

TOTVS S.A.
Corporate Taxpayers' Id. (CNPJ/MF) No. 53.113.791/0001-22
Company Registry (NIRE) No. 35.300.153.171

MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON JULY 3rd, 2025

1. DATE, TIME, and PLACE: meeting held on July 3rd, 2025, at 8:30 a.m., at the headquarters of TOTVS S.A. (“TOTVS” or the “Company”), located at Avenida Braz Leme, 1.000, Casa Verde district, city of São Paulo, State of São Paulo, Brazil, pursuant to article 18 of the Company's Bylaws and article 16 of the Charter of the Company's Board of Directors.

2. CALL AND ATTENDANCE: the corresponding call notice was duly sent pursuant to article 18, paragraph 1 of the Bylaws of TOTVS. Most members present of the Board of Directors (the “Board”) were present, namely: Laércio José de Lucena Cosentino, Ana Claudia Piedade Silveira dos Reis, Edson Georges Nassar, Gilberto Mifano, Guilherme Stocco Filho and Maria Leticia de Freitas Costa. Ms Tania Sztamfater Chocolat was absent with justification.

Present as guests for part of the meeting: Alexandre Haddad Apendino, Vice-President of Service and Relationship (part of item III and items VI and VII of the agenda), Dennis Herszkowicz, Chief Executive Officer (except item VIII), Felipe Silva Roman, AI Director of RD Station Business Unit (item VII of the agenda), Gilsomar Maia Sebastião, Chief Financial and Investor Relations Officer (item II, “a” to the “f”, part of item III and items VI and VII of the agenda), Gustavo Augusto Silva Avelar, Vice-President of RD Station (part of item III and items VI and VII of the agenda), Gustavo Dutra Bastos, Vice President of Platforms (part of item III and items VI and VII of the agenda), Luiz Guilherme Okido Arakaki, Executive Director of M&A (item III of the agenda), Marcelo Eduardo Sant’Anna Cosentino, Vice President of Business for Segments (part of item III and items VI and VII of the agenda), Mauro Wulkan, Chief Executive Officer of TOTVS Techfin S.A. (item VII of the agenda), Nicolas Beschoren, Product Director - Digital Commerce and Payments of RD Station Business Unit (item VII of the agenda), Reinaldo Agostinho Junior, Product Director of TOTVS Techfin S.A. (item VII of the agenda), Ricardo Levinzon, Corporate Strategy Director (part of item III of the agenda), Vicente Rezende, Chief Marketing Officer of RD Station Business Unit (item VII of the agenda) and Vivian Broge, Vice President of Human Relations and Marketing (items II, “e” and “f”, part of item III, and items VI and VII of the agenda).

Marilia Tedim Bagnolesi, in her capacity as Corporate Governance Analyst, attended the meeting as a listener.

3. CHAIR AND SECRETARY: Chairman of the Board: Laércio José de Lucena Cosentino; Secretary: Têssie Massarão Andrade Simonato.

4. AGENDA: (I) Opening of the meeting, including the measures requested regarding topics from previous meetings; **(II)** Resolutions on the agenda: (a) review and approval of the Contributions, Donations and Sponsorships Policy; (b) renewal of the Directors and Officers Liability Insurance (“D&O Insurance”) effective until July 1st, 2026; (c) assessment of the Company's Risk Matrix for fiscal year 2025; (d) review of the Internal Audit Annual Plan for the 2nd semester of 2025; (e) assessment of the Related Party Transaction regarding the cost reimbursement agreement to be entered between TOTVS and TOTVS Techfin S.A. (“Techfin”); and (f) review of the targets of the Statutory Board for the 2nd semester of 2025; **(III)** Report on the work of the Strategy Committee (“CE”); **(IV)** Report on the work of the People and Compensation Committee (“CGR”); **(V)** Report on the work of the Statutory Audit Committee (“CAE”); **(VI)** Report from the Chief Executive Officer; **(VII)** Discussions about relevant initiatives for the Company; and **(VIII)** Executive Session.

5. PRESENTATION, DISCUSSIONS AND RESOLUTIONS:

5.I. Opening of the meeting

The Chairman of the Board declared the meeting established and gave the floor to the Secretary, who informed the agenda, as described in section “4” of these minutes, as well as the status of the actions requested at previous meetings. On this occasion, the Secretary reported on the deliberative topics to be dealt with and announced that all the support materials had been made available on the Corporate Governance Portal.

5.II. Resolutions

Following the discussions related to the matters, the Board of Directors unanimously resolved:

- (a) with the CAE's favorable opinion, the Board **approved** the revision of the Contributions, Donations and Sponsorships Policy, which will come into effect as of this date, as filed at the Company's registered office and disclosed on the Company's Investor Relations page;
- (b) with the CAE's favorable opinion, the Board **approved** the renewal of the D&O Insurance, effective until July 1st, 2026;
- (c) with the CAE's favorable opinion, the Board **approved** the Company's prioritized risk matrix for fiscal year 2025;
- (d) with the CAE's favorable opinion, the Board **approved** the amendment of the Internal Audit Annual Plan for the 2nd semester of 2025;

- (e) with the CAE's favorable opinion, the Board **approved** the execution of the Cost Reimbursement Agreement between the Company and its co-controlled company, TOTVS Techfin S.A.;
- (f) with the favorable opinion of the CGR, the Board **approved** the revision of the targets of the Statutory Board for the 2nd half of 2025.

5.III. Report from the CE

A report on the work of the Strategy Committee was presented, highlighting the analysis and discussion of the company's strategic projects.

5.IV. Relato dos trabalhos do CGR

A report on the work performed by the People and Compensation Committee was made.

5.V. Report from the CAE

A report on the work performed by the Statutory Audit Committee was made.

5.VI. Report from the CEO

The CEO reported on the main issues underway, including the Board's monitoring indicators and the results for May 2025.

5.VII. Discussions about relevant initiatives for the Company

The Board of Directors engaged in a round of exploratory discussions on issues relevant to the Company's continuous planning.

5.VIII. Executive Session

The members met in an executive session without the presence of guests.

6. APPROVAL AND SIGNATURE OF THESE MINUTES: there being no further business to address, the Chairman called the meeting to a close. These minutes were read and approved with no reservations by all those present. We certify that this is a free translation of the original minutes drawn up in the Company's records.

São Paulo, July 3rd, 2025.

Chair and Secretary:

Laércio José de Lucena Cosentino
Chair

Téssie Massarão Andrade Simonato
Secretary

Board members present:

Laércio José de Lucena Cosentino

Ana Claudia Piedade Silveira dos Reis

Edson Georges Nassar

Gilberto Mifano

Guilherme Stocco Filho

Maria Leticia de Freitas Costa