

COMPLIANCE POLICY

FROM

BEMOBI MOBILE TECH S.A

E

CONTROLLED COMPANIES

"BEMOBI GROUP"

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1. Objectives

This Policy aims to establish and formalize the Compliance guidelines and the Compliance Program of Bemobi Mobile Tech S.A. and its controlled companies ("Bemobi Group") to the interested parties, in order to promote an environment that adheres to laws, regulations and internal and external standards, minimizing the risks of sanctions by regulatory bodies, financial losses or even bad reputation resulting from the lack of adherence to legal, regulatory, internal or external provisions.

2. Scope

It applies to all employees, managers, committee members, subcontracted workers, trainees and young apprentices of the Bemobi Group ("Recipients"), who must know, comply with and execute the guidelines set forth in this document in connection with their activities.

3. Compliance Program

It is the set of actions, processes and procedures, based on the Bemobi Group's Compliance Pillars, whose objective is to prevent, detect and correct illegal and/or unethical practices that may result in risks for the Be-mobi Group, its stakeholders, regulatory bodies and society in general.

Bemobi Group's Pillars of Compliance:

- Senior Management Support
- Risk Assessment
- Code of Conduct and other Compliance Policies
- Training and communication
- Due diligence
- Oversight and auditing
- Diversity and inclusion

3.1. Compliance Program Objectives

In order to achieve the objectives of the compliance program, it is essential to

- i. all Recipients are aware of and comply with external and internal regulations, laws, rules and policies for carrying out their activities/services;
- ii. the Recipients undertake to act in a preventive manner, avoiding the risk of loss, fraud, corruption and bribery or any other irregular conduct that may or may not cause losses to the Bemobi Group;
- iii. all the Recipients are aware of the risks inherent in their activities and seek to identify ways to mitigate them; and
- iv. the Bemobi Group's compliance department, with the support of the other areas and, mainly, of the members of the Management (including the Board of Directors, the Executive Board and the Audit and Risk Committee) promotes the compliance culture, through awareness and education of its employees and collaborators, based on the Code of Conduct and the internal rules and policies of the Bemobi Group.

4. Compliance Department

4.1. Functions of the compliance department

The Compliance Function has a multidisciplinary nature and is responsible for directing and disseminating the Ethics and Compliance Program ("ECP"), fostering an ethical culture in the Bemobi Group's businesses. It also safeguards integrity and reputation and seeks compliance through corrective/preventive actions.

Among the various functions assigned to the Compliance department, the **autonomous** and **independent** coordination of actions to propose, implement and maintain a structured set of ethical and legal rules, standards, indicators and procedures aimed at mitigating the Bemobi Group's compliance risks and preserving opportunities stands out.

The participation of the compliance department in the decision-making process for the adoption of new lines of business, where it can contribute by providing prior analysis and opinions on the inherent compliance risks, is also of great value as a preventive

measure.

4.2. Mission of the compliance department

To guide strategic decisions towards efficiency, transparency and accountability in the conduct of business, seeking to mitigate compliance risks in accordance with ethical and moral principles, and the complexity of the Bemobi Group's services.

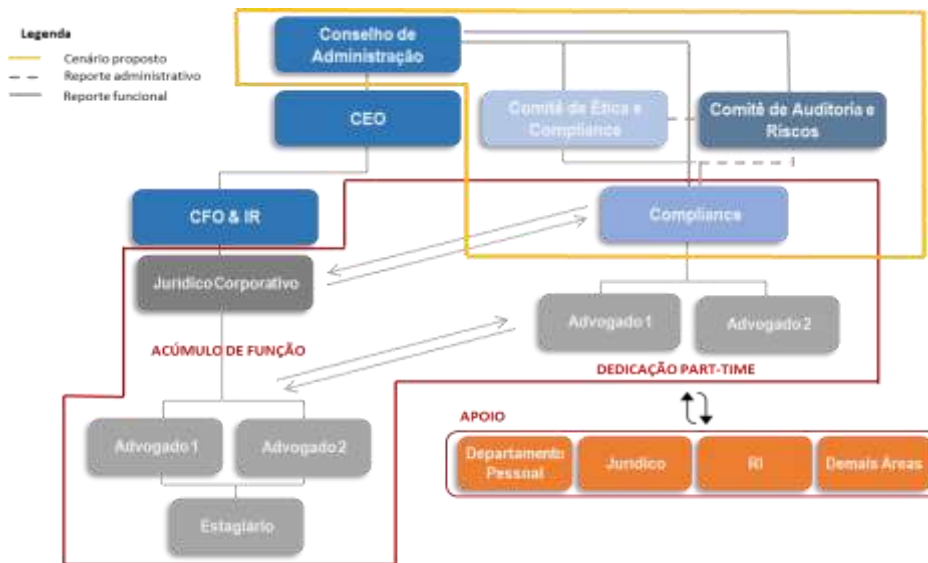
Likewise, to work on the dissemination of the corporate culture of ethics and integrity to ensure compliance with standards, strengthening credibility and fully satisfying the interests of the Bemobi Group, as well as those of other stakeholders.

4.3. Organizational Structure of the Regulatory Compliance Department

The Bemobi Group's compliance department must:

- reporting administratively to the Ethics and Compliance Committee and functionally to the Board of Directors of the Bemobi Group.
- To have the appropriate structure of people and tools for the fulfillment of its purpose. To this end, it shall have its own annual budget, which shall be submitted to the Audit and Risk Committee and, if approved, to the Board of Directors.
- To be composed of a Compliance Officer, whose position may be compatible with other functions, provided that the legal and regulatory dictates are observed, as well as the Code of Conduct and the rest of the Bemobi Group's policies, while maintaining the independence of the Compliance Department in all cases. Any substitution, dismissal or hiring of the Compliance Officer must be preceded by the knowledge of the

Audit and Risk Committee.



5. Competencies and responsibilities in compliance matters

5.1. Compliance Department:

Without prejudice to its other legal, contractual or regulatory obligations, the Compliance Department is responsible for:

- i.** keep the Be-mobi Group's compliance program active and under constant review, so that the Bemobi Group has a corporate environment based on the best corporate governance, risk and compliance practices;
- ii.** establish and maintain a continuous training and communication plan to sensitize and educate the addressees, promoting a culture of compliance;
- iii.** to contribute to the Bemobi Group's compliance with applicable legal and regulatory requirements and internal and external standards;
- iv.** identify, assess and monitor compliance risks for all macro-processes and activities, assisting the areas in the development and implementation of relevant action plans;
- v.** validate, whenever necessary, all internal policies and rules of the Bemobi Group, adapting them to external rules and instructions, submitting them for approval by the Audit and Risk Committee;

- vi. improve and consolidate anti-corruption, anti-money laundering and anti-terrorism practices, focusing primarily on business areas and partners with the highest risk exposure;
- vii. implement and keep under constant review Bemobi Group's due diligence processes;
- viii. present the results of the training programs to the Audit and Risk Committee on an annual basis;
- ix. Monitoring atypical transactions, as well as analyzing inconsistencies in transactions, in order to identify indications of money laundering;
- x. To resort to the responsible areas to access documents, information and obtain clarification on certain operations;
- xi. Follow up and monitor the implementation of action plans that are the responsibility of other areas;
- xii. Align and provide information on the CSP to the Head of IR (Investor Relations) for reporting to the shareholders.

The structure of the compliance area will be as follows:

- The Legal area accumulates the role of Compliance Officer
- 02 Legal resources working part-time to support Compliance activities
- Shared responsibilities in the execution of the SQP

5.2. Responsible for compliance:

Without prejudice to legal, contractual or regulatory obligations and other applicable rules, the Compliance Officer is responsible for:

- i. apply the guidelines established by the Audit and Risk Committee;
- ii. establish constant communication with employees, suppliers and service providers, contributing to the dissemination of a culture of compliance, integrity and ethics;
- iii. implementing, disseminating and keeping under constant review the compliance program, monitoring the adherence of employees and partners and ensuring that training is implemented and updated;

- iv.** help the Bemobi Group comply with external and internal laws and regulations, avoiding penalties and fines from regulatory bodies;
- v.** keeping the members of management and the Audit and Risk Committee informed of compliance risks;
- vi.** assisting and supervising the implementation of action plans relating to compliance risks by the responsible managers;
- vii.** helping to widely disseminate the Code of Conduct, as well as the policies of the Bemobi Group, and proposing changes or new policies whenever deemed necessary;
- viii.** to act in cases of denunciation or verification of facts that imply non-compliance with regulations and legislation, identifying risks and helping to define the action plan;
- ix.** map the Bemobi Group's compliance risks; and conduct due diligence to mitigate the risks of illegalities, non-compliance, conflicts of interest, terrorism, money laundering and/or reputational damage;
- x.** Align with the Audit Committee and present the CSP's strategies and annual plan to the Board of Directors for approval;
- xi.** Act as a point of contact with external agents in activities related to ethics and compliance management;
- xii.** Promptly comply with all applicable legal and regulatory requirements in conjunction with the responsible area representative, providing information and documents as necessary to regulatory and fiscal bodies;
- xiii.** To report semi-annually to the Audit and Risk Committee and semi-annually to the Board of Directors on the activities of the Ethics and Compliance Program, as well as on situations not foreseen in the internal documents;
- xiv.** Identify and manage any conflict of interest that may affect the impartiality of individuals and the results of the Bemobi Group;
- xv.** communicate with the CEC and activate it whenever necessary to support investigations or situations involving conflicts of interest, reputational risk, among others;
- xvi.** To guarantee maximum secrecy and confidentiality of the information and protection of those involved;
- xvii.** Manage the Bemobi Group's Whistleblower Channel, as well as receive and

investigate reports and complaints in situations of misconduct or non-compliance with internal or legal regulations;

xviii. Evaluate situations of non-compliance by the Recipients of laws, regulations and internal policies and procedures, such as: Code of Ethics and Conduct, Information Security, among others;

xix. Report to the Audit and Risk Committee the occurrence of non-conformities, faults, irregularities and/or illegalities identified in the Bemobi Group;

xx. Report to the CEC the occurrence of non-conformities, non-compliances, irregularities and/or illegalities identified under the subject and responsibility of LEVEL 2 in the compliance due diligence analysis, under the terms of the Compliance Due Diligence Policy;

xxi. Informing the Board of Directors in case of complaints involving CEC members;

xxii. Manage reports on misconduct and non-compliance with laws, the Whistleblower Channel, action plans, etc;

xxiii. Ensure that the events and situations investigated are not repeated, by reversing the processes and defining an action plan;

Situations of direct and independent information to the Board of Directors (not exhaustive):

- Situations with indications of irregularities of any kind involving the members of the CEC;
- Lack of commitment and support from other members of the CEC;
- Cases that may characterize a conflict of interest involving members of the CEC; among others..

5.3. Board of Directors:

Without prejudice to its other legal, contractual or regulatory obligations, the Bemobi Group Management is responsible for:

- i.** Comply with and enforce compliance with this Policy and other integrity standards;

- ii. Support and disseminate the Bemobi Group's compliance program;
- iii. Provide sufficient resources (including personnel and financial resources), autonomy and independence for the success of the compliance program.

5.4. Bemobi Group Audit and Risk Committee:

Without prejudice to the obligations provided for in its regulations, bylaws and other applicable rules, the Bemobi Group's RAC is responsible for:

- i. Recommend improvements and permanently supervise the Bemobi Group's compliance program, including the activities of the Compliance Officer and the Ethics Committee;
- ii. advising Bemobi Group management on the development and improvement of the Bemobi Group's compliance program;
- iii. report to the Bemobi Group Board of Directors on the activities of the Bemobi Group's compliance program.

5.5. Ethics and Compliance Committee:

The Bemobi Group will maintain an Ethics and Compliance Committee (ECC), whose mission is to assist the Management and the Audit and Risk Committee. Its functions are set out in the Internal Regulations of the Ethics and Compliance Committee.

Without prejudice to the duties and tasks described in its internal rules of procedure, the Ethics and Compliance Committee is responsible for:

- i. ensure compliance with the terms and conditions of this Policy;
- ii. making recommendations to management and the Audit and Risk Committee on compliance program needs and improvements;
- iii. assisting management and the Audit and Risk Committee in cases of non-compliance with the Code of Conduct and applicable internal or external laws and/or regulations;
- iv. to take cognizance of the complaints received, including those made through the Complaints Channel, and to propose the necessary measures, in accordance with the provisions of internal regulations; and

- v. keep the Audit and Risk Committee and the Board of Directors informed of its activities.

5.6. Beneficiaries:

Without prejudice to legal obligations and other applicable regulations, Bemobi Group collaborators are responsible for:

- i. know and apply the guidelines of this Policy;
- ii. act as the Bemobi Group's first line of defense, identifying, acting on and communicating potential risks and identified non-conformities;
- iii. inform their immediate superior or the compliance department or use the Whistleblower Channel whenever they identify a non-conformity, i.e. a legal or regulatory non-compliance or a violation of any internal or external regulation applicable to the Bemobi Group.

5.7. Legal Service:

Without prejudice to its other legal, contractual or regulatory obligations, the Legal Department is responsible for:

- i. interpret and, whenever necessary, monitor changes in federal, state and municipal legislation related to the Bemobi Group, assisting the Compliance Department to ensure compliance with such legislation;
- ii. act, whenever necessary, to assist the Compliance Department in cases of complaints or verification of facts implying non-compliance with rules and legislation;
- iii. contribute to the Bemobi Group's compliance with external and internal laws and regulations, avoiding penalties and fines from regulatory bodies;
- iv. Request support from Regulatory Compliance in the due diligence analysis of third parties with a high degree of risk;
- v. Support the Compliance function in the development of an action plan aimed at full compliance with legal requirements;
- vi. Support the decisions of the CEC with legal backing;
- vii. Ensure that Bemobi Group contracts comply with the law and are in line with the Code of Conduct and Ethics and other internal rules and policies;
- viii. Ensure that the disciplinary measures decided by the CEC are in accordance

with current legislation;

ix. Support the Compliance function in its relations with external agents and regulatory bodies.

5.8. Human Resources:

Without prejudice to its other legal, contractual or regulatory obligations, the Human Resources Department is responsible for:

- i.** promote the dissemination of the Code of Conduct, the Ethical Channel, as well as other Bemobi Group compliance policies, including when new employees join the Group;
- ii.** in conjunction with the compliance department, conduct internal training on conduct, principles and values, as well as on anti-corruption practices and compliance culture;
- iii.** support the compliance department in the elaboration of the training calendar related to ethics and integrity, aligning with the areas the most appropriate period to apply the training, seeking the least possible operational impact;
- iv.** inform the compliance department of any allegations made against them or verification of legal or regulatory non-compliance, internal or external;
- v.** Manage and train all new employees on CSP policies, as well as collect the term of knowledge and agreement during the integration process;
- vi.** Manage documents and evidence related to the CSP, such as the term of knowledge and agreement, training attendance lists, among others;
- vii.** Make available information and documents whenever requested by the CEC;
- viii.** Ensure the confidentiality of the information made available to the CEC;
- ix.** Ensure the execution of disciplinary measures defined by the CEC.

5.9. Investor relations:

The Investor Relations area will work together with the Compliance function to provide information on the CEP to shareholders, investors and regulatory bodies. Therefore, all

information to be disclosed to investors on the implementation and evolution of the Program must be previously agreed with the Compliance Function and approved by the CEO and the Board of Directors.

5.10. Directors and Managers of all areas of the Bemobi Group:

Without prejudice to their other legal, contractual or regulatory obligations, the Directors and Managers of all areas of the Bemobi Group are responsible for:

- i.** ensure the effective implementation of the CSP, as well as other Bemobi Group integrity policies;
- ii.** take the necessary steps to ensure that the Bemobi Group complies with applicable laws and regulations;
- iii.** inform the compliance department of any situation in which there is a conflict of interest between themselves (or their family members or their companies) and the Bemobi Group;
- iv.** informing the compliance department of any complaints they receive or when they see cases of legal or regulatory noncompliance, whether internal or external;
- v.** Demonstrate its commitment to act ethically and with integrity, as well as to carry out its activities and decisions in accordance with the premises established in the laws and internal regulations;
- vi.** Supporting and sponsoring actions aimed at the development of the CEP;
- vii.** Promote and encourage the participation of the Recipients in the activities of the CEP;
- viii.** Identify and monitor the risks related to the activities under its management;
- ix.** Report and notify the Compliance Function whenever deviations in behavior and compliance risks are identified.

6. Communication and Training

All directors, employees, contractors and suppliers of the Bemobi Group shall receive training and communications on the Code of Conduct and other compliance policies, according to the topics related to their functions, relationships and responsibilities.

New employees joining the Bemobi Group shall receive training on the Code of Ethics and related CSP policies within 30 days of being hired.

6.1. Evaluations and Archiving

Each training course conducted should include a questionnaire to evaluate its effectiveness, identifying the level of adherence of employees to the contents presented.

The results identified in the evaluations should be used to prepare the training program for the following year, with a view to continuous improvement.

All training and communications should be recorded and archived by the compliance area, with a copy kept in HR.

7. Applicable internal and external standards (non-exhaustive list)

- Code of Ethics and Conduct of the Bemobi Group
- Anti-corruption policy
- Policies drawn up by the Bemobi Group's compliance department.
- Decree n°. 11.129/2022
- Law n°. 12,846/2013 - Anti-corruption law.
- Law N°. 8.429/1992 - Administrative Improbity Law
- New Market Regulation - B3
- OFAC List (Office of Foreign Assets Control)
- UNSC (United Nations Security Council) List)

8. Definitions

- Senior Management: these are the people responsible for the main decision making of the company, they have a high degree of responsibility towards lower

level employees and are located at the highest levels of the organizational hierarchy.

- Whistleblower Channel: is one of the means through which any employee or stakeholder can communicate concerns about Bemobi Group activities that do not comply with this Code of Conduct, the Bemobi Group's internal policies, the regulatory guidelines and orientations to which it is subject or even in relation to the applicable legislation in force.
- Compliance Department: is the area responsible for creating the implementation, follow-up and control mechanisms to ensure compliance with the internal and external regulations applicable to the Bemobi Group.
- Due Diligence: is the process of prior diligence, in which various information is gathered to assess the risk of a commercial transaction.
- Ethics and Compliance Program: systematization of the organization's existing instruments aimed at preventing and combating corruption, money laundering and other unethical conduct, with a view to mitigating the financial, reputational, legal, etc. risks applicable to the business.
- Compliance risk: risk derived from the ineffectiveness, inadequacy or non-compliance of processes, products and services in the development of the Bemobi Group's activities, from non-compliance with applicable laws, regulations and good practices, as well as from ethical and behavioral deviations that may result in legal or regulatory sanctions, financial or reputational losses.

9. Final Provisions

The review of this policy is the responsibility of the Regulatory Compliance Department, which must approve it together with the Ethics and Compliance Committee and the Board of Directors, which may update it when required or whenever necessary.

The revision will not necessarily result in a new version of the document.

10. Approvals

RESPONSIBILITY	AREA
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ELABORATION	Compliance Department
REVIEW	Audit and Risk Committee
APPROVAL	Board of Directors