

**COSAN S.A.**

*Publicly Held Corporation*

Corporate Tax ID (CNPJ/ME): 50.746.577/0001-15

Company Registry (NIRE) 35.300.177.045 / CVM Code 19836

**MINUTES OF THE ANNUAL AND EXTRAORDINARY SHAREHOLDERS MEETING**

**HELD ON APRIL 27, 2023**

- 1. DATE, TIME AND VENUE:** Held on April 27, 2023, at 9:00 a.m., exclusively by digital means, in accordance with article 124, paragraph 2-A, of Federal Law 6,404, of December 15, 1976, as amended (“Brazilian Corporation Law”) and with article 5, paragraph 2, item I of CVM Resolution 81/2022, through the electronic platform TEN MEETINGS, deemed held at the registered office of Cosan S.A. (“Company”), located at Avenida Brigadeiro Faria Lima, 4100, 16º andar, sala 01, Bairro Itaim Bibi, Brazil, CEP 04538-132.
- 2. CALL NOTICE:** The call notice was published by the Company on the website of the Company ([www.cosan.com.br](http://www.cosan.com.br)), of the Securities and Exchange Commission of Brazil (“CVM”) (<http://www.cvm.gov.br>) and of B3 S.A. – Brasil, Bolsa e Balcão (“B3”) ([http://www.b3.com.br/pt\\_br/](http://www.b3.com.br/pt_br/)) on March 28, 2023 and was published pursuant to article 124 of Brazilian Corporation Law, in the print and digital editions of the newspaper *Folha de São Paulo*, in the issues of March 28, 29 and 30, 2023.
- 3. ATTENDANCE:** Shareholders of common, registered shares without par value corresponding to: (i) 75.5% of the total votes conferred by the voting shares of the Company in the Annual Shareholders Meeting; and (ii) 75.9% of the total votes conferred by the voting shares of the Company in the Extraordinary Shareholders Meeting, as corroborated by: (i) the valid absentee ballots; (ii) the attendance registered in the electronic remote participation system provided by the Company; and (iii) the votes received through holders of the American Depositary Receipts (ADRs) backed by shares, represented by JPMorgan Chase Bank. Also present were (i) Maria Rita de Carvalho Drummond, General Counsel and representative of the Company’s Management; (ii) Marcelo Curti, members of the Audit Board; (iii) João Ricardo

Ducatti, member of the Statutory Audit Committee; and (iv) Priscila Ferreira Augusto Silva, representative of Ernst & Young Auditores Independentes S.S.

**4. PRESIDING:** The meeting was presided by Maria Rita de Carvalho Drummond, who was nominated in writing by the Chairman of the Board of Directors, in accordance with article 11 of the Bylaws of the Company, and Marcela Bruno Coelho acted as the Secretary.

**5. PUBLICATIONS AND DISCLOSURE:** In accordance with article 133 of Brazilian Corporation Law, the management report, financial statements accompanied by the respective notes, independent auditor's report, report of the Audit Board and report of the Statutory Audit Committee, for the fiscal year ended December 31, 2022, were published in the print and digital editions of the newspaper *Folha de São Paulo*, in the edition of March 7, 2023. The aforementioned documents and other documents pertaining to the matters on the agenda, including the Management Proposal to the Shareholders Meeting, were made available on the websites of the Company; of the CVM; and of B3, at least one (1) month prior to the date hereof, in accordance with Brazilian Corporation Law and CVM regulations.

**6. AGENDA:** The shareholders of the Company met to examine, discuss and vote on the following agenda: **(A) At the Annual Shareholders Meeting:** (i) Approval of the management accounts, management report and financial statements of the Company, accompanied by the independent auditor's report, report of the Audit Board and report of the Statutory Audit Committee for the fiscal year ended December 31, 2022; (ii) Approval of the management proposal for allocation of the profits of the Company for the fiscal year ended December 31, 2022 and for the distribution of dividends; (iii) Determination of the number of members of the Board of Directors of the Company; (iv) Filling of the positions of independent members of the Board of Directors; (v) Election of the members of the Board of Directors of the Company; (vi) Election of the Chairman and Vice-Chairman of the Board of Directors; (vii) Formation of the Audit Board of the Company; (ix) Election of members and alternate members of the Audit Board of the Company; and (x) Determination of the overall annual compensation of the managers and of the members of the Audit Board, if formed, for fiscal year 2023. **(B) At the Extraordinary Shareholders Meeting:** (i) Amendment to paragraph 2, article 1 and to paragraph 2, article 14,

both of the Bylaws of the Company, to include adjustments to compliance and governance; **(ii)** Approval of the increase in the capital stock of the Company, in the amount of two hundred and eighty million reais (R\$280,000,000.00), without the issue of new shares, via conversion of a portion of the balance of the Profit Reserve accounts and, consequently, amending the head paragraph of article 5 of the Bylaws of the Company; **(iii)** Amendment to sole paragraph, article 19 of the Bylaws of the Company, to remove the exception of the participation of directors by conference call or videoconference; **(iv)** Amendment to item (xxxv), article 21 and of paragraph, article 24, both of the Bylaws of the Company, to attribute to the Board of Executive Officers the responsibility for approving administrative policies; **(v)** Amendment to the head paragraph of article 22 of the Bylaws of the Company to adjust for the wording provided by Federal Law 14,195/21, which amended article 146 of Brazilian Corporation Law; and **(vi)** Restatement of the Bylaws of the Company.

**7. RESOLUTIONS:** Once the meeting was called to order, after examining and discussing the matters on the agenda, the shareholders present resolved as follows:

**At the Annual Shareholders Meeting:**

7.1. To approve, by majority vote, with the abstention of those legally impeded from voting, as per the voting results in Appendix I, the management accounts, the management report and financial statements of the Company, accompanied by the independent auditor's report, as well as the report of the Audit Board and the report of the Statutory Audit Committee for the fiscal year ended December 31, 2022.

7.2. To approve, by majority vote, as per the voting results in Appendix I, the allocation of net income of the Company for the fiscal year ended December 31, 2022, in the aggregate amount of one billion, one hundred seventy-six million, thirty-two thousand, three hundred eighty-five reais and ninety centavos (R\$1,176,032,385.90), as follows:

(a) the amount of fifty-eight million, eight hundred one thousand, six hundred nineteen reais and twenty-nine centavos (R\$58,801,619.29), corresponding to 5% (five percent) of the net income

for the year, to be allocated to the legal reserve, as per the terms of article 193 of Brazilian Corporation Law;

(b) the amount of one billion, one hundred seventeen million, two hundred thirty thousand, seven hundred sixty-six reais and sixty-one centavos (R\$1,117,230,766.61), corresponding to the adjusted net income for the fiscal year, as follows:

- (i) The amount of two hundred seventy-nine million, three hundred seven thousand, six hundred ninety-one reais and sixty-five centavos (R\$279,307,691.65) to pay the mandatory minimum dividends;
- (ii) The amount of three hundred forty-nine million, six hundred seventy-one thousand, four hundred five reais and forty-one centavos (R\$ 349,671,405.41) to pay the complementary dividends;
- (iii) The amount of four hundred eighty-eight million, two hundred fifty-one thousand, six hundred sixty-nine reais and fifty-five centavos (R\$488,251,669.55) to the Statutory Reserve of the Company, as per article 33, item (iv) of the Bylaws of the Company.

7.2.1 The proposal also was made for payment of additional dividends of one hundred seventy-one million, twenty thousand, nine hundred two reais and ninety-four centavos (R\$171,020,902.94), originating from the Unrealized Profits Reserve.

7.2.2 Accordingly, the amount allocated for payment of the mandatory minimum dividends, complementary dividends and dividends from the Unrealized Profit Reserve amounted to **eight hundred million reais (R\$800,000,000.00)** (“Dividends”).

7.2.3 The holders of common shares in the Company on May 18, 2023 will be eligible to receive the Dividends (alteration of the date of Appendix V – Allocation of Profits in the management proposal for the meeting, where it was established that the holders of common shares on April 27, 2023 would be eligible), and as of May 19, 2023 (inclusive), the Company’s shares will trade

“ex-dividends.” The payment will be made on May 31, 2023, without any inflation adjustment or interest between the date hereof and the date of effective payment of the dividends.

7.3. To approve, by majority vote, as per the voting results in Appendix I, the determination of ten (10) members of the Board of Directors of the Company, with term of office until the date of the Annual Shareholders Meeting that will examine, discuss and vote on the accounts of the managers and the financial statements for the fiscal year ending December 31, 2024.

7.4. To approve, by majority vote, as per the voting results in Appendix I, the classification of Dan Ioschpe, Vasco Augusto Pinto da Fonseca Dias Júnior, José Alexandre Scheinkman, Ana Paula Pessoa and Silvia Brasil Coutinho as candidates for independent members, pursuant to the terms of article 17 of the Novo Mercado Regulations of B3.

7.5. To elect the following members to compose the Board of Directors, with term of office until the annual general meeting that will examine, discuss and vote the accounts of the managers and the financial statements for the year ending December 31, 2024:

(a) by majority votes, as per the voting results in Attachment I, **Rubens Ometto Silveira Mello**, Brazilian, married, engineer, identification document (RG) 4.170.972-X, individual tax ID (CPF/ME) no. 412.321.788-53, resident and domiciled in the City and State of São Paulo, with business address at Avenida Brigadeiro Faria Lima, 4100, 16º andar, to take office as Member of the Board of Directors;

(b) by majority votes, as per the voting results in Attachment I, **Luis Henrique Cals de Beauclair Guimarães**, Brazilian, married, statistician, identification document (RG) 06.734.085-1, issued by Instituto Felix Pacheco/Rio de Janeiro (IFP/RJ), individual tax ID (CPF/ME) no. 902.946.707-00, resident and domiciled in the City and State of São Paulo, with business address at Avenida Brigadeiro Faria Lima, 4100, 16º andar, to take office as Member of the Board of Directors;

- (c) by majority votes, as per the voting results in Attachment I, **Burkhard Otto Cordes**, Brazilian, married, business administrator, identification document (RG) 13.255.194-9, individual tax ID (CPF/ME) no. 286.074.808-39, resident and domiciled in the City and State of São Paulo, with business address at Avenida Brigadeiro Faria Lima, 4100, 16o andar, to take office as Member of the Board of Directors;
- (d) by majority votes, as per the voting results in Attachment I, **Marcelo Eduardo Martins**, Brazilian, married, business administrator, identification document (RG) 15.465.270, individual tax ID (CPF/ME) no. 084.530.118-77, resident and domiciled in the city and state of São Paulo, with business address at Avenida Brigadeiro Faria Lima, 4100, 16o andar, to take office as Member of the Board of Directors;
- (e) by majority votes, as per the voting results in Attachment I, **Pedro Isamu Mizutani**, Brazilian, married, engineer, identification document (RG) 11.350.830, individual tax ID (CPF/ME) no. 023.236.298-08, resident and domiciled in the City of Piracicaba, State of São Paulo, at Rua Frei Estevam, 330, Bloco 02, apartamento 92, Centro, CEP 13400-615, to take office as Member of the Board of Directors;
- (f) by majority votes, as per the voting results in Attachment I, **Dan Ioschpe**, Brazilian, married, business administrator, identification document (RG) 3.018.532.915, individual tax ID (CPF/ME) no. 439.240.690-34, resident and domiciled in the City and State of São Paulo, with business address at Rua Luigi Galvani, 146, 13° andar, to take office as Independent Member of the Board of Directors;
- (g) by majority votes, as per the voting results in Attachment I, **Vasco Augusto Pinto da Fonseca Dias Júnior**, Brazilian, divorced, systems analyst, identification document (RG) 03604020, IFP/RJ, individual TAX ID (CPF/ME) no. 504.484.807-78, resident and domiciled in the City and State of São Paulo, with business address at Avenida Brigadeiro Faria Lima, 4100, 16o andar, to take office as Independent Member of the Board of Directors;

- (h) by majority votes, as per the voting results in Attachment I, **José Alexandre Scheinkman**, Brazilian, married, economist, identification document (RG) 02.987.446-7, individual TAX ID (CPF/ME) 012.415.167-15, resident and domiciled in City of New York, State of New York, at 220 Madison Ave., apartment 11H, to take office as Independent Member of the Board of Directors;
- (i) by majority votes, as per the voting results in Attachment I, **Ana Paula Pessoa**, Brazilian, married, economist, identification document (RG) 06.329.796-4 IFP/RJ, individual tax ID (CPF/ME) no. 865.873.407-25, resident and domiciled in the City and State of Rio de Janeiro, with address at Rua General Tasso Fragoso 33, bloco 5, apto. 401, to take office as Independent Member of the Board of Directors;
- (j) by majority votes, as per the voting results in Attachment I, **Silvia Brasil Coutinho**, Brazilian, married, agricultural engineer, identification document (RG) 13, 13.775.193 SSP/SP, individual TAX ID (CPF/ME) no. 062.844.328-52, resident and domiciled in the City and State of São Paulo, with business address at Avenida Brigadeiro Faria Lima, 4400, 10o andar, CEP 04538-132, to take office as Independent Member of the Board of Directors.

7.5.1 The candidate Silvia Brasil Coutinho, elected, will take office as of July 1, 2023, when she will become free from other commitments.

7.5.2 Based on information received by the Company's management, in accordance with applicable laws, the members elected presented the certificate mentioned in articles 147 of Brazilian Corporation Law, which will be filed at the registered office of the Company.

7.6. To approve by majority votes, as per to the voting results in A, the filling of the position of Chairman of the Board of Directors by Rubens Ometto Silveira Mello, and the filling of the position of Vice-Chairman of the Board of Directors by Luis Henrique Cals de Beauclair Guimarães.

7.7. To approve, by majority vote, as per the voting results in Appendix I, the formation of the Audit Board of the Company for fiscal year 2023.

7.9. To elect the following members of the Audit Board, with term of office until the date of the Annual Shareholders Meeting that will deliberate on the financial statements of the Company for the fiscal year ending December 31, 2023:

- (i) by majority vote, as per the voting results in Appendix I, **Marcelo Curti**, Brazilian, married, economist, identification document (RG) 10.306.522 SSP/SP, individual tax ID (CPF/ME) no. 036.305.588-60, resident and domiciled in the City and State of São Paulo, with business address at Avenida Marquês de São Vicente, nº 446, conjuntos 913 e 914, as member of the Audit Board, having as alternate member **Henrique Aché Pillar**, Brazilian, married, engineer, identification document (RG) 3444145, individual tax ID (CPF/ME) no. 309.194.367-49, resident and domiciled in the City of Curitiba, State of Paraná, with business address at Rua Emílio Bertolini, 100;
- (ii) by majority vote, as per the voting results in Appendix I, **Vanessa Claro Lopes**, Brazilian, divorced, accountant, identification document (RG) 23.669.532-0, individual tax ID (CPF/ME) no. 162.406.218-03, resident and domiciled in the city and state of Rio de Janeiro, at Avenida Lucio Costa 3604, Apartamento 2701, Bloco 2, Barra da Tijuca, as member of the Audit Board, having as alternate member **Elaine Maria de Souza Funo**, Brazilian, married, accountant, identification document (RG) 20.207.375-0, individual tax ID (CPF/ME). 201.953.328-65, resident and domiciled in the City of São José dos Campos, State of São Paulo, at Rua José Rocha da Silva, 61; and
- (iii) by majority votes, as per the voting results in Appendix I, **José Cezário Menezes de Barros Sobrinho**, Brazilian, married, accountant, identification document (RG) 02964566-24 SSP/BA, individual tax ID (CPF/ME) 499.791.165-87, resident and domiciled in the City and State of São Paulo, with business address at Rua Dr. Geraldo Campos Moreira, 375 conj. 71, CEP 04571.020, having as alternate member,



**Guilherme José de Vasconcelos Cerqueira**, Brazilian, married, engineer, identification document (RG) 58754896, individual tax ID (CPF/ME) 919.801.277-00, resident and domiciled in the City and State of São Paulo, at Rua Canário 500, apto. 71, Moema, CEP 04521-002. José Cezário Menezes de Barros Sobrinho and Guilherme José de Vasconcelos Cerqueira were nominated by the non-controlling shareholders of the Company.

7.9.1. Based on information received by the Company's management, in accordance with applicable laws, the shareholders were informed that the members of the Audit Board meet the requirements set forth in Article 162 of Brazilian Corporation Law and are apt to sign, without any reservations, the certificate mentioned in articles 147 and 162, paragraph 2 of Brazilian Corporation Law, which will be filed at the registered office of the Company.

7.9.2. The Fiscal Council members elected herein will take office within thirty (30) days as from the date hereof by signing the respective instrument of investiture to be drawn up in the Company's records and accompanied by the certificate of clearance specified in the item above.

7.10. To approve, by majority vote, as per the voting results in Appendix I, the overall compensation of up to **one hundred two million, fifty-four thousand, two hundred nine reais and sixteen centavos (R\$102,054,209.16)**, of which up to: (i) seven million, four hundred forty-eight thousand reais (R\$ 7,448,000.00) will be attributed to the Board of Directors, (ii) ninety-four million, eight thousand, three hundred ninety-three reais and sixteen centavos (R\$ 94,008,393.16) will be attributed to the Executive Board and (iii) up to five hundred and ninety-seven thousand, eight hundred and sixteen reais) will be attributed to the Audit Board.

**At the Extraordinary Shareholders Meeting:**

7.11. To approve, by majority votes, as per the voting results in Appendix I, the amendment to paragraph 1, article 2 and paragraph 2, article 14 of the Bylaws of the Company to include adjustments to compliance and governance, taking effect with the following wording:

*“Article 1° (...) Paragraph 2 - The Company, its directors, officers and shareholders shall comply with the provisions of the Regulations for Listing of Issuers and Admission of Securities for Trading, including the rules on removal and exclusion of securities admitted for trading in the organized markets operated by B3, and will perform their activities following the highest integrity and ethical standards.”*

*“Article 14 (...) Paragraph 2 - The investiture of members of the Board of Directors and Board of Executive Officers, which will not require any guarantee, will be conditioned on adherence to the Policy on Disclosure of Material Information and Securities Trading adopted by the Company, which consolidates the rules on disclosure of material information of the Company to investors and the use of such information by the Company itself, as well as compliance with the legal requirements applicable, as well as adherence to other internal policies of the Company, especially the Code of Conduct, Anticorruption Policy and Human Rights Policy. The directors and officers will, immediately after investiture in their position, inform B3 of the quantity and characteristics of the securities issued by the Company that they hold directly or indirectly, including derivatives.”*

7.12. To approve, by majority votes, as per the voting results in Appendix I, the increase in the Company’s capital by two hundred and eighty million reais (R\$280,000,000.00), without the issue of new shares, by converting a portion of the existing balance in the Profit Reserve accounts of the Company: (i) fifty-eight million reais (R\$58,000,000.00) from the Legal Reserve account; and (ii) two hundred twenty-two million reais (R\$222,000,000.00) from the Statutory Reserve account, with the head paragraph of article 5 of the Company’s Bylaws taking effect with the following new wording:

*“Article 5 – The Company’s fully subscribed and paid-in capital is eight billion, six hundred eighty-two million, five hundred forty-three thousand, five hundred fifty reais*

*and ninety-seven centavos (R\$8,682,543,550.97), divided into one billion, eight hundred seventy-four million, seventy thousand, nine hundred thirty-two (1,874,070,932) registered, book-entry common shares without par value.”*

7.13. To approve, by majority votes, as per the voting results in Appendix I, the amendment to sole paragraph, article 19 of the Bylaws of the Company, to remove the exception of the participation of directors by conference call or videoconference, taking effect with the following new wording:

*“Article 19 (...) Sole paragraph - The directors may participate in the meetings via conference call or videoconference, provided that such possibility is indicated in the call notice of the meeting. In such case, the minutes of the meeting will be submitted via email or the communication platform of the Board of Directors to the directors that participate in such manner.”*

7.14. Before the deliberation of item “iv” of the Extraordinary Agenda, the Company clarifies that the non-controlling shareholders contacted the Company through its Investor Relations area after presentation of the management proposal to request improvements related to the wording proposed for item (xxxv), article 21.

As described in the Management Proposal, the objective of the amendment is to attribute to the executive officers responsible for approving and reviewing the administrative policies of the Company. For clarification, the administrative or internal policies are those that are part of the Company’s normal course of business and are applicable only to the employees and managers. Corporate policies that remain under the responsibility of the Board of Directors are those that encompass a more comprehensive public and are usually required by current legislation.

In this context, the Chair of the meeting considered the receipt of the questionings and suggested improvements considered pertinent, having amended the wording of this item, which was submitted for approval by shareholders.

To approve, by majority votes, as per the voting results in Appendix I, the amendment to item (xxxv), article 21 and of paragraph 1, article 24 of the Bylaws of the Company to state that the Board of Executive Officers is responsible for approving the administrative policies, taking effect with the following wording:

*“Article 21 The Board of Directors is responsible for (...) – (xxxv) except the administrative policies (internal policies) that will be the exclusive responsibility of the executive board, approve and review the code of conduct, applicable to all employees and managers of the Company and the Company’s corporate policies, including the (a) Related-Party Transaction Policy; (b) Risk Management Policy; (c) Securities Trading and Information Disclosure Policy; (d) Policy on Nomination of members to the Board of Directors, its advisory committees and the Statutory Board of Executive Officers; (e) Compensation Policy; (f) Anti-harassment and Anti-discrimination Policy; (g) Human Rights Policy; (h) Sustainability Policy; (i) Indemnity Policy; (j) Anticorruption Policy; (k) Anti-Money Laundering Policy; (l) Relation with Government Agencies Policy; (m) Antitrust Policy; (n) Business Courtesies, Gifts and Hospitality Policy; (o) Donations and Sponsorship Policy; (p) Profit Allocation Policy; and (q) Policy on Engaging the Independent Auditor and Non-Audit Services.”*

*“Article 24 (...) Paragraph 1 - Without prejudice to the head paragraph of this article, the Board of Executive Officers is responsible for: (i) resolving on all matters that are not under the exclusive authority of the Shareholders Meeting or of the Board of Directors; (ii) hiring and terminating employees, setting their compensation levels and creating and eliminating positions; (iii) formulating investment plans and operational budgets; (iv) negotiating, waiving, withdrawing, reaching agreements, entering into commitments, undertaking obligations, investing in funds, buying and selling real and*

*personal property, pledging sureties or other guarantees, subject to Article 25 below; (v) preparing semiannual or interim balance sheets, when required; (vi) preparing the report and the financial statements for each fiscal year; (vii) resolving on the opening and maintenance of subsidiaries, branches, agencies, offices or representations of the Company anywhere in the country or abroad; (viii) monitoring the preparation or revision of the Company's corporate policies, analyzing and issuing recommendations to the Board of Directors on such proposals; and (ix) resolving on the preparation, revision or revocation of administrative policies (internal policies), applicable to all employees, directors and officers of the Company, except for those under the exclusive authority of the Board of Directors.”*

7.15. To approve, by majority votes, as per the voting results in Appendix I, the amendment to the head paragraph of article 22 of the Bylaws of the Company to adjust it to the wording provided by Law 14,195/21, which amended article 146 of the Brazilian Corporations Law, taking effect with the following wording:

*“Article 22 - The Board of Executive Officers shall be composed of at least three (3) and at most eight (8) members, with one (1) Chief Executive Officer; one (1) Chief Legal Officer; one (1) Chief Financial Officer; one (1) Investor Relations Officer; and up to four (4) Executive Officers, without specific portfolio, with officers permitted to hold more than one position.”*

7.16. To approve, by majority vote, as per the voting results in Appendix I, the restatement of the Bylaws of the Company, which, including the above amendment, will henceforth have the wording in Appendix II.

**8. DOCUMENTS:** The documents and proposals submitted to the meeting, as well as the statements and votes cast, abstentions or dissent and other correspondences received by the executive officers, were authenticated by those presiding and filed at the registered office of the Company.

**9. CLOSURE:** There being no further matters to address, the chair adjourned the meeting for the time necessary to draw up these minutes and authorized their publication without the signatures of shareholders. After being read and approved, the minutes were signed by all those present. (sd.) **Presiding Board: Maria Rita de Carvalho Drummond** - Chairwoman and General Counsel; **Marcela Bruno Coelho** - Secretary; **Marcelo Curti** – Audit Board Member; **João Ricardo Ducatti** - Audit Committee Member; **Priscila Ferreira Augusto Silva** - Ernst & Young Auditores Independentes S.S.

(aa) Participation certified by Chairwoman:

#### **Attendance List of the Annual Shareholders Meeting**

##### **Shareholders present**

**Gonçalo Cassini Peter, Luca Las Casas Ralid.**

##### **Represented by Christiano Marques de Godoy**

AMUNDI FUNDS, AMUNDI INDEX SOLUTIONS, AXA OR ET MATIERES PREMIERES, IT NOW IBOVESPA FUNDO DE ÍNDICE, IT NOW IGCT FUNDO DE INDICE, IT NOW ISE FUNDO DE INDICE, IT NOW PIBB IBRX-50 FUNDO DE ÍNDICE, ITAÚ AÇÕES DIVIDENDOS FI, ITAÚ CAIXA ACOES FI, ITAÚ EXCELÊNCIA SOCIAL AÇÕES FUNDO DE INVESTIMENTO, ITAÚ FTSE RAFI BRAZIL 50 CAPPED INDEX FIA, ITAÚ GOVERNANCA CORPORATIVA ACOES FI, ITAÚ HUNTER TOTAL RETURN MULTIMERCADO FI, ITAÚ IBOVESPA ATIVO MASTER FIA, ITAÚ IBRX ATIVO MASTER FIA, ITAÚ INDEX AÇÕES IBOVESPA FI, ITAÚ INDEX ACOES IBRX FI, ITAÚ MASTER GLOBAL DINÂMICO MULTIMERCADO FUNDO DE INVESTIMENTO, ITAÚ MASTER GLOBAL DINÂMICO ULTRA MULTIMERCADO FUNDO DE INVESTIMENTO, ITAÚ PREVIDÊNCIA IBRX FIA, JP MORGAN CHASE BANK, NUSHARES ESG EM MKTS EQ ETF, QUANTAMENTAL HEDGE MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, STICHTING PENSIOENFONDS VOOR DE ARCHITECTENBUREAUS,

##### **Represented by Edward Wygand**

AP LS Master Fia

##### **Represented by Jefferson de Vasconcelos Molero**

AGUASSANTA INVESTIMENTOS S.A., AGUASSANTA NEGÓCIOS S.A., AGUASSANTA PARTICIPAÇÕES S.A.

##### **Represented by Júlio André Kogut**

ASCESE FUNDO DE INVESTIMENTO EM AÇÕES, COUGAR MASTER FUNDO DE INVESTIMENTO EM AÇÕES, DYNAMO BRASIL I LLC, DYNAMO BRASIL III LLC,

DYNAMO BRASIL IX LLC, DYNAMO BRASIL V LLC, DYNAMO BRASIL VI LLC, DYNAMO BRASIL VIII LLC, DYNAMO BRASIL XIV LLC, DYNAMO BRASIL XV LP

**Represented by Ricardo Vidal Renno**  
ABSOLUTO PARTNERS MASTER FIA

**Shareholders who voted via absentee ballot**

4UM ACOES FUNDO DE INVESTIMENTO EM ACOES, ABERDEEN INVESTMENT FUNDS UK ICVC II - ABERDEEN EM, ABS DIRECT EQUITY FUND LLC, ABSOLUTO PARTNERS INSTITUCIONAL MASTER FIA, ABSOLUTO PARTNERS INSTITUCIONAL MASTER FIA, ABU DHABI RETIREMENT PENSIONS AND BENEFITS FUND, ADVANCED SERIES TRUST - AST EMERGING M. E. P., AEGON CUSTODY BV, ALASKA COMMON TRUST FUND, ALASKA PERMANENT FUND, ALBERTA INVESTMENT MANAGEMENT CORPORATION, ALLIANZ GL INVESTORS GMBH ON BEHALF OF ALLIANZGI-FONDS DSPT, ALLURE FIA, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN HEART ASSOCIATION, INC., ARERO - DER WELTFONDS -NACHHALTIG, ARIZONA PSPRS TRUST, ARROWSTREET CAPITAL ESG GLOBAL EQUITY LONG/SHORT F, ARROWSTREET CAPITAL GLOBAL EQUITY LONG/SHORT FUND LIMITED, ASSET MANAGEMENT EXCHANGE UCITS CCF, AUSTRALIANSUPER PTY LTD AS TRUSTEE FOR AUSTRALIASUPER, AVADIS FUND - AKTIEN EMERGING MARKETS INDEX, AVIVA I INVESTMENT FUNDS ICVC - AVIVA I INTERNATIONAL I T F, AVIVA INVESTORS, AVIVA LIFE PENSIONS UK LIMITED, AWARE SUPER PTY LTD, BARINGS GLOBAL EQUITY ALLOCATION FUND, A SUB-FUND, BARTHE HOLDINGS LLC, BC FAMÍLIA PREVIDÊNCIA FUNDO DE INVESTIMENTO EM AÇÕES, BELLSOUTH CORPORATION RFA VEBA TRUST, BETASHARES LEGG MASON EMERGING MARKETS FUND, BLACKROCK A. M. S. AG ON B. OF I. E. M. E. I. F. (CH), BLACKROCK ASSET MANAG IR LT I ITS CAP A M F T BKR I S FD, BLACKROCK CDN MSCI EMERGING MARKETS INDEX FUND, BLACKROCK GLOBAL INDEX FUNDS, BLACKROCK INSTITUTIONAL TRUST COMPANY NA, BLACKROCK LIFE LIMITED - DC OVERSEAS EQUITY FUND, BLK MAGI FUND, BMO MSCI EMERGING MARKETS INDEX ETF, BNY MELLON (RIVER AND MERCANTILE) GLOBAL EQUITY FU, BNYM MELLON CF SL EMERGING MARKETS STOCK INDEX FUND, BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMER, BPI BRASIL, FUNDO DE INVESTIMENTO ABERTO FLEXIVEL, BRASIL CAPITAL 30 MASTER BR FUNDO DE INVESTIMENTO EM ACOES, BRASIL CAPITAL 30 MASTER FIA, BRASIL CAPITAL 70 XP SEGUROS ADVISORY PREVIDENCIA FUNDO DE I, BRASIL CAPITAL BRASILPREV FIFE FUNDO DE INVESTIMENTO EM ACOE, BRASIL CAPITAL MASTER 30 II FIA, BRASIL CAPITAL MASTER B PREV FUNDO DE INVESTIMENTO EM ACOES, BRASIL CAPITAL MASTER FIA, BRASIL CAPITAL PREV I MASTER FUNDO DE INVESTIMENTO EM ACOES, BRASIL CAPITAL PREVIDENCIÁRIO ITAÚ MASTER FIA , BRASIL CAPITAL SUSTENTABILIDADE MASTER FIA, BRITISH COAL STAFF SUPERANNUATION SCHEME, BRITISH COLUMBIA INVESTMENT MANAGEMENT CORPORATION, CADMOS FUND MANAGEMENT - GUILLE EMERGING MARKETS EF, CAISSE DE DEPOT ET PLACEMENT DU QUEBEC, CALIFORNIA PUBLIC

EMPLOYEES RETIREMENT SYSTEM, CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM, CCL Q EMERGING MARKETS EQUITY FUND, CENTRAL PROVIDENT FUND BOARD, CHEVRON UK PENSION PLAN, CIBC EMERGING MARKETS EQUITY INDEX ETF, CIBC EMERGING MARKETS INDEX FUND, CITITRUST LIM AS TR OF BLACK PREMIER FDS- ISH WOR EQU IND FD, CITITRUST LTD A T VANG FDS S - VANGUARD MODERATE GROWTH FUND, CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN, CITY OF NEW YORK GROUP TRUST, CITY OF PHILADELPHIA PUB EMPLOYEES RET SYSTEM, CLARITAS LONG SHORT MASTER FUNDO INVESTIMENTO MULTIMERCADO, CLARITAS QUANT MASTER FIM, CLARITAS QUANT MASTER II FIA, CLINTON NUCLEAR POWER PLANT QUALIFIED FUND, CLOVIS FUNDO DE INVESTIMENTO EM AÇÕES, COLLEGE RETIREMENT EQUITIES FUND, COLONIAL FIRST STATE INVESTMENT FUND 50, COLONIAL FIRST STATE WHOLESALE INDEXED GLOBAL SHAR, COMMONWEALTH BANK GROUP SUPER, COMMONWEALTH GLOBAL SHARE FUND 16, COMMONWEALTH SUPERANNUATION CORPORATION, CONNECTICUT GENERAL LIFE INSURANCE COMPANY, CONSTELLATION 100 PREV FUNDO DE INVESTIMENTO MULTIMERCADO, CONSTELLATION 70 PREVIDENCIA FI PREV MULT, CONSTELLATION BP 100 PREV FIA FIFE, CONSTELLATION BRADESCO 100 FIFE FIA, CONSTELLATION CAMBARÁ FUNDO DE INVESTIMENTO EM AÇÕES, CONSTELLATION FAMÍLIA PREVIDÊNCIA FIA, CONSTELLATION ICATU 70 PREV FUNDO DE INVESTIMENTO, CONSTELLATION INSTITUCIONAL BR FIA, CONSTELLATION MASTER FUNDO DE INVESTIMENTO DE AÇÕES, CONSTELLATION QUALIFICADO MASTER FUNDO DE INVESTIMENTO DE AÇÕES, CONSTELLATION SULAMERICA PREV FI MULTIMERCADO, CONSULTING GROUP CAPITAL MKTS FUNDS EMER MARKETS EQUITY FUND, COUNTY EMPLOYEES ANNUITY AND BENEFIT FD OF THE COOK COUNTY, CPPIB MAP CAYMAN SPC, 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. AS TR F HSBC BRAZIL NEW MO FUND, CUSTODY BANK OF JAPAN, LTD. RE: EMERG EQUITY PASSIVE MOTHF, DELA DEPOSITARY ASSET MANAGEMENT B.V., DEUTSCHE ASSET MANAGEMENT S.A. FOR ARERO - DER WEL, DEUTSCHE X-TRACKERS MSCI ALL WORLD EX US HEDGED EQUITY ETF, DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM, DWS ADVISORS EMERGING MARKETS EQUITIES-PASSIVE, DWS I. GMBH FOR DEAM-FONDS KG-PENSIONEN, EASTSPRING INVESTMENTS, 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 EQUITY INDEX ESG SCREENED FUND B, EMERGING MARKETS EQUITY INDEX MASTER FUND, EMERGING MARKETS INDEX NON-LENDABLE FUND, EMERGING MARKETS INDEX NON-LENDABLE FUND B, EQ/EMERGING MARKETS EQUITY PLUS PORTFOLIO, EUROPEAN CENTRAL BANK, EVTC CIT FOF EBP-EVTC PARAMETRIC SEM CORE EQUITY FUND TR, EXELON GENERATION COMP, LLC TAX QUALIFIED NUCLEAR DECOMM PAR, FIDELITY CONCORD STREET TRUST: FIDELITY ZERO INT. INDEX FUND, FIDELITY GLOBAL EX-U.S. EQUITY INDEX INSTITUTIONAL, FIDELITY INVESTMENT FUNDS FIDELITY INDEX EMERG MARKETS FUND,



FIDELITY SALEM STREET T: FIDELITY E M INDEX FUND, FIDELITY SALEM STREET T: FIDELITY G EX U.S INDEX FUND, FIDELITY SALEM STREET T: FIDELITY TOTAL INTE INDEX FUND, FIDELITY SALEM STREET TRUST: FIDELITY FLEX INTERNATIONAL IND, FIDELITY SALEM STREET TRUST: FIDELITY INTERNATIONAL SUSTAINA, FIDELITY SALEM STREET TRUST: FIDELITY SAI EMERGING M I FUND, FIDELITY SALEM STREET TRUST: FIDELITY SERIES G EX US I FD, FIRST TRUST BRAZIL ALPHADDEX FUND, FLEXSHARES ESG AND CLIMATE EMERGING MARKETS CORE INDEX FUND, FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX F, FORD MOTOR CO DEFINED BENEF MASTER TRUST, FORD MOTOR COMPANY OF CANADA, L PENSION TRUST, FRANKLIN LIBERTYQT EMERGING MARKETS INDEX ETF, FRANKLIN LIBERTYSHARES ICAV, FRANKLIN MARTIN CURRIE SUSTAINABLE EMERGING MARKETS FUND, FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE BRAZI, FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE LATIN, FRANKLIN TEMPLETON FUNDS - FTF MARTIN CURRIE EMERG, FULCRUM DIVERSIFIED ABSOLUTE RETURN FUND, FULCRUM DIVERSIFIED ABSOLUTE RETURN FUND (US), FULCRUM FUNDS SPC-FULCRUM ENERGY-INFRAEST-RENEWABLES FUND SP, FULCRUM LIQUID REAL ASSETS FUND, FULCRUM UCITS SICAV, FUTURE FUND BOARD OF GUARDIANS, GAM INVESTMENT MANAGEMENT (SWITZERLAND) AG F Z I I-Z A E M P, GAM MULTISTOCK, GAM STAR FUND PLC, GENERAL ORGANISATION FOR SOCIAL INSURANCE, GENERAL PENSION AND SOCIAL SECURITY AUTHORITY, GOLDMAN SACHS ETF TRUST - GOLDMAN SACHS BLOOMBERG, GOLDMAN SACHS ETF TRUST - GOLDMAN SACHS EMERGING M, GOTHAM CAPITAL V, LLC, GUILHERME DANTAS FERNANDES ALVES, H.E.S.T. AUSTRALIA LIMITED, HAND COMPOSITE EMPLOYEE BENEFIT TRUST, HARTFORD SCHRODERS DIVERSIFIED EMERGING MARKETS FU, HOSPITAL AUTHORITY PROVIDENT FUND SCHEME, HOSTPLUS POOLED SUPERANNUATION TRUST, HSBC BANK PLC AS TRUSTEE OF STATE STREET AUT EMERG, IBM 401 (K) PLUS PLAN, IMCO EMERGING MARKETS PUBLIC EQUITY LP, IN BK FOR REC AND DEV,AS TR FT ST RET PLAN AND TR/RSBP AN TR, INTERNATIONAL EXPATRIATE BENEFIT MASTER TRUST, INTERNATIONAL MONETARY FUND, INTERNATIONAL RESEARCH EQUITY EXTENDED FUND USB, L, INVESCO MARKETS III PLC - INV FTSE RI EMERGING MARK U ETF, INVESCO MARKETS III PLC - INVESCO FTSE RAFI ALL-WORLD 3000 U, INVESCO MSCI EMERGING MARKETS ESG UNIVERSAL SCREEN, INVESCO POOLED INVESTMENT FUND - GLOBAL STRATEGIC EQUITY FUN, INVESCO PUREBETASM FTSE EMERGING MARKETS ETF, INVESCO RAFI FUNDAMENTAL GLOBAL INDEX TRUST, INVESTERINGSFORENINGEN SPARINVEST INDEX EMERGING MARKETS, ISHARES (DE) I INVESTMENTAKTIENGESELLSCHAFT MIT TG, ISHARES CORE MSCI EMERGING MARKETS ETF, ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF, ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF, ISHARES EMERGING MARKETS FUNDAMENTAL INDEX ETF, ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND, ISHARES ESG AWARE MSCI EMERGING MARKETS INDEX ETF, ISHARES ESG MSCI EM ETF, ISHARES ESG MSCI EM LEADERS ETF, ISHARES II PUBLIC LIMITED COMPANY, ISHARES III PUBLIC LIMITED COMPANY, ISHARES IV PUBLIC LIMITED COMPANY, ISHARES MSCI

ACWI ETF, ISHARES MSCI ACWI EX U.S. ETF, ISHARES MSCI BRAZIL ETF, ISHARES MSCI BRIC ETF, ISHARES MSCI EMERGING MARKETS ETF, ISHARES MSCI EMERGING MARKETS EX CHINA ETF, ISHARES PUBLIC LIMITED COMPANY, IVESCO FTSE RAFI EMERGING MARKETS ETF, JMALUCELLI 18 FUNDO DE INVESTIMENTO RENDA FIXA CP, JNL EMERGING MARKETS INDEX FUND, JOHN HANCOCK FUNDS II EMERGING MARKETS FUND, JOHN HANCOCK FUNDS II INTERNATIONAL STRATEGIC EQUITY ALLOCAT, JOHN HANCOCK TRUST COMPANY COLLECTIVE INVESTMENT T, JOHN HANCOCK VARIABLE INS TRUST INTERN EQUITY INDEX TRUST, JOSÉ EUGÊNIO DE REZENDE BARBOSA SOBRINHO, KAISER FOUNDATION HOSPITALS, KAISER PERMANENTE GROUP TRUST, KAPITALFORENINGEN EMD INVEST, EMERGING MARKETS IND, KAPITALFORENINGEN LAEGERNES PENSIONSINVESTERING, LPI AEM III, KIRON B PREVIDÊNCIA FIA MASTER FIFE, KIRON INSTITUCIONAL FIA, KIRON MASTER FIA, KIRON MASTER PREV LONG ONLY FIA, KIRON PREVIDÊNCIA XP FIE FIA, LACM EMERGING MARKETS FUND L.P., LACM EMII, L.P., LEGAL GENERAL CCF, LEGAL GENERAL COLLECTIVE INVESTMENT TRUST, LEGAL GENERAL GLOBAL EMERGING MARKETS INDEX FUND, LEGAL GENERAL GLOBAL EQUITY INDEX FUND, LEGAL & GENERAL FUTURE WORLD ESG EMERGING MARKETS, LEGAL & GENERAL ICAV, LEGAL & GENERAL INTERNATIONAL INDEX TRUST, LEGAL AND GENERAL ASSURANCE PENSIONS MNG LTD, LEGAL AND GENERAL ASSURANCE SOCIETY LIMITED, LEGG MASON GLOBAL FUNDS PLC, LEGG MASON MARTIN CURRIE EMERGING MARKETS FUND, LGIASUPER TRUSTEE, LOS ANGELES COUNTY EMPLOYEES RET ASSOCIATION, LVIP SSGA EMERGING MARKETS EQUITY INDEX FUND, MACQUARIE MULTI-FACTOR FUND, MACQUARIE TRUE INDEX EMERGING MARKETS FUND, MAINA FIA, MANAGED PENSION FUNDS LIMITED, MANASLU LLC, MARTIN CURRIE EMERGING MARKETS FUND, MBB PUBLIC MARKETS I LLC, MERCER QIF FUND PLC, MERCER UCITS COMMON CONTRACTUAL FUND, MINeworkers PENSION SCHEME, MINISTRY OF ECONOMY AND FINANCE, MIRAE ASSET TRIUMPH EM EQUITY PRIVATELY PLACED MAS, MOBIUS LIFE LIMITED, MSCI ACWI EX-U.S. IMI INDEX FUND B2, MSCI EQUITY INDEX FUND B - BRAZIL, MUNICIPAL E ANNUITY A B FUND OF CHICAGO, NAT WEST BK PLC AS TR OF ST JAMES PL ST MANAGED UNIT TRUST, NATIONAL COUNCIL FOR SOCIAL SECURITY FUND, NATIONAL EMPLOYMENT SAVINGS TRUST, NATWEST TRUSTEE AND DEPOSITARY SERVICES LIMITED AS, NEW AIRWAYS PENSION SCHEME, NEW SOUTH WALLE TR CORP AS TR FOR THE TC EMER MKT SHAR FUND, NEW YORK STATE TEACHERS RETIREMENT SYSTEM, NORGES BANK, NORTHERN EMERGING MARKETS EQUITY INDEX FUND, NORTHERN TRUST COLLECTIVE ALL COUNTRY WORLD I (ACWI) E-U F-L, NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHIN, NORTHERN TRUST COLLECTIVE EMERGING MARKETS INDEX FUND-LEND, NORTHERN TRUST INVESTMENT FUNDS PLC, NORTHERN TRUST UCITS FGR FUND, NTGI QM COMMON DAILY ALL COUNT WORLD EXUS EQU INDEX FD LEND, NTGI QUANTITATIVE MANAGEMENT COLLEC FUNDS TRUST, NTGI-QM COMMON DAC WORLD EX-US INVESTABLE MIF - LENDING, NTGI-QM COMMON DAILY EMERGING MARKETS EQUITY I F- NON L, OBLATE INTL PASTORAL INVESTMENT TRUST, OMNIS PORTFOLIO INVESTMENTS ICVC - OMNIS DIVERSIFI, ONEPATH

GLOBAL EMERGING MARKETS SHARES(UNHEDGED) INDEX POOL, ONTARIO TEACHERS PENSION PLAN BOARD, PACIFIC CAPITAL UCITS FUNDS PLC, PACIFIC GAS A EL COMP NU F Q CPUC DEC MASTER TRUST, PACIFIC SELECT FUND - PD EMERGING MARKETS PORTFOLIO, PANAGORA GROUP TRUST, PARAMETRIC EMERGING MARKETS FUND, PARAMETRIC TAX-MANAGED EMERGING MARKETS FUND, PARAMETRIC TMEC FUND, LP, PENSIOENFONDS WERK EN (RE)INTERGRATIE, PEOPLE S BANK OF CHINA, PHILADELPHIA GAS WORKS PENSION PLAN, PICTET - EMERGING MARKETS INDEX, PICTET CH INSTITUCIONAL-EMERGING MARKETS TRACKER, POOL REINSURANCE COMPANY LIMITED, PRIME SUPER, PRUDENTIAL ASSURANCE COMPANY SINGAPORE (PTE) LTD, PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEX, PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO, PUBLIC SECTOR PENSION INVESTMENT BOARD, QIC INTERNATIONAL EQUITIES FUND, QIC LISTED EQUITIES FUND, QS INVESTORS DBI GLOBAL EMERGING MARKETS EQUITY FUND LP, QSUPER, RBC QUANT EMERGING MARKETS DIVIDEND LEADERS ETF, RBC QUANT EMERGING MARKETS EQUITY LEADERS ETF, RENATO EUGÊNIO DE REZENDE BARBOSA, ROBEKO CAPITAL GROWTH FUNDS, ROBERTO DE REZENDE BARBOSA , ROYAL FUNDO DE INVESTIMENTO EM AÇÕES, RUSSELL INVESTMENT COMPANY PUBLIC LIMITED COMPANY, RUSSELL INVESTMENT COMPANY RUSSELL TAX-MANAGED INTERNATIONAL, RUSSELL INVESTMENT MANAGEMENT LTD AS TRUSTEE OF THE RUSSELL, SAS TRUSTEE CORPORATION POOLED FUND, SBC MASTER PENSION TRUST, SCHRODER EMERGING MARKETS FUND SUSTAINABLE FUND, SCHRODER INTERNATIONAL SELECTION FUND, SCHWAB EMERGING MARKETS EQUITY ETF, SCOTIA EMERGING MARKETS EQUITY INDEX TRACKER ETF, SCOTTISH WIDOWS INVESTMENT SOLUTIONS FUNDS ICVC- FUNDAMENTAL, SCOTTISH WIDOWS MANAGED INVESTMENT FUNDS ICVC -INT, SHELL FOUNDATION, SHELL TR (BERM) LTD AS TR O SHELL OV CON P F, SKAGEN KON-TIKI VERDIPAPIRFOND, SOUTHERN CAL ED C N F Q C DC MT S ON P VD N G, SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: SP, SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: SPARTAN EMERG, SPDR MSCI ACWI EX-US ETF, SPDR MSCI EMERGING MARKETS FOSSIL FUEL FREE ETF, SPDR MSCI EMERGING MARKETS STRATEGICFACTORS ETF, SPDR SP EMERGING MARKETS ETF, SSGA MSCI ACWI EX-USA INDEX NON-LENDING DAILY TRUST, SSGA MSCI BRAZIL INDEX NON-LENDING QP COMMON TRUST FUND, SSGA SPDR ETFS EUROPE I PLC, ST STR MSCI ACWI EX USA IMI SCREENED NON-LENDING COMM TR FD, STATE OF MINNESOTA STATE EMPLOYEES RET PLAN, STATE OF NEW JERSEY COMMON PENSION FUND D, STATE OF WYOMING, STATE ST GL ADV TRUST COMPANY INV FF TAX EX RET PLANS, STATE STREET EMERGING MARKETS EQUITY INDEX FUND, STATE STREET GLOBAL ADVISORS LUX SICAV - S S G E M I E FUND, STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO, STATE STREET ICAV, STATE STREET IRELAND UNIT TRUST, STATE STREET VARIABLE INSURANCE SERIES FUNDS, INC, STICING PENSIOENFONDS VOOR HUISARTSEN, STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL, STICHTING JURIDISCH EIGENAAR ACHMEA INVESTMENT MAN, STICHTING PENSIOENFONDS PGB, STICHTING PHILIPS PENSIOENFONDS, STICHTING SHELL PENSIOENFONDS, STOREBRAND SICAV,

STRIVE EMERGING MARKETS EX-CHINA ETF, SUNAMERICA SERIES TRUST SA EMERGING MARKETS EQUITY, SUNCORP GROUP GLOBAL EQUITIES TRUST, SUNSUPER SUPERANNUATION FUND, SUPERNOVA FIA, TEACHER RETIREMENT SYSTEM OF TEXAS, TEACHERS RETIREMENT SYSTEM OF THE CITY OF NEW YORK, TEXAS PERMANENT SCHOOL FUND CORPORATION, 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 EMERGING M.S. OF THE DFA I.T.CO., THE MASTER T B J, LTD AS T OF DAIWA BRAZIL STOCK OPEN-RIO WI, THE MASTER T BK OF JPN, LTD AS T OF NIKKO BR EQ MOTHER FUND, THE MASTER TR BANK OF JAPAN AS TR FOR HSBC BRAZIL MOTHER FD, THE MASTER TRUST BANK OF JAP, LTD. AS TR. FOR MTBJ400045828, THE MASTER TRUST BANK OF JAP., LTD. AS TR. FOR MTBJ400045829, THE MASTER TRUST BANK OF JAPAN, LTD. AS T F MTBJ400045832, THE MASTER TRUST BANK OF JAPAN, LTD. AS T OF MUTB400021492, THE MASTER TRUST BANK OF JAPAN, LTD. AS T OF MUTB400021536, THE MASTER TRUST BANK OF JAPAN, LTD. AS T. FOR MTBJ400045835, THE MASTER TRUST BANK OF JAPAN, LTD. AS TR FOR MUTB400045792, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRU FO MTBJ400045849, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ4000, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB4000, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE OF, THE MASTER TRUST BANK OF JAPAN, LTD. TRUSTEE MUTB400045794, THE MONETARY AUTHORITY OF SINGAPORE, THE NOMURA T AND B CO LTD RE I E S INDEX MSCI E NO HED M FUN, THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, THE SEVENTH SWEDISH NATIONAL PENSION FUND - AP7 EQUITY FUND, THE SHELL CONTRIBUTORY PENSION FUND, THE STATE TEACHERS RETIREMENT SYSTEM OF OHIO, THREE MILE ISLAND UNIT ONE QUALIFIED FUND, TIAA-CREF FUNDS - TIAA-CREF EMERGING MARKETS EQUITY FUND, TIAA-CREF FUNDS - TIAA-CREF EMERGING MARKETS EQUITY I F, TM FULCRUM DIVERSIFIED ABSOLUTE RETURN FUND, TM FULCRUM DIVERSIFIED CORE ABSOLUTE RETURN FUND, TM FULCRUM DIVERSIFIED LIQUID ALTERNATIVES FUND, TM FULCRUM INCOME FUND, TOTAL INTERNATIONAL EX U.S. I MASTER PORT OF MASTER INV PORT, TYLER FINANCE LLC, UTAH STATE RETIREMENT SYSTEMS, VANECK VECTORS NATURAL RESOURCES ETF, VANGUARD EMERGING MARKETS SHARES INDEX FUND, VANGUARD EMERGING MARKETS STOCK INDEX FUND, 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 PUBLIC LIMITED COMPANY, VANGUARD INTERNATIONAL HIGH DIVIDEND YIELD INDEX F, VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX F, VANGUARD INVESTMENT SERIES PLC, VANGUARD TOTAL INTERNATIONAL STOCK INDEX FD, A SE VAN S F, VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF, VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL, VERDIPAPIRFONDET KLP AKSJE FREMVOKSENDE MARKEDER INDEKS I, VERDIPAPIRFONDET STOREBRAND INDEKS ALLE MARKEDER, VERDIPAPIRFONDET STOREBRAND INDEKS NYE MARKEDER, VOYA EMERGING MARKETS INDEX PORTFOLIO, VOYA VACS INDEX SERIES EM PORTFOLIO, WARM FIA, WASHINGTON STATE INVESTMENT BOARD,

WELLINGTON TRUST COMPANY, NATIONAL ASSOCIATION MUL, WELLS FARGO (LUX) WORLDWIDE FUND, WILMINGTON TRUST, NATIONAL ASSOCIATION, WISDOMTREE EMERG MKTS QUALITY DIV GROWTH FUND, WISDOMTREE EMERGING MARKETS EFFICIENT CORE FUND, WISDOMTREE EMERGING MARKETS EX-CHINA FUND, WISDOMTREE EMERGING MARKETS EX-STATE-OWNED ENTERPRISES FUND, WM POOL - EQUITIES TRUST NO 74, WM POOL - EQUITIES TRUST NO. 75, XTRACKERS, XTRACKERS (IE) PUBLIC LIMITED COMPANY, XTRACKERS MSCI EMERGING MARKETS ESG LEADERS EQUITY,

### **Attendance List of the Extraordinary Shareholders Meeting**

#### **Shareholders present**

GONÇALO CASSINI PETER, LUCA LAS CASAS RALID

#### **Represented by Christiano Marques de Godoy**

AMUNDI FUNDS, AMUNDI INDEX SOLUTIONS, AXA OR ET MATIERES PREMIERES, IT NOW IBOVESPA FUNDO DE ÍNDICE, IT NOW IGCT FUNDO DE INDICE, IT NOW ISE FUNDO DE INDICE, IT NOW PIBB IBRX-50 FUNDO DE ÍNDICE, ITAÚ AÇÕES DIVIDENDOS FI, ITAÚ CAIXA ACOES FI, ITAÚ EXCELÊNCIA SOCIAL AÇÕES FUNDO DE INVESTIMENTO, ITAÚ FTSE RAFI BRAZIL 50 CAPPED INDEX FIA, ITAÚ GOVERNANCA CORPORATIVA ACOES FI, ITAÚ HUNTER TOTAL RETURN MULTIMERCADO FI, ITAÚ IBOVESPA ATIVO MASTER FIA, ITAÚ IBRX ATIVO MASTER FIA, ITAÚ INDEX AÇÕES IBOVESPA FI, ITAÚ INDEX ACOES IBRX FI, ITAÚ MASTER GLOBAL DINÂMICO MULTIMERCADO FUNDO DE INVESTIMENTO, ITAÚ MASTER GLOBAL DINÂMICO ULTRA MULTIMERCADO FUNDO DE INVESTIMENTO, ITAÚ PREVIDÊNCIA IBRX FIA, JP MORGAN CHASE BANK, NUSHARES ESG EM MKTS EQ ETF, QUANTAMENTAL HEDGE MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, STICHTING PENSIOENFONDS VOOR DE ARCHITECTENBUREAUS,

#### **Represented by Edward Wygand**

AP LS MASTER FIA

#### **Represented by Jefferson de Vasconcelos Molero**

AGUASSANTA INVESTIMENTOS S.A., AGUASSANTA NEGÓCIOS S.A., AGUASSANTA PARTICIPAÇÕES S.A.

#### **Represented by Júlio André Kogut**

ASCESE FUNDO DE INVESTIMENTO EM AÇÕES, COUGAR MASTER FUNDO DE INVESTIMENTO EM AÇÕES, DYNAMO BRASIL I LLC, DYNAMO BRASIL III LLC, DYNAMO BRASIL IX LLC, DYNAMO BRASIL V LLC, DYNAMO BRASIL VI LLC, DYNAMO BRASIL VIII LLC, DYNAMO BRASIL XIV LLC, DYNAMO BRASIL XV LP.

#### **Represented by Ricardo Vidal Renno**

ABSOLUTO PARTNERS MASTER FIA.

**Shareholders who voted via absentee ballot**

4UM ACOES FUNDO DE INVESTIMENTO EM ACOES, ABERDEEN INVESTMENT FUNDS UK ICVC II - ABERDEEN EM, ABS DIRECT EQUITY FUND LLC, ABSOLUTO PARTNERS INSTITUCIONAL MASTER FIA, ABSOLUTO PARTNERS INSTITUCIONAL MASTER FIA, ABU DHABI RETIREMENT PENSIONS AND BENEFITS FUND, ADVANCED SERIES TRUST - AST EMERGING M. E. P., AEGON CUSTODY BV, ALASKA COMMON TRUST FUND, ALASKA PERMANENT FUND, ALBERTA INVESTMENT MANAGEMENT CORPORATION, ALLIANZ GL INVESTORS GMBH ON BEHALF OF ALLIANZGI-FONDS DSPT, ALLURE FIA, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN HEART ASSOCIATION, INC., ARERO - DER WELTFONDS -NACHHALTIG, ARIZONA PSPRS TRUST, ARROWSTREET CAPITAL ESG GLOBAL EQUITY LONG/SHORT F, ARROWSTREET CAPITAL GLOBAL EQUITY LONG/SHORT FUND LIMITED, ASSET MANAGEMENT EXCHANGE UCITS CCF, AUSTRALIANSUPER PTY LTD AS TRUSTEE FOR AUSTRALIASUPER, AVADIS FUND - AKTIEN EMERGING MARKETS INDEX, AVIVA I INVESTMENT FUNDS ICVC - AVIVA I INTERNATIONAL I T F, AVIVA INVESTORS, AVIVA LIFE PENSIONS UK LIMITED, AWARE SUPER PTY LTD, BARINGS GLOBAL EQUITY ALLOCATION FUND, A SUB-FUND, BARTHE HOLDINGS LLC, BC FAMÍLIA PREVIDÊNCIA FUNDO DE INVESTIMENTO EM AÇÕES, BELLSOUTH CORPORATION RFA VEBA TRUST, BETASHARES LEGG MASON EMERGING MARKETS FUND, BLACKROCK A. M. S. AG ON B. OF I. E. M. E. I. F. (CH), BLACKROCK ASSET MANAG IR LT I ITS CAP A M F T BKR I S FD, BLACKROCK CDN MSCI EMERGING MARKETS INDEX FUND, BLACKROCK GLOBAL INDEX FUNDS, BLACKROCK INSTITUTIONAL TRUST COMPANY NA, BLACKROCK LIFE LIMITED - DC OVERSEAS EQUITY FUND, BLK MAGI FUND, BMO MSCI EMERGING MARKETS INDEX ETF, BNY MELLON (RIVER AND MERCANTILE) GLOBAL EQUITY FU, BNYM MELLON CF SL EMERGING MARKETS STOCK INDEX FUND, BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMER, BPI BRASIL, FUNDO DE INVESTIMENTO ABERTO FLEXIVEL, BRASIL CAPITAL 30 MASTER BR FUNDO DE INVESTIMENTO EM ACOES, BRASIL CAPITAL 30 MASTER FIA, BRASIL CAPITAL 70 XP SEGUROS ADVISORY PREVIDENCIA FUNDO DE I, BRASIL CAPITAL BRASILPREV FIFE FUNDO DE INVESTIMENTO EM ACOE, BRASIL CAPITAL MASTER 30 II FIA, BRASIL CAPITAL MASTER B PREV FUNDO DE INVESTIMENTO EM ACOES, BRASIL CAPITAL MASTER FIA, BRASIL CAPITAL PREV I MASTER FUNDO DE INVESTIMENTO EM ACOES, BRASIL CAPITAL PREVIDENCIÁRIO ITAÚ MASTER FIA , BRASIL CAPITAL SUSTENTABILIDADE MASTER FIA, BRITISH COAL STAFF SUPERANNUATION SCHEME, BRITISH COLUMBIA INVESTMENT MANAGEMENT CORPORATION, BUREAU OF LABOR FUNDS - LABOR PENSION FUND, BUREAU OF LABOR FUNDS - LABOR RETIREMENT FUND, CADMOS FUND MANAGEMENT - GUILÉ EMERGING MARKETS EF, CAISSE DE DEPOT ET PLACEMENT DU QUEBEC, CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM, CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM, CCL Q EMERGING MARKETS EQUITY FUND, CENTRAL PROVIDENT FUND BOARD, CHANG HWA CO BANK, LTD IN ITS C AS M CUST OF N B FUND, CHEVRON UK PENSION PLAN, CIBC EMERGING MARKETS EQUITY INDEX ETF, CIBC EMERGING MARKETS INDEX FUND, CITITRUST LIM AS

TR OF BLACK PREMIER FDS- ISH WOR EQU IND FD, CITITRUST LTD A T VANG FDS S - VANGUARD MODERATE GROWTH FUND, CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN, CITY OF NEW YORK GROUP TRUST, CITY OF PHILADELPHIA PUB EMPLOYEES RET SYSTEM, CLINTON NUCLEAR POWER PLANT QUALIFIED FUND, CLOVIS FUNDO DE INVESTIMENTO EM AÇÕES, COLLEGE RETIREMENT EQUITIES FUND, COLONIAL FIRST STATE INVESTMENT FUND 50, COLONIAL FIRST STATE WHOLESALE INDEXED GLOBAL SHAR, COMMONWEALTH BANK GROUP SUPER, COMMONWEALTH GLOBAL SHARE FUND 16, COMMONWEALTH SUPERANNUATION CORPORATION, CONNECTICUT GENERAL LIFE INSURANCE COMPANY, CONSTELLATION 100 PREV FUNDO DE INVESTIMENTO MULTIMERCADO, CONSTELLATION 70 PREVIDENCIA FI PREV MULT, CONSTELLATION BP 100 PREV FIA FIFE, CONSTELLATION BRADESCO 100 FIFE FIA, CONSTELLATION CAMBARÁ FUNDO DE INVESTIMENTO EM AÇÕES, CONSTELLATION FAMÍLIA PREVIDÊNCIA FIA, CONSTELLATION ICATU 70 PREV FUNDO DE INVESTIMENTO, CONSTELLATION INSTITUCIONAL BR FIA , CONSTELLATION MASTER FUNDO DE INVESTIMENTO DE AÇÕES, CONSTELLATION QUALIFICADO MASTER FUNDO DE INVESTIMENTO DE AÇÕES, CONSTELLATION SULAMERICA PREV FI MULTIMERCADO, CONSULTING GROUP CAPITAL MKTS FUNDS EMER MARKETS EQUITY FUND, COUNTY EMPLOYEES ANNUITY AND BENEFIT FD OF THE COOK COUNTY, CPPIB MAP CAYMAN SPC, 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. AS TR F HSBC BRAZIL NEW MO FUND, CUSTODY BANK OF JAPAN, LTD. RE: EMERG EQUITY PASSIVE MOTHR F, DELA DEPOSITARY ASSET MANAGEMENT B.V., DEUTSCHE ASSET MANAGEMENT S.A. FOR ARERO - DER WEL, DEUTSCHE X-TRACKERS MSCI ALL WORLD EX US HEDGED EQUITY ETF, DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM, DWS ADVISORS EMERGING MARKETS EQUITIES-PASSIVE, DWS I. GMBH FOR DEAM-FONDS KG-PENSIONEN, EASTSPRING INVESTMENTS, 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 EQUITY INDEX ESG SCREENED FUND B, EMERGING MARKETS EQUITY INDEX MASTER FUND, EMERGING MARKETS INDEX NON-LENDABLE FUND, EMERGING MARKETS INDEX NON-LENDABLE FUND B, EQ/EMERGING MARKETS EQUITY PLUS PORTFOLIO, EUROPEAN CENTRAL BANK, EVTC CIT FOF EBP-EVTC PARAMETRIC SEM CORE EQUITY FUND TR, EXELON GENERATION COMP, LLC TAX QUALIFIED NUCLEAR DECOMM PAR, FIDELITY CONCORD STREET TRUST: FIDELITY ZERO INT. INDEX FUND, FIDELITY GLOBAL EX-U.S. EQUITY INDEX INSTITUTIONAL, FIDELITY INVESTMENT FUNDS FIDELITY INDEX EMERG MARKETS FUND, FIDELITY SALEM STREET T: FIDELITY E M INDEX FUND, FIDELITY SALEM STREET T: FIDELITY G EX U.S INDEX FUND, FIDELITY SALEM STREET T: FIDELITY TOTAL INTE INDEX FUND, FIDELITY SALEM STREET TRUST: FIDELITY FLEX INTERNATIONAL IND, FIDELITY SALEM STREET TRUST: FIDELITY INTERNATIONAL SUSTAINA, FIDELITY SALEM STREET TRUST: FIDELITY SAI EMERGING M I FUND, FIDELITY SALEM STREET TRUST: FIDELITY SERIES G EX

US I FD, FIRST TRUST BRAZIL ALPHADDEX FUND, FLEXSHARES ESG AND CLIMATE EMERGING MARKETS CORE INDEX FUND, FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX F, FORD MOTOR CO DEFINED BENEF MASTER TRUST, FORD MOTOR COMPANY OF CANADA, L PENSION TRUST, FRANKLIN LIBERTYQT EMERGING MARKETS INDEX ETF, FRANKLIN LIBERTYSHARES ICAV, FRANKLIN MARTIN CURRIE SUSTAINABLE EMERGING MARKETS FUND, FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE BRAZI, FRANKLIN TEMPLETON ETF TRUST - FRANKLIN FTSE LATIN, FRANKLIN TEMPLETON FUNDS - FTF MARTIN CURRIE EMERG, FULCRUM DIVERSIFIED ABSOLUTE RETURN FUND, FULCRUM DIVERSIFIED ABSOLUTE RETURN FUND (US), FULCRUM FUNDS SPC-FULCRUM ENERGY-INFRAEST-RENEWABLES FUND SP, FULCRUM LIQUID REAL ASSETS FUND, FULCRUM UCITS SICAV, FUTURE FUND BOARD OF GUARDIANS, GAM INVESTMENT MANAGEMENT (SWITZERLAND) AG F Z I I-Z A E M P, GAM MULTISTOCK, GAM STAR FUND PLC, GENERAL ORGANISATION FOR SOCIAL INSURANCE, GENERAL PENSION AND SOCIAL SECURITY AUTHORITY, GOLDMAN SACHS ETF TRUST - GOLDMAN SACHS BLOOMBERG, GOLDMAN SACHS ETF TRUST - GOLDMAN SACHS EMERGING M, GOTHAM CAPITAL V, LLC, GUILHERME DANTAS FERNANDES ALVES, H.E.S.T. AUSTRALIA LIMITED, HAND COMPOSITE EMPLOYEE BENEFIT TRUST, HARTFORD SCHRODERS DIVERSIFIED EMERGING MARKETS FU, HOSPITAL AUTHORITY PROVIDENT FUND SCHEME, HOSTPLUS POOLED SUPERANNUATION TRUST, HSBC BANK PLC AS TRUSTEE OF STATE STREET AUT EMERG, IBM 401 (K) PLUS PLAN, IMCO EMERGING MARKETS PUBLIC EQUITY LP, IN BK FOR REC AND DEV, AS TR FT ST RET PLAN AND TR/RSBP AN TR, INTERNATIONAL EXPATRIATE BENEFIT MASTER TRUST, INTERNATIONAL MONETARY FUND, INTERNATIONAL RESEARCH EQUITY EXTENDED FUND USB, L, INVESCO MARKETS III PLC - INV FTSE RI EMERGING MARK U ETF, INVESCO MARKETS III PLC - INVESCO FTSE RAFI ALL-WORLD 3000 U, INVESCO MSCI EMERGING MARKETS ESG UNIVERSAL SCREEN, INVESCO POOLED INVESTMENT FUND - GLOBAL STRATEGIC EQUITY FUN, INVESCO PUREBETASM FTSE EMERGING MARKETS ETF, INVESCO RAFI FUNDAMENTAL GLOBAL INDEX TRUST, INVESTERINGSFORENINGEN SPARINVEST INDEX EMERGING MARKETS, ISHARES (DE) I INVESTMENTAKTIENGESSELLSCHAFT MIT TG, ISHARES CORE MSCI EMERGING MARKETS ETF, ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF, ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF, ISHARES EMERGING MARKETS FUNDAMENTAL INDEX ETF, ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND, ISHARES ESG AWARE MSCI EMERGING MARKETS INDEX ETF, ISHARES ESG MSCI EM ETF, ISHARES ESG MSCI EM LEADERS ETF, ISHARES II PUBLIC LIMITED COMPANY, ISHARES III PUBLIC LIMITED COMPANY, ISHARES IV PUBLIC LIMITED COMPANY, ISHARES MSCI ACWI ETF, ISHARES MSCI ACWI EX U.S. ETF, ISHARES MSCI BRAZIL ETF, ISHARES MSCI BRIC ETF, ISHARES MSCI EMERGING MARKETS ETF, ISHARES MSCI EMERGING MARKETS EX CHINA ETF, ISHARES PUBLIC LIMITED COMPANY, IVESCO FTSE RAFI EMERGING MARKETS ETF, JMALUCELLI 18 FUNDO DE INVESTIMENTO RENDA FIXA CP, JNL EMERGING MARKETS INDEX FUND, JOHN HANCOCK FUNDS II EMERGING MARKETS FUND, JOHN HANCOCK FUNDS II



INTERNATIONAL STRATEGIC EQUITY ALLOCAT, JOHN HANCOCK TRUST COMPANY COLLECTIVE INVESTMENT T, JOHN HANCOCK VARIABLE INS TRUST INTERN EQUITY INDEX TRUST, JOSÉ EUGÊNIO DE REZENDE BARBOSA SOBRINHO, KAISER FOUNDATION HOSPITALS, KAISER PERMANENTE GROUP TRUST, KAPITALFORENINGEN EMD INVEST, EMERGING MARKETS IND, KAPITALFORENINGEN LAEGERNES PENSIONSINVESTERING, LPI AEM III, KIRON B PREVIDÊNCIA FIA MASTER FIFE, KIRON INSTITUCIONAL FIA, KIRON MASTER FIA, KIRON MASTER PREV LONG ONLY FIA, KIRON PREVIDÊNCIA XP FIE FIA, LACM EMERGING MARKETS FUND L.P., LACM EMII, L.P., LEGAL GENERAL CCF, LEGAL GENERAL COLLECTIVE INVESTMENT TRUST, LEGAL GENERAL GLOBAL EMERGING MARKETS INDEX FUND, LEGAL GENERAL GLOBAL EQUITY INDEX FUND, LEGAL & GENERAL FUTURE WORLD ESG EMERGING MARKETS, LEGAL & GENERAL ICAV, LEGAL & GENERAL INTERNATIONAL INDEX TRUST, LEGAL AND GENERAL ASSURANCE PENSIONS MNG LTD, LEGAL AND GENERAL ASSURANCE SOCIETY LIMITED, LEGG MASON GLOBAL FUNDS PLC, LEGG MASON MARTIN CURRIE EMERGING MARKETS FUND, LGIASUPER TRUSTEE, LOS ANGELES COUNTY EMPLOYEES RET ASSOCIATION, LVIP SSGA EMERGING MARKETS EQUITY INDEX FUND, MACQUARIE MULTI-FACTOR FUND, MACQUARIE TRUE INDEX EMERGING MARKETS FUND, MAINA FIA, MANAGED PENSION FUNDS LIMITED, MANASLU LLC, MARTIN CURRIE EMERGING MARKETS FUND, MBB PUBLIC MARKETS I LLC, MERCER QIF FUND PLC, MERCER UCITS COMMON CONTRACTUAL FUND, MINeworkers PENSION SCHEME, MINISTRY OF ECONOMY AND FINANCE, MIRAE ASSET TRIUMPH EM EQUITY PRIVATELY PLACED MAS, MOBIUS LIFE LIMITED, MSCI ACWI EX-U.S. IMI INDEX FUND B2, MSCI EQUITY INDEX FUND B - BRAZIL, MUNICIPAL E ANNUITY A B FUND OF CHICAGO, NAT WEST BK PLC AS TR OF ST JAMES PL ST MANAGED UNIT TRUST, NATIONAL COUNCIL FOR SOCIAL SECURITY FUND, NATIONAL EMPLOYMENT SAVINGS TRUST, NATWEST TRUSTEE AND DEPOSITARY SERVICES LIMITED AS, NEW AIRWAYS PENSION SCHEME, NEW SOUTH WALLE TR CORP AS TR FOR THE TC EMER MKT SHAR FUND, NEW YORK STATE COMMON RETIREMENT FUND, NEW YORK STATE TEACHERS RETIREMENT SYSTEM, NORGES BANK, NORTHERN EMERGING MARKETS EQUITY INDEX FUND, NORTHERN TRUST COLLECTIVE ALL COUNTRY WORLD I (ACWI) E-U F-L, NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHIN, NORTHERN TRUST COLLECTIVE EMERGING MARKETS INDEX FUND-LEND, NORTHERN TRUST INVESTMENT FUNDS PLC, NORTHERN TRUST UCITS FGR FUND, NTGI QM COMMON DAILY ALL COUNT WORLD EXUS EQU INDEX FD LEND, NTGI QUANTITATIVE MANAGEMENT COLLEC FUNDS TRUST, NTGI-QM COMMON DAC WORLD EX-US INVESTABLE MIF - LENDING, NTGI-QM COMMON DAILY EMERGING MARKETS EQUITY I F- NON L, OBLATE INTL PASTORAL INVESTMENT TRUST, OMNIS PORTFOLIO INVESTMENTS ICVC - OMNIS DIVERSIFI, ONEPATH GLOBAL EMERGING MARKETS SHARES(UNHEDGED) INDEX POOL, ONTARIO TEACHERS PENSION PLAN BOARD, PACIFIC CAPITAL UCITS FUNDS PLC, PACIFIC GAS A EL COMP NU F Q CPUC DEC MASTER TRUST, PACIFIC SELECT FUND - PD EMERGING MARKETS PORTFOLIO, PANAGORA GROUP TRUST, PARAMETRIC EMERGING MARKETS FUND, PARAMETRIC TAX-MANAGED EMERGING MARKETS FUND, PARAMETRIC

TMEMC FUND, LP, PENSIOENFONDS WERK EN (RE)INTERGRATIE, PEOPLE S BANK OF CHINA, PHILADELPHIA GAS WORKS PENSION PLAN, PICTET - EMERGING MARKETS INDEX, PICTET CH INSTITUCIONAL-EMERGING MARKETS TRACKER, POOL REINSURANCE COMPANY LIMITED, PRIME SUPER, PRUDENTIAL ASSURANCE COMPANY SINGAPORE (PTE) LTD, PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEX, PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO, PUBLIC SECTOR PENSION INVESTMENT BOARD, QIC INTERNATIONAL EQUITIES FUND, QIC LISTED EQUITIES FUND, QS INVESTORS DBI GLOBAL EMERGING MARKETS EQUITY FUND LP, QSUPER, RBC QUANT EMERGING MARKETS DIVIDEND LEADERS ETF, RBC QUANT EMERGING MARKETS EQUITY LEADERS ETF, RENATO EUGÊNIO DE REZENDE BARBOSA, ROBEKO CAPITAL GROWTH FUNDS, ROBERTO DE REZENDE BARBOSA , ROYAL FUNDO DE INVESTIMENTO EM AÇÕES, RUSSELL INVESTMENT COMPANY PUBLIC LIMITED COMPANY, RUSSELL INVESTMENT COMPANY RUSSELL TAX-MANAGED INTERNATIONAL, RUSSELL INVESTMENT MANAGEMENT LTD AS TRUSTEE OF THE RUSSELL, SAS TRUSTEE CORPORATION POOLED FUND, SBC MASTER PENSION TRUST, SCHRODER EMERGING MARKETS FUND SUSTAINABLE FUND, SCHRODER INTERNATIONAL SELECTION FUND, SCHWAB EMERGING MARKETS EQUITY ETF, SCOTIA EMERGING MARKETS EQUITY INDEX TRACKER ETF, SCOTTISH WIDOWS INVESTMENT SOLUTIONS FUNDS ICVC- FUNDAMENTAL, SCOTTISH WIDOWS MANAGED INVESTMENT FUNDS ICVC -INT, SHELL FOUNDATION, SHELL TR (BERM) LTD AS TR O SHELL OV CON P F, SKAGEN KONTIKI VERDIPAPIRFOND, SOUTHERN CAL ED C N F Q C DC MT S ON P VD N G, SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: SP, SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: SPARTAN EMERG, SPDR MSCI ACWI EX-US ETF, SPDR MSCI EMERGING MARKETS FOSSIL FUEL FREE ETF, SPDR MSCI EMERGING MARKETS STRATEGICFACTORS ETF, SPDR SP EMERGING MARKETS ETF, SSGA MSCI ACWI EX-USA INDEX NON-LENDING DAILY TRUST, SSGA MSCI BRAZIL INDEX NON-LENDING QP COMMON TRUST FUND, SSGA SPDR ETFS EUROPE I PLC, ST STR MSCI ACWI EX USA IMI SCREENED NON-LENDING COMM TR FD, STATE OF MINNESOTA STATE EMPLOYEES RET PLAN, STATE OF NEW JERSEY COMMON PENSION FUND D, STATE OF WYOMING, STATE ST GL ADV TRUST COMPANY INV FF TAX EX RET PLANS, STATE STREET EMERGING MARKETS EQUITY INDEX FUND, STATE STREET GLOBAL ADVISORS LUX SICAV - S S G E M I E FUND, STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO, STATE STREET ICAV, STATE STREET IRELAND UNIT TRUST, STATE STREET VARIABLE INSURANCE SERIES FUNDS, INC, STICHTING PENSIOENFONDS VOOR HUISARTSEN, STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL, STICHTING JURIDISCH EIGENAAR ACHMEA INVESTMENT MAN, STICHTING PENSIOENFONDS PGB, STICHTING PHILIPS PENSIOENFONDS, STICHTING SHELL PENSIOENFONDS, STOREBRAND SICAV, STRIVE EMERGING MARKETS EX-CHINA ETF, SUNAMERICA SERIES TRUST SA EMERGING MARKETS EQUITY, SUNCORP GROUP GLOBAL EQUITIES TRUST, SUNSUPER SUPERANNUATION FUND, SUPERNOVA FIA, TEACHER RETIREMENT SYSTEM OF TEXAS, TEACHERS RETIREMENT SYSTEM OF THE CITY OF NEW YORK, TEXAS PERMANENT SCHOOL FUND CORPORATION, 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 EMERGING M.S. OF THE DFA I.T.CO., THE MASTER T B J, LTD AS T OF DAIWA BRAZIL STOCK OPEN-RIO WI, THE MASTER T BK OF JPN, LTD AS T OF NIKKO BR EQ MOTHER FUND, THE MASTER TR BANK OF JAPAN AS TR FOR HSBC BRAZIL MOTHER FD, THE MASTER TRUST BANK OF JAP, LTD. AS TR. FOR MTBJ400045828, THE MASTER TRUST BANK OF JAP., LTD. AS TR. FOR MTBJ400045829, THE MASTER TRUST BANK OF JAPAN, LTD. AS T F MTBJ400045832, THE MASTER TRUST BANK OF JAPAN, LTD. AS T OF MUTB400021492, THE MASTER TRUST BANK OF JAPAN, LTD. AS T OF MUTB400021536, THE MASTER TRUST BANK OF JAPAN, LTD. AS T. FOR MTBJ400045835, THE MASTER TRUST BANK OF JAPAN, LTD. AS TR FOR MUTB400045792, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRU FO MTBJ400045849, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTBJ4000, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MUTB4000, THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE OF, THE MASTER TRUST BANK OF JAPAN, LTD. TRUSTEE MUTB400045794, THE MONETARY AUTHORITY OF SINGAPORE, THE NOMURA T AND B CO LTD RE I E S INDEX MSCI E NO HED M FUN, THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, THE SEVENTH SWEDISH NATIONAL PENSION FUND - AP7 EQUITY FUND, THE SHELL CONTRIBUTORY PENSION FUND, THE STATE TEACHERS RETIREMENT SYSTEM OF OHIO, THREE MILE ISLAND UNIT ONE QUALIFIED FUND, TIAA-CREF FUNDS - TIAA-CREF EMERGING MARKETS EQUITY FUND, TIAA-CREF FUNDS - TIAA-CREF EMERGING MARKETS EQUITY I F, TM FULCRUM DIVERSIFIED ABSOLUTE RETURN FUND, TM FULCRUM DIVERSIFIED CORE ABSOLUTE RETURN FUND, TM FULCRUM DIVERSIFIED LIQUID ALTERNATIVES FUND, TM FULCRUM INCOME FUND, TOTAL INTERNATIONAL EX U.S. I MASTER PORT OF MASTER INV PORT, TYLER FINANCE LLC, UTAH STATE RETIREMENT SYSTEMS, VANECK VECTORS NATURAL RESOURCES ETF, VANGUARD EMERGING MARKETS SHARES INDEX FUND, VANGUARD EMERGING MARKETS STOCK INDEX FUND, 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 PUBLIC LIMITED COMPANY, VANGUARD INTERNATIONAL HIGH DIVIDEND YIELD INDEX F, VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX F, VANGUARD INVESTMENT SERIES PLC, VANGUARD TOTAL INTERNATIONAL STOCK INDEX FD, A SE VAN S F, VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF, VARIABLE INSURANCE PRODUCTS FUND II: INTERNATIONAL, VERDIPAPIRFONDET KLP AKSJE FREMVOKSENDE MARKEDER INDEKS I, VERDIPAPIRFONDET STOREBRAND INDEKS ALLE MARKEDER, VERDIPAPIRFONDET STOREBRAND INDEKS NYE MARKEDER, VOYA EMERGING MARKETS INDEX PORTFOLIO, VOYA VACS INDEX SERIES EM PORTFOLIO, WARM FIA, WASHINGTON STATE INVESTMENT BOARD, WELLINGTON TRUST COMPANY, NATIONAL ASSOCIATION MUL, WELLS FARGO (LUX) WORLDWIDE FUND, WILMINGTON TRUST, NATIONAL ASSOCIATION, WISDOMTREE EMERG MKTS QUALITY DIV GROWTH FUND, WISDOMTREE EMERGING MARKETS EFFICIENT CORE FUND, WISDOMTREE EMERGING MARKETS EX-CHINA FUND, WISDOMTREE EMERGING MARKETS EX-STATE-OWNED ENTERPRISES FUND, WM POOL - EQUITIES TRUST NO 74, WM POOL -

EQUITIES TRUST NO. 75, XTRACKERS, XTRACKERS (IE) PUBLIC LIMITED COMPANY, XTRACKERS MSCI EMERGING MARKETS ESG LEADERS EQUITY.

This is a free English translation of the original minutes drawn up in the Company's records.

**MARCELA BRUNO COELHO**

Secretary of the Meeting

**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

## Agenda 1

Approve the management accounts, management report and financial statements of the Company, accompanied by the independent auditor's report, Audit Board's report and Audit Committee's report for the fiscal year ended December 31, 2022.

Option	Position
QUORUM	1,413,952,304
A - Approve	1,321,508,371
B - Reject	4,192,928
	88,251,005

## Agenda 2

Approve the management proposal for allocating the net income of the Company in the fiscal year ended December 31, 2022.

Option	Position
QUORUM	1,413,952,304
A - Approve	1,413,571,802
B - Reject	27,888
C - Abstain	352,614

## Agenda 3

Establish the number of members for the Company's Board of Directors at 10.

Option	Position
QUORUM	1,413,952,304
A - Approve	1,412,386,802
B - Reject	1,062,312
C - Abstain	503,190

**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

## Agenda 4

Approve the positions held as Independent members of the Board of Directors, namely: Dan Ioschpe, Vasco Augusto Pinto da Fonseca Dias Júnior, José Alexandre Scheinkman, Ana Paula Pessoa and Silvia Brasil Coutinho.

Option	Position
QUORUM	1,413,952,304
A - Approve	1,409,135,959
B - Reject	46,784
C - Abstain	4,769,561

## Agenda 5.1.1

### Election of the board of directors per candidate

Appointment of candidates to the board of directors:

Rubens Ometto Silveira Mello

Option	Position
QUORUM	1,413,952,304
A - Approve	1,359,887,395
B - Reject	49,251,377
C - Abstain	4,813,532

## Agenda 5.1.10

### Election of the board of directors per candidate

Appointment of candidates to the board of directors:

Silvia Brasil Coutinho

Option	Position
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**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

QUORUM	1,413,952,304
A - Approve	1,405,824,806
B - Reject	3,313,952
C - Abstain	4,813,546

### Agenda 5.1.2

#### Election of the board of directors per candidate

Appointment of candidates to the board of directors:

Marcelo Eduardo Martins

Option	Position
QUORUM	1,413,952,304
A - Approve	1,385,387,308
B - Reject	23,750,650
C - Abstain	4,814,346

### Agenda 5.1.3

#### Election of the board of directors per candidate

Appointment of candidates to the board of directors:Luis

Henrique Cals de Beauclair Guimarães

Option	Position
QUORUM	1,413,952,304
A - Approve	1,374,851,957
B - Reject	34,286,815
C - Abstain	4,813,532

### Agenda 5.1.4

**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

**Election of the board of directors per candidate**

Appointment of candidates to the board of directors:

Burkhard Otto Cordes

Option	Position
QUORUM	1,413,952,304
A - Approve	1,380,145,983
B - Reject	28,992,730
C - Abstain	4,813,591

**Agenda 5.1.5**

**Election of the board of directors per candidate**

Appointment of candidates to the board of directors:

Pedro Isamu Mizutani

Option	Position
QUORUM	1,413,952,304
A - Approve	1,401,275,862
B - Reject	7,862,896
C - Abstain	4,813,546

**Agenda 5.1.6**

**Election of the board of directors per candidate**

Appointment of candidates to the board of directors:

Vasco Augusto Pinto da Fonseca Dias Júnior



**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

Option	Position
QUORUM	1,413,952,304
A - Approve	1,403,097,120
B - Reject	6,041,593
C - Abstain	4,813,591

### Agenda 5.1.7

#### Election of the board of directors per candidate

Appointment of candidates to the board of directors: Dan

Ioschpe

Option	Position
QUORUM	1,413,952,304
A - Approve	1,364,317,512
B - Reject	44,821,201
C - Abstain	4,813,591

### Agenda 5.1.8

#### Election of the board of directors per candidate

Appointment of candidates to the board of directors:

José Alexandre Scheinkman

Option	Position
QUORUM	1,413,952,304
A - Approve	1,400,886,844
B - Reject	8,251,869
C - Abstain	4,813,591

**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

## Agenda 5.1.9

### Election of the board of directors per candidate

Appointment of candidates to the board of directors: Ana

Paula Pessoa

Option	Position
QUORUM	1,413,952,304
A - Approve	1,325,828,805
B - Reject	83,309,953
C - Abstain	4,813,546

## Agenda 8

Appointment of Rubens Ometto Silveira Mello to take office as Chairman of the Board of Directors and of Luis Henrique Cals de Bau Beauclair Guimarães to take office as Vice-President of the Board of Directors.

Option	Position
QUORUM	1,413,952,304
A - Approve	1,365,985,846
B - Reject	43,193,726
C - Abstain	4,772,732

## Agenda 9

Do you intend to request the formation of the audit board according to art. 161 of Law 6,404/76?

Option	Position
QUORUM	1,413,412,779
A - Yes	1,377,733,657
B - No	4,450,555
C - Abstain	31,228,567

**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

### **Agenda 10.1.1**

#### **Election of the audit board per candidate**

Appointment of candidates to the audit board:

Marcelo Curti / Henrique Aché Pillar

Option	Position
QUORUM	961,370,158
A - Approve	563,569,919
B - Reject	0
C - Abstain	397,800,239

### **Agenda 10.1.2**

#### **Election of the audit board per candidate**

Appointment of candidates to the audit board:

Vanessa Claro Lopes / Elaine Maria de Souza Funo

Option	Position
QUORUM	961,370,158
A - Approve	563,569,919
B - Reject	0
C - Abstain	397,800,239

### **Agenda 11.1.1**

#### **Separate election of the audit board - Annual**

Appointment of candidates to the audit board by non-controlling shareholders with voting rights

**COSAN S.A. Corporate Tax**  
**ID (CNPJ): 50.746.577/0001-15**  
**Annual & Extraordinary Shareholders Meeting – COSAN**  
**held on 04/27/2023**  
**Consolidated Final Voting Map - GSM**

José Cezário Menezes de Barros Sobrinho / Guilherme José de Vasconcelos Cerqueira

Option	Position
QUORUM	851,249,630
A - Approve	449,486,146
B - Reject	3,096,000
C - Abstain	398,667,484

## Agenda 12

Approve definition of the overall annual compensation of managers and the members of the Audit Board, if established, for fiscal year 2023, in the amount of R\$102,054,209.16.

Option	Position
QUORUM	1,413,952,304
A - Approve	1,406,594,080
B - Reject	4,766,924
C - Abstain	2,591,300

**COSAN S.A.**  
**Corporate Taxpayers'**  
**Register (CNPJ):**  
**50.746.577/0001-15**  
**Annual and Extraordinary Shareholders Meeting –**  
**COSAN held on 04/27/2023**

## Agenda 1

Approve the amendment to article 1, paragraph 2 and article 14, paragraph 2 of the Bylaws of the Company to add compliance and governance adjustments.

Option	Position
QUORUM	1,416,947,140
A - Approve	1,416,268,724
B - Reject	71,408
C - Abstain	607,008

## Agenda 2

Approve the increase in the Company's capital by two hundred and eighty million reais (R\$280,000,000.00), without the issue of new shares, by converting a portion of the existing balance in the Profit Reserve accounts and, consequently, amending the head provision of article 5 of the Bylaws of the Company.

Option	Position
QUORUM	1,416,947,140
A - Approve	1,416,186,000
B - Reject	288,926
C - Abstain	472,214

## Agenda 3

Approve the amendment to article 19, sole paragraph of the Bylaws of the Company, to remove the exception of the participation of directors by conference call or videoconference.

Option	Position
QUORUM	1,416,947,140
A - Approve	1,416,305,872
B - Reject	178,555
C - Abstain	462,713

**COSAN S.A.**  
**Corporate Taxpayers'**  
**Register (CNPJ):**  
**50.746.577/0001-15**  
**Annual and Extraordinary Shareholders Meeting –**  
**COSAN held on 04/27/2023**

**Agenda 4**

Approve the amendment to article 21, item (xxxv) and article 24, paragraph 1 of the Bylaws of the Company to state that the Board of Executive Officers is responsible for approving administrative policies.

“Article 21 The Board of Directors is responsible for (...) – (xxxv) except the administrative policies (internal policies) that will be exclusive responsibility of the executive board, approve and review the code of conduct, applicable to all employees and managers of the Company and the Company’s corporate policies, including (a) Transaction with Related Parties Policy; (b) Risk Management Policy; (c) Securities Trading and Information Disclosure Policy; (d) Policy on Appointment of members to the Board of Directors, its advisory committees and the Statutory Board of Executive Officers; (e) Compensation Policy; (f) Anti-harassment and Anti-discrimination Policy; (g) Human Rights Policy; (h) Sustainability Policy; (i) Indemnity Policy; (j) Anticorruption Policy; (k) Anti-Money Laundering Policy; (l) Relation with Government Agencies Policy; (m) Antitrust Policy; (n) Gifts, Presents and Hospitality Policy; (o) Donations and Sponsorship Policy; (p) Capital Allocation and Dividends Policy; and (q) Policy on Engaging the Independent Auditor and Non-Audit Services.”

Option	Position
QUORUM	1,416,947,140
A - Approve	1,391,671,442
B - Reject	143,022
C - Abstain	25,132,676

**Agenda 5**

Approve the amendment to the head provision of article 22 of the Bylaws of the Company to adjust it to the wording provided by Law 14,195/21, which amended article 146 of the Brazilian Corporations Law.

Option	Position
QUORUM	1,416,947,140
A - Approve	1,416,236,379
B - Reject	120,368
C - Abstain	590,393

**Agenda 6**

Approve the restatement of the Bylaws of the Company.

**COSAN S.A.**  
**Corporate Taxpayers'**  
**Register (CNPJ):**  
**50.746.577/0001-15**  
**Annual and Extraordinary Shareholders Meeting –**  
**COSAN held on 04/27/2023**

Option	Position
QUORUM	1,416,947,140
A - Approve	1,416,440,379
B - Reject	43,072
C - Abstain	463,689

**BYLAWS OF**

**COSAN S.A.**

**CHAPTER I - NAME, HEAD OFFICES, PURPOSE AND TERM**

**Article 1** - Cosan S.A. ("Company") is a corporation governed by the provisions of these Bylaws ("Bylaws") and applicable legal provisions.

**Paragraph 1** - As the Company was accepted at the *Novo Mercado* ("Novo Mercado") of the B3 S.A. Brasil, Bolsa, Balcão ("B3"), the Company, its shareholders, including controlling shareholders, managers and members of the Fiscal Council, if instated, shall be subject to the provisions of the *Novo Mercado* Rules ("Novo Mercado Rules").

**Paragraph 2** – The Company, its directors, officers and shareholders shall comply with the provisions of the Regulations for Listing of Issuers and Admission of Securities for Trading, including the rules on removal and exclusion of securities admitted for trading in the organized markets operated by B3, and will perform their activities following the highest integrity and ethical standards.

**Article 2** – The Company's headquarters and jurisdiction are located in the City and State of São Paulo, and it may install, maintain and close branches, agencies, offices or representative offices, in any other part of Brazil or abroad, as resolved by the Board of Executive Officers.

**Article 3** - The Company's purposes are to **(i)** import, export, produce and trade sugar, ethanol, sugarcane, and other sugar byproducts; **(ii)** distribute fuels in general and trade oil byproducts; **(iii)** establish fuel supply stations, purchase and sell oil-derived fuels and lubricants; **(iv)** provide logistics and port services, as well as technical, administrative and financial advisory services; **(v)** any type of transportation of passengers and cargo, including inland navigation, river and lake ferries; **(vi)** produce and trade electricity, live steam, steam escape and other electricity co-generation byproducts; **(vii)** farming and livestock activities in proprietary or third-party-owned lands; **(viii)** import, export, handle, trade, produce, store, load or unload fertilizers and other agricultural inputs; **(ix)** manage on its own account or through third parties assets and property and may lease,



receive and grant in partnership, rent and lease furnishings, properties and equipment in general; (x) render technical services related to the activities mentioned above; (xi) hold equity interest in other companies; and (xii) processing and trading of fuel gases.

**Sole Paragraph** - The activities described in the Company's purpose may be carried out in Brazil or abroad, directly, or through its subsidiaries, or also through equity interest held in other companies.

**Article 4** - The Company's duration is indeterminate.

## **CHAPTER II - CAPITAL STOCK AND SHARES**

**Article 5** – The Company's fully subscribed and paid-in capital is eight billion, six hundred eighty-two million, five hundred forty-three thousand, five hundred fifty reais and ninety-seven centavos (R\$8,682,543,550.97), divided into one billion, eight hundred seventy-four million, seventy thousand, nine hundred thirty-two (1,874,070,932) registered, book-entry common shares without par value.

**Paragraph 1** - Capital stock shall be exclusively represented by common shares, and each common share entitles the holder thereof to one (1) vote in each resolution of the Shareholders' Meetings of the Company.

**Paragraph 2** - The Company may not issue preferred shares.

**Paragraph 3** - The Company shall not issue founder's shares.

**Paragraph 4** - The Company shares shall be held in a trust account, on behalf of their holders, at a financial institution authorized by the Brazilian Securities and Exchange Commission ("CVM"), with which the Company maintains a ruling custody agreement, without issuing certificates. The trustee may charge the shareholders the service costs for the transfer and registry of their respective book-entry share ownership, as well as for the service costs related to the shares held in custody, pursuant to the maximum limits set forth by the CVM.

**Paragraph 5** – Except as provided for in Paragraph 6 of this Article 5 and Paragraph 1 of Article 6 below, shareholders have preemptive rights, at the proportion of the number of shares held thereby, in the subscription of new shares, convertible debentures or warrants issued by the Company, observing the legal term to exercise the preemptive right.

**Paragraph 6** – Shareholders shall not have the preemptive right (i) in convertible debentures; (ii) in warrants convertible into shares; and (iii) in the granting and exercise of call option or subscription of the Company's shares.

**Paragraph 7** – The reimbursement amount due to dissenting shareholders who exercised the withdrawal right in the assumptions provided for by Law No. 6,404 of December 15, 1976, as amended ("Brazilian Corporation Law") is determined by dividing the net worth, as verified in the latest parent company financial statements approved at the Shareholders' Meeting, by total number of shares issued by the Company, excluding treasury shares.

**Article 6** - The Company is authorized to increase its capital stock up to the limit of nine billion Reais (R\$9,000,000,000.00), regardless of amendment to the Bylaws, upon resolution of the Company's Board of Directors, by issuing new common shares or by means of capitalization of profits or reserves, issuing or not issuing new shares.

**Paragraph 1** – The Board of Directors has the authority to establish the number of shares to be issued, for distribution in Brazil or abroad, whether through public or private issue, payment price and term and other issue, subscription and payment conditions within the authorized capital stock, as well as to resolve on the exercise of preemptive right, in accordance with legal standards and these Bylaws, mainly as set forth in Article 172 of the Brazilian Corporation Law.

**Paragraph 2** - The Company may issue shares or convertible debentures or warrants, within the limit of authorized capital, without the granting of preemptive right to shareholders or with reduction of the period to exercise such preemptive right as provided for in Article 171, Paragraph 4 of the Brazilian Corporation Law, provided that the issuance is made through (a) sale at stock exchange or through public subscription, or (b) share swap in a tender offer, as provided for by laws.

**Paragraph 3** - Within the limit of the authorized capital stock, and in accordance with the plan approved by the Shareholders' Meeting, the Board of Directors may authorize the Company to grant call options or share subscription to its managers and employees, as well as to individuals that provide services to the Company or entities under direct, indirect or shared Company's control, without preemptive right to shareholders and pursuant to the plan approved at the Shareholders' Meeting.

**Article 7** - Every shareholder, Group of Shareholders or holder of American Depositary Shares (ADSs) undertakes to disclose, by means of communicating to the Company if their direct and/or indirect participation in shares, American Depositary Shares (ADSs), rights over shares, Other Rights of a Corporate Nature and other securities issued by the Company exceeds the levels of two point five percent (2.5%), five percent (5%), seven point five percent (7.5%), ten percent (10%) and so on.

**Paragraph 1** - The Company will send the above information to the stock exchanges on which its securities are traded and to CVM, under the terms of the applicable legislation, from the attainment of a stake equivalent to five percent (5%) and the subsequent shares that come to exceed multiples of two and a half percent (2.5%) of the securities mentioned in the caput and in the second paragraph below.

**Paragraph 2** - Holders of debentures convertible into shares, subscription bonus and stock option will have the same duty to ensure their holders the acquisition of shares in the percentage provided for in this Article 7.

**Paragraph 3** - The violation of the provisions of this Article shall subject the infringer(s) to the penalty of suspension of shareholder rights, pursuant to Article 120 of the Brazilian Corporation Law.

### **CHAPTER III - SHAREHOLDERS' MEETINGS**

**Article 8** - The Shareholders' Meeting duly called and instated in accordance with applicable legislation and provisions of these Bylaws, has powers to decide all the matters

related to the Company's purposes and to take all the appropriate resolutions to the defense and development of such purposes.

**Article 9** - The Shareholders' Meeting shall meet (a) on an ordinary basis, once a year, within the first four (4) months after the end of each fiscal year, to decide on the matters set forth in the Article 132 of the Brazilian Corporation Law, and (b) on an extraordinary basis, whenever deemed necessary in accordance with the corporate interests, and under legal provisions and these Bylaws.

**Article 10** - The Shareholders' Meeting shall be called by the Chairman of the Board of Directors or, in the event of his absence, by a member appointed by him, and in the event of impediment, by the Vice Chairman of the Board of Directors or in the event of absence or impediment of Vice Chairman, by two (2) Board members jointly.

**Paragraph 1** - The Shareholders' Meeting may also be called by persons indicated in the Sole Paragraph of Article 123 of the Brazilian Corporation Law, in the cases indicated therein.

**Paragraph 2** - The first call of the Shareholders' Meeting shall be made, at least, twenty-one (21) days in advance of the date scheduled for the Shareholders' Meeting, such period starting as from the publication of the first call notice that shall inform the place, date, time and agenda of the meeting. In case the Shareholders' Meeting is not installed after the first call, a second call notice shall be published, at least, eight (8) days in advance.

**Article 11** - The Shareholders' Meeting shall be instated and presided over by the Chairman of the Board of Directors (or by the person indicated by him/her), who shall appoint the secretary to the Shareholders' Meeting. In the absence of the Chairman of the Board of Directors, the Shareholders' Meeting shall be instated and presided over by the Vice Chairman of the Board of Directors. In the absence of the Vice Chairman of the Board of Directors, the Shareholders' Meeting shall be instated and presided over by the director who has the greatest number of consecutive terms of office, or in the absence, by any other Board member or officer to be appointed by the majority of the votes of the shareholders attending the Shareholders' Meeting or represented by proxy, and the Chairman of the Shareholders' Meeting shall appoint his/her secretary.

**Article 12** - In order to participate and vote in the Shareholders' Meeting, the shareholder must evidence such capacity presenting its identity card and a receipt issued by the trustee (original or facsimile copy), at least, two (2) business days before the Shareholders' Meeting. The shareholders represented by their attorneys-in-fact shall present the proxies within the same period and in the same manner, indicated above. The original documents referred to by this Article, or their copies regardless of certification or legalization of signatures shall be submitted to the Company before the Shareholders' Meeting is called to order.

**Sole Paragraph** – Shareholders may attend the Shareholders' Meeting by means of the remote voting form, observing the provisions of prevailing rules.

**Article 13** - Without prejudice to other matters provided for by the Brazilian Corporation Law and these Bylaws, it shall be incumbent upon the Shareholders' Meeting: **(i)** to appoint and dismiss the members of the Board of Directors and the members of the Fiscal Council, if instated; **(ii)** to establish the global compensation of members of the Board of Directors and Board of Executive Officers, as well as the compensation of the Fiscal Council, if instated; **(iii)** to decide on the allocation of net income for the year and the distribution of dividends, in accordance with Management's proposal; **(iv)** to decide on the filing for court-supervised and out-of-court reorganization, or the filing for voluntary bankruptcy by the Company; **(v)** to resolve on the dissolution or liquidation of the Company; **(vi)** to appoint the liquidator, as well as the Fiscal Council, which shall operate during the liquidation period; **(vii)** to amend the corporate purposes and/or any amendment to these Bylaws; and **(viii)** to resolve on the deregistering as a publicly-held company at the CVM.

## **CHAPTER IV – MANAGEMENT**

### **Section I - General Provisions**

**Article 14** - The Company is managed by the Board of Directors and the Board of Executive Officers in accordance with applicable laws and as provided for by these Bylaws. The members of the Board of Directors shall be elected at the Shareholders'

Meeting and members of the Board of Executive Officers shall be elected by the Board of Directors.

**Paragraph 1** - Managers shall be vested in office by means of the signature by vested Manager of the instrument of investiture drawn up in the Company's records, which shall provide for his submission to the arbitration clause referred to in Article 39 hereof, exempting any management pledge.

**Paragraph 2** - The investiture of members of the Board of Directors and Board of Executive Officers, which will not require any guarantee, will be conditioned on adherence to the Policy on Disclosure of Material Information and Securities Trading adopted by the Company, which consolidates the rules on disclosure of material information of the Company to investors and the use of such information by the Company itself, as well as compliance with the legal requirements applicable, as well as adhesion to other internal policies of the Company, especially the Code of Conduct, Anticorruption Policy and Human Rights Policy. The directors and officers will, immediately after investiture in their position, inform B3 of the quantity and characteristics of the securities issued by the Company that they hold directly or indirectly, including derivatives.

**Paragraph 3** – The positions of Chairman of the Board of Directors and Chief Executive Officer or top executive of the Company cannot be cumulated by the same person.

**Article 15** - The Management compensation shall be established at the Shareholders' Meeting. The Board of Directors shall resolve on the allocation of such compensation between board members and executive officers.

## **Section II – Board of Directors**

**Article 16** - The Board of Directors shall consist of, at least, five (5) and at most, twenty (20) members, to be elected and removed from office at the Shareholders' Meeting, with two (2) year combined term of office and reelection is allowed.

**Paragraph 1** - The end of the term of office of Board members shall coincide with the date of the Annual Shareholders' Meeting of the Company to be held two (2) years after their election.

**Paragraph 2** - At each Annual Shareholders' Meeting whose agenda is to resolve on the election of the Board of Directors, shareholders shall decide on the number of sitting Board members to be elected at that meeting to compose the Board of Directors in respective term of office. The Board of Directors shall have one (1) Chairman and one (1) Vice Chairman, which shall be appointed at the Shareholders' Meeting.

**Paragraph 3** – Of Board of Directors' members, at least, two (2) or twenty percent (20%), whichever is greater, shall be independent board members, as defined by the *Novo Mercado* Rules, and the characterization of those appointed to the Board of Directors as independent board members shall be resolved at the Shareholders' Meeting electing them.

**Paragraph 4** – If due to the observance of percentage defined in Paragraph above, the result is a fractional number, the Company shall round off to the integer number immediately above.

**Paragraph 5** - The Board members shall remain in their offices and performing their duties until their alternates' investiture, except in case otherwise decided at the Shareholders' Meeting.

**Article 17** - In the event of a temporary absence of the Chairman, his/her duties shall be performed by the Vice Chairman. In the event of a temporary absence of the Vice Chairman, his/her duties shall be performed by a sitting Board member appointed by other members for such purpose. In the event of absence or temporary impediment of any other Board member, his/her duties shall be performed by another Board member to whom the absent member has granted powers for such purpose, or, in the event the absent member has not granted powers to any other member, by sitting member appointed by other Board members for such purpose. In any event where there is no agreement, the director with the greatest number of consecutive terms of office will assume the role of President.

**Sole Paragraph** - In the event of vacant position of any Board member, the Chairman, or whoever is performing his/her duties, shall appoint an alternate who shall serve until the Shareholders' Meeting at which a new member shall be elected and his term of office shall take effect until the end of combined term of office of other Board members. In the event of a simultaneous vacancy in Chairman and Vice Chairman positions, the remaining Board members shall call for a Shareholders' Meeting to appoint their alternates. For purposes of this Article, the vacancy occurs in cases of dismissal, decease, resignation, evidenced impediment, disability or unjustified absence in more than three (3) consecutive meetings.

**Article 18** - The Board of Directors shall meet ordinarily four (4) times a year, and extraordinarily whenever called by the Chairman or the Vice Chairman of the Board of Directors or by the decision of the majority of its members or, also, as requested by the Board of Executive Officers. To be valid, the call notice shall be made, at least, eight (8) days in advance and shall indicate the date, time and place of the meeting, which shall be held at the Company's head offices or any other place to be informed upon call notice, jointly with the items of the agenda.

**Paragraph 1** - The call notice is exempted if all Board members attend the meeting.

**Paragraph 2** – The Board members may be called through registered mail (return-receipt requested), facsimile or electronic mail.

**Article 19** - The meetings of the Board of Directors shall be presided over by the Chairman of the Board of Directors or, during his/her absence, by whom he/she appoints and, in case of impediment, by the Vice Chairman of the Board of Directors (or, in the absence of the Vice Chairman, by another member appointed by the majority vote of other Board members). The meetings shall be instated with the attendance of the majority of sitting members of the Board of Directors. A Board member may be represented at the meetings by another Board member to whom powers have been granted for such purpose and may forward his/her vote in writing, including via facsimile.

**Sole Paragraph** - The directors may participate in the meetings via conference call or videoconference, provided that such possibility is indicated in the call notice of the meeting. In this case, the minutes of the meeting will be submitted via email or the



communication platform of the Board of Directors to the directors that participate in such manner.

**Article 20** - Each Board member shall be entitled to one (1) vote at the Board of Directors meetings, whether personally or by appointed proxy, who shall submit specific power of attorney for the meeting called and the written vote of the absent Board member, including his respective justification. The Board members' votes forwarded in writing before the meeting shall be considered valid. The decisions at the meeting shall be valid in case approved by the majority of the Board members attending the meeting. Resolutions shall be drawn up in the minutes and in the Minutes Book of the Board of Directors Meetings and, whenever such decisions have effects before third parties, the minutes summary shall be filed at the appropriate board of trade and published.

**Article 21** - It is incumbent upon the Board of Directors to: **(i)** elect and dismiss the members of the Board of Executive Officers and establish their duties, including the Investor Relations Officer; **(ii)** establish the guidelines of the Company's business and of the business of any of its Controlled Companies; **(iii)** approve the working plan and annual budgets, the investment plans and the new expansion programs of the Company and its Controlled Companies, including acquisitions, as well as follow-up their implementation; **(iv)** supervise the officers tenure examining at any time the minutes, books and documents of the Company and its Controlled Companies, requesting any information on executed agreements, agreements to be executed or any other acts; **(v)** call for Shareholders' Meeting, in accordance with Articles 8 and 10 above, whenever necessary or required by law or in accordance with these Bylaws; **(vi)** render an opinion on the Management report and accounts submitted by the Board of Executive Officers and annual and/or interim financial statements and suggest the allocation of the net income for each year; **(vii)** decide on the issuance of shares or warrants, within the limit of the authorized capital; **(viii)** authorize the Company's acquisition of its own shares (a) to be held in treasury, canceled and/or subsequently sold; or (b) donation; **(ix)** authorize the Company shares redemption, reimbursement or amortization transactions as provided for by laws; **(x)** authorize the acquisition of shares issued by the Company when the capital stock decrease is resolved through reimbursement in cash of part of the shares value and the market price of these shares is lower than or equivalent to the amount to be reimbursed; **(xi)** decide on the issuance of debentures, convertible or not into shares

(pursuant to Article 6, Paragraph 1 of these Bylaws in relation to the issuance of convertible debentures), and promissory notes for public offering in accordance with the applicable law; **(xii)** appoint and discharge the Company's independent auditors; **(xiii)** authorize new loans and financings in an aggregate amount greater than sixty million Reais (R\$60,000,000.00), except for refinancing, renewal or amendment to loans and financing operations previously taken out by the Company, which shall be approved by the Board of Executive Officers; **(xiv)** authorize the disposal of or the creation of liens on the permanent assets of the Company or any of its Controlled Companies in an aggregate amount greater than sixty million Reais (R\$60,000,000.00); **(xv)** authorize the tendering of security interest or personal guarantee of any nature by the Company to third-party obligations, of any amount, exempting previous approval when refers to (a) suretyship in lease agreements entered into by employees or officers; and (b) the third party is an entity of the Company's economic group, in these assumptions, the prohibition provided for in Article 26 hereof shall not apply; **(xvi)** authorize the performance of acts which result in the waive of rights by the Company in an aggregate amount greater than sixty million Reais (R\$60,000,000.00); **(xvii)** establish the general conditions and authorize the execution of agreements by the Company in an aggregate amount greater than sixty million Reais (R\$60,000,000.00); **(xviii)** render an opinion on the matters submitted by the Board of Executive Officers for its resolution or to be submitted to the Shareholders' Meeting; **(xix)** decide on the shutting down of the Company's activities or any of its Controlled Companies; **(xx)** at any time request the examination of any matter regarding the business of the Company and its Controlled Companies beyond the exclusively incumbency of the Shareholders' Meeting; **(xxi)** decide on any transaction above five hundred thousand Reais (R\$500,000.00) between, on the one hand, the Company (or any of its Controlled Companies) and on the other hand, any direct or indirect controlling shareholders; **(xxii)** propose the allocation to be given to the remaining balance of each year's income at the Shareholders' Meeting; **(xxiii)** declare interim dividends, as well as interest on capital in accordance with the provisions of the Brazilian Corporation Law and applicable legislation, subject to the approval of the Annual Shareholders' Meeting; **(xxiv)** select the first-rate specialized institution or company to prepare the economic value report referred to in article 37, paragraph 4, item (i) of these Bylaws; **(xxv)** approve the engagement of trustee for rendering of bookkeeping services of the book-entry shares; **(xxvi)** define the variable compensation of the Management; **(xxvii)** determine the hiring or the appointment of executives to compose or assist the Company's Management;

(xxviii) agree or disagree with any tender offer for the acquisition of Company shares through substantiated opinion, disclosed fifteen (15) days as of the publication of tender offer notice, which shall include at least (a) the convenience and the appropriateness of the tender offer as to the interest of the Company and group of shareholders, inclusive in relation to the price and the potential impacts for the liquidity of securities issued thereby; (b) the strategic plans revealed by offeror in relation to the Company; (c) alternatives to the acceptance of the tender offer for acquisition of shares available in the market; and (d) other issues the Board of Directors deems relevant, as well as the information required by applicable rules established by the CVM; (xxix) express their intent prior to exercising the Company's right to vote in Shareholders' Meetings of corporations in which the Company holds shareholding interest and/or Subsidiaries; (xxx) name, invest, remove, accept resignation from and substitute members of the Audit Committee, in accordance with effective regulations; (xxxi) set the compensation of members of the Audit Committee, in addition to the annual budget or by projects allocated to covering expenses for the functions of the Audit Committee, including the cost of hiring service providers and external consultants; (xxxii) examine and approve internal regulations, as well as operational rules, for the functioning of the Audit Committee; (xxxiii) meet whenever necessary with the Audit Committee; (xxxiv) examine and evaluate annual reports of the Audit Committee; and (xxxv) define the group of Corporate Policies of the Company and resolve on the development, revision or revocation of such policies.

### **Section III – Board of Executive Officers**

**Article 22** - The Board of Executive Officers shall consist of, at least, three (3) and at most eight (8) members, one (1) Chief Executive Officer, one (1) Chief Legal Officer; one (1) Chief Financial Officer; one (1) Investor Relations Officer; and up to four (4) Executive Officers without a specific title, and any officer may cumulate more than one position.

**Paragraph 1** - The term of office of executive officers shall be two (2) years. Reelection is allowed.

**Paragraph 2** - Officers shall remain in their positions until the investiture of their alternates unless otherwise resolved by the Board of Directors.

**Paragraph 3** - In the event of the absence or temporary impediment of any executive officer, the Board of Directors shall appoint the substitute of this temporarily absent officer.

**Paragraph 4** - In the event of a vacancy of any officer position, a new member shall be elected at the next meeting of the Board of Directors, which shall be held within no later than thirty (30) days after such vacancy. For the purposes of this Article, the vacancy shall occur in the event of dismissal, decease, resignation, evidenced impediment, disability or unjustified absence for more than thirty (30) consecutive days.

**Article 23** - The Board of Executive Officers shall meet whenever called by any of its officers. The meetings are instated with the attendance of the majority of executive officers. Each officer is entitled to one (1) vote at the meetings. The decisions of the Board of Executive Officers are valid if approved by the majority of the officers attending the meeting. In the event of a tie vote, the Chief Executive Officer, exclusively, shall have the casting vote.

**Sole Paragraph** - The minutes of the meetings shall be registered at the Minutes Book of the Board of Executive Officers' Meetings.

**Article 24** - The Company shall be managed by the Board of Executive Officers, who have full powers to manage its corporate business, in accordance with its attributions and subject to the provisions set forth by laws and these Bylaws.

**Paragraph 1** - Without prejudice to the provisions in the *caput* of this Article 24, the Board of Executive Officers shall: **(i)** decide on all matters which are not the exclusive incumbency of the Shareholders' Meeting or the Board of Directors; **(ii)** hire and dismiss employees, set the personnel salary levels and create and extinguish job positions; **(iii)** prepare investment plans and operation budgets; **(iv)** compromise, waive, execute agreements and make commitments, take out loans, allocate funds, acquire or dispose of assets and property, grant sureties or other guarantees, in accordance with provisions of Article 25 below; **(v)** prepare half-yearly or interim balance sheets, whenever required; **(vi)** prepare the report and financial statements for each year; **(vii)** decide on the opening

and maintenance of branches, subsidiaries, agencies, offices or representative offices of the Company in any part of Brazil or abroad; **(viii)** monitoring the preparation or revision of the Company's corporate policies, analyzing and issuing recommendations to the Board of Directors on such proposals; and **(ix)** resolving on the preparation, revision or revocation of administrative policies (internal policies), applicable to all employees, directors and officers of the Company, except for those within the exclusive authority of the Board of Directors.

**Paragraph 2** – Each executive officer shall have exclusively the following attributions:

**(i) Chief Executive Officer:** (a) to implement and cause the implementation of the decisions of the Shareholders' Meeting and the Board of Directors; (b) to determine and cause the implementation of the policies, strategies, budgets, investment projects and other conditions of the Company's business plan; (c) to coordinate the activities of the other officers, in compliance with the specific attributions set forth in these Bylaws; (d) to preside over the Board of Executive Officers' meetings; and (e) to permanently coordinate the performance of other executive officers, establishing the corporate, legal, political and institutional guidelines in the development of the Company's activities; **(ii) Chief Legal Officer:** (a) to organize, control, coordinate and supervise the Company's legal issues concerning their technical, operational, institutional and strategic aspects; and (b) to organize, control, coordinate and supervise the engagement of external professionals related to legal services; **(iii) Chief Financial Officer:** (a) to plan, implement and coordinate the financial policy of the Company, besides organizing, elaborating and controlling the Company's economic budget; (b) plan and execute management policies in his area of expertise; (c) plan, execute and manage merger & acquisition operations to be carried out by the Company, as well as ensure the regular execution and compliance with the agreements deriving from these operations; and (d) to represent the Company, in Brazil and abroad, before authorities, financial institutions or companies involved in merger & acquisition operations; **(iv) Investor Relations Officer:** (a) to coordinate, administer, manage and supervise the capital market relations, represent the Company before shareholders, investors, market analysts, the CVM, stock exchanges, the Brazilian Central Bank and other authorities related to the capital markets activities, in Brazil or abroad; (b) to provide all the information required by laws and stock market regulation; and (c) plan and execute management policies in his area of expertise; and **(v)**

**Executive Officers:** to perform the duties attributed by the Board of Directors or by the Chief Executive Officer, in order to execute the Company's purposes.

**Article 25** – The Company shall be represented as plaintiff or defendant, in or out of court, in accordance with the following criteria: **(i)** at shareholders' or quotaholders' meetings of companies of which the Company is shareholder or quotaholder, by two (2) executive officers jointly, one of them the Chief Executive Officer, through previous authorization from the Board of Directors, which shall indicate the type of vote to be cast; **(ii)** in the acts or transactions that create obligations to the Company or relieve third parties from obligations due to the Company, (a) by two (2) executive officers jointly, involving an aggregate amount of up to fifteen million Reais (R\$15,000,000.00); (b) by two (2) executive officers jointly, one of them the Chief Executive Officer, involving an aggregate amount greater than fifteen million Reais (R\$15,000,000.00) and up to sixty million Reais (R\$60,000,000.00); and (c) by two (2) executive officers jointly, one of them the Chief Executive Officer, through previous authorization of the Board of Directors, involving an aggregate amount greater than sixty million Reais (R\$60,000,000.00); **(iii)** the granting of power of attorney (a) by two (2) executive officers jointly, when the power of attorney has no value or when it involves an aggregate amount of up to fifteen million Reais (R\$15,000,000.00); (b) by two (2) executive officers jointly, one of them the Chief Executive Officer, when the power of attorney involves an aggregate amount above fifteen million Reais (R\$15,000,000.00) up to sixty million Reais (R\$60,000,000.00); and (c) by two (2) executive officers jointly, one of them the Chief Executive Officer, by means of a previous authorization of the Board of Directors, when the power of attorney involves aggregate amount higher than sixty million Reais (R\$60,000,000.00); and **(iv)** in other acts or transactions, by two (2) executive officers jointly.

**Paragraph 1** – In cases indicated in items (i), (ii) and (iii) of the *caput* of this Article 25, the Board of Directors may allow that any executive officer or attorney-in-fact empowered as provided for by this Article to represent the Company in such acts or operations.

**Paragraph 2** – Except for the powers of attorney for legal purposes, other powers of attorney granted by the Company shall contain specific powers and have determined the

duration, and the powers of an attorney whose effectiveness term has its expiration expressly connected to the practice of act or transaction to which these are specifically granted.

**Paragraph 3** - The powers of attorney granted for legal purposes, except if expressly revoked, are granted by the Company for the duration of the proceedings.

**Article 26** - The acts practiced by any Board member, executive officer, attorneys-in-fact or employees in business not pertaining the Company's purposes, including the tendering of sureties, endorsement or any other guarantees not related to the corporate purposes or in violation of the provisions herein are expressly void and null and not binding to the Company.

## **CHAPTER V – MANAGEMENT ANCILLARY BODIES**

**Article 27** – The Company shall have two statutory committees, namely, the audit committee (“Audit Committee”) and people and nominating committee (“People Committee”), which are advisory bodies directly reporting to the Board of Directors, with duties and responsibilities set forth in prevailing rules and respective charters.

**Paragraph 1** – The Board of Directors may create additional committees to assist the Company's management, with restricted and specific objectives and determinate duration, designating their respective members.

**Paragraph 2** – The same obligations and prohibitions imposed by law, these Bylaws, *Novo Mercado* rules to the Company's Management shall apply to members of the Audit Committee, People Committee, and other committees to be created by the Board of Directors to assist the Company's management.

**Article 28** – The Audit Committee carries out its duties in observance to the provisions of these Bylaws, its charter and applicable CVM and B3 rules, and its resolutions are merely opinionative, not bound to the Board of Directors' resolutions.

**Article 29** - The Audit Committee shall be composed of, at least, three (3) members, in its majority independent members, elected by the Board of Directors for a two-(2) year term of office, renewable at the discretion of the Board of Directors, observing the limits provided for by laws or applicable rules.

**Paragraph 1** – The composition of the Audit Committee shall observe the following:

- (i) at least, one (1) member shall be an independent board member, pursuant to the *Novo Mercado* Rules;
- (ii) at least, one (1) member shall have recognized experience in corporate accounting;
- (iii) as members of the Audit Committee is forbidden the participation of the Company's executive officers, its controlled companies, controlling shareholders, associated companies or companies under common control; and
- (iv) the same member of the Audit Committee may cumulate both characteristics provided for in the *Novo Mercado* Rules.

**Paragraph 2** – The Audit Committee shall have a coordinator whose activities will be defined in the Audit Committee's charter, as approved by the Board of Directors.

**Paragraph 3** - The duties of the Audit Committee include those laid out in effective regulations and its charter, namely: **(i)** provide an opinion on the hiring or removal of an independent auditor to prepare an external, independent audit or any other service; **(ii)** oversee activities: **(ii.1.)** of independent auditors, to evaluate: **(ii.1.1.)** the independence thereof; **(ii.1.2)** the quality of services provided; and **(ii.1.3.)** the adequacy of services provided to the Company; **(ii.2.)** the Company's internal control area; **(ii.3.)** the Company's internal audit area; and **(ii.4.)** the area responsible for the preparation of the Company's financial statements; **(iii)** monitor the quality and integrity of: **(iii.1.)** internal control mechanisms; **(iii.2.)** the Company's quarterly information, interim statements and financial statements; and **(iii.3.)** information and measurements released based on adjusted financial data and non-financial data that add elements not envisaged in the usual



structure of reports on financial statements; **(iv)** evaluate and monitor the Company's risk exposure, being permitted to request detailed information on policies and procedures for: **(iv.1.)** management compensation; **(iv.2.)** the use of the Company's assets; and **(iv.3.)** expenses incurred on behalf of the Company; **(v)** evaluate and monitor, with management and the internal audit area, the adequacy of the Company's transactions with related parties and the respective evidence thereof; **(vi)** prepare a bi-yearly report, if necessary, and, by mandate, an summarized annual report, to be presented with the financial statements, containing a description of: **(vi.1.)** the Committee's activities, including the indication of meetings held and main issues discussed, the results and conclusions reached and recommendations made; and **(vi.2.)** any situations in which there is a significant diversion between management, independent auditors and the Committee with regards to the Company's financial statements; **(vii)** assess, monitor and advise the Board of Directors on the correction or improvement of the Company's internal policies, including related party transaction policy; and **(viii)** have means to receive and treat information relating to the failure to comply with legal provisions and rules applicable to the Company, besides internal rules and codes, including a provision of specific procedures to protect the provider of information confidentiality.

**Article 30** – The People Committee shall be composed of three (3) members, elected and removed by Board of Directors and selected among members of the Board of Directors, all of them with a two (2) year term of office.

**Sole Paragraph** – The People Committee is in charge of allocating the amount destined as a global allowance to Management, defined at the shareholders' meeting, among members of each body and its division according to the nature of benefits and in conformity with provisions hereof and its charter.

## **CHAPTER VI - FISCAL COUNCIL**

**Article 31** - The Fiscal Council of the Company, with the attributions and powers set forth in the Brazilian Corporation Law, shall be composed of, at least, three (3) and at most five (5) sitting members, and equal number of alternates, shareholders or not, elected at the Shareholders' Meeting between persons resident in Brazil, as long as they fulfill the position legal requirements.

**Paragraph 1** - The Fiscal Council operates on a non-permanent basis, being instated solely by a decision of the Shareholders' Meeting, in accordance with the provisions provided for by laws and these Bylaws.

**Paragraph 2** – The investiture of sitting and alternate members of the Fiscal Council shall be subject to the signature of instrument of investiture which shall be subject to the arbitration clause referred to in Article 39 hereof, as well as the adhesion to the Disclosure of Relevant Information and Securities Trading Policy adopted by the Company, which consolidates the rules to disclose relevant information of the Company to investors and the use of this information by the Company, as well as to comply with applicable legal requirements.

## **CHAPTER VII - FISCAL YEAR, DISTRIBUTIONS AND RESERVES**

**Article 32** - The Company's fiscal year shall commence on January 1st and shall end on December 31 of each year. At the end of each fiscal year, the financial statements related to the fiscal year ended shall be drawn up and submitted to the Board of Directors and at the Shareholders' Meeting.

**Sole Paragraph** - The financial statements for the year shall include the Management proposal referring to the allocation of the net income, pursuant to the provisions hereof and the Brazilian Corporation Law.

**Article 33** – The net income for the year shall have the following allocation: **(i)** five percent (5%) of the net income shall be allocated to the legal reserve, which shall not exceed twenty percent (20%) of the capital stock, and in the year when the balance of legal reserve plus capital reserves exceeds thirty percent (30%) of the capital stock, the partial allocation of net income for the year to legal reserve shall not be mandatory; **(ii)** the amount corresponding to reserve for contingencies, pursuant to Article 195 of the Brazilian Corporation Law; **(iii)** amount corresponding to twenty-five percent (25%) of net income for the year, pursuant to Article 202 of the Brazilian Corporation Law, shall be distributed to shareholders as mandatory dividend; and **(iv)** the Company will maintain a statutory profit reserve called the “Special Reserve,” whose purpose will be to reinforce

the working capital and to finance the maintenance, expansion and development of the activities of the Company and/or its Subsidiaries, including through the subscription in capital increases or the creation of new businesses, which shall be constituted with up to seventy-five percent (75%) of the net income from each fiscal year and whose balance, when added to the balances of the other profit reserves, except the profits to be realized reserve and the contingencies reserve, shall not exceed one hundred percent (100%) of the Company's paid-up capital stock.

**Paragraph 1** - Once the provisions contained in the items of this Article are met, the allocation of the remaining balance will be determined at the Shareholders' Meeting, based on the Management proposal, in accordance with the provisions of Article 176, Paragraph 3, and Article 196 of the Brazilian Corporations Law, in compliance with the provisions set forth in Article 134, Paragraph 4 of said law. In the event the balance of the profit reserve exceeds the capital stock, the Shareholders' Meeting shall resolve upon the use of the surplus to pay up or increase the capital stock or to distribute additional dividends to shareholders.

**Paragraph 2** – In the year when the amount of mandatory dividend, calculated pursuant to these Bylaws, exceeds the realized amount of net income for the year, the shareholders' meeting may, as proposed by Management's bodies, earmark the surplus to the reserve for realizable profit. The amounts recorded in reserve for realizable profit, if not absorbed by subsequent losses, only may be used to pay the mandatory dividend.

**Article 34** - Upon resolution of the Board of Directors, the Company may pay interest on capital to its shareholders, which will be attributed to the minimum mandatory dividend provided for in Article 33 above, and for all effects, the dividends distributed by the Company shall compose this amount.

**Article 35** - The Company may draw up half-yearly or interim balance sheets and declare, upon resolution of the Board of Directors, dividends to the account of profits verified in these balance sheets, on account of the aggregate amount which shall be distributed at the end of respective fiscal year, observing the limitations provided for by laws. The dividends so declared constitute an anticipation of the mandatory dividend referred to in Article 33 above.

**Paragraph 1** - By resolution of the Board of Directors, the Company may up to legal boundaries, declare dividends at the profits reserve account of the last annual or half-yearly balance sheet.

**Paragraph 2** - The dividends not claimed by any shareholder within a three-(3) year period as of the date of resolution about their distribution shall revert to the Company and no interest rate shall accrue on this amount.

## **CHAPTER VIII – TRANSACTIONS WITH SHARES ISSUED BY THE COMPANY**

### **Section I – Disposal of Share Control**

**Article 36** - The sale of the Company’s share direct or indirect control, whether by a single transaction or by successive transactions, shall be implemented under the condition that buyer of control undertakes to conduct, a tender offer involving shares issued by the Company held by other shareholders, according to the conditions and terms provided for by prevailing laws and regulations and the *Novo Mercado* Rules, so that to ensure them equal treatment given to selling shareholder.

### **Section II - Public Offering in the event of Acquisition of Relevant Equity Interest**

**Article 37** - Any shareholder or Group of Shareholders that directly or indirectly acquires the ownership of shares issued by the Company or Other Rights of a Corporate Nature, equal to or greater than ten percent (10%), until January 31, 2028, and fifteen percent (15%) as of February 1, 2028, of the capital stock (“Relevant Equity Interest”), excluding treasury shares for the purposes of this calculation, both by means of a single operation and through various operations, including through the incorporation or incorporation of shares of the Company (“New Relevant Shareholder”), a public offering for the acquisition of all shares and securities convertible into shares owned by the other shareholders of the Company shall be carried out, pursuant of this article (“Tender Offer for Achievement of Relevant Equity Interest” or “OPA”).

**Paragraph 1** - For the purpose of verifying the indirect achievement of Relevant Equity Interest, the ownership of all shares with voting rights or Other Rights of a Corporate Nature held by each and every controlling shareholder or Group of Controlling Shareholders, directly or indirectly, until the final natural person beneficiary of the New Relevant Shareholder, shall be counted.

**Paragraph 2** - The OPA shall be: (i) addressed indistinctively to all of the Company's shareholders; (ii) carried out in an auction to be held at B3; (iii) launched at the price determined in accordance with the provisions of Paragraph 4 of this article and paid in cash, in national currency; and (iv) instructed with the Company's appraisal report, prepared in accordance with the criteria listed in the specific CVM rules on public offerings for the acquisition of shares, observing the criteria established in Paragraph 4 of this article for setting the minimum price of the offer.

**Paragraph 3** - Without prejudice to the fulfillment of the obligations provided for in the applicable regulation, immediately after acquiring or becoming the holder of shares issued by the Company or Other Rights of a Corporate Nature in an amount equal to or greater than ten percent (10%) or fifteen percent (15%) of the capital stock, as the case may be at the time, directly or indirectly, the New Relevant Shareholder shall send a communication to the Investor Relations Officer containing: (a) the information provided for in article 12 of the Instruction CVM No. 358, of January 3, 2002, and in items “i” to “m” of item I of Annex II to CVM Instruction No. 361, of March 5, 2002; (b) information on any Other Rights of a Corporate Nature that he/she has; (c) information on the obligation to carry out the OPA; (d) information on the highest price paid by the New Relevant Shareholder in the twenty-four (24) months preceding the achievement of the Relevant Equity Interest, adjusted by corporate events that occurred after the date of the transaction, such as reverse splits, splits, bonuses, except those related to corporate restructuring transactions, accompanied by a justified demonstration of this price; and (e) the information on the acquisition price per share object of the OPA that the New Relevant Shareholder shall be willing to pay, in accordance with Paragraph 4 of this article (“Tender Offer Price”).

**Paragraph 4** - The Tender Offer Price cannot be lower than the result obtained according to the application of the following formula:

Tender Offer Price = Share Value + Prize, where:

“TENDER OFFER PRICE” corresponds to the acquisition price of each share issued by the Company in the OPA.

“SHARE VALUE” corresponds to the highest value among:

- (i) the economic value per share determined in an appraisal report (“Economic Value Report”), prepared by a financial institution to be determined by the Company's Board of Directors, based on the first ten (10) merger and acquisitions ranking institutions in Brazil by value of operations in the previous year, based upon specialized publication, recognized in the market. The costs of preparing the Economic Value Report must be fully borne by the New Relevant Shareholder. The Economic Value Report shall take into account the economic value of the subsidiaries, investees and other equity interests held by the Company;
- (ii) highest unit price reached by the shares issued by the Company during the period of twenty-four (24) months prior to the realization of the OPA among the values registered in any stock exchange in which such shares are traded; and
- (iii) the highest price paid by the New Relevant Shareholder, during the period of twenty four (24) months prior to the realization of the OPA, for one share or lot of shares issued by the Company.

“PRIZE” corresponds to fifty percent (50%) of the Share Value.

**Paragraph 5** - For the purposes of the provisions of Paragraph 4 above, in the case of shares represented by deposit certificates (including shares included in Depositary Receipts programs), the unit price of the share will be determined by dividing: (i) the price of the referred deposit certificate, in the market in which it is traded for by (ii) the number of shares represented by the certificate.

**Paragraph 6** - The calculations referred to in the previous paragraph must be carried out with five (5) decimal places, and the final share price must be expressed with two (2) decimal places, observing the following rounding rule: (i) it will be done from the last decimal place to the previous one; (ii) if there are more than five (5) decimal places, rounding will be made from the fifth (5th) decimal place to the previous one; (iii) the figure of the last decimal place or the fifth (5th) decimal place (as the case may be), if equal to or less than five (5) (including zero) will be excluded; and (iv) if the number of the last decimal place or the fifth (5th) decimal place (as the case may be) is greater than five (5), the number of the previous decimal place will be increased by one.

**Paragraph 7** - In the event that the New Relevant Shareholder does not comply with the obligations imposed by these Bylaws, including with regard to meeting the deadlines for carrying out the OPA, the New Relevant Shareholder who has not fulfilled any obligation imposed by this article will have its' rights suspended, pursuant to article 120 of the Brazilian Corporation Law, and the suspension will cease as soon as the obligation is fulfilled.

**Paragraph 8** - If the OPA is not legally subject to registration with the CVM, the New Relevant Shareholder shall publish the notice of the OPA within ten (10) business days, counted from the date of the presentation, by the institution or specialized company, of the appraisal report, which must be prepared within thirty (30) days from the date on which the Relevant Equity Interest is reached.

**Paragraph 9** - If the OPA is legally subject to registration with the CVM, the New Relevant Shareholder shall request its registration within ten (10) business days, counted from the date of the presentation, by the institution or specialized company, of the appraisal report that must be prepared within thirty (30) days from the date on which the Relevant Equity Interest is reached, and will be obliged to comply with any requests or CVM requirements related to the OPA, within the prescribed time limits in the applicable regulations. The publication of the notice for the OPA must take place within five (5) business days, counted from the date of registration of the OPA by CVM, if applicable.

**Paragraph 10** - The OPA requirement does not apply to the shareholder or Group of Shareholders who reach the Relevant Equity Interest:

I. by means of a public offer for the acquisition of all the shares issued by the Company, provided that a price at least equivalent to the Tender Offer Price has been paid;

II. by subscription of shares made in a primary offer, due to the fact that the amount was not fully subscribed by those who had preemptive rights or that did not have a sufficient number of interested parties in the respective public distribution, provided that the issue price is calculated in accordance with applicable legislation is equal to or higher than the Tender Offer Price;

III. a result of corporate restructuring within the same economic group, including, without limitation, the assignment and/or transfer of shares issued by the Company between parent and subsidiary companies or companies under common control;

IV. as a result of: (i) advance payment of the lawful inheritance, donation or hereditary succession, provided that for the descendant or spouse of a shareholder or Group of Shareholders holding a Relevant Equity Interest; or (ii) transfer to trust or any other entity, having as a beneficiary, directly or indirectly, the shareholder or Group of Shareholders holding a Relevant Equity Interest, their descendants or their spouse; and

V. as a result of the cancellation or redemption of shares.

**Paragraph 11** - The execution of the OPA may be waived by an affirmative vote of shareholders gathered in a Shareholders' Meeting specially held for this purpose, provided that it is approved by sixty percent (60%) of the members of the Company's Board of Directors, observing the following rules:

I. the Shareholders' Meeting, if installed on the first call, must have the presence of shareholders representing at least twenty-five percent (25%) of the voting capital and twenty percent (20%) of the total outstanding shares of the Company and, if installed on second call, may count on the presence of any number of shareholders;



II. the exemption of the realization of the OPA will be considered approved with the vote of the absolute majority of the votes of the shareholders present at that General Meeting, whether on first or second call; and

III. the New Relevant Shareholder, as well as the other shareholders who, perhaps, have with him/her an agreement to dispose of their equity interest, will not be able to vote, and their respective shares will not be counted in the deliberation quorum.

**Paragraph 12** - The realization of the OPA will not exclude the possibility of another shareholder of the Company, or, if applicable, the Company itself, conducting a competing tender offer, under the terms of the applicable regulation.

**Paragraph 13** - The provisions of this article do not apply (i) to shareholders (and their respective successors) who hold, directly or indirectly, on January 22, 2021, equal or greater participation than the Relevant Equity Interest (“Excepted Shareholders”), (ii) to those shareholders who form a Group of Shareholders with the Excepted Shareholders, while forming a Group of Shareholders, as well as (iii) to shareholders holding an interest equal to or greater than the Relevant Equity Interest through shareholder agreements, provided that such agreements are filed at the Company's headquarters on January 22, 2021.

**Paragraph 14** - For the purposes of these Bylaws, the following terms beginning in capital letters shall have the following meanings:

“**Group of Shareholders**” means the group of people: (i) bound by contracts or agreements of any nature, including shareholders' agreements, oral or written, either directly or through controlled, controlling or jointly controlled companies; or (ii) among which there is a control relationship; or (iii) under common control; or (iv) acting together; or (v) that act representing a common interest. Examples of people representing a common interest include: (vi) a person holding, directly or indirectly, an equity interest equal to or greater than ten percent (10%) of the other person's share capital; and (vii) two (2) or more persons who have a common investor who holds, directly or indirectly, an equity interest equal to or greater than ten percent (10%) of the capital of each of the two (2) or more people in question. Any joint ventures, investment funds or clubs,

foundations, associations, trusts, condominiums, cooperatives, securities portfolios, universal rights, or any other forms of organization or enterprise, incorporated in Brazil or abroad, will be considered part of a same Group of Shareholders, whenever two (2) or more between such entities; (viii) are administered or managed by the same legal entity or by parties related to the same legal entity; or (ix) have in common the majority of their administrators, managers or investment committees (which guide the decisions made by managers and/or administrators), being certain that in the case of investment funds with administrators, managers or investment committees (that guide the decisions taken by the managers and/or administrators) in common, will only be considered as members of a Group of Shareholders those whose decision on the exercise of votes at Shareholders' Meetings, under the terms of the respective regulations, is considered as the responsibility of the administrator (who guides the decisions made by managers and/or administrators), on a discretionary basis;

**“Other Rights of a Corporate Nature”** means (i) usufruct over the shares issued by the Company; (ii) any options or rights to purchase, subscribe or exchange, in any capacity, that may result in the acquisition of shares issued by the Company; (iii) any derivatives referenced to shares issued by the Company that provide for the possibility of settlement not exclusively financial; or (iv) any other rights that permanently or temporarily assure shareholder political or equity rights over shares issued by the Company. It is observed that (a) the shares directly held and those referenced by physical settlement derivative financial instruments will be considered together for the purpose of verifying the percentage referred to in the caput of this article and (b) the number of shares referenced in derivative instruments that confer economic exposure to shares cannot be compensated by the number of shares referenced in derivative instruments that produce inverse economic effects.

## **CHAPTER IX - LIQUIDATION**

**Article 38** - The Company may not enter into liquidation or dissolution except in the cases provided by law. The Shareholders' Meeting shall establish the liquidation procedure, as well as appoint the liquidators and the members of the Fiscal Council that shall operate during the liquidation period, establishing their powers and compensation.

## **CHAPTER X – ARBITRATION**

**Article 39** - The Company, its shareholders, managers, sitting and alternate members of the Fiscal Council, if any, shall undertake to solve, by means of arbitration, before the Market Arbitration Panel, as provided for in its rules, any and all dispute or controversy which may arise among them, relating to or arising from their condition as issuer, shareholders, managers and members of the Fiscal Council, especially those deriving from provisions set forth in the Brazilian Corporation Law, in Law No. 6,385/76, in the Company's Bylaws, in the rules published by the National Monetary Council, by the Brazilian Central Bank and by the CVM, as well as in the other rules applicable to the operation of the capital markets in general, besides those included in the *Novo Mercado* Rules, other rules of B3 and the *Novo Mercado* Listing Agreement.

## **CHAPTER XI – GENERAL PROVISIONS**

**Article 40** - The terms defined herein whose meaning is not expressly defined herein or in the Brazilian Corporation Law shall have the meaning attributed thereto by the *Novo Mercado* Rules.

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