.4. The Shares actually received by the Beneficiaries under this Plan shall retain all rights inherent to their class, unless otherwise approved by the Board of Directors.

5. GRANT OF RESTRICTED SHARES

5.1. Annually, or at such other intervals as it deems appropriate, the Board of Directors shall determine the total number of shares to be granted ("Restricted Shares"), in addition to the other terms and conditions applicable to such grants. For the purposes of this Plan:

5.1.1. "Restricted Common Shares" means the unit representing the right to receive Shares, which shall be subject to the fulfillment of the Tenure Condition (as defined in Section 6.1.1),

pursuant to this Plan and the respective Program. Each Restricted Common Share shall entitle its holder to 1 (one) Share.

5.1.2. “Restricted Supplementary Shares” means the unit representing the right to receive Shares, which shall be subject to the fulfillment of the Tenure Condition and the Performance Condition (as defined in Section 6.1.2), pursuant to this Plan and the respective Program. Each Restricted Supplementary Share shall entitle its holder to one (1) Share.

5.2. Unless otherwise determined by the Board of Directors, the ratio between Restricted Common Shares and Restricted Supplementary Shares to be granted under each Program shall be as follows:

Component	Restricted Common Share	Restricted Complementary Share
Quantity	Up to 50% of the total grants for each Beneficiary	At least 50% of the total grants for each Beneficiary

5.3. Without prejudice to the other terms and conditions established in the respective Programs, the grant of Restricted Shares may be divided into annual tranches, as determined by the Board of Directors in the respective Program.

5.4. The grant of Restricted Shares will be formalized through the execution of an agreement between the Company and the respective Beneficiary (“Grant Agreement”).

5.4.1. The execution of the Grant Agreement for Restricted Shares by the Beneficiary shall imply the Beneficiary’s acceptance of all conditions set forth therein, as well as those established in this Plan and the respective Program.

5.5. Subject to the provisions of item 7.2, the effective transfer of the Shares to the Beneficiary shall only occur after compliance with all deadlines, requirements, and conditions set forth in this Plan, in the Program, and in the Grant Agreement, it being understood that the mere provision for the grant of the Restricted Shares, without verification or fulfillment of the other terms, conditions, and restrictions established, does not confer upon the Beneficiary any right to the Shares, nor does it constitute a guarantee of their effective transfer or receipt.

5.6. It shall be incumbent upon the Company’s management to take all necessary measures to formalize the transfer of the Shares subject to the Grant Agreement.

6. ACQUISITION OF RIGHTS RELATED TO RESTRICTED COMMON SHARES AND RESTRICTED SUPPLEMENTARY SHARES

6.1. Without prejudice to the other terms and conditions established in the Programs and in the Grant Agreements, the rights of the Beneficiaries with respect to the Restricted Shares granted shall be acquired upon fulfillment of the conditions indicated below.

6.1.1. Restricted Common Shares. The vesting of rights relating to the Restricted Common Shares shall be conditional upon the Beneficiary's continued employment as an executive or employee of the Company (or a company controlled by it) during the period between the respective grant date of the Restricted Common Shares and the end date of the respective Vesting Period, subject to the provisions of item 6.2 below ("Tenure Condition").

6.1.1.1. Although this Plan is not intended to remunerate members of the Board of Directors, if a Beneficiary joins the Company's Board of Directors or Advisory Committees, or becomes a service provider, their right to receive the Shares shall be preserved, subject to the conditions and other requirements established in this Plan, in the applicable Program(s) and in each Agreement entered into with the Beneficiary.

6.1.2. Restricted Supplementary Shares. The vesting of rights related to Restricted Supplementary Shares shall be subject to the cumulative verification of compliance with the Tenure Condition and the Company's achievement or exceeding, at the end of the respective Vesting Period, of the performance indicator to be set by the Board of Directors in the respective Program ("Performance Condition").

6.2. Each annual grant of Restricted Common Shares and Restricted Supplementary Shares shall be divided into tranches with their own vesting periods ("Vesting Periods"), to be defined in the respective Programs to be approved by the Board of Directors. Until the date on which title to the Shares is effectively transferred to them, the Beneficiaries shall not be entitled to any rights, privileges or prerogatives of shareholders of the Company with respect to the Restricted Shares, subject to the provisions of item 6.3 below.

6.3. The number of Shares to be delivered to the Beneficiaries shall be increased by a number of shares corresponding to the total amount of dividends per share and interest on equity (*juros sobre o capital próprio*), or any other distributions or amounts attributed to the Company's shares, including, but not limited to, those arising from capital reductions distributed by Hypera from the execution of the respective Grant Agreements until the date of the effective delivery of the Shares, to be calculated in accordance with the terms and conditions set forth in the respective Program.

7. TERMINATION, DEATH, PERMANENT DISABILITY, OR RETIREMENT OF THE BENEFICIARY

7.1. Unless otherwise resolved by the Board of Directors, or established in the Program or in the applicable Grant Agreement, the Beneficiary's termination from the Company, for any reason, as well as his or her death, permanent disability, or retirement, shall be subject to the following rules:

a) In the event of **(i)** the Beneficiary's resignation (voluntary resignation or resignation request), **(ii)** termination of the Beneficiary at the Company's initiative, for cause, or **(iii)** termination or non-renewal of the Beneficiary's term of office as a director of the Company due to a breach of the duties and responsibilities of the directorship, all rights relating to Restricted Shares for which the Vesting Periods have not yet fully elapsed shall be automatically extinguished, *ipso jure* and without entitlement to indemnification, regardless of warning or notice;

b) In the event of the Beneficiary's termination or non-renewal of term at the Company's initiative, without just cause, or, in the case of officers, without a finding of a breach of their duties and responsibilities, **(i)** the Beneficiary shall be entitled to receive a portion of the Restricted Common Shares for which the Vesting Periods are still in effect, in an amount corresponding to the ratio resulting from dividing the number of full months elapsed between the grant date of the respective tranche of Restricted Common Shares and the Beneficiary's termination date by the total number of months in the respective Vesting Period; and **(ii)** all rights relating to the Restricted Supplementary Shares whose Vesting Periods have not yet fully elapsed shall be automatically extinguished, *ipso jure* and without entitlement to indemnification, regardless of notice or notification;

c) In the event of the Beneficiary's termination by mutual agreement between the parties, the treatment applicable to Restricted Shares (whether Restricted Common Shares or Restricted Supplementary Shares), including with respect to the maintenance, cancellation, or early vesting of rights, shall be evaluated and determined by the Board of Directors, taking into account the particularities of each case;

d) The Beneficiary's retirement, in itself, shall not be deemed a termination of employment with the Company and shall not affect any rights related to the Restricted Shares (whether Restricted Common Shares or Restricted Supplementary Shares), which shall remain in full force and effect, such that the Shares shall be vested and transferred to the Beneficiary in accordance with the originally established timelines and other conditions; and

e) In the event of the Beneficiary's death or permanent disability, the Vesting Periods applicable to all Restricted Shares (whether Restricted Common Shares or Restricted Supplementary Shares) granted shall be deemed to have been accelerated for the purpose of acquiring the respective rights.

7.2. The Board of Directors may, at its sole discretion and whenever it deems that the Company's interests will be better served by such a measure, deviate from the rules stipulated in item 7 of this Plan, in the Programs, or in the Agreements for the Grant of Restricted Shares, granting more favorable differential treatment to a specific Beneficiary, in the event of termination of employment with the Company, non-renewal of term of office, death, or disability.

8. CORPORATE EVENTS

8.1. In the event of *(i)* a change in the corporate control; *(ii)* cancellation of the Company's registration as a Category "A" publicly-held company with the CVM; or *(iii)* dissolution, transformation, merger, spin-off, or any other form of corporate reorganization in which the Company is not the surviving entity or, if it is the surviving entity, its Shares cease to be admitted to trading on a stock exchange / in the Novo Mercado segment of B3, the Board of Directors may, at its sole discretion and subject to the provisions of the respective Programs, adopt one or more of the following measures with respect to the Restricted Shares granted under this Plan:

(i) determine the early termination, in whole or in part, of the vesting periods applicable to the Restricted Shares, so that they may be immediately received by the Beneficiaries, in which case, upon the expiration of the period established by the Board of Directors, the rights relating to the Restricted Shares not yet vested shall lapse, ipso jure and without any indemnification;

(ii) determine the transfer of the Restricted Shares to the surviving or successor company, under conditions similar to those provided for in this Plan;

(iii) opt for the liquidation of the Restricted Shares through cash payment to the Beneficiaries, corresponding to the value of the Restricted Shares to which they would be entitled, as provided for in the respective Program; or

(iv) adopt any combination of the alternatives provided for in the items above.

9. TERM

9.1. The Plan shall enter into force on the date of its approval by the Company's Shareholders' Meeting, for a term of ten (10) years, subject to the Global Volume. The Plan may be terminated at any time by resolution of the Shareholders' Meeting or the Board of Directors itself.

9.1.1. The ten (10)-year term of the Plan is intended to provide the Company with flexibility to structure and implement Long-Term Incentive Programs across different economic and market cycles, allowing the conditions and settlement structure of the Restricted Shares to be aligned with the Company's strategy and the creation of sustainable long-term value.

9.2. The termination of the Plan shall not affect the grants of Restricted Shares already made under this Plan, or the corresponding restrictions imposed herein, which shall remain in effect in accordance with the terms and conditions set forth in the respective Programs and Grant Agreements.

10. GENERAL PROVISIONS

10.1. No provision of this Plan or grant of Restricted Shares made pursuant to this Plan shall confer upon the Beneficiaries the right to remain in any position with the Company, nor shall it interfere in any way with the Company's right, at any time and subject to legal and contractual conditions, to terminate or not renew the term of office of the officers.

10.2. Unless previously approved in writing by the Board of Directors, the rights and obligations arising from this Plan and the corresponding Programs and Restricted Shares grant agreements shall not be assigned or transferred, in whole or in part, nor used as collateral for obligations.

10.3. Any grant of Restricted Shares under this Plan is subject to all the terms and conditions set forth herein, which terms and conditions shall prevail, in the event of any conflict, over the provisions of any other contract or document.

10.4. The obligations contained in the Plan, the Programs, and the Grant Agreements are irrevocable and shall serve as an enforceable extrajudicial instrument under the terms of civil procedural law, binding the contracting parties and their successors in any capacity and at all times.

10.5. Any and all disputes or controversies that may arise between the Company and the

Beneficiary, related to or arising from this Plan or from contracts for the grant of shares executed under the terms of this Plan, including those regarding their interpretation, performance, default, termination, or nullity, shall be resolved through arbitration before the *Câmara de Arbitragem do Mercado* in accordance with its rules.

10.6. The Company shall have the right to require the return of the Restricted Shares (or their value) or of any amounts received by the Beneficiary under this Plan (Clawback), or to determine the full or partial cancellation of the Restricted Shares (Malus), if the Board of Directors verifies the occurrence of: (i) a material error, fraud or irregularity requiring the restatement of the Company's financial statements; (ii) willful misconduct or gross negligence by the Beneficiary; (iii) a material violation of laws, regulations, internal policies and/or fiduciary duties; or (iv) other serious events as defined by the Board of Directors.

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