# CIELO S.A. – Instituição de Pagamento Corporate Taxpayer Identification (CNPJ) No. 01.027.058/0001-91 Company Registration Number (NIRE) 35.300.144.112 Publicly-Traded Company

# Minutes of the Ordinary General Meeting held on March 6, 2023

<u>Date, time and place</u>: On March 6, 2023, at 10:00 a.m., held exclusively online via videoconferencing, pursuant to CVM Instruction No. 81/22.

Attendees and Quorum: Attended by shareholders of Cielo S.A – Instituição de Pagamento ("Company") representing 73.5% (seventy-three point five percent) of the voting capital, considering the shareholders attending through the online videoconferencing platform and those who used the remote boting ballot, pursuant to CVM Resolution No. 81/22. Also present were Mr. Eurico Ramos Fabri, Mr. Estanislau Mendes Llobatera Bassols and Mr. Filipe Augusto dos Santos Oliveira, representing the company's management, and Mr. Gustavo Bonini, representing KPMG Auditores Independentes, in compliance with Paragraph 1 of Article 134 of No. Law 6.404/76 ("Brazilian Corporation Law"). Mr. Felipe Guimarães Geissler Prince, representing the Company's Fiscal Council pursuant to Article 164 of the Brazilian Corporation Law, and Mr. Aldo Luiz Mendes, representing the Company's Audit Committee, as provided for in its Bylaws, also attended the meeting.

Call and Advance Publications: In accordance with Article 124 of the Brazilian Corporation Law, the Call Notice was published on February 3, 4 and 7, 2023, in the newspaper "Valor Econômico". The Management Report, the Accounting Statements, accompanied by the opinions of the Fiscal Council, the Independent Auditors and the Audit Committee, the Manual for Meeting Participation and the Management Proposal, as well as all other information necessary for the exercise of the right to vote at this Meeting, were made available to shareholders in the Company's Investor Relations website and in the websites of the Brazilian Securities and Exchange Commission ("CVM") and B3 S.A. – Brasil, Bolsa, Balcão ("B3"). The Management Report and the Accounting Statements, accompanied by the opinions of the Independent Auditors, were also published in the newspaper "Valor Econômico" in the issue dated January 27, 2023, having been waived the publication of the notices referred to in Article 133 of the Brazilian Corporation Law, as per Paragraph 5 of the same article.

<u>Meeting Board</u>: Chairman: Marcelo Fernandez Trindade; Secretary: Louangela Bianchini da Costa Colquhoun.

<u>Reading of documents</u>: Reading of the documents referred to in Article 133 of the Brazilian Corporation Law is waived by unanimity of the shareholders present. Next, the Chairman presented the consolidated synthetic map of remote voting, pursuant to Paragraph 4 of Article 48 of CVM Instruction No. 81/22.

#### **Order of Business:**

- (i) To take the management accounts, examine and vote on the Management Report and the Accounting Statements, combined with the opinions of the Fiscal Council, the Independent Auditors, and the Audit Committee for the fiscal year ending December 31, 2022;
- (ii) To deliberate on the proposition to allocate the net income for the fiscal year ending December 31, 2022, which includes the ratification of the amount of distributed dividends and the retention of a portion of the net income based on a capital budget;
- (iii) To deliberate on the proposal for the overall compensation of management for the 2023 fiscal year.

<u>Resolutions</u>: Upon start of the meeting, the drafting of the minutes was approved by unanimity in the form of a summary, as set out in Article 130, Paragraphs 1 and 2 of the Brazilian Corporation Law. Next, the following deliberations were made:

- (i) Approve, by majority, according to the voting map set out in Exhibit I, without any amendments or reservations, the Directors' accounts, the Management Report, and the Company's Accounting Statements for the fiscal year ended December 31, 2022, accompanied by the opinions of the Fiscal Council, the Independent Auditors, and the Audit Committee;
- (ii) Approve, by majority, according to the voting map set out in **Exhibit I**, the allocation of net income for the fiscal year ended December 31, 2022, in the total amount of BRL 1,569,527,300.53 (one billion, five hundred and sixty-nine million, five hundred twenty-seven thousand, three hundred Brazilan reais and fifty-three cents.), in the following terms: (i) ratification of the total amount of BRL 677,196,807.44 (six hundred and seventy-seven million, one hundred and ninety-six thousand, eight hundred seven Brazilian reais and forty-four cents), distributed as interest on equity already declared and paid to shareholders, and (ii) retention of the remaining balance, in the amount of BRL 892,330,493.09 (eight hundred and ninety-two million, three hundred thirty thousand, four hundred ninety-three Brazilian Reais and nine cents), according to the proposed capital budget for the 2023 fiscal year, in accordance with terms set out in **Exhibit II**.

No portion of the net income for the fiscal year of 2022 will be allocated to legal reserve, since the maximum percentage of 20% (twenty percent) of the share capital has been reached, as per Article 193 of Brazilian Corporation Law.

- (iii) Approve, by majority, according to the voting map set out in **Exhibit I**, the proposition for overall management compensation for the fiscal year 2023, in the total amount of up to BRL 79,706,107.74 (seventy-nine million, seven hundred six thousand, one hundred seven Brazilian reais and seventy-four cents) for the compensation of the Company's Directors, and the Board of Directors, pursuant to the Company's Bylaws, set and apportion the individual compensation of its members and the members of the Executive Board, within the approved limit.
- (iv) As per Article 161, Paragraph 2 of the Brazilian Corporation Law and CVM Resolution No. 70/22, in response to the request submitted by shareholders 40,6% (firty point six percent) of the Company's share capital, the Fiscal Council shall be installed, holding office until the Annual General Meeting that deliberates on the Company's Financial and Accounting Statements for the fiscal year to be closed on December 31, 2023.

First, at the request of the Company's minority shareholders, as per Article 161, Paragraph 4, subparagraph "a" of the Brazilain Corporation Law, a full-time member and his/her respective alternate to the Fiscal Council were elected separately, pursuant to the voting map set out in **Exhibit I**:

Raphael Manhães Martins, Brazilian, married, attorney, bearer of ID No. 147.187, issued by the OAB/RJ (National Bar Association of Brazil - Rio de Janeiro), enrolled with Individual Taxpayer Registry ("*CPF*") No. 096.952.607-56, with address in the city of Rio de Janeiro, State of Rio de Janeiro, at Avenida Epitácio Pessoa, nº 1. 674, Salas 201 e 202, Ipanema, Zip Code 22411-072, as full-time member and, as his respective alternate, Cristiane do Amaral Mendonça, Brazilian, single, accountant, bearer of ID No. 12160820-2 IFP/RJ, enrolled with Individual Taxpayer Registry ("*CPF*") No. 088.727.147-29, with address in the city of Rio de Janeiro, State of Rio de Janeiro, at Rua Feliciano Pena, nº 538 B, Vila da Penha.

Subsequently, the following members were elected, by majority, as per the voting map set out in **Exhibit I**, to compose the Company Fiscal Council:

**Daniela de Avelar Gonçalves**, Brazilian, married, banker, bearer of ID No. 2900692, enrolled with Individual Taxpayer Registry ("*CPF*") No. 858.222.306-44, with business address at SAUN, quadra 5, Lote B, Torre Norte, 10 andar, Asa Norte - Brasília (DF), Zip Code 70040-912, as full-time member and, as his respective alternate, **Eliande de Jesus Santos Lindoso Filho**, Brazilian, married, banker, bearer of ID No. 950518, enrolled with Individual Taxpayer Registry ("*CPF*") No. 368.786.501-00, with business address at SAUN, quadra 5, Lote B, Torre Norte, 10 andar, Asa Norte - Brasília (DF), Zip Code 70040-912.

**Euler Antonio Luz Mathias**, Brazilian, married, banker, holder of ID No. 18.730.534 and enrolled with Individual Taxpayer Registry ("*CPF*") No. 138.344.088-32, with business address at SAUN Quadra 5, Bloco B, Torre Norte, 3 andar, Asa Norte, Zip Code 70040-912, Brasília (DF), as full-time member and, as his respective alternates, **Cristiano Leonel Correa**, Brazilian, single, banker, bearer of ID No. M6807293, enrolled with Individual Taxpayer Registry ("*CPF*") No. 026.473.916-70, with business address at SAUN Quadra 5, Bloco B, Torre Norte, 3 andar, Asa Norte, Zip Code 70040-912, Brasília (DF).

Marcos Aparecido Galende, Brazilian, married, banker, bearer of ID No. 16.632.310-X - SSP/SP and enrolled with Individual Taxpayer Registry ("*CPF*") No. 089.419.738-05, whose business address is Núcleo Cidade de Deus, s/n, in the city of Osasco, state of São Paulo, Zip Code 06029-900, as a full-time member and, as his respective alternate, Adalberto Tripoli Barbosa, Brazilian, married, banker, bearer of ID No. 19.316.347-0 - SSP/SP and enrolled with Individual Taxpayer Registry ("*CPF*") No. 103.938.288-67, whose business address is Núcleo Cidade de Deus, s/n, in the city of Osasco, state of São Paulo, Zip Code 06029-900.

**Herculano Aníbal Alves**, Brazilian, married, consultant, bearer of ID No. 5.306.068 SSP/SP, enrolled with Individual Taxpayer Registry ("*CPF*") No. 463.463.178-49, whose business address is Núcleo Cidade de Deus, s/n, in the city of Osasco, state of São Paulo, Zip Code 06029-900, as a full-time member and, as his respective alternate, **Fabiana Pinto Fonseca**, Brazilian, divorced, accountant, bearer of ID No. 24.642.456-4, enrolled with Individual Taxpayer Registry ("*CPF*") No. 148.985.728-12, whose business address is Núcleo Cidade de Deus, s/n, in the city of Osasco, state of São Paulo, ZIP Code 06029-900.

The members of the Fiscal Council elected herein shall take office in due course, subject to confirmation of compliance with the requirements set out in Article 162 of the Brazilian Corporation Law and the signature of the respective terms of office, which shall be drawn up in the Company's book, at which time they will also sign a statement confirming that they are not prevented by law for investment in office, being aware of the provisions of articles 147 and 162 of the Corporation Law, as well as of the requirements set forth in Paragraph 9 of Article 25 of the Company's Bylaws.

(v) In view of the installation of the Fiscal Council, the shareholders present unanimously approved, abstentions recorded, according to the voting map set out in **Exhibit I**, the global compensation proposition for its members for the fiscal year 2023, in the total amount of up to BRL 806,250.00 (eight hundred and six thousand, two hundred and fifty Brazilian Reais), which comprises a monthly compensation for each effective director equivalent to at least 10% (ten percent) of the compensation that, on average, is assigned to each Director of the Company, not including benefits, representation allowances and profit sharing.

<u>Conclusion</u>: Having no other matters to discuss, the meeting was adjourned. These minutes were drawn up, read, and approved by the shareholders present online who, as well as those who sent their remote voting ballots, are considered signatories of these minutes, pursuant to Article 47, Paragraphs 1 and 2 of CVM Instruction 81/22.

Barueri, March 6, 2023.

Marcelo Fernandez Trindade
CEO

Louangela Bianchini da Costa Colquhoun
Secretary

#### **ATTENDANCE LIST**

# Ordinary Meeting of the Board of Directors of Cielo S.A. – Instituição de Pagamento held on March 6, 2023

#### **Shareholders present online:**

BB Elo Cartoes Participações S.A.; Quixaba Empreendimentos e Participações Ltda.; B-index Morningstar Brasil Momento Fundo de Índice; B-index Morningstar Brasil Pesos Iguais Fundo de Índice; B-index Morningstar Setores Ciclicos Brasil Fundo de Índice; Bradesco FF Índice Ativo Fundo de Investimento em Ações; Bradesco FIA Dividendos; Bradesco FIA Ibovespa Plus; Bradesco FIA IBrX Multipatrocinado; Bradesco FIA Institucional IBrX Ativo; Bradesco FIA Master Ibovespa; Bradesco FIA Sustentabilidade Empresarial; Bradesco FIM Fundacao Amazonas Sustentavel - Fas; Bradesco Fundo de Investimento em Ações Cielo; Bradesco Fundo de Investimento em Ações Salubre; Bradesco Fundo de Investimento em Ações Zinco; Bradesco H FI em Ações Ibovespa; Bradesco H FIA Sri; Bram Alocacao Sistematica FIA Brasil; Bram FIA Ibovespa Ativo; Bram FIA IBrX Ativo; Bram Fundo de Investimento em Ações; Bram Fundo de Investimento em Ações Ibovespa; Bram Fundo de Investimento em Ações Ibrx-50; Bram Fundo de Investimento em Ações Sustentabilidade Empresa; Bram H FI em Ações Ibovespa Gestao; Bram H FI em Ações Passivo IBrX; Bram H FIA Dividendos; Bram H FIA Institucional; ETF Bradesco Ibovespa Fundo de Índice; FI em Ações Aruba; e Fundo de Investimento em Ações Ibovespa 157; Antonia Cliucy Pires Chaves; Rabo de Peixe Transp, Serv Maritimos e Empr Turist LTDA - ME; Rosane Moraes Coutinho de Oliveira; Tempo Capital Principal FIA; Vic DTVM S/A; Victor Adler; Conti International; Fidelity Active Strategy Sicav; Fidelity Funds - Latin America Fund; Fidelity Funds Sicav; e Lombard Odier Funds; Sumauma Top5 Master Fundo de Investimento em Ações; Uma Fundo de Investimento Multimercado; JP Morgan Chase Bank; Thiago Alexandre Paiares e Silva; Eduardo Tatagiba dos Santos; Yasmin Cabrera Mancini, Alexandre Shin Iti Masuda; Manuel Nogueira Lois.

#### **Shareholders present by sending remote voting ballots:**

Alaska Permanent Fund; Allianz GL Investors Gmbh ON Behalf of Allianzgi-fonds Dspt; Allianz Global Investors Fund - Allianz Best Styles e M e; American Century ETF Trust - Avantis Emerging Mark; American Century ETF Trust - Avantis Emerging Mark; American Century ETF Trust-avantis Responsible Eme; American Electric Power Master Retirement Trust; American Eletric Power System Retiree Medical Trust Fcue; American Heart Association, Inc.; Arrowstreet (canada) Global All-country Alpha Ext Fund I; Arrowstreet (canada) Global World Alpha Extension Fund I; Arrowstreet (delaware) Alpha Extension Fund L.P.; Arrowstreet Acwi Alpha Extension Common Values Tru; Arrowstreet Acwi Alpha Extension Fund V (cayman) L; Arrowstreet Acwi EX US Alpha Estension Trust Fund; Arrowstreet Acwi Reduced Carbon Alpha Extension TR; Arrowstreet

Capital Global All Country Alpha Extension Fund; Arrowstreet Capital Global Equity Alpha Extension Fund L; Arrowstreet Collective Investment Trust; Arrowstreet Emerging Market Alpha Extension Trust; Arrowstreet Emerging Market Trust Fund; Arrowstreet Emk Alpha Extension Fund L.P.; Arrowstreet Global Equity - Alpha Extension Fund; Arrowstreet International Equity Acwi EX US Trust Fund; Arrowstreet US Group Trust; Arrowstreet World Small Cap Equity Alpha Extension Fund (cay; Aviva I Investment Funds Icvc - Aviva I International I T F; Axa Rosenberg Equity Alpha Trust; Axiom Investors Trust II; Blackrock Advantage Global Fund Inc; Blackrock Balanced Capital Fund, Inc.; Blackrock Life Limited - DC Overseas Equity Fund; Blackrock Strategic Funds - Blackrock Systematic Global e F; Bmo Msci Fintech Innovation Index ETF; Boston Partners Emerging Markets Fund; Bureau of Labor Funds - Labor Retirement Fund; Caisse de Depot ET Placement DU Quebec; California Public Employees Retirement System; Ccl Q Global Small Cap Equity Fund; Ccl Q International Small Cap Equity Fund; Cdn Acwi Alpha Tilts Fund; Chevron Master Pension Trust; Chevron UK Pension Plan; Cititrust Ltd A T Vang Fds S - Vanguard Moderate Growth Fund; Cititrust Ltd A T Vanguard Fds Series Vanguard Income Fund; City of Los Angeles Fire and Police Pension Plan; City of New York Group Trust; Claritas Long Short Master Fundo Investimento Multimercado; Claritas Quant Master FIM; Cmla International Share Fund; College Retirement Equities Fund; Colonial First State Investment Fund 10; Colorado Public Employees Ret. Association; Commonwealth Bank Group Super; Commonwealth Emerging Markets Fund 6; Commonwealth Global Share Fund 22; Commonwealth Global Share Fund 23; Commonwealth Global Share Fund 30; Construction Building Unions Super Fund; Custody B. of J. Ltd. Re: Smtb Axa IM e. S. C. e. M. F.; Custody B. of J. Ltd. Re: Stb D. B. S. M. F.; Custody B. of J. Ltd. Re: Stb D. e. e. F. I. M. F.; Custody Bank of Japan, Ltd. Stb Brazil Stock M. F.; Dela Depositary Asset Management B.V.; Dimensional Emerging Core Equity Market ETF of Dim; Dimensional Emerging Mkts Value Fund; Dodge Cox Emerging Markets Stock Fund; Dodge Cox Worldwide Funds Plc - Emerging Markets; Dupont Pension Trust; Eaton Vance Collective Investment Tfe Ben Plans em MQ Equ FD; Eaton Vance Int (ir) F Plc-eaton V Int (ir) Par em Mkt Fund; Eaton Vance TR CO CO TR FD - PA Str em Mkts EQ Com TR FD; Emer Mkts Core EQ Port Dfa Invest Dimens Grou; Emerging Markets Small Capit Equity Index Non-lendable Fund; Emerging Markets Small Capitalization Equity Index Fund; Emerging Markets Small Capitalization Equity Index Fund B; Employees Ret System of the State of Hawaii; ES River and Mercantile Global Recovery Fund; Etfmg Prime Mobile Payments ETF; Evtc Cit Fof Ebp-evtc Parametric Sem Core Equity Fund TR; Fidelity Covington Trust: Fidelity Crypto Industry; Fidelity Group Trust for Employee B P: F Lowpriced S C P; Fidelity Low Priced Stock Fund; Fidelity Puritan Trust: Fidelity Low-priced Stock K6 Fund; Fidelity Salem Street T: Fidelity Total Inte Index Fund; Fidelity Total Metaverse Index ETF; First Trust Brazil Alphadex Fund; First Trust Emerging Markets Small Cap Alphadex Fund; 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; Franklin Libertyshares Icav; Franklin Templeton ETF Trust - Franklin Ftse Brazi; Franklin Templeton ETF Trust - Franklin Ftse Latin; Future Fund Board of Guardians; Genesis Emerging

Markets Fund Limited; Global All Cap Alpha Tilts Fund; Global Alpha Tilts Esg Non-lendable Fund B; Global Alpha Tilts Fund A; Global Alpha Tilts Fund B; Global Ex-us Alpha Tilts Fund; Global Exus Alpha Tilts Fund B; Gmo Global R Return (ucits) F, A Sub-fund of Gmo Funds Plc; Gmo Multiasset Trust; Gmo Trust ON Behalf O Gmo Tax M I e Fund; Goldman Sachs Funds - Goldman Sachs e M C (r) EQ Portfolio; Goldman Sachs Funds II - Goldman Sachs Gms Emerging Markets; Goldman Sachs Trust - Goldman Sachs Emerging Markets e I F; Goldman Sachs Trust Ii- Goldman Sachs Multi-manager G e Fund; Gotham Capital V, LLC; Hsbc Bank Plc as Trustee of State Street Aut Emerg; Ibm 401 (k) Plus Plan; International Monetary Fund; Invesco Markets III Plc - Inv Ftse RI Emerging Mark U ETF; Invesco Rafi Fundamental Global Index Trust; Ishares Core Msci Emerging Markets ETF; Ishares Core Msci Total International Stock ETF; Ishares Emerging Markets Fundamental Index 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; Ivesco Ftse Rafi Emerging Markets ETF; John Hancock Funds II Emerging Markets Fund; John Hancock Trust Company Collective Investment T; John Hancock Variable Ins Trust Emerging Markets Value Trust; Jpmorgan Diversified Return Emerging Markets Equity ETF; Kaiser Permanente Group Trust; Laerernes Pension Forsikringsaktieselskab; Legal General Global Emerging Markets Index Fund; Legal General Global Equity Index Fund; Legal and General Assurance Pensions Mng Ltd; LF Wales PP Emerging Markets Equity Fund; Lgiasuper Trustee; Lockheed Martin Corp Defined Contribution Plans Master Trust; Lockheed Martin Corp Master Retirement Trust; Los Angeles County Employees Ret Association; Mackenzie Maximum Diversification Emerging Markets Index ETF; Managed Pension Funds Limited; Mdpim Emerging Markets Equity Pool; Mercer Qif Fund Plc; Mercer Ucits Common Contractual Fund; Mgts Afh da Global Emerging Markets Equity Fund; Ministry of Economy and Finance; Missouri Education Pension Trust; Missouri Local Government Employees Retirement System; Momentum Global Funds; Msci Acwi Ex-u.S. Imi Index Fund B2; Norges Bank; Northern Multi - Manager Emerging Markets Equity Fund; Northern Trust Collective Eafe Small Cap Index Fund-non Lend; Northern Trust Collective Emerging Markets EX Chin; Ntcc Collective Funds for Employee Benefit Trusts; Ntgi-qm Common Dac World Ex-us Investable Mif - Lending; Nvit GS Emerging Markets Equity Insights Fund; Oregon Public Employees Retirement System; Parametric Emerging Markets Fund; Parametric Taxmanaged Emerging Markets Fund; Parametric Tmemc Fund, LP; Pear Tree Axiom Emerging Markets World Equity Fund; People S Bank of China; Pictet Global Selection Fund - G G M Fund; Pimco Equity Series: Pimco Rae Emerging Markets Fund; Pimco Rae Emerging Markets Fund LLC; Principal Financial Services, Inc; Prudential Trust Company; Public Employees Retirement Association of New Mex; Public Employees Retirement System of Ohio; Qic International Equities Fund; Qic Listed Equities Fund; River and M. I. Funds - R. and M. e. M. Ilc e. Fund; River and Mercantile Investments Icav -river and M; Rize Ucits Icav; Robeco Capital Growth Funds; 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 TR Company Commingled e. B. F. T. R. L. D. I. S.; Schwab Emerging Markets Equity ETF; Scotia Emerging Markets Equity Fund; Scottish Widows Investment Solutions Funds Icvc- Fundamental; Scri Robeco QI Inst Emerg Mkts Enhanced Ind Equities Fund; Scri-robeco QI Cust Emerg Markets Enhanced Index Equit Fund; Segall Bryant Hamill Collective Investment Trust; Segall Bryant Hamill Emerging Markets Small Cap Fund, LP; SK Welt; Spartan Group Trust for Employee Benefit Plans: SP; Spdr SP Emerging Markets ETF; Spp Aktieindexfond Global; Spp Emerging Markets Plus; Spp Emerging Markets Sri; 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; ST Str Msci Acwi EX Usa Imi Screened Non-lending Comm TR FD; 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; Stichiting Blue Sky Act EQ em MK GL Fund; Stichting Depositary Apg Emerging Markets Equity Pool; Stichting Pensioenfonds Rail and Openbaar Vervoer; Stichting Pggm Depositary; Stichting Shell Pensioenfonds; Sunsuper Superannuation Fund; 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 Board of the Pension Protection Fund; the Board of.A.C.e.R.S.Los Angeles, california; the Goldman Sachs Trust Company na Collective Trust; the Incubation Fund, Ltd.; the Master Trust BK of Jpn, Ltd. as TO BNP Pbe Mother FD; the Monetary Authority of Singapore; the Nomura Trust and Banking CO., Ltd. Re: Fidelit; the Regents of the University of California; the Shell Contributory Pension Fund; Universal-investment-ge. Mbh ON B. of Lvui EQ. em. Mkts; Ups Group Trust; Usaa Emerging Markets Fund; Utah State Retirement Systems; 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 Icvcvanguard 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; Verdipapirfondet Storebrand Indeks Alle Markeder; Verdipapirfondet Storebrand Indeks Nye Markeder; Vgv Poolfonds Eme II; Victoryshares Usaa Msci e. M. Value M. ETF; Virginia Retirement System; Washington State Investment Board; Wellington Trust Company N.A.; Wellington Trust Company, National Association Mul; West Virginia Investment Management Board; Wisdomtree Emerging Markets Smallcap Dividend Fund; Bruno Palermo Mendonça.

## **ANNEX I**

### **SYNTHETIC VOTING FINAL MAP**

Item	Deliberation	Number of votes			
		Approve	Reject	Abstain	
1	Take the management accounts, examine and vote on the Management Report and the Financial and Accounting Statements, combined with the opinions of the Fiscal Council, the Independent Auditors, and the Audit Committee, for the fiscal year ending December 31, 2022;	1,926,415,049	1,150,336	55,311,855	
2	Resolve on the allocation of net income for the fiscal year ending December 31, 2022, which includes the ratification of the amount of distributed dividends and the retention of a portion of the net income based on a capital budget, according to the Management Proposal.	1,965,779,780	7,593	17,089,867	
3	Deliberate on the setting of the overall compensation of the directors, in the total amount of up to BRL 79,706,107.74 (seventy-nine million, seven hundred and six thousand, one hundred and seven Brazilian Reais and seventy-four cents) for the compensation of the Company's Directors.	1,693,031,224	272,024,126	17,821,890	
4	Separate election of candidates to the Fiscal Council by minority shareholders.				
	Raphael Manhães Martins / Cristiane do Amaral Mendonça	17,069,048	-	-	
5	Election, by majority vote, of the members of the Fiscal Council by candidate:				
	Daniela de Avelar Gonçalves (full member) / Eliande de Jesus Santos Lindoso Filho (alternate member)	1,634,819,200	-	-	
	Euler Antonio Luz Mathias (full member) / Cristiano Leonel Correa (alternate member)	1,634,819,200	-	-	
	Marcos Aparecido Galende (full member) / Adalberto Tripoli Barbosa (alternate member)	1,634,819,200	-	-	
	Herculano Aníbal Alves (full member) /Fabiana Pinto Fonseca (alternate member)	1,634,819,200	-	-	
6	Deliberate on the setting of the overall compensation of the members of the Fiscal Council, in the total amount of up to BRL 806,250.00 (eight hundred and six thousand, two hundred and fifty Brazilian Reais), which comprises a monthly compensation for each effective director equivalent to at least 10% (ten percent) of the compensation that, on average, is assigned to each Director of the Company, not including benefits, representation allowances and profit sharing.	1,634,819,200	0	348,058,040	

#### Annex II

#### **Capital Budget**

Cielo's capital budget for fiscal year 2023 includes the allocation of up to BRL 4.297 billion for the prepaid products (Purchase of Receivables - ARV and Receba Rápido) and up to BRL 779 million for investments in technology and other inputs necessary for the development of the Company's activities, including the acquisition of POS terminals, as shown in the table below.

Capital Need	R\$ M	
Allocation in Pre-payment/Prepaid Volume	4.297	
Investments – POS, IT and Others	779	
Total	5.076	

Of this amount, it is proposed that BRL 892 million will originate from a portion of the profit for the 2022 fiscal year. The remaining amount, of BRL 4,184 million, refers to funds to be originated by the Company's cash generation in 2023 and/or credit lines already contracted or to be contracted by the company.

Therefore, the Board of Directors proposes to this Ordinary General Meeting, with the assent of the Fiscal Council, the approval of the withholding of the amount of BRL 892,330,493.09 (eight hundred and ninety-two million, three hundred and thirty thousand, four hundred and ninety-three Brazilian Reais and nine cents) of the net income calculated in the fiscal year 2022, based on the capital budget described above."