

**AUDIT, RISKS AND  
COMPLIANCE  
COMMITTEE  
CHARTER**

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## **I. NATURE, PURPOSE, AND APPROVAL OF THE REGULATIONS**

**Art. 1.** The Audit, Risks, and Compliance Committee (hereinafter referred to as the “Committee”) of **CONASA INFRAESTRUTURA S.A.** (individually called, hereinafter “**CONASA**”) and its investees (together, hereinafter referred to as “**CONASA GROUP**”) is a permanent and internal advisory committee, linked and subordinated to the **Board of Directors**, with powers to inform, analyze and present proposals to the **Board of Directors** within the scope of its functions and in an advisory manner, as described in this document, so that the **CONASA GROUP**’s business and activities are conducted in accordance with its values and compliance with the Brazilian and US Anti-Corruption Laws and other applicable legislation.

**Paragraph One.** The purpose of these Regulations is to establish how the Committee operates, as well as its objectives and principles of action.

**Paragraph Two.** The Integrity Guidance Commission will be created, which will be subordinate to this Committee and have the objective of supporting this Committee in terms of the **CONASA GROUP**’s reputation and integrity and supporting the actions and demands of the Integrity Program. It will be governed by its own Policy (RI.05R00 - Internal Regulations of the Integrity Commission).

**Art. 2.** These Regulations may be amended at the request of the Committee Coordinator or as provided for in the **CONASA GROUP**’s Bylaws, approval of amendments shall be by a majority vote of the members of the **Board of Directors**.

## **II. COMPOSITION AND FUNCTIONS OF THE COMMITTEE**

**Art. 3.** The Committee shall comprise 3 (three) Members elected by the **Board of Directors**. Each Member of the Committee must have sufficient financial experience, especially in the Areas of Accounting, Auditing, or Risk Management, to conduct their duties as Members of the Committee. Each member must be able to read and interpret the **CONASA GROUP**’s basic financial statements.

**Sole Paragraph.** The **CONASA GROUP**’s Chief Compliance Officer (CCO) shall take part in the meetings referred to in item IV as a consultant, in accordance with their function, and shall therefore not be a member thereof.

**Art. 4.** The Member of the Board of Directors who hold executive positions may not participate in this Committee, being (i) at least one (1) Member of the Committee must be a Member of the **Board of Directors** characterized as Independent, in accordance with the independence criteria defined in the Novo Mercado Regulations of B3 S.A. – Brasil, Bolsa Balcão (“Novo

Mercado Regulations” and “B3”); and **(ii)** at least one (1) Member of the Committee must be considered a Financial Expert (as defined below), and the same Committee Member may accumulate both characteristics for the purposes of the requirements of this article.

**Sole Paragraph.** To be considered a Financial Expert, as provided for in the head of this article, the Committee Member must have: **(i)** Knowledge of generally accepted accounting principles and financial statements, under the terms of the rules issued by the CVM (“Comissão de Valores Mobiliários”) which provide for the registration and exercise of independent auditing activities within the scope of the securities market and define the duties and responsibilities of the managers of audited entities in their relationship with independent auditors; **(ii)** Ability to evaluate the application of these principles concerning the main accounting estimates; **(iii)** Experience preparing, auditing, analyzing, or evaluating financial statements that have a level of scope and complexity comparable to that of the **CONASA GROUP**; **(iv)** Educational background compatible with the corporate accounting knowledge required for the Committee’s activities; and **(v)** Knowledge of internal controls and corporate accounting procedures.

**Art. 5.** Members of the Committee may not include:

- (i)** Directors of the **CONASA**, its controlled companies, subsidiaries, its parent **CONASA GROUP**, or companies in direct or indirect common control; and
- (ii)** Spouse, relative in a straight or collateral line, up to the second degree, and by affinity, up to the second degree, of the persons referred to in item “i” above.

**Art. 6.** The Members of the Committee shall elect, from among themselves, a Member to be the Coordinator of the Committee, who shall conduct the duties set out in these Charter and others that may be established by the Committee.

**Art. 7.** The Committee shall also elect, from among its Members or not, a person to be the Secretary of the Committee, who shall conduct their duties in accordance with these Regulations and other guidelines established by the **Board of Directors**.

**Art. 8.** The Members of the Committee will be replaced in the event of absence or temporary impediment and vacancy as follows:

- (i)** In the event of the absence or temporary impediment of the Coordinator, the Coordinator’s duties will be conducted by another Member appointed in writing by the Coordinator or by a majority of the Members if the Coordinator does not make such an appointment;
- (ii)** In the event of the absence or temporary impediment of a Member, the Committee shall function with the other Members, provided there is a majority of Members; and
- (iii)** In the event of a vacancy in the position of Coordinator or any of the other Members,

*the majority of the Committee shall appoint a Member who shall conduct the duties on an interim basis until the first meeting of the **Board of Directors** that takes place after the vacancy, at which the **Board of Directors** shall appoint a replacement who shall complete the term of office of the replaced Member.*

**Art. 9.** *The purpose of the Committee is to assist the **Board of Directors**, among other functions, in:*

- (i) Evaluating the quarterly information, interim statements, and financial statements;*
- (ii) Promoting the supervision and accountability of the financial area;*
- (iii) Ensuring that High Management develops reliable internal controls and perfects a culture of exemplary integrity or “tone at the top;”*
- (iv) Ensuring that the Internal Auditors perform their role to the best of their ability and that the independent auditors evaluate, through their own review, the practices of the Executive Board and the Internal Auditors;*
- (v) Establishing the work plan and the fee agreement with the Independent Auditors and monitoring their work to guarantee their independence and objectivity;*
- (vi) Recommending to the **Board of Directors** the hiring, remuneration, and replacement of the Independent Auditors;*
- (vii) Developing strategies and action plans for the practical evolution of the Integrity Program and Corporate Risk Management;*
- (viii) monitoring and supervising the Integrity Guidance Commission’s handling of reports of non-compliance with legal provisions and rules applicable to the **CONASA GROUP**, as well as internal rules and codes, and regulate the specific procedures of the areas related to the scope of these Internal Regulations, including the protection of the provider and the confidentiality of information;*
- (ix) Monitoring and supervising the **CONASA GROUP**’s management and exposure to risks (ongoing or new) through Enterprise Risk Management (“ERM”), in compliance with the **CONASA GROUP**’s Risk Management policy, reporting to the **Board of Directors** any information that falls within its remit or that is relevant;*
- (x) Monitoring and supervising the **CONASA GROUP**’s Compliance Area, with a view to developing and improving the Compliance Program effectively and efficiently;*
- (xi) Monitoring and supervising the Integrity Guidance Commission in its activities to monitor compliance with the **CONASA GROUP**’s Code of Ethical Conduct;*
- (xii) Monitoring and supervising the investigation of acts of non-compliance and reports of fraud, embezzlement and corruption, in line with the Compliance, Internal Controls*

and Risks areas;

- (xiii) Assessing the effectiveness of the Code of Ethical Conduct and the Ethics Channel;
- (xiv) Deciding on Conflicts of Interest involving Members of the Integrity Guidance Commission and their possible remediation procedures;
- (xv) Supervising and forwarding to the **Board of Directors** for deliberation recommendations to High Management for correcting or improving the **CONASA GROUP's** internal policies;
- (xvi) Sending the **Board of Directors** promptly information that falls within its deliberative competence and/or information that has relevant strategic, reputational value or risk to the **CONASA GROUP's** business;
- (xvii) Preparing a summary annual report of the Committee, including the meetings held and the main issues discussed, and highlighting the recommendations made by the Committee to the **CONASA's Board of Directors**;
- (xviii) Reporting to the **Board of Directors** the conclusions, recommendations, and sanctions arising from relevant reports received through the Ethics Channel, in compliance with the provisions of the Compliance Program;
- (xix) Receiving, analyzing, recommending, and forwarding to the **Board of Directors** for deliberation the revision or implementation of policies, procedures, and norms of the Areas related to the scope of this Committee, and this Committee may also provide subsidiary support to the other areas, if it does not have a Committee competent to do so and if duly justified; and
- (xx) Monitoring the updating of new issues relating to compliance and integrity, and corporate responsibility, periodically reviewing the anti-fraud and compliance programs.

**Sole Paragraph.** Within the scope of the Committee's work, its duties shall also be observed concerning the **CONASA's** subsidiaries (companies in which the **CONASA GROUP**, directly or through other subsidiaries, holds shareholder rights that ensure it the power of control), subject to the applicable legislation.

**Art. 10.** The Committee shall exercise its functions with complete autonomy. Without prejudice to the Committee's operational autonomy, an adequate basis for information and collaboration on the development of its functions will be established with **Executive Board of CONASA**, permanently in the best interests of **CONASA GROUP**.

**Art. 11.** Without prejudice to other functions established in these Internal Regulations, the Committee shall have the following functions:

Prepared and  
revised by:

**Andre  
Fernandes**  
Name

Approved by:

**Board of  
Directors**

01/31/2025  
Date

**(i) Regarding Internal Audit:**

- a) *Annually inspecting the independence and efficiency of the Internal Audit, ensuring that it has sufficient resources and the necessary professional qualifications to perform its duties optimally.*
- b) *Proposing the Internal Audit's annual budget for approval by the **CONASA's Board of Directors**.*
- c) *Proposing to the **CONASA's Board of Directors** the appointment, re-election, and dismissal of the person responsible for Internal Audit and the formulation and assessment of its annual objectives.*

**(ii) Regarding internal control and risk management systems:**

- a) *To monitor the activities of the **CONASA GROUP's** internal controls area, as well as to become aware of and analyze the financial information process and the internal controls systems linked to the **CONASA GROUP's** risks, and to ensure that the **CONASA GROUP's** main risks are identified, managed, and duly reported, thus identifying:*
  - *Different types of risks that the **CONASA GROUP** may face, including financial or economic risks, contingent liabilities, and other risks not arising from the balance sheets.*
  - *The measures necessary to mitigate the impact of any risk, should any of them materialize.*
  - *The information and internal monitoring systems that will be used to monitor and manage such risks, including contingent liabilities or risks not arising from the balance sheets.*
- b) *Analyze, together with the Independent Auditor, Internal Audit, and the **Executive Board**:*
  - *The adequacy and efficiency of the **CONASA GROUP's** systems of internal controls (including any significant deficiencies or changes in internal controls reported to the Committee by the Independent Auditors), accounting practices, information controls and procedures (and their corresponding management reports).*
  - *Current accounting trends and updates, and take any necessary measures in this regard.*
- c) *Maintain the corresponding relations with the **CONASA GROUP's** Risk Management Area, the Integrity Guidance Commission, and the Compliance Area without prejudice to their operational autonomy and always in the **CONASA GROUP's** best interests.*

**(iii) Regarding the Independent Auditor:**

- a) Concern the **CONASA GROUP**'s Independent Auditor, propose to the **Board of Directors** the conditions for hiring the Independent Auditor and give an opinion on the hiring and dismissal of the Independent Auditor.
- b) Ensure the independence of the Independent Auditor, receive periodic information from the latter on any activity that may put such independence at risk.
- c) Receive regular reports from the Independent Auditor on issues and updates in accounting and auditing legislation and auditing practices in force occasionally.
- d) Receive quarterly and annual written confirmation from the Independent Auditor of its independence vis-à-vis the **CONASA GROUP**, as well as information on additional services of any kind provided by the Independent Auditor or by persons or entities linked to it, following applicable rules.
- e) Issue a report on the independence of the Independent Auditor on a quarterly and annual basis before the issue of the Audit Reports. This report must deal, in all cases, with the provision of additional services mentioned in the previous paragraph.
- f) Analyze, together with the Independent Auditor, any significant deficiencies in the internal control system that may be detected and review the content of the Audit Reports before they are issued, avoiding reservations once they are ready, and evaluate the results of each audit, verifying the response of the **CONASA**'s **Executive Board** to its recommendations.
- g) To serve as a communication channel between the **Board of Directors** and the Independent Auditor, from whom the Committee will receive regular information on the Audit plan and the results of its execution.

**(iv) Regarding the process for preparing the CONASA GROUP's financial information:**

- a) Supervise the process of preparing and maintaining the integrity of the **CONASA GROUP**'s economic and financial information. In this regard, the Committee shall ensure that the interim financial statements are prepared in accordance with the same accounting standards as the annual financial statements, proposing changes to accounting policies and practices in accordance with the **CONASA GROUP**'s general accounting policies and practices.
- b) Obtain and analyze management's approvals of the **CONASA GROUP**'s periodic financial reports regarding applicable laws, rules, and other standards regarding the content and preparation of such financial reports. In this context, the Committee shall

evaluate the **CONASA GROUP**'s quarterly information, interim statements, and annual financial statements.

c) Verify compliance with legal requirements and the correct application of accounting and financial reporting principles and practices that may be applicable in relation to the **CONASA GROUP**'s Annual Accounts.

(v) **Regarding compliance with legal requirements and applicable governance practices and the prevention and correction of illegal or fraudulent conduct:**

a) Receiving information from the Compliance Area through the Compliance Officer or the Integrity Guidance Commission on any relevant matter regarding compliance with norms and preventing and correcting illegal or fraudulent conduct.

b) Evaluating, monitoring, reviewing, and recommending the internal Compliance policies and procedures, and, subsidiarily, the other Areas, if it does not have a Committee competent to do so, if duly justified to check their effectiveness in preventing inappropriate conduct, and recommending the correction or improvement of the **CONASA GROUP**'s internal policies so that they are more effective in promoting the highest reputational ethical standards, before due consideration by the **Board of Directors**.

c) Reviewing and ratifying the Compliance Area's annual budget for consideration by the **CONASA**'s **Board of Directors** and ensuring that the Compliance Officer has the human and material resources necessary to effectively comply their duties, guaranteeing their independence and effectiveness.

d) Approving the Compliance Area's Annual Activity Plan.

e) Ensuring that those responsible for the Compliance and Internal Controls areas have free access to records, people, and different units of the organization, as well as the information necessary to conduct their work.

f) Ensuring the relevant recommendations made by the Compliance and Internal Controls areas are received, discussed, and properly implemented.

(vi) **Regarding monitoring the duties of the Compliance Officer, who must:**

a) Provide accountability to High Management of actions taken.

b) Supervise, coordinate, and control all the activities developed by the Compliance Area.

c) Interact with all levels of **CONASA GROUP** organization to ensure and verify compliance with the Compliance and Corporate Ethics procedures.

- d) Provide training to implement Compliance and Corporate Ethics procedures.
- e) Define procedures and penalties to be adopted in the event of a violation of Compliance and Corporate Ethics procedures of **CONASA GROUP**, whether due to negligence, recklessness, omission, and/or willful misconduct.
- f) Regulate the Ethics Channel.
- g) Manage the Compliance Area.
- h) Participate in the meetings of this Committee as a consultant, including presenting the activities conducted in the Compliance Program, the revisions and implementations of policies and procedures, and reporting any updates of relevant information related to the Compliance Area.
- i) Elaborate a half-yearly and annual report for the Committee containing the activities conducted during the period by the Compliance Area, an assessment of the effectiveness of the Compliance Area, and suggestions for improvements.

**(vii) Regarding cases of irregular or improper financial conduct:**

- a) Monitor that channels allow **CONASA GROUP** employees to report confidentially and, where necessary, anonymously, any irregularities due to non-compliance with legal provisions and rules applicable to the **CONASA GROUP**, as well as internal regulations and codes, especially those of a financial and accounting nature, which they may have witnessed in the **CONASA GROUP**, taking into account, in each case, the applicable rules regarding the protection of the provider and the confidentiality of information, as well as the fundamental rights of the parties involved.
- b) Conduct the necessary investigations regarding third-party claims against the **CONASA GROUP** or irregular or anomalous conduct in accordance with the provisions of the paragraph above.
- c) Inform the **Board of Directors** before it takes the necessary decisions of the creation and acquisition, by the **CONASA** or its subsidiaries, of stakes in companies or entities domiciled in countries or territories considered to be tax havens, as well as any other transaction or operation of a similar nature which, due to its complexity, may cast doubt on the **CONASA GROUP**'s transparency.

**Art. 12.** The Committee may take on other functions which, where applicable, are assigned to it by the **Board of Directors**.

**Art. 13.** The Committee shall propose, for approval by the **Board of Directors**, an annual budget to cover its operating expenses.

Prepared and  
revised by:

**Andre  
Fernandes**  
Name

Approved by:

**Board of  
Directors**

01/31/2025  
Date

**Art. 14.** The **Board of Directors** shall define the remuneration of the Members of the Committee at the meeting which elects these Members, in compliance with the **CONASA GROUP's** remuneration policy and the following guidelines:

- (i) Members of the Committee who are also Members of the **Board of Directors** shall not be entitled to receive additional remuneration unless otherwise decided by the **Board of Directors**.
- (ii) Members of the Committee who are not Members of the **Board of Directors** shall be entitled to receive remuneration as approved by the **Board of Directors**.
- (iii) Members of the Committee, whether or not they are Members of the **Board of Directors**, shall be reimbursed by the **CONASA GROUP** for travel, food, and accommodation expenses necessary for performing their duties on the Committee.

**Art. 15.** The Coordinator of the Committee, when conducting their duties, shall have the following duties:

- (i) Calling and chairing Committee meetings;
- (ii) Complying with and enforcing the rules of these Regulations;
- (iii) Approving the meeting agendas;
- (iv) Informing the **Chairman of the Board of Directors** of the Committee's activities and any action taken, or recommendation made during its meetings, before the first meeting of the **Board of Directors** following the Committee's meetings;
- (v) Inviting, on behalf of the Committee, non-Member participants to Committee meetings under the terms of these Regulations.
- (vi) Proposing supplementary rules necessary for the Committee to operate.
- (vii) Practicing other acts of a technical or administrative nature necessary for the performance of its duties.

**Art. 16.** The Committee shall submit an Annual Report on its activities for the previous financial year to the **Board of Directors** for approval. This report must include the meetings held by the Audit, Risks, and Compliance Committee and the main issues discussed, highlighting the recommendations made by the Committee to the **Board of Directors**, and will then be made available to the **CONASA's** shareholders on the **CONASA's** website.

**Art. 17.** The Committee may access information, documents, accounting and non-accounting records, and contracts, among other information and documents of any nature that it deems necessary to develop its activities. It may also obtain advice from external professionals to perform its duties better. These professionals must submit their reports directly to the Committee Coordinator.

**Art. 18.** The hiring of these external professionals shall follow the **CONASA GROUP's** internal procedures, policies, and/or instructions approved by the **Board of Directors**.

### **III. APPOINTMENT AND DISMISSAL OF MEMBERS**

**Art. 19.** Members elected to the Committee shall perform their duties for a term of 2 (two) years, re-election being permitted unless otherwise determined by the **Board of Directors**.

**Paragraph One.** The term of office of Committee Members shall extend until the investiture of newly elected Members.

**Paragraph Two.** In the event of the resignation, dismissal, or non-re-election of a Member of the **Board of Directors** who is a Member of the Committee, the **Board of Directors** shall elect a substitute Member at the first meeting held after the dismissal, resignation or expiry of the term of office of the Member of the **Board of Directors** who was previously a Member of the Committee.

**Art. 20.** Committee Members shall be sworn into their positions on the Committee by signing the respective terms of office, preferably immediately after the **Board of Directors Meeting** that elected them.

**Art. 21.** Members of the Committee may be removed from office due to resignation or dismissal, or other reasons, or by decision of the **Board of Directors**.

### **IV. COMMITTEE MEETINGS**

**Art. 22.** The Committee will meet as often as necessary, at the discretion of the Committee Coordinator, to fulfill its commitments, but at least 4 (four) times a year and when requested by at least half of its Members.

**Art. 23.** The **Chairman of the Board of Directors** or the **CONASA's Chief Executive Officer** may request informative meetings with the Committee.

**Art. 24.** It is the responsibility of the Committee Coordinator to propose and submit for approval, by the last meeting of the current year, the schedule of ordinary meetings for the following year.

**Art. 25.** The Coordinator of the Committee, or the Secretary, at the request of the former, shall send notice of the meeting by letter, e-mail, or any other suitable means, addressed to its Members, indicating the place, date, and time of the meeting, as well as the agenda to be discussed and providing the available documents necessary for consideration of the items on the agenda.

**Art. 26.** *The notice must be given at least five (5) working days in advance unless there is an urgent need for a duly justified meeting.*

**Art. 27.** *No prior notice shall be required if all Members are present and unanimously agree to hold the meeting and discuss the items on the agenda.*

**Art. 28.** *At least two (2) Members of the Committee or their respective representatives shall be required and shall form the minimum quorum for the installation of a meeting of the Committee.*

**Art. 29.** *The Committee Coordinator shall chair the meeting, and if the Secretary is not present, another Committee Member or the Secretary's representative shall be appointed by the Coordinator to act as Secretary during the meeting.*

**Art. 30.** *The Committee may hold meetings in several places connected to each other by systems that allow the recognition and identification of those present, permanent communication between those present, regardless of where they are, as well as intervention and casting of votes, all in real-time (including videoconferencing systems, audio conferencing or any other similar systems). Members present in any of the interconnected places will be considered present at the same and only meeting of the Committee. The place where the meeting is held is understood to be the place where the largest number of Members are present and, in the event of a tie, the place where the Coordinator or whoever presides over the meeting in their absence is present. The meeting may also be chaired by videoconference, audioconference, or any other similar system.*

**Art. 31.** *All decisions the Committee takes must be adopted by a majority vote of the Members present at the meeting or represented. In the event of a tie, the votes shall be recorded in the respective minutes, which shall be forwarded to the Board of Directors for deliberation in accordance with article 42<sup>nd</sup>.*

**Art. 32.** *The matters analyzed by the Committee shall be the subject of reports and proposals, which shall not be binding on the **Board of Directors**.*

**Art. 33.** *The Secretary of the Committee shall draw up minutes of each meeting, which shall be reviewed after the meeting and signed by the Members present at the meeting or their representatives, as well as (i) forwarded to the **Board of Directors**; (ii) filed at the **CONASA's** head office; and (iii) disclosed in the manner and within the limits of the applicable legislation and rules.*

**Paragraph One.** *Any meeting of the Committee may be confidential, in whole or in part, if, at the discretion of the Coordinator or the **Board of Directors**, there is a matter whose nature so advises, including concerning the disclosure of the conclusions reached.*

**Paragraph Two.** *The Members of the Committee may request that their observations and recommendations regarding the matters dealt with at the respective meeting be recorded in the minutes. Any votes and protests submitted by Committee Members shall be attached to the minutes and filed exclusively at the **CONASA's** head office.*

**Art. 34.** *Any necessary action or resolution may be taken by the Committee without a meeting if, at the request of the Committee Coordinator, all Committee Members consent in writing, by letter, fax, telegram, e-mail, telematic message, or any other appropriate means. The written consent of the Committee Members must be filed at the **CONASA's** head office with the minutes of the Committee meetings.*

**Art. 35.** *A Committee Member who, effectively and by the applicable law and/or rules, has a possible conflict of interest with a specific matter to be considered by the Committee of which they are a Member must inform the Committee Coordinator of this circumstance and will not receive only that part of the information on the said matter which generates the conflict, as the information to be provided may contain sensitive data, nor will they participate in the part of the meeting in which the matter is being considered, but may be invited to provide information, committing themselves to the truth. A Committee Member justifiably considered to have a conflict of interest may object to this understanding to the **Chairman of the Board of Directors**, who must resolve the matter.*

**Art. 36.** *A Committee Member who cannot attend a specific Committee meeting must inform the Committee Coordinator before the meeting, via the Secretary, of the name of their alternate, who may represent them exclusively at that meeting.*

**Art. 37.** *On the initiative of the Committee Coordinator, Members of the **CONASA's Board of Directors and Executive Board** may be asked to attend meetings without voting rights.*

**Art. 38.** *The Coordinator of the Committee may also request, through the Secretary of the Committee, with a copy, at their discretion, to the **Chairman of the Board of Directors** and the **Chief Executive Officer** of the **CONASA GROUP**, the attendance of any director, manager or employee of the **CONASA GROUP**, as well as any Member of the **Boards of Directors** of companies in which the **CONASA GROUP** has a stake, whose appointment has been proposed by the **CONASA GROUP**, provided that there are no legal impediments to this.*

**Art. 39.** *The Committee may request the presence of both the **CONASA GROUP's** Independent Auditor and the auditor of any entity linked to the **CONASA GROUP** at its meetings, provided there are no legal impediments to this.*

**V. COMPLIANCE, INTERPRETATION AND INTEGRATION OF THE REGULATIONS**

**Art. 40.** *The Members of the Committee and the Members of the **Board of Directors** must know and comply with these Regulations, and to this end, the Secretary of the **Board of Directors** shall provide them with a copy of them.*

**Art. 41.** *In addition, the Committee, particularly its Coordinator, shall be obligated to observe compliance with these Regulations, adopting all necessary measures to this end.*

**Art. 42.** *Doubts or differences in the interpretation of these Regulations shall be resolved by a majority vote of the Members of the Committee itself or, in the event of a tie, by the **CONASA's Board of Directors**. The interpretation and resolution of any doubts or differences by the Committee itself shall be reported to the **Board of Directors**.*

**Art. 43.** *In the absence of specific rules, the provisions of the **CONASA GROUP's** Bylaws and the Internal Regulations of the **Board of Directors**, in that order, provided they are not incompatible with its nature and function, shall apply to the Committee.*

**Art. 44.** *Should any provision of these Internal Regulations be deemed invalid, illegal, or ineffective, that provision shall be limited, as far as possible, so that the validity, legality, and effectiveness of the remaining provisions of these Internal Regulations are not affected or impaired.*

**Art. 45.** *In the event of a conflict between the provisions of these Regulations and the **CONASA GROUP's** Bylaws, the provisions of the Bylaws shall prevail, and in the event of a conflict between the provisions of these Regulations and the legislation in force, the provisions of the legislation in force shall prevail.*

**Art. 46.** *These Regulations were approved by the **Board of Directors'** Meeting held on Jan 31th, 2025.*

**Art. 47.** *These Regulations shall be published on the **CONASA's** website, on the internal intranet network accessible to all employees, and the **CONASA GROUP's** official internal communication application and disseminated in the manner provided for in the applicable legislation and rules.*

**Art. 48.** *These Rules of Procedure shall enter into force on the date of their approval, and any and all provisions to the contrary or before it shall be revoked.*

**Art. 49.** *If you have any questions, please contact the Audit, Internal Controls, and Risks Department at +55 (43) 99133-5485 or fernando.fujisawa@conasa.com.*