



TOTVS S.A.

Publicly-Held Company

Corporate Taxpayer's ID (CNPJ/ME): 53.113.791/0001-22

Company Registry (NIRE): 35.300.153.171

**SUMMARY STATEMENT SENT BY THE BOOKKEEPING AGENT
FOR THE ANNUAL AND EXTRAORDINARY GENERAL MEETINGS**

TOTVS S.A. (B3: TOTS3) ("TOTVS" or "Company") in compliance with the provisions of CVM Instruction 481/09, hereby releases, according to the attached tables, the summary voting statement regarding the consolidation of voting instructions given by shareholders through their respective custodian agents which were compiled by the depositary central, identifying the number of approvals, rejections and abstentions in each item of the Annual and Extraordinary General Meetings to be held on April 20, 2021.

São Paulo, April 18, 2021

Gilsomar Maia Sebastião

Chief Financial and
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Investor Relations

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**SUMMARY STATEMENT SENT BY THE BOOKKEEPING AGENT
ANNUAL GENERAL MEETING**

Resolution	Share	Approve	Reject	Abstain, Blank, Null and Void
[AGM] 1. Reviewing and approving the Company's accounts as submitted by its Management, and also examine, discuss, and vote on the Company's Financial Statements for the fiscal year ended on December 31, 2020.	ON	228,997,253	0	30,291,239
[AGM] 2. Approving the capital budget for the purposes of article 196 of Brazilian Law 6,404/76.	ON	248,659,927	9,382,565	1,246,000
[AGM] 3. Deciding on the allocation of net income for such fiscal year and on the distribution of dividends, according to the Management Proposal.	ON	247,919,573	10,122,919	1,246,000
[AGM] 4. Determining the annual global compensation of the members of both the Board of Directors and the Board of Executive Officers for fiscal year 2020, according to the Management Proposal.	ON	255,411,417	2,301,575	1,575,500
[AGM] 5. Regulatory matter that is not an integral part of the Management's Proposal: do you wish to request that a fiscal council (supervisory board) is established, pursuant to art. 161 of Brazilian Law No. 6,404/76?	ON	222,377,545	20,331,955	16,578,992
[AGM] 6. In the event of a second call of this General Meeting, can the voting instructions also be considered to hold the Meeting in the second call?	ON	246,254,763	12,997,829	35,900



SUMMARY STATEMENT SENT BY THE BOOKKEEPING AGENT EXTRAORDINARY GENERAL MEETING

Resolution	Share	Approve	Reject	Abstain, Blank, Null and Void
[EGM] 1. Approving the Share-Based Incentive Plan.	ON	167,005,350	89,940,553	1,246,000
[EGM] 2. Approving the increase of the capital stock by capitalizing the balance of the retained earnings reserve, without issuing new shares.	ON	252,308,710	4,637,193	1,246,000
[EGM] 3. (a) Amend the caption of Article 5 to reflect the new amount of the Company's capital stock.	ON	252,308,710	4,637,193	1,246,000
[EGM] 3. (b) Amend the caption of Article 6 and Paragraphs 1 and 2 to reflect the change in the limit of the authorized capital and to explain other possibilities of increasing the capital stock within the limit of the authorized capital.	ON	225,329,963	31,615,940	1,246,000
[EGM] 3. (c) Amend the caption of Article 16 to reflect the new structure of the Board of Directors, which had its maximum number of members reduced to seven.	ON	256,945,903	0	1,246,000
[EGM] 3. (d) Amend Article 19, subparagraphs (xv), (xvi) and (xxi) to adjust the responsibilities of the Board of Directors.	ON	247,397,233	9,548,670	1,246,000
[EGM] 3. (e) Add subparagraphs (iv) and (v) to Article 22, to add the responsibilities of the People and Compensation Committee into the Bylaws as provided for in the Charter of the Company's Board of Directors.	ON	256,945,903	0	1,246,000
[EGM] 3. (f) Add Paragraph 3 to Article 23 to provide for the treatment to be given in case of temporary inability of the coordinator of the Company's Audit Committee.	ON	256,945,903	0	1,246,000
[EGM] 3. (g) Update Article 26, caption, and the following paragraphs to exclude the position of Chairman Director and change the number of Vice-President Executive Officers.	ON	256,945,903	0	1,246,000
[EGM] 3. (h) Amend Article 37, caption, to create a statutory reserve.	ON	256,945,903	0	1,246,000
[EGM] 3. (i) Add a new Article 55 to govern any indemnity agreements that may be executed by the Company with its management members and other employees.	ON	110,807,110	145,521,979	1,862,814
[EGM] 3. (j) Adjust the writing style and numbering of articles in the Bylaws, as detailed in the Management's Proposal.	ON	256,945,903	0	1,246,000
[EGM] 4. Restate the Company's Bylaws in order to reflect the changes approved at the Meeting.	ON	248,206,033	8,739,870	1,246,000
[EGM] 5. To deliberate and decide on the proposal of merger (the "Merger"), by the Company, of its subsidiary Neolog Consultoria de Sistemas S.A., a corporation headquartered in the capital city of Sao Paulo, State of Sao Paulo, Brazil, at Avenida Engenheiro Luiz Carlos Berrini No. 1.681, 14th floor, Condominium Berrini Building, Zip code 04571-001, registered with the Corporate Tax Id (CNPJ/ME) No. 05.254.381/0001-59, with its articles of incorporation duly filed with JUCESP (Board of Trade of the State of Sao Paulo) under NIRE 35.300.475.224 ("Neolog"), under the terms and conditions set forth in the Protocol and Justification of Merger executed by the management members of the Company and of Neolog on March 12, 2021 (the "Protocol").	ON	256,945,903	0	1,246,000
[EGM] 6. Ratify the appointment and hiring of APSIS Consultoria e Avaliações LTDA. with Corporate Taxpayers' Id. (CNPJ/ME) No. 08.861.365/0001-30, as a specialized company responsible for appraising Neolog's stockholders' equity to be transferred to the Company at its book value, and for preparing the corresponding appraisal report (the "Appraisal Report").	ON	256,945,903	0	1,246,000
[EGM] 7. Examining, discussing, and approving the Appraisal Report.	ON	256,945,903	0	1,246,000
[EGM] 8. Approving the Merger of Neolog Consultoria e Sistemas S.A.	ON	256,945,903	0	1,246,000
[EGM] 9. Regulatory matter that is not an integral part of the Management's Proposal: do you wish to request that a fiscal council is established, pursuant to art. 161 of Brazilian Law No. 6,404/76?	ON	221,451,456	20,933,331	15,807,116
[EGM] 10. In the event of a second call of this General Meeting, can the voting instructions also be considered to hold the Meeting in the second call?	ON	245,158,174	12,997,829	35,900