



A publicly held company  
Corporate Taxpayer's ID:  
(CNPJ/MF) No. 53.113.791/0001-22  
Company Registry (NIRE) 35.300.153.171

## NOTICE TO THE MARKET ACQUISITION OF AHGORA

**TOTVS S.A.** (B3: TOTS3) ("**TOTVS**"; or "**Company**") hereby announces that its subsidiary, SOLUÇÕES EM SOFTWARE E SERVIÇOS TTS LTDA., on this date, entered into an agreement for the sale and purchase for the acquisition of all shares of AHGORA HCM S.A. ("**HCM**") and quotas of WEBTRAINING LTDA. ("**Webtraining**" and jointly with HCM, "**Ahgora**"), for the amount of R\$380 million, subject to adjustment, to be paid on the closing date, following the conclusion of the corporate reorganization, through which AHGORA SISTEMAS S.A will transfer to HCM the software operation conducted by it on this date.

With a 100% SaaS portfolio, Ahgora is a leading Brazilian HR Tech company, known for its standout solutions such as facial recognition-based electronic timekeeping validated by artificial intelligence, schedule management and attendance control. As one of pioneers in the development of cloud-native solutions, it also offers: access control and flow monitoring; task management; schedule management; vacation management; and training and development.

Headquartered in Florianópolis, Ahgora's software operation currently has more than 280 professionals, serving over 18,000 customers of various industry sectors and sizes of the economy. With nationwide distribution, recorded a Compound Annual Growth Rate (CAGR) of approximately 45% in Net Revenue between 2019 and 2022 and an Annualized Recurring Revenue (ARR) of approximately R\$84.0 million as of December 2023.

With Ahgora's software operation, TOTVS will reinforce its position as a platform for HR, expanding and strengthening its offer of solutions from personnel department to employee experience management, delivering a 100% digital journey and providing automation, intelligence and productivity in order for HR departments to become increasingly strategic.

The closing of this transaction depends on the approval of the Administrative Council for Economic Defense (CADE), the conclusion of the corporate reorganization mentioned above and the verification of other usual conditions for this type of transaction. The Company will keep the market informed about any relevant developments.

São Paulo, November 30<sup>th</sup>, 2023.

**Gilsomar Maia Sebastião**  
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*About TOTVS: the absolute leader in the Brazilian SMB market, TOTVS creates innovative solutions to transform the daily lives of companies and help them overcome their business challenges. TOTVS is the largest management software developer in Brazil, with over 70,000 clients/customers in 12 sectors of the economy. As an original Brazilian company, TOTVS believes in a "Brazil that gets things done" and supports the growth and sustainability of thousands of businesses and entrepreneurs, across the entire country, through technology.*

**IBOVESPA B3**

**IBRX50 B3**

**MLCXB3**

**IGC-NMB3**

**ITAG B3**