## VALID SOLUÇÕES S.A.

## State Registry (NIRE) 33.3.0027799-4

## Corporate Taxpayer's ID (CNPJ/MF) 33.113.309/0001-47

# MINUTES OF THE EXTRAORDINARY AND ANNUAL SHAREHOLDERS' MEETING HELD ON APRIL 20, 2022

**DATE, TIME, AND PLACE**: Held on April 20, 2022, at 10 a.m., exclusively digital, under Article 4, Paragraph 2, Sub-Paragraph I and Article 21-C, Paragraphs 2 and 3 of CVMI 481/09, through the digital platform Ten Meetings ("<u>Digital Platform</u>").

**CALL NOTICE:** Call Notice published on March 22, 23 and 24, 2022, in Valor Econômico newspaper.

**INSTALLATION QUORUM AND ATTENDANCE:** Shareholders representing 63% of the voting share capital attended the Meeting, considering the signatures in the Shareholders' Attendance Book and the voting forms received by the Company through the central depository of B3 S.A. – Brasil, Bolsa, Balcão (B3), from the bookkeeper of the Company's shares or directly by the Company, thus reaching the quorum needed to install the Annual and Extraordinary Shareholder' Meeting ("Shareholders' Meeting").

STRUCTURE OF THE PRESIDING BOARD: Chairman: Sidney Levy; and Secretary: Renato Tyszler. The presiding board also included Mr. Ivan Luiz Murias dos Santos, Chief Executive Officer. The members of the Company's Fiscal Council, Mr. Regis Lemos de Abreu, Mr. Vanderlei Rosa and Mr. William Cordeiro attend this Assembly. In addition, in accordance with the Bylaws of the Statutory Audit Committee, Mrs. Heloisa Aimee Correa Sirota, Director of Governance and Controls, attended this Assembly.

PREVIOUS AVAILABILITIES AND PUBLICATIONS: The Management's Report on the corporate businesses and main administrative facts for the fiscal year, a copy of the Financial Statements, the expert opinion of the Independent Auditors, the expert opinion of the Fiscal Council and the Summarized Annual Report of the Audit Committee were made available on March 09, 2022, on the webpages of the Brazilian Securities and Exchange Commission (CVM), B3 and the Company's Investor Relations, and published in Valor Econômico newspaper on March 16, 2022. The consolidated and summarized remote voting map, with the voting instructions received by

(CONTINUED FROM THE MINUTES OF THE ANNUAL AND EXTRAORDINARY SHAREHOLDERS'

MEETING OF VALID SOLUÇÕES S.A. HELD ON APRIL 29, 2021)

custodians, the central depositary, the bookkeeper and sent directly by the Company, was made

available on April 19, 2022, on the websites of the Brazilian Securities and Exchange Commission

(CVM), B3, and the Company's Investor Relations.

READING THE DOCUMENTS AND DRAWING UP THE MINUTES: Once the work of the Meeting

was started, the consolidated summary of distance voting map made available on April 19, 2022

was read. Subsequently, the attending shareholders waived the need to read the other

documents related to the matters on the Meeting's agenda and decided to authorize the

drawing up of the Meeting's minutes in the form of a summary, as well as its publication without

the shareholders' signatures. Finally, it was registered that any declarations of vote, abstentions,

protests and dissent, perhaps presented, will be received, numbered and authenticated by the

Board and will be filed at the Company's headquarters, as per Article 130, Paragraph 1, of Law

6404/76.

**AGENDA:** Resolve the following matters:

At the Extraordinary Shareholders' Meeting:

(i) Rectify the annual variable compensation of the Company's Management for the year

2021;

(ii) Amend article 5 of the Company's Bylaws in order to update the value of the Company's

capital stock.

At the Annual Shareholders' Meeting:

(i) Examine, discuss and vote on the management accounts, examine, discuss and vote on

the management report and financial statements, accompanied by the opinion of the external

and independent auditors, for the fiscal year ended on December 31, 2021;

(ii) Present the allocation of net income for the year ended December 31, 2021;

(iii) Set the amount of annual remuneration for the year 2022:

1) of the members of the Board of Directors;

2) of the Executive Board.

(iv) Set the number and elect the members of the Fiscal Council for the next term of office; and

(v) Establish the amount of the global remuneration of the members of the Supervisory Board.

**RESOLUTIONS**: After analyzing and discussing the matters on the Agenda, the shareholders present resolved:

#### At the Extraordinary Shareholders' Meeting:

(i) to approve, by majority vote, according to the voting map contained in **Annex I** to these minutes, the correction of the annual variable compensation of the Company's Management for the year 2021; and

(ii) approve by a majority, according to the voting map in **Exhibit I** herein, amending Article 5 of the Company's Bylaws, which will come into force with the following wording:

Article 5 - The Company's capital stock is BRL 1,023,028,320.16 (one billion, twenty-three million, twenty-eight thousand, three hundred and twenty reais and sixteen cents), fully subscribed and paid in, divided into 82,475,442 (eighty-two million, four hundred and seventy-five thousand, four hundred and forty-two) common shares, all registered, book-entry and without par value.

#### At the Annual Shareholders' Meeting:

- (i) to approve, by majority vote, according to the voting map contained in **Annex I** to these minutes, the administrators' accounts, the management report and the Financial Statements for the fiscal year ended on December 31, 2021;
- (ii) to approve by majority, according to the voting map in Annex I to these minutes, the allocation of net income for the year ended December 31, 2021, in the amount of BRL 59,687,059.87 (fifty-nine million, six hundred and eighty and seven thousand, fifty-nine reais and eighty-seven cents), pursuant to the Management Proposal.
- (iii) 1 to approve, by majority vote, according to the voting map contained in Annex I to these minutes, the establishment of the annual remuneration for the year 2022 for the Members of the Board of Directors at R\$ 2,029,248.00 (two million, twenty-nine one thousand two hundred and forty-eight reais).
- (iii) 2 to approve by majority, according to the voting map contained in Annex I to these minutes, the establishment of the annual remuneration for the year 2022 for the Executive

Board - R\$ 16,420,191.38 (sixteen million, four hundred and twenty thousand and one hundred and ninety-one reals and thirty-eight cents).

(iv) approve by a majority, according to the voting map in Exhibit I herein, electing, as sitting members of the Company's Fiscal Council, Messrs. WILLIAM CORDEIRO, Brazilian citizen, single, engineer, ID 47834597-5, Individual Taxpayer's ID 092.197.169,65, with business address at Rua Bandeira Paulista, 600, Conjunto 73, Itaim Bibi, São Paulo/SP, REGIS LEMOS DE ABREU, Brazilian citizen, divorced, economist, ID 08627534-4, Individual Taxpayer's ID 012.085.457-01, with business address at Praia de Botafogo, 300, térreo, 01, Botafogo, Rio de Janeiro/RJ and VANDERLEI DA ROSA, Brazilian citizen, married, accountant, ID 302642036-8, Individual Taxpayer's ID 422.881.180-91, with business address at Av. Bento Gonçalves, 1403, sala 1011, Porto Alegre/RS. Their respective alternates are Messrs. RODRIGO ABUD, married, administrator, ID 33682981-4, Individual Taxpayer's ID 221.318.838-62, with business address at Avenida Arruda Botelho, 262 apto. 131, São Paulo/SP, PAULO ROBERTO FRANCESCHI, married, accountant, bearer of Identity Card RG nº 669.976-6, registered with the CPF/ME under nº 171.891.289-72, with business address at Rua Marechal Deodoro, 630 cj. 1305 - Curitiba -Paraná and MURICI DOS SANTOS, married, accountant, ID 28202126-7, Individual Taxpayer's ID 171.891.289-72, with business address at Rua Jacarandá, 121, Chácaras Bela Vista, Mairiporã/SP.

(v) to approve, by majority vote, according to the voting map contained in Annex I to these minutes, the establishment of the total amount of the annual global remuneration of the members of the Fiscal Council for the year 2022 in up to BRL 478,105.42 (four hundred and seventy-eight thousand, one hundred and five reais and forty-two cents);

**CLOSING:** At the end of the voting process, Mr. Sidney Levy, chairman of the panel, opened the microphones for additional questions. At that moment, Mr. Renato Sobral Ires Chaves, Individual Taxpayer's ID 764.238.837-34, commented that he had a question and would forward it to the company's IR channel (ri@valid.com). There being no further business to discuss, the work was closed, and the present document was drawn up, read and found to be in order, and signed by those present.

Rio de Janeiro, April 20, 2022.

Presiding Board:	
Sidney Levy	Renato Tyszler
Chairman	Secretary
Ivan Murias	
Company's Chief Executive Officer	
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Vanderlei da Rosa	
Chairman of the Fiscal Council	
Regis Lemos de Abreu	
Member Fiscal Council	
William Cordeiro	
William Cordeiro  Member Fiscal Council	
	Voting Form:
Shareholders attending through the Remote \	
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ALASKA BLACK ADVISORY XP SEGUROS FIFE PREV FIM, ALASKA BLACK INSTITUCIONAL FUNDO

DE INVESTIMENTO DE ACOES, ALASKA BLACK MASTER FUNDO DE INVESTIMENTO EM AÇÕES -BDR NÍVEL, ALASKA PERMANENT FUND, ALASKA POLAND FUNDO DE INVESTIMENTO EM AÇÕES - BDR NIVEL I, ALASKA PREV MAST FIM, ALASKA RANGE FUNDO DE INVESTIMENTO MULTIMERCADO, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME, AMERICAN ELECTRIC POWER MASTER RETIREMENT TRUST, AMERICAN ELETRIC POWER SYSTEM RETIREE MEDICAL TRUS, AMERICAN HEART ASSOCIATION, INC., BATTELLE MEMORIAL INSTITUTE, BRADESCO FIA IE WIT II, BRADESCO FIA MASTER SMALL CAP, BRADESCO H FIA SMALL CAPS, CAPE ANN GLOBAL DEVELOPING MARKETS FUND , CCL Q 130/30 FUND II, CCL Q GLOBAL EQUITY MARKET NEUTRAL MASTER FUND LTD, CEDAR STREET EMERGING MARKETS VALUE FUND, L.P., CEDAR STREET INTERNATIONAL SMALL CAP FUND L.P, CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN, CITY OF NEW YORK GROUP TRUST, DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM, DIMENSIONAL EMERGING MKTS VALUE FUND, EMER MKTS CORE EQ PORT DFA INVEST DIMENS GROU, ES RIVER AND MERCANTILE GLOBAL HIGH ALPHA FUND, ES RIVER AND MERCANTILE GLOBAL RECOVERY FUND, FLORIDA RETIREMENT SYSTEM TRUST FUND, Ivan Luiz Murias dos Santos, JUNTO PARTICIPACOES FIA, NEW YORK STATE COMMON RETIREMENT FUND, NORGES BANK, Olavo Regal Maia Mendes Vaz , OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM, ORGANON MASTER FIA, RIVER AND MERCANTILE INVESTMENTS ICAV -RIVER AND M, THE BOARD OF.A.C.E.R.S.LOS ANGELES, CALIFORNIA, THE CAPE ANN (IRELAND) TRUST, THE WESTPAC WHOLESALE UNHEDGED INTERNATIONAL SHARE, UNIVERSAL INVEST LUXEMBOURG SA ON BEHALF OF UNIVES, UTAH STATE RETIREMENT SYSTEMS, VINCI GAS FUNDO DE INVESTIMENTO EM ACOES, WEST YORKSHIRE PENSION FUND, X LAB FIA IE.

### Shareholders attending through the digital platform Ten Meetings:

OLAVO REGAL MAIA MENDES VAZ, IVAN MURIAS DOS SANTOS, RENATO TYSZLER, ANDRÉ SANTOS ZANON, LUCAS SELLAMANO SILVA PEREIRA, RENATO SOBRAL IRES CHAVES P/P: Acácio Roboredo - Alaska Investimentos Ltda: Alaska 100 Icatu Prev FIFE FIM, Alaska Black Advisory XP Seguros Previdência FIFE FIM, Alaska Black Institucional Fundo de Investimento em Ações, Alaska Black Master FIA - BDR Nível I, Alaska Poland FIA - BDR Nível I, Alaska Previdência Master FIM, Alaska Range Fundo de Investimento Multimercado; Livia Beatriz Silva do Prado — Itaú Unibanco S.A.: It Now Igct Fundo De Indice, It Now Small Caps Fundo De Indice, Itau Governanca Corporativa Acoes Fi E Wm Small Cap Fundo De Investimento Em Ações; Sidney Levy: FHS

FUNDO DE INVESTIMENTO EM AÇÕES NO EXTERIOR, LAB FUNDO DE INVESTIMENTO EM AÇÕES NO EXTERIOR

Exhibit I

**Voting Map** 

# **AESM**

Description of the Resolution	Voting Guidance	Number of shares	% of share capital
(1) Rectify the annual variable compensation of the Company's	In favor	33,860,980	41.1%
Management for the year 2021.	Against	3,714,283	4.5%
	Abstein	6,829,173	8.3%

(2) Amend article 5 of the Company's Bylaws	In favor	42,352,292	51.4%
in order to update the value of the	Against	0	0.0%
Company's capital stock.	Abstein	2,052,144	2.5%

# **ASM**

Description of the Resolution	Voting Guidance	Number of shares	% of share capital
(1) Approve the management's annual report and the financial	In favor	47,200,285	57.2%
statements, which are accompanied by the external and	Against	2,726,152	3.3%
independent auditor's opinion, regarding to the fiscal year ended on December 31st, 2021.	Abstein	2,091,952	2.5%

Description of the Resolution	Voting Guidance	Number of shares	% of share capital
(2) Resolve on the allocation of the net profits of the fiscal year	In favor	49,983,457	60.6%
ended on December 31st, 2021, in the amount of fifty-nine	Against	0	0.0%
million, six hundred and eighty-seven thousand, fifty-nine reais and eighty-seven centavos (R\$ 59,687,059.87), in accordance with the Management Proposal.	Abstein	2,034,932	2.5%

(3) Set the global compensation of the members of the Board of	In favor	45,189,228	54.8%
Directors and of the Management payable in 2022 in the	Against	0	0.0%
amount of two million, twenty-nine thousand, two hundred and forty-eight reais (R\$ 2,029,248.00).	Abstein	6,829,161	8.3%

(4) Set the global compensation of the members of the	In favor	39,253,254	47.6%
Management payable in 2022 in the amount of sixteen	Against	5,612,415	6.8%
million, four hundred and twenty thousand, one hundred and ninety-one reais and thirty-eight cents (R\$ 16,420,191.38).	Abstein	7,152,720	8.7%

Description of the Resolution	Voting Guidance	Number of shares	% of share capital
(5) Election of the fiscal board by single group of candidates	In favor	45,206,452	54.8%
	Against	0	0.0%
	Abstein	6,811,937	8.3%
(6) Set the global compensation of the Fiscal Council payable in	In favor	45,206,452	54.8%
2022 in the amount of four hundred and seventy-eight thousand	Against	0	0.0%
one hundred and five reais and forty-two cents (R\$ 478,105.42).	Abstein	6,811,937	8.3%