

**MANUAL FOR SHAREHOLDERS'  
PARTICIPATION AT  
EXTRAORDINARY GENERAL  
MEETING OF  
ALLIED TECNOLOGIA S.A.**

FEBRUARY 21, 2025



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## MESSAGE FROM THE ADMINISTRATION

Dear Shareholder,

**Allied Tecnologia S.A.** ("Allied" or "Company"), prepared this Manual for Participation in the Extraordinary General Meeting ("Manual") to present, in a clear manner and following the best corporate governance practices, the information and guidelines related to its Extraordinary General Meeting of the Company ("Meeting" or "EGM"), convened to be held on **February 21, 2025, at 2:30 pm**, exclusively in person, to resolve on the matters on the agenda indicated in the Call Notice published on this date ("Call Notice"), as per Annex I to this Manual, with a view to reforming its Bylaws ("Bylaws").

The EGM will be held in person according to the same criteria as the Company's most recent meetings, considering that its head office is located in an easily accessible place, and shareholders will also be able to participate remotely by sending a Remote Voting Form ("Form"), which can be accessed on the Company's (<http://ri.alliedbrasil.com.br>), CVM's ([www.gov.br/cvm](http://www.gov.br/cvm)) and B3's ([www.b3.com.br](http://www.b3.com.br)) websites.

Pursuant to Law No. 6.404, of December 15, 1976, as amended and in force ("Brazilian Corporate Law") and Securities and Exchange Commission ("CVM") Resolution No. 81, of March 29, 2022, as amended and in force ("CVM Resolution 81"), the Company's management hereby submits to its shareholders for approval:

- (i) the amendment to the heading of article 5 of the Bylaws to update the Company's fully subscribed and paid-up share capital, due to the capital increase approved by the Company's Board of Directors within the limit of the authorized capital;
- (ii) amendment of article 28 of the Bylaws to change the maximum number of members that make up the Statutory Executive Board and the mandatory positions;
- (iii) the amendment of article 30 of the Bylaws to change the Company's representation in cases involving the assumption of an obligation of the Company in an amount greater than that established in the Internal Policy on Limits for the Assumption of Obligations;

- (iv) the exclusion of articles 35 and 37 of the Bylaws, as a result of the approval of item (ii) above;
- (v) the exclusion of articles 43 to 45, which make up Chapter IX of the Bylaws, making the Human Resources Committee no longer a statutory committee;
- (vi) amending the wording of article 54 of the Bylaws to replace the reference to the Market Arbitration Chamber with a reference to the Novo Mercado Regulations;
- (vii) the consolidation of the Company's Bylaws due to the approval of the previous resolutions; and
- (viii) the authorization for the managers to carry out all the acts necessary to put the above resolutions into effect, if approved.

In accordance with Allied's Bylaws, each share issued by the Company entitles the holder to one vote at the Meeting.

The Meeting will be installed, on first call, with the presence of shareholders representing at least 2/3 of the Company's total share capital with voting rights and, on second call, with the publication of a new notice, it will be installed with any number of shareholders present. Thus, if shareholders holding 2/3 or more of the Company's total voting share capital are present, the Meeting will be installed.

Best Regards,

**Rafael Patury Carneiro Leão**  
Chairman of the Board of Directors

**Silvio Stagni**  
CEO

## 1. GUIDELINES FOR PARTICIPATION

The Management Proposal containing all the documentation relating to the matters on the agenda for the Meeting, the Remote Voting Form ("Form"), and other information relevant to the exercise of voting rights, as provided for in CVM Resolution 81, were made available on this date and are available to shareholders at the Company's registered office located at Avenida das Nações Unidas, nº 12.995, 22º (parte) e 23º andares, Brooklin Paulista, CEP 04578-911, as well as on the websites of the CVM ([www.cvm.gov.br](http://www.cvm.gov.br)), B3 S.A. - Brasil, Bolsa, Balcão ("B3") (<http://www.b3.com.br>) and the Company (<http://ri.alliedbrasil.com.br>), in accordance with the provisions of Brazilian Corporate Law and CVM Resolution 81.

### 1.1. Installation:

The Meeting will be held on February 21, 2025, at 2:30 p.m., exclusively in person and will be installed, on first call, with the presence of shareholders representing at least 2/3 of the total share capital with voting rights of the Company and, on second call, upon publication of a new notice, it will be installed with any number of shareholders present. Thus, if shareholders holding 2/3 or more of the Company's total voting share capital are present, the Meeting will be installed.

### 1.2. People Who Can Participate in the Assembly

All shareholders holding shares issued by the Company, by themselves or by legal representatives or duly constituted attorneys, may participate in the Meeting.

#### 1.2.1. Shareholder Participation

As provided for in the Call Notice, shareholders holding shares issued by the Company may attend the Meeting provided that said shares are registered in their name with the depository financial institution responsible for the Company's book-entry share services or in fungible custody, in accordance with article 126 of the Brazilian Corporate Law: **(i)** in person; **(ii)** by their legal representatives or duly constituted proxies, or **(iii)** by Remote Voting Form ("Form"). The detailed guidelines on the documentation required for remote voting are set out in the Form template and in item 1.1.2 of this Manual, which can be accessed on the Company's

(<https://ri.alliedbrasil.com.br/>), CVM's ([www.cvm.gov.br](http://www.cvm.gov.br)) and B3's (<http://www.b3.com.br>) websites;

### 1.2.2. Foreign Shareholder Present at the EGM

Shareholders wishing to attend the Meeting in person must send the following documents to the e-mail address [ri@alliedbrasil.com.br](mailto:ri@alliedbrasil.com.br), with a request for confirmation of receipt, preferably no later than 48 (forty-eight) hours before the date set for the Meeting, i.e. no later than **February 19, 2025**: (i) when an individual: the shareholder's photo ID and, when represented by an attorney-in-fact / legal representative, the photo ID of their attorney-in-fact / legal representative and a copy of the document proving their powers; (ii) when a legal entity: a certified copy of the latest bylaws or articles of association, minutes of election of the Board of Directors (if any) and minutes of election of the Board of Executive Officers proving the election of the legal representative(s) present at the Meeting and/or power of attorney, as well as photo ID of the legal representative(s); and (iii) when an investment fund: a certified copy of the fund's latest consolidated regulations and the bylaws or articles of association of its administrator or manager, as the case may be, in addition to the corporate documentation granting powers of representation (minutes of election of directors and/or power of attorney), as well as identification document with photo of the legal representative(s).

The Company clarifies that, exceptionally, it will dispense with the notarization of the grantor's signature on the power of attorney to represent the shareholder, the notarization, consularization or apostille, as the case may be, and the sworn translation of all the shareholder's representation documents that were originally drawn up in English or Spanish, it being sufficient to send a simple copy of the original copies of such documents to the Company's e-mail address indicated above.

### 1.2.3. Participation by Form

Shareholders who decide to exercise their voting rights remotely must do so using one of the options described below:

- A) **By means of voting instructions transmitted by the Shareholders to the book-keeper of the shares issued by the Company:** This option is intended exclusively for shareholders holding shares deposited with Itaú Corretora de Valores S.A., located in the City of São Paulo, State of São Paulo, at Avenida Brigadeiro Faria Lima, nº 3.500, 3º andar, CEP 04538-132, e-mail

escrituracaorendavariavel@itau-unibanco.com.br in its capacity as book-keeper of the Company's shares. Voting instructions must be sent via the Itaú Assembleia Digital website. To vote via the website, you must register and have a digital certificate. Information on how to register and the step-by-step process for issuing a digital certificate can be found on the website:

<https://assembleiadigital.certificadodigital.com/itausecuritiesservices/artigo/home/assembleia-digital>.

If you have any questions, please consult the "Frequently Asked Questions" section at the following address: <https://assembleiadigital.certificadodigital.com/itausecuritiesservices/artigo/atendimento/perguntas-frequentes> or contact shareholder services via the following channels:

ITAÚ CORRETORA DE VALORES S.A.

Avenida Brigadeiro Faria Lima, 3.500, 3rd floor

CEP 04538-132, São Paulo, SP

Shareholder Service:

(11) 3003-9285 (capitals and metropolitan regions)

0800 7209285 (other locations)

Opening hours are on working days from 9am to 6pm.

E-mail: [escrituracaorendavariavel@itau-unibanco.com.br](mailto:escrituracaorendavariavel@itau-unibanco.com.br)

- B) **By means of voting instructions transmitted by the Shareholders to their respective custody agents or to the central depository:** These options are intended exclusively for shareholders holding shares deposited with institutions and/or brokers ("Custody Agents") at B3. In this case, remote voting will be exercised by shareholders in accordance with the procedures adopted by the Custody Agents that hold their positions in custody or by the central depository itself. Shareholders holding shares deposited with B3 who choose to exercise their voting rights remotely must do so by transmitting their voting instructions to the Custody Agent with which they hold their shares in custody, subject to the rules determined by the latter, which will then forward these voting instructions to B3's Central Depository, or by transmitting their voting instructions directly to the central depository, subject to the rules determined by B3. As the service of collecting and transmitting voting instructions is optional for Custody Agents, we recommend that shareholders check whether their custodian is qualified to provide this service and what

procedures it has established for issuing voting instructions, as well as the documents and information it requires. Pursuant to article 27 of RCMV 81/22, the Form must be received by the Company no later than four (4) days before the date of the Meeting, i.e. no later than **February 18, 2025**, unless a different deadline, always prior to that date, is established by its Custody Agents or central depository.

The Company informs that, if the respective Custody Agent does not provide the remote voting service, the shareholder will have the option of sending their Form and applicable documents directly to the bookkeeper of the shares issued by the Company, to the central depository or to the Company itself, in accordance with the procedures described in this manual. The Company is not responsible for communication between shareholders and their respective Custody Agents. Finally, if the shareholder holds shares in custody in more than one institution, it is sufficient to send the voting instruction to only one institution and the vote will always be taken into account for the total number of shares held by the shareholder.

- C) **By sending the completed and signed Form directly to the Company:** If shareholders wish to send their voting instructions directly to the Company, they should access the Company's Investor Relations website (<http://ri.alliedbrasil.com.br>) or the CVM's website (<http://www.gov.br/cvm>), print out the Form, complete it, initial all the pages and sign it. They must then send, **by February 18, 2025**, exclusively via the Company's e-mail address, [ri@alliedbrasil.com.br](mailto:ri@alliedbrasil.com.br):

(1) a copy of the Form, duly completed, initialed and signed; and

(2) a copy of the following documents: (i) for individuals: photo ID of the shareholder or, when represented by an attorney-in-fact / legal representative, photo ID of their attorney-in-fact / legal representative and a copy of the document proving the signatory's powers; (ii) for legal entities: a certified copy of the latest bylaws or articles of association, minutes of election of the Board of Directors (if any) and minutes of election of the Executive Board containing the election of the legal representative(s) present at the Meeting and/or power of attorney, as well as photo ID of the legal representative(s); and (iii) in the case of an investment fund: a certified copy of the fund's latest consolidated

bylaws and the bylaws or articles of association of its administrator or manager, as the case may be, in addition to the corporate documentation granting powers of representation (minutes of election of directors and/or power of attorney), as well as the photo ID of the legal representative(s).

The following identity documents will be accepted, as long as they have a photo: RG, RNE, CNH, Passport or officially recognized professional class cards.

The Company clarifies that, exceptionally for this Meeting, it will waive the need to send the physical copies of the shareholder representation documents to the Company's head office, as well as the signature recognition of the grantor in the power of attorney to represent the shareholder, the notarization, consularization, apostille and sworn translation of all shareholder representation documents that were originally drawn up in English or Spanish, simply by sending a simple copy of the original copies of such documents to the Company's email address indicated above.

If the Form is sent directly to the Company and is not fully completed or is not accompanied by the supporting documents described above, it will be disregarded, and the shareholder will be informed via the e-mail address indicated on the Form. Any Forms received by the Company after **February 18, 2025** will be disregarded, pursuant to article 27 of RCVM 81/22.

Pursuant to article 46 of RCVM 81/22, the Company will inform the shareholder, within three (3) days of receipt of the Form, whether or not the documents received are sufficient for the vote to be considered valid.

If there are differences between the Form received directly by the Company or received by the central depository and the voting instruction contained in the bookkeeper's analytical chart for the same Individual Taxpayer Registration Number (CPF) or Corporate Taxpayer Registration Number (CNPJ), the voting instruction from the bookkeeper shall prevail, pursuant to article 48, paragraph 2, of CVM Resolution 81.

On the other hand, if there are differences between the Form received directly by the Company and the voting instruction contained in the central depository's analytical map for the same Individual Taxpayer Registration Number (CPF) or

National Corporate Taxpayer Registration Number (CNPJ), the voting instruction from the central depository shall prevail, pursuant to article 48, paragraph 4, of CVM Resolution 81.

#### 1.2.4. Foreign Shareholder Present at the GM

Foreign shareholders must submit the same documentation as Brazilian shareholders. The Company waives the need for notarization and consularization or apostille, as the case may be, of power of attorney instruments, as well as the presentation of sworn translations of documents that were originally drawn up in English or Spanish. The following identity documents of the foreign shareholder will be accepted, provided they have a photo ID: RNE or Passport.

## 2. VOTING LIMITATIONS

As provided for in the Brazilian Corporate Law, shareholders may not vote on resolutions at the general meeting that may benefit them in a particular way, or in which they have an interest that conflicts with that of the Company.

In the event of an allegation by any of the shareholders present about a shareholder's supposed conflict of interest that prevents him from voting at the meeting, or the occurrence of another legal impediment to voting, and the shareholder himself has not declared his impediment, the board of the meeting must suspend the resolution in order to hear and receive this allegation, together with any contrary manifestation by the shareholder in question, before putting the matter to a vote.

The chairman of the board of the meeting himself may, if he finds that there is a possible impediment to voting, ask the shareholder to clarify the situation before putting the matter to the vote.

In line with the CVM's understanding, in situations where the impediment to voting is unequivocal and the shareholder does not abstain from voting, the chairman of the board has the power to declare such an impediment and is not allowed to prevent voting in other situations, without prejudice to the legal provisions on the possible annulment of the vote cast.

### 3. RELATED DOCUMENTS AND LINKS

The documents of interest for participation in the Meeting are attached to this Participation Manual and available at the Company's headquarters, as well as on the CVM websites ([www.cvm.gov.br](http://www.cvm.gov.br)), B3'S ([www.b3.com.br](http://www.b3.com.br)) and the Company's (<http://ri.alliedbrasil.com.br>).

Additionally, Allied's Investor Relations Department is available for any further clarifications, via email. [ri@alliedbrasil.com.br](mailto:ri@alliedbrasil.com.br).

**ANNEX I**

**TO THE MANUAL FOR SHAREHOLDERS' PARTICIPATION AT THE  
EXTRAORDINARY GENERAL MEETING OF ALLIED TECNOLOGIA S.A.**

**CALL NOTICE**

**ALLIED TECNOLOGIA S.A.**  
*Publicly-held Company*

CNPJ/MF Nº. 20.247.322/0037-58  
NIRE 35.300.465.369  
CVM Code Nº. 02533-0

**CALL NOTICE**

**EXTRAORDINARY GENERAL MEETING**  
**TO BE HELD ON FEBRUARY 21, 2025**

**ALLIED TECNOLOGIA S.A.** ("Allied" or "Company"), hereby, pursuant to article 124 of Law No. 6404, of December 15, 1976, as amended and in force ("Brazilian Corporate Law"), and articles 4 and 6 of Securities and Exchange Commission ("CVM") Resolution No. 81, of March 29, 2022, as amended and in force ("CVM Resolution 81"). ), and articles 4 and 6 of Securities and Exchange Commission ("CVM") Resolution No. 81, of March 29, 2022, as amended and in force ("CVM Resolution 81"), to convene an Extraordinary General Meeting of the Company ("Meeting" or "EGM"), to be held, on first call, on **February 21, 2025**, at 2:30 p.m., exclusively in person, at the Company's registered office, in the city of São Paulo, state of São Paulo, at Avenida das Nações Unidas, nº 12. 995, 22<sup>nd</sup> floor, sala "Foco no Cliente", Brooklin Paulista, CEP 04578-911, to examine, discuss and vote on the following agenda: **(i)** amendment of the heading of article 5 of the Bylaws to update the Company's fully subscribed and paid-up share capital, as a result of the capital increase approved by the Company's Board of Directors within the limit of the authorized capital; **(ii)** amendment of article 28 of the Bylaws to change the maximum number of members that make up the Statutory Executive Board and the mandatory positions; **(iii)** amendment of article 30 of the Bylaws to change the Company's representation in cases involving the assumption of an obligation of the Company in an amount greater than that established in the Internal Policy on Limits for the Assumption of Obligations; **(iv)** deletion of articles 35 and 37 of the Bylaws, as a result of the approval of item (ii) above; **(v)** deletion of articles 43 to 45, which make up Chapter IX of the Bylaws, making the Human Resources Committee no longer a statutory committee; **(vi)** altering the wording of article 54 of the Bylaws to replace the reference to the Market Arbitration Chamber with a reference to the Novo Mercado Regulation; **(vii)** consolidating the Bylaws as a result of the approval of the previous resolutions; and **(viii)** authorizing the directors to carry out all the acts necessary to put the above resolutions into effect, if approved.

## **GENERAL INFORMATION:**

### **Documents available to shareholders:**

The Management Proposal containing all the documentation relating to the matters on the Agenda for the EGM with the justification for holding it in person, the Remote Voting Form ("Form") and other information relevant to the exercise of voting rights, as provided for in CVM Resolution 81, were made available on this date and are available to shareholders at the Company's registered office, as well as on the websites of the CVM ([www.cvm.gov.br](http://www.cvm.gov.br)), B3 ([www.b3.com.br](http://www.b3.com.br)) and the Company (<http://ri.alliedbrasil.com.br>), in accordance with the provisions of the Brazilian Corporate Law.

**Participation of shareholders in the EGM:** Shareholders holding shares issued by the Company may participate in the Meeting, provided that said shares are registered in their name with the depository financial institution responsible for the Company's book-entry share service or in fungible custody, in accordance with article 126 of the Brazilian Corporate Law. **(i)** in person; **(ii)** by their legal representatives or duly constituted proxies; or **(iii)** by the Form, and the detailed guidelines on the documentation required for remote voting can be found in the Form template and item 1.1.2 of the Manual for Participation in Extraordinary General Meetings of Allied Tecnologia S.A and the Form template, which can be accessed on the Company's (<https://ri.alliedbrasil.com.br/>), CVM's ([www.cvm.gov.br](http://www.cvm.gov.br)) and B3's ([www.b3.com.br](http://www.b3.com.br)) websites.

**Documents required for access to the Meeting:** Shareholders wishing to attend the AGM, which will be held in person, must send the following documents to the e-mail [ri@alliedbrasil.com.br](mailto:ri@alliedbrasil.com.br), with a request for confirmation of receipt, preferably no later than 48 (forty-eight) hours before the date set for the Meeting, i.e. no later than **February 19, 2025**: (i) for individuals: the shareholder's photo ID or, when represented by proxy, the ID of their legal representative and a copy of the document proving the signatory's powers; (ii) for legal entities: a certified copy of the latest bylaws or articles of association, minutes of election of the Board of Directors (if any) and minutes of election of the Board of Executive Officers containing the election of the legal representative(s) present at the Meeting and/or power of attorney, as well as a photo ID of the legal representative(s); and (iii) when an investment fund: a certified copy of the fund's latest consolidated regulations and the bylaws or articles of association of its administrator or manager, as the case may be, in addition to the corporate documentation granting powers of representation (minutes of election of directors and/or power of attorney), as well as identification document with photo of the legal representative(s).

The Company clarifies that, exceptionally, it will dispense with the signature recognition of the grantor in the power of attorney for shareholder representation, notarization, consularization or apostille, as the case may be, and the sworn translation of all shareholder representation documents that were originally drawn up in English or Spanish, and that it will suffice to send a simple copy of the original copies of such documents to the Company's e-mail address indicated above.

Remote voting ballots may be sent by shareholders through their respective custody agents, the Company's share registrar, the central depository or directly to the Company, as provided for in item 1.2 of the Company's Manual for Participation in Ordinary and Extraordinary General Meetings and in the Ballot Form, until **February 18, 2025**. Any Forms received after this date will be disregarded.

Detailed information on the rules and procedures for participation in the EGM, as well as the justification for holding it in person, can be found in the Manual for Participation in Extraordinary General Meetings, which can be accessed on the Company's (<http://ri.alliedbrasil.com.br>), CVM's ([www.gov.br/cvm](http://www.gov.br/cvm)) and B3's ([www.b3.com.br](http://www.b3.com.br)) websites.

São Paulo/SP, January 31, 2025.

**Rafael Patury Carneiro Leão**  
*Chairman of the Board of Directors*

**ANNEX II**  
**TO THE MANUAL FOR SHAREHOLDERS' PARTICIPATION AT THE EXTRAORDINARY GENERAL MEETING OF ALLIED TECNOLOGIA S.A.**

**INDIVIDUAL POWER OF ATTORNEY MODEL**

By virtue of this particular instrument of mandate and according to the applicable law, \_\_\_\_\_, resident and domiciled in \_\_\_\_\_, registered in the Register of Individuals of the Ministry of Economy ("CPF/ME") under No. \_\_\_\_\_, appoints and constitutes its sufficient attorney(s) \_\_\_\_\_, to which it confers special powers to represent the interests of the Grantor at the Extraordinary General Meeting of Allied Tecnologia SA, headquartered in the City of São Paulo, State of São Paulo, at 12.995 Avenida das Nações Unidas, 22<sup>nd</sup> (part) and 23<sup>rd</sup> floors, Brooklin Paulista, ZIP CODE 04578-911, to be held on February 21, 2025, at 2:30 pm, being able to deliberate, discuss and vote on the matters on the agenda, as well as examine and approve documents and accounts, challenge, agree, sign minutes and attendance books.

\_\_\_\_\_, \_\_\_\_\_ 2025.

**ANNEX III**  
**TO THE MANUAL FOR SHAREHOLDERS' PARTICIPATION AT THE EXTRAORDINARY GENERAL MEETING OF ALLIED TECNOLOGIA S.A.**

**LEGAL ENTITY POWER OF ATTORNEY MODEL**

By virtue of this particular instrument of mandate and according to the applicable law, \_\_\_\_\_, headquartered at \_\_\_\_\_, registered in the National Register of Legal Entities of the Ministry of Economy ("CNPJ/ME") under the No. \_\_\_\_\_, herein represented by its undersigned Officers, appoints and constitutes its attorney(s) \_\_\_\_\_, to which it confers special powers to (acting jointly or separately, regardless of the order of appointment), represent the interests of the Grantor at the Extraordinary General Meeting of Allied Tecnologia SA, headquartered in the City of São Paulo, State of São Paulo, at 12.995 Avenida das Nações Unidas, 22<sup>nd</sup> (part) and 23<sup>rd</sup> floors, Brooklin Paulista, ZIP CODE 04578-911, to be held on February 21, 2025, at 2:30 pm, being able to deliberate, discuss and vote the matters on the agenda, as well as examining and approving documents and accounts, challenging, agreeing, signing minutes and attendance books.

\_\_\_\_\_, \_\_\_\_\_ 2025.



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COM **soudi**