

AZUL S.A.

Publicly-held company

CNPJ No. 09.305.994/0001-29

NIRE 35.300.361.130

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON MAY 5, 2026**

1. Date, Time and Place: Held on May 5, 2026, installed at 2:00 p.m., at the headquarters of Azul S.A. ("Company"), located in the City of Barueri, State of São Paulo, at Avenida Marcos Penteado de Ulhôa Rodrigues, n° 939, 8th floor, Edifício Jatobá, Condomínio Castelo Branco Office Park, Tamboré, CEP 06460-040.

2. Call and Attendance: The meeting was duly convened in accordance to Article 14 of the Company's Bylaws, and duly installed on first call, in view of the presence of all the members of the Board of Directors. Members of the Board of Directors present: David Gary Neeleman, Sérgio Eraldo de Salles Pinto, Gilberto de Almeida Peralta, Daniella Marques Consentino, Renata Faber Rocha Ribeiro, Patrick Wayne Quayle and John Peter Rodgeron.

3. Chairman: David Gary Neeleman - Chairman; Edson Massuda Sugimoto - Secretary.

4. Agenda: To resolve on:

(i) The recommendation, by the Strategy Committee, regarding the appointment of a new Independent Member to the Company's Statutory Audit Committee;

(ii) The confirmation and ratification of the independence of Sérgio Eraldo de Salles Pinto, Gilberto de Almeida Peralta, Daniella Marques Consentino and Renata Faber Rocha Ribeiro as members of the Board of Directors of the Company; and

(iii) The ratification of the Company's Dodd-Frank Clawback Policy, as previously approved by the Board of Directors of the Company on December 7, 2023, in order to comply with Section 811 of the NYSE American Company Guide and Section 303A.14 of the NYSE Listed Company Manual.

5. Resolutions: Once the meeting was held and after the discussion and analysis of the matters on the agenda, the members of the Company's Board of Directors decided, by unanimous vote and without any reservations or restrictions:

(i) In view of the resignation of Mr. **James Jason Grant**, American, administrator, holder of passport No. 544372630, from the position of Independent Member of the Company's Statutory Audit Committee,

according to the letter of resignation duly filed at the Company's headquarters, to record said resignation and to approve, pursuant to Article 15 of the Bylaws of the Company, and as recommended by the Company's Strategy Committee, the appointment of Mr. **Sérgio Eraldo de Salles Pinto**, Brazilian, married, bachelor's degree in economics and engineering, bearer of Identity Card RG No. 22.207.988-1 SSP-RJ, registered with the CPF/MF under No. 317.309.901-00, to the position of independent member of the Company's Audit Committee, for a term of office beginning on the date hereof and ending on May 2, 2027, concomitantly with the end of the term of office of the current members of the Company's Audit Committee, pursuant to item 2.5 of the Company's Audit Committee Internal Regulations.

In view of the resolution hereby approved, the composition of the Statutory Audit Committee, with three (3) members and a unified term of office of two (2) years, starting as of May 2, 2025, is now as follows:

(a) Independent Member and Coordinator: Mr. **Gilberto de Almeida Peralta**, Brazilian, married, engineer, bearer of identity card RG No. 43.612.183 IFP/RJ, registered with the CPF/MF under No. 446.658.817-15, with business address in the municipality of Barueri, State of São Paulo, at Avenida Marcos Penteado de Ulhôa Rodrigues, No. 939, 8th floor, Jatobá Building, Castelo Branco Office Park Condominium, Tamboré, CEP 06460-040;

(b) Independent Member: Ms. **Renata Faber Rocha Ribeiro**, Brazilian, married, business administrator, bearer of identity card RG No. 29.810.675-9 SSP/SP, registered with the CPF/MF under No. 215.671.488-67, with business address in the municipality of Barueri, State of São Paulo, at Avenida Marcos Penteado de Ulhôa Rodrigues, No. 939, 8th floor, Jatobá Building, Castelo Branco Office Park Condominium, Tamboré, CEP 06460-040; and

(c) Independent Member: Mr. **Sérgio Eraldo de Salles Pinto**, Brazilian, married, bachelor's degree in economics and engineering, bearer of Identity Card RG No. 22.207.988-1 SSP-RJ, registered with the CPF/MF under No. 317.309.901-00, with business address in the municipality of Barueri, State of São Paulo, at Avenida Marcos Penteado de Ulhôa Rodrigues, No. 939, 8th floor, Jatobá Building, Condomínio Castelo Branco Office Park, Tamboré, CEP 06460-040.

The members of the Board of Directors, in compliance with the legal and regulatory requirements of the NYSE and the Securities and Exchange Commission, confirm that Mr. **Sérgio Eraldo de Salles Pinto**, appointed hereby to the position of Independent Member of the Company's Statutory Audit Committee, and Mr. **Gilberto de Almeida Peralta**, current member of the Company's Audit Committee, qualify as *audit committee financial experts* for purposes of Item 407(d)(5)(ii) and (iii) of *Regulation S-K* under the *U.S. Securities Act of 1933*, Rule 803B(2)(iii) of the *NYSE American Company Guide and Section 303A.07* of the *NYSE Listed Company Manual*, in view of the Company's intention to list its common shares and *American Depositary Shares* representing such common shares on *NYSE American, LLC* ("NYSE American") or *New York Stock Exchange LLC* ("NYSE") at the appropriate time, taking into account market conditions (the "NYSE Listing").

(ii) To confirm and ratify, in compliance with the legal and regulatory requirements of the NYSE and the Securities and Exchange Commission, that the members of the Board of Directors **Mr. Sérgio Eraldo de Salles Pinto, Mr. Gilberto de Almeida Peralta, Ms. Daniella Marques Consentino and Ms. Renata Faber Rocha Ribeiro**, do not maintain any relationship that would interfere with the exercise of independent judgment in the performance of their responsibilities as members of the Company's Board of Directors, for purposes of NYSE American Company Guide Rule 803A(2), *NYSE Listed Company Manual Section 303A.02*, and U.S. Rule 10A-3. *Securities Exchange Act of 1934*, in connection with the NYSE Listing; and

(iii) Ratify, in compliance with the legal and regulatory requirements of the NYSE and the Securities and Exchange Commission, the Company's Dodd-Frank Clawback Policy, as approved by the Company's Board of Directors on December 7, 2023, for purposes of Rule 811 of the NYSE American Company Guide and Section 303A.14 of the NYSE American Listed Company Manual.

6. **Closing, Drafting and Reading of the Minutes:** There being nothing more to be discussed, and there being no other manifestation, the work was suspended for the time necessary to draw up these minutes, which, read and found to be in compliance, were signed by all Board: David Gary Neeleman - Chairman; Edson Massuda Sugimoto – Secretary. Members of the Board of Directors present: David Gary Neeleman, Sérgio Eraldo de Salles Pinto, Gilberto de Almeida Peralta, Daniella Marques Consentino, Renata Faber Rocha Ribeiro, Patrick Wayne Quayle and John Peter Rodgerson.

I certify that this is a true copy of the minutes drawn up in a proper book

Barueri, SP, May 5, 2026.

Edson Massuda Sugimoto
Secretary