Report on Brazilian Corporate Governance Code Listed Companies 2026

9th Edition

Presentation

We present the 2026 edition of the Banco do Brasil Report on the Brazilian Corporate Governance Code – Listed Companies (Report), pursuant to CVM Resolution No. 80/2022, article 32 and Annex D, highlighting the practices, structures and mechanisms that guide the conduct of our activities, reflecting our commitment to integrity, transparency, equity, accountability and sustainability, essential principles that underpin our governance model.

We believe that the Report represents more than mere compliance with a normative obligation, but an important instrument for gauging and the Company's commitment to the continuous search for alignment with national and international best practices.

Thus, Banco do Brasil maintains its corporate governance as an organizational capacity and strategic instrument for the creation of sustainable value, promoting responsible, ethical and long-term decisions, strengthening the confidence of shareholders, investors, customers, employees and other stakeholders in BB.

In this process, the Board of Directors monitors and supervises adherence to governance guidelines and applicable standards, ensuring that the management, control and supervision mechanisms are adequately structured and in permanent improvement.

For this edition, we have improved the objectivity and conciseness of the wording, maintaining the reliability and accuracy of the information, which have always characterized the editions of this document. In addition, we have included, at the end of the Report, a section containing all the links to the referenced information, to facilitate the use by readers.

Finally, with this Report, we reaffirm our institutional commitment to the adoption of the best corporate governance practices and to acting responsibly towards the market and society.

Brasília, Brasil, July 9, 2026.

Board of Directors of Banco do Brasil

Anelize Lenzi Ruas de Almeida
Chairperson of the Board

Elisa Vieira Leonel
Vice-Chaiperson of the Board

Fábio Franco Barbosa Fernandes
Board Member

Fernando Florêncio Campos
Board Member

Márcio Luiz de Albuquerque Oliveira
Board Member

Selma Cristina Alves Siqueira
Board Member

Tarciana Paula Gomes Medeiros
Board Member (CEO of BB)

Valmir Pedro Rossi
Board Member

Introduction

The Brazilian Corporate Governance Code – Listed Companies (CBGC), on which this Report was prepared, is the result of a context of coordinated effort by Brazilian capital market institutions to strengthen governance and market attractiveness.

Thus, the Interagents Working Group (GT Interagentes) was convened[1] to prepare the Code based on the analysis of governance models in international markets, the incorporation of the G20/OECD Corporate Governance Principles and the adoption of the "comply or explain" model, used in the European Union and the United Kingdom.

Over time, the CVM introduced the obligation to prepare the Report through CVM Instruction No. 586, dated June 8, 2017, effective from 2018. In 2022, CVM Resolution No. 80 replaced that Instruction and has since governed the matter.

It is important to emphasize that the CVM, as a regulator of the securities market, allocates its regulation to publicly traded companies and its concern is focused on the development of the market in general and the protection of shareholders.

However, companies may be subject to different types of regulation depending on their activities. Banco do Brasil, for example, as a publicly traded financial institution and mixed-capital company, is subject to a complex and rigid regulatory environment. In addition, BB is also committed to adopting differentiated corporate governance practices, such as those provided for in the "Novo Mercado", B3's special listing segment.

In view of these considerations, below we will address each of the 54 Recommended Practices by the CBGC and show how BB classifies itself in relation to these practices. The Report, like the Brazilian Corporate Governance Code – Listed Companies, is organized into 5 chapters: 1. Shareholders; 2. Board of Directors; 3. Executive Management; 4. Supervisory and Control Bodies; and 5. Ethics and Conflict of Interest.

[1] The GT Interagentes is composed of ABRAPP; ABRASCA; ABVCAP; AMEC; ANBIMA; APIMEC; B3; BRAiN; IBGC; IBRI; and IBMEC Institute.

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1. Shareholders

1.1 Shareholding Structure

1.1.1 The share capital should be comprised only of common shares.

APPLY. Banco do Brasil's capital stock is composed only of common shares, as provided for in the Bylaws (Article 7) and in the Reference Form, Section 12.

1.2 Shareholders' Agreements

1.2.1 Shareholders' agreements should not bind the exercise of voting rights of any members of management or supervisory and control bodies.

NOT APPLICABLE. Banco do Brasil does not have a Shareholders' Agreement, as stated in the Reference Form in item 1.13.

1.3 Shareholders' Meeting

1.3.1 The executive board should use the shareholders' meeting to communicate how the company's business is being conducted, for which reason management should publish a handbook with the purpose of facilitating and stimulating participation at shareholders' meetings.

APPLY. BB makes publicly available the Shareholders' Handbook, which presents shareholders with information on the functioning of the meetings, the management's proposal, guidelines for participation and the voting exercise.

1.3.2 Minutes should enable full understanding of the discussions occurred during the meetings, even if they are recorded in summary form, and identify the votes cast by the shareholders.

APPLY: As provided for in paragraph 6 of Article 9 of the Bylaws, the *"minutes of the General Shareholders' Meetings shall be drawn up in summary form with regard to the facts that occurred, including dissent and protests, and shall contain the transcription only of the resolutions taken, in compliance with the legal provisions"*. The minutes, notices and summaries of the decisions of the General Shareholders' Meetings are published by the Bank on the Investor Relations website.

1.4 Anti-Takeover Mechanisms

1.4.1 The board of directors should conduct a critical analysis of the advantages and disadvantages of the anti-takeover mechanism and its characteristics, and especially of the triggers and price parameters, if applicable, providing the related explanations.

1.4.2 Provisions that prevent removal of the measure from the bylaws, the so-called "entrenched clauses", should not be used.

1.4.3 If the bylaws determine that a tender offer should be carried out, whenever a shareholder or group of shareholders directly or indirectly achieves significant participation in the voting capital, the rule for determination of the offer price should not impose addition of premiums substantially greater than the economic value or market value of the shares.

NOT APPLICABLE: In the case of Banco do Brasil S.A., as it is incorporated as a mixed-capital company (article 4 of Law No. 13,303/2016 – State-Owned Companies Law), there is no risk of transfer of the control exercised by the Federal Government to third parties through opportunistic acquisitions of a significant portion of the capital, regardless of the market moment. In addition, by virtue of a decision of the Federal Supreme Court, rendered in ADI 5,624, even if there is any movement by the Federal Government to sell the shares that confer on it the exercise of the power of control of the Bank ("privatization"), this process must follow its own procedure, including requiring prior and specific legislative authorization and, as a rule, public bidding.

1.5 Change of Control

1.5.1 The company's bylaws shall provide that:

(i) transactions where there is direct or indirect transfer of control should be followed by a tender offer directed to all shareholders, for the same price and in the same conditions obtained by the selling shareholder;

(ii) management should issue an opinion on the terms and conditions of corporate reorganizations, capital increases, and other transactions that result in change of control, and state whether they ensure fair and equitable treatment to the company's shareholders.

APPLY: Banco do Brasil's Bylaws:

(i) Article 59 provides for the practices applicable in the event of a transfer of control of the Company, including the obligation to carry out a Tender Offer extending to minority shareholders the same price and conditions granted to the selling controlling shareholder; and

(ii) Article 21, IV, provides that the Board of Directors shall express its opinion on matters submitted to the General Meeting for shareholders' consideration and resolution, including corporate reorganizations, capital increases and other transactions that may result in a change of control. Article 29, I, in turn, assigns to the Board of Officers the responsibility for submitting such matters to the Board of Directors for consideration and deliberation.

1.6 Management Opinion in Tender Offers

1.6.1 The bylaws should provide that the board of directors should issue an opinion in relation to any tender offer related to shares and securities convertible into or exchangeable for shares of the company, which shall contain, among other relevant information, opinion of the board of directors on the acceptance of the tender offer and on the company's economic value.

APPLY: Article 21, XVIII, and Paragraph 4 of the Bylaws provide for the issuance of a formal opinion by the Board of Directors in connection with public tender offers for the acquisition of shares issued by Banco do Brasil.

1.7 Profit Allocation Policy

1.7.1 The company should prepare and disclose a profit allocation policy established by the board of directors. Among other aspects, such policy should provide the frequency of payments and the reference parameter to be used for definition of the related amount (percentage of the adjusted net profit and of the free cash flow, among others).

APPLY: Banco do Brasil has a Shareholder Remuneration Policy, which transparently establishes the guidelines for shareholder remuneration, including the frequency of dividend and interest on equity distributions, the parameters used to determine payments and the minimum distribution percentages.

1.8 Mixed-Capital Companies

1.8.1 The bylaws must clearly and precisely identify the public interest that justified the creation of the mixed-capital company, in a specific chapter.

APPLY: The public interest underlying the creation of Banco do Brasil is expressly established in Article 2, caput and Paragraph 2, of the Bylaws. Article 5 further regulates the Bank's relationship with the Federal Government, considering Banco do Brasil's role as a financial agent of the National Treasury and as an instrument for the execution of the Federal Government's credit policy.

1.8.2 The board of directors shall monitor the company's activities and establish policies, mechanisms and internal controls to determine the possible costs of meeting the public interest and any reimbursement of the company or other shareholders and investors by the controlling shareholder.

APPLY: Banco do Brasil's Board of Directors oversees the Company's activities and establishes policies, mechanisms and internal controls to determine the costs incurred in fulfilling the public interest mandate, as well as any reimbursement due to the Company.

The Bylaws (Article 5, Sole Paragraph) set forth the conditions applicable to contracts entered between the Bank and the Federal Government. Such conditions constitute some of the mechanisms available to the Company to ensure that any costs incurred in fulfilling the public interest mandate are adequately remunerated, as they require transactions with the Federal Government to be conducted on market-based terms, thereby ensuring appropriate reimbursement to the Company and safeguarding the interests of other shareholders and investors.

It should also be noted that the Bank operates in the rural credit sector, where certain financing operations are subject to Federal Government subsidies through interest rate equalization mechanisms, pursuant to Law No. 8,427/1992. Each year, the Federal Government conducts a competitive process for the allocation of equalization limits among previously qualified financial institutions. The applicable remuneration limits and parameters are established through regulations issued by the National Treasury Secretariat. This framework ensures that operations carried out in furtherance of public policies aimed at supporting agribusiness are conducted under market-compatible economic conditions, ensuring adequate remuneration and reimbursement for the Company and its shareholders.

In addition, as contracts with the Federal Government constitute related-party transactions, the Bank's Related Party Transactions Policy provides for appropriate internal controls to ensure that such transactions comply with applicable requirements. Further information on Banco do Brasil's activities in furtherance of the public interest is available in the Annual Letter on Public Policies and Corporate Governance and in the Reference Form, both available on the Bank's Investor Relations website.

2. Board of Directors

2.1 Duties

2.1.1 The Board of Directors shall, without prejudice to other legal, statutory and other practices provided for in the Code:

(i) define business strategies, considering the impacts of the company's activities on society and the environment, aiming at the company's continuity and the creation of value in the long term;

(ii) periodically assess the company's exposure to risks and the effectiveness of risk management systems, internal controls and the integrity/compliance system and approve a risk management policy compatible with business strategies;

(iii) define the company's values and ethical principles and ensure the maintenance of the issuer's transparency in the relationship with all stakeholders;

(iv) annually review the corporate governance system, with a view to improving it.

APPLY: On the duties of the Board of Directors (BoD):

(i) The Bylaws (Article 21, I) assign to the Board of Directors the responsibility for approving Banco do Brasil's Corporate Strategy. In this process, the Board evaluates the impacts of the Company's performance, including ESG aspects, and establishes, among other objectives, a specific objective under the ESG perspective of the strategic map;

(ii) The Bylaws (Article 21, I and V) provide that the Board of Directors is responsible for approving corporate policies and overseeing the Company's risk management and internal control systems. The Board of Directors' Internal Regulations (Article 5) further set forth additional responsibilities relating to these matters;

(iii) The Bylaws (Article 21, I) assign to the Board of Directors the responsibility for approving Banco do Brasil's Code of Ethics, which sets forth the expectations, values and principles that guide employees in addressing ethical dilemmas and making decisions consistent with the Bank's ethical standards;

(iv) Finally, Article 21, I, of the Bylaws assigns to the Board of Directors the responsibility for approving the Report on the Brazilian Corporate Governance Code. When reviewing and approving the document, the Board of Directors annually evaluates the Company's corporate governance system.

2.2 Composition of the Board of Directors

2.2.1 The bylaws must establish that:

(i) the Board of Directors is composed mostly of external members, with at least one third of independent members;

(ii) the Board of Directors must annually evaluate and disclose who the independent directors are, as well as indicate and justify any circumstances that may compromise their independence.

PARTIALLY APPLIED: BB's Bylaws establish that:

(i) The Board of Directors (BoD) of Banco do Brasil is composed of eight members, six of whom must be external to the Bank. Of these external members, four are appointed by the Federal Government and two are elected by minority shareholders. Only two seats are reserved for internal members: the Chief Executive Officer and the employee representative on the Board of Directors (Caref), as provided in Article 18 of the Bylaws.

With respect to board independence, the Bylaws require that at least 30% (thirty percent) of the Board members be independent. Based on the rounding rule established by Law No. 13,303/2016 (Article 22, Paragraph 2), this requirement corresponds to two independent directors and is consistent with the recommendation set forth in the Brazilian Corporate Governance Code. Furthermore, pursuant to Article 18, Paragraph 7, VI, of the Bylaws, should the members elected by minority shareholders fail to meet the statutory independence requirements, the Minister of Finance shall appoint directors who satisfy the applicable independence criteria.

(ii) The Internal Regulations of the Board of Directors (Article 5, XX) establish that it is the Board's responsibility, following prior review by the Humans, Eligibility, Succession and Remuneration Committee (Corem), to annually assess and disclose which directors qualify as independent, as well as to identify and justify any circumstances that may affect their independence. The independent members of the Board of Directors are disclosed on Banco do Brasil's Investor Relations website, and verification of compliance with the applicable independence requirements is recorded in the minutes of the Board's meetings.

2.2.2 The board of directors shall approve a nomination policy that establishes:

(i) the process for the appointment of members of the board of directors, including the indication of the participation of other bodies of the company in said process;

(ii) that the Board of Directors should be composed in view of the availability of time of its members to perform their functions and the diversity of knowledge, experiences, behaviors, cultural aspects, age group and gender.

APPLY: BB has a Appointment and Succession Policy approved by the Board of Directors (BoD) that:

(i) defines the process for the appointment of members of the Board of Directors, its advisory committees, the Supervisory Board, the Executive Board, and the heads of Internal Audit and the External Ombudsman Office, with the effective participation of the Humans, Eligibility, Succession and Remuneration Committee, an advisory committee to the Board of Directors;

(ii) recognizes the importance of diversity in backgrounds, qualifications and experience in the composition of management bodies, including with respect to gender, age and race.

Additionally, pursuant to Article 18, Paragraph 7, Item II of the Bylaws, at least 30% (thirty percent) of the members of the Board of Directors must be women, based on the nominee's self-declared gender. Of this percentage, at least 30% (thirty percent) must be composed of black women or women with disabilities.

2.3 Chairperson of the Board

2.3.1 The Chief Executive Officer shall not accumulate the position of Chairman of the Board of Directors.

APPLY: At Banco do Brasil, the positions of Chairperson and Vice-Chairperson of the Board of Directors may not be held concurrently with the position of Chief Executive Officer, even on an interim basis, as provided for in Article 11, Paragraph 3 of the Bylaws.

2.4 Evaluation of the Board and Board Members

2.4.1 The company shall implement an annual process for evaluating the performance of the board of directors and its committees, as collegiate bodies, the chairman of the board of directors, the directors, individually considered, and the governance secretariat, if any.

APPLY: Banco do Brasil's annual Board evaluation process is provided for in Article 21, Item XVII and Paragraph 5 of the Bylaws and further detailed in Article 24 of the Internal Regulations of the Board of Directors (BoD). Section 7.1.b of the Company's Reference Form describes the evaluation methodology, the main assessment criteria and the actions taken based on the evaluation results.

2.5 Succession Planning

2.5.1 The board of directors shall approve and keep up to date a plan for the succession of the chief executive officer, the preparation of which shall be coordinated by the chairman of the board of directors.

EXPLAIN: Pursuant to Article 21, Paragraph 1 of Law No. 4,595/1964 and Article 24 of Banco do Brasil's Bylaws, the appointment of the Chief Executive Officer is the responsibility of the President of the Republic. Therefore, the Board of Directors is not charged with maintaining a succession plan for this position.

2.6 Integration of New Board Members

2.6.1 The company must have a previously structured integration program for new members of the board of directors, so that these members are introduced to the

company's key people and its facilities and in which essential topics for the understanding of the company's business are addressed.

APPLY: The Integration Program for Members of Banco do Brasil's Board of Directors (BoD) is designed to provide newly appointed directors with a comprehensive understanding of the Company's business, governance framework and operating environment, as well as to introduce them to key stakeholders and familiarize them with the Company's main facilities.

The Program is structured in four stages:

1. An onboarding meeting;

2. Delivery of the Welcome Manual, which provides essential information to enable directors to fully understand their roles, responsibilities, rights and the functioning of the Board;

3. Visits to the Company's facilities; and

4. Institutional presentations.

2.7 Compensation of Board Members

2.7.1 The compensation of the members of the board of directors must be proportional to the attributions, responsibilities and time demands. There should be no compensation based on attendance at meetings, and variable compensation for directors, if any, should not be tied to short-term results.

APPLY: The compensation of the members of the Board of Directors, as well as of the other statutory officers, is determined annually by the General Shareholders' Meeting and considers their duties, responsibilities and time commitment, in addition to the applicable legislation and regulations (Bylaws, Article 16). It should also be noted that, pursuant to Law No. 9,292/1996 (Article 1), the remuneration of members of the Board of Directors corresponds to one tenth of the average monthly remuneration of the members of Banco do Brasil's Executive Board. The remuneration arrangements applicable to each of Banco do Brasil's corporate bodies are described in Section 8 of the Reference Form.

2.8 Charter of the Board of Directors

2.8.1 The board of directors must have an internal charter that regulates its responsibilities, attributions and operating rules, including:

(i) the duties of the chairman of the board of directors;

(ii) the rules for replacing the chairman of the board in his absence or vacancy;

(iii) the measures to be adopted in situations of conflict of interest; e

(iv) the definition of sufficient time in advance for the receipt of materials for discussion at the meetings, with adequate depth.

APPLY: The Internal Regulations of the Board of Directors (BoD) establish:

(i) the duties and responsibilities of the Chairman of the Board of Directors (Article 6);

(ii) the rules governing the substitution of the Chairman in the event of temporary absence or vacancy (Article 7);

(iii) the procedures to be followed in situations involving conflicts of interest (Articles 16 and 17); and

(iv) the minimum advance period for the receipt of meeting materials by Board members prior to meetings (Article 20).

2.9 Meetings of the Board of Directors

2.9.1 The board of directors must define an annual calendar with the dates of the ordinary meetings, which must not be less than six nor more than twelve, in addition to calling extraordinary meetings, whenever necessary. This calendar should provide for an annual thematic agenda with relevant subjects and discussion dates.

APPLY: Pursuant to Article 10 of the Internal Regulations of the Board of Directors, the schedule of ordinary meetings for the following year is approved at the last ordinary meeting of each year. The schedule already includes the dates of meetings designated for the deliberations required prior to the disclosure of quarterly results.

At the beginning of each fiscal year, the Board's annual work plan is established, including a schedule for the discussion of key matters, deliberation on regulatory agendas and monitoring of issues under the Board's oversight.

In addition, pursuant to Article 22 of the Bylaws, the Board of Directors meets ordinarily at least eight times a year and extraordinarily whenever convened by its Chairman or at the request of at least two directors.

2.9.2 Board meetings must regularly provide for exclusive sessions for external directors, without the presence of executives and other guests, for alignment of external directors and discussion of topics that may create embarrassment.

APPLY: Article 14 of the Internal Regulations of the Board of Directors requires the Board to hold at least one meeting per year without the presence of the Chief Executive Officer, for the purpose of approving the Annual Internal Audit Plan and the Annual Report on Internal Audit Activities.

2.9.3 The minutes of the board meeting must be clearly written and record the decisions taken, the people present, the dissenting votes and the abstentions from voting.

APPLY: The sole paragraph of Article 22 of the Internal Regulations of the Board of Directors provides that "the minutes shall be drafted in a clear manner and shall record the decisions taken, the persons present, any dissenting votes and any abstentions from voting."

Extracts of the minutes of meetings of the Board of Directors containing matters that produce legal effects vis-à-vis third parties are disclosed on Banco do Brasil's Investor Relations website, filed with the Brazilian Securities and Exchange Commission (CVM) and published in a widely circulated newspaper.

3. Executive Board

3.1 Duties

3.1.1 The executive management, without prejudice to its other attributions provided by law, the bylaws and other practices set forth in this Code, shall:

(i) implement the risk management policy and, when necessary, propose to the board of directors any necessary revision of such policy, as a result of changes in the risks to which the company is exposed; and

(ii) implement and maintain effective procedures and programs for monitoring and disclosure of the financial and operating performance and of the impacts of the company's activities on society and the environment.

APPLY: At Banco do Brasil:

(i) the approval of the Risk and Capital Management Policy and its periodic review are the responsibility of the Board of Directors (BoD), in accordance with its Internal Regulations (Article 5, VIII, items "a" and "b") and the Bank's Bylaws (Article 21, I). Pursuant to Article 29, I and II, of the Bylaws, the Board of Officers is responsible for implementing the Company's policies and submitting related proposals to the BoD.

(ii) The monitoring and disclosure of BB's financial and operational performance, as well as the social and environmental impacts of its activities, are carried out through various channels, notably the quarterly earnings disclosures and the Annual Report, both available on BB's Investor Relations website.

The Annual Report, Banco do Brasil's primary corporate sustainability report, is an important instrument for institutional positioning and accountability to stakeholders and regulatory bodies. The document presents the Bank's initiatives and results related to business management, the economic, environmental and social impacts of its activities, and its outlook for the coming years.

Banco do Brasil adopts the standards of the Global Reporting Initiative (GRI), the leading international framework for sustainability reporting, in the preparation of its Annual Report. The reported indicators are subject to assurance by an independent external auditor, reinforcing the reliability and quality of the information disclosed.

In addition to the GRI Standards, the Bank also draws upon the frameworks developed by the International Integrated Reporting Council (IIRC) and the Sustainability Accounting Standards Board (SASB). These frameworks promote the concept of "connectivity of information" — financial, accounting and sustainability-related — thereby enabling a more comprehensive understanding of the factors that create value for the organization over the long term.

3.1.2 The executive board should have an exclusive charter that establishes its structure, operation and its roles and responsibilities.

APPLY: The Bank's Executive Board, which includes the Board of Officers (CEO and the Vice-Presidents) and the other Officers, has its own Internal Regulation, which regulate its structure, operation, roles and responsibilities. Pursuant to Article 29, IX of the Bylaws, the Internal Regulations of Executive Board and Board of Officers are approved by the Board of Officers.

3.2 Appointment of Executive Members

3.2.1 There should be no reservation of executive positions or managerial positions for direct appointment by shareholders.

PARTIALLY APPLIED: Banco do Brasil is a mixed-capital company, and the appointment of the Bank's CEO is the responsibility of the President of the Republic, pursuant to Article 21, Paragraph 1, of Law No. 4,595/1964. The other members of the Executive Board, namely the Vice-Presidents and Executive Officers, are nominated by the CEO (Article 5, II, of the Internal Regulations of the Board of Officers) and elected by the Board of Directors (Article 21, X, of the Bylaws). In addition, the position of Executive Officer may only be held by active employees of Banco do Brasil, and all members of the Executive Board are subject to the requirements and prohibitions set forth in the Bylaws, the Appointment and Succession Policy, and Law No. 13,303/2016.

3.3 Evaluation of the CEO and the Executive Board

3.3.1 The CEO should be evaluated, on an annual basis, in a formal process conducted by the board of directors, based on achievement of financial and non-financial performance goals established by the board of directors for the company.

3.3.2 The results of the evaluation of the other officers, including the CEO's propositions regarding the goals to be agreed and the permanence, promotion or dismissal of the executives in relation to their respective positions, should be submitted to, reviewed, discussed and approved by the board of directors.

APPLY: The performance evaluation process of the Executive Board, including the CEO, the Vice-Presidents and the others Executive Officers of Banco do Brasil, is provided for in Article 21, XVII, and Paragraph 5 of the Bylaws. The Internal Regulations of the Board of Directors (BoD) also provide for the matter in Article 24.

Section 7.1.b of the Bank's Reference Form describes the performance evaluation methodology adopted, the main evaluation criteria, and the way in which the results of the evaluations are reported. The same section provides that, based on the results of the Individual Performance Evaluation of the members of the Executive Board, the Board of Directors is responsible for discussing and proposing measures or recommendations aimed at enhancing the Bank's governance and the performance of the evaluated executives.

Compliance with the evaluation process is monitored by the Humans, Eligibility, Succession and Remuneration Committee , as provided for in Article 34, Paragraph 6, VI, of the Bylaws; Article 24, Paragraph 3, of the Internal Regulations of the Board of Directors; and Articles 5, XIV, and 11, IV, of the Internal Regulations of the Humans, Eligibility, Succession and Remuneration Committee.

3.4 Executive Board Compensation

3.4.1 The executive board's compensation should be established by means of a compensation policy approved by the board of directors through a formal and transparent process that takes into consideration the costs and risks involved.

APPLY: Banco do Brasil has a Specific Remuneration Policy for Directors, approved by the Board of Directors, which aims to attract, incentivize, reward and retain members of Management, encouraging the conduct of business in a sustainable manner, within appropriate risk limits and aligned with the Bank's short, medium and long-term strategies, while reconciling the interests of shareholders and other stakeholders. The Policy is governed by Law No. 6,404/1976, Law No. 13,303/2016, Decree No. 8,945/2016, CMN Resolution No. 5,177/2024, Decree No. 12,102/2024 and Banco do Brasil's Bylaws.

The indicators used to calculate variable compensation are derived from the Corporate Strategy, the Master Plan and the Collective Bargaining Agreement.

As provided for in Article 16 of the Bylaws, the General Shareholders' Meeting approves the compensation of the members of Management on an annual basis. At the General Shareholders' Meeting held on April 29, 2026, shareholders approved, by majority vote, an adjustment to the amount of the aggregate compensation of Management, the Supervisory Board, the Audit Committee, the Risk and Capital Committee, the Humans, Eligibility, Succession and Remuneration Committee, the Technology and Innovation Committee, and the Corporate Sustainability Committee, in accordance with the minutes of the General Shareholders' Meeting published on Banco do Brasil's Investor Relations website.

Additional information on the compensation of Banco do Brasil's managers is available in Section 8 of the Reference Form.

3.4.2 The executive management´s compensation should be tied to results, with medium and long-term goals clearly and objectively related to creation of long-term economic value for the company.

APPLY: BB's Specific Management Compensation Policy aims to: reinforce commitment to the Corporate Strategy; encourage the sustainable enhancement of results; and recognize the efforts of each member of Management in proportion to the achievement of established targets. The Policy also seeks to align the Variable Remuneration Arrangement (VRA) with the Bank's risk management framework, so as not to encourage behaviors that increase risk exposure beyond the levels considered prudent under the Organization's short-, medium- and long-term strategies. In addition, it directly contributes to the achievement of the Bank's guidance, since the VRA calculation methodology considers the attainment of performance indicator targets, which are derived from the Corporate Strategy, the Master Plan and the Work Agreement. As provided for in Article 16 of Banco do Brasil's Bylaws, the compensation and other benefits granted to members of the Management bodies are established annually by the General Shareholders' Meeting, in accordance with applicable legal requirements.

The compensation package granted to members of the Executive Board takes into account the level of responsibility associated with their positions and the fiduciary duties inherent thereto, the time devoted to their functions, their competencies and professional reputation, as well as the market value of their services, with the objective of maximizing the Bank's results in a sustainable manner over time, while considering the Company's Risk and Capital Management Policy and the economic environment in which it operates. Detailed in Section 8 of the Reference Form, total compensation comprises fixed remuneration

(fees), Christmas bonus and benefits, in addition to a variable remuneration component intended to recognize Management's contribution to the results achieved. The payment structure is aligned with the provisions of CMN Resolution No. 5,177/2024, notably including compensation paid in the Company's shares.

3.4.3 The incentive structure should be in line with the risk limits established by the board of directors and should prohibit a single person from controlling the decision making process and its respective inspection. Nobody should decide his or her own compensation.

APPLY: As provided in Article 5, XVI, of the Internal Regulations of the Board of Directors, the Board of Directors is responsible for ensuring that the compensation structure adopted by the Bank does not encourage conduct inconsistent with the risk appetite levels established in the Risk Appetite Statement (RAS).

Article 21, V, of the Bylaws further provides that the Board of Directors is responsible for overseeing the Bank's risk management and internal control systems.

In turn, the Risk and Capital Committee (Coris) is responsible, among other duties, for advising the Board of Directors on risk and capital management matters and for reviewing and reporting to the Board of Directors on reports relating to risk and capital management processes, pursuant to Article 35, Paragraph 2, Items I and II, of the Bylaws.

In addition, the compensation package granted to the members of the Executive Board complies with the legal provisions applicable to state-owned enterprises and corporations and seeks to reward them in accordance with the level of responsibility associated with their positions, the trust inherent in their duties and their market value, taking into account the Bank's Risk and Capital Management Policy, its results and the economic environment in which it operates.

As provided in Article 16 of the Bylaws, the compensation and other benefits of the members of the management bodies, including the Board of Directors, are determined annually by the General Shareholders' Meeting, subject to the applicable legal provisions and as detailed in Section 8 of the Reference Form. Accordingly, members of Management do not participate in decisions regarding their own compensation.

4. Supervisory and Control Bodies

4.1 Audit Committee

4.1.1 As regards the audit committee:

(i) its attributions shall include assisting the board of directors in monitoring and controlling the quality of the financial statements, internal controls, risk management and compliance;

(ii) it shall be formed mostly of independent members and be coordinated by an independent member of the board;

(iii) at least one of its independent members shall have proven experience in the accounting – corporate field, in internal controls, finance, and audit, cumulatively; and

(iv) it shall have a dedicated budget for procurement of advisors for accounting, legal or other matters, when the opinion of an external expert is necessary.

APLICA: The operation of the Audit Committee operates in accordance with corporate governance best practices, as evidenced by the following:

(i) Article 33, Paragraphs 7, 8 and 9, of the Bylaws set forth the main duties of the Bank's statutory Audit Committee, including advising the Board of Directors on the exercise of its audit and oversight functions. In addition, Article 5 of the Internal Regulations of the Audit Committee describes all of the Committee's responsibilities, including reviewing the financial statements (Item II); assessing the effectiveness of the internal control systems (Item III); evaluating and monitoring, in coordination with the Risk and Capital Committee (Coris), the Bank's risk exposures (Item IX); and reviewing reports concerning indications of illegality related to the Bank's activities, compliance function and internal control systems (Item XII);

(ii) BB's Audit Committee is composed of no fewer than three and no more than five members, all of whom are independent, as provided for in Article 33 of the Bylaws. The Committee also has a Coordinator, appointed by the Board of Directors, pursuant to Article 33, Paragraph 10, of the Bylaws and Article 9 of its Internal Regulations;

(iii) Article 33, Paragraph 2, Item IV, of the Bylaws and Article 3, Paragraph 1, Item IV, of the Internal Regulations of the Audit Committee require that at least one member possess proven knowledge and experience in corporate accounting; and

(iv) The Audit Committee's budget is proposed by the Committee itself directly to the Board of Directors, subject to a prior opinion from the Controllership Board, the Bank's corporate budget management body, in accordance with Article 15 of the Committee's Internal Regulations.

4.2 Supervisory Board

4.2.1 The supervisory board should have a dedicated charter describing its structure, operation, work program, its roles and responsibilities, without creating obstacles to the individual performance of its members.

APPLY: BB's Supervisory Board has its own Internal Regulations, which establish its structure (Article 3), operating procedures (Articles 9, 10, 11 and 12), duties and responsibilities (Articles 6, 7 and 8), as well as other provisions governing its activities.

4.2.2 The minutes of the meetings of the fiscal council should comply with the same rules of disclosure of minutes applicable to the board of directors.

APPLY: As provided for in Article 14, Paragraph 1, of the Internal Regulations of the Fiscal Council, the minutes are prepared in summary form and include the meeting number, date, location, attendees, and a summary of the matters discussed and resolutions adopted. The minutes are disclosed at the request of any member, unless a majority of the members determine that such disclosure may be contrary to the legitimate interests of Banco do Brasil. In addition, extracts of the minutes of the Supervisory Board meetings are disclosed on the Bank's Investor Relations website.

4.3 Independent Audit

4.3.1 The company should establish a policy for procurement of extra-audit services from its independent auditors, approved by the board of directors that prevents hiring of extra-audit services that could compromise the independence of the auditors. The company should not hire as independent auditor any party that has provided internal audit services to the company in the previous three years.

APPLY: At Banco do Brasil, the engagement of other independent audit services is subject to prior consultation with the Audit Committee and the Internal Audit Department, to assess any potential conflicts of interest or threats to the independence of the independent auditor, in accordance with Article 23 of CVM Resolution No. 23/2021.

> "Art. 23. The Independent Auditor and the natural persons and legal entities linked to it shall not, as defined in the CFC's rules of independence, concerning entities to which they provide accounting audit services: II - provide consulting services that may characterize the loss of their objectivity and independence."

In addition, the contracting unit must require the service provider to submit a formal statement explaining why, in its opinion, the provision of such services does not impair the independence and objectivity required for the performance of independent audit services. A copy of this statement must be submitted to the Audit Committee to support its assessment.

As provided in Article 5, Item V, of it's Internal Regulations, the Committee is responsible for issuing an opinion to the Board of Directors on the engagement of the independent audit firm, as well as on the replacement of the audit firm whenever deemed necessary.

Furthermore, pursuant to Article 32, Item VII, of its Internal Regulations, the Internal Audit Department must issue an opinion on the engagement of external audit services in Brazil and abroad.

Additional information regarding the responsibilities of the Audit Committee is available in Section 7 of the Reference Form.

4.3.2 The independent audit team should report to the board of directors, through the audit committee, if applicable. The audit committee should monitor the effectiveness of the independent auditors' work, as well as their independence. It should also evaluate and discuss the independent auditors' annual work plan and submit it to review by the board of directors.

APPLY: With regard to the evaluation of the independent auditor's performance, the Audit Committee, an advisory body to the Board of Directors, is responsible for overseeing the provision of independent audit services and assessing, through its own technical procedures, the auditor's independence, as well as the quality and adequacy of such services to the Bank's needs.

In evaluating the effectiveness of the independent audit, the Committee also verifies compliance with applicable laws, regulations, internal policies and codes, and monitors the remediation of any deficiencies identified.

The Audit Committee is also responsible for reviewing any disagreements between the independent auditor and the Executive Board regarding the financial statements and financial reporting and reporting its conclusions to the Board of Directors.

These responsibilities are set forth in Article 33, Paragraph 8, of the Bylaws, Article 5, Items IV and XIX, of the Internal Regulations of the Audit Committee, and Section 7 of the Reference Form.

4.4 Internal Audit

4.4.1 The company should have an internal audit department tied directly to the board of directors.

APPLY: Banco do Brasil's Internal Audit Department (Audit) reports directly to the Board of Directors (BoD), pursuant to Article 38 of the Bylaws. The Board of Directors is responsible for defining its responsibilities, regulating its operation, and appointing and dismissing the head of the unit, in accordance with Article 21, Item VIII, of the Bylaws.

Internal Audit carries out independent and objective assurance and consulting activities across the BB Conglomerate. The results of its work are periodically reported to the Board of Directors to support its deliberations and oversight responsibilities.

In addition to the Board of Directors, Internal Audit also interacts with other governance bodies, including the Supervisory Board, the Audit Committee and the Risk and Capital Committee, and participates in meetings of the Board of Directors and the Bank's strategic committees. Banco do Brasil adopts the Three Lines Model for risk management and internal controls.

The First Line comprises the functions they manage and ownership over risks. Made up of Specific Managers and Risk Takers.

The Second Line consists of the functions responsible for corporate risk management and internal controls, which oversee, advise on and assess risk controls and risk management practices.

Internal Audit constitutes the Third Line, providing independent assurance on the effectiveness of the Bank's governance, risk management and internal control processes, including the activities performed by the First and Second Lines. Its activities are aligned with the Global Internal Audit Standards, the Code of Ethics and the International Professional Practices Framework (IPPF) issued by The Institute of Internal Auditors (IIA), as well as with the regulations and technical guidance applicable to the Brazilian Federal Executive Branch.

The current version of the Internal Audit Regulations was approved by the Board of Directors on July 10, 2025. Additional information on the Three Lines Model adopted by Banco do Brasil is available in Section 5.1.ii of the Reference Form.

4.4.2 In the event such activity is outsourced, the internal audit services should not be performed by the same company that audits the financial statements. The company should not hire as internal auditor anyone that has provided independent auditing services to the company in the previous three years.

NOT APPLICABLE: BB's Internal Audit is an organizational unit established under Article 38 of the By-laws and represented in the Bank's Governance Structure.

4.5 Risk Management, Internal Controls and Integrity/Compliance

4.5.1 The company should adopt a risk management policy, approved by the board of directors, that includes definition of the risks from which it seeks protection, instruments used for such purpose, organizational structure for risk management, assessment of the suitability of the operating structure and internal controls in verifying the effectiveness thereof, as well definition of guidelines for establishment of the acceptable limits for exposure of the company to such risks.

APPLY: BB's Risk and Capital Management Policy is reviewed at least annually, and any amendments thereto are submitted to the Board of Directors (BoD) for approval, in accordance with its Internal Regulations (Article 5, VIII). The Policy, approved by the BoD, establishes the guidelines for the continuous and integrated management of risks and capital, as well as for the disclosure of information on these matters throughout the Prudential Conglomerate, in accordance with applicable laws and regulations and based on best governance practices, while safeguarding confidential and proprietary information. Among other matters, the Policy provides for:

a) the process for identifying risks and assessing their materiality, resulting in the Corporate Set of Relevant Risks and the Corporate Risk Taxonomy;

b) the adoption of a governance structure for the continuous and integrated management of risks and capital, including leverage ratio management, compatible with the Institution's size, business model, nature of operations, and the complexity of its products, services, activities and processes, proportionate to the extent and materiality of its exposures;

c) the adoption of tools, models, processes, instruments and technological infrastructure appropriate to the Institution's needs; and

d) the establishment of the maximum level of risk the Institution is willing to assume in pursuing its business objectives, through the Risk Appetite and Tolerance Statement (RAS), in line with its risk-bearing capacity and strategic objectives.

The governance structure established for Banco do Brasil's risk and capital management comprises the Board of Directors (BoD), the Risk and Capital Committee (CORIS), the Audit Committee (COAUD), the Board of Officers (DC) and the Executive Committee for Risk Management, Internal Controls, Assets, Liabilities, Liquidity and Capital (CEGRC).

The BoD is responsible for establishing and reviewing Banco do Brasil's risk appetite levels through the Risk Appetite and Tolerance Statement (RAS), with the support of CORIS, the Executive Board and the Vice-President for Risks and Internal Controls, as provided for in Article 5, VII, of its Internal Regulations.

Risk management activities encompass a range of instruments, methodologies and tools, with procedures formalized through Normative Instructions, including:

a) Capital Indicators;

b) Integrated Capital Stress Test (TEIC);

c) Bottom-up Stress Test (TEBU);

d) Capital Plan;

e) Risk Appetite and Tolerance Statement (RAS);

f) Technical Risk Recommendation (RTR);

g) Internal Capital Adequacy Assessment Process (ICAAP); and

h) Risk Dashboard.

The Bank has also established a supervision process aimed at identifying and monitoring the degree of adherence of the processes carried out by its Related Entities within the Governance, Risks and Controls System (SGRC) against benchmark practices and the Bank's expectations, considering their respective activities and business segments.

Further information on this subject can be found in Section 5 of the Reference Form.

4.5.2 The board of directors is responsible for ensuring that the executive board has mechanisms and internal controls to acknowledge, assess and control the risks, in order to keep them at levels compatible with the established limits, including an integrity/compliance program that seeks compliance with laws, regulations and external and internal rules.

APLICA: Corporate governance and risk management are strategic pillars that support the stability and integrity of Banco do Brasil. The Institution continuously invests in enhancing its processes, people, and risk and capital management practices, in line with international market standards and regulatory and supervisory expectations, as evidenced in the Risk Management Report.

To support Senior Management in strengthening governance and risk management, Banco do Brasil maintains a Compliance and Integrity Program, approved by the Board of Directors and reviewed annually. The most recent review, conducted in December 2025, expanded the Program's thematic pillars. The Program

is aligned with market best practices and complies with Brazilian anti-corruption legislation, particularly Law No. 12,846/2013 and Decree No. 11,129/2022, as well as with the governance requirements applicable to state-owned enterprises. It is structured around ten integrated pillars aimed at preventing, detecting and remediating violations of laws, regulations, internal and external rules, and the Bank's Code of Ethics.

The Program is subject to ongoing monitoring through indicators associated with its key pillars, including Ethics, Risk Management, Internal Controls, Human Rights, Training and Communication, Integrity Due Diligence, Ethics and Whistleblowing Channel, Internal Investigations, and Senior Management Commitment and Support. The results are reported quarterly to the Audit Committee, in accordance with Article 16, Paragraph 3, of Decree No. 8,945/2016, and periodically to the Board of Directors and the Board of Officers.

4.5.3 The executive board shall evaluate, at least annually, the effectiveness of the policies and systems of risk management and internal controls, as well as of the integrity/compliance program and report to the board of directors on this evaluation.

APPLY: The effectiveness of the risk and capital management framework is evaluated annually through the Internal Capital Adequacy Assessment Process (ICAAP), which is approved by the Board of Directors (BoD). The assessment provides a critical review of the Bank's risk and capital management processes against applicable regulations and market best practices and may result in recommendations for improvement to be monitored by Senior Management. Prior to submission to the BoD, the ICAAP is reviewed by the Board of Officers.

The Bank also maintains indicators for monitoring and assessing risk management, which are reported periodically to Senior Management through management reports, including the Risk Dashboard. These tools support decision-making and contribute to maintaining risk exposures within acceptable levels.

To strengthen the roles and responsibilities of all areas involved in risk management and control, Banco do Brasil adopts the Reference Model of Lines of Defense (MRLD). The model promotes effective interaction among the three lines by integrating business activities, risk management and internal controls, while preserving the independence of the oversight functions. It contributes to agile risk mitigation, loss reduction, process improvement and the sustainability of the Institution.

The Internal Controls and Compliance Department (DICOI), as part of the Second Line of Defense, is responsible for the consolidated assessment of the Bank's internal control system and its subsidiaries, including the effectiveness of the Reference Model of Lines of Defense, compliance activities, and the validation of risk and capital management models.

It has its own methodology to identify and evaluate risks and controls, based on market-recognized frameworks and standards as guiding references, such as: the Framework for the Evaluation of Internal Control Systems (COSO 2013); the Enterprise Risk Management Framework (COSO ERM 2017); the Control Objectives for Information and Related Technology (COBIT 2019); Risk Management — Principles and Guidelines (ISO 31000); Risk Management — Risk Assessment Techniques (ISO 31010); Compliance Management Systems (ISO 37301); the ECB Guide to Internal Models; and OCC Model Risk Management guidance.

The results of these assessments are consolidated into the Internal Control System Effectiveness Indicator (ECI), which measures the effectiveness and quality of controls across the Bank's organizational units.

Any deficiencies identified are addressed through formal recommendations and monitored through a corporate tracking tool. The results of this process are periodically reported to the Bank's governance bodies.

Further information on Banco do Brasil's Reference Model of Lines of Defense is available in Section 5.1.b.ii of the Reference Form.

Banco do Brasil annually assesses the effectiveness of its Compliance and Integrity Program through two complementary dimensions:

a) Program Maturity Assessment — conducted in accordance with the methodology established in the Office of the Comptroller General's (CGU) Practical Manual for Integrity Assessment in Administrative Accountability Proceedings (PAR). The assessment comprises two dimensions: Integrity Culture (COI) and Integrity Mechanisms, Policies and Procedures (MPI), covering topics such as risk assessment, prevention of misconduct, procurement processes, accounting records, third-party integrity due diligence, mergers and acquisitions, and whistleblowing mechanisms.

b) Continuous Monitoring through Indicators — the Program's operational effectiveness is monitored through quantitative indicators associated with its ten pillars: (1) Senior Management Commitment and Support; (2) Code of Ethics, Integrity Policies and Practices; (3) Internal Controls; (4) Risk Management; (5) Training and Communication; (6) Ethics and Whistleblowing Channel; (7) Internal Investigations and Consequence Management; (8) Integrity Due Diligence; (9) Human Rights; and (10) Program Monitoring.

The results of these assessments are consolidated into an annual report and submitted to the Board of Directors (BoD) and the Board of Officers . In addition, in compliance with Article 16, Paragraph 3, of Decree No. 8,945/2016, quarterly reports are submitted to the Audit Committee (COAUD) and to the Executive Committee for the Prevention of Financial and Foreign Exchange Crimes (CEPI).

5. Ethics and Conflict of Interest

5.1 Code of Conduct and Reporting Channel

5.1.1 The company must have a conduct committee, endowed with independence and autonomy and directly linked to the board of directors, in charge of implementing, disseminating, training, reviewing and updating the code of conduct and the whistleblowing channel, as well as conducting investigations and proposing corrective measures related to violations of the code of conduct.

EXPLAIN: Banco do Brasil does not have a Conduct Committee directly linked to the Board of Directors (BoD).

However, the Bank has the Executive Committee of Personnel (CEPES) – Ethics and Discipline Composition, which is linked to the Board of Officers and is responsible, among other duties, for:

(i) deciding on:

a) conflicts and ethical dilemmas of an institutional nature;

b) the application of guidance measures and disciplinary sanctions, as established; and

c) the referral of cases for disciplinary review, in accordance with the procedures established for ethical proceedings.

(ii) conducting proceedings related to ethical misconduct involving:

a) employees occupying first- and second-level managerial positions in Strategic Units, and first-level managerial positions in Tactical Units and Business and Management Support Units, except for the first and second managerial levels of the Internal Audit, which will be dealt with for cases of this kind, as well as the technical segments of the Audit (Audit Manager, Audit Coordinator and Auditor), whose cases will be conducted and judged by the Audit Management Committee; and

b) employee-elected representatives at the state level.

(iii) issuing opinions on the adequacy of institutional documents related to corporate ethics;

(iv) preparing recommendations on institutional ethical conduct to be forwarded to the Organizational Units, while keeping the Board of Officers informed;

(v) submitting to the Board of Officers:

a) matters related to ethical misconduct that may significantly affect the Bank's reputation; and

b) proposals for improving business processes involving corporate ethical principles, for deliberation.

(vi) promoting awareness and dissemination of the ethical principles adopted by the Bank.

Banco do Brasil also maintains State Ethics Committees in each Brazilian state and in the Federal District. These committees are responsible for promoting the dissemination of the Bank's ethical principles within their respective jurisdictions, deciding on the application of guidance measures and disciplinary sanctions, and proposing improvements to business processes involving corporate ethical principles.

Each State Ethics Committee is composed of four members, including an employee-elected representative who enjoys guarantees of provisional stability and protection against reassignment during a three-year term of office, as well as a representative elected from the Regional Diversity, Equity, Inclusion and Employee Experience Forums. As a result, the committees have a balanced composition and benefit from a plurality of perspectives.

5.1.2 The code of conduct, prepared by the executive board with the conduct committee's support and approved by the board of directors, should:

(i) discipline the company's internal and external relationships, expressing the expected commitment of the company, its directors, officers, shareholders, collaborators, suppliers and stakeholders to adopting suitable standards of conduct;

(ii) manage conflicts of interest and provide for abstention of any member of the board of directors, audit committee and/or conduct committee, if applicable, that, as the case may be, is conflicted;

(iii) clearly define the scope and range of the actions that seek to ascertain the occurrence of events understood as having been carried out with use of privileged information (e.g.: use of privileged information for business purposes of to obtain advantages in trading of securities);

(iv) establish that the ethical principles should underlie any negotiation of agreements, contracts, proposals for amendment of the bylaws, as well as the policies that guide the company as a whole, and establish a maximum value of third party goods and services that the company's management and collaborators can accept free of cost or in a privileged manner.

APPLY: Banco do Brasil's Code of Ethics, approved by the Board of Directors, as provided for in Article 21, I, of the Bylaws, following prior deliberation by the Board of Officers, establishes BB's purpose, positioning, values, and ethical principles.

The document sets out the Bank's commitments and guidelines regarding its relationships with stakeholders and society.

The Code of Ethics addresses topics such as respect for diversity, psychological safety, prevention of workplace violence, conflicts of interest, repudiation of criminal conduct—including corruption, money laundering, and terrorist financing—ethics in the use of Artificial Intelligence, repudiation of behaviors that generate social disapproval whether committed inside or outside the Bank, adherence to the standards and principles established in the Company's policies and other internal regulations, gifts and favors, relationships with competitors, governments, communities, and regulatory authorities, reporting channels for misconduct and suspected harmful acts qualified as corruption, communication channels for questions regarding the Code, and the penalties applicable in cases of non-compliance with the Code of Ethics and other internal rules and procedures.

The Code applies to Senior Management—including the CEO, Vice-Presidents, Executive Officers, including those of subsidiaries, as well as to the Bank's employees in Brazil and abroad, interns, apprentices, managers and employees of contracted companies, and any individuals acting or providing services on behalf of Banco do Brasil.

Chapter 4 is dedicated exclusively to conflicts of interest and includes illustrative examples of conflict situations. The Code expressly states that participating in deliberations involving interests that conflict

with those of the Bank constitutes a conflict of interest. All individuals subject to the Code must observe this and the other guidelines set out in the chapter.

BB states in the Code that employees must refrain from conducting business based on information obtained through their activities at the Bank that has not yet been disclosed to the market and must maintain the confidentiality of such information until it becomes public.

Chapter 4 lists situations involving conflicts of interest related to the improper use of information. In addition, regarding intellectual property and information, the Code provides that: "We must safeguard the confidentiality of Banco do Brasil's information related to material acts or events to which we have privileged access by virtue of the position or function we hold."

The principles set forth in the Code of Ethics provide guidance, particularly when employees face ethical dilemmas and must make decisions consistent with the Bank's expectations, even in situations not specifically addressed by existing rules. These principles must be observed in all interactions, especially in contract negotiations, agreements (Chapter 2 – Good Relationship Practices), and deliberations concerning governance documents. The Code also includes a specific chapter on gifts, presents, hospitality, and favors, establishing, among other provisions, a monetary limit for the receipt of gifts and presents: "We authorize the acceptance of gifts or presents valued at up to BRL 390, corresponding to 1% of the salary ceiling established in item XI of Article 37 of the Federal Constitution, provided that such acceptance does not characterize manipulation of decision-making processes or the obtaining of undue advantages."

Throughout its content, the Code seeks to provide objective guidance that fosters a sense of belonging, engagement, and shared responsibility for ethical conduct among employees and other collaborators.

5.1.3 The reporting channel should be independent, autonomous and impartial, operating under guidelines defined by the executive board and approved by the board of directors. It should be operated independently and impartially and should ensure the anonymity of its users, as well as timely promote the necessary investigations and measures. This service can be outsourced to a third party with known ability.

APPLY: Banco do Brasil has an Ethics and Whistleblowing Channel, which has, since March 31, 2025, consolidated reports concerning unlawful acts and other irregularities, as well as reports involving interpersonal conduct and workplace relationships.

The entire process for receiving and handling reports is conducted in accordance with the guidelines established in BB's Code of Ethics and its Whistleblower Protection and Non-Retaliation Commitment, both approved by the Board of Directors.

Banco do Brasil's Ethics and Whistleblowing Channel, available in Portuguese, English and Spanish through the telephone number 0800 300 4455 (which also supports WhatsApp), 24 hours a day, seven days a week, through the BB Portal at BB Ethics and Whistleblowing Channel, and through the BB App (Service Menu), is the communication channel through which employees, contractors, customers, users, business partners and suppliers may report suspected unlawful conduct of any nature related to the Institution's activities, as well as anonymously seek guidance on ethical issues or report violations of the Code of Ethics.

The channel is operated by an independent specialized company, ensuring strict confidentiality, appropriate handling of each case, and freedom from conflicts of interest, receiving reports and forwarding them to the responsible unit for proper investigation and handling.

In cases involving interpersonal conflicts, conduct inconsistent with the Code of Ethics, moral or sexual harassment, disrespect for privacy or diversity, complaints regarding internal processes that affect

employees' experience and have already been reviewed at the first instance, as well as suggestions and compliments, the matters are referred to the Internal Ombudsman's Office.

The Board of Officers receives semiannual reports on the activities carried out by the Internal Ombudsman's Office through an Activity Report, based on which the channel's operating guidelines may be adjusted when necessary.

In cases involving unlawful acts and other irregularities, reports are referred to Banco do Brasil's Internal Controls unit, which assesses whether the information provided is sufficient, directs the matter to the competent areas for analysis, initiates disciplinary proceedings when applicable, and provides feedback to the whistleblower.

Reports are addressed within 30 business days, a timeframe compatible with the need for adequate investigation of certain situations and may be extended in more complex cases.

Non-compliance with the Code of Ethics is subject to consequence management measures and may result in disciplinary actions, including a Formal Acknowledgement, an Ethical Conduct Alert, suspension, dismissal, or other applicable measures, without prejudice to any judicial liability.

In compliance with CMN Resolution No. 4,859, dated October 23, 2020, a report is submitted to the Board of Directors every six months, including the number of reports received, their nature, the areas responsible for handling them, the average processing time, and the mitigating measures adopted. This report has been made available to the Central Bank.

5.2 Conflict of Interest

5.2.1 The company's corporate governance rules should ensure separation and clear definition of the duties, roles, and responsibilities related to the mandate of all governance agents. The decision-making limits for each instance should also be established, with the purpose of minimizing possible conflicts of interest.

APPLY: Banco do Brasil has established a comprehensive framework of rules governing the activities of the Company's governance bodies. The foundations of this framework are set forth in the Bylaws, as well as in the internal regulations of the governance bodies and in corporate policies, particularly the Conflict of Interest Policy.

The responsibilities of each governance body are defined in Articles 10 (General Shareholders' Meeting), 21 (Board of Directors), 28 (Executive Board), 29 (Board of Officers) and 30 (individual responsibilities of the members of the Executive Board). Each body deliberates on matters within its respective authority and, in situations involving conflicts of interest, the Bylaws establish the procedures to be followed.

The Bylaws further provide that the positions of Chairman and Vice-Chairman of the Board of Directors may not be held concurrently with the position of CEO of the Bank, even on an interim basis (Article 11, Paragraph 3).

Article 32 of the Bylaws establishes specific segregation-of-duties requirements applicable to the Bank's management bodies, particularly regarding matters related to risk management and internal controls, credit risk and the management of third-party funds.

In addition, Article 40, Paragraph 3, of the Bylaws provides that the unit responsible for the internal control process must report directly to the Board of Directors whenever there is suspicion that a member of the Executive Board is involved in irregularity or fails to take the necessary measures in response to reported irregularity.

To ensure the involvement of senior management in the definition of strategies and the approval of proposals across Banco do Brasil's various businesses, the Bank maintains strategic-level committees designed to enhance the efficiency, quality and reliability of decision-making.

Furthermore, decisions at all levels of the Company are taken on a collegiate basis, except where staffing structures do not allow for collective deliberation or in specific situations involving low-risk operational or credit matters.

Through Internal Normative Instructions (INs), Banco do Brasil prohibits members of strategic committees from participating in deliberations involving matters in which they have a conflict of interest. These Instructions also establish rules, authorities and responsibilities, as well as general provisions governing the decision-making process, including guidelines applicable to related-party transactions (RPTs), in accordance with BB's Related-Party Transactions Policy.

5.2.2 The company's corporate governance rules should be made public and determine that the person that is not independent in relation to the matter under discussion or deliberation in the company's management or supervisory bodies should state, in a timely manner, its conflict of interest or private interest. If such person fails to do so, the rules should provide that another person state the existence of conflict, if it has knowledge thereof, and that immediately upon verification of the conflict of interest in relation to a specific matter, the person involved should withdraw, including physically, from any discussions and resolutions. The rules should provide that this temporary withdrawal must be recorded in the relevant minutes.

APPLY: Banco do Brasil's governance framework and governing documents are publicly available on the Investor Relations website. These include the Bylaws, the governance structure and the internal regulations of the governance bodies, as well as corporate policies, particularly the Related-Party Transactions Policy and the Conflict of Interest Policy.

With respect to the management of situations involving potential conflicts of interest, Banco do Brasil's Bylaws establish, among other provisions, the rules and procedures applicable to meetings of the Board of Directors, the Board of Officers, the Executive Board and the Supervisory Board (Article 22, Paragraphs 5 and 6; Article 31, Paragraphs 4 and 5; and Article 42, Paragraphs 4 and 5). Prior to any deliberation, a member who has a conflict of interest or a private interest in the matter under discussion must declare such conflict and refrain from participating in the discussions and deliberations. Should the members fail to do so, any other participant in the meeting who is aware of the situation may raise the issue.

The Internal Regulations of the Board of Directors, the Board of Officers and the Executive Board further govern how conflicts of interest are handled during meetings of these bodies. Any member may request that the body decide whether a conflicted member should be excluded or not from the discussion and deliberation of a matter, with the member being allowed to return to the meeting once deliberation on the matter has concluded. The Internal Regulations also require that such proceedings be recorded in the minutes.

Article 14 of the Bylaws further provides that members of the management bodies are prohibited from participating in the analysis, approval, supervision or settlement of any transaction in which they have an interest or are subject to a conflict of interest.

In addition, the employee-elected member of the Board of Directors does not participate in discussions and deliberations relating to labor relations, compensation, benefits and employment-related advantages, including supplementary pension and employee assistance matters, as well as in any case in which a conflict of interest exists (Bylaws, Article 18, Paragraph 6).

With regard to Related-Party Transactions (RPTs), the Related-Party Transactions Policy approved by the Board of Directors requires members of the bodies responsible for negotiating, analyzing or approving such transactions who may be subject to a conflict of interest to declare themselves conflicted, disclose their involvement in the transaction and refrain from participating in discussions on the matter.

Guidance on conflicts of interest applicable to all employees and other personnel is also set out in the Code of Ethics, which contains a specific chapter describing situations that may give rise to conflicts of interest and providing guidance on mitigating such risks. The Code also contains a dedicated section for members of Senior Management, who must additionally comply with the provisions of the Code of Conduct for Senior Management, including those relating to conflicts of interest.

5.2.3 The company should have mechanisms for management of conflicts of interest in matters submitted to approval of the shareholders' meeting, to receive and process allegations of conflict of interest, and to invalidate votes cast in conflict, even if subsequently to the relevant meeting.

APPLY: Pursuant to Article 1 of the Bylaws, Banco do Brasil is subject to the legal regime applicable to private-sector corporations and is governed by its Bylaws, Laws No. 4,595/1964, 6,404/1976 and 13,303/2016, their respective implementing regulations, and all other applicable legal and regulatory provisions.

Accordingly, should a conflict-of-interest situation arise during a Shareholders' Meeting, the provisions of Article 115, Paragraph 4, of Law No. 6,404/1976 shall apply:

> "Any resolution approved by virtue of the vote of a shareholder whose interests conflict with those of the company is voidable; such shareholder shall be liable for any damages caused and shall be required to transfer to the company any benefits obtained as a result thereof".

In addition, Banco do Brasil's Shareholder Participation Manual for the Annual and Extraordinary Shareholders' Meetings contains specific guidance on this matter in the chapter entitled "Abuse of Voting Rights and Conflict of Interest".

5.3 Related-Party Transactions

5.3.1 The bylaws should define which related-party transactions should be approved by the board of directors, with the exclusion of any members with potentially conflicting interests.

APPLY: Banco do Brasil's Bylaws (Article 4, Item III) prohibit the transfer of resources, provision of services or assumption of obligations between the Bank and its related parties in violation of the Related-Party Transactions Policy. In addition, the Bylaws define, in Article 21, the responsibilities of the Board of Directors. In this context, pursuant to Article 21, Item II(g), the Board of Directors is responsible for deliberating on *"related-party transactions within its authority and decision-making jurisdiction, as provided for in the Bank's internal rules."*

In situations involving potential conflicts of interest, Article 22 (Paragraphs 5 and 6) of the Bylaws provides that, at meetings of the Board of Directors, prior to any deliberation, a member who has a conflict of interest or private interest in the matter under discussion must declare such conflict and refrain from participating in the discussions and deliberations. Should the members fail to do so, any other participant

in the meeting who is aware of the situation may raise the issue, in which case the procedures described in item 5.2.2 shall apply.

5.3.2 The board of directors should approve and implement a related-party transactions policy that includes, among other rules:

(i) provision that prior to approval of specific transactions or guidelines for procurement of transactions, the board of directors should request to the executive management market alternatives to the relevant transaction with related parties, adjusted pursuant to the risk factors involved;

(ii) provision that there shall be no forms of compensation to advisors, consultants or intermediaries that give rise to conflicts of interest with the company, management, the shareholders or any class of shareholders;

(iii) provision that loans in favor of the controlling shareholder or members of management shall be prohibited;

(iv) the forms of transactions with related parties that should be supported by independent appraisal reports, prepared without participation of any of the parties involved in the relevant transaction, whether banks, attorneys, specialized consulting companies, among others, based on realistic assumptions and information endorsed by third parties;

(v) provision that corporate reorganization involving related parties should ensure equal treatment of all shareholders.

PARTIALLY APPLIED: Banco do Brasil has a Related-Party Transactions Policy (RPT Policy), approved by the Board of Directors and most recently revised on December 11, 2025, which provides that:

(i) The RPT Policy prohibits transactions with related parties on terms other than arm's-length terms or that may be detrimental to the interests of the Bank.

With respect to transactions involving suppliers, the identification of market alternatives prior to approval is required. This matter is governed by the Third-Party Relationship Policy, approved by the Board of Directors on April 10, 2025, and by Banco do Brasil's Procurement and Contracting Regulation (RLBB), dated August 27, 2021.

As a federally controlled mixed-capital company, Banco do Brasil conducts its procurement and contracting activities in accordance with Law No. 13,303/2016 and the RLBB.

(ii) The RPT Policy prohibits any form of compensation paid to advisors, consultants or intermediaries that could give rise to a conflict of interest involving the Bank, its management or its controlling shareholder.

(iii) Following the amendment of Article 34 of Law No. 4,595/1964 (introduced by Law No. 13,506/2017 and CMN Resolution No. 4,693/2018), credit operations involving members of the Board of Directors and its Advisory Committees, the Executive Board and the Supervisory Board are permitted, provided that they are conducted at arm's-length terms and conditions, without additional or differentiated benefits compared to those granted to other customers with a similar profile (CMN Resolution No. 4,693/2018, Article 6).

Regarding transactions involving the controlling shareholder, the Fiscal Responsibility Law (Complementary Law No. 101/2000) establishes:

> *"Article 36. Credit transactions between a state-owned financial institution and the governmental entity that controls it, where such entity is the beneficiary of the loan, are prohibited.*
>
> *Sole Paragraph. The provisions of the caput do not prevent a controlled financial institution from acquiring government debt securities in the market to meet the investment needs of its clients, or debt securities issued by the Federal Government for the investment of its own funds."*

(iv) The RPT Policy encourages the establishment of an independent environment for the negotiation, review and approval of related-party transactions so as to ensure that such transactions are reasonable, properly justified, balanced and conducted on equivalent terms for all parties involved.

In this regard, in corporate restructurings involving related parties, the principles of transparency and fairness are observed. In turn, the internal rules governing corporate transactions provide for the possibility of carrying out an independent external evaluation.

It should be noted that the Board of Directors is responsible for deciding on the Bank's equity investments in companies, in Brazil and abroad, while the Audit Committee is responsible for reviewing and monitoring, together with management and Internal Audit, the adequacy of related-party transactions.

(v) In the event of a transfer of control of Banco do Brasil, the acquirer would be required, subject to the conditions and deadlines established by applicable legislation and the Novo Mercado Regulations of B3, to launch a mandatory tender offer for the acquisition of all shares issued by the Bank and held by the remaining shareholders, thereby ensuring equal treatment to that afforded to the selling controlling shareholder (Bylaws, Article 59).

In the event of delisting from the stock exchange, shareholders must be offered at least the fair value of their shares, as determined by an independent specialized valuation firm selected by the Shareholders' Meeting, in accordance with applicable law and the provisions of Article 10, Paragraphs 1 and 2, and Article 60, Paragraph 2, of the Bylaws.

5.4 Securities Trading Policy

5.4.1 The company should adopt, upon resolution of the board of directors, a securities trading policy that, without prejudice to compliance with rules to be established by CVM regulation, establishes controls that enable monitoring of negotiations performed, as well as verification and punishment of the persons responsible in the event of breach of the policy.

APPLY: Banco do Brasil has a Securities Trading Policy approved by the Board of Directors that expressly prohibits: (i) the use of undisclosed material information to obtain an advantage, either for oneself or for third parties, through the trading of securities; (ii) securities lending and borrowing transactions; and (iii) trading during a blackout period, unless carried out pursuant to a duly established Trading Plan.

Although responsibility for complying with the Policy rests with the individuals covered by it, Banco do Brasil maintains, as a prudential measure, monitoring systems for securities trading activities and procedures for the internal investigation. In addition, the Policy provides for disciplinary measures in cases of non-compliance with its provisions.

The current version of Banco do Brasil's Securities Trading Policy was approved by the Board of Directors on January 11, 2024, as recorded in the minutes of the respective meeting, which are publicly available on the Investor Relations website.

5.5 Contributions and Donations Policy

5.5.1 In an effort to ensure greater transparency regarding use of company funds, a policy on its voluntary contributions should be prepared, including those related to political activities, to be approved by the board of directors and implemented by the executive management, containing clear and objective principles and rules.

5.5.2 The policy should provide that the board of directors is the corporate body responsible for approving all disbursements related to political activities.

5.5.3 The policy on voluntary contributions of state-owned enterprises, or of companies that have relevant and reiterated business relationships with the State, should prohibit contributions or donations to political parties or persons related thereto, even if they are permitted by law.

APPLY: Banco do Brasil has a Social, Environmental and Climate Responsibility Policy (PRSAC), approved by the Board of Directors, which includes the following statement:

> " We allocate resources on a voluntary, planned, monitored and targeted basis to social projects and programs, in addition to supporting donations and employee volunteer initiatives."

To further detail this commitment, the Bank has established the Banco do Brasil Private Social Investment (PSI) Guidelines, which were also approved by the Board of Directors.

Information related to Private Social Investment is publicly disclosed through documents available on Banco do Brasil's Investor Relations website, including the Annual Report, Financial Statements and Management Report, as well as on the Banco do Brasil Foundation's website, including its Activity Report, Financial Statements, Independent Auditors' Report and Supervisory Board Opinion.

With respect to contributions to political activities, the Bank addresses this matter in its General Institutional Policy, approved by the Board of Directors:

> " We do not provide any form of support, including financial support, to events or initiatives intended to benefit candidates, political parties or religious organizations."

The Code of Ethics, also approved by the Board of Directors, contains additional provisions on this subject, including:

> "2.11 In our daily activities, we contribute to preserving the Company's secular and non-partisan character. (...)
> 2.51 We prohibit financial contributions to political parties and candidates for public office in Brazil and in the countries where we operate, whether made on behalf of the Bank or through its representatives. (...)
> 7.5 We prohibit the use of the Bank's facilities, equipment, work materials and electronic communications systems for political, partisan or religious activities, or for personal or third-party commercial interests."

Overview

Chapter	Principle	Item	Reply
Shareholders	Shareholding Structure	1.1.1	Apply
	Shareholders' Agreements	1.2.1	Not applicable
	Shareholders' Meeting	1.3.1	Apply
		1.3.2	Apply
	Anti-Takeover Measures	1.4.1	Not applicable
		1.4.2	Not applicable
		1.4.3	Not applicable
	Change of Control	1.5.1	Apply
	Management Opinion in Tender Offers	1.6.1	Apply
	Profit Allocation Policy	1.7.1	Apply
	Mixed-Capital Companies	1.8.1	Apply
		1.8.2	Apply
Board of Directors	Duties	2.1.1	Apply
	Composition of the Board of Directors	2.2.1	Partially
		2.2.2	Apply
	Chairman of the Board	2.3.1	Apply
	Evaluation of the Board and Board Members	2.4.1	Apply
	Succession Planning	2.5.1	Explain
	Integration of New Board Members	2.6.1	Apply
	Compensation of Board Members	2.7.1	Apply
	Charter of the Board of Directors	2.8.1	Apply
	Meetings of the Board of Directors	2.9.1	Apply
		2.9.2	Apply
		2.9.3	Apply
Board of Directors	Duties	3.1.1	Apply
		3.1.2	Apply
	Appointment of Executive Members	3.2.1	Partially
	Evaluation of the CEO and the Executive Management	3.3.1	Apply
		3.3.2	Apply
	Executive Management Compensation	3.4.1	Apply
		3.4.2	Apply
		3.4.3	Apply
Fiscal Bodies. and Control	Audit Committee	4.1.1	Apply
	Fiscal Council	4.2.1	Apply
		4.2.2	Apply
	Independent Audit	4.3.1	Apply
		4.3.2	Apply
	Internal Audit	4.4.1	Apply
		4.4.2	Not applicable
	Risk Management, Internal Controls, and Integrity/Compliance	4.5.1	Apply
		4.5.2	Apply
		4.5.3	Apply
Ethics and Conflict of Interest	Code of Conduct and Reporting Channel	5.1.1	Explain
		5.1.2	Apply
		5.1.3	Apply

	Conflict of Interest	5.2.1	Apply
		5.2.2	Apply
		5.2.3	Apply
	Related-Party Transactions	5.3.1	Apply
		5.3.2	Partially
	Securities Trading Policy	5.4.1	Apply
	Contributions and Donations Policy	5.5.1	Apply
		5.5.2	Apply
		5.5.3	Apply

References

Home - Banco do Brasil RI

Annual Chart of Public Policies and Corporate Governance - Banco do Brasil RI

Board of Directors - Banco do Brasil RI

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