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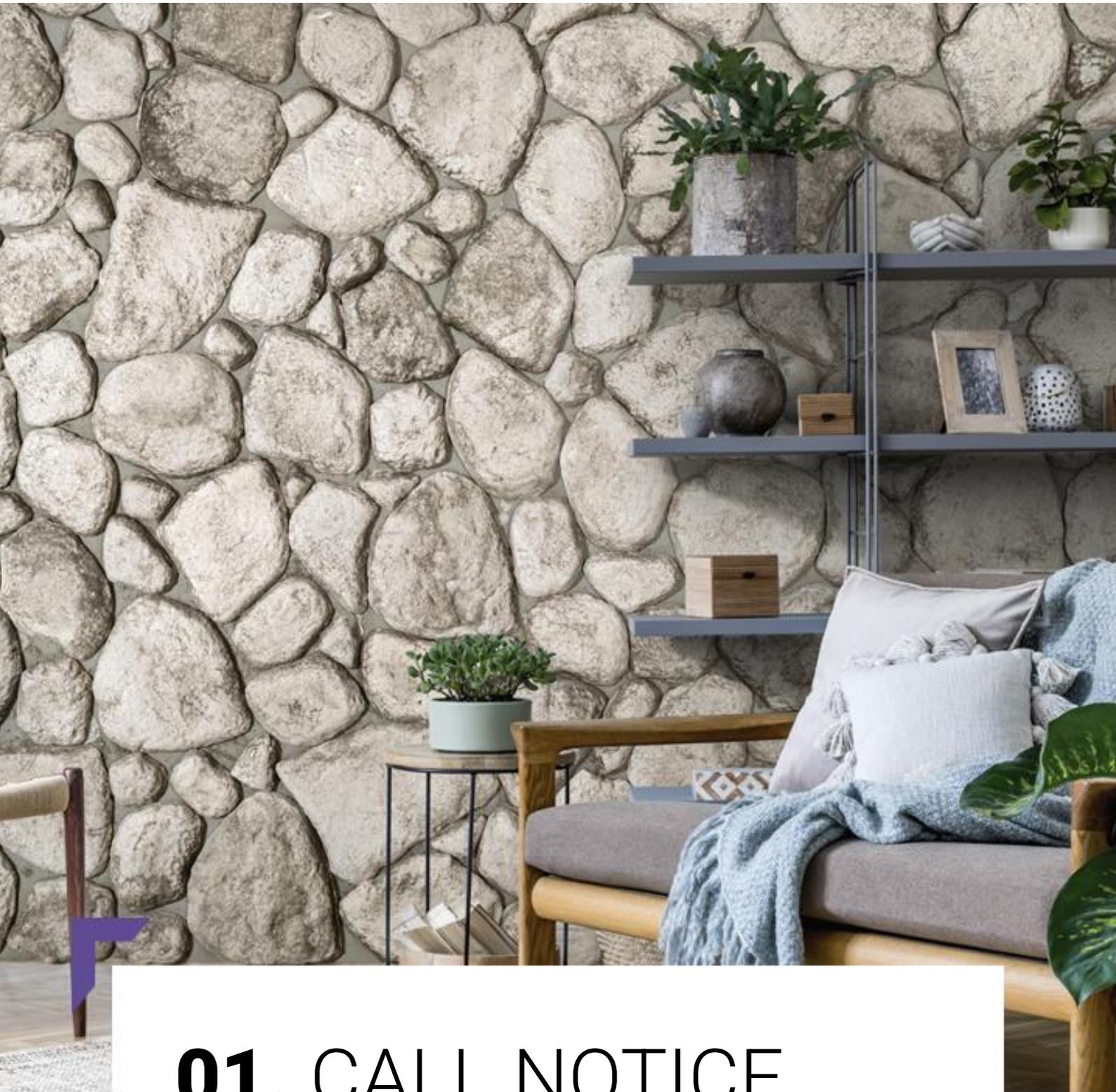
ADMINISTRATION  
PROPOSAL

April 26, 2024, at 3 p.m.

Annual General  
**Meeting**  
**DEXCO**

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# 01. CALL NOTICE

## **CALL NOTICE**

### **Annual General Meeting**

The shareholders of **DEXCO S.A.** ("Company") are invited to meet at the Annual General Meeting, to be held on **04.26.2024, at 3:00 p.m.**, in exclusively digital format, in order to:

#### **On the annual agenda:**

- 1) Take the management's accounts, examine, discuss and vote on the Financial Statements, followed by the Independent Audit Report and Explanatory Notes for the fiscal year ending 12.31.2023;
- 2) Resolve on the proposal for the allocation of net income for fiscal year 2023 and ratify the distribution of interest on shareholders' equity and its imputation against minimum required dividends;
- 3) Set the number of members of the Board of Directors for the next annual term;
- 4) Elect the effective and alternate members of the Board of Directors;
- 5) Resolve on the independent status of candidates for independent members of the Board of Directors;
- 6) Elect the effective and alternate members of the Fiscal Council for the next annual term;
- 7) Establish the global amount allocated to management compensation in fiscal year 2024; and
- 8) Establish the individual monthly compensation of the members of the Fiscal Council in fiscal year 2024.

#### **Miscellaneous information:**

- 1) Legitimation, Representation and Attendance at the Meeting: shareholders, their legal representatives or proxies, provided with an identity document, proof of powers and a statement of ownership of the shares, pursuant to Article 126 of Law 6.404/76, may participate in the Meeting or participate and to vote in a virtual way through the Digital Platform, pursuant to CVM Resolution No. 81/22. To this end, shareholders must send a request accompanied by the necessary documentation in PDF format to the website of the Meeting's Digital Platform ALFM Easy Voting (link: <https://rebrand.ly/AGO-Dexco>), by **3:00 p.m. of 04.24.2024**. The guidelines, Weblink, connection data and password shall be provided by 3:00 p.m. of 04.25.2024, only to those who express such interest and present all the necessary documentation by 3:00 p.m. of 04.24.2024, in line with the detailed instructions provided in the Meeting Manual.
- 2) Remote Voting: shareholders who choose to exercise their remote voting rights must complete the Remote Voting Bulletin and send it, by **04.20.2024**, to the Company's stock registrar, bookkeeping agent, custody agents (brokers), or directly to the Company, according to instructions contained in the Meeting's Manual;
- 3) Multiple Voting: shareholders interested in requesting the adoption of the multiple voting process in the election of members of the Board of Directors must represent at

least five percent (5%) of the voting capital, pursuant to CVM Resolution No. 70/22 and request at least 48 hours prior to the Meeting;

4) Separate Election: Minority shareholders may elect, in a separate vote, a member to the Board of Directors and Fiscal Council, subject to the conditions provided for in Articles 141 and 161 of Law 6.404/76, as the case may be, being that in relation to the separate election to the Board of Directors, only votes relating to shares held by shareholders that prove uninterrupted ownership of the shareholding since 01.26.2024, pursuant to Article 141, paragraph 6, of Law 6404/76; and

5) Documents available to shareholders: all documents and additional information necessary for analysis and exercise of voting rights are available at the Company's registered office and on the Company's Investor Relations website ([www.dex.co/ri](http://www.dex.co/ri)) and the websites of B3 ([www.b3.com.br](http://www.b3.com.br)) and the CVM ([www.cvm.gov.br](http://www.cvm.gov.br)).

São Paulo (SP), March 26, 2024.

**Alfredo Egydio Setubal**  
Chairman of the Board of Directors  
BOARD OF DIRECTORS





## 02. EXECUTIVE'S OFFICER COMMENTS

**Executive's Officer Comments**  
**(Item 2 of the Reference Form – Attachment C to CVM Resolution No. 80/22)**

**2.1 Management shall comment on:**

**a. general financial and equity conditions**

The comments of the Company's Board of Officers are presented below, which analyze the financial and equity conditions for the years ended on 12.31.2021, 12.31.2022 and 12.31.2023. The balances shown include the IFRS accounting standard, pursuant to CVM Instruction 155/22.

The balance of the Company's gross debt as of 12.31.2021, 12.31.2022 and 12.31.2023 was BRL 3,869.6 million, BRL 5,809.9 million and BRL 7,121.8 million, respectively. Gross debt evolution in 2023 is mainly explained by the issue of Commercial Papers (BRL 1,500.0 million, of which BRL 500.0 million by wholly-owned subsidiary Duratex Florestal Ltda. and BRL 1,000.0 million by the Company) in October 2023.

Equity, by its turn, has been increasing over time: BRL 5,734.9 million, BRL 5,961.4 million and BRL 6,403.6 million in fiscal years 2021, 2022 and 2023 respectively, ex- the equity interest of non-controlling shareholders. Net debt-to-equity increased from 67.5% and 97.5% in 2021 and 2022 to 111.2% in 2023.

In 2023, debt amortization and interest payments totaled BRL 1,864.1 million, and BRL 2.5 billion in new debt were contracted. Cash at yearend was BRL 2,785.5 million, exceeding the total short-term debt, which was BRL 1,228.0 million, indicating liquidity to honor short-term obligations to creditors.

At yearend 2023, net debt, arising from debentures plus short- and long-term loans and financing minus cash and cash equivalents was BRL 4,336.4 million, equal to 3.1x Adjusted Recurring EBITDA (earnings before interest, taxes, amortization, depreciation and depletion), indicating that the Company has its leverage under control, although at levels in excess of the 1.1x and 2.3x in the two previous years (2021 and 2022). Management understands that, in an extreme situation, this indicator could be increased to as much as 4.0x without harming the Company's solvency and without impacting existing debt contracts.

In addition, current liquidity in 2023 as represented by the ratio of Current Assets to Current Liabilities was 1.6, indicating the availability of BRL (Brazilian Reais) to honor every BRL 1.00 in short-term obligations. The 1.6 current liquidity ratio does not include the BRL 750 million revolving credit line that the Company has available for use.

Irrespective of the potential for financial leveraging, the operational performance of the Company's operating segments is expected to contribute to honoring short- and medium-term obligations.

**b. capital structure**

One of the practices in the operational scope is the contracting of credit lines to finance operations. Updated in July 2022, the Company has an internal financial policy based on which some indicators of financial strength are regularly monitored, such as: (i) Debt-to-(Debt + Equity); (ii) net debt-to-Adjusted and Recurring EBITDA.

The table below confirms the balanced condition of capital and its compliance with the conditions established in the relevant Policy.

<b>(Consolidated in BRL '000)</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
Cash and cash equivalents	2,785,454	1,771,730	1,421,302
Short-Term Debt	1,228,033	909,622	849,252
Long-Term Debt	5,893,772	4,900,248	3,020,396
Gross Debt	7,121,805	5,809,870	3,869,648
Net Debt	4,336,351	4,038,140	2,448,346
Equity	6,403,611	5,961,407	5,734,911
Adjusted and Recurring EBITDA	1,393,229	1,731,651	2,188,313
Debt / (Debt + Equity )	52%	49%	40%
Net Debt / Adjusted and Recurring EBITDA	3.1	2.3	1.1

### **c. payment capacity vis-à-vis financial obligations**

Dexco's liquidity indicators indicate that the Company has a solvency capacity to meet short, medium and long-term commitments. These indicators showed a significant improvement, suggesting Dexco's financial strength, as the table below shows:

<b>liquidity indicators</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
<b>current liquidity</b>	1,6	1,6	1,4
<b>dry liquidity</b>	1,2	1,1	1,0
<b>immediate liquidity</b>	0,8	0,5	0,4
<b>general liquidity</b>	0,8	0,7	0,8

Likewise, net working capital, resulting from the difference between current assets and current liabilities, showed a surplus of BRL 2,152.7 million over short-term obligations in 2023. In 2022 net current assets surplus was BRL 1,909.0 million, and BRL 1,289.7 million in 2021.

The use of equity and debt can be found by the ratio between the equity and the total assets. This indicator, which has been decreasing over the years, was 36.4% at yearend 2023, versus 38.1% in 2022, and therefore in balance with the recognized results.

### **d. Sources of funding for working capital and investment in non-current assets**

The Company uses its own operating cash generation as a key source of working capital funding, in addition to other traditional lines obtained from public and private banks.

Investments in non-current assets are financed through lines of credit appropriate to their characteristics (BNDES, Finame, 4131, Export Credit Note, Agribusiness Receivables Certificates, Debentures, among others) and own cash generation.

### **e. sources of funding for working capital and investments in non-current assets that it intends to use to cover liquidity deficiencies**

The company has open credit limits for financing working capital at various banks which, due to its solvency condition, have not been taken up, as well as its own cash to meet

short-term demands and business turnover. In addition, the company has contracted a revolving credit line in the amount of R\$ 750.0 million to cover any unforeseen short-term cash needs.

## f. indebtedness ratios and debt characteristics, describing:

### i. material loan and financing contracts

The table below shows all the financial debts incurred (in BRL '000) according to the information available in Note 18 to the audited financial statements for FY 2023.

MODE	CHARGES	AMORTIZATION	COLLATERAL	12/31/2023		12/31/2022	
				CURRENT	NON-CURRENT	CURRENT	NON-CURRENT
<b>Total in domestic currency - Controlling Shareholder</b>							
FINAME DIRETO with Swap	IPCA + 3,8256%-4,4176% p.a.	Until Feb 2038	Mortgage and Surety - 67% Itaúsa S.A and 33% Individuals	60.284	656.615	23.627	696.555
FINAME	Pré-3,5% p.a.	Monthly	Chattel Mortgage	18	-	299	18
Export Credit Note	CDI + 0,91% p.a.	Until Apr 2025		9.330	400.000	632.942	400.000
Export Credit Bill	CDI + 1,81% p.a.	May 2023	30% assignment of Credit Rights from Fiancial Investment	-	-	40.149	-
Commercial Paper	CDI + 1,7055% p.a.	Mar 2028		9.371	299.216	10.649	298.997
Commercial Paper underlying CRA with Swap	IPCA + 6,2%-6,44% p.a.	Until June 2032		2.621	895.658	-	386.327
Commercial Paper underlying CRA	CDI + 0,6% p.a.	Jun 2028		635	200.000	501	200.000
FINEX 4131	CDI + 0,56%-1,14% p.a.	Aug 2027		114.858	398.922	16.155	400.000
GIRO Bank Credit Bill	CDI + 1,4485% p.a.	Oct 2024		257.050	-	7.464	250.000
<b>Total in domestic currency - Company</b>				<b>454.367</b>	<b>2.850.411</b>	<b>731.786</b>	<b>2.631.897</b>
<b>Foreign currency - Company</b>							
RESOLUÇÃO 4131 with Swap	US\$ + 2,2610%-4,6580% p.a.	Until Jan 2027		8.607	1.065.086	6.791	782.655
Export Credit Note with Swap	US\$ + 5,98% p.a.	May 2027		1.278	144.918	-	-
<b>Total in Foreign Currency - Company</b>				<b>9.885</b>	<b>1.210.004</b>	<b>6.791</b>	<b>782.655</b>
<b>TOTAL COMPANY</b>				<b>464.252</b>	<b>4.060.415</b>	<b>738.577</b>	<b>3.414.552</b>
<b>In Domestic Currency - Subsidiaries</b>							
Commercial Paper underlying CRA with Swap	IPCA + 6,2%-6,44% p.a.	Until June 2032	Dexco Surety	6.900	1.194.938	-	194.768
FNE	Pré 4,71%-7,53% p.a.	Annual	Duralex Florestal Ltda. Surety and land mortgage	3.559	27.394	2.703	28.383
<b>Total in Domestic Currency - Subsidiaries</b>				<b>10.459</b>	<b>1.212.332</b>	<b>2.703</b>	<b>223.151</b>
<b>Foreign Currency - Subsidiaries</b>							
LEASING	IBR + 2%	Monthly	Promissory Note	451	584	431	889
<b>Total in Foreign Currency - Subsidiaries</b>				<b>451</b>	<b>584</b>	<b>431</b>	<b>889</b>
<b>TOTAL SUBSIDIARIES</b>				<b>10.910</b>	<b>1.212.916</b>	<b>3.134</b>	<b>224.040</b>
<b>CONSOLIDATED TOTAL</b>				<b>475.162</b>	<b>5.273.331</b>	<b>741.711</b>	<b>3.638.592</b>

The main loan and financing agreements in force had the following balances as of December 31, 2023:

*BNDES – Banco Nacional de Desenvolvimento Econômico e Social:* BRL 716.9 million. Includes income/loss from a swap leading to an indexer switch (IPCA x CDI).

*Banco Bradesco:* BRL 257.1 million.

*Banco Santander:* BRL 513.8 million.

*BNB – Banco do Nordeste do Brasil:* BRL 31.0 million.

*Rabobank:* BRL 409.3 million.

*Commercial Papers underlying CRA issues:* The Company has contracts with EcoAgro and True, the total balance of which at yearend was BRL 2,291.0 million. This includes income/loss from a swap operation leading to an indexer switch (IPCA x CDI).

*1st Commercial Paper Issue:* balance at yearend was BRL 308.6 million.

*Scotiabank:* BRL 1,073.7 million. This includes income/loss from a swap operation leading to a currency switch (USD x BRL).

*Banco da China:* BRL 146.2 million. This includes income/loss from a swap operation leading to a currency switch (USD x BRL).

In addition to the foregoing sources of funding, the Company also has in its portfolio the 2nd issue of Dexco S.A. debentures. The characteristics and balance of the debt can be seen in the table below:

Composition	Date of issue	Issue type	Maturity	Number of Debentures	Face Value	Value on the date of issue	Semiannual financial charges	Amortization mode	Balance as of 12/31/2023			Balance as of 12/31/2022		
									Current	Non-Current	Total	Current	Non-Current	Total
2nd Issue	5/17/2019	Simples não conversíveis em ações	5/17/2026	120.000	10.000	1.200.000.000	108% CDI base 252 business days, paid semiannually on the 17th of May and Nov	According to debenture maturity	616.990	600.000	1.216.990	20.573	1.200.000	1.220.573
<b>Debentures partial total</b>									<b>616.990</b>	<b>600.000</b>	<b>1.216.990</b>	<b>20.573</b>	<b>1.200.000</b>	<b>1.220.573</b>
Transaction cost									Current	Non-Current	Total	Current	Non-Current	Total
Debentures total									(394)	(558)	(952)	(368)	(889)	(1.257)
									<b>616.596</b>	<b>599.442</b>	<b>1.216.038</b>	<b>20.205</b>	<b>1.199.111</b>	<b>1.219.316</b>

## ii. other long-term relationships with financial institutions

The relationship that the Company maintains with financial institutions is of a commercial nature, in operations involving the collection of its securities, management of its employees' payroll, Authorized Direct Debit (DDA), payment of securities to suppliers, closing of foreign exchange, pass-through of loans and contracting of financing. In 2023, its main commercial partners for these modalities were Scotiabank, Rabobank, Banco do Brasil, Bradesco, Itaú Unibanco, Safra, Santander, and others.

## iii. debt subordination

Out of the gross financial debt at yearend 2021, 2022 and 2023, in the amounts of BRL 3,869.6 million, BRL 5,809.9 million and BRL 7,121.8 million, respectively, a ratio equivalent to 13.8%, 12.6% and 10.5%, respectively, corresponding to balances of BRL 533.9 million, BRL 729.6 million and BRL 744.5 million, respectively, featured collateral in the form of chattel mortgage and mortgage. The debts in question were contracted to finance machinery and equipment under the FINAME and FNE modes. At yearend, approximately 89.5% of the consolidated debt was not collateralized.

## iv. any restrictions imposed on the issuer, in particular in relation to debts limits and the contracting of new debts, distribution of dividends, disposal of assets, issue of new securities and disposal of stockholding control, and whether the issuer has been complying with these restrictions

The Company's debt agreements in general are subject to certain non-financial covenants that may cause the cross default of its debts, such as: (i) default on any financial obligation entered into by the Company and/or any of its subsidiaries, in an individual or aggregate amount, equal to or greater than BRL 150 million; (ii) decree of bankruptcy, petition for self-bankruptcy filed by the Company, petition for bankruptcy filed by third parties and not eliminated within the legal term or within the term defined in the contract, petition for judicial reorganization or out-of-court reorganization of the Company and/or any of its subsidiaries (pursuant to debt agreements and debt issuance deeds); (iii) alteration or transfer of the direct or indirect control of the Company, with contractually defined exceptions and mitigants; and (iv) reduction of the Company's share capital, except for the absorption of losses.

The Company has debt and financing contracts in place, as listed below, with early maturity (cross-default) clauses applicable only to itself and its subsidiaries.

Contracts	Amount '000	% Gross Debt	Note
Commercial Papers underlying CRAs	2,291.0	32.2%	Includes Swap
Debentures	1,217.0	17.1%	
Resol. 4131	1,073.7	15.1%	Includes Swap

Finex	513.8	7.2%
1st Issue of Commercial Papers	308.6	4.3%
<b>Total</b>	<b>5,404.1</b>	<b>75.9%</b>

The Company undertakes to maintain certain indebtedness and liquidity ratios in its contracts with EcoAgro (Commercial papers underlying CRA issues), True (Commercial papers underlying CRA issues) and VX Pavarini (2nd Debentures Issue).

Indices are calculated annually according to the parameters below:

		Amount agreed with creditors	Effectively performed amounts as of 12/31/2023
<b>I. Commercial Papers underlying CRAs – Ecoagro / True</b>			
Net Debt-to-Ebitda (CVM 156/22)	<	4.00	1.78
<b>II. 2nd Issue Debentures – VX PAVARINI</b>			
Net Debt-to-Ebitda (CVM 156/22)	<	4.00	1.72
<b>III. Scotiabank – Resolution 4131</b>			
Net Debt-to-Adjusted and Recurring Ebitda	<	4.00	3.11

#### **g. contracted financing limits and drawdown percentages**

The Company has a FNE financing line with Banco do Nordeste that it uses to plant forests and acquire machinery and equipment in the state of Alagoas, in a total amount of BRL 31.3 million, of which BRL 28.9 million have been released.

#### **h. material changes in income and cash flow statement items**

##### **Income Statement**

Demonstração do Resultado do Exercício (em R\$'000)	31/12/2023	Análise Vertical	Variação ref. ano anterior	31/12/2022	Análise Vertical
<b>Receita Líquida de Vendas</b>	<b>7.383.409</b>	<b>100,0%</b>	<b>-13,0%</b>	<b>8.486.650</b>	<b>100,0%</b>
Variação do valor justo dos ativos biológicos	768.592	10,4%	28,6%	597.866	7,0%
Custo dos produtos vendidos	(5.776.134)	-78,2%	-7,0%	(6.212.729)	-73,2%
<b>Lucro Bruto</b>	<b>2.375.867</b>	<b>32,2%</b>	<b>-17,3%</b>	<b>2.871.787</b>	<b>33,8%</b>
Despesas com vendas	(1.042.414)	-14,1%	-6,9%	(1.119.741)	-13,2%
Despesas gerais e administrativas	(367.491)	-5,0%	15,2%	(319.075)	-3,8%
Honorários da administração	(18.278)	-0,2%	-10,8%	(20.495)	-0,2%
Outros resultados operacionais, líquidos	42.188	0,6%	-336,4%	(17.846)	-0,2%
Resultado de Equivalência Patrimonial	279.782	3,8%	412,5%	54.593	0,6%
<b>Lucro Operacional Antes do Resultado Financeiro</b>	<b>1.269.654</b>	<b>17,2%</b>	<b>-12,4%</b>	<b>1.449.223</b>	<b>17,1%</b>
Receitas financeiras	543.003	7,4%	41,3%	384.391	4,5%
Despesas financeiras	(1.061.410)	-14,4%	15,9%	(916.069)	-10,8%
<b>Lucro Operacional Antes do I. Renda e da C. Social</b>	<b>751.247</b>	<b>10,2%</b>	<b>-18,1%</b>	<b>917.545</b>	<b>10,8%</b>
Imp.de renda e Contribuição social - correntes	(40.469)	-0,5%	-64,6%	(114.212)	-1,3%
Imp.de renda e contribuição social - diferidos	100.492	1,4%	-361,6%	(38.411)	-0,5%
<b>Lucro Líquido do Exercício de Operações Continuadas</b>	<b>811.270</b>	<b>11,0%</b>	<b>6,1%</b>	<b>764.922</b>	<b>9,0%</b>
<b>Lucro Líquido do Exercício</b>	<b>811.270</b>	<b>11,0%</b>	<b>6,1%</b>	<b>764.922</b>	<b>9,0%</b>
<b>Lucro atribuível a:</b>					
Acionistas da Companhia	789.601	10,7%	4,5%	755.861	8,9%
Participação dos não controladores	21.669	0,3%	139,1%	9.061	0,1%
<b>Lucro líquido por ação em R\$:</b>					
Básico:	0,9772			1,0178	
Diluído:	0,9742			1,0144	

## Comparative Analysis – 2023 Vs. 2022

**Net revenue from sales:** despite a challenging scenario, Dexco reached yearend with Net Revenues down (13.0%) from 2022, due mainly to volume retractions in every Division, together with price repositioning moves in the Finishings Division. The Metals and Ceramics Division was down 22.9% from the previous year. In FY 2023, Metals and Ceramics sold 19,258 thousand items, down 17.7% from 2022, with the decrease being felt in every quarter of 2023. This was due mainly to the strong market retraction, particularly in the premium segment, where the Division is most exposed.

The Wood Division, by its turn, reached yearend with net revenues down 7.2% from the previous year, represented by 2,706 thousand sq mt of panels sold, of which approximately 29.3% were associated with the Colombia operation and the foreign market. Results gains were also seen in the forestry businesses, which kept pace with Wood as business volumes remained in line with historic record. The Tiles Division reached yearend with Net Revenues down 24.1% from 2022, as explained by the division's market retraction.

**Change in the fair value of biological assets:** Up BRL 768.6 million, or 28.6%, from 2022, give the rising price of wood scenario.

**Cost of goods sold:** Down -7.0% due to the volume retraction seen in every Division. Also impacted by the retracting cost of important inputs for the Wood Division, enough to offset the pressure from temporary stoppages for inventories equalization at the Finishing Division.

**Selling expenses:** Selling expenses were down proportionally with revenues, at 0.8% in FY 2023 from 2022, and down 6.9% in the same period, due mainly to the year's decrease in volumes.

**General and administrative expenses:** Up 15.2% YoY, due mainly to salary increases and the ongoing digitalization project.

**Other operating results, net:** Up BRL 60.0 million, as follows:

<b>Other operating results, net (R\$ '000)</b>	<b>12/31/2023</b>	<b>12/31/2022</b>	<b>Change</b>
Customers portfolio amortization	(26.501)	(25.905)	(596)
Goodwill amortization	(17.968)	(9.522)	(8.446)
Interests, Stock Option e ILP	(19.136)	(27.884)	8.748
Restatement of supplementary retirement plan credits	1.830	12.245	(10.415)
Prodep - Reintegra Credits	3.902	6.181	(2.279)
Exclusion of ICMS from the Pis and Cofins taxable base	115.817	-	115.817
Operating credits with suppliers	9.335	15.830	(6.495)
Fixed assets impairment - Queimados - RJ Ceramics Unit	(22.487)	-	(22.487)
Asset impairment - Manezales - Colombia Unit	(29.000)	-	(29.000)
Property sold	34.050	-	34.050
Income/loss from asset writeoffs, other operating	(7.654)	11.209	(18.863)
<b>Total</b>	<b>42.188</b>	<b>(17.846)</b>	<b>60.034</b>

**Equity in the earnings of subsidiaries:** The positive balance of BRL 279.7 million is mainly due to equity income from LD Celulose and LD Florestal.

**Financial revenues:** Financial revenues were up BRL 158.6 million from 2022, with the following breakdown: (i) up BRL 27.5 million in return on financial investments; (ii) down BRL (51.7) million in FX rate variation; (iii) up BRL 2,4 million in inflation restatement; (iv) BRL 178.0 million restatement of the exclusion of ICMS form the PIS and COFINS taxable base, up from the previous year's restatement; and (v) up BRL 2,4 million in interest and discounts gained.

**Financial expenses:** Financial expenses were up BRL 145.3 million from 2022, as follows: (i) up BRL 51.0 million in charges on financing denominated in domestic currency; (ii) up BRL 35.6 million in charges on financing denominated in foreign currency; (iii) up BRL 63.8 million in FX rate changes; (iv) down BRL 8,2 million in inflation restatement; (v) down BRL 8,3 million in derivatives operations; and (iv) up BRL 11.4 million in other financial expenses.

**Current and deferred income tax and social contribution:** Up BRL 212.6 million from 2022, as shown below:

	2023	2022	2021
Income tax and social contribution on earnings	(255.424)	(311.965)	(676.282)
Interest on shareholders equity	59.160	84.660	241.163
Equity income	95.126	18.561	(23.327)
Taxation difference in an investee	38.810	35.241	20.184
Tax benefits and government subsidies	47.631	21.523	47.092
Selic restatement on ICMS on PIS/COFINS base	74.584	15.374	106.850
Other additions and deductions	136	(16.017)	20.937
<b>Income tax and social contribution</b>	<b>60.023</b>	<b>(152.623)</b>	<b>(263.383)</b>

## Statement of Cash Flow

### Comparative Analysis – 2023 Vs. 2022

	Consolidated	
	12/31/2023	12/31/2022
Net cash from operations	1.345.983	793.690
Net cash used in investing activities	(1.302.983)	(1.638.478)
Net cash used in financing activities	960.458	1.226.557
FX rate change on cash and cash equivalents	10.266	(31.341)
<b>Cash and cash equivalents additions (deductions)</b>	<b>10.213.724</b>	<b>350.428</b>
Initial cash and cash equivalents balance	1.771.730	1.421.302
Yearend cash and cash equivalents balance	11.985.454	1.771.730

### Net cash from operating activities

Cash flow from operating activities was BRL 1,346.0 million in 2023, versus BRL 793.7 million in 2022. The BRL 552.3 million increase is mostly due to the Company's intensifying Working Capital actions. To balance out the year's income/loss, Working Capital actions were triggered to offset potential Cash use needs, such as outlays arising from financial expenses due to funding/financing. This was also a reflection of strong pressure in the segments in which the Company operates, given the volumes decrease in all of its business divisions in the fiscal year, more intensely so in the Construction Finishing Materials division.

### Net cash used in financing activities

Net cash used in investment activities was BRL 1,303.0 million in 2023, vs. BRL 1,638.5 million in 2022. The main items demanding funds in 2023 were as follows: (i) BRL 807.1 million in fixed asset acquisitions; and (ii) BRL 361.7 million invested in biological assets.

### Net cash from (used in) financing activities

Net cash from financing activities was BRL 960.5 million in 2023, vs. BRL 1,226.6 million in 2022. The BRL 266.1 million cash use is represented by the following breakdown of changes: (i) (-) BRL 44.5 million in debt funding at BRL 2,455.3 million in 2023, vs. BRL 2,499.8 million in 2022; (ii) (-) BRL 66.8 million in principal amortizations at BRL 942.4 million in 2023, vs. BRL 875.5 million in 2022; (iii) (-) BRL 143.5 million in debt derivative payments at BRL 182.1 million in 2023, vs. BRL 38.6 million in 2022; (iv) (-) BRL 43.7 million in lease liability amortizations at BRL 127.8 million in 2023, vs. BRL 84.1 million in 2022; (v) (-) BRL 248.7 million in interest on shareholders' equity, in line with the material

fact announcements published on 12/08/2022 and 12/26/2022 and the notice to shareholders published on 06/05/2023; (vi) (+) BRL 274.9 million in treasury shares; in 2023 the Company acquired no additional shares because it deems the number of share held sufficient to meet the needs of the long-term incentive plan as approved by the General Meeting and (vii) (+) BRL 6.2 million in non-controlling shareholders' capital increase in the subsidiary Caetex Florestal S.A.

## 2.2 Management's comments on:

### a. results from issuer's operations, in particular:

#### i. description of any material components of revenues:

The Company's Consolidated Net Revenues in 2023 were BRL 7,383.4 million, down 13% from 2022.

Net Revenues	2023	%	2022	%	2021	%
Wood	4,831,341	65%	5,205,392	61%	4,762,430	58%
Deca	1,682,756	23%	2,136,248	25%	2,250,542	28%
Tiles	869,312	12%	1,145,010	13%	1,157,269	14%
<b>Total</b>	<b>7,383,409</b>	<b>100%</b>	<b>8,486,650</b>	<b>100%</b>	<b>8,170,241</b>	<b>100%</b>

Against the backdrop of a challenging macroeconomic scenario, the foreign market also retracted in the period. Therefore, the Company maintained its historic average of 80% of Net Revenues originating from the domestic market, as shown below:

Net Revenues	2023	%	2022	%	2021	%
Domestic Market	6,121,947	83%	6,893,156	81%	6,742,416	83%
Foreign Market	1,261,462	17%	1,593,494	19%	1,427,825	17%
<b>Total</b>	<b>7,383,409</b>	<b>100%</b>	<b>8,486,650</b>	<b>100%</b>	<b>8,170,241</b>	<b>100%</b>

As a result of the relevant exposure to the domestic market, the macro conditions in the domestic market are important components of revenue, including, without limitation, employment, income, interest rates, availability of credit to finance the acquisition of consumer goods and real estate and financing term. In addition to these, issues related to the Company such as volume of products shipped, prices practiced, and sales mix complement the main components of revenue.

We emphasize, next, the following topics by field of activities of each business division:

**Wood:** Revenues from the sales of MDP and MDF panels (plain and coated), laminated and vinyl flooring, trims, accessories and baseboards under the Duratex and Durafloor brands, as well as forestry businesses, kept up with the rising price of wood, despite steady volumes in historic terms.

In 2023, the recovery of the panels market in the second half, together with forestry businesses, which kept pace with the rising price of wood, were not enough to offset the challenging moment that the panels segment faced in the first half. The Division therefore posted a -7.2% retraction in the period.

**Construction Materials – Metals and Ceramics:** Revenues from the sales of bathroom ceramics and metals, plastic faucets, electric showers, valves and finishing materials under the Deca and Hydra brands.

In addition to the volumes retraction, the Company engaged in structuring actions to maintain its market share, such as by repositioning the price of a section of its bathroom metals line, leading to a retraction in revenue per unit vis-à-vis 2022.

**Construction Materials – Tiles:** Revenues from the sales of special tiles – ceramic and cement – tiles with varied applications (dry and wet areas), polished stoneware and shingles under the Portinari, Ceusa and Castelatto brands.

Like the Metals and Ceramics Division, this Division was impacted by the retracting market, despite a gradual market-share evolution over the course of 2023, boosted by the price repositioning of certain products, which also affected revenues per unit.

LD Celulose's results are not shown with Dexco's because it is a Joint Venture where Dexco holds a 49% interest and Lenzing AG, Dexco's partner for the project, holds 51%. At yearend 2023, after its first year operating at full capacity, the Company announced LD Celulose's results, but only Pro-Forma Adjusted Recurring EBITDA reflected Dexco's interest in the business, for a total BRL 2,007 million, of which BRL 613 million concern results from the soluble pulp business.

*ii. factors that materially affected operating results*

The Company's operational results may be affected by aspects such as plant usage level, customer demands and preferences, cost inflation, seasonal factors and competition.

In fiscal year 2023, the Company faced severely retracting demand for its products, with operational impacts on Dexco's business Divisions, along with structuring actions in the Finishing Division. The impacts over the year are shown below by business division:

**Wood:** Despite the worsening macroeconomic scenario, the Wood Division remained resilient, with successive market share gains over the year. In the light of this, it also showed increased plant usage, at levels above 90% in 4Q and, consequently, more diluted fixed costs, leading to improved margins.

**Construction Finishing Materials:** The retracting demand and structuring actions such as a temporary plant stoppage to reduce inventory levels directly impacted reduced plant usage, which reached yearend at 57% for Metals and Ceramics and 53% for Tiles. In addition, to leverage the return on its operations, the Company announced this year the closure of the Ceramics plant in Queimados (RJ) and the temporary suspension of Ties unit RC02 in Criciúma (SC).

**b. changes in revenue arising from the introduction of new products and services, volume changes and changes in prices, foreign exchange rates and inflation rates**

• **Foreign exchange rate:**

Dexco's revenue comes essentially from the domestic market, arising mainly from the Wood Division, which answers for approximately 25.0% of its revenue in foreign

currency. The Deca Division and the Ceramic Tiles Division account for around 5.0% and 10.0% of total export revenue, respectively.

- **Price changes:**

Considering the pricing strategy, Dexco seeks to be assertive in pricing and better positioning of its products in the market, to ensure the maintenance of its margins at levels higher than its competitors, mitigating the effects of inflation of its production inputs and exchange rate impact.

- **Volumes:**

FY 2023 was challenging for the Company as concerns the volumes achieved under different paces of recovery across its Divisions.

The Wood Division performed favorably in the second half, but not enough to offset the adverse scenario seen in the early months of the year. It reached yearend at 2,706.1 thousand cubic meters of panels sold, of which approximately 23.9% can be attributed to the Colombia operation and the foreign market.

The construction materials segment showed no signs of recovery over the year, and the Bathroom Metals and Ceramics Division sold 19,258 thousand pieces, down 17.7% from 2022; in the Tiles Division, sales volume was 15,622,065 thousand sq mt sold, down 20.8% from 2022.

#### **WOOD**

Volume shipped (in m³)	2023	%	2022	%	2021	%
STANDARD (PLAIN)	1,454,476	54%	1,452,713	50%	1,757,465	56%
COATED	1,251,598	46%	1,426,781	50%	1,362,975	44%
<b>Total</b>	<b>2,706,074</b>	<b>100%</b>	<b>2,879,494</b>	<b>100%</b>	<b>3,120,440</b>	<b>100%</b>

#### **METALS AND CERAMICS**

Shipments ('000 items)	2023	%	2022	%	2021	%
BASIC	8,005	42%	8,500	36%	9,604	32%
FINISHED	11,253	58%	14,897	64%	20,012	68%
<b>Total</b>	<b>19,258</b>	<b>100%</b>	<b>23,397</b>	<b>100%</b>	<b>29,616</b>	<b>100%</b>

#### **TILES**

Shipments (sq mt)	2023	%	2022	%	2021	%
FINISHINGS	15,622,065	100%	19,717,188	100%	25,317,685	100%
<b>Total</b>	<b>15,622,065</b>	<b>100%</b>	<b>19,719,210</b>	<b>100%</b>	<b>25,317,685</b>	<b>100%</b>

**c. material impact of inflation, changes in the prices of main inputs and products, foreign exchange rate and interest rates on the issuer's operating income/loss and financial income/loss**

Revenues, Cost and Margin	2023	2022	2021

<b>Wood</b>	Cash Cost per Unit (BRL/cu mt shipped)	(1,027.0)	(1,135.1)	(843.4)
	Gross Profits (BRL '000)	1,918,71	1,905,366	1,734,466
	Gross Margin	39.71%	36.60%	36.70%
	Adjusted Recurring EBITDA (BRL '000)	1,400,489	1,186,345	1,477,636
<b>Metals and Ceramics</b>	Cash Cost per Unit (BRL/part shipped)	(67.2)	(63.4)	(49.5)
	Gross Profits (BRL '000)	294,099	561,939	691,020
	Gross Margin	17.48%	26.30%	30.70%
	Adjusted Recurring EBITDA (BRL '000)	(15,636)	310,987	410,579
<b>Tiles</b>	Cash Cost per Unit (BRL/sq mt shipped)	(41.5)	(34.9)	(26.8)
	Gross Profits (BRL '000)	187,473	404,482	431,398
	Gross Margin	18.76%	35.30%	37.30%
	Adjusted Recurring EBITDA (BRL '000)	8,376	234,319	300,098

- **Operational result, inflation and foreign exchange in the price of inputs.**

Part of the Company's raw materials for production are linked to international commodities and fixed in foreign currency (dollar), subject to the current exchange variation. In the Wood Division, the main commodities are urea and methanol, essential inputs for the manufacture of resin, which corresponds to approximately 20.0% of the cost of the product sold. For Metal Fixtures and Porcelain, the largest commodity-related exposures are connected with items based on copper alloys and plastic polymers. In the Tiles Division, the greatest cost exposure concerns natural gas, which answers for as much as 24% of the Division's inputs. Other fixed costs for all business units are mostly associated with inflation.

Due to the effects of commodities, as well as other imported inputs, the Company is exposed to exchange rate variation, especially in the Wood Division, with approximately 25.0% of costs pegged to the US Dollar.

- **Financial income/loss: interest and FX rages.**

The high funds rate had a direct impact on the Company's financial charges. At yearend 2023, the weighted average maturity of Dexco's debt was 4.5 years, due to a successful reprofiling of the average debt maturity by a factor of 0.4 from the previous year. Average cost was 108.9% of CDI.

BRL '000	2023	2022	2021
Financial revenues	543,003	384,391	403,860
Financial Expenses	(1,061,410)	(916,069)	(306,187)
Net Financial Income/Loss	(518,407)	(531,678)	97,673

## 2.3 Changes in accounting practices/Opinion changes and emphasis of matter

### a. changes in accounting practices leading to material effects on the information provided in fields 2.1 and 2.2

No significant changes in 2023, 2022 and 2021.

## **b. opinion changes and emphasis of matter in Audit Reports**

The independent auditor reports for the fiscal years ending 12.31.2023, 12.31.2022 and 12.31.2021 are devoid of opinion changes, unqualified and free from emphasis of matter.

### **2.4 Material effects on Financial Statements**

#### **a. introduction or disposal of an operating segment**

No material operational segments were introduced or disposed in 2021, 2022 and 2023. However, we transcribe below the closure or suspension of operations:

##### **Operations terminated at the Ceramics unit in Queimados - RJ**

On June 21, 2023, the Company terminated the production of ceramic items at its unit um Queimados, state of Rio de Janeiro. This is part of a strategic plan to reorganize and consolidate the Ceramics Business, optimizing the use of industrial assets.

Customer service was assured, as the unit's output was taken up by the manufacturing units in Recife/PE, João Pessoa/PB and Jundiá/SP.

The operating assets were reallocated to other units in pursuit of added productivity and efficiency. Expenditures incurred winding down the unit were immaterial and re being offset by the reduction in fixed costs and the short-term operational gains.

##### **Suspended production at the Ceramic Tiles manufacturing unit in Criciúma**

From August 01, 2023, Dexco suspended for an undetermined period operations at unit RC2, the smaller of two manufacturing units in Criciúma/SC. The company adopted the initiative in pursuit of added efficiency and productivity, adjusting them to the ongoing market demand. Service to customers was assured because the line's output was concentrated in other active units in the state of Santa Catarina. Expenditures incurred winding down the unit were immaterial and re being offset by the reduction in fixed costs and the short-term operational gains.

##### **Operations terminated at the Manizales (Colombia) plant.**

From September 27, 2023, Dexco terminated operations at the panels unit of its subsidiary Duratex Colombia, in Manizales, Colombia. The decision was made to improve cost competitiveness and allocated capital to future investments by the company, as part of the strategic reorganization plan and maintained consolidated operation of the Wood business.

Service to customers was assured, as the unit's output was concentrated in the Barbosa and Yarumal units, both in Antioquia, Colombia. The unit was made up of older assets and its capacity was inexpressive. Given this, and given one-off expenditures, BRL 30.4 million were booked as non-recurring events.

#### **b. incorporation, acquisition or disposal of equity interests**

In 2021, Dexco acquired the entirety of the equity shares of Castelatto Ltda., a leader of the segment of premium architectural concrete flooring and tiles, with capacity for 7.5 million pieces per year. A design benchmark, the acquisition is yet another step forward for Dexco in the realization of its purpose of offering Solutions for Better Living, with innovative solutions and styles for its customers and consumers to be able to

increasingly Live Environments. The operation was approved without qualification by Brazilian antitrust authority CADE in March 2022.

Also in 2021, the Company announced an investment in the establishment of DX Ventures Fundo de Investimento em Participações Multiestratégia Investimento no Exterior, as well as the acquisition of an equity stake in ABC da Construção (“ABC”) through a subsidiary, consolidating its strategy of digital transformation and improved service to customers and consumers, as a means to map out opportunities and innovations in the construction and renovations segment, with due approval from antitrust authority CADE.

In 2022, subsidiary Duratex Florestal LTDA increased its equity interest in Caetex Florestal S.A., acquiring a 10% equity interest which, together with previously held shares, made up a total 60% interest. The acquisition of a controlling interest led to changes in the shareholders’ agreement, turning the joint operation into a Dexco subsidiary. Consequently, its balance sheet became fully consolidated into the Group’s. All conditions precedent have been met, including the unqualified approval of Brazilian antitrust authority CADE.

Dexco disposed of the entirety of the equity capital of Viva Decora Internet Ltda. in April 2023. The investment, which was made in 2020, was immaterial compared with the Company’s other business interests.

### **c. unusual events or operations**

No relevant unusual events or operations took place in 2021, 2022 and 2023.

### **2.5.- Non-accounting metrics**

Concerning the voluntary disclosure of non-accounting information, as per CVM Resolution No. 156, of June 23, 2022, we inform:

#### **EBITDA and EBIT Disclosure (Article 3 of CVM resolution 156/22)**

The Company uses EBITDA (Earnings before interest, taxes, depreciation and amortization) and EBIT (earnings before interest and taxes) as non-accounting metrics to provide a measure of its operational economic performance, consisting mainly in the period’s net income plus taxes, financial expenses net of financial revenues, and depreciation, amortization and depletion. EBITDA is a voluntary disclosure of a non-accounting nature and does not represent cash flow for the relevant periods. It is not to be used as basis for dividends distribution.

Due to the nature of Dexco’s business, this indicator is adjusted to the change in fair value of its biological assets, combined businesses, employee benefits and, as the case may be, non-recurring events.

<b>EBITDA</b> <b>R\$'000</b>	<b>2023</b>	<b>2022</b>	<b>2021</b>
<b>Net income for the period</b>	<b>811.270</b>	<b>764.922</b>	<b>1.725.682</b>
Income tax and social contribution	(60.023)	152.623	263.383
Net financial income	518.407	531.678	(97.673)
<b>EBIT</b>	<b>1.269.654</b>	<b>1.449.223</b>	<b>1.891.392</b>
Depreciation, amortization, depletion	1.165.568	845.355	712.293
<b>EBITDA pursuant to CVM 527/12</b>	<b>2.435.222</b>	<b>2.294.578</b>	<b>2.603.685</b>
EBITDA margin	33,0%	27,0%	31,9%
Change in fair value of biological assets	(768.592)	(586.447)	(129.444)
Combined businesses/other adjustments	2.181	(8.928)	1.723
<b>EBITDA adjusted for non-cash events</b>	<b>1.668.811</b>	<b>1.699.203</b>	<b>2.475.964</b>
One-off events	(275.582)	32.448	(287.651)
<b>Recurring adjusted EBITDA</b>	<b>1.393.229</b>	<b>1.731.651</b>	<b>2.188.313</b>
Recurring adjusted EBITDA margin	(*) 18,9%	20,4%	26,8%

(\*) For comparison purposes, the adjusted and recurring EBITDA margin has been excluded from the calculation.

For 2023, mainly due to the Discontinuation of Operations (BRL 120,371 thousand), the revenue from the exclusion of ICMS from the PIS and CONFINS base (R\$ 115,817 thousand) and the dissolving pulp project (BRL 277,320 thousand).

For 2022, mainly for the impairment of BRL 27,357 thousand, Deca restructuring and Ceramic Tiles R\$ 65,080 thousand, dissolving wood pulp project (BRL 52,531 thousand).

For 2021, mainly due to revenue from the exclusion of ICMS from the PIS and COFINS base (BRL 523,847 thousand), impairment of BRL 57,332 thousand, brand restructuring BRL 27,281 thousand, Deca and Ceramic Tiles restructuring BRL 56,814 thousand, dissolving wood pulp project BRL 70,581 thousand.

## **2.6 Identify and comment on any event subsequent to the latest yearend financial statements that materially alters them**

### **Closing of the public offer of agribusiness certificates.**

On January 05, 2024, the Company announced to the market the closing of the public offer of agribusiness certificates, single series, 308th (three hundred and eighth) issue of Eco Securitizadora de Direitos Creditórios do Agronegócio S.A. ("CRA") backed by book-entry commercial papers of Dexco. The CRA issue was a single series in the amount of BRL 375.0 million, maturing in 10 years and paying a pre-fixed 11.0064% p.a. Furthermore, in line with its liability management strategy, the Company chose to carry out an interest-rate swap at a cost of 108.5% of the CDI.

## **2.7 Management's comments on the allocation of earnings, indicating:**

### **a. rules governing retained earnings**

According to the Bylaws, together with the financial statements, the Board of Directors must submit to the Annual General Meeting a proposed allocation of the fiscal year's net

earnings, provided the contents of Articles 186 and 191-199 of the Brazilian Corporations Law and the following provisions:

- a) before any other allocation, five (5) percent shall be allocated to the Legal Reserve, which shall not exceed twenty (20) percent of the equity capital;
- b) an amount shall be specified for allocation to shareholder dividends, pursuant to the contents of Article 29; and
- c) the balance shall be allocated as proposed by the Board of Directors, including for the purposes of forming statutory reserves (Article 30), "ad referendum" the General Meeting.

At the Board of Directors' proposal, the General Meeting may resolve on the formation of the following reserves:

- I. Dividends Equalization Reserve - Limited to 40% of the equity capital and intended to guarantee available funds to pay dividends, including as interest on shareholders' equity or anticipated payment thereof, to maintain the flow of compensation to shareholders, from funds: (a) equivalent to 50% of the fiscal year's net earnings adjusted pursuant to Article 202 of the Brazilian Corporations Law, (b) equivalent to up to 100% of the realized portion of Revaluation Reserves credited against accumulated earnings; (c) equivalent to up to 100% of the amount of adjustments from previous fiscal years, against accumulated earnings and, (d) arising from credits corresponding to anticipated dividends;
- II. Working Capital Reinforcement Reserve - Limited to 30% of equity capital and meant to guarantee the availability of funds for the company's operations, formed from funds equivalent to up to 20% of adjusted net earnings, pursuant to Article 202 of the Brazilian Corporations Law; and
- III. Subsidiaries Capital Increase Reserve – Limited to 30% of equity capital and meant to guarantee the preemptive right to underwrite capital increases in subsidiaries, formed by funds equivalent to up to 50% of the fiscal year's net profits, adjusted pursuant to Article 202 of the Corporations Law.

No earnings were retained based on capital budgets in recent years.

*i. Retained earnings amounts*

We propose that the fiscal year's net earnings as shown in the Financial Statements as of December 31, 2023, in the amount of BRL 789,600,540.21, plus realized revaluation reserves in the amount of BRL 1,047,194.00 be allocated as follows: **(a)** BRL 39,480,027.01 to Legal Reserves; **(b)** BRL 65,862,289.09 to the tax Benefits Reserve, pursuant to Article 195-A of Law 6.404/76; **(c)** BRL 453,613,793.11 to the Statutory Reserves, which will be allocated as follows: (i) BRL 228,577,639.15 to the Reserve for Dividend Equalization, (ii) BRL 150,024,102.64 to the Reserve for Working Capital Reinforcement and (iii) BRL 75,012,051.32 to the Reserve for Capital Increase in Subsidiaries; and **(d)** BRL 231,691,625.00 as interest on shareholders' equity and dividends, of which (i) BRL 174,000,000.00 as interest on shareholders' equity has already been declared and credited to shareholders based on the final shareholding position on December 19, 2023, corresponding to the net amount of BRL 147,900,000.00, imputed to the minimum mandatory dividend for 2023, pursuant to Article 2 of CVM Res. 143/22, and resolution of the Board of Directors on 13.12.2023, to be paid by 31.12.2024, based on Article 9 of Law no. 9. 249/95; and (ii) BRL 57,691,625.00 in dividends, to be paid by 12.31.2024, already declared and credited to

shareholders based on the final shareholding position on 03.12.2024, in accordance with the approval of the Board of Directors on 03.06.2024.

*ii. Percentage relative to total declared earnings*

The net earnings above, plus realized revaluation reserve, were allocated as follows: (a) 5% to Required Reserves; (b) 29.3% of interest on equity declared and dividends for 2023, considering the gross amount of interest on equity (30% of net profit adjusted for the calculation of dividends, considering the net amount of interest on equity); (c) 8.3% to the Tax Benefits Reserve, pursuant to Article 195-A of Law 6.404/76; and (d) 57.4 % to Statutory Reserves, as follows: (i) 28.9% to the Dividends Equalization Reserve, (ii) 19% to the Working Capital Reinforcement Reserve, and (iii) 9.5% to the Subsidiaries Capital Increase Reserve.

**b. rules governing dividends distribution**

The Company's Bylaws provide that the shareholders shall be entitled to mandatory dividends, in each fiscal year, of an amount no less than 30% of the relevant period's net earnings, adjusted up or down to the amounts specified in Article 202, item I, letters "a" and "b", of the Brazilian Corporations Law and provided the contents of items II and III of the same legal instrument.

**c. dividend distribution frequency**

Mandatorily annual, or at intercalary frequencies as resolved by the Board of Directors.

**d. Restrictions on dividends distribution by force of law or regulation specifically applicable to the issuer, as well as agreements and court, administrative or arbitration rulings**

No restriction on dividends distribution by force of law or regulation applies to the company.

**e. if the issuer has in place a formally approved earnings allocation policy, inform the body responsible for its approval, its date of approval and, where the issuer discloses the said policy, the Worldwide Web addresses where the document may be viewed**

Item 9.1 of the Company's Corporate Governance Policy provides for the earnings allocation policy. The topic covered comply with the applicable law and the contents of Chapter VI of the Company's Bylaws, particularly as concerns minimum required dividends of no less than the 30% of the fiscal year's adjusted net earnings.

The Corporate Governance Policy was approved by the Board of Directors on February 09, 2022, and is available at Dexco's Investor Relations Website, at <https://ri.dex.co/governanca-corporativa/acordo-de-acionistas-estatuto/>.

**2.8 Management comments on off-balance sheet items, indicating:**

**a. off-balance sheet items assets and liabilities directly or indirectly held by the Issuer, such as:**

*i. asset- or liability-side operating leases*

- ii. write-off of receivables portfolios over which the entity has not retained nor materially transferred the risks and benefits of property over the transferred asset, indicating the respective liabilities;*
- iii. agreements for the future purchase and sale of products or services;*
- iv. agreements for construction in progress;*
- v. agreements for the future receipt of financing.*

The Company has no off-balance sheet liabilities or operations to finance its operations and does not have subsidiaries in which it has a majority interest or control over operations that are not included in the consolidated financial statements.

#### **b. other off-balance sheet items**

There are no assets and liabilities held that are not included in the financial statements.

### **2.9 Comments on off-balance sheet items**

#### **a. how these items change or may change the recorded amounts of revenue, expenses, operating income, financial expenses or other items of the issuer's financial statements**

No other relevant items exist that have not been evidenced in the Company's consolidated financial statements.

#### **b. nature and purpose of the transaction**

No other off-balance sheet items exist referring to the nature and purpose of the transaction.

#### **c. nature and amount of the liabilities assumed, and rights generated in favor of the issuer as a result of the operation**

No other off-balance sheet items exist, referring to the nature and amount of the obligations assumed, and the rights generated in favor of the issuer arising from the transaction.

### **2.10 Management must indicate and comment on the issuer's business plan, specifically exploring the following topics:**

#### **a. investments, including:**

- i. qualitative and quantitative description of investments under way and expected investments;*

On Dexco Day 2021, the Company announced its plans for the New Investment Cycle (2021-2025) ("New Investment Cycle"), which provided for BRL 2.5 billion invested in organic growth. The projects that made up the investment plan were divided between the Company's Divisions.

Efficiency gains in the investment plan execution process and negotiations with suppliers, in addition to the adjustment of productivity gains, in the light of macroeconomic forecasts, enabled reducing total investment. As a consequence, total

additional investment forecast decreased from approximately BRL 2.5 billion to approximately BRL 1.8 billion.

In 2022, total investment in projects was BRL 1,268.1 million, up 38% from 2021, due mainly to projects associated with the New Investment Cycle, of which the following have already been invested (2021+2023):

- BRL 215 million in bottleneck-removal and mix improvement projects for the Wood Division;
- BRL 159 million in the Deca mix improvement project, among others; and
- BRL 192 million in modernization and expansion projects for the Tiles plants.

In addition, out of the total amount invested, BRL 838 million were spent in PP&E and intangible assets, and BRL 430. million were allocated to maintenance of the forest assets.

Over the course of 2023, total investments were BRL 1,404 million, up approximately 10% from 2022, due mainly to projects associated with the New Investment Cycle, of which the following investments have already been made (2021+2023):

- BRL 268 million in congestion-clearing projects and mix improvements for the Wood Division;
- BRL 344 in the Deca mix improvement project, among others; and
- BRL 491 in modernization and expansion projects for Tile factories.

In 2023, total investment was BRL 1,036 million in projects and fixed and intangible assets, and BRL 368 million allocated to forest assets maintenance.

Total expected investment in 2024 is BRL 1.3 billion, of which BRL 751.9 million allocated to continued operations, emphasis due on investments to replenish the forest base.

#### *ii. investment funding sources*

Investments shall be funded by the Company's existing capital structure, with weighted own and third- party capital. The use of third-party capital relies preferably on long-term credit lines, given the current market conditions.

The Company uses debt issues for the capital markets and long-term bilateral funding lines for its investments. Through its relationship with domestic and international commercial banks, as well as government and development agencies, the Company structures its financial operations in modes such as, without limitation,: FINAME, Export Credit Notes, 4131, Certificates of Agribusiness Receivables, and Debentures.

#### *iii. material divestments, under way and expected*

The Company has since 2018 been carrying out material moves in connection with the restructuring plan for its asset base. The operations have included the disposal of land and forest assets, closure and re-opening of manufacturing units, and operations unification. The move is part of Dexco's growth strategy and reaffirms its commitment to the delivery of ever higher shareholder returns.

In the latter half of 2022, Dexco suspended activities at its former Ceusa plant (currently named Dexco Revestimentos S.A.) in Urussanga (SC), with the transfer of assets to other operations. Aside from being expensive to run, the plant, where operations began in the 1950s, underperformed today's modern and efficient production lines as concerns energy. The decision reflects the constant pursuit of eco-efficiency gains in Dexco's operations.

Similarly, in the first half of 2023, terminated activities at the Ceramics plant in Queimados/RJ; and in the second half of 2023, it terminated activities at the Manizales plant, in Colombia. The Company also announced the suspension for an undetermined period of time of the RC2 Tiles unit in Criciúma (SC). The purpose of these moves is to optimize the use of the industrial assets for the segments and, since the company can adequately meet the challenging demand levels, it made a strategic call to optimize its industrial base and cut costs, culminating in these moves. The decisions reflect the constant pursuit of eco-efficiency in the company's operations.

**b. as long as previously disclosed, indicate the acquisition of plants, equipment, patents or other assets expected to materially influence the issuer's production capacity**

Soluble Cellulose: in a Material Fact announcement disclosed on June 21, 2018, Dexco announced a joint venture with Lenzing AG to create a soluble cellulose plant in the state of Minas Gerais. The project, approved on December 22, 2019, as per the material fact announcement of the same date, has production capacity for up to 500.0 thousand tons of soluble cellulose, and had total investments of approximately BRL 5.2 billion. Operational startup was announced in April 2022.

In 2023, the New Investment Cycle mentioned in the opening of the chapter included the following asset acquisitions:

- Wood: all investments intended to streamline the Panels segment, as well as to expand forest assets in the Northeast continued;
- Deca: acquisition of machinery for increasing the capacity of the Metals unit, in addition to automating the Ceramics production for the business unit;
- Tiles: construction of a new manufacturing unit in Botucatu (SP) to produce hyper-premium items, and modernization of existing lines.

**c. new products and services, indicating:**

Focusing on business perpetuity and the maintenance of its market lead, Dexco makes continuous investment in research and development for new products and solutions. Annually, the Divisions establish product development plans, defining the removal from the market of products whose lifecycle has run its course and the expected release of new products to complement their portfolios in the light of market needs. The plans are drawn based on frequent surveys of the domestic and international markets. Technologically, the Company attends specific symposiums, conferences and technical events, in addition to having extensive relationships with companies active in its field to keep up with the development and transfer of new technologies.

In 2020, in line with its digitalization strategy, the Company launched the Online Deca Store, an important step towards understanding the end customer's consumer journey, reaffirming the Company's commitment to the delivery of Solutions for Better Living.

In addition, a specific structure exists in the service area to meet the needs of customers and end consumers, be it for recommendation or for guidance on the uses and applications of the Company's products.

*i. description of previously disclosed research underway*

digital investments focused on the environmental area of the Tiles Division, through the use of remote monitoring technology to treat the liquid waste generated by the process, enabling increased system efficiency, chemicals optimization, and stability for the treatment system for full re-use of liquid effluents in operations.

Investments focused on solid waste management by means of the use of a digital platform for issuing Waste Bills of Lading (MTR – Manifesto de Transporte de Resíduos – legal compliance), control over losses and over the units' waste management plans.

For products of the Deca and Hydra brands, 24 surveys were held with consumers, specifiers and employees by means of 7 internal and external channels, validating 2023 launches.

- Tests covered 92% of 2024 product launches for the Deca, Portinari, Ceusa and Durafloor brands, to enable understanding acceptance, preferences and/or perceived value, adding insight on colors, finishing's and packaging, ensuring launch assertiveness and safer decision making.

*ii. total amounts spent by the issuer on research for the development of new products or services*

For the purposes of new product research and development, the Company invested approximately BRL 17.3 million in 2021, BRL 21.7 million in 2022 and BRL 11.9 million in 2023.

Also in 2021, the company announced investments in DX Ventures and ABC da Construção as was to map opportunities and innovations in the construction and renovations industry. Both investments have already been made.

*iii. previously disclosed projects under way*

In the Wood Division, the 2023 highlight was the You collection in digital print, with BRL 1.14 million invested, and the ultra-MATTE curing system, which gave us the Acetinatta line products (anti-fingerprint feature). Certain items were added in 2022 for a total BRL 1.6 million.

In 2023, the Metals and Ceramics Division, which comprehends the Deca and Hydra brands, launched products that sought distinctive piece design in addition to innovation. Highlights include the Deca You lines for bathrooms and outdoor areas. The metals line, which redefined versatility and aesthetics for kitchen counters and gourmet areas brings the same hegemony to bathrooms and outdoors areas. Simply shaped and using mathematical proportions, Deca You offers sophisticated design and a range of exclusive colors that help harmonize, define styles, or create contrasts.

A wide range of shapes, sizes and colors allows for different creative possibilities. This, metal as a main element may define a monochrome aesthetics that underscores design in combination with ceramics, metals, accessories and tiles. The same proposal applies

to creating contrasts, as colored metals and accessories are put in the spotlight and become the focus of attention. The items also help lend personality to décor, reflecting classic, extroverted and modern styles, and adding a personal touch to the environment.

On the bathroom ceramics front, releases included new items that transform the way of being and living design; the Slim sinks feature floating design that adds lightness to the environment in supported, semi-fitted and overlapping installations.

As for Hydra products, the brand launched the first Quadratta shower with the new Power Hydra resistance. Its straight-shaped design conveys a sense of sophistication to bathrooms. In addition to featuring the temperature control stick within easy reach, the Quadratta shower uses an electronic temperature control system and the new Power Hydra resistance. The resistance offers the best cost-t–benefit ratio, warming up water faster without increasing power usage. By dissipating heat more efficiently, Power Hydra can heat up additional water while using the same amount of energy as a regular resistance. Its flat shape is 10 times more durable than other versions, and enables up to 91% energy savings.

For the Tiles Division, in 2023 the brand DNA strengthening strategy remained in place to underscore the different value propositions, while attempting to specifically differentiate each individual brand. Thus, Portinari focused in a launch aligned with the main interior design movements and trends, emphasizing patterns with comprehensive styles in shapes that are already consolidated in its large-size portfolio, such as 120X120 and 100X100, emphasizing the completeness of lines as a solution for different uses of a single collection. In special parts, used small and large sizes to explore special techniques and a harmonious color palette consistent with current trends, promoting distinction without losing timelessness. The context of timelessness, together with Brazilianness, was emphasized in the Maracangalha collection, developed in partnership with architect Nildo José, consisting in a complete collection with a choice of special and distinguished pieces, but that also fills product gaps that the architect himself pointed out with neutral products, but a relevant concept that connects with the artist's roots. The brand also strategically reinforced its slabs portfolio, offering solutions as part of collections that have become consolidated with different shapes, staying ahead of future moves.

Ceusa pressed forward with inspiration from the universe of fashion and reinforcing this connection with extremely creative and distinctive products, both in special pieces exploring new formats and base effects, and in graphic effects or the technique employed, as well as basic products offering bold and grand marbles. Its main bet, however, was on offering these solutions in new composition styles, guided and facilitated by matched collections.

The releases were presented to the market at 2 moments, first at an exclusive event for few customers, to anticipate the introduction into points of sale, and then, in March, in official launches at the Revestir Trade Show, in exclusive showings for each brand. It was a total 150 SKUs, 47% for Ceusa and 63% for Portinari.

In 2023, we launched 3 ambience concepts associating the brands' products in structured and propositional way, helping along and driving the composition process for products of the Dexco brands (Deca, Duratex, Ceusa, Portinari and Durafloor) through cross-category solutions.

*iv. total amounts spent by the issuer on the development of new products or services*

As described in item 2.10 – c – ii, the Company's annual plan allocates a specific budget to investment in Research and Development (R&D) for new products and services. In 2022, BRL 21.7 million were allocated to this front of action, whereas 2023 saw BRL 11.9 million allocated.

In 2021, investments were announced in DX Ventures - Dexco's Corporate Venture Capital Fund - and ABC da Construção, which express Dexco's moves to get closer to the entrepreneurial ecosystem and to innovations and the digital revolution in finishing retail, strengthening its relationship with customers and end consumers within the renovation, decoration and construction journey. Both have already been duly implemented.

#### **d. ESG-related opportunities included in the issuer's business plan**

Dexco has in place a Sustainability Strategy that address three pledges that originate indicators and goals (to be attained between 2025 and 2030), reflecting opportunities for the development of ESG-related themes within the Company. The pledges are "Facilitating the construction and renovation journey"; "Ensuring sustainable growth while maintaining a positive carbon balance" and "Promoting health and well-being in spaces".

In 2023, in a move that reflected its ESG journey's maturity, Dexco revised its Sustainability Strategy, launched in 2020 and now in the middle of its deliveries cycle, in the face of various changes, such as the renovated manufacturing plant; a new organizational culture season; revised material themes; and the approval of the Social Responsibility Guidelines, the Company realized that this was a good time to determine whether the pledges previously taken remained in line with the company's long-term plans.

The revision did not affect the Strategic Pledges, but certain moves were made to simplify communication and announce the pledges taken at the corporate level. According to the assessment, seven goals were met ahead of schedule and deemed completed; twenty-four goals were grouped into six objectives, consolidating those that were previously reported by business unit. The goals shall continue to be tracked internally, in line with the businesses' ambitions, but, for the purposes of the market at large, the messages shall be at the corporate level of Dexco objectives, without change to the ambitions at hand. In addition, a new goal was contracted for the community engagement theme, strengthening the Company's social responsibility agenda and standing as an opportunity after the 2022 approval of the Guidelines.

The finalized document, published together with FY 2023's Earnings Release materials, featured – in addition to results on the goals met – a view of the evolution of the other pledges, which remained unchanged. It is worth mentioning the goal of 35% women in leadership roles – at 33% in 2023 – and the goal of producing panels in the E1 formaldehyde emissions category, which has been concentrated in the Wood Division and is very close to being attained.

Certain other topics continue to be addressed, such as replacing the forest stewardship certification for own and leased areas, SAC and authorized Deca service chain Net Promoter Score (NPS), and the efficient use of inputs and raw materials.

In addition to the topics addressed by the Sustainability Strategy, in 2023, Dexco integrated Caetex socio-environmental information into its tracking indicators, embracing a move for financial indicators, which integrated the data in early 2023, after

Dexco's acquisition of a majority interest (60%) in the joint venture<sup>1</sup>. Further, we witnessed important gains in topics such as materials reuse and IT governance, which are covered in the Company's Annual Integrated Report.

Additional information on the assumptions of Dexco's Sustainability strategy, as well as the Company's annual sustainability reports, are available at <https://www.dex.co/esg/>.

**2.11. Comment on other factors that have had a significant influence on operating performance and which have not been identified or commented on in the other items in this section.**

There are no other factors that have had a material influence on operating performance that have not been identified or commented on in the other items.

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<sup>1</sup> See item 1.11 of the Company's Reference Form for details on the transaction.



### **03.** ALLOCATION OF NET INCOME FOR THE YEAR

## **ALLOCATION OF NET INCOME FOR THE YEAR (ATTACHMENT A – CVM RESOLUTION No. 81/22)**

Management proposes allocating the net income for the year as per the financial statements as of December 31, 2023, in the amount of BRL 789,600,540.21, plus the realization of revaluation reserves in the amount of BRL 1,047,194.00, as follows: **(a)** BRL 39,480,027.01 to Legal Reserves; **(b)** BRL 65,862,289.09 to the Tax Benefits Reserve, pursuant to Article 195-A of Law 6.404/76; **(c)** BRL 453,613,793.11 to the Statutory Reserves which will be allocated as follows: (i) BRL 228,577,639.15 to the Reserve for Dividend Equalization, (ii) BRL 150,024,102.64 to the Reserve for Working Capital Reinforcement and (iii) BRL 75,012,051.32 to the Reserve for Capital Increase in Subsidiaries; and **(d)** BRL 231,691,625.00 as interest on shareholders' equity and dividends, of which (i) BRL 174,000,000.00 as interest on shareholders' equity has already been declared and credited to shareholders based on the final shareholding position on December 19, 2023, corresponding to the net amount of BRL 147,900,000.00 imputed to the minimum mandatory dividend for 2023, pursuant to Article 2 of CVM Res. 143/22, and resolution of the Board of Directors on December 13, 2023, to be paid by December 31, 2024, based on Article 9 of Law no. 9.249/95; and (ii) BRL 57,691,625.00 in dividends, to be paid by 12.31.2024, already declared and credited to shareholders based on the final shareholding position on 03.12.2024, in accordance with the approval of the Board of Directors on 03.06.2024.

### **1. Net income for the year**

Net income in fiscal year 2023 was BRL 789,600,540.21

### **2. Total amount and amount per share of dividends**

The total amount distributed to shareholders was BRL 231,691,625.00, made up as follows: (i) BRL 174,000,000.00 was distributed as interest on shareholders' equity, of which BRL 147,900,000.00 net of income tax, imputed to the minimum mandatory dividend, credited based on the final shareholding position on December 19, 2023, as decided by the Board of Directors on December 13, 2023; and (ii) BRL 57,691,625.00 distributed as dividends, credited based on the final shareholding position on 12.03.2024, as resolved by the Board of Directors on 06.03.2024.

The net value per share of interest on equity was R\$ 0.18301234542 (credited based on the final shareholding position on 12.19.2023) and the value per share of the dividend was 0.07138796215 (credited based on the final shareholding position on 03.12.2024).

### **3. Percentage of net income for the year distributed**

The percentage of adjusted net profit distributed, considering the total amount of dividends and the net amount of interest on equity, corresponding to the fiscal year ending December 31, 2023, was 30%.

### **4. Global amount and amount per share of dividends distributed based on profits from previous fiscal years**

No dividends were distributed based on profits from previous fiscal years.

### **5. After deducting prepaid dividends and interest on shareholders' equity already declared, inform:**

a. **Gross amount of dividends and interest on shareholders' equity, broken down by share of each type ad class**

No declaration of dividends or interest on shareholders' equity in addition to those already declared shall be proposed in addition to those already declared at the meetings of the Board of Directors on 12.13.2023 and 03.06.2024.

b. **Manner and term of payment of dividends and interest on shareholders' equity.**

The interest on equity declared by the Board of Directors on 12.13.2023 (gross amount of BRL 174,000,000.00 and net amount of BRL 147,900,000.00, credited based on the final shareholding position on 12.13.2023) and the dividends declared by the Board of Directors on 03.06.2024 (net amount of BRL 57,691,625.00, credited based on the final shareholding position on 03.12.2024), which will be paid by 12.31.2024, according to the table in item 6 below.

No declaration of dividends or interest on shareholders' equity in addition to those already declared shall be proposed to the general meeting.

c. **Any restatement or interest on dividends and interest on shareholders' equity**

None.

d. **Date of declaration of payment of dividends and interest on capital considered for identification of shareholders entitled thereto**

No declaration of dividends and interest on shareholders' equity in addition to those already declared shall be proposed to the general meeting. The dates of the declarations already made are given in item 6 below.

**6. Amount of dividends or interest on shareholders' equity already declared and date of the respective payments, based on profits determined in semiannual or other interim balance sheets**

Description		Date Paid	Gross Amount per share - BRL	Total Gross Amount - BRL
Declared interest on shareholders' equity	BoD, 12/09/2021	12/23/2021	1,03414415000	709.303.999,79
Declared dividends	BoD, 12/09/2021	12/23/2021	0,24654277000	169.096.977,39
<b>Total amount distributed in FY 2021</b>			<b>1,28068692000</b>	<b>878.400.977,18</b>

Obs: interest on equity will be paid net of income tax. See letter "b" of item 7.

**7. Provide a comparative table indicating the following values per share of each type and class:**

a. **Net income for the year and the three (3) previous years**

	<b>2023 BRL</b>	<b>2022 BRL</b>	<b>2021 BRL</b>
<b>Net profit for the year</b>	789,600,540.21	755,861,655.16	1,725,406,315.07

<b>Number of shares in circulation</b>	820,566,246	837,059,246	760,962,951
<b>Profit per share</b>	0.96	0.90	2.27

b. Dividend and interest on shareholders' equity distributed in the three (3) previous years

Description	Gross value per share BRL	Total gross value BRL	Total gross value BRL	Type of share	Total net value BRL
Interest on shareholders' equity	0,21530864167	174.000.000,00	0,18301234542	ON	147.900.000,00
Dividends	0,07138796215	57.691.625,00	0,07138796215		57.691.625,00
<b>Total amount distributed in FY 2023</b>	<b>0,28669660382</b>	<b>231.691.625,00</b>	<b>0,25440030757</b>		<b>205.591.625,00</b>

Description	Gross value per share BRL	Total gross value BRL	Total gross value BRL	Type of share	Total net value BRL
Interest on shareholders' equity	0,33901833680	249.000.000,00	0,28816558628	ON	211.650.000,00
<b>Total amount distributed in FY 2022</b>	<b>0,33901833680</b>	<b>249.000.000,00</b>	<b>0,28816558628</b>		<b>211.650.000,00</b>

Description	Gross value per share BRL	Total gross value BRL	Total gross value BRL	Type of share	Total net value BRL
Interest on shareholders' equity	1,03414415000	709.303.999,79	0,87902252000	ON	602.908.399,82
Dividends	0,24654277000	169.096.977,39	0,24654277000		169.096.977,39
<b>Total amount distributed in FY 2021</b>	<b>1,28068692000</b>	<b>878.400.977,18</b>	<b>0,87902252000</b>		<b>772.005.377,21</b>

## 8. Allocation of profits to the legal reserve

a. Amount allocated to the legal reserve

The amount allocated to the Legal Reserve, at BRL 39,480,027.01, corresponds to 5% of the net income for the year, which were transferred to the Appropriate Reserve.

b. Legal reserve calculations

Pursuant to Article 193 of Law No. 6,404/76 and Article 28.a of the Company's Bylaws, five percent (5%) of the period's net income were allocated to the constitution of the Legal Reserve, which did not exceed twenty percent (20%) of the share capital.

## 9. Preferred shares entitled to fixed or minimum dividends

Not applicable, the Company's capital stock is entirely divided into common shares.

## 10. Required dividends

a. Statutory calculation method

Shareholders are entitled to receive as mandatory dividend, in each year, an amount not less than thirty percent (30%) of the net profit determined in the same year, adjusted by the decrease or increase in the amounts specified in Article 202, item I, letters "a" and "b" and Article 195-A of the Brazilian Corporation Law and subject to items II and III of the same legal provision.

The amount of the minimum mandatory dividend for 2023, calculated in accordance with the rules above, is BRL 205,591,625.00, with rounding, made up as follows: (i)

imputation of BRL 147,900,000.00 corresponding to the amount of interest on equity net of income tax, declared by the Board of Directors on 12.13.2023, credited on the basis of the final shareholding position on 12.19.2023; and (ii) BRL 57,691,625.00 corresponding to dividends, declared by the Board of Directors on 03.06.2024, credited on the basis of the final shareholding position on 03.12.2024.

**b. Payment**

The interest on own capital and dividends already declared at the Board of Directors' meetings of 12.13.2023 and 03.06.2024 will be paid by 12.31.2024, under the terms of item 6 above.

**c. Any amounts retained**

No required dividends were retained.

**11. Required dividends retained due to the company's financial status**

No required dividends were retained.

**12. Income allocated to contingency reserves**

No income was allocated to contingency reserves.

**13. Income allocated to the unrealized profits reserve**

No income was allocated to the unrealized profits reserve.

**14. Income allocated to statutory reserves**

**a. Statutory clauses establishing the reserve**

At the proposal of the Board of Directors, the general meeting may resolve on the formation of the following reserves: (i) Dividend Equalization Reserve; (ii) Reserve for Reinforcement of Working Capital; and (iii) Reserve for Capital Increase in Investees.

The Dividend Equalization Reserve shall be limited to forty percent (40%) of the value of the capital stock and shall have the purpose of guaranteeing resources for the payment of dividends, including in the form of interest on shareholders' equity or prepayment to maintain the flow of shareholder returns, being formed with funds: (a) equivalent to up to fifty percent (50%) of the net profit for the year, adjusted as of Article 202 of the Brazilian Corporation Law; (b) equivalent to up to one hundred percent (100%) of the realized portion of Revaluation Reserves, recorded at retained earnings; (c) equivalent to up to one hundred percent (100%) of the amount of adjustments from previous years, posted to retained earnings; and, (d) arising from the credit corresponding to prepaid dividends.

The Working Capital Reinforcement Reserve shall be limited to thirty percent (30%) of the capital stock value and shall have the purpose of guaranteeing financial means for the operation of the company, being formed with resources equivalent to up to twenty percent (20%) of net income for the year, adjusted in accordance with Article 202 of the Brazilian Corporations Law.

The Subsidiaries Capital Increase Reserve shall be limited to thirty percent (30%) of the capital stock value and shall have the purpose of guaranteeing the exercise of the preferential subscription right in capital increases of the participated companies, being formed with resources equivalent to up to fifty percent (50%) of the net profit for the year, adjusted in accordance with Article 202 of the Brazilian Corporations Law.

At the proposal of the Board of Directors, portions of these reserves shall be periodically capitalized so that the respective amount does not exceed the limit of ninety-five percent (95%) of the share capital. The balance of these reserves, added to that of the Legal Reserve, cannot exceed the share capital.

**b. Amount allocated to statutory reserves**

The amount allocated to statutory reserves was BRL 453,613,793.11, as follows: (i) BRL 228,577,639.15 to the Dividends Equalization Reserve; (ii) BRL 150,024,102.64 to the Working Capital Reinforcement Reserve; and (iii) BRL 75,012,051.32 to the Subsidiaries Capital Increase Reserve.

**c. Calculation of the amount allocated to reserves**

	BRL
Net income for the period	789,600,540.21
(-) Legal Reserves.....	(39,480,027.01)
(-) tax benefits .....	(65,862,289.09)
(+) Realized Revaluation Reserve.....	1,047,194.00
(-) Interest on shareholders' equity (Minutes of 12.13.2023) .....	(174,000,000.00)
(-) Dividends (03.06.2024) .....	(57,691,625.00)
<b>Total amount allocated to Statutory Reserves .....</b>	<b>453,613,793.11</b>

**15. Retained earnings as per the capital budget**

No profits were retained as per the capital budget.

**16. Income allocated to the tax benefits reserve**

**a. Inform the amount allocated to the reserve:**

The amount allocated to the tax benefits reserve was BRL 65,862,289.08.

**b. Explain the nature of the allocation:**

As permitted by Article 195-A of Law 6.404/76, as amended by Law Lei 11.638/07, Management chose to allocate the tax benefits from PRODEPE (Programa de Desenvolvimento de Pernambuco) in the amount of BRL 5,779,187.66, from FAIN (Fundo de Apoio ao Desenvolvimento Industrial da Paraíba) in the amount of BRL 1,700,496.85, and BRL 58,382,604.58 from other subsidies, for a total BRL 65,862,289.09 to the appropriate tax benefits reserves.



## **04.** INFORMATION ON THE CANDIDATES APPOINTED TO THE BOARD OF DIRECTORS AND FISCAL COUNCIL

**INFORMATION ON THE CANDIDATES APPOINTED TO THE BOARD OF DIRECTORS  
AND FISCAL COUNCIL**

**(Items 7.3-7.6 of the Reference Form – Attachment C to CVM Instruction n 80/22)**

In connection with each member of the Company's Board of Directors whose election shall be proposed by the managers in line with the controlling shareholders' nominations, the following information is provided based on items 7.3 and 7.4 of the Reference Form – Attachment C to CVM Resolution No. 80/22:

<b>ALEX LASERNA SEIBEL</b>		
CPF	356.849.588-00	
Date of Birth	05.02.1986	
Profession	Business Administrator	
Elected by the Controlling shareholder	Yes	
Independent Member	No	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	<b>Elected position held</b>	Alternate Member
	<b>Election Date</b>	04.26.2024
	<b>Date of Investiture</b>	04.26.2024
	<b>Term of Office</b>	Annual
	<b>Initial date of the first term</b>	29.04.2021
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Member of the Board of Directors since April, 2021, currently Alternate since April, 2021; and member of the Sustainability Committee from May, 2021 until April, 2023. Area of operations: Construction industry; Construction and Decorative Materials	
Entities under the control of a shareholder in the issuer with a direct or indirect equity interest of 5% or more of a certain class or type of the issuer's securities:	<b>HS Investimentos S.A.:</b> Managing partner since 2013. Area of operations: Non-financial holding company. <b>Positiv.a Comercialização de Produtos e Serviços Ecológicos Ltda.:</b> Founding partner and administrator since 2015; <b>Apolo Energia Ltda.:</b> Founding partner and administrator since 2017; <b>Positive Ventures Participações Ltda.:</b> Managing partner since 2015;	

	<b>Positiva 01 Incorporação Ltda.:</b> (Leo Madeiras - Feira de Santana) Managing partner since 2015.
Other societies or third-sector organizations:	<b>Instituto Leo:</b> Board member since 2015. Area of operations: Non-housing welfare services. <b>ARCAH – Associação de Resgate à Cidadania por Amor à Humanidade:</b> Founder and manager since 2013. Area of operations: Non-housing welfare services.

<b>ALFREDO EGYDIO ARRUDA VILLELA FILHO</b>		
CPF	066.530.838-88	
Date of Birth	18.11.1969	
Profession	Mechanical Engineer	
Elected by the Controlling Shareholder	Yes	
Independent Member	No	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Vice President
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.24.1996
<b>People, Governance and Appointments Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.11.2009
<b>IT and Digital Innovation Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	05.30.2017
<b>Main professional experiences in the last 5 years</b>		

Issuer, Company or Dexco:	Member of the Board of Directors since 1996 and Vice-Chair since August/2008, Member of the IT & Digital Innovation Committee since May, 2017, having served as Chair from May/2017 to April/2022, and Member of the People, Governance and Appointments Committee since November/2009. Area of operations: Construction industry; Construction and Decorative Materials.
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<b>Itáusa S.A.:</b> Executive Vice-President since May/2022, having served as Vice-President from February 2018 to April/2022. Member of the Board of Directors from August/1995 to April/2017, having served as Chairman from May/2015 to April/2017 and as Deputy Chair from May/2011 to May/2015; Chairman from September/2009 to May/2015; Chair of the Disclosure and Trading Committee from April/2005 to May/2015; Chair of the Investment Policies Committee and Member of the Accounting Policies Committee from August/2008 to April/2011. Area of operations: holding company.
Other societies or third-sector organizations:	<b>Instituto Alana:</b> Officer since February/1998. Area of operations: Social rights defense organization. <b>Alpe Intermediações de Negócios S.A.:</b> Officer since August/2017. Area of operations: Financial services. <b>Yandeh S.A.:</b> Officer since December/2016.

<b>ALFREDO EGYDIO SETUBAL</b>		
CPF	014.414.218-07	
Date of Birth	01.09.1958	
Profession	Business Administrator	
Elected by the Controlling Shareholder	Yes	
Independent Member	No	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Chairman
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the	24.06.2015

	first term	
<b>People, Governance and Appointments Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	03.07.2015
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Chairman of the Board of Directors since April/2021 and Member since April/2015, having served as co-Chair of the Board of Directors from April/2017 to April/2021; and Member of the People, Governance and Appointments Committee since July/2015. Area of operations: Construction, Construction and Decorative Materials.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<p><b>Itaúsa S.A.:</b> Full Member Board of Directors since September/2008, having served as Deputy Chair until April/2021; CEO and Investor Relations Officer since May/2015; Born Member of the Committees: Strategy and New Business, Governance and People, and Sustainability and Risks since May/2021; Member of the Capital Markets Commission since May/2009, serving as coordinator since May/2015; Coordinator of the Investments Commission since April/2017; Member of the Corporate Governance Commission since July/2020, serving as Coordinator since May/2021; Member of the Commissions: Audit and Risks, Finance, and People and Ethics since April/2017, having served as a member of the Investment Policies Committee from August/2008 to April/2011. Area of operations: holding company.</p> <p><b>Alpargatas S.A.:</b> Member of the Board of Directors from September/2017 and of the Strategy Committee since October/2017. Area of operations: textile and apparel.</p> <p><b>Copa Energia:</b> Member of the Board of Directors since 2020.</p> <p><b>Itautec S.A. - Grupo Itautec:</b> Alternate Member of the Board of Directors from April/2015 to August/2019. Area of operations: non-financial holding company.</p> <p><b>Itaú Unibanco Holding S.A.:</b> Member of the Board of Directors from June/2007; Vice-President and Investor Relations Officer from 1995 to February/2015; Member of the Disclosure and Trading Committee since November/2008, having served as chairman from November/2008 to February/2015; Member of the Committees: Appointments and Corporate Governance since August/2009 and Accounting Policies from May/2008 to April/2009; Member of the People Committee and of the Risk and Capital Management</p>	

	<p>Committee since April/2015 and Member of the Social Responsibility Committee since January/2019. Area of operations: financial holding company.</p> <p><b>Itaú Unibanco S.A.:</b> Vice-President from April/1996 to March/2015; Executive Officer from May/1993 to June/1996; CEO from 1988 to 1993. Area of operations: universal bank with commercial banking portfolio.</p>
Other societies or third-sector organizations:	<p><b>Fundação Itaú para Educação e Cultura:</b> Chairman of the Board of Curators since September/2018.</p> <p><b>Instituto Brasileiro de Relações com Investidores – IBRI:</b> Member of the Guidance, Appointments and Ethics Committee since January/2010.</p> <p><b>Museu de Arte Moderna de São Paulo – MAM:</b> Member of the Board of Directors. Area of operations: Exploration of museums and heritage sites and similar attractions.</p> <p><b>MASP:</b> Chairman of the Board of Directors since 2015. Area of operations: Exploration of museums and heritage sites and similar attractions.</p> <p><b>Bienal de São Paulo:</b> Member of the Foundation's Board of Directors since June/2009.</p> <p><b>Instituto de Arte Contemporânea – IAC:</b> Member of the Board of Directors</p>

<b>ANA LÚCIA DE MATTOS BARRETTO VILLELA</b>		
CPF	066.530.828-06	
Date of Birth	10.25.1973	
Profession	Educator	
Elected by the Controlling Shareholder	Yes	
Independent Member	No	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Alternate Member
	Date of Election	04.24.2024
	Date of Investiture	04.24.2024
	Term of office	Annual
	Initial date of the first term	04.24.2024

<b>Main professional experiences in the last 5 years</b>	
<b>Issuer, Company or Dexco:</b>	Alternate member of the Board of Directors since April/2024.
<b>Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:</b>	<p><b>Itaúsa:</b> Vice-Chairman of the Board of Directors (non-executive director) since 2017, Member of the Sustainability Committee since May/2021, Member of the Sustainability Committee from June/2019 to April/2023, having been a Member of the Finance Committee from May/2017 to August/2018.</p> <p><b>Itaú Unibanco:</b> Member of the Board of Directors since 2018, having held various positions in the Itaú Unibanco Group, including Member of the Board of Directors (1996 to 2001), Member of the Itaú People Committee and the Itaú Nominating and Corporate Governance Committee since 2018, Member of the Social, Environmental and Climate Responsibility Committee since 2019 (formerly the Social Responsibility Committee).</p> <p><b>IUPAR – Itaú Unibanco Participações S.A.:</b> Alternate member of the Board of Directors since June 2018.</p>
<b>Other societies or third-sector organizations:</b>	<p><b>Instituto Itaúsa:</b> Member of the Board of Directors since June/2023.</p> <p><b>Fundação Itaú para Educação e Cultura:</b> Vice-Chairman of the Board of Trustees since 2020.</p> <p><b>Itaú Social:</b> Member of the Guidance Council since 2017.</p> <p><b>Itaú Cultural:</b> Member of the Advisory Board since 1995; Member of the Executive Board since 2017.</p> <p><b>AlanaLab (Maria Farinha Filmes e Flow):</b> Co-founder since 2014.</p> <p><b>Alana Foundation:</b> Founding President since 2012.</p> <p><b>Instituto Alana:</b> CEO since 2002.</p> <p><b>Instituto Brincante:</b> Member of the Advisory Board since 2001.</p> <p><b>Fellow Ashoka:</b> Member of the Advisory Board since 2010.</p> <p><b>Participant:</b> Member of the Board of Directors.</p> <p><b>Stanford Down Syndrome Research Center:</b> Member of the Advisory Board since January/2022.</p> <p><b>UCLA Lab School:</b> Member of the Board of Advisors since May/2022.</p>

<b>ANDREA LASERNA SEIBEL</b>	
CPF	140.725.018-32
Date of Birth	11.30.1975
Profession	Lawyer
Elected by the Controlling Shareholder	Yes
Independent Member	No
<b>Describe any of the following events taking place in the last 5 years:</b>	
i. Criminal conviction	None.

ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Full Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	08.31.2009
<b>People, Governance and Appointments Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	10.31. 2018
<b>IT and Digital Innovation Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.28.2023
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Member of the Board of Directors since August, 2009, and Full Member since April/2021, Member of the IT & Digital Innovation Committee since October/2018; Member of the People, Governance and Appointments Committee from April/2015 to October/2018 and since April/2023. Area of operations: Construction industry; Construction and Decorative Materials.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<b>Leo Madeiras, Máquinas &amp; Ferragens Ltda.:</b> General Director since January/2013, responsible for the company's overall direction. Area of operations: lumber, fixtures, artifacts, sub-products and related goods commerce.	
Other societies or third-sector organizations:	<b>Instituto Leo Social:</b> Chairwoman since January/2017. Area of operations: Non-housing welfare services.	

<b>HÉLIO SEIBEL</b>		
CPF	533.792.848-15	
Date of Birth	01.27.1953	
Profession	Business administrator	
Elected by the Controlling Shareholder	Yes	
Independent Member	No	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Deputy Chair
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.30.1999
<b>Finance Committee</b>	Elected position held	Chair
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	12.13.2021
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Member of the Board of Directors since 1999, currently Vice- Chair since April/2021, Full Member since April/2013, having also served from 1999 to April/2012 and as an Alternate from April/2012 to April/2013. Member of the People, Governance and Appointments Committee from November/2009 to April/2015, Member of the Audit and Risk Management Committee from November/2009 to May/2011 and Chair of the Finance Committee since December/2021. Area of operations: Construction, Construction and Decorative Materials.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<b>Ligna Florestal Ltda.:</b> Superintendent since 1983. Area of operations: Non-financial holding company. <b>HS Investimentos S.A.:</b> CEO since November/2013. Area of operations: Property and financial investing company. <b>Leo Madeiras, Máquinas &amp; Ferragens Ltda.:</b> Chairman	

	<p>of the Board of Directors since November/ 2015.  Area of operations: lumber, fixtures, artifacts, sub-products and related goods commerce.  <b>GNP S.A.:</b> Member of the Board of Directors from April/2010 to April/2018.  Area of operations: energy  <b>Espaço Negócios Imobiliários Ltda.:</b> Officer since September/2002.  Area of operations: Real-estate development.</p>
Other societies or third-sector organizations:	<p><b>IDV - Instituto de Desenvolvimento do Varejo:</b> Member of the Board of Directors since December/2008, having served as Chairman in 2007-2008.  <b>Klabin S.A.</b> Member of the Board of Directors from 2015 to 2019.  <b>Pinacoteca de São Paulo:</b> Member of the Board of Directors since September/2017.  <b>MASP:</b> Member of the Board of Directors since 2016;  <b>MAM:</b> Deputy Chair of the Board 2019;  <b>MUBE:</b> Member of the Board of Directors since 2016;  <b>Melnick Even Desenvolvimento Imobiliário S.A.:</b> Member of the Board of Directors since November/2020; and  <b>Young Presidents Organization- YPO/WPO:</b> Member since 1995.</p>

<b>MÁRCIO FRÓES TORRES</b>		
CPF	983.816.797-53	
Date of Birth	05.12.1968	
Profession	Engineer	
Elected by the Controlling Shareholder	Yes	
Independent Member	Yes	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Full Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the	10.29.2020

	first term	
<b>People, Governance and Appointments Committee</b>	Elected position held	Chairman
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	10.29..2020
<b>Committee for the Assessment of Transactions with Related Parties</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	10.29.2020
<b>Sustainability Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	01.04.2021
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	<p><b>Dexco S.A.:</b> (Independent Director) Full Member of the Board of Directors, Chair of People, Governance and Appointments Committee and Member of the Related Party Transactions Review Committee since October/2020 and Member of the Sustainability Committee since January/2021. Area of operations: Construction industry; Construction and Decorative Materials.</p> <p><b>DX VENTURES Fundo de Investimento em Participações Multi Estratégia Investimento no Exterior:</b> Member of the Investments Committee since August/2021.</p>	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:		
Other societies or third-sector organizations:	<p><b>Gerdau S.A.:</b> Member of the Board of Directors from April/2019 to April/2021 and member of the Compensation Committee from July/2020 to April/2021. Area of operations: steel mill.</p> <p><b>Falconi Participações S.A.:</b> Chairman of the Board of Directors since December/2019. Area of operations: equity investing.</p> <p><b>FRST Falconi:</b> Member of the Management Committee since December/2019. Area of operations: Development and licensing of non-customizable computer programs.</p>	

	<b>Falconi Capital:</b> Member of the Advisory Committee since October/2018. Area of operations: Business management consulting, except for specific technical consultancy.
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<b>MARCOS CAMPOS BICUDO</b>		
CPF	075.620.507-75	
Date of Birth	11.28.1962	
Profession	Business Administrator	
Elected by the Controlling Shareholder	Yes	
Independent Member	Yes	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
<b>Committee for the Assessment of Transactions with Related Parties</b>	Initial date of the first term	06.23.2023
	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
<b>Sustainability Committee</b>	Term of office	Annual
	Initial date of the first term	08.02.2023
	Elected position held	Chair
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	08.02.2023
	<b>Main professional experiences in the last 5 years</b>	
Issuer, Company or Dexco:	Full Member of the Board of Directors (Independent Director), since June/2023. Chair of the Sustainability Committee since August/2023. Member of the Committee for the Assessment of Transactions with	

	Related Parties since August/2023. Area of operations: Construction, Construction and Decorative Materials.
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	
Other societies or third-sector organizations:	<b>Vedacit do Nordeste S.A (Grupo Otto Baumgart):</b> CEO since September de 2017. Area of operations: production of paints, varnishes, enamels and lacquers. <b>Conselho Empresarial Brasileiro Desenvolvimento Sustentável (CEBDS):</b> Chairman of the Board of Directors since June 2008. Area of operations: third sector organization focusing on sustainable development-related matters.

<b>PAULA LUCAS SETUBAL</b>		
CPF	295.243.528-69	
Date of Birth	06.09.1982	
Profession	Educator	
Elected by the Controlling Shareholder	Yes	
Independent Member	No	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None.	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Alternate Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.30.2020
<b>People, Governance and Appointments Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the	05.06. 2020

	first term	
<b>Finance Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	12.13.2021
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	<p>Alternate member of the Board of Directors and Member of the People, Governance and Appointments Committee since May/2020, and Member of the Finance Committee since December/2021, having served as (i) Sit-in member of the Board of Directors from February/2020 to May/2020 and of the People, Governance and Appointments Committee from February/2020 to May/2020 and during FY 2017; and (ii) Member of the Audit and Risk Management Committee from May/2020 to March/2022. Member of the Sustainability Committee from May/2020 to March 2022.</p> <p>Area of operations: Construction, Construction and Decorative Materials.</p>	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<p><b>Itaúsa S.A.:</b> Sit-in member of the Board of Directors since February/2020.</p> <p>Area of operations: holding company</p>	
Other societies or third-sector organizations:	<p><b>Fundação Itaú Social:</b> Member of the Advisory Board (Guidance Group) since February/2017.</p> <p>Area of operations: Social rights defense association</p>	

<b>RICARDO EGYDIO SETUBAL</b>	
CPF	033.033.518-99
Date of Birth	04.22.1962
Profession	Business Administrator
Elected by the Controlling Shareholder	Yes
Independent Member	No
<b>Describe any of the following events taking place in the last 5 years:</b>	
i. Criminal conviction	None
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied	
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial	

activity		
<b>Board of Directors</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	08.31.2009
<b>Sustainability Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.27.2018
<b>Finance Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	08.02.2023
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	<p>(Non-Executive Director): Member of the Board of Directors since August/2009, having served as Vice-Chair until April/2017; Member of the People, Governance and Appointments Committee from November/2009 to May/2020; Member of the Audit and Risk Management Committee from November/2009 to March/2022; Member of the Sustainability Committee since April/2018; Former member of the Disclosure and Trading Committee from May/2020 to April/2022, which ceased to be a Committee and became a Commission in 04/2022, having also served from April/2018 to May/2019, from April /2016 to May/2017, from April/2014 to April/2015, from April /2012 to April/2013 and from Mach/201 to Ma /2011.</p> <p>Area of Operations: construction, construction and decorative materials.</p>	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<p><b>Itaúsa S.A.:</b> (Executive Director) Alternate Member of the Board of Directors since April/2009; Executive Vice- President since May/2022, having served as Vice-President from May/2021 to April/2022; Member of the Governance and People and Audit Committees since August/2022; Co- coordinator of the Sustainability and Risk Committee since August/2022 and Member since May/2021; Member of the Audit and Risk Commission since April/2017; member of the Capital Markets Commission since May/2009, of the Finance and Investment and the People and Ethics Commissions since April/2017, of</p>	

	<p>the Corporate Governance Committee since July/2020, and of the Sustainability Committee since June/2019. Area of operations: holding company.</p> <p><b>Itautec S.A. – Grupo Itautec:</b> Member do Board of Directors since April/2023, having served as Chairman from February/2010 to August/2019; Member of the Disclosure Committee from September/2010 to August/2019, Area of operations: non-financial holding company.</p>
Other societies or third-sector organizations:	<p><b>IBGC - Instituto Brasileiro de Governança Corporativa:</b> Member of the Board of Directors from March/2014 to March/2019, having served as Vice-Chair from march/2016 to March/2018 and as Chair from March/2018 to March/2019.</p>

<b>RODOLFO VILLELA MARINO</b>		
CPF	271.943.018-81	
Date of Birth	11.14.1975	
Profession	Business Administrator	
Elected by the Controlling Shareholder	Yes	
Independent Member	No	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Board of Directors</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	08.31.2009
<b>Sustainability Committee</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.11.2009
<b>People, Governance</b>	Elected position held	Member

<b>and Appointments Committee</b>	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	05.06.2020
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Member of the Board of Directors since April/2008 and Full Member since August/2009, Member of the People, Governance and Appointments Committee since May/2020, having also been a member from April/2018 to May/2019, and from November/2009 to May/2017, Chair of the Sustainability Committee from May/2019 to August de 2023 and member since November/2009; Member of the Audit and Risk Management Committee from November/2009 to March/2022, Member of the Disclosure and Trading Committee from May/2019 to May/2020, having also served from May/2017 to April/2018, from April/2015 to April/2016, from April/2013 to April/2014, from May/2011 to April/2012 and from November/2009 to April/2010 and Member of the Finance Committee from December/2021 to August/2023. Area of operations: Construction, Construction and Decorative Materials.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<p><b>Itaúsa S.A.:</b> (Executive Director) Full Member of the Board of Directors since April/11; Executive Vice-President since May/2022, having served as Vice-President from May/2015 to April/2022; Member of the Disclosure and Trading Committee (currently the Capital Markets Commission) since May/2009. Area of operations: holding company.</p> <p><b>Alpargatas S.A.:</b> Member of the Board of Directors since September/2017, Member of the Strategy and People Committees since October/2017, and Member of the Statutory Audit Committee since April/2018. Industry: textile and apparel.</p> <p><b>Copa Energia S.A.:</b> Alternate member of the Board of Directors since December/2020. Area of operations: liquefied petrol gas distribution.</p> <p><b>Aegea Saneamento e Participações S.A.:</b> Full Member of the Board of Directors since July/2021. Area of operations: Sanitation services.</p> <p><b>Rudric Ith Participações Ltda.:</b> Managing Director since April/2005. Area of operations: non-financial holding company.</p>	
Other societies or third-sector organizations:	<p><b>Fundação Itaú para Educação e Cultura:</b> Member of the Board of Curators since May/2019. Area of operations: Social rights defense organization.</p> <p><b>Instituto Unibanco:</b> Member of the Board of Directors since April/2014. Area of operations: Private-sector association.</p> <p><b>Instituto Itaúsa:</b> President since June/2023.</p>	

	<p><b>Instituto PDR:</b> Member of the Advisory and Fiscal Board since February/2014;</p> <p><b>Associação Pró-Dança:</b> Chair of the Advisory Board since September/2019. Area of operations: Private-sector association.</p> <p><b>Sociedade de Cultura Artística:</b> Member of the Advisory Board since June/2020. Area of operations: Association activities in the areas of culture and the arts.</p> <p><b>IBGC – Instituto Brasileiro de Governança Corporativa:</b> Member of the Sustainability Commission since August/2019. Area of operations: Social rights defense organization.</p> <p><b>IEDI - Instituto para Estudos do Desenvolvimento Industrial:</b> Member of the Board of Directors since August/2015. Area of operations: Social rights defense organization.</p> <p><b>Todos pela Educação:</b> Member of the Governance Council since April/2019. Area of operations: Education support activities, except for Caixa Escolar funds.</p> <p><b>Instituto Yandeh:</b> Member of the Fiscal Council since August/2017. Area of operations: Private-sector association.</p> <p><b>IBÁ – Instituto Brasileiro de Árvores:</b> Member of the Advisory Board since December/2017. Area of operations: Private-sector association.</p> <p><b>Young Presidents Organization - YPO/WPO:</b> Member since December/2011. Area of operations: Private-sector association.</p> <p><b>Associação Comunitária Despertar:</b> President since April/2020. Area of operations: Private-sector association.</p> <p><b>Todavia Livros:</b> Member of the Board of Directors since March/2018. Area of operations: wholesale trade of Books, newspapers and other publications.</p> <p><b>Tempo Livre PTE Ltda (“Cariuma”):</b> Member of the Board of Directors since December/2017;</p> <p><b>Instituto Alicerce Educação:</b> Director and Member of the Impact Committee since January/2021. Area of operations: Private-sector association.</p> <p><b>Livraria Dois Pontos Comércio Eletrônico S.A.:</b> Member of the Board of Directors since March/2021. Area of operations: Books publishing.</p>
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Concerning each member of the Company’s **Fiscal Council** whose election the controlling shareholders shall propose, we provide the following information from items 7.3 and 7.4 of the Reference Form – Attachment C of CVM Resolution No. 80/22:

<b>FELICIO CINTRA DO PRADO JÚNIOR</b>		
CPF	898.043.258-53	
Date of Birth	07.13.1954	
Profession	Engineer	
Elected by the Controlling Shareholder	Yes	
<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Fiscal Council</b>	Elected position held	Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.27.2023
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Alternate member of the Fiscal Council from April/2018 to April/2019 and since April/2023. Area of operations: Construction, Construction and Decorative Materials.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<b>Itaúsa S.A.:</b> Alternate Member of the Fiscal Council since April/2014. Area of operations: holding company.	
Other societies or third-sector organizations:	<b>Implamed Ltda:</b> Member of the Finance Committee since 2014 and of the Executive Board as CFO from 2014 to June/2022. Area of operations: Wholesale trade of medical, surgical, hospital and lab instruments and materials;	

<b>GUILHERME TADEU PEREIRA JÚNIOR</b>	
CPF	286.131.968-29
Date of Birth	12.10.1979
Profession	Business Administrator
Elected by the Controlling Shareholder	Yes
<b>Describe any of the following events taking place in the last 5 years:</b>	
i. Criminal conviction	None
ii. Conviction in an administrative	

proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Fiscal Council</b>	Elected position held	Chair
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	05.10.2018
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Chair of the Fiscal Council since April/2021, having served as member from April/2018 to April/2019. Area of operations: Construction, Construction and Decorative Materials.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<p><b>Itaúsa S.A.:</b> Full member of the Fiscal Council since December/2020, having also served from April/2018 to April/2019, and as alternate member from May/2019 to December/2020. Area of operations: non-financial holding company.</p> <p><b>Alpargatas S.A.:</b> effective member of the Fiscal Council from November/2018 to April/2019. Area of operations: textile and apparel.</p> <p><b>Aegea Saneamento e Participações S.A.:</b> Member of the Audit and Risk Committee since August/21. Area of operations: sanitation services.</p>	
Other societies or third-sector organizations:	<p><b>Minuto Corretora de Seguros S.A.:</b> COO from March/2020 to March/2022, CFO from August/2017 to February/2020, and financial planning and internal control areas consultant to companies in Brazil and the United States from August/2015 to July/2017. Area of operations: Insurance, supplementary pension and health care plans brokers and agents.</p> <p><b>Athie Wohnrath Associados, Projetos, Construção e Gerenciamento S.A.:</b> Chief Operating Officer since</p>	

<b>GUSTAVO AMARAL DE LUCENA</b>	
CPF	143.652.328-19
Date of Birth	08.10.1973
Profession	Economist and Accountant
Elected by the Controlling Shareholder	Yes
<b>Describe any of the following events taking place in the last 5 years:</b>	
i. Criminal conviction	None
ii. Conviction in an administrative	

proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Fiscal Council</b>	Elected position held	Alternate Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.28.2022
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Alternate Member of the Fiscal Council since April/2022. Area of operations: Construction, Construction and Decorative Materials.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:	<b>Itaúsa S.A.:</b> Alternate member of the Fiscal Council since April/2022. Area of operations: holding company.	
Other societies or third-sector organizations:	<p><b>OLX Group.:</b> VP of Governance, Risk and Internal Controls of OLX Brasil, permanent member of the Ethics, Crises and ESG Committees of OLX Brasil, coordinator of the Audit Committee of OLX Brasil (governance forum and shareholder accountability) since 2021. Area of operations: e-commerce.</p> <p><b>United Nations Organization Brazil:</b> permanent member of the Advisory Committee to the Transparência 100% Movement of the Global Compact, UNO Brazil.</p> <p><b>Deloitte Brazil:</b> Partner from 2012 to 2021, leading consultancy solutions in the areas of Governance, Internal Auditing, Regulatory Compliance, Risk Management, and Transformation of the Financial Area. Area of operations: audit &amp; assurance services.</p> <p><b>Tembici Participações S.A.:</b> Member of the Advisory Board since September/2023.</p> <p><b>Tangará Importação and Exportação S.A.:</b> Member of the Advisory Board since January/2024.</p>	

<b>JOSÉ CARLOS DE BRITO E CUNHA</b>	
CPF	286.405.947-91
Date of Birth	05.07.1951
Profession	Banker and Economist
Elected by the Controlling Shareholder	Yes

<b>Describe any of the following events taking place in the last 5 years:</b>		
i. Criminal conviction	None	
ii. Conviction in an administrative proceeding by the CVM, the Central Bank of Brazil or the Superintendence of Private Insurance, and the penalties applied		
iii. Any final court or administrative ruling suspending or barring engagement in any professional or commercial activity		
<b>Fiscal Council</b>	Elected position held	Alternate Member
	Date of Election	04.26.2024
	Date of Investiture	04.26.2024
	Term of office	Annual
	Initial date of the first term	04.27.2023
<b>Main professional experiences in the last 5 years</b>		
Issuer, Company or Dexco:	Full member of the Fiscal Council since April 2023.	
Entities under the control of a shareholder of the issuer with a direct or indirect equity interest of 5% or more of a single class or type of security of the issuer:		
Other societies or third-sector organizations:	Pontifícia Universidade Católica do Rio de Janeiro IAG – PUC-Rio Business School: Tutoring Professor and Learning Materials Author from February/2006 to February/2012.	

**7.5. Regarding the members of the Issuer's Board of Directors, marital relationship, civil union or kinship to the second degree are as follows:**

**a) Issuer's Management**

- Alex Laserna Seibel (appointed as an alternate member of the board) is the son of Hélio Seibel (full member of the board) and cousin of Andrea Laserna Seibel (appointed as a full member of the board).
- Ricardo Egydio Setubal (member of the board) is the brother of Alfredo Egydio Setubal (chairman of the board).

**b) issuer's management and (ii) management of direct or indirect subsidiaries of the issuer**

None.

**c) (i) managers of the issuer or its direct or indirect subsidiaries and (ii) directly or indirectly controlling shareholders of the issuer**

The Company's controlling group is made up of the Blocs signatory to the shareholders' Agreement:

- SEIBEL: Helio Seibel (Vice Chair of the Board), together with his brother Salo Davi Seibel, is a member of the Company's controlling bloc through companies that they and/or their funds manage. Andrea Laserna Seibel (nominated for effective member of the Board) is the daughter of Salo Davi Seibel and niece of Helio Seibel (Vice Chair of the Board), and cousin of Alex Laserna Seibel (nominated for alternate member of the Board CA), who is the son of Hélio Seibel (Vice Chair of the Board).
- ITAÚSA: (i) Alfredo Egydio Arruda Villela Filho (Deputy Chair of the Board) is the brother of Ana Lúcia de Mattos Barretto Villela and they are both members of the Company's controlling bloc through Itaúsa S.A.; (ii) Rodolfo Villela Marino (Member of the Board) and Ricardo Villela Marino are brothers and members of the Company's controlling bloc through Itaúsa S.A.; Rodolfo is also a manager of the indirectly controlling entity ESA; (iii) Alfredo Egydio Setubal (Chair of the Board), Ricardo Egydio Setubal (Member of the Board), Olavo Egydio Setubal Júnior, José Luiz Egydio Setubal, Maria Alice Setubal, Paulo Setubal Neto, Roberto Egydio Setubal are siblings and members of the Company's controlling bloc through Itaúsa S.A.;
- Paula Lucas Setubal (alternate member of the Board) is the daughter of Roberto Egydio Setubal and both are members of the Company's controlling bloc through Itaúsa S.A.

**d) (i) managers of the issuer and (ii) managers of the issuer's directly and indirectly controlling entities**

- Helio Seibel (Deputy Chair of the Board) is the father of Alex Laserna Seibel (nominated for alternate member of the Board) and they are both managers of the indirectly controlling entity HS Investimentos S.A.;
- Alfredo Egydio Arruda Villela Filho (Deputy Chair of the Board) and his sister Ana Lúcia de Mattos Barretto Villela are managers of indirectly controlling entity Itaúsa S.A.; Ana Lúcia de Mattos Barretto Villela is also a manager of indirectly controlling entity Companhia ESA;
- Rodolfo Villela Marino (Member of the CA) and his brother Ricardo Villela Marino are managers of directly controlling entity Itaúsa S.A.; Rodolfo Villela Marino is also a manager of indirectly controlling entity Companhia ESA;
- Alfredo Egydio Setubal (Chair of the Board) is the brother of Ricardo Egydio Setubal (Member of the CA) and Roberto Egydio Setubal, who are managers of directly controlling entity Itaúsa S.A.; e
- Paula Lucas Setubal (alternate member of the Board) is the daughter of Roberto Egydio Setubal, who is the brother of Alfredo Egydio Setubal and Ricardo Egydio Setubal; the last three of whom are managers of indirectly controlling entity Companhia ESA.

**7.6. With respect to the members of the Issuer's Board of Directors and Fiscal Council, subordination, service provision or control ties in the last 3 fiscal years, between them and: a) Direct or indirect subsidiaries of the issuer, with the exception of those where the issuer directly or indirectly holds an interest of 99 percent or more of equity stock; b) directly or indirectly controlling shareholders of the issuer; or c) Where relevant, a supplier, client,**

**obligor or creditor of the issuer, its subsidiaries or controlling entities, or subsidiaries of any of the former**

<b>FISCAL YEAR</b>	<b>ISSUER'S MANAGER</b>	<b>POSITION AT DEXCO</b>	<b>RELATED PARTY</b>	<b>TIE BETWEEN THE MANAGER AND THE RELATED PARTY</b>	<b>TYPE OF RELATED PARTY</b>
2021-2023	ALFREDO EGYDIO SETUBAL	Full Member of the Board of Directors (Chair)	Itaúsa S.A.	Control	Directly Controlling Shareholder
2021-2023	ALFREDO EGYDIO ARRUDA VILLELA FILHO	Full Member of the Board of Directors (Deputy Chair)	Itaúsa S.A.	Control	Directly Controlling Shareholder
2021-2023	HÉLIO SEIBEL	Full Member of the Board of Directors (Deputy Chair)	Ligna Florestal Ltda.	Control	Supplier
2021-2023	HÉLIO SEIBEL	Full Member of the Board of Directors (Deputy Chair)	HS Investimentos S.A.	Control	Directly Controlling Shareholder
2021-2023	HÉLIO SEIBEL	Full Member of the Board of Directors (Deputy Chair)	Léo Madeiras, Máquinas & Ferragens Ltda.	Control	Customer
2021-2023	HÉLIO SEIBEL	Full Member of the Board of Directors (Deputy Chair)	Melnick Even Desenvolvimento to Imobiliário S.A.	Subordination	Customer
2021-2023	ANDREA LASERNA SEIBEL	Full Member of the Board of Directors	Léo Madeiras Máquinas & Ferragens Ltda.	Subordination	Customer
2021-2023	RICARDO EGYDIO SETUBAL	Full Member of the Board of Directors	Itaúsa S.A.	Control	Directly Controlling Shareholder
2021-2023	RODOLFO VILLELA MARINO	Full Member of the Board of Directors	Itaúsa S.A.	Control	Directly Controlling Shareholder
2021-2023	ALEX LASERNA SEIBEL	Alternate Member do Board of Directors	HS Investimentos S.A.	Control	Directly Controlling Shareholder

2021-2023	<b>PAULA LUCAS SETUBAL</b>	Alternate Member do Board of Directors	Itaúsa S.A.	Control	Directly Controlling Shareholder
2021-2023	<b>ANA LÚCIA DE MATTOS BARRETTO VILLELA</b>	Alternate Member do Board of Directors	Itaúsa S.A.	Control	Directly Controlling Shareholder

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## **05.** MANAGEMENT COMPENSATION

**MANAGEMENT COMPENSATION**  
**(Item 8 of the Reference Form – Attachment C to CVM Instruction n 80/22)**

**8.1 Describe the compensation policy or practice of the Board of Directors, of the statutory and non- statutory Board of Officers, of the Fiscal Council, of the statutory Committees and of the Risk, Financial and Compensation Committees, addressing the following aspects:**

**a. objectives of the compensation policy or practice, informing if the compensation policy was formally approved, administrative body responsible for the approval, date of the approval and, in case the issuer discloses the policy, places on the worldwide computer network where the document can be found**

The Company's compensation policy, approved on April 28, 2021 by the Board of Directors and published on the website of the Securities and Exchange Commission, on B3 S.A. – Brasil, Bolsa, Balcão and on the Company's website (<https://ri.dex.co/>), aims to attract, retain and engage the best professionals, thus enabling the Company to achieve superior performance. Compensation is established and updated based on market research that considers large companies from different sectors, in order to keep the compensation package competitive.

In the case of the Company's Statutory and Non-Statutory Board of Officers the compensation package contemplates variable payment besides the monthly wages, what enables its members to share the risks relative to the business management and its results, allowing, therefore, for further alignment of interests between the Company's management and shareholders, in a joint effort to ensure its continuity.

In the Advisory Committees for the Board of Directors only the presidents and specialists are remunerated and the amount spent is taken into consideration in the overall annual budget of the Board of Directors approved in the General Shareholders' Meeting.

**b. practices and procedures adopted by the Board of Directors to define the individual compensation of the Board of Directors and Board of Officers, indicating:**

The individual compensation is evaluated annually, taking into consideration market wage practices (study developed in the first semester of each year) and the period's performance evaluation (performance conditioned to meritocracy).

**i. the issuer's management bodies and committees that participate in the decision-making process, identifying in which way they participate;**

The decision-making process is conducted by the Company's People, Governance and Appointments Committee, based on market positioning studies and performance evaluation.

**ii. criteria and methodology used for setting individual compensation, indicating if there is use of studies for verification of market practices, and, if positive, the comparison criteria and the scope of these studies**

We adopted the job pricing methodology or comparison of job content and based on this, we seek market practices through a business panel set for the year. The study aims to compare the earning potential of the RDA (Target Direct Compensation / Base Salary

+ Short Term Incentives Target + Long Term Incentive Target) from the Dexco's executives before the panel of the selected companies' executives.

### iii. how often and in what way the Board of Directors assesses the suitability of the issuer's compensation policy

The topic is evaluated annually by the Board of Directors based on the study described in sub-item "ii" above, conducted by the Company's People, Governance and Appointment Committee.

## **c. compensation breakdown, indicating:**

### i. description of the various elements of compensation, including, for each element

- *purposes and alignment with the issuer's short-, medium- and long-term interests*

Fixed compensation: Fixed compensation is defined by the monthly amount paid as fees to remunerate management of Dexco for the positions held.

The amounts paid as fees are usually aligned with the market's median, allowing thus the Company to direct significant part of the total compensation to the short- and long-term variable incentives.

Eligibility: Members of the Board of Directors and of the Company's Statutory and Non-Statutory Board of Officers, as well as presidents and specialists of the Advisory Committees for the Board of Directors.

Variable compensation: Consists of Short-Term Incentives and Long-Term Incentives (Stock Option Granting Plan, of August/2009 to December/2019, and the Long-Term Incentive Plan, from 2020 on).

The purpose of the Short-Term Incentives is to recognize and reward the members of the Statutory and Non-Statutory Board of Officers for the year's achievements (twelve (12) month period), encouraging them to achieve and overcome goals and results, according to individual performance, of the respective department, and of the company's overall performance.

According to the Long-Term Incentives Regulation approved in the General Meeting of the shareholders of 04.26.2019 as amended in the AGM/EGM of 04.30.2020 and 04.29.2021 (new ILP Plan), effective as of 2020, which replaces the Stock Option Granting Plan, approved in the General Meeting of the shareholders of 08.31.2009, and amended on 04.25.2012 (Option Plan), part of the Short-Term Incentives may be invested by the eligible participant/beneficiary of the "Matching" incentive according to the established terms.

Eligibility: Statutory and Non-Statutory Board of Officers

The purpose of the Long-Term Incentives, paid in accordance to the new ILP Plan, is to recognize and reward the members of the Statutory and Non-Statutory Board of Officers for the results obtained in periods of over one (01) year, integrating them in the Company's development on the medium and long term, and allowing them to participate in the increase in value that their work and dedication brought to the shares issued by Dexco.

The variable portion includes, as of fiscal year 2020, the Performance Shares and Matching incentives provided for in the regulations of the new ILP Plan, and of the total compensation of the managers to position the eligible ones in the company's P75 market strategy, it may represent around 25% of the total compensation package.

Since the new ILP Plan's regulation is effective from the fiscal year of 2020, it is important to highlight that the Option Plan is still contemplated and referenced as a Long-Term Incentive up to the fiscal year of 2019, as a result of the active grants as we shall verify below.

Benefits: Dexco's compensation package is further composed of a set of benefits that aim to improve the quality of life and provide management and their legal dependents adequate healthcare, supplementary retirement pension and life insurance group plans.

Eligibility: members of the Board of Directors (except the independents) and members of the Statutory and Non-Statutory Board of Officers.

Dexco has in place a People, Governance and Appointments Committee, that assesses the strategy and compensation to be adopted for recruiting, retaining, and engaging of new professionals, and which, subsequently, is approved by the Board of Directors.

The breakdown of the compensation set for Dexco's managers aligns with its short-, medium- and long-term interests, with fixed compensation reflecting the market median, with the fixed compensation plus short-term variable compensation capable of reaching the third market quartile. The variable portion is directly affected by results achieved in the short (12-month horizon) and long (more than one year) run. Overall, the Statutory Officers' total compensation package is made up 30-40 percent of the fixed portion. Consequently, 75-60 percent of it is variable, made up of short- and long-term incentives.

- *Percentage breakdown of total compensation in the last 3 fiscal years:*

FY 2023	Board of Directors	Statutory Officers	Fiscal Council
Fixed Compensation	99.9%	26.9%	100.0%
Short-Term Incentives	0.0%	45.3%	0.0%
Long-Term Incentives	0.0%	26.3%	0.0%
Benefits	0.1%	1.5%	0.1%
<b>TOTAL</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>

FY 2022	Board of Directors	Statutory Officers	Fiscal Council
Fixed Compensation	99.9%	29.6%	99.9%
Short-Term Incentives	0.0%	38.9%	0.0%
Long-Term	0.0%	29.9%	0.0%

Incentives			
Benefits	0.1%	1.5%	0.1%
<b>TOTAL</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>

FY 2021	Board of Directors	Statutory Officers	Fiscal Council
Fixed Compensation	99.9%	28.5%	100.0%
Short-Term Incentives	0.0%	45.0%	0.0%
Long-Term Incentives	0.0%	25.0%	0.0%
Benefits	0.1%	1.5%	0.0%
<b>TOTAL</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>

- *Calculation and adjustment method for each element of compensation*

The compensation paid by Dexco to its management is set according to the importance and relative weight of the position in the corporate structure and the positioning strategy before the market.

Adjustments occur periodically, if applicable, after undertaking compensation surveys carried out annually by companies specialized in the subject, through which the practiced values are compared by Dexco to the market and measured the level of competitiveness and necessity of adjustments to the amounts practiced.

These surveys cover all of the compensation elements.

- *Key performance indicators considered, including, as the case may be, ESG-related indicators*

The main performance indicators are linked to the Company's financial results, EBITDA and Free Cash Flow, in addition to specific projects and goals of each business area, and to a set of individual goals of each administrator, under the goals agreement model. Goals include ESG-related matters in pursuit of the Company's ESG Policy, which outlines the Sustainability strategy, the Governance framework and the approach to Social matters.

## ii. justification of the compensation breakdown

The current breakdown of compensation at Dexco aims to provide market attractiveness, retention, and the engagement of professionals relative to continuity and value creation for the Company. It, therefore, adopts a model that links recognition and reward to the achievement of significant results for the business.

## iii. presence of members not compensated by the issuer and the reason for this

All members of management are compensated.

## d. Presence of compensation supported by subsidiaries, or directly or indirectly controlling or controlled entities

Not applicable.

**e. Presence of any form of compensation or benefit tied to the occurrence of a certain corporate event, such as disposal of the issuer's controlling interest**

No compensation or benefit is tied to the occurrence of a certain corporate event.

**8.2. Concerning the compensation recognized in the results of the last three (03) fiscal years and the expected for the current fiscal year for the Board of Directors, the Statutory Board of Officers, and the Fiscal Council, prepare a table with the following contents <sup>2</sup>**

It is worth noting that the management's proposal for the overall compensation of the management board and fiscal council for the period from January to December 2024 is up to BRL 61.3 million, as presented below. We further emphasize that the amount actually paid as compensation to Management and the fiscal council in 2023 was BRL 52.6 million.

In addition, it is important to clarify that the amounts of share-based remuneration for the last three fiscal years and those forecast for 2024 are in line with the definition of share-based remuneration, paid in shares or cash, set out in Technical Pronouncement CPC 10 (R1), regardless of whether the Company's equity instruments were granted by the Company itself or by its shareholder. Regarding the 2024 fiscal year, in addition to the clarification above, it should be noted that the remuneration presented includes all the possibilities of variable remuneration for the current year for statutory management and considers the full occupation of all positions in statutory bodies.

Fiscal Year	12/31/2021
Total compensation (Brazilian Reais)	46.558.752

Corporate body	Total members	Total compensated members	Total body compensation
<b>Board of Directors</b>	12,75	12,75	<b>6.561.518</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
5.281.500,00	4.418,00	1.200.000,00	-
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
-	-	-	-	-
Description of other variable compensation (mandatory where the "Other" field has been completed)				

<sup>2</sup> The number of members in the following charts takes into account the term of office. In addition, the number of members of the Board of Directors includes the non-members of the Advisory Committees, in accordance with the Company's compensation policy, where applicable.

**OTHER COMPENSATION BENEFITS**

Post-employment	Termination/Resignation	Share-based (including options)
75.600,00	-	-
Notes		

Corporate body	Total members	Total compensated members	Total body compensation
<b>Statutory Officers</b>	8,83	8,83	<b>39.740.226</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
11.159.336,00	601.204,00	-	-
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
16.074.554,00	-	-	-	-
Description of other variable compensation (mandatory where the "Other" field has been completed)				

**OTHER COMPENSATION BENEFITS**

Post-employment	Termination/Resignation	Share-based (including options)
2.146.882,00	-	9.758.250,00
Notes		
Annual average calculated in accordance with Circular Letter CVM/SEP; Share-based compensation amounts appropriated in accordance with Technical Pronouncement CPC 10.		

Corporate body	Total members	Total compensated members	Total body compensation
<b>Fiscal Council</b>	3	3	<b>257.008</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
256.800,00	208,00	-	-
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
-	-	-	-	-
Description of other variable compensation (mandatory where the "Other" field has been completed)				

OTHER COMPENSATION BENEFITS		
Post-employment	Termination/Resignation	Share-based (including options)
-	-	-
Notes		

Fiscal Year	12/31/2022
Total compensation (Brazilian Reais)	<b>50.560.964</b>

Corporate body	Total members	Total compensated members	Total body compensation
<b>Board of Directors</b>	12,33	12,33	<b>6.242.204</b>

ANNUAL FIXED COMPENSATION			
Salary or fee	Direct and indirect benefits	Committee membership	Other
4.803.266,67	3.337,60	1.360.000,00	-
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

VARIABLE COMPENSATION				
Bonus	Profit sharing	Attendance at meetings	Commissions	Other
-	-	-	-	-
Description of other variable compensation (mandatory where the "Other" field has been completed)				

OTHER COMPENSATION BENEFITS		
Post-employment	Termination/Resignation	Share-based (including options)
75.600,00	-	-
Notes		

Corporate body	Total members	Total compensated members	Total body compensation
<b>Statutory Officers</b>	9	9	<b>43.918.683</b>

ANNUAL FIXED COMPENSATION			
Salary or fee	Direct and indirect benefits	Committee membership	Other
12.239.369,00	625.061,88	-	-
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

VARIABLE COMPENSATION				
Bonus	Profit sharing	Attendance at meetings	Commissions	Other
16.086.453,99	-	-	-	-
Description of other variable compensation (mandatory where the "Other" field has been completed)				

**OTHER COMPENSATION BENEFITS**

Post-employment	Termination/Resignation	Share-based (including options)
2.612.480,60	-	12.355.317,91
Notes		
Annual average calculated in accordance with Circular Letter CVM/SEP; Share-based compensation amounts appropriated in accordance with Technical Pronouncement CPC 10.		

Corporate body	Total members	Total compensated members	Total body compensation
<b>Fiscal Council</b>	3	3	<b>400.076</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
399.680,00	396,24	-	-
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
-	-	-	-	-
Description of other variable compensation (mandatory where the "Other" field has been completed)				

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
-	-	-	-	-
Description of other variable compensation (mandatory where the "Other" field has been completed)				

Fiscal Year	12/31/2023
Total compensation (Brazilian Reais)	<b>52.614.673</b>

Corporate body	Total members	Total compensated members	Total body compensation
<b>Board of Directors</b>	12,9	12,9	<b>6.328.152</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
4.844.000,00	3.218,17	1.405.333,33	-
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
Description of other variable compensation (mandatory where the "Other" field has been completed)				

**OTHER COMPENSATION BENEFITS**

Post-employment	Termination/Resignation	Share-based (including options)
75.600,00		
Notes		

Corporate body	Total members	Total compensated members	Total body compensation
<b>Statutory Officers</b>	8,7	8,7	<b>45.876.121</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
11.618.258,06	643.034,68	-	
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
19.546.565,68				
Description of other variable compensation (mandatory where the "Other" field has been completed)				

**OTHER COMPENSATION BENEFITS**

Post-employment	Termination/Resignation	Share-based (including options)
2.692.211,42		11.376.051,50
Notes		
The amounts of share-based remuneration are in line with the definition of share-based remuneration, paid in shares or cash, set out in CVM Resolution 97/22, which approved Technical Pronouncement CPC 10 (R1), regardless of whether the Company's equity instruments were granted by the Company itself or by its shareholder.		

Corporate body	Total members	Total compensated members	Total body compensation
<b>Fiscal Council</b>	3	3	<b>410.400</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
410.400,00			
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
Description of other variable compensation (mandatory where the "Other" field has been completed)				

**OTHER COMPENSATION BENEFITS**

Post-employment	Termination/Resignation	Share-based (including options)
Notes		

Fiscal Year	31/12/2024
Total compensation (Brazilian Reais)	<b>61.282.509</b>

Corporate body	Total members	Total compensated members	Total body compensation
<b>Board of Directors</b>	13	13	<b>6.649.893</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
5.077.641,60	3.226,94	1.493.424,00	
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
Description of other variable compensation (mandatory where the "Other" field has been completed)				

**OTHER COMPENSATION BENEFITS**

Post-employment	Termination/Resignation	Share-based (including options)
75.600,00		
Notes		

Corporate body	Total members	Total compensated members	Total body compensation
<b>Statutory Officers</b>	7	7	<b>54.206.990</b>

**ANNUAL FIXED COMPENSATION**

Salary or fee	Direct and indirect benefits	Committee membership	Other
10.537.661,97	509.376,59		
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

**VARIABLE COMPENSATION**

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
29.414.814,00				
Description of other variable compensation (mandatory where the "Other" field has been completed)				

OTHER COMPENSATION BENEFITS		
Post-employment	Termination/Resignation	Share-based (including options)
2.692.211,42		11.052.926,27
Notes		
Share-based remuneration amounts are in line with the definition of share-based remuneration, paid in shares or cash, set out in CVM Resolution 97/22, which approved Technical Pronouncement CPC 10 (R1), regardless of whether the Company's equity instruments were granted by the Company itself or by its shareholder. It should be noted that the remuneration presented includes all the possibilities of variable remuneration for the current year for statutory management and considers full occupation of all positions in statutory bodies.		

Corporate body	Total members	Total compensated members	Total body compensation
Fiscal Council	3	3	425.626

#### ANNUAL FIXED COMPENSATION

Salary or fee	Direct and indirect benefits	Committee membership	Other
425.625,84			
Description of other fixed compensation (mandatory where the "Other" field has been completed)			

#### VARIABLE COMPENSATION

Bonus	Profit sharing	Attendance at meetings	Commissions	Other
Description of other variable compensation (mandatory where the "Other" field has been completed)				

#### OTHER COMPENSATION BENEFITS

Post-employment	Termination/Resignation	Share-based (including options)
Notes		

### 8.3. Concerning the variable compensation of the last three (03) fiscal years and the expected for the current fiscal year of the Board of Directors, the Statutory Board of Officers, and the Fiscal Council, prepare a table with the following contents<sup>3</sup>

<sup>3</sup> The number of members in the following charts takes into account the term of office. In addition, the number of members of the Board of Directors includes the non-members of the Advisory Committees, in accordance with the Company's compensation policy, where applicable.

<b>Fiscal Year</b>	31/12/2021
--------------------	------------

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Board of Directors</b>	12,75	

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Statutory Officers</b>	8,83	8,83

**BONUS**

Minimum under the compensation plan	4.319.364
Maximum under the compensation plan	19.437.138
Amount under the compensation plan for attainment of established goals	12.958.092
Effectively recognized amount in the fiscal year at hand	16.074.554

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

<b>Fiscal Year</b>	31/12/2022
--------------------	------------

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Board of Directors</b>	12,33	

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Statutory Officers</b>	9	9

**BONUS**

Minimum under the compensation plan	974.841,00
Maximum under the compensation plan	27.356.874,00
Amount under the compensation plan for attainment of established goals	14.573.674,00
Effectively recognized amount in the fiscal year at hand	16.086.453,99

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

<b>Fiscal Year</b>	31/12/2023
--------------------	------------

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Board of Directors</b>	12,9	0

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Statutory Officers</b>	8,7	8,7

**BONUS**

Minimum under the compensation plan	853.519,00
Maximum under the compensation plan	22.920.266,25
Amount under the compensation plan for attainment of established goals	12.224.142,00
Effectively recognized amount in the fiscal year at hand	19.546.565,68

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	0

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

<b>Fiscal Year</b>	31/12/2024
--------------------	------------

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Board of Directors</b>	13	0

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Statutory Officers</b>	7	7

**BONUS**

Minimum under the compensation plan	878.138,00
Maximum under the compensation plan	29.414.814,00
Amount under the compensation plan for attainment of established goals	12.850.395,00
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**COMPENSATION BY BODY (Brazilian Reais)**

Corporate Body	Total Members	Total Compensated Members
	same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	0

**BONUS**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

**PROFIT SHARING**

Minimum under the compensation plan	-
Maximum under the compensation plan	-
Amount under the compensation plan for attainment of established goals	-
Effectively recognized amount in the fiscal year at hand	-

As explained in item 8.1, because the Board of Directors and Fiscal Council earn no variable compensation, no information is provided in this item regarding these bodies.

**8.4 Concerning the share-based compensation plan for the Board of Directors and Statutory Officers in force in the last fiscal year and expected for the ongoing fiscal year, describe:**

**a. general terms and conditions**

A The Company has approved a Share Options Award Plan ("Options Plan"), as approved at the General Meeting held 08.31.2009 and amended in 04.25.2012, within the compensation package in force in the past fiscal year at the time, which was made up of a monthly fixed component and a variable component made up of Short-term Incentives and Long-Term Incentives, to which awards in force thereunder apply.

Since fiscal year 2020, variable compensation has occurred under the Long-Term Incentive Regulation Plan approved at the General Meeting of 04.26.2019 and re-ratified in the General Meeting of 04.30.2020 ("New LTI Plan"), which replaced the Options Plan mentioned above.

The new LTI Plan as established by the Company and in force gives the Company's officers the right, observed the conditions established in the Plan, in the Company's by-laws and regulation in force, to subscribe Dexco's common shares, within the limit of the Company's authorized capital.

The operational rules and procedures relative to the new LTI Plan shall be proposed by a committee designated by the Company's Board of Directors for the purposes of the new LTI Plan ("People, Governance and Appointments Committee").

#### **b. date of approval and approving body**

Periodically, the People, Governance and Appointments Committee shall submit for approval of the Board of Directors the proposals relating to the application of the new Plan, including the nomination of to which executive officers shall be applied the Performance Shares and/or Matching incentives, as well as the respective number of shares to which they shall be entitled.

The shares shall be personal and non-transferable, except in cases of "causa mortis" succession.

There shall only be granting of shares on fiscal years when there has been obtained sufficient profits to allow the compulsory dividend distribution to the shareholders.

#### **c. maximum number of share covered**

Under the new LTI Plan, the total number of shares to be granted in each year shall not exceed the maximum limit of 0.5% of the Company's total of shares held by majority and minority shareholders on the as-of date of the previous year's balance sheet.

#### **d. maximum number of shares to be awarded**

Pursuant to the Options Plan, the total number of options to be awarded each year did not exceed, at the time, the maximum limit of 0.5% of the Company's total shares held by majority and minority shareholders as of the date of the previous year's closing balance sheet..

The new LTI Plan offers no options.

#### **e. share purchase conditions**

Options Plan (final award in 2019)

Once the vesting period was met, the option holder would notify the department responsible for managing Options Plan of the date on which they would exercise the options, with minimum advance of 48 hours.

Holders of more than one series of exercisable options could exercise, totally or partially, the options to which they were entitled.

Shares acquired under the Plan were eligible for dividends and other proceeds.

#### **New LTI Plan: Performance shares**

Within the scope of the Performance Shares Plan, shares issued by Dexco shall be transferred to the Executive Officers in case of achievement of performance goals based on Dexco's strategic planning for the period of 05 years.

The Performance goal shall be set by Dexco's People, Governance and Appointments Committee annually, and approved by the Board of Directors.

#### **New LTI Plan: Matching**

Dexco shall invite the Recipient to invest a percentage of the net short-term incentive (STI) received, purchasing Company shares.

The shares Matching shall be carried out in the following form: (i) upon completing four (04) years of investments, Dexco shall proceed with the transfer of 50% of the shares to the Beneficiary, only the transferred shares can be traded by the Beneficiary (ii) upon completing five (05) years of investments, Dexco shall complete the paying in of 100% of the Matching through the transfer of the remaining 50% of shares to the Beneficiary.

To have the right to the entirety of the Matching, the Beneficiary cannot trade the shares acquired by him in the time of the investment until the vesting period of five (05) years is complete, in other words, in case the Beneficiary sells the shares before the five-year term, he shall lose the right to the Matching.

The transfer is conditioned to the Beneficiary's continuance in Dexco and to the maintenance of the investment made through the purchase of the shares.

#### **f. purchase or strike price-setting criteria**

##### **Options Plan (final award in 2019)**

The strike price, to be paid to the Company, was fixed by the People, Governance and Appointments Committee on the granting of the option.

For the pricing of exercise of options in general, the People, Governance and Appointments Committee considered the average price for the Company's common shares in the trading sessions of B3, in the period of minimum five (05) and maximum ninety (90) trading sessions prior to the options granting date, and furthermore establishing the choice of adjustment of up to 30% increase or decrease in value.

The established prices are readjusted until the month prior to the exercise of the option by the IGP-M index or, in its absence, by the index that the People, Governance and

Appointments Committee appoints, it having to be paid in term equal to the one in force for the settlement of transactions in B3.

**New LTI Plan: Performance shares**

No exercise of applies: shares are transferred after the vesting period in its full value on the moment of transference. The reference value for the granting of the shares is the average value of the last thirty (30) trading session in B3.

**New LTI Plan: Matching**

None.

**g. vesting period setting criteria**

**Options Plan (last awarded in 2019)**

The options, without prejudice to the term of validity, could only be exercised after the vesting period and not in the suspension period established by the People, Governance and Appointments Committee.

The vesting period of each set was appointed by the People, Governance and Appointments Committee in the issue date, its duration being able to vary between the deadlines of AE+1 year and AE+5 years, being AE the calendar year of issue, in a way that the vesting period always ended in the last calendar year of that term.

The vesting period shall be extinguished if the holder's relationship with the Company is terminated in accordance to the conditions foreseen or in the event of his/her death.

The periods of suspension of the option exercise were determined, as needed, to organize the subscriptions.

**New LTI Plan: Performance shares**

No exercise applies, as shares are transferred after the vesting period at their full value at the time of the transaction. The reference value for the granting of the shares is the average value for the last thirty (30) trade sessions in B3.

Vesting period: five (05) years from the date of granting.

**New LTI Plan: Matching**

None.

Vesting period: 50% of the shares transferred to the executive officer that completes four (04) years from the granting and another 50% upon completing five (05) years of the granting.

**h. settlement method**

**Options Plan (last awarded in 2019)**

The Options remain in force for the period that the People, Governance and Appointments Committee sets on the moment of their granting, automatically becoming extinct in the end of the term.

The force of each series starts on the date of the respective issue and finishes at the end of a period that may vary between the minimum of AE+5 years and the maximum of AE+10 years, where AE (year of issue) shall be the calendar year of issue, so that the force shall always end on the last business day of the calendar year of this term.

#### **New LTI Plan: Performance shares**

No settlement applies, as shares are transferred after the vesting period at their full value at the time of the transfer.

#### **New LTI Plan: Matching**

None settlement applies.

### **i. restrictions on share transfers**

#### **Options Plan (final award in 2019)**

Holders could freely dispose of half the shares subscribed by means of exercising an option.

The other half is not disposable for a 2-year term, counted from the date of the exercise of the option, endorsing this unavailability in form and for the intended purposes of article 40 of Law No. 6,404, of 12.15.1976.

The non-disposability of half of the submitted shares did not apply to the subscription of shares upon the exercise of the option in the last semester of the period of validity.

At the beginning of the last semester of the grant's validity, all the shares were unavailable until their release.

The non-disposability of half of the exercised shares did also not apply to the subscribed shares, at any time, for the holder whose ties with the Company had been terminated in the conditions foreseen in the plan or by a deceased holder's successor.

The non-disposable shares were released if and when the termination occurs in the conditions foreseen or in the event of the death of the holder.

#### **New LTI Plan: Performance shares**

Once the vesting period has run its course, no transfer restrictions apply.

#### **New LTI Plan: Matching**

Once the vesting period has run its course, no transfer restrictions apply.

### **j. criteria and events whose occurrence shall cause the plan to be suspended, amended or terminated**

#### **Options Plan (final award in 2019)**

To preserve the purpose of the Options Plan, the quantity of granted options and not yet exercised, or its exercise price, could be adjusted up or down with a view to reestablish the original granted value, when the Company share's level of quotation in B3 was altered in a significant form, due to decisions of the Company's Board of Directors and in General Meeting of the shareholders about the unfolding, grouping and share bonus; (b) issuing of high quantity of shares for capital increase; (c) dividend distribution, remunerative interest of the capital and/or cash bonus, in exceptional amounts; (d) merger, incorporation, disposal or acquisition of the control of large institutions; (e) other procedures of a similar nature and relevance.

The People, Governance and Appointments Committee submitted adjustment proposals to the Board of Directors for approval.

#### **New LTI Plan: Performance shares**

There shall only be shares awards for the years that have cleared enough profit to allow the minimum mandatory dividend distribution to the shareholders.

#### **New LTI Plan: Matching**

There shall only be a Matching option, which is the purchase of shares by the officers, if there is payment of the variable compensation, where he/she can dispose of 25% to 75% (according to his/her level) to purchase the shares.

#### **k. effects of the departure of the administrator from the administrative bodies over his/her rights foreseen in the action-based compensation plan**

##### **Options Plan (final award in 2019)**

Options whose holder's ties with the Company and/or controlled companies are severed shall be deemed terminated for all intents and purposes. Options held by Executive Officers terminate on the date they vacate their position, whether voluntarily or at the initiative of the body that elected them.

The Board of Directors may or may not approve termination of the Options where termination of the officer occurs due to non-reelection. In this case, options held by beneficiary can be exercised up until the end of their force, or within 3 years from the date of the termination, whichever happens first.

In case of death of the Option holder before the termination, their successors may exercise the option until the end of their validity, or within a 3-year period from the date of death, whichever happens first.

If they become deceased after the termination, the successors may exercise the options during their validity.

#### **New LTI Plan: Performance shares**

In case of termination without cause or non-reelection to the position, from the 37th month, an officer shall receive, after the period of 5 years, shares in proportional number to the period worked. Voluntary termination shall lead to the loss of the right to the shares irrespective of the time passed.

## New LTI Plan: Matching

In case of termination without cause or non-reelection to the position, from the 13th month of the awarding, an officer shall have a right to pro-rated Matching to be settled at the end of the 5th year. Voluntary resignation shall cause loss of the right to Matching.

The new LTI Plan is an essential and material portion of the total managers' compensation to position those eligible in line with the Company's P75 strategy, and may represent approximately 25% of the total compensation package.

### 8.5. Share-based compensation (call options)

As concerns share-based compensation in the shape of share options, recognized in the last 3 fiscal years and expected for the ongoing fiscal year, for the Board of Directors and Statutory Board of Officers, prepare a table with the following contents:

Fiscal year	31/12/2021
-------------	------------

#### Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Board of Directors</b>	12,75	0

#### Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)

#### Weighted average strike price of each of the following groups of options

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

#### Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Statutory Officers</b>	8,83	8,83

#### Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)

#### Weighted average strike price of each of the following groups of options

Outstanding at the beginning of the fiscal year	N/A
Lost and expired during the fiscal year	269.410
exercised during the fiscal year	N/A

#### Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	0

#### Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)

#### Weighted average strike price of each of the following groups of options

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

Fiscal year	31/12/2022
-------------	------------

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Board of Directors</b>	12,33	0

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Statutory Officers</b>	9	9

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	N/A
Lost and expired during the fiscal year	682.931
exercised during the fiscal year	-

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	0

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

Fiscal year	31/12/2023
-------------	------------

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Board of Directors</b>	12,9	-

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Statutory Officers</b>	8,7	8,7

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

0,29

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	15,55
Lost and expired during the fiscal year	N/A
exercised during the fiscal year	N/A

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	-

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

Fiscal year	31/12/2024
-------------	------------

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Board of Directors</b>	13,00	-

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Statutory Officers</b>	7	7

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

0,29

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	15,03
Lost and expired during the fiscal year	N/A
exercised during the fiscal year	N/A

Share-based compensation - call options

Corporate Body	Total members	Total compensated members
	Same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	-

**Potential dilution in the event of the exercise of all outstanding options (max. 7 characters)**

--

**Weighted average strike price of each of the following groups of options**

Outstanding at the beginning of the fiscal year	-
Lost and expired during the fiscal year	-
exercised during the fiscal year	-

As explained in item 8.1, the Board of Directors and Fiscal Council earn no variable compensation and therefore no information is provided in this item regarding these bodies.

**8.6 Concerning each call option awards had in the last three fiscal years and expected for the ongoing fiscal year, for the Board of Directors and Statutory Officers, prepare a table with the following contents:**

No call options were awarded in the last 3 fiscal years, the final options award took place in 2019.

**8.7 Outstanding options held by the Board of Directors and the Statutory Officers at the end of the last fiscal year**

Concerning outstanding options held by the Board of Directors and the Statutory Board of Officers at the end of the last fiscal year, prepare a table with the following contents:

**Outstanding options at the end of the fiscal year ending 12/31/2023 in connection with awards made in 2016, 2018 and 2019**

	2016	2018	2019
	<b>Statutory Officers</b>		
<b>Total members</b>	11,00	9,00	9,17
<b>Total compensated members</b>	11,00	9,00	9,17
<b>Options not yet subject to exercise<sup>1</sup></b>			
Quantity	The company has no options not subject to exercise		
Date on which they will become exercisable			
Exercise deadline			
Vesting period on share transfer			
Weighted average strike price			
Fair value of the options on the last day of the fiscal year			
<b>Exercisable options</b>			
Quantity <sup>2</sup>	-	555.387	1.378.783
Exercise deadline	12/31/2024	12/31/2026	12/31/2027
Vesting period on share transfer	2 years for 50%	2 years for 50%	2 years for 50%
Weighted average strike price	R\$ 10,60	R\$ 15,14	R\$ 14,91
Fair value of the options on the last day of the fiscal year	R\$ 4,00	R\$ 5,19	R\$ 5,17
Fair value of all options on the last day of the fiscal year	R\$ 0,0	R\$ 2.882.456,2	R\$ 7.128.307,6

<sup>1</sup> No "options not subject to exercise" exist

<sup>2</sup> Considering 2021 and 2022 bonuses to update the number of shares under the 2018 and 2019 Attock Option awards

As explained in item 8.1, the Board of Directors and Fiscal Council earn no variable compensation and therefore no information is provided in this item regarding these bodies.

### 8.8 Options exercised and shares delivered

**As concerns options exercised in connection with the share-based compensation of the Board of Directors and the Statutory Board of Officers in the last 3 fiscal years, prepare a table with the following contents:**

In fiscal years 2021, 2022 and 2023, there has been no exercise of options awarded by the Company to the statutory officers.

As explained in item 8.1, the Board of Directors and Fiscal Council earn no variable compensation and therefore no information is provided in this item regarding these bodies.

### 8.9 Share-based compensation to be awarded to beneficiaries

**As concerns share-based compensation in the shape of shares to be delivered directly to beneficiaries and recognized in the last three fiscal years and expected for the ongoing fiscal year, for the Board of Directors and the Statutory Board of Officers, prepare a table with the following contents:**

STATUTORY OFFICERS	Shares				
	Year of the award of shares	2021	2022	2023	2024 EXPECTED
Total members (1)		8,83	9,00	8,70	7,00
Total compensated members (2)		8,83	9,00	8,70	7,00
Potential dilution in the event of the exercise of all shares awarded		0,08%	0,12%	0,13%	0,15%

(1) Number of active Statutory Officers on the roster on the date of the award

(2) Number of Officers with shares awarded on the last day of the fiscal year

Awards booked pursuant to CPC10.

This item does not apply to the Board of Directors, which earns no variable compensation. The number of members in the following chart takes into account the term of office.

### 8.10 Shares awarded

**Concerning each award of shares made in the last 3 fiscal years and expected for the ongoing fiscal year, for the board of directors and the statutory officers, prepare a table with the following contents:**

**Shares awarded – awards made in April 2021, April 2022 and April 2023, and expected for April, 2024**

		FORECAST			
		2021	2022	2023	2024
	Board of Directors	Statutory Officers			
Total members (1)		8,83	9,00	8,70	7,00
Total compensated members (2)		8,83	9,00	8,70	7,00
Date of the award		4/1/2021	4/1/2022	4/1/2023	4/1/2024
Number of shares awarded		501.438	878.584	1.077.368	1.226.125
Vesting period		4/1/2025	4/1/2026	4/1/2027	4/1/2028
Maximum share delivery period		4/1/2025	4/1/2026	4/1/2027	4/1/2028
No-trade period		4 years	4 years	4 years	4 years
Fair value of the shares on the date of the award		18,61	13,74	6,23	8
Number of shares awarded multiplied by the fair value of shares on the date of the award		9.331.756	12.071.748	6.712.003	9.809.000

(1) Number of active members of the Statutory Board on the grant date

(2) Number of directors who had options granted on the last day of the financial year.

The grants were recognized in accordance with CPC10.

This item does not apply to the Board of Directors and Fiscal Council as they earn no variable compensation. The number of members in the table below considers the term of office.

### 8.11 Shares delivered in connection with share-based compensation of the Board of Directors and Statutory Officers.

No shares have actually been delivered to the Statutory Officers in the last three fiscal years. The grants delivered in the years 2021, 2022 and 20223 are still in the vesting period, so that only shares associated with the end of the term of office of 4 executives were delivered in 2023, as shown in the table below. Furthermore, as described in item 8.1, the Board of Directors and the Fiscal Council are not eligible for variable remuneration, and therefore have no information to be reported in this item.

#### SHARES DELIVERED - FISCAL YEAR ENDING 12/31/2023

	Board of Directors	Statutory Officers
Total members	12,9	8,7
Total compensated members <sup>1</sup>	0	4
Total shares	0	255.267
Weighted average price of purchase	0	12,81
Weighted average market price of the shares purchased	0	6,50
Total shares purchased times the difference between the weighted average price of purchase and the weighted average market price of the shares purchased	0	1.610.735

<sup>1</sup> 4 executives received shares for completion of their terms of office as defined in the LTI program

### 8.12 Shares/options pricing

**Brief description of the necessary information to understand the data published on items 8.5-8.11, such as the explanation of the pricing methodologies of the value of the shares and of the options, indicating at least:**

#### a. pricing model

The grants made under the ruling of the Stock Options Award Plan in effect until the end of 2019 (“Options Plan”), Dexco used the binomial model for the options that required the existence of two possible asset price behavior tracks - one ascending and the other descending. In this manner, a tree was drawn with the price tracks so that the share value could be determined in a future date, based on the volatility defined and on the timeframe on the tree from the moment of pricing up to date of expiry. The pricing process of this model was made through the Backward Induction method, from the latest expiration point to the starting point.

For the Performance Shares and Matching plans, the detailed information can be found in item 8.4.

**b. data and assumptions used in the pricing model, including average price of the shares, exercise price, expected volatility, timeframe until the expiry of the option, expected dividends, and risk-free interest rate**

The binomial pricing model used in the Options Plan took account of the underlying asset’s price, strike price, volatility, return rate of the dividends, risk-free rate, vesting period, expiration period, as well as the following assumptions:

- Underlying Asset Price: the price of the Dexco shares (DXCO3) used in the calculation was the closing price at B3;
- Strike Price: as the exercise price of the option, the previously defined exercise price at the time of the issuance was used, with monetary update made based on the IGP-M variation;
- Expected Volatility: calculated based on the standard deviation history of the last 365 daily feedbacks of the DXCO3 share closings, published by B3, with monetary update made based on the IGP-M variation;
- Dividends Rate: 2% rate was used;
- Risk-Free Interest Rate: the risk-free rate used was the IGP-M coupon;
- Option life: the option life was established at the time of its issuance;
- Vesting period of the option: the vesting period of the option was established when it was issued.

Detailed information on the Performance Shares and Matching plans can be found in item 8.4.

**c. method and assumptions used to incorporate the expected effects of early exercise**

Dexco’s Options Plan in effect until the end of 2019 provided for a vesting period for each series granted that could vary between 1 and 5 years, counting from the year the option was issued. Up to the end of the vesting period, the exercise of the option was not permitted. The vesting period was defined at the moment the series of options were issued. Since the end of the vesting period, the option could be exercised at any moment until the end of the fixed effective timeframe. The pricing of the options made through the binomial tree took under consideration their vesting period.

Not applicable to the Performance Shares and Matching plans.

**d. expected volatility determination method**

Expected volatility: calculated as the standard deviation over the history of the last 365 daily returns of the closing prices of the DXCO3 share, adjusted by the IGP-M.

Not applicable to the Performance Shares and Matching Plans

**e. whether or not measurement of the options' fair value includes any other features**

The historic series was adjusted for stock splits, bonus shares and reverse splits.

Not applicable to the Performance Shares and Matching. plans

**8.13 – Equity interests by corporate body**

Inform the number of shares and other share-convertible securities issued in Brazil or abroad by the issuer, its directly or indirectly controlling shareholders, subsidiaries or joint ventures held by members of the Board of Directors, Statutory Board of Officers or members of the Fiscal Council, grouped by corporate body.

The table below shows the total securities of the Company and its Controlling shareholder as of December 31, 2023:

	Class	Board Directors <sup>1</sup>	of Fiscal Council	Statutory Officers <sup>2</sup>
<b>Issuer</b>				
Dexco S.A.	Common Shares	105,729,288	471,006	2,615,319
<b>Controlling Shareholder</b>				
Itaúsa S.A.	Common Shares	738,765,104	-	-
	Preferred Shares	379,007,928	-	2,882
<b>Total</b>		<b>1,223,502,320</b>	<b>471,006</b>	<b>2,618,201</b>

1. Includes the position of controlling shareholders with seats in the Board of Directors

2. Information concerning only Statutory Officers of Dexco, and not persons bound thereto.

**8.14 Retirement plans**

**Concerning the retirement plans in force awarded to members of the Board Of Directors and the Statutory Board of Officers, provide the following information as a table:<sup>4</sup>**

<sup>4</sup> The number of members in the following charts takes into account the term of office. In addition, the number of members of the Board of Directors includes the non-members of the Advisory Committees, in accordance with the Company's compensation policy, where applicable.

a. corporate body	<b>Board of Directors</b>	<b>Statutory Officers</b>
b. total members	12,9	8,7
c. total compensated members	12,9	8,7
d. plan name	Plano PAI-CD	
e. number of managers eligible for retirement	1	3
f. early retirement conditons	For early retirement, participants must meet the following requirements: 1. Minimum 55 years of age; 2. Minimum 10 years with the plan; and 3. no active term of office or employment ties with the sponsors	
g. restated amount of the contributions accumulated under the social security supplementation plan until the end of the fiscal year, minus the portion associated with contributions made directly by managers	4.889.819	29.863.951
h. total accumulated amount of contributions made in the last fiscal year, minus the portion associated with contributions made directly by managers	75.600	2.123.457
i. whether early redemption is permitted and under what conditions	Early redemption of contributions is not permitted	

## 8.15 Minimum, average and maximum compensation

Prepare a table showing for the last 3 fiscal years, and in connection with the Board of Directors, Statutory Board of Officers and the Fiscal Council <sup>5</sup>

Fiscal Year	12/31/2021
-------------	------------

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Board of Directors</b>	12,75	12,75

Highest compensation (Brazilian Reais)	1.080.083,00
Lowest compensation (Brazilian Reais)	178.583,00
Valor médio da remuneração (reais)	514.629,00

### Notes

Annual average calculated pursuant to Circular Letter/CVM/SEP in line with item 8.2; Highest compensation amount: the member in question served for the 12 months of 2021; Lowest individual compensation amount: Excludes members of the Board of Directors serving for less than 12 months in 2021; Board of Directors: the Highest, lowest and average individual annual compensation considers the sum of fixed compensation for serving in the Board of Directors and Advisory Committees, in addition to the benefits supported by the Company.

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Statutory Officers</b>	8,83	8,83

Highest compensation (Brazilian Reais)	14.799.429,00
Lowest compensation (Brazilian Reais)	2.333.507,00
Valor médio da remuneração (reais)	4.498.893,00

### Notes

Annual average calculated pursuant to Circular Letter/CVM/SEP in line with item 8.2; Highest compensation amount: the member in question served for the 12 months of 2021; Lowest individual compensation amount: Excludes members of the Board of Directors serving for less than 12 months in 2021; Statutory Officers: Highest, lowest and average fixed and variable compensation and benefits supported by the Company.

<sup>5</sup> The number of members in the following charts takes into account the term of office. In addition, the number of members of the Board of Directors includes the non-members of the Advisory Committees, in accordance with the Company's compensation policy, where applicable.

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	3
Highest compensation (Brazilian Reais)		85.669,00
Lowest compensation (Brazilian Reais)		85.669,00
Average compensation (Brazilian Reais)		85.669,00

#### Notes

Annual average calculated pursuant to Circular Letter/CVM/SEP in line with item 8.2; Highest compensation amount: the member in question served for the 12 months of 2021.

Fiscal Year	12/31/2022
-------------	------------

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Board of Directors</b>	12,33	12,33
Highest compensation (Brazilian Reais)		1.080.000,00
Lowest compensation (Brazilian Reais)		180.000,00
Average compensation (Brazilian Reais)		409.091,00

#### Notes

Annual average calculated pursuant to Circular Letter/CVM/SEP in line with item 8.2; Highest compensation amount: the member in question served for the 12 months of 2022; Lowest individual compensation amount: Excludes members of the Board of Directors serving for less than 12 months in 2022; Board of Directors: the Highest, lowest and average individual annual compensation considers the sum of fixed compensation for serving in the Board of Directors and Advisory Committees, in addition to the benefits supported by the Company.

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Statutory Officers</b>	9	9
Highest compensation (Brazilian Reais)		14.984.243,00
Lowest compensation (Brazilian Reais)		2.359.298,80
Average compensation (Brazilian Reais)		4.819.140,20

#### Notes

Annual average calculated pursuant to Circular Letter/CVM/SEP in line with item 8.2; Highest compensation amount: the member in question served for the 12 months of 2022; Lowest individual compensation amount: Excludes members of the Board of Directors serving for less than 12 months in 2022; Statutory Officers: Highest, lowest and average fixed and variable compensation and benefits supported by the Company.

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	3
Highest compensation (Brazilian Reais)		136.811,07
Lowest compensation (Brazilian Reais)		136.811,07
Average compensation (Brazilian Reais)		136.811,07

#### Notes

Annual average calculated pursuant to Circular Letter/CVM/SEP in line with item 8.2; Highest compensation amount: the member in question served for the 12 months of 2022.

Fiscal Year	12/31/2023
-------------	------------

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Board of Directors</b>	12,9	12,9
Highest compensation (Brazilian Reais)		1.080.000,00
Lowest compensation (Brazilian Reais)		180.000,00
Average compensation (Brazilian Reais)		490.554,38

**Note**

The value of the lowest individual remuneration disregards the members of the Board of Directors who served for less than 12 months in 2023, in accordance with Circular Letter/CVM/SEP 2024. It should be noted that, during 2023, 12 directors served for 12 months. The information presented in the highest remuneration and average remuneration fields follows the guidelines described in item 8.2.

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Statutory Officers</b>	8,7	8,7
Highest compensation (Brazilian Reais)		18.637.932,25
Lowest compensation (Brazilian Reais)		2.824.435,25
Average compensation (Brazilian Reais)		5.293.398,62

**Note**

The value of the lowest individual remuneration disregards the members of the Statutory Executive Board who served for less than 12 months in 2023, in accordance with Circular Letter/CVM/SEP 2024. It should be noted that, during 2023, 5 directors served for 12 months. The information presented in the highest remuneration and average remuneration fields follows the guidelines described in item 8.2.

Corporate Body	Total members	Number of compensated members
	Same as disclosed in item 8.2	
<b>Fiscal Council</b>	3	3
Highest compensation (Brazilian Reais)		136.800,00
Lowest compensation (Brazilian Reais)		136.800,00
Average compensation (Brazilian Reais)		136.800,00

**Note**

Annual average calculated pursuant to Circular Letter/CVM/SEP in line with item 8.2; Highest compensation amount: the member in question served for the 12 months of 2023.

## 8.16 Compensation/indemnity mechanisms

**Describe any contractual arrangements, insurance policies or other instruments establishing compensation or indemnity mechanisms for managers in the event of removal from office or retirement, indicating the financial consequences thereof for the issuer**

No agreements, insurance policies or other instruments exist that structure compensation or indemnity mechanisms for managers in the event of removal or retirement.

### 8.17 Related parties' percentage share of compensation

**For last three (3) fiscal years and forecasts for the ongoing fiscal year, indicate the percentage of each body's total compensation as recognized in the issuer's results paid to members of Board of Directors, Statutory Board of Officers or members of the Fiscal Council who are related parties to the controllers, directly or indirectly, as defined by the applicable accounting rules**

The table below shows the percentage of the total compensation of the Board of Directors and Statutory Officers and Fiscal Council recognized in the Company's P&L and associated with related parties:

FY 2024 - FORECAST	Board of Directors	Fiscal Council	Statutory Officers
Related parties to the controlling shareholders(%)	53,03%	0,00%	0,00%

FY 2023	Board of Directors	Fiscal Council	Statutory Officers
Related parties to the controlling shareholders(%)	53,77%	0,00%	0,00%

FY 2022	Board of Directors	Fiscal Council	Statutory Officers
Related parties to the controlling shareholders(%)	53,22%	0,00%	0,00%

FY 2021	Board of Directors	Fiscal Council	Statutory Officers
Related parties to the controlling shareholders(%)	51,84%	0,00%	0,00%

Only members of the Board of Directors who are also part of the Company's Controlling Group are being considered.

### 8.18 Compensation – Other positions

**Concerning the last 3 fiscal years and the current fiscal year's forecast, indicate the values identified in the results of the issuer as compensation of the members of the Board of Directors, of the Statutory Board of Officers or of the Fiscal Council, grouped by administrative body, for exercising activities other than those of their position, such as participating in commissions and providing consulting or advisory services**

In the last 3 years, no amounts have been recognized in Dexco's P&L as compensation to members of the Board of Directors ("Board"), the Statutory Officers, members of the Fiscal Council, or members of the Advisory Committees to the Board that for any reason might be associated with duties other than those of the positions they hold.

For the ongoing fiscal year, no amounts are expected to be paid for other duties they may perform.

## 8.19 Recognized compensation of the controlling shareholder/subsidiaries

**For the last 3 fiscal years and the current fiscal year's forecast, indicate amounts recognized in the P&L of directly or indirectly controlling shareholders, joint ventures or subsidiaries of the issuer, such as compensation to members of the Board of Directors, the Statutory Board of Officers, or members of the fiscal council, grouped by corporate body and specifying why such amounts were allocated to such individuals**

In the last 3 fiscal years, no amounts have been recognized in the P&L of directly or indirectly controlling shareholders, joint ventures or subsidiaries of the issuer as compensation paid to members of the Company's Board of Directors, Statutory Board of Officers or Members of the Fiscal Council.

For the ongoing fiscal year, no amounts are expected to be recognized in the P&L of directly or indirectly controlling shareholders, joint ventures or subsidiaries of the issuer as compensation paid to members of the Company's Board of Directors, Statutory Board of Officers or Fiscal Council

## 8.20 Other material information

Supplementing the information provided in item 8.2., which discusses the overall compensation of managers and members of the fiscal council net of social charges owed by the employer, and in line with the recommendations of Official Circular Letter/CVM/SEP 2023, we emphasize below the amount of applicable social charges for which the Company is responsible.

FY 2024 – EXPECTED	Board of Directors	Statutory Officers	Fiscal Council	TOTAL
Global Compensation	6,571,066	39,952,476	425,626	46,949,167
INSS on Fixed Compensation	1,314,213	2,107,532	85,125	3,506,871
INSS on Variable Compensation	-	5,882,963	-	5,882,963
<b>TOTAL INSS</b>	<b>1,314,213</b>	<b>7,990,495</b>	<b>85,125</b>	<b>9,389,833</b>

FY 2023	Board of Directors	Statutory Officers	Fiscal Council	TOTAL
Global Compensation	6,249,333	31,164,824	410,400	37,824,557
INSS on Fixed Compensation	1,249,867	2,323,652	82,080	3,655,598
INSS on Variable Compensation	-	3,909,313	-	3,909,313
<b>TOTAL INSS</b>	<b>1,249,867</b>	<b>6,232,965</b>	<b>82,080</b>	<b>7,564,911</b>

FY 2022	Board of Directors	Statutory Officers	Fiscal Council	TOTAL
Global Compensation	6,163,267	28,325,822	399,680	34,888,769
INSS on Fixed Compensation	1,232,653	2,447,874	79,936	3,760,463
INSS on Variable Compensation	-	3,217,291	-	3,217,291
<b>TOTAL INSS</b>	<b>1,232,653</b>	<b>5,665,164</b>	<b>79,936</b>	<b>6,977,754</b>

FY 2021	Board of Directors	Statutory Officers	Fiscal Council	TOTAL
Global Compensation	6,481,500	28,735,224	256,800	35,473,524
INSS on Fixed Compensation	1,296,300	2,231,867	51,360	3,579,527

<b>INSS on Variable Compensation</b>	-	3,515,178	-	3,515,178
<b>TOTAL INSS</b>	1,296,300	5,747,045	51,360	7,094,705

Additionally, concerning item 8.15 (Minimum, average and maximum compensation), the amount named in “highest share-based compensation” of the Statutory Officers concerns that of the Company’s CEO for the period at hand.

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## **06.** TEMPLATE POWER OF ATTORNEY

## Template Power of Attorney

By this power of attorney, [SHAREHOLDER'S NAME], [NATIONALITY], [MARITAL STATUS], [PROFESSION], id Card No [●]/[ISSUER], Taxpayer ID (CPF) [●], with address at [FULL ADDRESS], hereby appoints as proxy Mr./Ms. [PROXY NAME], [NATIONALITY], [MARITAL STATUS], [PROFESSION], ID Card No. [●]/[ISSUER], Taxpayer ID (CPF) [●], with address at [FULL ADDRESS], with specific powers to represent the giver of the power of attorney as a shareholder of Dexco S.A. ("Company"), at the Company's Annual General Meeting to be held April 26, 2024, at 3:00 p.m., in exclusively digital format ("General Meeting").

The recipient of powers shall attend the General Meeting as proxy to the giver of powers, exercising the voting rights to which the latter is eligible as holder of common shares of Dexco S.A., with powers to submit proposals, discuss and vote on the matters to be submitted to resolution of the General Meeting, including, without limitation, voting guidance on the candidates nominated to the Board of Directors and Fiscal Council. The proxy may also sign minutes, ledgers, documents, statements and take other action as needed for the proper and faithful discharge of the present power of attorney.

[City], [MM] [DD], 2024.

\_\_\_\_\_  
[SHAREHOLDER'S signature]

(notarization waived)

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### VOTING GUIDANCE – ANNUAL GENERAL MEETING

1. To take management's accounts, examine, discuss and vote on the Financial Statements, together with the Independent Audit Report and Explanatory Notes for the fiscal year ending 12.31.2023.

Approve

Reject

Abstain

2. Resolve on the proposed allocation of net income for fiscal year 2023 and ratify the distribution of interest on shareholders equity and dividends and its application to minimum required dividends. The management proposal is detailed in the General Meeting Manual and the Administration's Proposal available at <https://ri.dex.co/>.

Approve

Reject

Abstain

3. Establish the number of members of the Board of Directors for the coming one-year term. Management proposes eight (8) effective and three (3) alternate members of the Board of Directors for the coming one-year term, as detailed in the General Meeting Manual and Administration's Proposal available at <https://ri.dex.co/>.

Approve

Reject

Abstain

4. Do you wish to request adoption of the multiple voting process for the election of members of the Board of Directors, pursuant to Article 141 of Law No. 6.404 of 1976? (the shares of shareholders voting "no" or "abstain" shall not be computed for the purposes of requesting multiple voting).

Yes

No

Abstain

### Slate election of the members of the Board of Directors

By nomination of the controlling shareholders

ALFREDO EGYDIO ARRUDA VILLELA FILHO / ANA LÚCIA DE MATTOS BARRETTO VILLELA  
 ALFREDO EGYDIO SETUBAL / PAULA LUCAS SETUBAL  
 ANDREA LASERNA SEIBEL / ALEX LASERNA SEIBEL  
 HELIO SEIBEL / ALEX LASERNA SEIBEL  
 MARCOS CAMPOS BICUDO  
 MÁRCIO FRÓES TORRES  
 RICARDO EGYDIO SETUBAL / PAULA LUCAS SETUBAL  
 RODOLFO VILLELA MARINO / ANA LÚCIA DE MATTOS BARRETTO VILLELA

5. Appointment of all names on the slate (votes indicated in this field shall be disregarded if the holder of shares bearing voting rights also completes the fields present in the separate voting for members of the board of directors and the separate voting does take place)

Approve                       Reject                       Abstain

6. If a candidate on the chosen slate is no longer in it, may the votes associated with your shares continue to count for the chosen slate?

Yes                       No                       Abstain

7. In the event of the adoption of the multiple voting election process, are the votes corresponding to your shares to be distributed equally among the members of the chosen slate?? [If the shareholder chooses "yes" and also indicates an "approve"-type answer to specific candidates among those listed below, their votes shall be distributed proportionally among those candidates. If the shareholder chooses "abstain" and the election takes place through multiple voting, their vote shall be computed as abstain in the respective resolution of the General Meeting.]

Yes                       No                       Abstain

8. List of all candidates on the slate for indicated distribution of multiple voting.

ALFREDO EGYDIO ARRUDA VILLELA FILHO / ANA LÚCIA DE MATTOS BARRETTO VILLELA   
 Approve  Reject  Abstain /  %  
 ALFREDO EGYDIO SETUBAL / PAULA LUCAS SETUBAL  Approve  Reject  Abstain /  %  
 ANDREA LASERNA SEIBEL / ALEX LASERNA SEIBEL  Approve  Reject  Abstain /  %  
 HELIO SEIBEL / ALEX LASERNA SEIBEL  Approve  Reject  Abstain /  %  
 MARCOS CAMPOS BICUDO  Approve  Reject  Abstain /  %  
 MÁRCIO FRÓES TORRES  Approve  Reject  Abstain /  %  
 RICARDO EGYDIO SETUBAL / PAULA LUCAS SETUBAL  Approve  Reject  Abstain /  %  
 RODOLFO VILLELA MARINO / ANA LÚCIA DE MATTOS BARRETTO VILLELA  Approve  Reject   
 Abstain /  %

9. Do you wish to request separate election of a member of the Board of Directors pursuant to Article 141, paragraph 4, item I, of Law No. 6.404 of 1976? (A shareholder may only complete this field if they have been the holder without interruption of the shares with which they vote for three months preceding the General Meeting. If a shareholder chooses "no" or "abstain", their shares shall not be counted for the purposes of requesting a separate vote election of a member of the Board of Directors).

Yes                       No                       Abstain

10. Resolve on the independent status of the following candidates to independent members of the Board of Directors: Marcos Campos Bicudo and Márcio Fróes Torres.

Approve                       Reject                       Abstain

**Slate election of the fiscal council**

By nomination of the controlling shareholders

GUILHERME TADEU PEREIRA JÚNIOR / JOSÉ CARLOS DE BRITO and CUNHA

FELÍCIO CINTRA DO PRADO JÚNIOR / GUSTAVO AMARAL DE LUCENA

11. Appointment of all names on the slate - By nomination of the controlling shareholders

Approve

Reject

Abstain

12. If a candidate on the slate ceases to be in it to accommodate the separate election governed by Article 161, paragraph 4, and Article 240 of Law No. 6.404 of 1976, may the votes corresponding to your share continue to be cast for the chosen slate?

Yes

No

Abstain

13. Do you wish to request a separate vote election of a member of the Fiscal Council pursuant to Article 161, paragraph 4, of Law No. 6.404 of 1976?

Approve

Reject

Abstain

14. Establish the global amount allocated to management compensation in fiscal year 2024. Management proposes that the global annual amount allocated to management compensation (Board of Directors and Executive Board) be up to BRL 61.3 million, as detailed in the General Meeting Manual and Administration's Proposal available at <https://ri.dex.co/>.

Approve

Reject

Abstain

15. Establish the individual monthly compensation of members of the Fiscal Council in fiscal year 2024. Management proposes setting the individual monthly compensation of effective members of the members of the Fiscal Council at BRL 11.822,94, as detailed in the General Meeting Manual and Administration's Proposal available at <https://ri.dex.co/>.

Approve

Reject

Abstain

16. Do you authorize publication of the minutes of the present Meeting, with the omission of the shareholders' names, pursuant to Article 130, paragraph 2, of Law No. 6.404, of 1976?

Approve

Reject

Abstain

**DEXCO**

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