

**BANCO SANTANDER (BRASIL) S.A.**  
**INTERNAL REGULATION OF INNOVATION AND TECHNOLOGY COMMITTEE**

**1. PRINCIPLES**

**1.1.** These internal regulations ("**Internal Regulations**") aim to establish the general rules regarding the organization, operation, and structuring of the activities of the Innovation and Technology Committee ("**Committee**") of Banco Santander (Brasil) S.A. ("Company").

**1.2.** The Committee and these Internal Regulations comply with the regulations, manuals, policies, frameworks, and internal governance guidelines of the Company and the Santander Group.

**2. RESPONSIBILITIES**

**2.1.** Considering the Board of Directors' ("**Board of Directors**") oversight role on innovation initiatives in order to ensure alignment with (i) Group and local defined strategies, (ii) regulatory priorities, (iii) market trends and opportunities, (iv) efficient resources management and allocation, (v) innovation catch up with peers, and (vi) proper execution of approved plans, a Technology and Innovation Committee was created with the following purpose fostering and directly overseeing the implementation of innovation initiatives throughout the organization.

**3. MEMBERS**

**3.1.** The Committee shall be composed of at least five (5) members, who shall be appointed by the Chair of Board of Directors, per recommendation of the Committee Chair, as follows:

- (i) At least one (1) of the members must be an independent Board Member;
- (ii) The term of office of all members shall be one (1) year, with reappointment permitted;
- (iii) One (1) of the members shall be designated by the Board as the Committee Chairperson, with the responsibilities set forth in Article 3.2 below ("**Chair**"); and
- (iv) Only non-executive members shall perceive compensation for participating in the Committee, being such compensation approved by the Board of Directors upon recommendation from the Remuneration Committee.

§1 Should the Chairperson be temporally absent or impeded, they may appoint a temporary substitute from among the other members to perform their duties. If they do not do so, the Chair of the Board of Directors shall appoint the substitute or act as their substitute.

§2 In the event of a vacancy in the position of Committee member due to resignation, dismissal or other reasons, a replacement shall be appointed by the Board of Directors.

§3 Committee members shall take office by signing the relevant Term of Investiture and will be subject to the requirements, restrictions, duties, obligations, and responsibilities established in the Brazilian Civil Code and the Brazilian Corporation Law, as applicable, and those set forth in the Company Bylaws and Code of Ethical Conduct.

**3.2.** The Committee Chair shall be responsible for:

- (i) Calling and presiding Committee meetings;
- (ii) Evaluating and defining the agenda for the meetings;
- (iii) Enforcing and ensuring compliance with the Internal Regulations;
- (iv) Authorizing the discussion of matters not included in the meeting agenda;
- (v) Reporting the activities and work carried out by the Committee to the Board of Directors at the first Board meeting held after each Committee meeting; and
- (vi) Invite guests from within the company ranks or from the market to contribute to the matters to be discussed at any meeting

**3.3.** Committee members may, at the Company's expense and when authorized by the Board of Directors, hire advisors or professionals whenever deemed necessary for the performance of their duties.

#### **4. COMPETENCIES**

**4.1.** The Committee shall be responsible for:

- (i) fostering consistent innovation throughout the organization;
- (ii) monitoring the technological development of Santander Brasil, focusing on momentum and consistency;
- (iii) discussing market trends and peers movements in terms of innovation and technology;
- (iv) monitoring the alignment of the approved strategy and technology priorities;
- (v) recommending on the use of new technologies and respective level of implementation;
- (vi) monitoring the ethical standards of new technologies under adoption.

#### **5. MEETINGS**

**5.1. Frequency:** The Committee shall meet regularly four (4) times a year, and extraordinary meetings may be called upon if necessary.

**5.2. Call Notice:** The following criteria shall be observed for meeting calls:

- (i) Committee meeting notices shall be issued by the Board of Directors Secretariat, at the request of the Coordinator, at least five (5) business days in advance, unless most of its acting members agree on a shorter period, which shall not be less than forty-eight (48) hours;
- (ii) Supporting documents related to the matters to be discussed must be sent along with the meeting notice, or at least four (4) business days prior to the meeting date, so that each member can adequately familiarize themselves with the topics and be prepared;
- (iii) Committee meetings shall be held with the presence of most of its members;
- (iv) The presence of all members allows the Committee to meet regardless of prior notice;
- (v) Committee meetings shall take place at the Company's headquarters, or via videoconference, or, if all Committee members agree, at another location;
- (vi) In the event of absence or temporary impediment, the Chair shall be replaced by another member as provided in §1 of Clause 3.1 above; and
- (vii) A Committee member shall be considered present if participating via videoconference, teleconference, internet, or any other means of communication that allows real-time conversation, provided it was previously agreed that the meeting would be held in such a manner.

§1 All communications related to the Committee shall be made electronically through Santander server e-mails and the Governance Portal.

**5.3. Operation:** The operation of the meetings shall observe the following criteria:

- (i) Committee meetings shall be summarized into minutes drawn by the secretary, appointed by the Corporate Governance department. All resolutions shall be documented in minutes, and follow up lists both made available for the Board of Directors through the Corporate Governance Portal;
- (ii) During Committee meetings, the Coordinator may invite Officers or other employees to clarify matters related to their areas of responsibility, as well as request technical and administrative support from the Company's executive structure; and
- (iii) After discussing the matters, the Committee shall issue its recommendations to the Board of Directors, as applicable. Such recommendations shall be reached by a majority vote of those present.

## **6. DUTIES**

**6.1.** In line with the fiduciary duties outlined in Articles 153, 154, 155, and 245 of the Brazilian Corporation Law, the members of the Committee must:

- (a) Act in accordance with the provisions of the laws and regulations applicable to the Company's activities, the Bylaws, and internal policies;
- (b) Serve with loyalty to the Company and other companies of the Santander Brasil Group and maintain confidentiality regarding their business;
- (c) Keep confidential any information not yet disclosed to the market, obtained due to their position, also observing the provisions of the Company's Disclosure Policy, when applicable;
- (d) Ensure that their subordinates and trusted third parties maintain confidentiality regarding undisclosed market information; and
- (e) Keep up to date with, comply with, and enforce the provisions of the Company's Code of Ethics.

**6.2.** Committee members may not directly or indirectly engage in trading securities issued by the Company or referenced to them, in alignment with the provisions of the Company's Securities Trading Policy, especially in the following scenarios:

- (i) During the period between the date they become aware of relevant information that may affect the trading of such securities and the date such information is publicly disclosed;
- (ii) In the period between the decision by the competent corporate body to increase share capital, issue securities, distribute dividends, grant bonuses, split or reverse split shares, and the publication of the respective notices or market announcements;
- (iii) When there is an intention to carry out a merger, total or partial spin-off, consolidation, transformation, or corporate reorganization; and
- (iv) In the 30 (thirty) days prior to the disclosure of the Company's annual and semi-annual financial statements and the quarterly information (ITR).

## **7. GENERAL PROVISIONS**

**7.1.** These Internal Regulations may be amended at any time, subject to approval by the Committee and ratification by the Board of Directors.

**7.2.** In the event of a conflict between these Internal Regulations and the Bylaws, the Bylaws shall prevail.

**7.3.** Any omissions shall be resolved by the Board of Directors.

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*Internal Regulations of the Innovation and Technology Committee approved at a meeting of the Company's Board of Directors held on [day] of [month], 20[xx].*