

RAIA DROGASIL S.A.
(“RD Saúde”)

CNPJ/MF No. 61.585.865/0001-51
State Registration (NIRE) No. 35.300.035.844

MANUAL FOR SHAREHOLDERS’ PARTICIPATION

**Annual and Extraordinary Shareholders’ Meetings
to be held on April 22, 2025**

March 21, 2025

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TO BE HELD ON APRIL 22, 2025**

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Message from Management

Dear Shareholder,

Raia Drogasil S.A. (“Company” or “RD Saúde”), a company listed at Novo Mercado da B3 S.A. – Bolsa, Brasil, Balcão (“B3”) is pleased to invite you to participate in its Annual and Extraordinary General Meetings (“Meetings”, or “AEGM”), called to be held simultaneously on April 22, 2025, at 3:00 p.m., at the headquarters of the Company, at Avenida Corifeu de Azevedo Marques, nº 3.097, Butantã, in the Capital City of the State of São Paulo (“Campus RD Saúde”).

As reported in the Governance Report delivered in July 2024, and aligned with our commitment to adopt differentiated practices of Corporate Governance, we prepared this Manual, the purpose of which is to present, in a clear and brief manner, the proposals to be discussed in the AEGM, as well as the procedures necessary to ensure your attendance and participation.

We inform that members of the management, the Audit Committee and of EY Ernst & Young Auditores Independentes will be attending the Meetings.

We also inform that, if there still remains any doubt in relation to the information disclosed, further clarifications may be obtained through the email juridico.societario@rd.com.br and/or ri@rd.com.br.

Finally, the Management of the Company states that the AEGM will be held on site, at the Company’s headquarters, at Campus RD Saúde, but stresses that the shareholders may exercise their voting right through the remote voting ballot, made available on this date, or through an attorney-in-fact duly appointed.

Agenda of the Annual and Extraordinary Shareholders' Meetings

The proposals presented below will be submitted to the examination of the Shareholders. More information on the proposals is available at the exhibits section of this Manual, at the Relationship with Investors website of the Company (<https://ri.rd.com.br/>) and at the site of the Brazilian Securities and Exchange Commission (<http://www.cvm.gov.br/>).

◆ At the Ordinary Shareholders' Meeting (OSM):

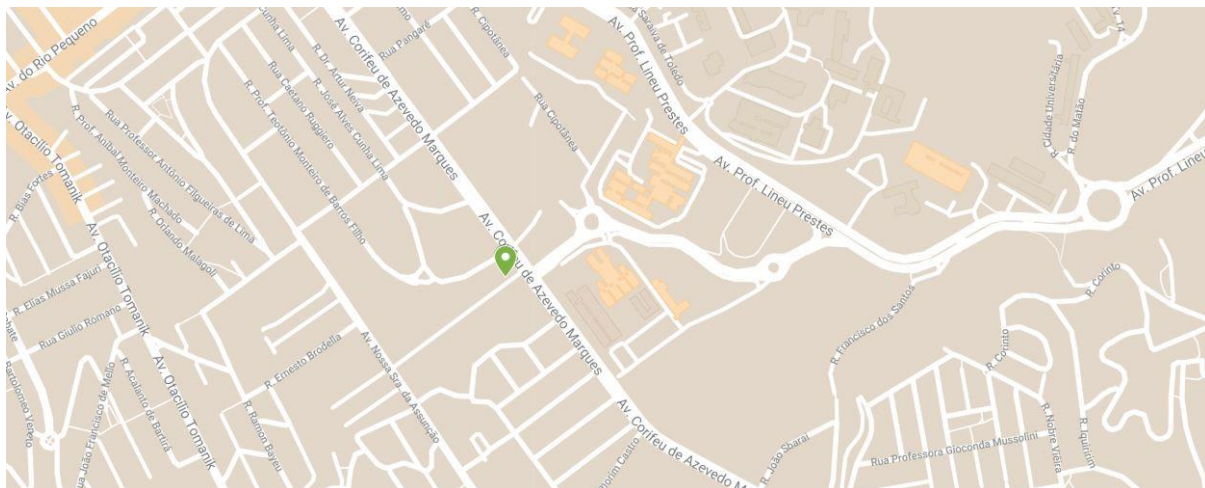
- (i) rendering of accounts of the managers, examination, discussion and voting of the financial statements related to the fiscal year ended on December 31, 2024, accompanied by the Management Report, the Independent Auditors' Report, published in the newspaper "O Estado de São Paulo" issued on February 26, 2025, as well as of the opinion of the Audit Committee;
- (ii) allocation of net profits of the fiscal year ended on December 31, 2024, validating the interest accrued on net equity and interim dividend distribution previously resolved by the Board of Directors, as well as the declaration of additional dividends to be paid to the shareholders by May 30, 2025, which will be attributed to the mandatory dividend;
- (iii) definition of the number of members for the Company's Board of Directors;
- (iv) election of members of the Company's Board of Directors;
- (v) determination of the annual global compensation of managers of the Company;
- (vi) election of the members of the Audit Committee and their respective alternates; and
- (vii) determination of the compensation of the members of the Audit Committee.

◆ At the Extraordinary Shareholders' Meeting:

- (viii) amendment to the Bylaws of the Company to: (a) include the secondary activity of clinical exams and analysis in its corporate purpose; (b) adjust the nomenclature of the positions of the Company's Executive Office and their respective attributions; (c) remove from the approval authority of the Board of Directors the granting of guarantee, accommodation or surety for companies in which the Company holds the entire common stock; (d) remove from the approval authority of the Board of Directors the transactions between the Company and subsidiaries; (e) change the approval authority of the Board of Directors for voting instructions in subsidiaries; (f) wording adjustment to clarify that it is incumbent upon the Board of Directors to approve variable compensation programs; and (g) wording adjustment to clarify that any acts performed in disagreement with the Bylaws shall be null and void.
- (ix) Restatement of the Company's Bylaws to reflect the amendments approved in the previous resolution.

Place of the Meetings

The Meetings will be held on April 22, 2025, at 3:00 p.m., at Campus RD Saúde, at the headquarters of the Company, located at Avenida Corifeu de Azevedo Marques, nº 3097, Butantã, in the Capital City of the State of São Paulo, as highlighted in the map below.



As mentioned before, the AEGM will be held on site, at the Company's headquarters, but the Management stresses that the shareholders may exercise their voting right remotely, through the remote voting ballot made available on this date.

Should any shareholder choose to participate in person, it is recommended that they be present at the location at least thirty (30) minutes before the time indicated to allow the validation of the required documents and the beginning of the AEGM at the indicated time.

Participation in the Meetings

All shareholders with registered common shares of RD Saúde may participate in the Meetings, personally or through legal representatives and attorneys-in-fact, provided that these shares are registered in their name with the depositary financial institution responsible for the service of book-entry shares of the Company - Itaú Unibanco S.A.

In order to make their participation in the Meetings feasible, the Shareholders shall present the following documentation:

- Documents that prove their identity, in original or certified copy, namely:

a. Individual

- Identity card with photograph (RG, RNE, CNH, passport or officially recognized professional licenses)
- If represented by an attorney-in-fact¹⁻², power of attorney and identity card of the attorney-in-fact

b. Legal Entity

- Restated and updated Bylaws or Articles of Association
- If represented by a legal representative, corporate documents that indicate their election and identity card with photo of the representative
- If represented by an attorney-in-fact¹⁻³, power of attorney and identity card with photo of the attorney-in-fact

c. Investment Fund

- Restated rules of the fund
- Restated and updated Bylaws or Articles of Association of the administrator or manager of the fund
- Identity card with photo of the legal representative
- If represented by an attorney-in-fact, power of attorney and identity card with photo of the attorney-in-fact

d. Foreigners

- Same documentation applicable to the Brazilian shareholders, and the documents issued abroad, such as powers of attorney and corporate documents, shall be duly notarized and apostilled/authenticated by the consulate, the sworn translation of documents drawn up in Portuguese, English or Spanish or that are accompanied by the respective translation to these languages being waived

¹ The Company accepts powers of attorney granted by electronic means. The Company may waive the certification of signature, the notarization and the authentication by the consulate of the documents presented, as the case may be, as well as the delivery of original copies for acceptance of the Remote Voting Ballot, accepting that said documentation be sent only to the electronic address indicated in the Ballot's instructions, conditioned to the express confirmation of the Company regarding the receipt and sufficiency of such documents.

² The individual shareholder may be represented at the Meetings by an attorney-in-fact constituted less than one (1) year from the date of the Meetings, that is a shareholder, a Company manager, a lawyer or a financial institution, being incumbent upon the manager of the investment funds to represent the co-owners, as required by paragraph 1 of article 126 of Law No. 6,404/76

³ In compliance with the decision of CVM Proceedings RJ2014/3578, the general rule of representation of the Brazilian Civil Code will be applied to the representation of a legal entity shareholder. Thus, any attorneys-in-fact duly constituted

in accordance with the law and the bylaws or articles of association of the respective legal entities may participate in the Meetings even if they are not shareholders, managers or lawyers

In addition to the documents listed above, following the practice adopted in recent fiscal years, we request that, preferably, shareholders present a document proving their status as a shareholder, that is, proof of the book-entry shares held by them, issued by the custodian agent (or the statement containing the respective equity interest issued by the relevant body, for shareholders participating in the fungible custody of registered shares).

Following the practice adopted in the last fiscal years, we request that, preferably, a copy of the documentation mentioned herein be sent to RD Saúde by email, or to the addresses indicated below, until **April 18, 2025**, as per the instructions below:



Raia Drogasil S.A. | Legal Executive Office
Avenida Corifeu de Azevedo Marques, nº 3.097
São Paulo – SP, CEP 05339-900



To: Legal Executive Office
Email:
juridico.societario@rd.com.br

The purpose of sending the documentation in advance is to provide celerity to the registration of the Shareholders and optimize the works at the Meetings. However, the Shareholder that attend the Meetings with the required documents may participate and vote, even if they failed to file the documents in advance.

The Shareholder may choose to exercise their remote voting right, without the necessity, therefore, of attending in person the Meetings or indicating a representative or attorney-in-fact to represent them.

To do so, the Shareholder shall complete the Remote Voting Ballot provided in the websites of the Company, the Brazilian Securities and Exchange Commission (CVM) and B3 S.A. – Brasil, Bolsa, Balcão, and send them to the Company, or give instructions for the filling of the vote to the custodian agents or to the bookkeeping agent of the Company, or also to the central depository. The instructions for completing and sending the Remote Voting Ballot are duly described, in details, in the Ballot disclosed by the Company.

The Remote Voting Ballot shall be received by the Company and/or by the custodian agent and/or by the bookkeeping agent and/or by the central depository, as applicable, within four (4) days prior to the date of the Meetings (called to be held on April 22, 2025). Any Ballots received by the Company after that date will be disregarded. Pursuant to CVM Resolution No. 81 ("CVM Res. 81"), in case of sending the Ballots directly to the Company, within three (3) days from the receipt of the Ballots, we will acknowledge the receipt of such documents and inform if it will be necessary to make any type of rectification.

If the Shareholder chooses to send the Ballot directly to the Company, the delivery of the identification document must be observed, under the terms above; and it is recommended to send the proof issued by the financial institution depository of the book-entry shares or in custody pursuant to article 40 of Law No. 6,404/76.

Aiming to facilitate the adoption, by the Shareholder, of the alternative of remote voting for participation in the AEGM, the Company may waive the certification of signature, the notarization and the authentication by the consulate of the documents presented, as the case may be, as well as the delivery of original copies for acceptance of the Remote Voting Ballot, accepting that said documentation be sent only to the electronic address indicated in the Ballot's instructions, conditioned to the express confirmation of the Company regarding the receipt and sufficiency of such documents.

Bylaws of the Company - Shareholders' Meeting

To facilitate the reference and consultation, we present below the rules set forth in the Bylaws of the Company related to the Shareholders' Meeting. To access the entire content of the Bylaws of RD Saúde, [click here](#).

Chapter IV – Shareholders' Meeting

Article 15 - The Shareholders' Meeting shall meet ordinarily, once a year, within the first four (4) months following the end of each fiscal year, to resolve on the matters legally under its responsibility, and extraordinarily whenever called by the Board of Directors, as per the applicable legislation or these Bylaws.

Article 16 - The Shareholders' Meeting will be opened and chaired by the Chairman of the Board of Directors or, in their absence, by the shareholder or manager of the Company appointed by the majority of the shareholders present, who will choose, among those in attendance, one to act as Secretary, who may or may not be a shareholder of the Company.

Article 17 - The resolutions will be approved by the majority vote of those present, with due regard to the restrictions set by the Brazilian Corporate Laws, and in compliance with the provisions of paragraph eleven of article 24 of these Bylaws.

Paragraph One - The Shareholders' Meeting may only resolve on matters on the agenda contained in the respective call notice, considering the exceptions provided for in the Brazilian Corporate Laws.

Paragraph Two - In order to participate in the Shareholders' Meeting, the shareholder must file at the Company's headquarters, at least forty-eight (48) hours in advance from the respective Shareholders' Meeting: (i) a document issued by the financial institution that holds their book-entry shares in custody, as provided for in article 126 of the Brazilian Corporate Laws and/or in relation to the shareholders taking part in the fungible custody of registered shares, the statement presenting their shareholder position, issued the relevant body; and (ii) the proxy, duly registered as provided by law and these Bylaws, if the shareholder is being represented. The shareholder or the legal representative thereof shall attend the Shareholders' Meeting in possession of the proper identification documents. Notwithstanding the obligations contained in this paragraph, the shareholder that attends the meeting with the required documents may participate and vote, even if they failed to file the documents in advance.

Article 18 - The Shareholders' Meeting shall, in addition to the responsibilities set forth by law:

- a) audit the managers' accounts, examine, discuss, and vote on the financial statements;
- b) elect and remove members of the Board of Directors;
- c) set the annual global compensation of the members of the Board of Directors and of the Executive Office, as well as of the members of the Audit Committee;
- d) amend the Bylaws;

- e) resolve on the dissolution, liquidations, consolidation, spin-off, and incorporation of the Company or any other company into the Company, as well as on the incorporation of shares involving the Company;
- f) allocate share bonuses and decide on any share splitting or reverse split;
- g) approve call option or share subscription plans for the Company's managers and employees;
- h) resolve, according to the proposal submitted by the management, on the allocation of net profit for the fiscal year and the distribution of dividends;
- i) resolve on capital increases in excess of the authorized capital, or on the reduction of the common stock, as per the provisions of these Bylaws;
- j) elect the liquidator, as well as the Audit Committee that will operate during the liquidation period;
- k) resolve on the cancellation of the Company's listing as a publicly held company before the CVM;
- l) choose the specialized company to prepare the appraisal report on the Company's shares, as per article 24 of these Bylaws, among the companies indicated by the Board of Directors; and
- m) to resolve on any subject matter that is submitted thereto by the Board of Directors.

Sole Paragraph – The Company shall comply with the shareholders' agreements filed at its principal place of business, and the members of the presiding board of the Shareholders' Meeting or of the Board of Directors' Meetings shall be expressly forbidden from accepting and considering any vote by any shareholder who is a signatory to the shareholders' agreement duly filed at the principal place of business, cast in violation of what was agreed upon in such agreement, and the Company shall also be expressly forbidden from accepting and proceeding with the transfer of shares and/or encumbrance and/or assignment of a preemptive right to the subscription of shares and/or other securities in violation of the provisions and terms agreed upon in the shareholders' agreements.

MANAGEMENT PROPOSAL

In compliance with the provisions in articles 10, 11, 12, 13, and 15 of CVM Resolution 81.

The management of **RD Saúde** presents its proposal (“Proposal”) related to the matters included in the agenda of the Meetings to be held, cumulatively, on April 22, 2025, at 3:00 p.m., as set forth below:

At the Ordinary Shareholders' Meeting:

(i) Rendering of accounts of the managers, examination, discussion and voting of the financial statements related to the fiscal year ended on December 31, 2024, accompanied by the Management Report and the Independent Auditors' Report, published in the newspaper “O Estado de São Paulo” issued on February 26, 2025, as well as of the opinion of the Audit Committee

We propose the approval, without reservation, of the accounts of the managers and the financial statements related to the fiscal year ended on December 31, 2024, as disclosed on February 25, 2025 at the websites of CVM and B3, through the System Empresas.Net, as well as on the website of the Company, and published in the newspaper “O Estado de São Paulo” on February 26, 2025 (“Financial Statements”).

Pursuant to article 10, item III, of CVM Ruling 81, the information provided in **Exhibit I** of this Proposal reflects our comments on the financial standing of the Company.

The Fiscal Committee and Audit Committee of the Company were favorable to the approval, by the shareholders of the Company, of the accounts of the management and of the Financial Statements, as per the opinions disclosed through the System Empresas.Net, on February 25, 2025.

In addition, the management report and the opinion of the independent auditors, together with the Financial Statements, were duly disclosed and published, as per CVM Resolution 81.

(ii) Allocation of net profits of the fiscal year ended on December 31, 2024, validating the interest accrued on net equity and interim dividend distribution previously resolved on by the Board of Directors, as well as the declaration of additional dividends to be paid to the shareholders by May 30, 2025, which will be attributed to the mandatory dividend

We propose the approval of the allocation of the net profits of the Company regarding the fiscal year ended on December 31, 2024, as indicated in the Financial Statements and detailed in **Exhibit II** of this Proposal, prepared in conformity with article 10, sole paragraph, item II of CVM Resolution 81.

The Fiscal Committee and Audit Committee of the Company were favorable to the approval, by the shareholders of the Company, of said proposal of allocation of net profits, as per the opinions disclosed through the System Empresas.Net, on February 25, 2025.

The proposal of allocation of the net profits

Net Profits of the Fiscal Year	BRL 1,199,864,349.41
Reversal of the Reassessment Reserve	BRL 125,474.07
Prescribed Dividends in 2023	BRL 341,404.40
Total amount to be allocated	BRL 1,200,331,227.88

Allocations:

Legal Reserve 5% of the Net Profits of the Fiscal Year	BRL 59,993,217.47
Interest on Net Equity appropriated in 2024 (gross value)	BRL 389,500,000.00
Interim Dividends	BRL 106,000,000.00
Proposed Additional Dividend	BRL 104,000,000.00
Reserve established by the Bylaws (45.1% of the net result of the fiscal year)	BRL 540,838,010.41

It is proposed that the interest accrued on net equity and interim dividends previously resolved by the Board of Directors in the following extraordinary meetings be attributed to the mandatory dividend, pursuant to article 22 of the Company's Bylaws:

- March 28, 2024, interest on net equity in the gross amount of seventy-four million and four hundred thousand reais (BRL 74,400,000.00), corresponding to BRL 0.043378791 per share, on which the deduction of withholding income tax was made, as applicable, and paid to shareholders on December 2, 2024;
- June 28, 2024, interest on net equity in the gross amount of seventy-seven million and one hundred thousand reais (BRL 77,100,000.00), corresponding to BRL 0.044952957 per share, on which the deduction of withholding income tax was made, as applicable, and paid to shareholders on December 6, 2024;
- September 30, 2024, (i) interest on net equity in the gross amount of one hundred and fourteen million and one hundred thousand reais (BRL 114,100,000.00), corresponding to BRL 0.066525486 per share, on which the deduction of the withholding income tax will be made, as applicable, to be paid to the shareholders by May 30, 2025 without monetary adjustment or interest; and (ii) interim dividends in the gross amount of one hundred and six million reais (BRL 106,000,000.00), corresponding to BRL 0.061802818 per share, paid to shareholders on December 6, 2024;
- November 29, 2024, interest on net equity in the gross amount of one hundred and twenty-three million and nine hundred thousand reais (BRL 123,900,000.00), corresponding to BRL 0.072235437 per share, on which the deduction of the withholding income tax will be made, as applicable, to be paid to the shareholders by May 30, 2025 without monetary adjustment or interest.

We also propose the declaration of additional dividends in the amount of one hundred and four million reais (BRL 104,000,000.00) to be paid to the shareholders by May 30, 2025.

The information indicated in Exhibit A of CVM Resolution 81 is available for consultation by the Shareholders in **Exhibit II** of this Proposal.

(iii) Definition of the number of members for RD Saúde's Board of Directors

The Management of RD Saúde proposes that for the next unified term of office of two (2) years, which will end at the Ordinary Shareholders' Meeting to be held in 2027, the Board of Directors shall be composed of thirteen (13) members, all of which shall be elected by majority vote.

The Management proposal to increase the number of members of the Board of Directors, from 11 to 13 members, aims to expand the diversity of knowledge and expertise of the body, including in the composition of the candidate slate that may contribute to the concepts of health business and digital strategies.

(iv) Election of the members of the Board of Directors of RD Saúde

We propose that, at the AEGM to be held, the elections and re-elections, as the case may be, of the candidates indicated below be carried out in a single slate:

i) Marcílio D'Amico Pousada; (ii) Antonio Carlos Pipponzi; (iii) Carlos Pires Oliveira Dias; (iv) Cristiana Almeida Pipponzi; (v) Eugênio De Zagottis; (vi) Paulo Sérgio Coutinho Galvão Filho; (vii) Renato Pires Oliveira Dias; (viii) Plínio Villares Musetti; (ix) Marco Ambrogio Crespi Bonomi; (x) Sylvania de Souza Leão Wanderley; (xi) Philipp Paul Marie Povel; (xii) Eliézer Silva; and (xiii) Flávia Maria Bittencourt.

According to statements of classification in relation to the independence criteria provided by the candidates, and according to the manifestation of the Company's Board of Directors, Mr. Marco Ambrogio Crespi Bonomi, Ms. Sylvania de Souza Leão Wanderley, Mr. Philipp Paul Marie Povel, Mr. Plínio Villares Musetti, Mr. Eliézer Silva and Ms. Flávia Maria Bittencourt, indicated as candidates for independent directors, meet the independence criteria established in the Novo Mercado Rules and in Exhibit K to CVM Resolution No. 80/22.

It is also informed that the Company's Board of Directors has already given a statement on the compliance of each candidate above with the Company's Appointment Policy and based on the statements submitted thereby and pursuant to the Novo Mercado Rules of B3 S.A. – Brasil, Bolsa, Balcão and the applicable regulation.

The information indicated in items 7.3 to 7.6 of the Reference Form, as per article 11 of CVM Resolution 81, is available for consultation by the Shareholders in **Exhibit III** of this Proposal.

The minimum percentage to adoption of the multiple voting procedure for election of the members of the Board of Directors is five percent (5%), as per article 3 of CVM Resolution No. 70/22, and it shall be requested in up to forty-eight (48) hours before the Annual and Extraordinary Shareholders' Meetings are held.

(v) Determination of the annual global compensation of managers of the Company

We propose that the overall compensation of the managers, to be paid in the fiscal year of 2025, be determined at the net annual amount of up to eighty-one million, seven hundred and twenty-eight thousand, two hundred and seventy-three reais (BRL 81,728,273.00). The Company emphasizes that the social charges are not included in that amount¹.

For purposes of comparison between the proposal of compensation of this year with the previous years, the Company informed the amount of the charges and the total compensation in **Exhibit IV** to this Proposal, pursuant to article 13 of the CVM Resolution 81.

The Management explains that the global compensation proposal corresponds to all amounts to be granted or paid in the period from January to December 2025.

The amount of the proposed compensation, without social charges, is described below:

¹ As per the understanding of CVM's Full Board in Proceedings 19957.007457/2018-10, included in Official Circular Letter/Year-2025 CVM/SEP, the global compensation of the managers must be net of social charges to be borne by the employer, which are not covered by the concept of "benefit of any nature" dealt with by article 152 of Law No. 6,404/76.

Managers	Fixed Compensation	Variable Compensation (Maximum)	Share-Based Compensation (Maximum)	Post-Employment Benefits	TOTAL
Directors	13,785,953	0	0	0	13,785,953
Executive Office	19,447,892	23,725,931	24,768,497	0	67,942,319
TOTAL	33,233,845	23,725,931	24,768,497	0	81,728,273

All amounts in the table above are expressed in BRL (reais).

Management points out that the proposal for global annual compensation presented on this date includes, compared to previous fiscal years, the addition of (a) one (1) member of the Executive Office appointed by the Bylaws and (b) two (2) members of the Board of Directors.

It should also be noted that the total amount related to the Executive Office' budget includes the variable compensation of former members of the executive office appointed by the Bylaws who currently hold positions on the Board of Directors and/or its Advisory Committees. Such incentives strictly follow the terms of the long-term incentive plans in force and were granted while occupying positions in the executive office appointed by the Bylaws, and for this reason the expense was allocated to the "Executive Office appointed by the Bylaws".

Thus, we understand that the proposal of annual compensation of the managers is adequate and pertinent to stimulate them to seek the best results and retain our executives.

Nevertheless, always striving for transparency and clarity in the information, we have compiled in the table below the comparison of the current proposal for the compensation of managers with the amounts approved and effective in the 2024 fiscal year.

Value	Approved 2024	Effective 2024	Proposed 2025
Gross	BRL 93,096,514	BRL 87,363,979	BRL 98,064,802
Net	BRL 78,089,366	BRL 71,027,450	BRL 81,728,273

Thus, for the fiscal year 2024, a proposal for compensation of the managers was approved in the net amount of up to seventy-eight million, eighty-nine thousand, three hundred and sixty-six Reais (BRL 78,089,366.00) and the net amount actually realized in that period was seventy-one million, twenty-seven thousand and four hundred and fifty Reais (BRL 71,027,450.00), approximately 10% below the approved limit.

Lastly, Management reports that the information indicated in item 8 of the Reference Form, as per article 13 of CVM Resolution 81, is available for consultation by the Shareholders in **Exhibit IV** of this Proposal.

(vi) Election of the Audit Committee

We propose that the Audit Committee be composed of three (3) full members, and an equal number of alternates, appointed by the controlling shareholders and that the following candidates be elected for such positions:

Sitting Members:

- (i) Gilberto Lério;
- (ii) Paulo Sérgio Buzaid Tohmé; and
- (iii) Adeildo Paulino.

Alternate Members:

- (i) Flávio da Silveira dos Anjos;
- (ii) Mário Antonio Luiz Corrêa; and
- (iii) Vivian do Valle Souza Leão Mikui

The information indicated in items 7.3 to 7.6 of the Reference Form, as per CVM Resolution 81, is available for consultation by the Shareholders in **Exhibit III** of this Proposal.

(vii) Determination of the compensation of the members of the Audit Committee

We propose that the compensation of the members of the Audit Committee corresponds, in average, to ten percent (11%) of the average compensation attributed to each Officer, not including benefits, representation allowances, and profit sharing.

At the Extraordinary Shareholders' Meeting:

(viii) Amendments to the Bylaws of the Company

We propose that the Bylaws of RD Saúde be amended to: (a) include the secondary activity of clinical exams and analysis in its corporate purpose; (b) adjust the nomenclature of the positions of the Company's Executive Office and their respective attributions; (c) remove from the approval authority of the Board of Directors the granting of guarantee, accommodation or surety for companies in which the Company holds the entire common stock; (d) remove from the approval authority of the Board of Directors the transactions between the Company and subsidiaries; (e) change the approval authority of the Board of Directors for voting instructions in subsidiaries; (f) wording adjustment to clarify that it is incumbent upon the Board of Directors to approve variable compensation programs; and (g) wording adjustment to clarify that any acts performed in disagreement with the Bylaws shall be null and void.

The Company clarifies that the description of the corporate purpose proposed above does not modify its segment of operation and/or its predominant activities, representing only an addition of supplementary or integrated activities to those already developed by the Company, compatible with its objectives and, therefore, if approved, will not give rise to the right of dissent and appraisal of the shareholders pursuant to articles 136, item VI, and 137, item I, of Law No. 6,404/76.

Pursuant to article 12, item II of CVM Resolution 81, the information set forth in **Exhibit V** to this Proposal reflects the details of the proposed changes.

(ix) Restatement of the Company's Bylaws

We propose that, in view of the amendments proposed in the item above, the restatement of the RD Saúde's Bylaws be approved in the form of **Exhibit VI** of this proposal.

The Management

Exhibit I

Officers' comments on the financial condition of the Company

(Pursuant to article 10, item III, of CVM Ruling No. 81)

Information from item 2 of the Reference Form

2. Officers' Comments

2.1. The officers should comment on

a. general financial and equity conditions

As of December 31, 2024, 3,230 pharmacies were in operation, distributed among all states in Brazil.

RD Saúde is the largest drugstore chain in the country in sales and number of stores, according to the Abrafarma (Brazilian Association of Pharmacy and Drugstore Chains) ranking. The resources used for our activities, including the opening, modernization, and maintenance of pharmacies come from the commercialization of branded drugs, generic drugs, OTC and perfumery, as well as from the provision of services to our customers.

As a result of the consistent evolution of the Company's operational results over the last years and of the comfortable situation of liquidity, we believe that the company has solid equity and financial conditions necessary to conduct the operation.

In addition, we maintained a stable situation of liquidity over the last years. At the end of 2024, our current liquidity rate was 1.38, compared to 1.43 in 2023, representing a 3.4%-decrease.

It is important to mention that, on December 31, 2024, our cash and cash equivalents reached BRL 528,002 thousand (Dec/23 - BRL 412,321 thousand), whereas the loans and financing of the company in the same period amounted to BRL 3,293,930 thousand (Dec/23 - BRL 3,130,703 thousand). Cash generation from operations financed almost all CAPEX for the year, allocated to opening new pharmacies (300 gross openings in the period), renovating existing units, in addition to projects related to information technology, logistics, and investments in controlled companies for the creation of an integral health ecosystem and the development of new customer loyalty, engagement, and monetization solutions.

The shareholders' equity of the company on December 31, 2024 was BRL 6,446,887 thousand (Dec/23 - BRL 6,028,301 thousand), an increase of BRL 418,586 thousand or 6.9%.

The Company analyzes the liquidity rates with the purpose of identifying possible unbalances between the debts and the short-term receivables, as well as the necessity of raising of funds or availability of cash for future investments. The Management understands that the current levels of the liquidity rates are adequate. The Company follows them up and takes appropriate measures to maintain its good financial standing.

Indicator – IFRS 16	2024	2023
Current Liquidity ¹	1.38	1.43
General Liquidity ²	0.86	0.87

1) Current Liquidity = (Current Assets) / (Current Liabilities)

2) General Liquidity = (Current Assets + Long-Term Receivables) / (Current Liabilities + Long-term Liabilities)

b. capital structure

Over the last years the Company has been financing itself mainly with own resources. Our gross indebtedness, at the end of 2024, amounted to BRL 3,293,930 thousand (Dec/23 – BRL 3,130,703 thousand), comprised mainly by long-term resources raised with the issue of debentures and a shareholder's equity of BRL 6,446,887 thousand (Dec/23 – BRL 6,028,301 thousand), and cash and cash equivalents of BRL 543,708 thousand (Dec/23 – BRL 412,321 thousand), data in IFRS 16, as demonstrated in the table below:

Capital Structure (in BRL thousands) – IFRS 16	2024	AV	2023	AV
Shareholders' Equity ¹	6,446,887	66.18%	6,028,301	65.82%
Creditors' Equity (Short and Long-Term Loans and Financing) ²	3,293,930	33.82%	3,130,703	34.18%
Total	9,740,817	100.00%	9,159,004	100.00%

1) Corresponds to Shareholders' Equity at the end of each fiscal year.

2) Corresponds to the sum of Current and Non-Current Liabilities at the end of each fiscal year

c. ability to pay financial commitments undertaken

Due to the financial structure already reported, the Management understands that the Company is fully capable of complying with all its financial commitments, as well as to meet all needs of working capital and investments scheduled.

On December 31, 2024, our current liabilities were BRL 9,194,959 thousand (Dec/23 – BRL 8,079,497 thousand), an amount lower than the current assets, which, on the same date, was BRL 12,703,710 thousand (Dec/23 – BRL 11,561,674), including the amounts of the cash and cash equivalents account, which represented BRL 528,002 (Dec/23 – BRL 412,321 thousand), data in IFRS 16.

On December 31, 2024, our short-term debt was BRL 637,110 thousand (Dec/23 - BRL 604,601 thousand), while 80.7% of our gross indebtedness, BRL 2,656,820 thousand (Dec/23 BRL 2,526,102 thousand), was scheduled to fall due in the long term. Finally, it is worth mentioning that our debt is comprised mainly by resources from the debentures with market interest rates pegged to the CDI (Interbank Deposit Certificate).

d. sources of financing for working capital and for investments in non-current assets used

The main source of liquidity of the Company is the generation of cash from operations. Over the last two fiscal years, the Company obtained resources through loans and debentures with the financial market, which were employed in the financing of its needs of working capital and short-term investment. For more details, see item 2.1.f on the relevant loans and financing agreements.

e. sources of financing for working capital and investment in non-current assets that it intends to use as a means of covering liquidity shortfalls

Our loans and financing include the instruments described in letter (f) of this item 2.1. Notwithstanding the existence of the loans and financing described below, we believe we do not depend on resources from third parties for the performance of our businesses, taking into account our consistent cash generation and solid financial condition.

The Company will enter into new loans and financing transaction in the financial market when it identifies the need for additional resources to fund its expansion plan or with the purpose of improving the indebtedness profile.

f. indebtedness levels and the characteristics of such debts, also describing:

i. material loan and financing agreements

On December 31, 2024, the Company had loans and financing which amounted to BRL 3,293,930 thousand (Dec/23 - BRL 3,130,703).

The principal amount of the loans is denominated in reais, with market interest rates linked to the CDI plus the bank's spread, of BRL 3,204,348 thousand, related to the 3rd, 4th, 5th, 6th, 7th, 8th and 9th issues of debentures, BRL 89,582 thousand in direct financial loans – Law No. 4,131. The amount of the principal and interest of these loans are usually paid every six months, with due dates between 2024 and 2031.

The interest rates practiced in the credit facilities are specified in the table below:

Items of loans and financing	Average annual long-term interest rate	Balance on 12/31/2024	Balance on 12/31/2023
Amounts in thousands of BRL			
Debentures		3,204,348	2,592,379
2nd issue of debentures	104.50% of CDI	-	-
3rd issue of debentures - CRIs	98.50% of CDI	256,380	256,155
4th issue of debentures	106.99% of CDI	301,168	300,921
5th issue of debentures	100% of CDI + 1.49% per annum	525,196	528,154
6th issue of debentures - CRIs	100% of CDI + 0.70% per annum	256,366	256,088
7th issue of debentures - CRIs	100% of CDI + 0.75% per annum	541,459	539,372
8th issue of debentures - CRIs - 1st series	100% of CDI + 0.30% per annum	360,182	360,057
8th issue of debentures - CRIs - 2nd series	100% of CDI + 0.65% per annum	153,050	152,812
8th issue of debentures - CRIs - 3rd series	100% of CDI + 1.10% per annum	199,533	198,820
9th issue of debentures	100% of CDI + 0.65% per annum	611,014	-
Loans		89,582	538,324
Direct Financial Loans - Law No. 4131	100.00% of CDI + 1.30%	-	100,490
Direct Financial Loans - Law No. 4131	100.00% of CDI + 1.37%	-	32,451
Direct Financial Loans - Law No. 4131	100.00% of CDI + 1.37%	-	-
Direct Financial Loans - Law No. 4131	100.00% of CDI + 1.42%	-	41,055
Direct Financial Loans - Law No. 4131	100.00% of CDI + 1.45%	-	53,398
Direct Financial Loans - Law No. 4131	100.00% of CDI + 1.54%	-	-
Direct Financial Loans - Law No. 4131	100.00% of CDI + 2.61%	-	310,930
Direct Financial Loans - Law No. 4131	100.00% of CDI + 1.35%	50,713	-
Others	100.00% of CDI + 2.00%	38,869	-
Total		3,293,930	3,130,703
Current liabilities		637,110	604,601
Non-current liabilities		2,656,820	2,526,102

ii. other long-term relationships with financial institutions

With the exception of the contractual relations mentioned in item (i) above, we do not have other long-term relations with financial institutions.

iii. debt subordination levels

The Managers of the Company inform that, over the last three fiscal years, there was no subordination level of the Company's debt and that this is determined in accordance with the provisions of the legislation in force (Law No. 11,101/05).

iv. any restrictions on the issuer, especially with regard to limits on indebtedness and contracting of new debts, distribution of dividends, divestiture, issuance of new securities, and disposal of ownership control, as well as if the issuer has been complying with these restrictions.

The debentures of the Company amount to BRL 3,204,348 thousand in 2024 (Dec/23 - BRL 2,592,379) and are subject to compliance with the following restrictive clause ("covenants"):

- Net Debt/EBITDA: cannot be higher than 3.0 times.

The covenants are quarterly measured, and, on December 31, 2024 and 2023, said requirements were complied with. The non-compliance with the covenants for two consecutive quarters may be considered an event of default and, consequently, may have their early maturity declared.

The Company's debentures and loans have other restrictive clauses ("covenants"), as stated in the debenture deeds of the 3rd Issue clause Nine - Events of Early Maturity of the Debentures, 4th Issue clause 6.1 Early Maturity, 5th Issue clause Nine - Early Maturity, 6th Issue clause Ten - Early Maturity, 7th Issue clause Ten - Early Maturity, 8th Issue clause Ten - Early Maturity, 9th Issue clause Eighth - Early Maturity and Direct Financial Loan - Law No. 4131 clause VII Early Maturity.

On December 31, 2024, the Company was in compliance with all financial and non-financial restrictions established in the agreements, the financial ratio: Net Debt / EBITDA was at 0.66 times.

The Company's financial agreements have cross default/acceleration clauses, which allow creditors to accelerate the maturity of their debts if the Company or any Relevant Subsidiary has declared the maturity or becomes in default of any obligation in financial agreements whose value is equal to or greater than BRL 30 million, provided that it is not remedied within the cure period established in each of said agreements.

g. limits of use of the contracted funding and percentages already used

On the date of this Reference Form, the Company did not have any financing agreement whose disbursement has not been fully carried out.

h. significant changes in each item of the financial statements and cash flows

Fiscal year ended on December 31, 2024, compared with the fiscal year ended December 31, 2023

Statement of Comprehensive Income (in BRL thousands) - IFRS 16	2024	AV	2023	AV	AH
Net sales revenue	38,871,522	100.0%	33,973,790	100.0%	14.4%
Cost of goods sold	(27,314,741)	-70.3%	-23,766,426	-70.0%	14.9%
Gross profit	11,556,781	29.7%	10,207,364	30.0%	13.2%
Operating (expenses) revenues					
With sales	(7,627,819)	-19.6%	(6,689,275)	-19.7%	14.0%
General and administrative	(1,570,628)	-4.0%	(1,503,526)	-4.4%	4.5%
Other operating revenues/(expenses)	(7,297)	0.0%	78,435	0.2%	-109.3%
Equity in the results of subsidiaries	1,069	0.0%	(12,509)	0.0%	-108.5%
	(9,204,675)	-23.7%	(8,126,875)	-23.9%	13.3%
Operating profit before the financial result	2,352,106	6.1%	2,080,489	6.1%	13.1%
Financial results					
Financial revenues	444,589	1.1%	428,735	1.3%	3.7%
Financial expenses	(1,377,701)	-3.5%	(1,292,531)	-3.8%	6.6%

	(933,112)	-2.4%	(863,796)	-2.5%	8.0%
Profits before income tax and social contribution	1,418,994	3.7%	1,216,693	3.6%	16.6%
Income tax and social contribution					
Current	(328,232)	-0.8%	(314,521)	-0.9%	4.4%
Deferred	120,611	0.3%	184,971	0.5%	-34.8%
	(207,621)	-0.5%	(129,550)	-0.4%	60.3%
Net profits of the fiscal year	1,211,373	3.1%	1,087,143	3.2%	11.4%
Attributable to the Company's Shareholder	1,199,864	-	1,054,973	-	-
Interest of Non-Controlling Shareholders	11,509	-	32,170	-	-

Net sales revenue

We ended 2024 with BRL 38,871,522 thousand of net revenue, an increase of 14.4% in relation to the previous year (BRL 33,973,790 thousand in 2023). This variation results from the maturation of the stores opened over the last years, as well as of the organic expansion of the Company with the opening of 300 pharmacies and closing of 23 pharmacies in 2024.

Cost of goods sold

On December 31, 2024, we recorded BRL 27,314,741 thousand of costs of goods sold, an increase of 14.9% in relation to the previous fiscal year (BRL 23,766.426 thousand in 2023). Similarly to the observed in net sales revenue, this increase of BRL 4,897,732 thousand is due to the increase in the number of pharmacies in operation and the increase of sales of existing pharmacies.

Gross profit

We recorded a gross profit of BRL 11,556,781 thousand in 2024 (BRL 10,207,364 thousand in 2023). The profit increased 13.2% with a gross adjusted margin of 29.7%, a reduction of 0.3 percentage point compared to 2023.

Operating (expenses) revenues

On December 31, 2024 we recorded BRL 9,204,675 thousand in total expenses (BRL 8,126,875 thousand in 2023). An increase of BRL 1,077,800 thousand or 13.3%, due to the number of pharmacies and investments in the Company's administrative structure.

Financial results

On December 31, 2024, we recorded BRL 933,112 thousand in negative financial results (negative BRL 863,796 thousand in 2023). An increase of BRL 69,316 thousand or 8.0%, which results from the variation in the interest rate.

Income tax and social contribution

We recorded an increase of BRL 78,071 thousand in the Income Tax and Social Contribution account, from BRL 129,550 thousand in 2023 to BRL 207,621 in 2024, resulting from the increase in gains earned with ICMS tax benefits related to subsidy for investments in certain States.

Net Profit

We recorded a net profit of BRL 1,211,373 thousand in 2024 (BRL 1,087,143 thousand in 2023). The profit increased 11.4%, with a net adjusted margin of 3.1%, a reduction of 0.1 percentage point.

Fiscal year ended on December 31, 2024, compared with the fiscal year ended on December 31, 2023

Statements of cash flows (in BRL thousands)	Dec/24	Dec/23	HA
Cash flows from operating activities			
Profits before income tax and social contribution	1,418,994	1,216,693	16.63%
Adjustments			
Depreciation and amortization	1,851,892	1,707,296	8.47%
Compensation plan with performance shares, net	38,034	33,215	14.51%
Interest on additional share call options	2,041	33,486	-93.90%
Income from sale and write-off of property, plant, and equipment, and intangible assets	56,142	68,430	-17.96%
Provision for lawsuits	124,349	268,582	-53.70%
Provision for inventory losses	25,037	(1,322)	-1993.87%
(Reversal) provision for expected credit losses	21,292	12,781	66.59%
(Reversal) provision for closure of pharmacies	(5,664)	(2,208)	156.52%
Expenses net of interest on loans	366,868	347,217	5.66%
Interest expenses - Leases	400,361	330,782	21.03%
Amortization of transaction cost of debentures and promissory notes	9,371	5,302	76.74%
Equity in the results of subsidiaries	(1,069)	12,509	-108.55%
Property lease discount	59,709	-	100.00%
Property lease discounts	-	(73)	-100.00%
	4,367,357	4,032,690	8.30%
Changes in assets and liabilities			
Customers and other accounts receivable	396,890	(788,191)	-150.35%
Inventories	(1,235,040)	(1,069,936)	15.43%
Other current assets	(82,702)	(188,823)	-56.20%
Non-current receivables	(26,490)	(104,223)	-74.58%
Suppliers	661,579	694,460	-4.73%
Suppliers - Drawee risk	(9,009)	2,453	-467.26%
Suppliers - FIDC	57,025	143,242	-60.19%
Salaries and social security charges	50,133	74,769	-32.95%
Taxes, fees and contributions	(290,393)	(122,396)	137.26%
Other obligations	95,175	(107,425)	-188.60%
Rents payable	10,605	9,461	12.09%
Others			
Interest paid	(373,244)	(328,894)	13.48%
Income Tax and Social Contribution Paid	(367,356)	(68,659)	435.04%
Interest paid - Leases	(400,361)	(330,782)	21.03%
Judicial claims - paid	(82,906)	(62,419)	32.82%
Net cash obtained in operating activities	2,771,263	1,785,327	55.22%
Cash flows from investment activities			
Acquisition of interest in subsidiary, without change of control	(117,817)	-	-100.00%
Cash acquired in business combination	-	256	-100.00%
Net assets acquired in business combination	-	(2,952)	-100.00%
Acquisitions of property, plant, and equipment and intangible assets	(1,283,653)	(1,304,581)	-1.60%
Receipts from sales of property, plant, and equipment	4,265	154	2669.48%
Financial investments	(15,706)	-	-100.00%
Net cash applied in investing activities	(1,412,911)	(1,307,123)	8.09%
Cash flows from financing activities			

Banking loans and financings	688,869	1,058,865	-34.94%
Payment of loans and financing	(525,000)	(269,691)	94.67%
Lease payments	(73,285)	-	-100.00%
Interest on shareholders' equity and dividends paid	(858,682)	(822,697)	4.37%
Shares repurchase	(474,573)	(465,901)	1.86%
Net cash used in financing activities	(1,242,671)	(499,424)	148.82%
Net increase (decrease) in cash and cash equivalents	115,681	(21,220)	-645.15%
Cash and cash equivalents on January 1	412,321	433,541	-4.89%
Cash flow statement as of December 31	528,002	412,321	28.06%

Net increase in cash and cash equivalents

We presented a net increase in the generation of Cash and cash equivalents in the amount of BRL 115,581 thousand when compared to the net cash generation of BRL 528,002 thousand carried out in 2024, with the amount of BRL 412,321 thousand generated in 2023, which was an increase of 28.06%.

Net cash obtained in operating activities

The net cash generated from operating activities was in the amount of BRL 2,771,263 thousand on December 31, 2024, showing an increase of BRL 985,936 thousand or 55.22% when compared to the amount of BRL 1.785.327 thousand on December 31, 2023. The main variations were:

- (i) the increase of BRL 202,301 thousand or 16.63% in net profit before income taxes and social contribution, which increased from BRL 1,216,693 thousand on December 31, 2023 to BRL 1,418,994 thousand on December 31, 2024, and the main events that justify this positive fluctuation were described in the explanations of the Income Statement;
- (ii) the increase of BRL 144,596 thousand in depreciation and amortization, changing from BRL 1,707,296 thousand on December 31, 2023 to BRL 1,851,892 thousand on December 31, 2024 as a result of expansion investments;
- (iii) increase of BRL 19,651 thousand in net interest expense on loans, from BRL 347,217 thousand on December 31, 2023 to BRL 366,868 thousand on December 31, 2024, which increase is mainly due to the variation in the interest rate;
- (iv) with the 14.4% increase in net sales in 2024, when compared to 2023, the balance of accounts receivable is positively affected, which results in an oscillation in cash flow in the amount of BRL 1,185,081 thousand or 150.35%, when compared to the amount of BRL 396,890 thousand on December 31, 2024 in changes in assets - customers and other accounts receivable, against the amount of BRL 788,191 thousand on December 31, 2023.

Net cash applied in investing activities

The net cash used in investing activities was of BRL 1,412,911 thousand on December 31, 2024, showing an increase of BRL 105,788 thousand or 8.9% when compared to the amount of BRL 1,307,123 thousand on December 31, 2023. The main variation observed was the increase of BRL 117,817 thousand in the acquisition of an interest in a subsidiary with a balance only on December 31, 2024.

Net cash used in financing activities

The net cash used in financing activities was of BRL 1,242,671 thousand on December 31, 2024, presenting an increase of BRL 743,247 thousand or 148.82% when compared to the amount of BRL 499,424 thousand on December 31, 2023. The most significant fluctuation was a reduction of BRL 369,996 thousand in banking loans and financing, which changed from BRL 1,058,865 thousand on December 31, 2023 to BRL 688,869 thousand on December 31, 2024.

2.2. The officers should comment on:

a. results of the issuer's operations, especially:

i. description of any significant revenue element

The Company generates revenue mainly in the sale of (branded and generic) drugs, over-the-counter (OTC) drugs, non-drugs (perfumery, personal hygiene products, cosmetics and dermocosmetics), and services. Only for the purpose of managerial analyses, the Company separate its main sales revenues as follows:

Breakdown of Revenue (in BRL thousands)	2024	2023^(*)
Brand (% Retail Revenue)	42.1%	41.5%
Generics (% Retail Revenue)	12.2%	12.0%
OTC (% Retail Revenue)	20.5%	20.8%
Perfumery (% Retail Revenue)	25.0%	25.5%
Services (% Retail Revenue)	0.2%	0.2%
Total Retail	38,146,392	33,476,275
Controlled companies and consolidation adjustments	3,635,581	2,873,171
Overall Total	41,781,973	36,349,446

(*) Considers reclassifications of revenue to selling expenses in 2023. For more details, see the 4Q24 result release available at <https://ri.rdsaude.com.br/>

ii. factors with a material impact on operating results

Overview of the Sector:

Brazil undergoes a process of population aging, with relevant reflections on the health sector. Between 2000 and 2024, the Brazilian pharmaceutical market grew by an average of 13% per year (CAGR), reaching a level of approximately BRL 208 billion, according to IQVIA (at Factory Price). As the population ages, we believe that there will be an increase in the demand for medicines.

Although we are industry leaders, we ended 4Q24 with just 16.5% in market share, so there is still room for growth and consolidation. With a greater purchasing scale and ability to dilute expenses, we maintain competitive advantages in relation to competitors.

b. relevant variations in revenue attributable to the introduction of new products and services, changes in volumes prices, exchange rates, and inflation:

We increased our guidance for opening pharmacies in 2024 to the range of 280–300 gross openings, reaching it in full by the end of the year with 300 gross openings. We closed 23 units, ending the period with 3,230 pharmacies in operation. In addition, investments in the development of digital channels resulted in sales growth that exceeded 40.0% (when compared to digital sales in 2023), exceeding the BRL 7.0 billion mark in 2024.

About price changes

We negotiate frequently with suppliers with purchase agreements, which establish, for each line of product, commercial discounts on the Production Price and payment conditions.

The Drugs' Factory Price is annually adjusted in April, based on the IPCA (Broad Consumer Price Index) by the Drugs Market Regulation Chamber (CMED), an inter-ministerial body responsible for the economic regulation of the drug market in Brazil and ANVISA (Brazilian Health Surveillance Agency), which exercises the role of Executive Secretary of the Chamber. CMED establishes drug pricing limits, adopts rules that

encourage competition in the industry, monitors the marketing, and applies penalties when its rules are breached. In the case of Perfumery Products, our purchases are made directly from the manufacturers, and the commercial conditions are negotiated by the parties at market price.

c. relevant impacts of inflation, price variation of major inputs and products, exchange and interest rates on the issuer's operating and financial results:

Since our liabilities and operating expenses are in reais, our operations results and financial condition are not directly affected by the variation of the real x dollar exchange rate. However, the exchange rate may affect the cost of our suppliers, which may transfer part of the increase of their costs through the reduction of commercial discounts practiced to the retail.

In addition, increased inflation may lead to an increase in the costs of goods. For products that are not subject to federal price controls, in times of high inflationary pressure, we always seek to negotiate reasonable and balanced increases with our commercial partners in order to cause the weakest possible impact on demand.

The increase in the interest rate may impact in a negative manner the ability of the suppliers to offer us extended terms of payment and, thus, hinder our cash cycle.

We are subject to federal laws that impose price control to the majority of the pharmaceutical products that we sell. This price control could result in a lower profit margin than those usually realized by pharmaceutical products that are not subject to price control, affecting our profitability. It is not possible to predict whether the federal government change price controls in the future, which could adversely affect us.

2.3. The officers should comment on:

a. changes in accounting practices that have resulted in significant effects on the information provided in fields 2.1 and 2.2:

There are no standards, guidelines, or accounting pronouncements that became effective for the first time as of the fiscal year beginning on January 1, 2024. The RD Saúde has not early adopted any other standard, interpretation, or amendment that has been issued but is not yet effective.

b. changed opinions and caveats contained in the auditor's report:

In the last three fiscal years, the independent auditors' reports were issued without modification, that is, they did not indicate reservations or emphasis of matter.

2.4. The officers should comment on the material effects that the events below have caused or are likely to cause on the issuer's financial statements and results:

a. launch or divestiture of a field of business

In the last fiscal year and in the current fiscal year, there was no introduction or disposal of any operating segment of the Company.

b. formation, acquisition or disposal of shareholding

On May 3, 2024, the Company exercised the Second Call Option of shares equivalent to 15% of the common stock of subsidiary 4Bio Medicamentos S.A., thus holding 100% of the corporate capital of 4Bio Medicamentos S.A.

In order to optimize the Group's corporate structure, on December 31, 2024, the incorporation of RD Ads Ltda ("RD Ads") by Impulso Soluções de Mídia Ltda ("Impulso"), former Vitat Serviços em Saúde Ltda., was carried out. This initiative represents an important step to strengthen our synergy, improve processes and provide an even more complete and efficient experience to our customers and partners. The integration reflects our commitment to innovation and continuous improvement, consolidating an increasingly aligned and strategic performance.

c. extraordinary events or transactions

There were no unusual events or operations during the last fiscal year in addition to the events already shown in item "b" above.

2.5. If the issuer disclosed during the last fiscal year or wishes to disclose in this form any non-accounting measurements, such as EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) or EBIT (Earnings Before Interest and Taxes), the issuer must:

a. inform the value of non-accounting measurements:

The Company discloses the non-accounting measurement EBITDA. EBITDA was BRL 2,972.0 in 2024 (equivalent to 7.1% of Gross Revenue) and BRL 2,673.0 in 2023 (equivalent to 7.5% of Gross Revenue), given in IAS 17.

Adjusted EBITDA was BRL 2,992.5 in 2024 (equivalent to 7.2% of Gross Revenue) and BRL 2,603.2 in 2023 (equivalent to 7.2% of Gross Revenue), given in IAS 17.

b. make reconciliation of reported values and the audited financial statements figures:

The table below presents our EBITDA for the last two fiscal years.

Consolidated (BRL million) - IAS 17	2024	2023 ^(*)
Net Profit	1,275.00	1,150.80
Net financial income	554.3	550.5
Depreciation and amortization	909.9	799.7
Income tax and social contribution	237.1	161.4
Equity method	(4.3)	10.6
EBITDA	2,972.00	2,673.00
EBITDA Margin	7.10%	7.40%
Non-recurring revenue/expenses ¹	20.5	-69.7
Adjusted EBITDA	2,992.50	2,603.20
Adjusted EBITDA Margin	7.20%	7.20%
Gross sales revenue	41,781.97	36,298.80

(*) Considers reclassifications of revenue to selling expenses in 2024. For more details, see the 4Q24 result release available at <https://ri.rdsaude.com.br/>

¹ Non-recurring

2024: We recorded in 2024 BRL 20.5 million in net non-recurring expenses. This includes BRL 48.4 million in asset write-offs, without cash effect, mainly due to Vitat's impairment, whose activities were absorbed by the Parent Company. We also recorded BRL 11.4 million in social investments and donations. These effects were mitigated by BRL 39.4 million in tax gains and other non-recurring effects related to previous fiscal years.

2023: In 2023, we recorded a total of BRL 69.7 million in net non-recurring revenue. This includes BRL 9.8 million in social investments and donations, BRL 38.0 million in asset write-offs, mainly due to store closures, in addition to BRL 5.8 million in other non-recurring items. On November 30, 2023, the Superior Federal Court (STF) reinstated the ICMS Rate Differential (DIFAL) collection for 2022, which generated in the 4Q23 a non-recurring tax expense of BRL 61.0 million in 4Bio. This expense was more than offset by other gains resulting in net revenues due to tax effects from previous years of BRL 123.3 million in the year. It is worth mentioning that this retroactive collection of DIFAL at 4Bio will not generate cash disbursement or impact on net debt, since we made deposits in court that were not considered as cash in the calculation of financial leverage.

c. explain why such measurement are reportedly more suitable for the proper understanding of the issuer’s financial condition and result of operations

EBITDA and EBITDA margin are not measurements of profit recognized as accounting practices adopted in Brazil; they are measurements prepared by our management, reconciled with compliance with the provisions of CVM Resolution No. 156, of June 23, 2022 and reconciled against the financial statements of the company consisting of net profit for the fiscal year, plus income tax and social contribution, net financial result, and depreciation and amortization.

We consider the presentation of EBITDA to be useful as it is frequently used by capital market analysts, investors, and other parties interested in reviewing our operating economic performance, as well as comparing it with that of other companies.

EBITDA should not be considered a substitute for profit or operating revenue, an indicator of operating performance or cash flow, or used to measure the liquidity or debt repayment capacity.

The company understands that the Adjusted EBITDA facilitates the evaluation and projection of future results, using consistent numbers and disregarding specific events that occurred in a given period.

The information included in this item 2.5 was prepared based on the company's financial statements and must be read and analyzed together with the information contained in the Company's individual and consolidated financial statements and their respective accompanying notes, available on the CVM website (<https://www.gov.br/cvm/ptbr>), of B3 S.A. – Brasil, Bolsa, Balcão (“B3”) (https://b3.com.br/pt_br/) and the website of the Company’s Investor Relations (<https://ri.rdsaude.com.br/>) at the tab “Financial Information” and “Results Hub”.

2.6. Identify and comment on any subsequent events that have materially changed the conditions reflected in the last financial statements for complete fiscal years

On February 18, 2025, Subsidiary 4Bio carried out a loan operation in foreign currency - working capital, in the amount of BRL 90,000, compensation equivalent to 100% of the accumulated variation of the average daily rates of CDI, plus a surcharge of 0.86% per year with a payment term of six months. Payment will occur in full on the due date. The funds raised were used to reinforce working capital. The Subsidiary maintains an interest rate swap agreement, which is being used as a hedge of exposure to changes in the fair value of the guaranteed loan of 0.86%.

2.7. Officers must comment on the allocation of the company’s results, indicating

Fiscal Year ended on 12/31/2024	
a) rules on retained profits	The Company’s Bylaws establish that the remaining balance of the net profit, after the creation of the legal reserve and the payment of the mandatory dividend, be allocated to the reserve established by the Bylaws, with the purpose of reinforcing the Company’s working capital. Note that its balance, added to the balances of the other Profit Reserves, except for the Contingency

	Reserve and the Unrealized Profits Reserve, cannot exceed one hundred percent (100%) of the common stock.
a.i) profit retention amounts	On April 17, 2024, an Ordinary Shareholders' Meeting was held at which the Company's shareholders approved the allocation of net income for the fiscal year ended on December 31, 2023, so that a) BRL 52,748,644.27 for the Legal Reserve Account; b) BRL 180,929,101.32, for the Reserve Account created by the Bylaws; c) BRL 294,450,437.44 for the Tax Incentive Reserve account.
a.ii) percentage in relation to total declared profits	The Company's shareholders approved in the Ordinary Shareholders' Meeting held on April 17, 2024 the percentage of net income for the fiscal year ended on December 31, 2023, of 5% of net income be allocated to the Legal Reserve Account; and 17.15% of net income for the fiscal year to be allocated to the Reserve Account created by the Bylaws.
b) rules on dividend distribution	Pursuant to the Company's Bylaws, holders of shares of any type will receive, in each fiscal year, a minimum dividend of 25% of adjusted net profit, calculated pursuant to corporate law.
c) Periodicity for dividend distributions	The payment of dividends and interest on net equity is made twice a year, in December of the same year and in May of the following year.
d) any dividend distribution restrictions imposed by law or special regulations applying to the issuer, or otherwise prescribed by contract or by administrative, judicial or arbitral decisions	There was no restriction on the distribution of dividends in the last fiscal year.
e) if the issuer has a formally approved income allocation policy informing the body responsible for approval, date of approval and, if the issuer publishes the policy, locations on the Internet where the document can be consulted	The Company has a result allocation policy approved at a meeting of the Board of Directors on December 14, 2017, with subsequent review on September 20, 2023, which may be consulted on the CVM website and on the Investor Relations website (Investor Service -> Bylaws and Policies). (https://ri.rdsaude.com.br/list.aspx?idCanal=ebcBJMy5wkUA4JCROsKOLg==&linguagem=pt)

2.8. The officers must describe the relevant items not evidenced in the issuer's financial statements, indicating:

a. The off-balance-sheet assets and liabilities directly or indirectly owned by the issuer, such as:

i. written-off receivables portfolios over which the entity holds risks and responsibilities, including the respective liabilities

We do not hold portfolios of written-off receivables over which the Company held risks and liabilities not evidenced in the Company's balance sheet as of December 31, 2024.

ii. agreements for future purchase and sale of products or services

We do not hold agreements for the future purchase and sale of products or services, capable of generating a material effect, not evidenced in the Company's balance sheet as of December 31, 2024.

iii. unfinished construction agreements

We do not hold unfinished construction agreements not evidenced in the Company's balance sheet as of December 31, 2024.

iv. future financing commitment agreements

We do not hold future financing commitment agreements not evidenced in the Company's balance sheet as of December 31, 2024.

b. other items not evidenced in the financial statements

There are no other items not evidenced in the financial statements.

2.9. For each off-balance-sheet item not stated in the financial statements in item 2.8 above, the officers should comment on:

a. How such items affect or are likely to affect the income, expenses, operating results, financial expenses or other items on the issuer's financial statements

In accordance with the applicable accounting standards, there are no transactions or operations not evidenced in the financial statements that may significantly impact the Company.

b. kind and purpose of the transaction

In accordance with the applicable accounting standards, there are no transactions or operations not evidenced in the financial statements that may significantly impact the Company.

c. kind and amount of obligations undertaken and rights generated in favor of issuer as a result of the transaction

In accordance with the applicable accounting standards, there are no transactions or operations not evidenced in the financial statements that may significantly impact the Company.

2.10. The officers should state and comment on the major points in the issuer's business plan, focusing on:

a. investments, including:

i. quantitative and qualitative description of current and expected investments

The Company's investments are mostly directed to network expansion, renovation and modernization of pharmacies. In 2024, BRL 1,247.7 million were invested, of which BRL 509.9 million were allocated for the opening of new pharmacies, BRL 209.3 million for the renovation of existing units, and BRL 528.4 million for infrastructure projects. Investment in infrastructure included BRL 377.1 million in technology projects, BRL 130.3 million in logistics, and BRL 21.1 million in other projects.

Finally, BRL 31.7 million were invested in affiliates in order to build our integral health ecosystem.

Projects (in millions of BRL)	2024	2023
Network expansion	509.9	461.3
Renovation of stores	209.3	182.2
Infrastructure	528.4	590.9
Capex	1,247.7	1,234.4
Investments in affiliates	31.7	72.7
Total investments	1,279.4	1,307.0

ii. sources of investment financing

The main source of financing for investments is the generation of cash in the Company's operation, supplemented by long-term credit facilities with banks and issuance of bonds.

iii. material divestments in progress and planned divestments

There was no material divestment in the last fiscal year and there is no expected divestment.

b. if already disclosed, indicate the acquisition of plants, equipment, patents and other assets that may have a material impact on the issuer's production capacity

In the fiscal year ended on December 31, 2024, there was no relevant acquisition of plants, equipment, patents or other assets, in addition to those already described in the item above, that could materially influence the Company's production capacity.

c. new products and services, indicating

i. description of research in progress and already disclosed

We do not have research in progress.

ii. total expenditures by the issuer in research activities to develop new products or services

We do not have expenditures in development of new products or services.

iii. projects in progress and already disclosed

Announcement, in 2020, of the new strategy composed by Nova Farmácia, based on the multichannel customer experience, which has a marketplace of health and wellness products, expanding the assortment of items offered by the network, and the Health Platform, which connects Nova Farmácia to services focused on the health and wellness of customers, such as pharmaceutical services offered in health hubs. In that same year in October, the Company set up RD Ventures, RD Saúde's Corporate Venture Capital platform, with the objective of investing in startups, bringing businesses that supplement the company's strategy. This is a long-term strategy and continues throughout the current year.

iv. total expenditures by the issuer in the development of new products or services

We have not developed new products and services.

d. ESG-related opportunities included in the issuer's business plan

Since the launch of our 2030 Sustainability Strategy in 2021, RD Saúde has been dedicated to advancing the environmental, social and governance agenda. Our ambition is to be the group that contributes most to a healthier society in Brazil by 2030.

We want to go beyond the marketing of medicines, promoting health and disease prevention, supporting and encouraging the professional and personal development of our people and reducing our environmental impact. We believe that this way, we are working to build a healthier world every day.

To this end, our Sustainability Strategy covers three pillars of action.



Healthier People: We want to take care of the health of employees, promote healthy habits among customers and integral health in communities.

Healthier Business: Including and empowering people through the promotion of diversity and personal development.

Healthier Planet: Contributing to a low-carbon, waste-free economy.

For more information on these 3 pillars and RD Saúde's 22 Sustainability goals, see our Annual and Sustainability Reports on our dedicated page at:

<https://rdsaude.com.br/sustentabilidade/estrategia-2030/>

2.11. Comment on other factors that could have a material impact on operating results but not identified or addressed elsewhere in this section

There are no other factors that had a material impact on the Company's operating results that have not been identified or addressed elsewhere in this section.

Exhibit II

Proposal for the Allocation of Net Profit

(Pursuant to article 10, sole paragraph, item II, of CVM Ruling No. 81)

Information from Exhibit A of Ruling No. 81

1. Net Profits of the Fiscal Year: BRL 1,199,864,349.41

2. Global amount and the value per share of the dividends, including interim dividends and interest on the stockholders' equity already declared:

Description	Date of Approval	Payment Date	Gross Amount per Share (BRL)	Gross Value (BRL)	Withholding Income Tax (IRRF) (BRL)	Net amount (BRL)
Interest on Stockholders' Equity	03/28/2024	12/02/2024	0.043378791	74,400,000.00	10,320,387.16	64,079,612.84
Interest on Stockholders' Equity	06/28/2024	12/06/2024	0.044952957	77,100,000.00	10,814,745.01	66,285,254.99
Interest on Stockholders' Equity	09/30/2024	By 05/30/2025	0.066525486	114,100,000.00	15,880,426.69	98,219,573.31
Interim Dividends	09/30/2024	12/06/2024	0.061802818	106,000,000.00	Not applicable	106,000,000.00
Interest on Stockholders' Equity	11/29/2024	By 05/30/2025	0.072235437	123,900,000.00	17,305,054.61	106,594,945.39
Additional Dividends	04/22/2025	By 05/30/2025	0.060712182	104,000,000.00	Not applicable	104,000,000.00
Global Sum:				599,500,000.00	54,320,613.47	545,179,386.53

3. Percentage of net profits of the fiscal year distributed:

	2022	2023	2024
Percentage of net profits of the fiscal year distributed net of IRRF	37.79	37.26%	36.77%

4. Overall amount and dividends value per share distributed based on income from previous fiscal years

No dividends have been distributed based on previous years' profits.

5. State about having deducted the advanced dividends and interest on shareholders' equity already declared:

- a. The gross value of the dividend and interest on shareholders' equity, sorted out by share of each type and class

Description	Date of Approval	Payment Date	Gross Amount per Share (BRL)	Gross Value (BRL)	Withholding Income Tax (IRRF) (BRL)	Net amount (BRL)
Additional Dividends	04/22/2025	By 05/30/2025	0.060712182	104,000,000.00	Not applicable	104,000,000.00

b. The form and term of payment of the dividends and interest on the stockholders' equity

If approved at the meeting, the payment of the additional dividends will be made in cash, in a single installment, without any update and by May 30, 2025.

c. Any assessment of adjustment and interest on the dividends and interest on the stockholders' equity

There will be no adjustment.

d. Date of declaration of payment of the dividends and interest on the stockholders' equity taken into account to identify the shareholders entitled to receive them

The date that will be used to identify shareholders who will be entitled to the additional dividends to be declared at the meeting will be on April 29, 2025.

6. Declaration of dividends or interest on the stockholders' equity based on profits calculated in half-year balance sheets or for shorter periods

a. Inform the amount of the dividends or interest on shareholders' equity already declared:

b. Inform the date of the respective payments:

Description	Date of Approval	Payment Date	Gross Amount per Share (BRL)	Gross Value (BRL)	Withholding Income Tax (IRRF) (BRL)	Net amount (BRL)
Interest on Stockholders' Equity	03/28/2024	12/02/2024	0.043378791	74,400,000.00	10,320,387.16	64,079,612.84
Interest on Stockholders' Equity	06/28/2024	12/06/2024	0.044952957	77,100,000.00	10,814,745.01	66,285,254.99
Interest on Stockholders' Equity	09/30/2024	By 05/30/2025	0.066525486	114,100,000.00	15,880,426.69	98,219,573.31
Interim Dividends	09/30/2024	12/06/2024	0.061802818	106,000,000.00	Not applicable	106,000,000.00
Interest on Stockholders' Equity	11/29/2024	By 05/30/2025	0.072235437	123,900,000.00	17,305,054.61	106,594,945.39
Global Sum:				495,500,000.00	54,320,613.47	441,179,386.53

7. Comparative tables indicating the values per share of each type and class:

a. Net income for the fiscal year and for the previous three (3) fiscal years

Fiscal Year	Net Profit
2022	996,112,461.74
2023	1,054,972,885.49
2024	1,199,864,349.41

b. Dividend and interest on net equity distributed in the previous three (3) fiscal years

Fiscal Year	Class and type of share	Dividend (BRL)	Interest on Net Equity (Reais)	Total (BRL)
2022	ON	186,500,000.00	312,000,000.00	498,500,000.00
2023	ON	167,300,00.00	360,200,000.00	527,500,000.00
2024	ON	210,000,000.00	389,500,000.00	599,500,000.00

Below is the breakdown of dividends and interest on net equity distributed in the three (3) previous fiscal years:

Description	Fiscal Year	Class and type of share	Approved on	Gross Amount per Share (BRL)	Overall Amount (BRL)
Interest on Stockholders' Equity	2022	ON	03/30/2022	0.040054682	66,000,000.00
Interest on Stockholders' Equity	2022	ON	06/30/2022	0.044909795	74,000,000.00
Interest on Stockholders' Equity	2022	ON	09/30/2022	0.049764908	82,000,000.00
Interim Dividends	2022	ON	09/30/2022	0.065240581	107,500,000.00
Interest on Stockholders' Equity	2022	ON	12/02/2022	0.054619930	90,000,000.00
Additional Dividends	2022	ON	04/19/2023	0.047923965	79,000,000.00
Total:					498,500,000.00

Description	Fiscal Year	Class and type of share	Approved on	Gross Amount per Share (BRL)	Overall Amount (BRL)
Interest on Stockholders' Equity	2023	ON	03/30/2023	0.048530597	80,000,000.00
Interest on Stockholders' Equity	2023	ON	06/30/2023	0.059496645	102,000,000.00
Interest on Stockholders' Equity	2023	ON	09/29/2023	0.053138671	91,100,000.00
Interest on Stockholders' Equity	2023	ON	12/01/2023	0.050805469	87,100,000.00
Interim Dividends	2023	ON	12/15/2023	0.048413937	83,000,000.00
Additional Dividends	2023	ON	04/17/2024	0.049150927	84,300,000.00
Total:					527,500,000.00

Description	Fiscal Year	Class and type of share	Approved on	Gross Amount per Share (BRL)	Overall Amount (BRL)
Interest on Stockholders' Equity	2024	ON	03/28/2024	0.043378791	74,400,000.00
Interest on Stockholders' Equity	2024	ON	06/28/2024	0.044952957	77,100,000.00
Interest on Stockholders' Equity	2024	ON	09/30/2024	0.066525486	114,100,000.00

Interest on Stockholders' Equity	2024	ON	09/30/2024	0.061802818	123,900,000.00
Interim Dividends	2024	ON	11/29/2024	0.072235437	106,000,000.00
Additional Dividends	2024	ON	Proposal	0.060712182	104,000,000.00
Total:					599,500,000.00

8. Allocation of profits to legal reserve:

- Sum allocated to the legal reserve: **BRL 59,993,217.47**
- Detail the form of calculation of the legal reserve: The legal reserve was calculated in an amount equivalent to 5% of net profit.

9. In the event the company has preferred shares entitled to fixed or minimum dividends

The Company has no preferred shares entitled to fixed or minimum dividends.

10. In relation to the mandatory dividend:

a. Describe the form of calculation set forth in the bylaws:

The Bylaws provide for the payment of mandatory dividends as follows: "Article 21, b) the necessary share for the payment of a mandatory dividend, which may not be lower, in each fiscal year, than twenty-five percent (25%) of the adjusted annual net profit, in the manner set forth by article 202 of the Brazilian Corporate Laws."

b. Inform whether it is being fully paid:

The mandatory dividend will be paid in full, as shown below:

	2024
Net Profits of the Fiscal Year (a)	BRL 1,199,864,349.41
Realization of the Reassessment Reserve in the Fiscal Year	BRL 125,474.07
Dividends prescribed in the Fiscal Year	BRL 341,404.40
Legal Reserve	(BRL 59,993,217.47)
Tax Incentive Reserve	(BRL 0.00)
Dividend Tax Base (b)	BRL 1,139,996,606.01
Minimum Mandatory Dividend, as provided in the Bylaws (25%)	BRL 284,999,151.50
Interest on Proposed Net Equity	BRL 389,500,000.00
Withholding Income Tax on interest on net equity	(BRL 54,320,613.47)
Net Amount of Interest on Proposed Net Equity	BRL 335,179,386.53
Interim Dividends	BRL 106,000,000.00
Proposed additional dividend	BRL 104,000,000.00
Total Gross Amount Distributed (c)	BRL 599,500,000.00
Total Net Amount Distributed	BRL 545,179,386.53
Amount in excess of minimum mandatory dividend	BRL 314,500,848.50
% distributed on the dividend tax base ((c ÷ b)	52.59%
% distributed on net profit for the fiscal year (c ÷ a)	49.96%

Note: The Interest on Net Equity and Interim Dividends are attributed to the Mandatory Dividend.

c. Inform the sum that may have been retained:

There was no mandatory dividend retention.

11. Mandatory dividend retained, due to the company's financial condition

No mandatory dividends were retained.

12. Allocation of income to the contingencies reserve

No income has been allocated to the contingencies reserve.

13. Allocation of income to the reserve for future profits

No income has been allocated to the reserve for future profits.

14. Allocation of income to Profit reserve established by the Bylaws:

a. Describe the Bylaw clauses establishing the reserve

The Bylaws provide for the creation of the Profit reserve established by the Bylaws as follows: "Article 21, c) amount equivalent to up to sixty-five percent (65%) for the formation of the "Profit Reserve Established by the Bylaws", which aims to reinforce the Company's working capital, observing that its balance, added to the balances of the other Profit Reserves, except for the Contingency Reserve and the Unrealized Profit Reserve, may not exceed the amount of one hundred percent (100%) of the common stock. Once this maximum limit has been reached, the Shareholders' Meeting will resolve, pursuant to article 199 of the Brazilian Corporate Laws, on the surplus, and must invest it in the payment or increase of the common stock or in the distribution of dividends. "

b. Identify the amount allocated to the reserve

Sum allocated to the Profit reserve established by the Bylaws: **BRL 540,838,010.41**

c. Describe how the amount was calculated

The Profit reserve established by the Bylaws was calculated in an amount equivalent to 45.10% of the net profit of the fiscal year, and, therefore, is within the limits established by the Bylaws.

15. Profit retention provided for in the capital budget

There was no profit retention in the capital budget.

16. Allocation of income to the tax incentive reserve

a. State the amount allocated to the reserve

No amount was allocated to the tax incentive reserve.

b. Explain the nature of the allocation

No amount was allocated to the tax incentive reserve.

Exhibit III

Information on the appointed members of the Board of Directors and the Audit Committee

(Pursuant to article 11 of CVM Ruling No. 81)
Information of items 7.3 to 7.6 of the Reference Form

Item 7.3. As for each of the managers and members of the audit committee, inform under the form of a table: (a) name; (b) date of birth; (c) profession; (d) the Individual Taxpayers Register of the Ministry of Economy (CPF/MF) or passport number; (e) Elective office held; (f) election date; (g) date of investiture; (h) term of office; (i) whether or not elected by the controlling shareholder; (j) whether they are an independent member and, if so, what was the criteria used by the issuer to determine their independence; (k) if the manager or audit committee member has been in office for consecutive terms, the initial date of the first term of office.

Executive Office:

Name	Date of Birth	Profession	Tax ID (CPF)	Position Held	Date of Election	Date of Investiture	Term of Office	Other Positions Held	Elected by the Controlling Shareholder	Start Date of the First Term
Renato Cepollina Raduan	05/31/1975	Engineer	213.837.378-94	CEO	12/13/2024	01/01/2025	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	04/29/2013
Marcello De Zagottis	11/01/1975	Business Administrator	270.229.108-20	Vice-CEO for Operations and Sales	12/13/2024	01/01/2025	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	11/10/2011
Bruno Wright Pipponzi	07/13/1981	Business Administrator	221.182.778-06	Vice-CEO for Health Business	05/03/2023	05/03/2023	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	04/28/2021
Fernando Kozel Varela	05/29/1970	Engineer	171.185.568-58	Vice-CEO for Digital Transformation	05/03/2023	05/03/2023	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	11/10/2011
Maria Susana de Souza	08/24/1964	Psychologist	399.000.104-34	Vice-CEO for People, Culture, and Sustainability	05/03/2023	05/03/2023	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	04/09/2015

Antonio Carlos Coelho	06/14/1963	Accountant	030.285.708-74	Financial and Administrative Vice-CEO	05/03/2023	05/03/2023	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	09/30/2013
Flávio de Moraes Correia	01/03/1974	Business Administrator	270.804.998.44	Investor Relations and Corporate Affairs Officer	04/30/2024	05/10/2024	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	05/10/2024
Melissa Teixeira Cabral	10/31/1975	Journalist	180.531.638-90	Vice-CEO for Pharmacy Operations	12/13/2024	01/01/2025	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	01/01/2025
Juliana Lopes Marques Paixão	08/09/1982	Business Administrator	307.425.048-83	Vice-CEO for Sales	12/13/2024	01/01/2025	05/02/2025	Belongs to the Executive Office only; Does not hold other positions	Yes	01/01/2025

Board of Directors:

Name	Date of Birth	Profession	Tax ID (CPF)	Position Held	Date of Election	Date of Investiture	Term of Office	Other Positions Held	Elected by the Controlling Shareholder	Start Date of the First Term
Marcilio D'Amico Pousada	08/02/1963	Business Administrator	066.548.318-02	Member of the Board of Directors	04/22/2025	04/22/2025	Until the OSM of 2027	Member of the Strategy and Health, Finance, People, Sustainability and Expansion Committees	Yes	04/22/2025
Marco Ambrogio Crespi Bonomi	05/06/1956	Economist	700.536.698-00	Member of the Board of Directors (independent) *	04/22/2025	04/22/2025	Until the OSM of 2027	Leader of the Strategies and Health Committee, member of the People and Finance Committees	Yes	05/23/2018
Antonio Carlos Pipponzi	08/18/1952	Engineer	454.326.788-53	Member of the Board of Directors	04/22/2025	04/22/2025	Until the OSM of 2027	Member of the Strategy and Health, Expansion, People, and Finance Committees	Yes	11/10/2011
Carlos Pires Oliveira Dias	05/24/1951	Economist	578.464.058-53	Member of the Board of Directors	04/22/2025	04/22/2025	Until the OSM of 2027	Does not hold other positions	Yes	07/18/1994
Cristiana Almeida Pipponzi	12/22/1974	Business Administrator	285.220.788-58	Member of the Board of Directors	04/22/2025	04/22/2025	Until the OSM of 2027	Leader of the Sustainability Committee and the Strategy and Health Committee, member of the People Committee	Yes	11/30/2012
Eugênio De Zagottis	11/21/1970	Business Administrator	186.783.418-90	Member of the Board of Directors	04/22/2025	04/22/2025	Until the OSM of 2027	Leader of the Finance Committee and Member of the Strategy and Health, and Expansion Committees	Yes	05/10/2024

Paulo Sérgio Coutinho Galvão Filho	07/17/1960	Manager	040.443.368-57	Member of the Board of Directors	04/22/2025	04/22/2025	Until the OSM of 2025	Member of the Strategies and Health Committee	Yes	04/28/2004
Renato Pires Oliveira Dias	03/08/1978	Business Administrator	269.999.988-17	Member of the Board of Directors	04/22/2025	04/22/2025	Until the OSM of 2027	Member of the People Committee	Yes	06/01/2007
Plínio Villares Musetti	01/27/1954	Civil Engineer	954.833.578-68	Member of the Board of Directors (independent)*	04/22/2025	04/22/2025	Until the OSM of 2027	Member of the Finance, People and Sustainability Committee	Yes	11/10/2011
Sylvia de Souza Leão Wanderley	03/09/1962	Social Communicator	731.199.977-49	Member of the Board of Directors (independent)*	04/22/2025	04/22/2025	Until the OSM of 2027	Leader of the People Committee, member of the Sustainability, Audit and Strategies and Health Committees	Yes	04/30/2021
Philipp Paul Marie Povel	11/09/1982	Business administrator	416.239.878-06	Member of the Board of Directors (independent)*	04/22/2025	04/22/2025	Until the OSM of 2027	Member of the Strategies and Health Committee	Yes	04/30/2021
Eliezer Silva	07/19/1965	Physician	537.257.869-68	Member of the Board of Directors (independent)*	04/22/2025	04/22/2025	Until the OSM of 2027	Does not hold other positions	Yes	04/22/2025
Flávia Maria Bittencourt	01/15/1970	Chemical Engineer	011.971.887-11	Member of the Board of Directors (independent)*	04/22/2025	04/22/2025	Until the OSM of 2027	Does not hold other positions	Yes	04/22/2025

*The Company adopts the criteria of CVM Resolution No. 80 and of the Novo Mercado Rules of B3 to determine the independence of the members of the Board of Directors, namely: (i) not having any relationship with the Company, its Controlling Shareholder or a affiliated companies, controlled or under common control; (ii) not voting in meetings of the board of directors bound by a shareholders' agreement involving matters related to the Company; (iii) not being the Controlling Shareholder or spouse, companion, or relative, in a direct or collateral manner, up to the second degree of the Controlling Shareholder, of a Company manager, or of an manager of the Controlling Shareholder; (iv) not have been, in the last three (3) years, an employee or officer of the Company or its Controlling Shareholder; (v) not have been, in the last 3 (three) years, an employee or director of affiliated companies, controlled or under common control of the Company, in an extent that implies loss of independence; (vi) being related to the second degree to the controlling shareholder, the Company's manager, or the controlling shareholder's manager, in an extent that implies loss of independence; (vii) not having commercial relations, including provision of services or supply of inputs in general, with the Company, the Controlling Shareholder or affiliated companies, controlled or under common control of the Company, in an extent that implies loss of independence; (viii) not holding a position in a company or entity that has commercial relations with the Controlling Shareholder, which has decision-making power in conducting the activities of said company or entity, to an extent that implies loss of independence; and (ix) not receiving any compensation from the Company, the Controlling Shareholder, or affiliated companies, controlled or under common control of the Company, other than that related to the position as director (cash earnings from equity interest are excluded from this restriction); (x) not being a founder of the Company.

Audit Committee: The Company's proposal is to elect three(3) full members and three (3) alternate members.

Name	Date of Birth	Profession	Tax ID (CPF)	Position Held	Date of Election	Date of Investiture	Term of Office	Other Positions Held	Elected by the Controlling Shareholder	Start Date of the First Term
Paulo Sérgio Buzaid Tohmé	12/28/1967	Lawyer	143.925.478-84	Sitting Member of the Audit Committee	04/22/2025	04/22/2025	Until the OSM of 2026	Does not hold other positions	Yes	04/11/2011
Gilberto Lério	08/26/1950	Accountant	269.714.378- 53	Sitting Member of the Audit Committee	04/22/2025	04/22/2025	Until the OSM of 2026	Does not hold other positions	Yes	10/09/1995
Adeildo Paulino	10/04/1958	Accountant	953.644.398-87	Sitting Member of the Audit Committee	04/22/2025	04/22/2025	Until the OSM of 2026	Does not hold other positions	Yes	04/14/2022
Flávio da Silveira dos Anjos	08/16/1978	Business administrator	175.790.198-17	Alternate member of the Audit Committee	04/22/2025	04/22/2025	Until the OSM of 2026	Does not hold other positions	No	04/17/2024
Vivian do Valle Souza Leão Mikui	04/03/1962	Lawyer	088.036.718-03	Alternate member of the Audit Committee	04/22/2025	04/22/2025	Until the OSM of 2026	Does not hold other positions	Yes	04/08/2020
Mário Antonio Luiz Corrêa	12/29/1944	Accountant and business administrator	063.857.108- 15	Alternate member of the Audit Committee	04/22/2025	04/22/2025	Until the OSM of 2026	Does not hold other positions	Yes	04/14/2022

The Audit Committee Alternates are called to attend the Audit Committee meetings in the absence of the Sitting Members.

Item 7.3 (I). In relation to each of the managers and members of the audit committee, provide information on main professional background during the last 5 years, stating:

Main professional experiences during the past 5 years, highlighting, if applicable, the positions and roles held (i) with the issuer and companies of its business group; and (ii) companies controlled by the shareholder of the issuer that holds a direct or indirect equity interest equal to or exceeding 5% of one same class or type of issuer's securities:

Executive Office:

Mr. Bruno Wright Pipponzi. He holds a degree in Dentistry from the University of São Paulo (USP) and a graduation degree in Business Administration from Getulio Vargas Foundation (CEAG FGV-SP). Works at Raia Drogasil S.A. since 2011 and has held the following positions: Planning and Expansion Manager, Expansion Officer, Planning and Operational Efficiency Officer. Currently, he is Vice-CEO for Health Business at Raia Drogasil S.A. In the Company's investees, he serves as Board Member of Healthbit Performasys Tecnologia Inteligência LTDA. and Amplissoftware Tecnologia LTDA.

Mr. Fernando Kozel Varela. He holds a Bachelor's degree in Electrical Engineering from the Polytechnic School of the University of São Paulo (POLI-USP) and a specialization degree [*pós-graduação*] in Business Administration from Getulio Vargas Foundation (FGV-SP). He attended an MBA course from the University of Pittsburgh, at the American Chamber, in São Paulo. He started his career at Arthur Andersen and in 1996 joined Raia S.A as Project Manager. On November 10, 2011, he was appointed Vice-CEO for Digital Transformation of Raia Drogasil S.A. In the Company's investees, he serves as Board Member of Healthbit Performasys Tecnologia Inteligência LTDA and Amplissoftware Tecnologia LTDA.

Ms. Maria Susana de Souza. She holds a degree in Organizational Psychology and a specialization degree [*pós-graduação*] in Human Resources Management and Planning from the Catholic University of Pernambuco. She attended the Management Development Program at IESE, Universidad de Navarra, in Barcelona. She worked at Walmart/Bompreço from 1997 to 2010, where she held different leadership positions in Human Resources, and in recent years she was at the head of the Executive Office of Organizational Development and Diversity. She joined Makro South America, a company of the Dutch SHV group, from 2010 to 2014, where she led Human Resources strategies in the region. At Raia Drogasil since April 2014, she holds the position of Vice President for People, Culture and Sustainability.

Mr. Renato Cepollina Raduan. He holds a degree in naval engineering from POLI-USP and an MBA degree from Insead, France. He was leader of the Management Consulting Division for Retail in Latin America (Senior Manager) between 2005 and 2008. In 2009 he was leader of the Retail and Consumer Goods Division (Officer/Principal) at Roland Berger Strategy Consultants. Between 2010 and 2013, he served as Vice-CEO for Marketing, Category Management, and Pricing. Between 2013 and 2024 he served as Vice-CEO for Store Operations, Multichannel and Expansion and since 2025 he has served as CEO of Raia Drogasil. In the Company's investees, he serves as Chairman of the Board of Directors of Amplissoftware Tecnologia LTDA and Board Member of Safepill Comércio Varejista de Medicamentos Manipulado LTDA. and ZTO Tecnologia e Serviços de Informação na Internet LTDA.

Mr. Antonio Carlos Coelho. He holds a degree in Accounting from Guarulhos Integrated College [*Faculdades Integradas de Guarulhos - FIG*] and an MBA in Finance from Administration Institute Foundation (FIA). He developed his career at Drogasil, now Raia Drogasil. From 1996 to 2010, he was Controllership Manager, from 2010 to 2012 he was Deputy Controllership Officer, and from 2012 to 2013 he was Finance and Controllership Officer. He was elected Vice Chief Financial and Administrative Officer on 09/30/2013, a position he currently holds. In the investees, he acts as an alternate member of the Board of Directors of Stix Fidelidade e Inteligência S.A.

Mr. Marcello De Zagottis. He holds a degree in Business Administration from Getulio Vargas Foundation (FGV-SP) and an MBA with honors from the University of Michigan Business School. He began his career in corporate consulting at Accenture and Arthur D. Little, and later worked as a Category Manager at Borders Bookstores. He joined Raia S.A in 2001, having held the position of Manager from February 2001 to April 2003, and returned in August 2006 as Sales Officer. On November 10, 2011, he was appointed Vice-CEO for Sales and Marketing of Raia Drogasil S.A. In the Company's investees, he serves as Board

Member of 4Bio Medicamentos S.A., Safepill Comércio Varejista de Medicamentos Manipulados LTDA., ZTO Tecnologia e Serviços de Informação na Internet LTDA. and Healthbit Performasys Tecnologia Inteligência LTDA.

Mr. Flávio de Moraes Correia. He holds a degree in Business Administration from PUC-SP, holds an MBA from HEC Paris and has attended extension programs at Harvard and FGV. He joined RD Saúde in 2019, having played a relevant role as Multichannel Officer, where he coordinated the growth of the activity in 15 times in the period of two years and since May 2024 he holds the position of Investor Relations and Corporate Affairs Officer. He has 20 years of experience in Strategy, Finance, ON- and OFF-line Operations and Retail and Financial Market Management, standing out as a partner in Península. He also worked at publicly-held companies Grupo Pão de Açúcar and Carrefour.

Ms. Juliana Lopes Marques Paixão. She holds a degree in Business Administration from Getulio Vargas Foundation and an Executive MBA from INSEAD. Juliana began her career with the Company in 2019 as a Commercial Officer and since January 2025 holds the position of Commercial Vice-CEO, previously serving at McKinsey & Company as a Consultant from 2011 to 2019.

Ms. Melissa Teixeira Cabral. Journalist with a degree from FMU University Center, with a postgraduate degree in Social Communication from ESPM, MBA in Retail from FIA and with PMD executive training from ISE. With a career of more than 25 years at the Company, she has served in several leadership positions, being Marketing Officer in 2010, Officer for Pharmacy Operations in 2011, Executive Officer in 2021 and since January 2025 she holds the position of Vice-CEO for Pharmacy Operations.

Board of Directors:

Mr. Marcílio D'Amico Pousada. He holds a degree in Business Administration from the Armando Álvares Penteado Foundation (FAAP), he was CEO of RD Saúde (Raia Drogasil S.A.), owner of the Raia and Drogasil chains, from July 2013 to December 2024. Under his leadership, the company grew significantly, becoming the largest pharmaceutical retailer in the country, with more than 3,300 pharmacies distributed across all states. In addition, Marcílio led the digital transformation of RD Saúde, integrating digital channels into the customer relationship, which currently represents 20% of the company's revenue. At the RD Saúde group, he also serves as a Board Member of the investees Stix Fidelidade e Inteligência S.A., Impulso Soluções de Mídia Ltda. and Labi Exames S.A. He was CEO of Livraria Saraiva from July 2005 to July 2013, where he led the consolidation strategy of the book market in Brazil, including the acquisition of Livraria Siciliano. He was CEO of Officenet from May 2000 to July 2005. He served as Commercial Officer at Submarino from July 1999 to May 2000 and at Walmart from June 1994 to June 1999, where he served as Commercial Officer of Non-Food Products.

Mr. Marco Ambrogio Crespi Bonomi. Independent board member and Vice-Chairman of the Board of Directors of RD Saúde, co-leader of the Strategy and Health Committee and member of the Finance and People Committees. He holds a degree in Economics from Armando Álvares Penteado Foundation, studied Financial Executive Improvement at Getulio Vargas Foundation (FGV), and Capital Markets at New York University (NYU). He served as a Board Member of Itaú Unibanco Holding S/A and is currently Vice-Chairman of the Board of Directors of Porto Seguro S/A. He has solid experience in finance and innovation.

Mr. Antonio Carlos Pipponzi. He holds a Bachelor's degree in Civil Engineering from the Polytechnic School of the University of São Paulo (POLI-USP) and a postgraduate degree in Business Administration from Getulio Vargas Foundation (EAESP FGV-SP). He ran Raia, his family's company, from 1977 to 2011. From

2012, after the consolidation with Drogasil, he started to lead the Board of Directors in the position of Chairman, a position he will hold until April 2025, remaining, however, in the position of Director, and is also a member of the Strategy and Health, People, Finance and Expansion Committees of RD Saúde.

Mr. Carlos Pires Oliveira Dias. Member of the Board of Directors of RD Saúde. Businessman and economist with a degree from Mackenzie University, he represents one of the founding families of Drogasil, accumulating decades of experience in pharmaceutical retail.

Mrs. Cristiana Almeida Pippozzi. She holds a degree in business administration from the School of Economics and Administration of the University of São Paulo, an MBA from Insead in France and specialization courses in Governance, Sustainability and Strategy for Members of Board of Directors at internationally renowned universities such as Stanford, Harvard and Insead. She is currently a Board Member of RD Saúde, where she leads the Sustainability Committee and co-leads the Strategy and Health Committee, in addition to being a member of the People Committee. She is also an Independent Board Member and member of the Appointment and Governance Committee and Sustainability Committee of Banco Santander (Brasil) S.A. She has served as a consultant at E&Y on systems and e-commerce implementation projects and was Marketing, Institutional Communication and Sustainability officer at Raia.

Mr. Eugênio De Zagottis. Member of the Board of Directors, leader of the Finance Committee and member of the Strategy and Health Committee of RD Saúde, having served as Vice-CEO for Strategic Planning and Investor Relations until 2024. He has more than 25 years of experience in the industry and is a member of the board of directors of ABRAFARMA, as well as a Board Member of Enjoiei S.A. and Sigma Lithium Corporation (a publicly-held company listed in Canada). He worked as a consultant for McKinsey in Brazil and Italy, in addition to having worked at Arthur Andersen. He holds a degree in Business Administration from FGV with an MBA from the University of Michigan.

Mr. Paulo Sérgio Coutinho Galvão Filho. He holds a degree in business administration from the Pontifical Catholic University of São Paulo, with a specialization degree in business administration from Harvard Business School. He is currently a board member of Klabin S/A and Raia Drogasil S/A (RD Saúde) and Hospital Israelita Albert Einstein, as well as a founding partner of GL Holdings, an investment and equity company. He was member of the board of directors of Bovespa (currently B3), Fundação Bienal de São Paulo and MASP - Museu de Arte de São Paulo, among other publicly-held companies, privately-held companies and boards of family businesses.

Mr. Renato Pires Oliveira Dias. Member of the Board of Directors and of People Committee. He holds a degree in Business Administration from FMU, and represents one of the founding families of Drogasil, accumulating solid experience in pharmaceutical retail.

Mr. Plínio Villares. Musetti. Board member, member of the Finance, Sustainability and People Committees. He holds degrees in Civil Engineering and Business Administration from Mackenzie University, and attended the “Program for Management Development” at the Harvard Business School. He has solid experience gained in national and multinational companies, including positions as CEO of Elevadores Atlas, partner at JP Morgan Partners, and Executive President of Satipel Industrial.

Mrs. Sylvia de Souza Leão Wanderley. Independent board member, leader of the People Committee and member of the Audit, Sustainability and Strategy and Health Committees. She holds a degree in Social Communication, with an Executive MBA in Business Administration from COPPEAD/UFRJ, and attended

specialization courses at MIT – Massachusetts Institute of Technology – Sloan School of Management and Dom Cabral Foundation. She worked for over 30 years in the Retail market, focusing on the areas of Marketing, Sales, Operations, and Human Resources.

Mr. Philipp Paul Marie Povel. Independent member of the Board of Directors and member of the Strategies and Health Committee. Serial entrepreneur, investor, is co-founder and co-CEO of Mondu, a leading B2B payments fintech in Europe, and co-founder of Dafiti Group, fashion e-commerce in Latin America.

He has more than 18 years of experience in e-commerce, retail and fintechs in Latin America and Europe.

Mr. Eliezer Silva. Physician with a degree from the School of Medicine of the Federal University of Santa Catarina, Master degree from the same institution, PhD from the Federal University of São Paulo, Post-Doctorate from the University of Colorado Health Science Center (in Denver, Colorado, USA) and Full Professor from the University of São Paulo. He has been Executive Officer of the Health System at Albert Einstein Hospital (COO) since August 2022. At this same institution, he also served as Superintendent Officer of the Diagnostic and Outpatient Medicine area and Head of the Precision Medicine and Digital Transformation Programs (from May 2016 to August 2022). He is also a member of the Board of Directors of Pixon Soluções de Saúde (since October 2018), Genesis Genomics (JV Fleury – Einstein) since April 2024 and MedSenior (Health Insurance Operator) since June 2024. He was a member of the Board of Directors of the Brazilian Association of Diagnostic Medicine (from June 2016 to October 2024) and of the Health Governance Committee of the Brazilian Institute of Corporate Governance - IBGC, from January 2022 to December 2024. He is a Board Member certified by IBGC.

Ms. Flávia Maria Bittencourt. She joined Adidas in 2019 and since 2021 has been the President for Latin America. With more than 30 years of experience in national and multinational companies, Flávia led Sephora in Latin America for 6 years and held executive positions at Oi and Unibanco. Currently, she is a member of the Boards of Directors of Tim (since 2019), BRF (since 2020) and Oncoclínicas (since 2021). In 2018-2019 she was an independent board member of Lojas Marisa. Chemical Engineer from UFRJ, MBA from Fundação Dom Cabral and executive training from London Business School and INSEAD

Audit Committee:

Mr. Paulo Sérgio Buzaid Tohmé. Lawyer, holding a degree in Law from Mackenzie University and a graduation degree in Procedural Law, in recent years, he has worked as: (1) partner of Leão and Tohmé Advogados Associados (1994-2011); (2) alternate member of the Audit Committee of Raia Drogasil S.A.; and (3) member of the Audit Committee of companies of Klabin Group S/A. He is currently Chairman of the Audit Committee of Raia Drogasil S.A.

Mr. Gilberto Lério. He holds a degree in Accounting from the University of the City of São Paulo and in Legal Sciences from the University of Guarulhos. During the last five years he has served as: (1) Member of the Board of Directors of Galvão Engenharia S/A, which operates in the provision of engineering and industrial construction services; (2) Alternate member of the Audit Committee of Telefônica, a company operating in the telecommunications industry; (3) Member of the Audit Committee of Brascod Comércio Importação e Exportação Ltda.; (4) Member of the Board of Directors of Protende Sistemas e Métodos de Construções Ltda; (5) of the Board of Directors of Plastifluor Industria Comercio de Vedações Ltda.; and (6) Member of the Audit Committee of Raia Drogasil S.A., a publicly-held company whose main activity is the retail trade of pharmaceuticals, perfumery, and the like.

Mr. Adeildo Paulino. He holds a Master's degree in Accounting and Actuarial Sciences from Pontifical Catholic University of São Paulo and a graduation degree in Financial Management from Economic Sciences College of São Paulo. Current sitting member of the Audit Committee of five (5) companies in the

field of management of eucalyptus forests to supply wood for sale to the pulp and paper industry, former Member of the Audit Committee of ABECS (Brazilian Association of Credit Card and Service Companies), and of the Audit Committee of Seicho-No-Ie in Brazil. Partner at BRW Consultoria since January 2009 and Member of the Audit Committee of Raia Drogasil S.A.

Sr. Mário Antonio Luiz Corrêa. During the last five years he has served as: (1) Officer in charge of the financial and accounting area of GL Holdings S/A., whose main activity is the management of own assets and participation in other companies, whether business or civil, national or foreign, as a partner, shareholder or quotaholder; (2) Officer in charge of the financial and accounting area of GL Agropecuária Ltda., whose main activity is the agricultural production on its own or third parties lands, and the sales of its products, being able to participate in other companies as a shareholder or quotaholder; (3) Officer in charge of the financial and accounting area of Gepel Rural S/A., whose main activity is the agricultural and forestry exploitation; (4) Officer in charge of the financial and accounting area of Tantra Participações Ltda., whose main activity is the management of its own assets and participation in other companies, whether business or civil, as partner, shareholder or quotaholder; (5) acted as a member of the Audit Committee of companies of Grupo Klabin S/A. (Celucat S/A, Papelão Ondulado do Nordeste S/A - PONSA and Bacell S/A); and (6) currently an alternate member of the Audit Committee of Raia Drogasil S.A.

Mr. Flávio da Silveira dos Anjos. He has a degree in Business Administration from Unisant'ana, in Theology from the Biblical Theological Seminary, a postgraduate degree in Leadership from the South American Theological College and an MBA in Financial Management, Controllershship and Auditing from the Getulio Vargas Foundation (FGV). Flávio has 30 years of experience in finance and business administration. Specialized in Financial Planning, Accounting and Tax Management, Corporate Governance, M&A, Treasury and Administrative Management, he has already acted as Financial Manager at Bell Micro Products, Controller at Megaware Industrial Ltda., Financial Consultant at Wert Capital Assessoria Empresarial and CFO at Tellus Comércio Imp. E Exp. Ltda. He is currently Officer of Companhia Agricola e Pastoril Fazenda Rio Pardo and Financial Consultant at the company Revisora Paulista-Contabilidade

Ms. Vivian do Valle Souza Leão Mikui. She holds a degree in Business Administration from the Mackenzie University, a Law degree from the United Metropolitan Colleges (FMU), and a Social Communication degree from Higher School of Advertising and Marketing [*Escola Superior de Propaganda e Marketing - ESPM*]. She was a Member of the Audit Committee of Klabin S/A for 16 years, and also as member of the board of directors of Klabin, and she is a partner at Leão e Tohmé Advogados Associados since 2001. He is an alternate member of the Audit Committee of Raia Drogasil S.A.

Item 7.3(m). Description of any of the following events occurring during the last 5 years:

- (i) any criminal conviction;**
- (ii) an adverse award rendered by CVM, the Central Bank of Brazil, or the Private Insurance Superintendence in administrative proceedings, with the penalties imposed; and**
- (iii) any adverse judgment that has become final and unappealable in the judicial or administrative spheres, which has suspended or incapacitated him/her to perform any professional or commercial activity.**

All the appointed members of the Board of Directors, Executive Office, and Audit Committee declare that, for all legal purposes, they have not, in the last five (5) years, been subject to any criminal conviction, any adverse award, or imposition of a penalty in administrative proceedings before the CVM, Banco do Brasil or the Private Insurance Superintendence; or any conviction which became final and unappealable in the judicial sphere or which is subject to final

decision in the administrative sphere, which had the effects of suspending or disqualifying them for any professional or business activities. Additionally, the members of the Board of Directors, Executive Office and Audit Committee declare that they are not Politically Exposed Persons, as defined in the regulation.

Item 7.4. Provide the information mentioned in item 7.3 with regard to members of the committees created by the Bylaws, as well as of the audit, risk, financial, and compensation committees, even if such committees or bodies are not established in the bylaws.

Name	Date of Birth	Profession	Tax ID (CPF)	Type of committee	Description of other committees	Position held	Date of Election	Date of Investiture	Term of Office	Other Positions Held	Start Date of the First Term
Sylvia de Souza Leão Wanderley	03/09/1962	Social Communication	731.199.977-49	Other Committees	People Committee	Committee Member (Sitting member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Board of Directors and Auditing Committee	05/07/2021
Sylvia de Souza Leão Wanderley	03/09/1962	Social Communication	731.199.977-49	Other Committees	Auditing Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Board of Directors and Chairman of the People Committee	02/22/2022
Antonio Carlos Pipponzi	08/18/1952	Engineer	454.326.788-53	Other Committees	Finance Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Chairman of the Board of Directors and member of the People Committee	08/09/2012
Antonio Carlos Pipponzi	08/18/1952	Engineer	454.326.788-53	Other Committees	People Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Board of Directors and Chairman of the Finance Committee	11/24/2011
Cristiana Almeida Pipponzi	12/22/1974	Business Administrator	285.220.788-58	Other Committees	People Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Board of Directors	04/29/2013
Plínio Villares Musetti	01/27/1954	Engineer	954.833.578-68	Other Committees	Finance Committee	Chairman of the Committee (Full member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Board of Directors and People Committee	08/09/2012
Plínio Villares Musetti	01/27/1954	Engineer	954.833.578-68	Other Committees	People Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Board of Directors and Leader of the Finance Committee	11/24/2011
Renato Pires Oliveira Dias	03/08/1978	Manager	269.999.988-17	Other Committees	People Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Board of Directors	04/28/2020
Marco Ambrogio Crespi Bonomi	05/06/1956	Economist	700.536.698-00	Other Committees	People Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Vice-Chairman of the Board of Directors and Finance Committee	04/29/2019
Marco Ambrogio Crespi Bonomi	05/06/1956	Economist	700.536.698-00	Other Committees	Finance Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Vice-Chairman of the Board of Directors and People Committee	05/03/2022

Maria Fernanda dos Santos Teixeira	08/10/1952	Manager	765.087.908-97	Other Committees	Auditing Committee	Chairman of the Committee (Full Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Finance Committee	02/22/2022
Pedro Guilherme Zan	06/29/1960	Accountant	010.972.568-98	Other Committees	Auditing Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Finance Committee	02/22/2022
Maria Fernanda dos Santos Teixeira	08/10/1952	Manager	765.087.908-97	Other Committees	Finance Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Leader of the Auditing Committee	05/03/2023
Pedro Guilherme Zan	06/29/1960	Accountant	010.972.568-98	Other Committees	Finance Committee	Committee Member (Sitting Member)	05/03/2023	05/03/2023	Until the OSM of 2025	Member of the Auditing Committee	05/03/2023
Eugênio De Zagottis	11/21/1970	Business Administrator	186.783.418-90	Other Committees	Finance Committee	Committee Member (Sitting Member)	04/30/2024	05/10/2024	Until OSM 2025	Member of the Board of Directors	05/10/2024
Marcilio D'Amico Pousada	08/02/1963	Business Administrator	066.548.318-02	Other Committees	Finance Committee	Committee Member (Sitting Member)	12/13/2025	01/01/2025	Until OSM 2025	Chairman of the Board of Directors and Member of the People Committee	01/01/2025
Marcilio D'Amico Pousada	08/02/1963	Business Administrator	066.548.318-02	Other Committees	People Committee	Committee Member (Sitting Member)	12/13/2025	01/01/2025	Until OSM 2025	Chairman of the Board of Directors and Member of the Strategy Committee	01/01/2025

Mr. Antonio Carlos Pipponzi. He holds a Bachelor's degree in Civil Engineering from the Polytechnic School of the University of São Paulo (POLI-USP) and a specialization degree [*pós-graduação*] in Business Administration from Getulio Vargas Foundation (EAESP FGV-SP). He ran Raia, his family's company, from 1977 to 2011. From 2012, after the consolidation with Drogasil, he started to lead the Board of Directors in the position of Chairman, a position he will hold until April 2025, remaining, however, in the position of Director, and is also a member of the Strategy and Health, People, Finance and Expansion Committees of RD Saúde.

Mrs. Cristiana Almeida Pipponzi. She holds a degree in business administration from the School of Economics and Administration of the University of São Paulo, an MBA from Insead in France and specialization courses in Governance, Sustainability and Strategy for Members of Board of Directors at internationally renowned universities such as Stanford, Harvard and Insead. She is currently a Board Member of RD Saúde, where she leads the Sustainability Committee and co-leads the Strategy and Health Committee, in addition to being a member of the People Committee. She is also an Independent Board Member and member of the Appointment and Governance Committee and Sustainability Committee of Banco Santander (Brasil) S.A. She has served as a consultant at E&Y on systems and e-commerce implementation projects and was Marketing, officer.

Mr. Plínio Villares Musetti. Board member, member of the Finance, Sustainability and People Committees. He holds degrees in Civil Engineering and Business Administration from Mackenzie University, and attended the "Program for Management Development" at the Harvard Business School. He has solid experience gained in national and multinational companies, including positions as CEO of Elevadores Atlas, partner at JP Morgan Partners, and Executive President of Satipel Industrial.

Mr. Renato Pires Oliveira Dias. Member of the Board of Directors and of People Committee. He holds a degree in Business Administration from FMU, and represents one of the founding families of Drogasil, accumulating solid experience in pharmaceutical retail.

Mr. Marco Ambrogio Crespi Bonomi. Independent board member and Vice-Chairman of the Board of Directors of RD Saúde, co-leader of the Strategy and Health Committee and member of the Finance and People Committees. He holds a degree in Economics from Armando Álvares Penteado Foundation, studied Financial Executive Improvement at Getulio Vargas Foundation (FGV), and Capital Markets at New York University (NYU). He served as a Board Member of Itaú Unibanco Holding S/A and is currently Vice-Chairman of the Board of Directors of Porto Seguro S/A. He has solid experience in finance and innovation.

Mr. Pedro Guilherme Zan. Member of the Auditing Committee (as specialist in Corporate Accounting) and Finance Committee at Raia Drogasil S.A. He holds an Accounting degree from the Economic Sciences School of São Paulo (1983) and an MBA from Insper (2006). He is a partner and owner of KMG Apoio Administrativo S.A since September 2020. In the last 5 years, he also held the following positions: General Controllership Manager at Klabin S.A.

Mrs. Sylvia de Souza Leão Wanderley. Independent board member, leader of the People Committee and member of the Audit, Sustainability and Strategy and Health Committees. She holds a degree in Social Communication, with an Executive MBA in Business Administration from COPPEAD/UFRJ, and attended specialization courses at MIT – Massachusetts Institute of Technology – Sloan School of Management and Dom Cabral Foundation. She worked for over 30 years in the Retail market, focusing on the areas of Marketing, Sales, Operations, and Human Resources.

Mrs. Maria Fernanda dos Santos Teixeira. Leader of the Auditing Committee and member of the Finance Committee of Raia Drogasil S.A. She holds a degree in Business from the Methodist University, with specialization in Marketing/Economics from Getulio Vargas Foundation (FGV). She attended specializations courses at Harvard, INSEAD, MIT, and Thunderbird. She is currently a member of the Board of Directors of Claranet Technology S.A., member of the Auditing Committee of Grupo SIMPAR – Holding, and VAMOS Group, and Chairman of the Board of Directors of Pérola S.A. - Nutrien Fertilizantes (Global largest). She has acted as: Chairman of the Diversity Committee at IBGC, CEO at Integrow, joined the First Data Corporation as President of First Data Brasil and Vice President of Operations - Latin America. She was the Latin America Chairman at ICT Group Corporation, Vice President (COO) of Operations - Latin America at EDS – Electronic Data Systems, and Leader of several technology areas at General Motors Brazil.

Mr. Eugênio De Zagottis. Member of the Board of Directors, leader of the Finance Committee and member of the Strategy and Health Committee of RD Saúde, having served as Vice-CEO for Strategic Planning and Investor Relations until 2024. He has more than 25 years of experience in the industry and is a member of the board of directors of ABRAFARMA, as well as a Board Member of Enjoei S.A. and Sigma Lithium Corporation (a publicly-held company listed in Canada). He worked as a consultant for McKinsey in Brazil and Italy, in addition to having worked at Arthur Andersen. He holds a degree in Business Administration from FGV with an MBA from the University of Michigan.

Mr. Marcilio D'Amico Pousada. He holds a degree in Business Administration from the Armando Álvares Penteado Foundation (FAAP), he was CEO of RD Saúde (Raia Drogasil S.A.), owner of the Raia and Drogasil chains, from July 2013 to December 2024. Under his leadership, the company grew significantly, becoming the largest pharmaceutical retailer in the country, with more than 3,300 pharmacies distributed across all states. In addition, Marcílio led the digital transformation of RD Saúde, integrating digital channels into the customer relationship, which currently represents 20% of the company's revenue. At the RD Saúde group, he also serves as a Board Member of the investees Stix Fidelidade e Inteligência S.A., Impulso Soluções de Mídia Ltda. and Labi Exames S.A. He

was CEO of Livraria Saraiva from July 2005 to July 2013, where he led the consolidation strategy of the book market in Brazil, including the acquisition of Livraria Siciliano. He was CEO of Officenet from May 2000 to July 2005. He served as Commercial Officer at Submarino from July 1999 to May 2000 and at Walmart from June 1994 to June 1999, where he served as Commercial Officer of Non-Food Products.

Item 7.5. Inform the existence of marital relationships, civil union or family relationships to the second degree between:

a. the issuer's managers;

Manager Name	Position	Tax ID (CPF)	Related Person	Position	Tax ID (CPF)	Issuer's trade name	National Register of Legal Entities (CNPJ)	Type of relationship
Eugenio De Zagottis	(Full) Member of the Board of Directors	186.783.418-90	Marcello De Zagottis	Vice-CEO for Operations and Sales	270.229.108-20	Raia Drogasil S.A.	61.585.865/0001-51	Brother or Sister (1st degree by consanguinity)
Carlos Pires Oliveira Dias	(Full) Member of the Board of Directors	578.464.058-53	Renato Pires Oliveira Dias	(Full) Member of the Board of Directors	269.999.988-17	Raia Drogasil S.A.	61.585.865/0001-51	Son or Daughter (1st degree by consanguinity)
Antonio Carlos Pipponzi	(Full) Member of the Board of Directors	454.326.788-53	Bruno Wright Pipponzi	Vice-CEO for Health Business	221.182.778-06	Raia Drogasil S.A.	61.585.865/0001-51	Son or Daughter (1st degree by consanguinity)

b. (i) managers of the issuer and (ii) managers of the issuer's direct or indirect controlled companies;

Manager Name	Position	Tax ID (CPF)	Issuer's trade name	National Register of Legal Entities (CNPJ)	Related Person	Position	Tax ID (CPF)	Related company	National Register of Legal Entities (CNPJ)	Type of relationship
Marcello De Zagottis	Vice-CEO for Operations and Sales (controlling shareholder)	270.229.108-20	Raia Drogasil S.A.	61.585.865/0001-51	Eugenio De Zagottis	Chairman of the Board of Directors (subsidiary)	186.783.418-90	4 Bio Medicamentos S.A. (controlled company)	07.015.691/0001-46	Brother or Sister (1st degree by consanguinity)
Marcello De Zagottis	Vice-CEO for Operations and Sales (controlling shareholder)	270.229.108-20	Raia Drogasil S.A.	61.585.865/0001-51	Eugenio De Zagottis	Member of the Board of Directors (controlled company)	186.783.418-90	Stix Fidelidade e Inteligência S.A. (Affiliate)	31.688.927/0001-90	Brother or Sister (1st degree by consanguinity)
Eugenio De Zagottis	Member of the Board of Directors (controlling shareholder)	186.783.418-90	Raia Drogasil S.A.	61.585.865/0001-51	Marcello De Zagottis	Operations and Commercial Vice-President (controlling shareholder)	270.229.108-20	4 Bio Medicamentos S.A. (controlled company)	07.015.691/0001-46	Brother or Sister (1st degree by consanguinity)

Eugenio De Zagottis	Member of the Board of Directors (controlling shareholder)	186.783.418-90	Raia Drogasil S.A.	61.585.865/0001-51	Marcello De Zagottis	Operations and Commercial Vice-President (controlling shareholder)	270.229.108-20	Safepill Comércio Varejista de Medicamentos Manipulados Ltda. (subsidiary)	36.839.003/0001-60	Brother or Sister (1st degree by consanguinity)
Eugenio De Zagottis	Member of the Board of Directors (controlling shareholder)	186.783.418-90	Raia Drogasil S.A.	61.585.865/0001-51	Marcello De Zagottis	Operations and Commercial Vice-President (controlling shareholder)	270.229.108-20	ZTO Tecnologia e Serviços de Informação na Internet Ltda. (subsidiary)	26.255.154/0001-18	Brother or Sister (1st degree by consanguinity)
Eugenio De Zagottis	Member of the Board of Directors (controlling shareholder)	186.783.418-90	Raia Drogasil S.A.	61.585.865/0001-51	Marcello De Zagottis	Operations and Commercial Vice-President (controlling shareholder)	270.229.108-20	Healthbit Performasys Tecnologia Inteligência LTDA. (subsidiary)	22.416.310/0001-24	Brother or Sister (1st degree by consanguinity)
Antonio Carlos Pipponzi	(Full) Member of the Board of Directors	454.326.788-53	Raia Drogasil S.A.	61.585.865/0001-51	Bruno Wright Pipponzi	Vice-President of Health Business	221.182.778-06	Healthbit Performasys Tecnologia Inteligência LTDA. (subsidiary)	22.416.310/0001-24	Son or Daughter (1st degree by consanguinity)
Antonio Carlos Pipponzi	(Full) Member of the Board of Directors	454.326.788-53	Raia Drogasil S.A.	61.585.865/0001-51	Bruno Wright Pipponzi	Vice-President of Health Business	221.182.778-06	Amplissoftware Tecnologia LTDA (subsidiary)	21.661.781/0001-35	Son or Daughter (1st degree by consanguinity)

c. (i) managers of the issuer or of its direct or indirect subsidiaries, and (ii) the issuer's direct or indirect controlling shareholders;

Manager Name	Position	Tax ID (CPF)	Related Person	Characteristic	Tax ID (CPF)	Issuer's trade name	National Register of Legal Entities (CNPJ)	Type of relationship
Eugenio De Zagottis	Member of the Board of Directors	186.783.418-90	Marcello De Zagottis	Controlling shareholder (member of the controlling block)	270.229.108-20	Raia Drogasil S.A.	61.585.865/0001-51	Brother or Sister (1st degree by consanguinity)
Marcello De Zagottis	Operations and Commercial Vice-President	270.229.108-20	Eugenio De Zagottis	Controlling shareholder (member of the controlling block)	186.783.418-90	Raia Drogasil S.A.	61.585.865/0001-51	Brother or Sister (1st degree by consanguinity)
Renato Pires Oliveira Dias	(Full) Member of the Board of Directors	269.999.988-17	Carlo Pires Oliveira Dias	Controlling shareholder (member of the controlling block)	578.464.058-53	Raia Drogasil S.A.	61.585.865/0001-51	Son or Daughter (1st degree by consanguinity)
Antonio Carlos Pipponzi	(Full) Member of the Board of Directors	454.326.788-53	Bruno Wright Pipponzi	Vice-President of Health Business	221.182.778-06	Raia Drogasil S.A.	61.585.865/0001-51	Son or Daughter (1st degree by consanguinity)

d. (i) managers of the issuer and (ii) managers of the issuer's direct and indirect controlled companies.

See item “b”

Item 7.6. State subordination, service, or control relationships in the last three fiscal years, between the managers of the issuer:

a. a company directly or indirectly controlled by the issuer, except those in which the issuer directly or indirectly holds equity interest that is equal to or greater than ninety-nine percent (99%) of the common stock;

None.

b. direct or indirect controlling shareholder of the issuer;

None.

c. any relevant supplier, customer, debtor or creditor of its controlled company or controlling shareholders, or controlled company of any of them

The Company does not have relevant relationships.

Exhibit IV

Proposal for the Compensation of Managers (Pursuant to article 13 of CVM Ruling No. 81) Information from item 8 of the Reference Form

8.1. Describe the policy or practice adopted for compensation of the board of directors, officers appointed by the bylaws and other officers, audit committee, committees provided for in the bylaws and auditing, risk, financial and compensation committees, addressing the following aspects:

a. objectives of the compensation policy or practice, informing whether the compensation policy has been formally approved, the body responsible for its approval, the date of approval and, if issuer discloses the policy, locations on the Internet where the document may be consulted

Compensation is established based on market practices and the Company's strategic alignment, for all bodies described except members of the Audit Committee, in compliance with the Law.

Compensation of the Board of Directors: The members of the Board of Directors are compensated based on market practices, carried out by specialized consulting companies, have a monthly fixed compensation and an additional compensation when they participate in Committees, all within the limits approved by the Shareholders' Meeting.

Compensation of Advisory Committees: The compensation of members of the Advisory Committees to the Board of Directors is compared from time to time with market practices (selection of large companies that have structured policies and good practices in human capital management, with good employment conditions at all organizational levels and that have a balanced composition of compensation), through salary surveys carried out through specialized consulting companies, in addition to monitoring inflation for the period, evaluating the need for adjustment in the compensation components.

Compensation of the Audit Committee: The members of the Audit Committee are compensated based on article 162, paragraph 3 of the Brazilian Corporate Laws.

Compensation of the Executive Office Appointed by the Bylaws: The compensation policy for the Company's Executive Office Appointed by the Bylaws was approved through a formal and transparent procedure, as recommended by the People Committee, at a meeting of the Board of Directors held on March 30, 2021, and can be consulted on the Company's website ([Access Link](#)) and CVM. This policy is premised on the standardization of compensation rules and procedures, serving as a professional and impersonal guide in decision-making, in order to:

- Attract, develop and retain professionals with real capacity to meet the needs and priorities of the Company in the market
- Manage and control expenses with people
- Establish the necessary positions for the Company regarding the compatibility between the activities carried out, required training and mandatory experiences
- Fix consistent and competitive compensation for services rendered

The Company's compensation practice for the Executive Office Appointed by the Bylaws is aligned with market practices (market research compared to companies in the same segment, size, billing, among others) and the

management and corporate governance system. The compensation strategy emphasizes our commitment to attracting and retaining good executives, including competitive salaries, profit sharing, and long-term incentives.

Compensation of the Executive Office not Appointed by the Bylaws: The Company's compensation practice for the Executive Office not Appointed by the Bylaws is aligned with market practices (market research compared to companies in the same segment, size, billing, among others) and the management and corporate governance system. The compensation strategy emphasizes our commitment to attracting and retaining good executives, including competitive salaries, profit sharing, and long-term incentives.

b. practices and procedures adopted by the board of directors to determine the individual compensation of the board of directors and the Executive Office, indicating:

i. issuer's bodies and committees that are part of the decision-making process, identifying the manner in which they participate

The compensation practices of the members of the Board of Directors and Executive Office Appointed by the Bylaws are led by the Board of Directors with the assistance of the People Committee and specialized consulting firms. It is up to the People Committee to survey information and comparisons of market practices, jointly with the specialized consulting firm, to submit the issue to the Board of Directors in order to discuss and review the Company's compensation methodology at periodic meetings to discuss the issue.

ii. criteria and methodology used to set the individual compensation, indicating if studies were used to verify the market practices and, if so, the comparison criteria and scope of these studies

Compensation is established based on market research (selection of large companies that have structured policies and good practices in human capital management, with good employment conditions at all organizational levels and which have a balanced compensation composition), covering companies in retail and other sectors, carried out by specialized consultants.

iii. frequency and how the board of directors evaluates the adequacy of the issuer's compensation policy

The Board of Directors periodically re-discusses the Company's Policy and compensation practices, including its adherence to market research.

c. composition of the compensation

i. A description of the elements that form the compensation, including, in relation to each of them:

- *Their goals and alignment to short, medium, and long-term interests of the issuer:*

Board of Directors: Members of the Board of Directors receive fixed monthly fees following market standards. The fees are the same for all members, except for the fees of the Chairman of the Board, which are differentiated in view of his duties, responsibilities and time demands.

The members of the Board of Directors participating in the Advisory Committees to the Board of Directors have a fixed compensation for their participation in each Committee.

Statutory Executive Office: Members of the statutory executive office receive fixed monthly fees in addition to direct and indirect benefits (such as medical care, dental care extensible to the dependents, and life insurance) within market standards, as well as bonuses according to the evaluations of the results achieved, whose objectives are to

generate alignment and competitiveness with the market. Officers Appointed by the Bylaws may also receive share-based compensation and variable compensation, linked to short-, medium- and long-term goals. The bonuses and the share plan aim to encourage officers to align with the Company's larger objectives.

Fixed compensation plays the role of alignment with the market so that executives focus on the exercise of their activities. Short, medium and long-term variable compensation is linked to the results obtained, so that executives are rewarded for this, including when they exceed the results.

Audit Committee: The members of the Audit Committee receive a fixed compensation equivalent to at least ten percent (10%) of an officer's compensation, considering for the calculation the average monthly compensation of the officers.

- *Their proportion in the global compensation of the last 3 fiscal years:*

	2022	2023	2024
Statutory Executive Office			
- Annual Fixed Fees	24%	22%	19%
- Direct and Indirect Benefits	1%	1%	1%
- Others (INSS)	5%	4%	5%
- Annual Variable Compensation	30%	34%	37%
- Share-Based Compensation	40%	39%	38%
- Post-Employment Benefits	0%	0%	0%
Officers Not Appointed by the Bylaws			
- Annual Fixed Fees	44%	38%	36%
- Direct and Indirect Benefits	4%	3%	3%
- Others (INSS and FGTS)	18%	15%	14%
- Annual Variable Compensation	17%	20%	20%
- Share-Based Compensation	17%	24%	27%
- Post-Employment Benefits	0%	0%	0%
Board of Directors			
- Fixed Fees	100%	100%	100%
Audit Committee			
- Fixed Fees	100%	100%	100%
Committees			
- Fixed Fees	100%	100%	100%

- *The calculation and adjustment methodology:*

The Board of Directors establishes the fixed compensation adjustment values, always within the limit approved by the Ordinary Shareholders' Meeting. The values of the variable compensation, applicable to the officers appointed by the Bylaws, are determined according to the budget and its execution.

The compensation of managers, including members of the Advisory Committees to the Board of Directors, is compared from time to time with market practices (selection of large companies that have structured policies and good practices in human capital management, with good employment conditions at all organizational levels and that have a balanced composition of compensation), through salary surveys carried out through specialized consultancies, in addition to monitoring inflation for the period, evaluating the need for adjustment in the compensation components.

- *The main performance indicators taken into account, including, if applicable, ESG-related indicators.*

For fixed compensation, the Company relies on market research and does not use specific performance indicators. Variable compensation has evaluation components with respective indicators:

1. Company goals (financial, customers, engagement, and sustainability);
2. Area goals (specific to each area);

The socio-environmental component takes into account goals related to the development of commitments of RD Saúde's 2030 strategy. Each year, we prioritize 3 to 4 commitments and set intermediary goals to be achieved.

ii. Reasons that justify the composition of the compensation

We have adopted a compensation composition model that focuses a significant share of the total compensation in variable components (both short and long term). The existence of variable compensation practices, including share-based compensation, allows to share the risk and our profit with our main executives, which are features of a transparent policy aimed at achieving lasting results that enable our continuance and the creation of value that is reflected in the market price of our shares.

iii. Existence of members not compensated by the issuer and the reason for such fact

The Company has no members who are not compensated.

d. existence of compensation supported by subsidiaries, controlled companies or direct or indirect controlling companies

There is no compensation supported by subsidiaries, controlled companies or controlling companies.

e. existence of any compensation or benefit linked to the occurrence of a given corporate event, such as the disposal of issuer's ownership control

There is no compensation or benefit bound to the occurrence of a specific corporate event.

8.2. As for the compensation of the board of directors, executive office and audit committee, recognized in the results of the latest three fiscal years and forecasted for the current fiscal year:

The Company informs that the total number of members and the number of members compensated for each body were obtained based on the annual average monthly ascertained, with two decimal places.

2025 - Forecast*	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	13.00	9.00	4.00	26.00
Number of Compensated Members	13.00	9.00	4.00	26.00
Annual Fixed Compensation:	13,785,953	19,447,892	779,332	34,013,177
Fees	8,546,783	18,659,370	779,332	27,985,485
Direct and Indirect Benefits	0	788,522	0	788,522
Due to participation in Committees	5,239,170	0	0	5,239,170
Others**	0	0	0	0
Annual Variable Compensation:	0	23,725,931	0	23,725,931
Bonus	0	23,725,931	0	23,725,931
Profit sharing	0	0	0	0
For attendance at meetings	0	0	0	0
Commissions	0	0	0	0
Others**	0	0	0	0
Post-Employment Benefits	0	0	0	0
Termination Benefits	0	0	0	0
Share-Based Compensation	0	24,768,497***	0	24,768,497
Total	13,785,953	67,942,319	779,332	82,507,605

The figures in the table above had the cents rounded for ease of interpretation.

* As per the Management Proposal for the annual global compensation of managers. These values refer to the maximum expected value, to be paid only if all goals are reached in their maximum percentage of achievement.

** The amount related to social charges was not informed in this item due to the position of the CVM Full Board in Proceeding No. 19957.007457/2018-10, included in CVM/SEP Circular Letter/Annual-2025. For the purpose of comparing the compensation proposal for the current year with the previous years, the Company informed the amount of the charges in item 8.20 below.

*** The amount includes compensation of members of the executive office appointed by the Bylaws who currently hold positions on the Board of Directors and/or its Advisory Committees. Such compensation strictly follows the terms of the long-term incentive plans in force and was granted while occupying positions in the executive office appointed by the Bylaws, and for this reason the expense is allocated within the "Executive Office appointed by the Bylaws".

2024	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	11.00	8.00	4.00	23.00
Number of Compensated Members	11.00	8.00	4.00	23.00
Annual Fixed Compensation:	9,937,813	14,562,607	692,635	25,193,055
Fees	4,860,959	14,088,284	692,635	19,641,878
Direct and Indirect Benefits	0	474,323	0	474,323
Due to participation in Committees	5,076,854	0	0	5,076,854
Others*	0	0	0	0
Annual Variable Compensation:	0	18,861,652	0	18,861,652
Bonus	0	18,861,652*	0	18,861,652
Profit sharing	0	0	0	0
For attendance at meetings	0	0	0	0
Commissions	0	0	0	0
Others*	0	0	0	0
Post-Employment Benefits	0	0	0	0
Termination Benefits	0	0	0	0
Share-Based Compensation	0	27,665,378	0	27,665,378
Total	9,937,813	61,089,637	692,635	71,720,086

The figures in the table above had the cents rounded for ease of interpretation.

* The amount related to social charges was not informed in this item due to the position of the CVM Full Board in Proceedings 19957.007457/2018-10, included in CVM/SEP Circular Official Letter/Annual-2023. For the purpose of comparing the compensation proposal for the current year with the previous fiscal years, the Company informed the amount of the charges in item 8.20 below.

2023	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	11.00	8.00	4.00	23.00
Number of Compensated Members	11.00	8.00	4.00	23.00
Annual Fixed Compensation:	9,610,635	14,400,378	686,522	24,697,535
Fees	4,740,728	13,977,257	686,522	19,404,507
Direct and Indirect Benefits	0	423,121	0	423,121
Due to participation in Committees	4,869,907	0	0	4,869,907
Others**	0	0	0	0
Annual Variable Compensation:	0	13,408,090	0	13,408,090
Bonus	0	13,408,090	0	13,408,090
Profit sharing	0	0	0	0
For attendance at meetings	0	0	0	0
Commissions	0	0	0	0
Others**	0	0	0	0
Post-Employment Benefits	0	0	0	0
Termination Benefits	0	0	0	0
Share-Based Compensation	0	24,899,246	0	24,899,246
Total	9,610,635	52,707,714	686,522	63,004,871

The figures in the table above had the cents rounded for ease of interpretation.

2022	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	11.00	8.00	4.00	23.00
Number of Compensated Members	11.00	8.00	4.00	23.00

2022	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Annual Fixed Compensation:	8,573,216	12,819,391	618,400	22,011,008
Fees	4,281,169	12,461,449	618,400	17,361,018
Direct and Indirect Benefits	0	357,942	0	357,942
Due to participation in Committees	4,292,047	0	0	4,292,047
Others**	0	0	0	0
Annual Variable Compensation:	0	10,301,066	0	10,301,066
Bonus	0	10,301,066	0	10,301,066
Profit sharing	0	0	0	0
For attendance at meetings	0	0	0	0
Commissions	0	0	0	0
Others**	0	0	0	0
Post-Employment Benefits	0	0	0	0
Termination Benefits	0	0	0	0
Share-Based Compensation	0	20,490,749	0	20,490,749
Total	8,573,216	43,611,206	618,400	52,802,822

The figures in the table above had the cents rounded for ease of interpretation.

8.3. As for the variable compensation of the board of directors, executive office and audit committee (BRL thousand), of the latest three fiscal years and forecasted for the current fiscal year:

2025 – Forecast	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	13.00	9.00	4.00	26.00
Number of Compensated Members	13.00	9.00	4.00	26.00
Bonus				
Minimum amount set forth in the compensation plan (PR)	-	-	-	-
Maximum amount set forth in the compensation plan (PR)	-	20,776,513	-	20,776,513
Amount set forth in the compensation plan (PR), if the goals are achieved	-	13,851,008	-	13,851,008
Amount effectively recognized in the result	-	-	-	-
Profit-Sharing				
Minimum amount set forth in the compensation plan (PR)	-	-	-	-
Maximum amount set forth in the compensation plan (PR)	-	-	-	-
Amount set forth in the compensation plan (PR), if the goals are achieved	-	-	-	-
Amount effectively recognized in the result	-	-	-	-

2024	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	11.00	8.00	4.00	23.00
Number of Compensated Members	11.00	8.00	4.00	23.00
Bonus				
Minimum amount set forth in the compensation plan (PR)	-	-	-	-
Maximum amount set forth in the compensation plan (PR)	-	21,551,154	-	21,551,154
Amount set forth in the compensation plan (PR), if the goals are achieved	-	14,367,436	-	14,367,436
Amount effectively recognized in the result	-	18,861,652	-	18,861,652
Profit-Sharing				
Minimum amount set forth in the compensation plan (PR)	-	-	-	-
	-	-	-	-

2024	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
Maximum amount set forth in the compensation plan (PR)	-	-	-	-
Amount set forth in the compensation plan (PR), if the goals are achieved	-	-	-	-
Amount effectively recognized in the result				

2023	Board Directors	of	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	11.00		8.00	4.00	23.00
Number of Compensated Members	11.00		8.00	4.00	23.00
Bonus					
Minimum amount set forth in the compensation plan (PR)	-		-	-	-
Maximum amount set forth in the compensation plan (PR)	-		16,757,587	-	16,757,587
Amount set forth in the compensation plan (PR), if the goals are achieved	-		13,171,725	-	13,171,725
Amount effectively recognized in the result	-		13,746,625	-	13,746,625
Profit-Sharing					
Minimum amount set forth in the compensation plan (PR)	-		-	-	-
Maximum amount set forth in the compensation plan (PR)	-		-	-	-
Amount set forth in the compensation plan (PR), if the goals are achieved	-		-	-	-
Amount effectively recognized in the result	-		-	-	-

2022	Board Directors	of	Statutory Executive Office	Audit Committee	Overall Total
Number of Members	11.00		8.00	4.00	23.00
Number of Compensated Members	11.00		8.00	4.00	23.00
Bonus					
Minimum amount set forth in the compensation plan (PR)	-		-	-	-
Maximum amount set forth in the compensation plan (PR)	-		15,552,117	-	15,552,117
Amount set forth in the compensation plan (PR), if the goals are achieved	-		10,368,078	-	10,368,078
Amount effectively recognized in the result	-		10,301,066	-	10,301,066
Profit-Sharing					
Minimum amount set forth in the compensation plan (PR)	-		-	-	-
Maximum amount set forth in the compensation plan (PR)	-		-	-	-
Amount set forth in the compensation plan (PR), if the goals are achieved	-		-	-	-
Amount effectively recognized in the result	-		-	-	-

8.4. As for the share-based compensation plan for the board of directors and executive office, during the last fiscal year and forecasted for the current fiscal year, describe:

a. general terms and conditions

Plan approved in 2014: The Plan in force at the Company was approved at the Extraordinary Shareholders' Meeting held on April 23, 2014 ("Plan"). Officers appointed by the Bylaws and other officers and employees of the Company

or other companies under its control may be elected as Beneficiaries of Performance Shares under the Plan. The Plan will be managed by the Board of Directors, with the assistance of the People Committee. Annually, or whenever it deems appropriate, the Board of Directors will approve the granting of Performance Shares, electing the Beneficiaries in favor of which the Company will dispose of the Performance Shares under the Plan, establishing the terms and conditions for the acquisition of rights related to the Performance Shares. The Board of Directors may condition the granting of a portion of Performance Shares to the investment by the Beneficiary in the acquisition of shares issued by the Company with the use of its variable compensation, and such Performance Shares must also be subject to the rules for the acquisition of rights established.

In addition, the Board of Directors may subordinate the vesting of rights related to the Performance Shares to certain conditions, as well as impose restrictions on the transfer, and may also reserve to the Company repurchase options and/or rights of first refusal in the event of the disposal by the Beneficiary of such Performance Shares. For the purpose of satisfying the granting of Performance Shares under the Plan, the Company, subject to the law and regulation in force, will dispose of shares held in treasury, by means of a private transaction. The Beneficiaries will only acquire the rights to the Performance Shares to the extent that they remain continuously bound as managers or employees of the Company or another company under its control, for the period between the Date of Granting and the dates specified below, as follows: (a) one-third (1/3) after the 2nd anniversary of the Date of Granting; (b) one-third (1/3) after the 3rd anniversary of the Date of Granting; and (c) one-third (1/3) after the 4th anniversary of the Date of Granting. While the rights to the Performance Shares are not fully acquired, under the terms and conditions set forth, the Beneficiary may not pledge, sell, assign, dispose or transfer, directly or indirectly, the Performance Shares.

Plan approved in 2020 – Performance Shares: The Plan in force at the Company was approved at the Extraordinary Shareholders' Meeting held on September 15, 2020, with an amendment approved at the Extraordinary Shareholders' Meeting held on November 6, 2024 ("Plan"). The participant may redeem 100% of the shares at the end of the period or wait for new annual redemption opportunities, as provided for in the Plan. Officers and employees of the Company, or another company under its control, may be elected as Beneficiaries of the Performance Share Plan, provided that upon approval by the Company's Board of Directors.

The Plan is managed by the Board of Directors, which may have an advisory committee created or appointed by the Board of Directors to advise it in the management of the Plan. Nevertheless, any decision will be incumbent on the Board of Directors. Provided that the general conditions of the Plan are respected, the Board of Directors shall have full powers to take all measures required and appropriate for management of the Plan including: (a) creation and application of general rules related to the granting of Performance Shares, under the Plan, and settlement of doubts concerning interpretation of the Plan; (b) the election of the Beneficiaries and the authorization to grant Performance Shares in their favor, establishing all goals and conditions for the acquisition of rights related to the Performance Shares under this Plan, as well as the modification of such conditions when necessary or convenient, observing the terms and principles of this Plan and the provisions of the respective Granting Agreements; (c) the authorization to transfer treasury shares to satisfy the granting of the Performance Shares, under the Plan and CVM Ruling 77, or, in the event that there are no treasury shares, settle the obligation to deliver the Performance Shares in cash; (d) define the WACC to be included in each Granting Agreement. The Board of Directors may, at its discretion, change or modify such goals to avoid distortions arising from unforeseen events and/or scenarios; and (e) make any arrangements required for the administration of the Plan. In the exercise of its authority, the Board of Directors will be subject only to the limits set forth in the law, in the rules of the Brazilian Securities and Exchange Commission and in this Plan, it being certain that the Board of Directors may exceptionally treat the Beneficiaries that are in a similar situation differently, having no obligation, whether by equal treatment or analogy rules, to extend to all the conditions it understands to be applicable only to some of them.

The Beneficiaries may not dispose of, transfer, sell, rent, encumber or otherwise trade fifty percent (50%) of the Performance Shares received from the Company for a period of one (1) year, counted from the date of transfer of the Performance Shares by the Company to the Beneficiary ("Lock-Up"). After this Lock-Up period, said Performance Shares will be free and clear of any restrictions, and the Beneficiary may freely trade such shares. The

Beneficiary must keep the Performance Shares with the bookkeeping bank and outside the B3 trading environment and, to the extent possible, such shares must be recorded with the bookkeeping bank to provide for the Lock-Up. The Company may, at any time, request proof of compliance with the Lock-Up obligation by the Beneficiary and require the adoption of certain procedures that enable the monitoring and control of the Lock-Up. For the avoidance of doubt, in case the Participant is dismissed, for any reason, upon receipt of the Performance Shares, the portion of the Performance Shares subject to the Lock-Up will remain subject to the Lock-Up.

The amendment to the Plan approved at the Extraordinary Shareholders' Meeting held on November 6, 2024 aims, after the four-year vesting period, to allow Plan participants who maintain an active relationship with the Company and/or its investees to extend for up to three years the right to receive restricted shares, subject to the achievement of the target price of the share

b. approval date and responsible body

Plan approved in 2014: Approved at the Extraordinary Shareholders' Meeting held on April 23, 2014.

Plan approved in 2020 – Performance Shares: Approved at the Extraordinary Shareholders' Meeting held on September 15, 2020, with amendment approved at the Extraordinary Shareholders' Meeting held on November 6, 2024.

c. maximum number of covered shares

Plan approved in 2014: The maximum number of shares that may be granted in the scope of the Plan shall not exceed two percent (2%) of the shares representing the total common stock of the Company, and this limit will be used for at least five (5) years.

Plan approved in 2020 – Performance Shares: Within the scope of the Performance Share Granting Plan ("Performance Shares"), shares issued by the Company representing up to two percent (2%) of the Company's common stock may be delivered to the Beneficiaries.

d. maximum number of options to be granted

Plan approved in 2014: The Plan includes the grant of shares, and not of share options.

Plan approved in 2020 – Performance Shares: The Plan includes the grant of shares, and not of share options.

e. conditions for acquisition of shares

Plan approved in 2014: The Beneficiaries will only acquire the rights to the Performance Shares to the extent that they remain continuously bound as managers or employees of the Company or another company under its control, for the period between the Date of Granting and the dates specified below, as follows: (a) one-third (1/3) after the 2nd anniversary of the Date of Granting; (b) one-third (1/3) after the 3rd anniversary of the Date of Granting; and (c) one-third (1/3) after the 4th anniversary of the Date of Granting.

Plan approved in 2020 – Performance Shares: Annually, the Company's Board of Directors will define the Beneficiaries to which the Performance Shares will be granted and the target number of Performance Shares that will be granted to each Beneficiary ("Target Number"), and the Beneficiary's right to effectively receive the Performance Shares granted will only be fully acquired if the following conditions are cumulatively met:

(a) the Beneficiary remains continuously bound, as manager or employee, to the Company or to a company under its control, as the case may be, during the period of four (4) years counted from the date of granting of the Performance

Shares (“Vesting Period”). After the vesting period of four (4) years has been fulfilled, the Plan participant who remains in an active relationship with the Company and/or its investees may choose to extend for up to three (3) years the right to receive the performance shares, provided that the condition of reaching the target price of the quotation of the Company’s share (equivalent to the reference price adjusted by the accumulated WACC until each base date of calculation), is reached. Thus, once the vesting period of four (4) years has been fulfilled and the target price of the share has been reached, the participant may choose to receive 100% of the performance shares to which they are entitled or choose to wait for the next moment of annual redemption to exercise or not the right to receive 100% of the performance shares to which they are entitled, at which time the Company will verify whether or not the target has been reached; and

(b) the price of the Company’s share on B3 (weighted by trading volume) in the ninety (90) trading sessions prior to the last day of the Vesting Period must be greater than ninety percent (90%) of the Reference Price, adjusted by the WACC to reflect the distribution of dividends and interest on net equity realized in the Vesting Period. “Reference Price” will correspond to the average price of the share on B3 (weighted by the trading volume) in the ninety (90) trading sessions prior to January 1 of the year in which the Target Number is granted.

If the conditions contained in items (a) and (b) above are met, the Beneficiary will be entitled to a percentage of the Target Number granted, depending on the quadrant of achievement of the target contained in item (b) above, according to the matrix below. In any event, the maximum number of Performance Shares to which the Beneficiary will be entitled may not exceed one hundred and twenty percent (120%) of the Target Number granted.

Share price at the end of the Vesting Period Vs. Reference Price, adjusted by WACC	Percentage of Target Number to which the Beneficiary will be entitled
Less than 90%	0%
Between 90% and 94.99%	70%
Between 95% and 99.99%	85%
Between 100% and 104.99%	100%
Between 105% and 110%	105%
Over 110%	120%

f. acquisition or strike pricing criteria

Plan approved in 2014: The Plan provides for the granting of shares and not stock options. The shares will be granted as payment of the variable compensation to which the elected participants are entitled, therefore, there is no strike price.

Plan approved in 2020 – Performance Shares: Not applicable. The Performance Share Plan establishes that, when the Vesting Period has elapsed, and provided that all the conditions set forth in the Plan are met, the shares will be transferred by the Company to the Beneficiary, without payment of any strike price.

g. acquisition or strike term criteria

Plan approved in 2014: As described in item 8.1, the Company relies on market research to compare practices, including compensation periods, for purposes of competitiveness of the compensation package. Additionally, deadlines are linked to executive retention strategies.

Plan approved in 2020 – Performance Shares: Not applicable. The Performance Share Plan establishes that, when the Vesting Period described in the Performance Share Plan is exceeded, and provided that all the conditions set

forth in the Plan are met, the shares will be transferred by the Company to the Beneficiary, without payment of any strike price.

h. method of settlement

Plan approved in 2014: The shares granted by the plan, once all the requirements provided for in the contract signed between the Company and the executive are fulfilled, are transferred from treasury to the executive.

Plan approved in 2020 – Performance Shares: Under the Performance Share Plan, the Company will transfer shares held in treasury, by means of a private transaction, at no cost to the Beneficiaries, pursuant to CVM Ruling 87. In the event that there are no treasury shares and/or if acquiring shares on the market is not possible due to legal or regulatory restrictions, the Board of Directors may choose to settle the delivery of the performance shares in cash.

i. shares transfer restrictions

Plan approved in 2014: While the rights to the Performance Shares are not fully acquired, under the terms and conditions set forth, the Beneficiary may not pledge, sell, assign, dispose or transfer, directly or indirectly, the Performance Shares.

Plan approved in 2020 – Performance Shares: The Beneficiaries may not dispose of, transfer, sell, rent, encumber or otherwise trade fifty percent (50%) of the Performance Shares received from the Company for a period of one (1) year, counted from the date of transfer of the Performance Shares by the Company to the Beneficiary (“Lock-Up”). After this Lock-Up period, said Performance Shares will be free and clear of any restrictions, and the Beneficiary may freely trade such shares.

j. criteria and events that, upon their occurrence, will result in suspension, change or termination of the plan

Plan approved in 2014: Amendment: Any relevant legal amendment to the rules of the joint-stock companies, to the publicly-held companies, to the labor laws, and/or the tax effects of a restricted share grant plan may lead to full revision of this Plan. Termination: The Plan may be terminated at any time by decision of the Company’s Shareholders’ Meeting.

Plan approved in 2020 – Performance Shares: The Performance Share Plan may be terminated at any time by decision of the Shareholders’ Meeting, it being understood that grants of Performance Shares made before said Performance Share Plan termination will remain effective. Any amendment to the legislation and regulations applicable to the Company may give rise to the full review of the Performance Share Plan.

k. effects of a manager’s exit from the issuer’s bodies on his rights provided in the share-based compensation plan

Plan approved in 2014: If, at any time, the Beneficiary leaves the Company: (i) by their own initiative or (ii) due to dismissal with cause: The rights not yet fully acquired on the date of termination will be automatically terminated, by operation of law, regardless of prior notice or warning, with no right to indemnification. (iii) due to dismissal without cause: The rights that are not yet fully acquired will follow the terms provided for in the Plan; (iv) due to retirement, death, or permanent disability: Early exercise of rights not yet fully acquired under the Plan.

Plan approved in 2020 – Performance Shares: If, before the vesting period, the Beneficiary leaves the Company: (i) (a) of their own free will, by way of voluntary resignation or resignation from the position of manager; or (b) at the will of the Company, by (b.1) means of dismissal with cause pursuant to the legislation in force or (b.2) removal

from their position as a manager for a fair reason arising from (i) breach of their legal duties or attributions and/or duties or attributions established by the Bylaws; (ii) substantiated termination of the agreement that regulates the relationship between the Company and the Beneficiary; (iii) judgment rendered against him for fraud; (iv) dishonest or fraudulent acts against the Company or its investees; (v) any act or omission arising from intent or fault of the Beneficiary and that is detrimental to the business, image, or financial situation of the Company, its shareholders, or its investees; (vi) harassment or serious violation of the Company's policies and codes: the Beneficiary will lose any and all rights related to the Performance Shares granted and not yet received from the Company, which will be automatically extinguished on the date of Dismissal, by operation of law, regardless of prior notice or notification and without the right to any indemnity to the Beneficiary, so that the Performance Shares will be automatically canceled; or

(ii) at the will of the Company, by means of dismissal without cause or without the manager having caused any event that results in dismissal for a fair reason or removal with cause pursuant to item (i) above: the Beneficiary will be entitled to receive, at the 1st Redemption Time, a pro rata amount of the Quantity Calculated, as calculated by the Company in the Calculation Period immediately prior to the 1st Redemption Time, proportional to the number of days elapsed during the Vesting Period, in the proportion of $X/1460$, where "X" is the number of days elapsed between the start date of the Vesting Period and the date of the Dismissal, observing that any fractions of shares and any legal deductions and withholdings will be rounded up.

If, after the end of the Vesting Period, the Beneficiary is Dismissed:

(i) (A) voluntarily, through voluntary resignation or resignation from the position of manager, or (B) at the will of the Company, through dismissal without cause or without the manager having caused any event that results in removal for a fair cause or dismissal with cause: the Beneficiary shall be entitled to receive, at the first Redemption Moment immediately following the Dismissal, the Amount Calculated based on the Calculation Period applicable to said Redemption Time. In this case, the Quantity Calculated to which the Beneficiary is entitled will be delivered after the end of the Redemption Time in question, pursuant to this Plan, without the need for any statement of exercise by the Beneficiary. If the Quantity Calculated at the first Redemption Time immediately following the Dismissal is zero, the Beneficiary will lose any and all rights related to the Performance Shares granted, remaining automatically extinguished on the Dismissal date, by operation of law, regardless of prior notice or notification and without the right to any indemnification to the Beneficiary, so that the Performance Shares will be automatically canceled; or (ii) at the will of the Company, by means of dismissal with cause pursuant to the legislation in force or removal from their position as a manager for a fair reason arising from (i) breach of their legal duties or attributions and/or duties or attributions established by the Bylaws; (ii) substantiated termination of the agreement that regulates the relationship between the Company and the Beneficiary; (iii) judgment rendered against him for fraud; (iv) dishonest or fraudulent acts against the Company or its investees; (v) any act or omission arising from intent or fault of the Beneficiary and that is detrimental to the business, image, or financial situation of the Company, its shareholders, or its investees; (vi) harassment or serious violation of the Company's policies and codes: the Beneficiary will lose any and all rights related to the Performance Shares granted and not yet received from the Company, which will be automatically extinguished on the date of Dismissal, by operation of law, regardless of prior notice or notification and without the right to any indemnity to the Beneficiary, so that the Performance Shares will be automatically canceled.

If, at any time, before or after the Vesting Period, the Beneficiary leaves the Company due to retirement, by mutual agreement between the Company and the Beneficiary, the Beneficiary will be entitled to receive, within sixty (60) days from the date of formalization of their Dismissal, fifty percent (50%) of the Target Number of Performance Shares granted pursuant to the respective Granting Agreement, so that fifty percent (50%) of the Target Number granted to the Beneficiary shall become immediately vested, regardless of the expiration of the Vesting Period; and (b) after a period of twelve (12) months from the date of formalization of the Dismissal, fifty percent (50%) of the Target Number granted under the respective Granting Agreement, provided that the Beneficiary complies with the non-competition and non-soliciting obligations to be fixed in the instrument governing the Dismissal. In this case,

the performance condition will not be applied, so that the quantity of Performance Shares to be delivered will be equivalent to the Target Number, subject to legal deductions.

If, at any time, before or after the Vesting Period, the Beneficiary leaves the Company due to death or permanent disability, the Beneficiary or their estate or heir(s), as applicable, will be entitled to receive the entire Target Number granted under the respective Granting Agreement, so that the Performance Shares granted to the Beneficiary will become immediately vested, regardless of the expiration of the Vesting Period, and the Company must deliver said Performance Shares within sixty (60) days from the Dismissal. In this case, the performance condition will not be applied, so that the quantity of Performance Shares to be delivered will be equivalent to the Target Number, subject to legal deductions.

Notwithstanding the provisions of item 8.1 of the Performance Share Plan, the Board of Directors may, in its sole discretion, whenever it deems that the Interests of the Company shall be better met by such measure, establish rules different from those provided for in item 8.1 above, conferring differentiated treatment to a particular Beneficiary, provided that such treatment does not harm the Beneficiary in question.

8.5. Regarding the share-based compensation under the form of shares options recognized in the results of the last 3 fiscal years and that estimated for the current fiscal year of the board of directors and the executive office appointed by the bylaws, prepare a table with the following content:

The share-based compensation plans include the grant of shares, and not of share options.

8.6. Regarding each share options granted in the last 3 fiscal years and that estimated for the current fiscal year, of the board of directors and the executive office appointed by the bylaws, prepare a table with the following content:

The share-based compensation plans include the grant of shares, and not of share options.

8.7. As for outstanding options held by the board of directors and executive office at the end of the latest fiscal year, prepare a table with the following content:

The share-based compensation plans include the grant of shares, and not of share options.

8.8. Regarding the exercised options related to the share-based compensation of the board of directors and of the executive office appointed by the bylaws over the last 3 fiscal years, prepare a table with the following content:

The share-based compensation plans include the grant of shares, and not of share options.

8.9. Regarding the stock-based compensation as shares to be delivered directly to the beneficiaries, recognized in the results of the last 3 fiscal years and that estimated for the current fiscal year of the board of directors and the executive office appointed by the bylaws, prepare a table with the following content:

- a. body;
- b. total number of members;
- c. number of compensated members;
- d. potential dilution if all shares are granted to the beneficiaries.

	2022	2023	2024	2025 – Forecast
Statutory Executive Office				
Total number of members	8	8	8	9

	2022	2023	2024	2025 – Forecast
No. of compensated members	8	8	8	9

Only members of the Executive Office Appointed by the Bylaws have a variable share-based compensation. There is no dilution in the event of granting of all shares to the beneficiaries since the shares granted are already held in the Company's treasury.

As highlighted in item 8.2, the amount includes the compensation of members of the Executive Office Appointed by the Bylaws that currently hold positions on the Board of Directors and/or its Advisory Committees. This compensation strictly follows the terms of the long-term incentive plans in force and was granted while they served on the Executive Office Appointed by the Bylaws. For this reason, the expense is allocated to the "Executive Office Appointed by the Bylaws" category.

8.10. Regarding each granting of shares made in the last 3 fiscal years and that estimated for the current fiscal year, of the board of directors and executive office appointed by the bylaws, prepare a table with the following content:

- a. **body;**
- b. **total number of members;**
- c. **number of compensated members;**
- d. **grant date;**
- e. **number of shares granted;**
- f. **deadline for the delivery of shares;**
- g. **lock-up period for transfer of shares;**
- h. **fair value of shares on the date of granting;**
- i. **multiplication of the number of shares granted by the fair value of the shares on the granting date.**

About the Company's Long-Term Incentive Program with Performance Shares approved on April 23, 2014. Below we have the information pertaining to the grants made during the last 3 fiscal years and expected for the current fiscal year to members of its statutory executive office:

	2022				2023				2024				2025 – Forecast			
	1st Tranche	2nd Tranche	3rd Tranche	Total	1st Tranche	2nd Tranche	3rd Tranche	Total	1st Tranche	2nd Tranche	3rd Tranche	Total	1st Tranche	2nd Tranche	3rd Tranche	Total
Total number of members	8				8				8				9			
No. of compensated members	8	8	8	8	8	8	8	8	8	8	8	8	9	9	9	9
Date of granting	03/01/2022	03/01/2022	03/01/2022	-	03/01/2023	03/01/2023	03/01/2023	-	03/01/2024	03/01/2024	03/01/2024	-	03/01/2025	03/01/2025	03/01/2025	-
Number of shares granted	178,319	178,319	178,319	534,957	249,541	249,541	249,541	748,623	214,901	214,901	214,900	644,702	216,633	216,633	216,632	649,898
Deadline for the delivery of shares	03/01/2024	03/01/2025	03/01/2026	-	03/01/2025	03/01/2026	03/01/2027	-	03/01/2026	03/01/2027	03/01/2028	-	03/01/2027	03/01/2028	03/01/2029	-
Lock-up period for transfer of shares	03/01/2024	03/01/2025	03/01/2026	-	03/01/2025	03/01/2026	03/01/2027	-	03/01/2026	03/01/2027	03/01/2028	-	03/01/2027	03/01/2028	03/01/2029	-
Fair value of shares on the date of granting	23.9	23.9	23.9	-	23.9	23.9	23.9	-	26.76	26.76	26.76	-	27.00	27.00	27.00	-
Result of multiplying the number of granted shares by the fair value of the shares on the date of granting	4,261,824	4,261,824	4,261,824	12,785,472	5,966,085	5,966,085	5,966,085	17,898,232	5,750,751	5,750,751	5,750,724	17,252,226	5,849,091	5,849,091	5,849,064	17,547,246

About the Performance Share Program approved on September 15, 2020. Below we have the information related to the grants made in the last 3 fiscal years, highlighting the lack of projection of the grant in the fiscal year of 2025, made to members of its executive board appointed by the Bylaws:

	2022 Grant	2023 Grant
Total number of members	8	8
No. of compensated members	8	8
Date of granting	01/01/2022	01/01/2023
Number of shares granted*	396,816	451,561
Deadline for the delivery of shares	01/01/2026	01/01/2027
Lock-up period for transfer of shares	01/01/2027	01/01/2028
Fair value of shares on the date of granting*	29.98	29.98
Result of multiplying the number of granted shares by the fair value of the shares on the date of granting	11,896,544	13,537,799

*The quantities of shares granted and the fair value were adjusted to reflect the effects of the share bonus that occurred in 2023. There was no grant in 2024 and there is no grant forecast for 2025.

8.11. Regarding the shares delivered in relation to the share-based compensation of the board of directors and of the executive office appointed by the bylaws over the last 3 fiscal years, prepare a table with the following content:

- f. body;
- g. total number of members;
- h. number of compensated members;
- i. number of shares;
- j. weighted average acquisition price;
- k. weighted average market price of the shares purchased;
- l. multiplication of the total number of shares by the difference between the weighted average purchase price and the weighted average market price of the shares purchased.

The Company explains that only the Executive Office Appointed by the Bylaws has a share-based compensation.

About the Company's Long-Term Incentive Program with Performance Shares approved on April 23, 2014:

Year Vested	Made in 2022	Made in 2022	Made in 2022	Made in 2023	Made in 2023	Made in 2023	Made in 2024	Made in 2024	Made in 2024
Year of vested grants	2018	2019	2020	2019	2020	2021	2020	2021	2022
	3rd Tranche	2nd Tranche	1st Tranche	3rd Tranche	2nd Tranche	1st Tranche	3rd Tranche	2nd Tranche	1st Tranche
Total number of members	7	7	7	8	8	8	8	8	8
No. of compensated members	7	7	7	8	8	8	8	8	8
No. of shares	116,755	218,422	195,489	218,419	195,488	147,528	203,296	153,425	185,453
Weighted average price of shares acquired*	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Weighted average market price of shares acquired	23.36	23.36	23.36	22.68	22.68	22.68	26.64	26.64	26.64
Result of multiplying the total shares acquired by the difference amount between the weighted average acquisition price and the weighted average market price of shares acquired ^(2, 3 and 4)	2,727,397	5,102,338	4,566,623	4,953,743	4,433,668	3,345,935	5,415,805	4,087,242	4,940,468

*Information adjusted according to guidance in SEP Circular Letter for 2024, which states that for "weighted average acquisition price" the amount to be paid by the beneficiary to receive the shares of the grant must be considered. Under the terms of the Company's granting agreement, once the existing conditions are met, the shares are transfers, at no cost, to the beneficiaries.

About the Performance Share Program approved on September 15, 2020:

Year Vested	Made in 2024	Made in 2025
Year of vested grants	2020	2021
Total number of members	8	8
No. of compensated members	8	0
No. of shares	255,105	0
Weighted average price of shares acquired*	0.00	0.00
Weighted average market price of shares acquired	25.49	0
result of multiplying the total shares acquired by the difference amount between the weighted average acquisition price and the weighted average market price of shares acquired ^(2, 3 and 4)	6,502,626.45	0

8.12. A summary containing the information needed to understand the data disclosed in items 8.5 through 8.11, such as an explanation of the shares and options pricing method, stating at least:

The Plan includes the grant of shares, and not of share options. Relevant information listed below.

- a. pricing method;
- b. data and assumptions used in the pricing model, including weighted average share price, strike price, expected volatility, life term of the option, expected dividends and the risk-free interest rate;
- c. method and assumptions adopted to consider the expected effects of early exercise;
- d. method for ascertaining the expected volatility;
- e. Whether any other characteristic of the option was taken into consideration when ascertaining its fair value.

Regarding the Long-Term Incentive Program with Restricted Shares approved on April 23, 2014, the reference price per restricted share, for the purposes of determining the target quantity that will be granted to each Beneficiary, shall be equivalent to the average share price on B3 (weighted by trading volume) in the last thirty trading sessions prior to the granting.

Regarding the Performance Shares Program approved on September 15, 2020, given that the payment shall be made upon the achievement of price targets per share, to determine the fair value of the shares, we carried

out a probability simulation by applying the Monte Carlo Method (“Monte Carlo Simulation – SMC”). 10,000 simulations were performed considering the assumptions below:

	2022 Grant	2023 Grant
Date of Granting	Jan/22	Jan/23
Vested Date	Jan/25	Jan/26
St - Reference price	BRL 23.80	BRL 22.62
u - %WACC	13.80%	15.60%
q - Dividend Yield%	0.95%	0.95%
r(T-t) - Rf	10.51%	11.65%
d - Volatility*	33.78%	34.05%
Variance/2	5.70%	5.80%
Fair Value	BRL 31.18	BRL 31.18

* Historical volatility was calculated based on the return of the last 1,000 closing prices of the Company's share (RADL3) on B3.

** There is no possibility of early settlement and we have no share options granted.

8.13. State the number of shares, membership units (quotas), and other securities convertible into shares or membership units issued in Brazil or abroad by the issuer, its direct or indirect controlling companies, controlled entities, or companies under common control, held by members of the board of directors, executive office appointed by the bylaws, or audit committee, grouped per body:

Issued by the Company:

Body*	Number of Shares	%
Board of Directors	44,354,296	3%
Statutory Executive Office	32,739,222	2%
Audit Committee	10,565	0%

* Position as of December 31, 2024

8.14. As for current pension plans available to the board of directors' members and executive officers appointed by the bylaws, provide a chart itemizing:

We have granted no pension plans to members of the Board of Directors and the Statutory Executive Officers.

8.15. Maximum, minimum and medium compensation

2025 - Estimate (BRL)	Statutory Office	Executive	Board of Directors	Audit Committee
Total number of members	9		13	4
Number of Compensated Members	9		13	4
Highest compensation amount	11,823,905.69		2,445,923.57	194,833.10
Lowest compensation amount	3,174,619.15		593,693.67	194,833.10
Average compensation amount	7,549,146.57		1,060,457.96	194,833.10

Note: These amounts refer to compensation to be paid if all goals are met at their maximum percentage; The lowest compensation amount excludes members who will be in office for less than 12 months.

The average amount of the compensation is considered the amounts without social charges, according to item 8.2.

2024 (BRL)	Statutory Office	Executive	Board of Directors	Audit Committee
Total number of members	8		11	4
Number of Compensated Members	8		11	4
Highest compensation amount	19,257,051.39		1,802,537.42	173,158.77
Lowest compensation amount	5,252,365.41		402,820.42	173,158.77
Average compensation amount	7,636,204.68		903,437.55	173,158.77

2023 (BRL)	Statutory Office	Executive	Board of Directors	Audit Committee
Total number of members	8		11	4
Number of Compensated Members	8		11	4
Highest compensation amount	13,538,516.96		1,665,693.88	171,630.44
Lowest compensation amount	3,921,236.46		367,153.84	171,630.44
Average compensation amount	6,630,781.18		873,694.04	171,630.44

2022 - (BRL)	Statutory Office	Executive	Board of Directors	Audit Committee
Total number of members	8		11	4
Number of Compensated Members	8		11	4
Highest compensation amount	11,738,155		1,581,750	154,600
Lowest compensation amount	3,097,631		329,862	154,600
Average compensation amount	5,451,401		779,383	154,600

Note: The lowest compensation amount excludes members who were in office for less than 12 months

8.16. Describe contract arrangements, insurance policies, or other instruments containing mechanisms for compensation or indemnification of managers in case of removal or retirement, stating the financial consequences for the issuer

We have no compensation or indemnification mechanisms for managers in the event of removal from office or retirement.

8.17. As for the last 3 fiscal years and the forecast for the current fiscal year, state the percentage of the total compensation of each body as recognized in the issuer's results related to members of the board of directors, of the executive office appointed by the bylaws, or of the audit committee who are related to the direct or indirect controlling shareholders, as defined in the accounting rules dealing with this issue:

	Compensation 2022	Compensation 2023	Compensation 2024	Compensation 2025 forecast
Statutory Executive Office	30%	31%	29%	26%
Board of Directors	49%	48%	47%	43%
Audit Committee	0%	0%	0%	0%

8.18. As for the last 3 fiscal years and the forecast for the current fiscal year, state the amounts recognized in the issuer's results as compensation of members of the board of directors, of the executive office appointed by the bylaws, or of the audit committee, grouped per body, for reasons other than their positions, e.g., commissions and advisory or consulting services rendered:

The members of the Board of Directors making up the Advisory Committees to the Board of Directors receive additional compensation for their participation in those committees.

	2022	2023	2024	2025

				forecast
Board of Directors	4,292,047.30	4,869,906.50	5,076,854.23	5,239,169.87
Statutory Executive Office	-	-	-	-
Audit Committee	-	-	-	-

8.19. As for the latest three fiscal years and the forecast for the current fiscal year, state the amounts recognized in the results of the issuer's direct or indirect controlling shareholders, companies under common control, and controlled entities, as compensation of members of the issuer's board of directors, executive office appointed by the bylaws, or audit committee, grouped per body, and explaining why such amounts were attributed to such individuals

No member of the Board of Directors, the Statutory Executive Office or the Audit Committee had their remuneration recognized in the results of the issuer's controlling shareholders, companies under common control and controlled companies.

8.20. Other relevant information

Year	Social Charges	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
2025	Fixed annual compensation – National Institute of Social Security (INSS)	2,757,191	3,889,578	155,866	6,802,635
	Variable annual compensation - INSS	0	9,689,760	0	9,689,760

Year	Social Charges	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
2024	Fixed annual compensation - INSS	1,987,563	3,337,365	138,527	5,463,455
	Variable annual compensation - INSS	0	8,460,089	0	8,460,089

Year	Social Charges	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
2023	Fixed annual compensation - INSS	1,922,127	2,795,204	137,304	4,854,635
	Variable annual compensation - INSS	0	7,816,628	0	7,816,628

Year	Social Charges	Board of Directors	Statutory Executive Office	Audit Committee	Overall Total
2022	Fixed annual compensation - INSS	1,714,643	2,492,176	123,680	4,330,499
	Variable annual compensation - INSS	0	5,335,815	0	5,335,815

Exhibit V

Proposals of Amendments to the Bylaws (Pursuant to article 12 of CVM Ruling No. 81)

CURRENT WORDING	PROPOSED AMENDMENTS (WITH TRACK CHANGES)	REASONS FOR THE PROPOSED AMENDMENTS
CHAPTER I – NAME, HEADQUARTERS, DURATION AND PURPOSE		
<p>ARTICLE 3 - The following are purposes of the Company: a) trading, manufacturing, importing, and exporting allopathic and homeopathic drugs, pharmaceutical drugs and items, related products, chemicals, dietary items, perfumes and essences, cosmetics, hygiene and toilet products, household products, nutriments, and accessories used for therapeutic or aesthetic correction purposes, and products for diagnosis-and analyses-related purposes; b) the provision of specific services for retailers, such as delivery of products sold or not by the Company, management of registration information, and storage of data on the sale of products and services through cooperation agreements, management, and participation in Medicine Benefits Programs (“PBM”) in the public and private sectors, provision of community services, such as receiving water, light, phone, and electric power bills, taxes and fees in general, payment in general, as well as the sale of theater, concert, and other show tickets, including sports events, among others, developing photos, and other services related to its corporate purpose; c) convenience store and drugstore for sales, through self-service or not, of several goods, with focus on supplies for essential needs, among which is the sale of food in general and related items; d) selling ophthalmologic and optic items,</p>	<p>ARTICLE 3 - The following are purposes of the Company: a) trading, manufacturing, importing, and exporting allopathic and homeopathic drugs, pharmaceutical drugs and items, related products, chemicals, dietary items, perfumes and essences, cosmetics, hygiene and toilet products, household products, nutriments, and accessories used for therapeutic or aesthetic correction purposes, and products for diagnosis-and analyses-related purposes; b) the provision of specific services for retailers, such as delivery of products sold or not by the Company, management of registration information, and storage of data on the sale of products and services through cooperation agreements, management, and participation in Medicine Benefits Programs (“PBM”) in the public and private sectors, provision of community services, such as receiving water, light, phone, and electric power bills, taxes and fees in general, payment in general, as well as the sale of theater, concert, and other show tickets, including sports events, among others, developing photos, and other services related to its corporate purpose; c) convenience store and drugstore for sales, through self-service or not, of several goods, with focus on supplies for essential needs, among which is the sale of food in general and related items; d) selling ophthalmologic and optic items,</p>	<p>Detailing of the corporate purpose, with the formalization of the performance of complementary secondary activity of clinical exams and analysis services in pharmacies, due to regulation RDC 786/2023, which authorizes such activities by pharmacies. The Company clarifies that the description of the corporate purpose proposed does not modify its segment of operation and its predominant activities, representing only an addition of supplementary or integrated activities to those already developed by the Company, compatible with its objectives and, therefore, if approved, will not give rise to the right of dissent and appraisal of the shareholders pursuant to articles 136, item VI, and 137, item I, of Law No. 6,404/76.</p>

<p>cinema, photo, and sound items, appliances, tapes, records, books, newspapers, magazines, and printed materials in general, phone cards, and services related to the corporate purpose; e) publishing and distributing, for free and/or for consideration, newspapers, magazines, and periodicals; f) compounding formulas for medications, cosmetics, and related products, such activity being restricted to the branches expressly mentioned as “Compounding Pharmacy”; g) importing and exporting any product related to its corporate purpose; h) transporting goods; i) promoting and participating in real estate developments; j) trading, importing, and exporting items, machines, and equipment related to its corporate purpose; k) holding interest in other companies; l) inserting texts, drawings, and other publicity and advertising materials into any media; m) providing human vaccination and immunization services; and n) activities performed by health care professionals not specified before.</p>	<p>cinema, photo, and sound items, appliances, tapes, records, books, newspapers, magazines, and printed materials in general, phone cards, and services related to the corporate purpose; e) publishing and distributing, for free and/or for consideration, newspapers, magazines, and periodicals; f) compounding formulas for medications, cosmetics, and related products, such activity being restricted to the branches expressly mentioned as “Compounding Pharmacy”; g) importing and exporting any product related to its corporate purpose; h) transporting goods; i) promoting and participating in real estate developments; j) trading, importing, and exporting items, machines, and equipment related to its corporate purpose; k) holding interest in other companies; l) inserting texts, drawings, and other publicity and advertising materials into any media; m) providing human vaccination and immunization services; n) the performance of clinical exams and analyzes; and o) activities performed by health care professionals not specified before.</p>	
CHAPTER III – MANAGEMENT		
SECTION I – BOARD OF DIRECTORS		
<p>ARTICLE 8 - (...) l) authorizing any form of guarantee, accommodation, or suretyship on the part of the Company, in favor of third parties, including but not being limited to suretyships granted to affiliates and controlled companies, as well as security interests and/or personal guarantees with a combined value that is equal to or greater than zero point twenty-five percent (0.25%) of the Shareholder’s Equity;</p>	<p>ARTICLE 8 - (...) l) except for companies in which the Company holds the entire common stock, authorizing any type of guarantee, accommodation, or suretyship by the Company, in favor of third parties, including, but not limited to, suretyships granted to affiliated and controlled companies, as well as security interests and/or personal guarantees with a combined value that is equal to or greater than zero point twenty-five percent</p>	<p>Adjustment to exclude from the approval authority of the Company's Board of Directors the granting of the guarantee, accommodation or suretyship for the Company's subsidiaries, due to the low financial risk involved.</p>

	(0.25%) of the Shareholder's Equity;	
ARTICLE 8 - (...) w) approving any variable compensation plan for managers, including with shares of the Company and its subsidiaries;	ARTICLE 8 - (...) w) approving any variable compensation plan program for managers, including with shares of the Company and its subsidiaries;	Adjustment to formalize the authority of the Board of Directors to approve the programs under the Compensation Plans approved by the Meeting.
ARTICLE 8 - (...) x) approving the conduct of business between, on the one hand, the shareholders or officers of the Company or related parties, their respective spouses, ascendants, relatives up to the third degree, subsidiaries, their controlling shareholders or persons under common control, and, on the other hand, the Company or its subsidiaries, pursuant to the Policy for Transactions with Related Parties, as approved by the Board of Directors;	ARTICLE 8 - (...) x) approving the conduct of business between, on the one hand, the shareholders or officers of the Company or its related parties, their respective spouses, ascendants, relatives up to the third degree, subsidiaries, their controlling shareholders or persons under common control, and, on the other hand, the Company or its subsidiaries, pursuant to the Policy for Transactions with Related Parties, as approved by the Board of Directors, as well as analyzing any situations not provided for in said policy;	Adjustment to optimize the wording, maintaining the same approval authority of the Board of Directors.
ARTICLE 8 - (...) aa) resolving on the vote to be cast by the Company, its representatives and managers appointed by the Company at the shareholders' meeting or at the board of directors' meeting, as applicable, of any subsidiary in relation to the subject matters listed (i) in items d) (ii), g), n), p), r), t), y), and z) of this article; and (ii) in items d)(i), m), and x) representing transactions with an amount equal to or greater than ten million reais (BRL 10,000,000.00). In relation to item r), the provisions herein shall only apply if it involves an aggregate amount equal to or greater than zero point twenty-five percent (0.25%) of the Company's Shareholders' Equity.	ARTICLE 8 - (...) aa) resolving on the vote to be cast by the Company, its representatives and managers appointed by the Company at the shareholders' meeting or at the board of directors' meeting, as applicable, of any subsidiary in relation to the subject matters listed (i) in items d) (ii), g), n), p), r), t), y) (except for the companies in which the Company holds the entire common stock), and z) of this article; and (ii) in items d)(i), m), and x) representing transactions with an amount equal to or greater than ten million reais (BRL 10,000,000.00). In relation to item r), the provisions herein shall only apply if it involves an aggregate amount equal to or greater than zero point twenty-five percent (0.25%) of the Company's Shareholders' Equity.	Adjustment to exclude from the approval authority of the Company's Board of Directors the voting guidance in a subsidiary, in which the Company holds the entire common stock, for matters related to split, reverse split or bonus in shares.

CHAPTER III – MANAGEMENT		
SECTION II - EXECUTIVE OFFICE		
<p>ARTICLE 10 - The Executive Office is comprised of at least five (5) and at most eleven (11) members elected by the Board of Directors for a term in office of two (2) years, reelection being permitted, one of them being the Chief Executive Officer, one Vice-CEO for Sales and Marketing, one Vice-CEO for Digital Transformation, one Financial and Administrative Vice-CEO, one Vice-CEO for Store Operations, Multi-channel, and Expansion, one Vice-CEO for People, Culture, and Sustainability, one Vice-CEO for Health Business, and one Vice-CEO for Corporate Planning, Investor Relations, and M&A, and three (3) other officers without a specific designation.</p>	<p>ARTICLE 10 - The Board of Executive Officers is comprised of at least five (5) and at most eleven (11) members elected by the Board of Directors, for a term of office of two (2) years, reelection being permitted, one of them being the Chief Executive Officer, one Vice-CEO for Operations and Sales and Marketing, one Vice-CEO for Digital Transformation, one Financial and Administrative Vice-CEO, one Vice-CEO for Store, Multichannel and Expansion Pharmacy Operations, one Vice-CEO for People, Culture and Sustainability, one Vice-CEO for Health Business, one Vice-CEO for Sales, one Investor Relations and Corporate Affairs Officer and three (3) two (2) other officers without specific designation.</p>	<p>Textual adjustment to reflect the Company's new corporate structure and also include the position of Investor Relations and Corporate Affairs Officer.</p>
<p>ARTICLE 10 - (...) PARAGRAPH TWO - In the event of a temporary impediment of a Vice-CEO for over thirty (30) days or if the position becomes vacant, the CEO may, at their sole discretion, assume the vacant position themselves or appoint a substitute among the other Officers, so they assume the position temporarily until the holder of the position returns or a new Vice-CEO is finally appointed.</p>	<p>ARTICLE 10 - (...) PARAGRAPH TWO - In the event of a temporary impediment of an Officer Vice-CEO for over thirty (30) days or if the position becomes vacant, the CEO may, at their sole discretion, assume the vacant position themselves or appoint a substitute among the other Officers, so they assume the position temporarily until the holder of the position returns or a new Officer Vice-CEO is finally appointed.</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>
<p>ARTICLE 11 - (...) PARAGRAPH ONE - Without prejudice to the general responsibilities of the Executive Office, the CEO is responsible for: a) establishing the management model of the Company and have it complied</p>	<p>ARTICLE 11 - (...) PARAGRAPH ONE - Without prejudice to the general responsibilities of the Executive Office, the CEO is responsible for: a) establishing the management model</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>

<p>with; b) conducting the Company's business and setting the general guidelines, aiming at the development of the Company's activities, in accordance with the Board of Directors' instructions; c) enforcing the resolutions of the Board of Directors and the provisions of the Bylaws; d) appointing work groups to study any matter that is in the Company's interest; e) calling and chairing meetings of the Executive Office; f) representing the Company institutionally; and g) participating in or appointing a representative, as a full member and/or appointing other officers to participate in Committees that may be created as per paragraph two of article 8.</p>	<p>of the Company and have it complied with; b) conducting the Company's business and setting the general guidelines, aiming at the development of the Company's activities, in accordance with the Board of Directors' instructions; c) enforcing the resolutions of the Board of Directors and the provisions of the Bylaws; d) appointing work groups to study any matter that is in the Company's interest; e) calling and chairing meetings of the Executive Office; f) representing the Company institutionally; and g) participating in or appointing a representative, as a full member and/or appointing other officers to participate in Committees that may be created as per paragraph two of article 8. defining the location and organizing the acquisition strategy to achieve the development and expansion goals proposed by the Company; h) negotiating agreements regarding the implementation of new pharmacies; and i) supervising the procedures required for the implementation of new pharmacies.</p>	
<p>ARTICLE 11 - (...) PARAGRAPH THREE - The Vice-CEO for Sales and Marketing is responsible for: a) developing, implementing, and monitoring the procurement strategy and managing the relationship with the Company's suppliers; b) monitoring the performance and profitability per supplier and leading the negotiations to maximize the Company's gross profit and to enable joint merchandising actions; c) developing, implementing, and monitoring sales management strategies store by store, aiming at maximizing the Company gross</p>	<p>ARTICLE 11 - (...) PARAGRAPH THREETWO - The Vice-CEO for Operations and Sales is responsible for and Marketing: a) developing, implementing and monitoring the purchasing strategy and managing the relationship with the Company's suppliers; b) monitoring the performance and profitability per supplier and leading the negotiations to maximize the Company's gross profit and to enable joint merchandising actions; c) developing, implementing, and monitoring sales management strategies, store by store pharmacy by pharmacy, aiming at maximizing</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>

<p>profit; d) managing the Company's marketing and promotion initiatives; e) defining, implementing, and managing strategies per product category; f) defining, implementing, and managing the relationship strategies for customers registered in the Company's fidelity program.</p>	<p>the Company gross profit; d) managing the Company's marketing and promotion initiatives; e) defining, implementing, and managing strategies per product category; f) defining, implementing, and managing the relationship strategies for customers registered in the Company's fidelity program. g) developing, implementing and monitoring strategies that contribute to the improvement of the pharmacy operation and to increase the Company's competitiveness; h) promoting and monitoring the growth of sales and results, pharmacy by pharmacy; i) leading, supervising and monitoring the pharmacy operation; j) monitoring the pharmacy market in the different states and regions; k) supervising and contributing to the development and qualification of regional managers; l) planning, directing and coordinating the activities related to the Company's logistics operations, including the entry, storage, dispatch and transportation of goods and the relationships with suppliers and logistics partners; m) implementing and monitoring logistics performance indicators, ensuring compliance with the standards and regulations applicable to logistics operations, including safety, health and environmental issues; n) coordinating projects for expansion and modernization of logistics infrastructure, including the implementation of new technologies and processes; and o) leading the Company's multichannel operations.</p>	
<p>ARTICLE 11 - (...) PARAGRAPH TWO - The Financial and Administrative Vice-CEO is</p>	<p>ARTICLE 11 - (...) PARAGRAPH TWO THREE - The Financial and Administrative Vice-</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>

<p>responsible for: a) making a capital structure available that is in line with the Company's strategy and needs; b) managing the cash flow, obtaining financing sources, and representing the Company before financial institutions; c) preparing the Company's financial statements, ensuring the proper records of the Company's transactions and the performance of its tax obligations; d) watching over real property owned or leased by the Company, managing the lease agreements, hiring insurance policies as per the Company's risk management policy, ensuring its timely maintenance and the property security; e) negotiating the purchase of assets, inputs, and non-commercial services, except agreements for new commercial locations with a relevant amount</p>	<p>CEO is responsible for: a) making a capital structure available that is in line with the Company's strategy and needs; b) managing the cash flow, obtaining financing sources, and representing the Company before financial institutions; c) preparing the Company's financial statements, ensuring the proper records of the Company's transactions and the performance of its tax obligations; d) watching over real property owned or leased by the Company, managing the lease agreements, hiring insurance policies as per the Company's risk management policy, ensuring its timely maintenance and the property security; e) negotiating the purchase of assets, inputs, and non-commercial services, except agreements for new commercial locations with a relevant amount; f) coordinating the development and approval of the Company's budget, as well as monitor its execution; g) reporting the Company's monthly, quarterly, and annual financial performance to the Board of Directors; and h) watching over the proper use of the Company's financial resources and the obtainment of a proper return on the invested capital.</p>	
<p>ARTICLE 11 - (...) PARAGRAPH FIVE - The Vice-CEO for Store Operations, Multi-channel, and Expansion is responsible for: a) developing, implementing, and monitoring the strategies that contribute to the improvement of the stores' operation and to making the Company more competitive; and e) promoting and monitoring the growth in sales and results, store by store; c) leading, supervising, and</p>	<p>ARTICLE 11 - (...) PARAGRAPH FIVE - The Vice-CEO for Pharmacy Operations Store Operations, — Multichannel — and Expansion is responsible for: a) leading, supervising and monitoring the pharmacy operation; b) developing, implementing and monitoring sales management strategies in pharmacies, aiming to generate value for the Company; c) defining, implementing and</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>

<p>monitoring the stores' operation; d) monitoring the drugstore market in the several states and regions; e) supervising .</p>	<p>managing customer relationship strategies; d) developing, implementing and monitoring strategies that contribute to the improvement of the pharmacies operation store operation and to raise, increasing the Company's competitiveness; and e) promoting and monitoring the growth in sales and results, store by store; e) leading, supervising, and monitoring the stores' operation; d) monitoring the drugstore market in the several states and regions; e) supervise of pharmacies.</p>	
<p>ARTICLE 11 - (...)</p>	<p>ARTICLE 11 - (...)</p> <p>PARAGRAPH SIX - The Vice-CEO for Sales and is responsible for: a) developing, implementing, and monitoring the procurement strategy and managing the relationship with the Company's suppliers; b) monitoring the performance and profitability per supplier and leading the negotiations to maximize the Company's gross profit and to enable joint merchandising actions; c) developing, implementing and monitoring the company's own brand strategy, ensuring product competitiveness and innovation; d) managing the portfolio of own brands, ensuring quality, profitability and adequacy to the customers' needs; and, e) ensuring compliance with the standards and regulations applicable to private label products, including safety, health and environmental issues.</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>
<p>ARTICLE 11 - (...)</p> <p>PARAGRAPH SIX - The Vice-CEO for People, Culture, and Sustainability is responsible for: a)</p>	<p>ARTICLE 11 - (...)</p> <p>PARAGRAPH SIX SEVEN - The Vice-CEO for People, Culture, and Sustainability is responsible for: a)</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>

<p>developing the sustainability to attract, retain, and compensate the Company's talents; b) watching over the preservation and evolution of the Company's organizational culture, and managing the Company's internal communication; c) planning and ensuring that there are enough employees available with the qualification required to meet the quality of the Company's operation and allow it to grow; d) managing the Company's personnel expenses; e) managing and supervising the processes and personnel qualification and management activities; and f) ensuring the performance of all labor obligations of the Company;</p>	<p>developing the sustainability to attract, retain, and compensate the Company's talents; b) watching over the preservation and evolution of the Company's organizational culture, and managing the Company's internal communication; c) planning and ensuring that there are enough employees available with the qualification required to meet the quality of the Company's operation and allow it to grow; d) managing the Company's personnel expenses; e) managing and supervising the processes and personnel qualification and management activities; and f) ensuring the performance of all labor obligations of the Company; g) preparing and disclosing to the market the Company's sustainability report; h) developing and coordinating the Company's sustainability strategy; and i) monitoring the evolution and fulfillment of goals related to aspects of Environment, Sustainability and Governance – ESG.</p>	
<p>ARTICLE 11 - (...) PARAGRAPH SEVEN - The Vice-CEO for Health Business is responsible for: a) defining the health business strategies; and b) developing, implementing, and monitoring the Company's operations in the health area and in new markets.</p>	<p>ARTICLE 11 - (...) PARAGRAPH SEVEN EIGHT - The Vice-CEO for Health Business is responsible for: a) defining the health business strategies; and b) developing, implementing, and monitoring the Company's operations in the health area and in new markets.</p>	<p>Adjustment to paragraph numbering</p>
<p>ARTICLE 11 - (...) PARAGRAPH EIGHT - The Vice-CEO for Corporate Planning, Investor Relations and M&A is responsible for: a) leading the Company's strategic planning and monitoring its implementation; b) coordinating the development of the budget and its approval by the Board of Directors, and</p>	<p>ARTICLE 11 - (...) PARAGRAPH EIGHT NINE - The Vice-CEO of Corporate Planning, Investor Relations and M&A and Corporate Affairs Officer is responsible for: a) leading the Company's strategic planning and monitoring its implementation; b) coordinating the development of the budget and its</p>	<p>Adjustments to adapt the Company's new corporate structure.</p>

monitoring its execution; **c)** developing and reviewing short-, medium-, and long-term economic and financial projections; **d)** reporting the Company's monthly, quarterly, and annual financial performance to the Board of Directors; **e)** watching over the proper use of the financial resources and the obtainment of a proper return on the invested capital; **f)** representing the Company before associations and other stakeholders in the pharmaceutical, retail, hygiene, and beauty markets; **g)** representing the Company before the controlling bodies and the other institutions that operate in the stock market; **h)** promoting the Company and its bonds and securities before financial analysts, shareholders, debenture holders, and potential investors in Brazil and abroad; **i)** providing information to the financial market, to the CVM, to the stock exchanges where the Company trades its securities, to rating agencies, whenever applicable, and to other bodies related to the activities developed in the stock market, pursuant to the applicable legislation, in Brazil and abroad; **j)** keeping the Company's records updated before the CVM; **k)** leading the public issue of new bonds and securities by the Company in stock markets in Brazil and abroad, as applicable; **l)** coordinating the repurchase or redemption of securities issued by the Company whenever approved by the Board of Directors; and **m)** coordinating the initiatives for potential partnerships, acquisitions, or joint projects.

~~approval by the Board of Directors, and monitoring its execution; c) developing and reviewing short-, medium-, and long-term economic and financial projections; d) reporting the Company's monthly, quarterly, and annual financial performance to the Board of Directors; e) watching over the proper use of the financial resources and the obtainment of a proper return on the invested capital; f) representing the Company before associations and other stakeholders in the pharmaceutical, retail and hygiene and beauty markets~~ representing the Company before the control bodies and other institutions that operate in the stock market; **b)** promoting the Company and its bonds and securities before financial analysts, shareholders, debenture holders, and potential investors in Brazil and abroad; **c)** providing information to the financial market, to the CVM, to the stock exchanges where the Company trades its securities, to rating agencies, whenever applicable, and to other bodies related to the activities developed in the stock market, pursuant to the applicable legislation, in Brazil and abroad; **d)** keeping the Company's records updated before the CVM; **e)** leading the public issue of new bonds and securities by the Company in stock markets in Brazil and abroad, as applicable; **f)** coordinating the repurchase or redemption of securities issued by the Company whenever approved by the Board of Directors; and **g)** ~~coordinating the initiatives for potential partnerships, acquisitions or joint projects~~ **representing the Company in matters related to corporate or institutional issues with stakeholders.**

<p>ARTICLE 11 - (...) PARAGRAPH NINE - The other Officers are responsible for assisting and helping the CEO in the management of the Company's business and for performing the activities related to the roles assigned to them by these Bylaws or by the Board of Directors.</p>	<p>ARTICLE 11 - (...) PARAGRAPH NINE TEN - The other Officers are responsible for assisting and helping the CEO in the management of the Company's business and for performing the activities related to the roles assigned to them by these Bylaws or by the Board of Directors.</p>	<p>Adjustment to paragraph numbering</p>
<p>ARTICLE 12 - (...) PARAGRAPH TWO - The meetings of the Executive Office shall be chaired by the Chief Executive Officer or, in their absence, by a Vice-CEO appointed by them, and shall have as secretary any person appointed by the chairman of the meeting in question. If, for any reason, the Chief Executive Officer fails to appoint his/her alternate to preside over the meeting of the Executive Office in question, the Chief Executive Officer shall be replaced by the Chief Vice-President Financial and Administrative Officer.</p>	<p>ARTICLE 12 - (...) PARAGRAPH TWO - The meetings of the Executive Office shall be chaired by the Chief Executive Officer or, in his/her absence, by an Officer Vice-CEO appointed by him/her, and shall have as secretary any person appointed by the chairman of the meeting in question. If, for any reason, the Chief Executive Officer fails to appoint their alternate to chair the meeting of the Executive Office in question, the Chief Executive Officer shall be replaced by the Financial and Administrative Vice-CEO.</p>	<p>Adjustment to exclude the reference to the Vice-CEO, so that the replacement of the Chief Executive Officer, in case of absence, may be by any officer appointed by them.</p>
<p>ARTICLE 14 - (...) PARAGRAPH TWO - Any and all acts carried out by the Company's managers, attorneys-in-fact, or employees that are unrelated to the Company's businesses and corporate purpose, such as accommodation, sureties, endorsements, among other guarantees, shall be expressly prohibited and will be legally void.</p>	<p>ARTICLE 14 - (...) PARAGRAPH TWO - Any and all acts carried out by the Company's managers, attorneys-in-fact, or employees that are unrelated to the corporate purpose or to the Company's businesses such as accommodation, sureties, endorsements, among other guarantees not in compliance with the rules of these Bylaws, shall be expressly prohibited and will be legally void.</p>	<p>Adjustment to include non-compliance with the rules of the Bylaws.</p>

Exhibit VI

Restated Bylaws as per the amendments proposed

RAIA DROGASIL S.A.

CHAPTER I – NAME, HEADQUARTERS, DURATION AND PURPOSE

ARTICLE 1 - The Company is called **RAIA DROGASIL S.A.** (“Company”), its headquarters and venue are in the Capital City of the State of São Paulo, and it will be governed by these Bylaws, by Law No. 6,404/76, as amended (“Brazilian Corporate Laws”), and by other applicable legal provisions.

PARAGRAPH ONE - By resolution of the Executive Office, the Company may create, transfer, and close branches, offices, warehouses, representations, and any other establishments in the Country or abroad.

PARAGRAPH TWO - With the admission of the Company to Novo Mercado (“Novo Mercado”) of B3 S.A. - Brasil, Bolsa, Balcão (“B3”), the Company, the shareholders thereof, including controlling shareholders, managers, and members of the Audit Committee shall subject themselves to the provisions of B3’s Novo Mercado Rules (“Novo Mercado Rules”).

ARTICLE 2 - The term of duration of the Company is indefinite.

ARTICLE 3 - The following are purposes of the Company: **a)** trading, manufacturing, importing, and exporting allopathic and homeopathic drugs, pharmaceutical drugs and items, related products, chemicals, dietary items, perfumes and essences, cosmetics, hygiene and toilet products, household products, nutriments, and accessories used for therapeutic or aesthetic correction purposes, and products for diagnosis- and analyses-related purposes; **b)** the provision of specific services for retailers, such as delivery of products sold or not by the Company, management of registration information, and storage of data on the sale of products and services through cooperation agreements, management, and participation in Medicine Benefits Programs (“PBM”) in the public and private sectors, provision of community services, such as receiving water, light, phone, and electric power bills, taxes and fees in general, payment in general, as well as the sale of theater, concert, and other show tickets, including sports events, among others, developing photos, and other services related to its corporate purpose; **c)** convenience store and drugstore for sales, through self-service or not, of several goods, with focus on supplies for essential needs, among which is the sale of food in general and related items; **d)** selling ophthalmologic and optic items, cinema, photo, and sound items, appliances, tapes, records, books, newspapers, magazines, and printed materials in general, phone cards, and services related to the corporate purpose; **e)** publishing and distributing, for free and/or for consideration, newspapers, magazines, and periodicals; **f)** compounding formulas for medications, cosmetics, and related products, such activity being restricted to the branches expressly mentioned as “Compounding Pharmacy”; **g)** importing and exporting any product related to its corporate purpose; **h)** transporting goods; **i)** promoting and participating in real estate developments; **j)** trading, importing, and exporting items, machines, and equipment related to its corporate purpose; **k)** holding interest in other companies; **l)** inserting texts, drawings, and other publicity and advertising materials into any media; **m)** providing human vaccination and immunization services; **n)** the performance of clinical exams and analyzes; and **o)** activities performed by health care professionals not specified before.

SOLE PARAGRAPH - The performance of the activities related to the Company's corporate purpose shall consider the Company and its shareholders' short- and long-term interests, and the short- and long-term economic, social, environmental, and legal effects of the Company's operations in relation to the Company and its subsidiaries' employees, suppliers, consumers, and other creditors, in addition to the communities in which the Company operates locally and globally.

CHAPTER II - COMMON STOCK AND SHARES

ARTICLE 4 - The Company's common stock is four billion reais (BRL 4,000,000,000.00), fully subscribed and paid in, divided into one billion, seven hundred and eighteen million, seven thousand and two hundred (1,718,007,200) common shares, all of them registered, book-entry shares with no par value.

PARAGRAPH ONE - Each common share shall grant the right to one (1) vote in the resolutions of the Shareholders' Meetings.

PARAGRAPH TWO - The Company is forbidden from issuing preferred shares and/or profit-sharing bonds (*partes beneficiárias*).

PARAGRAPH THREE - All shares of the Company are book-entry shares held in a deposit account with a financial institution authorized by the Brazilian Securities Commission ("CVM") with which the Company has a custody agreement in force, without issuing certificates.

PARAGRAPH FOUR - Upon resolution of the Board of Directors, the Company may purchase its own shares to cancel them or keep them in treasury, with due regard to the rules issued by CVM.

PARAGRAPH FIVE - The Company may increase its common stock, regardless of an amendment to the Bylaws, up to the limit of two billion (2,000,000,000) common shares, upon resolution of the Board of Directors, which has the authority to set the issue price, the conditions, and deadlines for the subscription and payment of the shares within the limit of the authorized capital.

PARAGRAPH SIX - The Board of Directors may, up to the limit of the authorized capital established in paragraph five of this article and in accordance with the plan approved by the Shareholders' Meeting, grant call or subscription options to its managers and employees, with no preemptive right for the shareholders.

PARAGRAPH SEVEN - The preemptive right may be reduced or excluded in the issue of shares, debentures convertible into shares, or bonus shares, the placement of which is made by means of sale on stock exchanges or by public subscription, or also by means of share exchange, in a tender offer, under the law, within the limit of the authorized capital.

CHAPTER III – MANAGEMENT

ARTICLE 5 - The Board of Directors and Executive Office are responsible for the management of the Company, being governed by the provisions of the Brazilian Corporate Laws and by these Bylaws.

PARAGRAPH ONE - The members of the Board of Directors and of the Executive Office shall take office by signing the instrument of investiture in the Book of Minutes of the Board of Directors and Executive Office, as applicable, with no bond being required from the managers, and the investiture being contingent upon meeting the applicable statutory requirements.

PARAGRAPH TWO - The positions of Chairman of the Board of Directors and Chief Executive Office or main executive of the Company may not be accumulated by the same person.

PARAGRAPH THREE - The managers will remain in office until their substitutes take office, unless the Shareholders' Meeting or the Board of Directors resolve otherwise, as the case may be.

PARAGRAPH FOUR - The Shareholders' Meeting shall determine the annual global compensation of the managers, and the Board of Directors shall be responsible for allocating the amount individually.

PARAGRAPH FIVE - Except as provided for in these Bylaws and in the applicable legislation, any of the management bodies may hold a valid meeting with the presence with the majority of its members, and resolutions will be approved by the majority of those present.

PARAGRAPH SIX - Prior call notice of the meeting, as a condition for being valid, is waived if all members of the management body attend such meeting.

PARAGRAPH SEVEN - Are considered in attendance the members that vote (i) by proxy granted to another member of the respective body; (ii) by a written vote sent in advance; or even (iii) in the case of members of the Board of Directors, by any of the forms admitted by article 7, paragraph 2, of these Bylaws.

PARAGRAPH EIGHT - In the exercise of their duties, the managers of the Company shall consider its best interests, including its interests, the expectations, and the short- and long-term effects of their acts on the following players related to the Company and its subsidiaries: (i) shareholders; (ii) employees; (iii) suppliers, consumers, and other creditors; (iv) the community and the environment, locally and globally.

SECTION I – BOARD OF DIRECTORS

ARTICLE 6 - The Board of Directors shall be composed of at least eleven (11) and at most thirteen (13) members, all of which are elected and may be removed by the Shareholders' Meeting, for a unified term of office of two (2) years, re-election being permitted.

PARAGRAPH ONE - The members of the Board of Directors shall not be elected for the Company and its controlled companies' Executive Office, except in case of vacancy, when exceptionally and temporarily, they may accumulate the roles for up to one hundred and twenty (120) days, and the Company shall take the necessary actions to fill those positions permanently.

PARAGRAPH TWO - Of the members of the Board of Directors, at least two (2) or twenty percent (20%), whichever is greater, must be Independent Directors, subject to the definition of the Novo Mercado Rules, with the characterization of those nominated to the Board of Directors as Independent Directors to be resolved at the Shareholders' Meeting that elects them.

PARAGRAPH THREE - When, by virtue of compliance with the percentage referred to in the paragraph above, the result is a fractional number of Directors, it will be rounded up to the subsequent integer.

PARAGRAPH FOUR - The Board Member elected under article 141, paragraphs 4 and 5 of the Brazilian Corporate Laws will be considered an Independent Member, if there is a controlling shareholder.

PARAGRAPH FIVE - A member of the Board of Directors shall not have access to information or attend meetings of the Board of Directors related to matters to which he/she has or represents a conflicting interest with those of the Company.

PARAGRAPH SIX - The members of the Board of Directors must have an untarnished reputation, and the following shall not be elected: (a) those who hold a position at a competing company; and/or (b) those who represent interests that conflict with those of the Company.

PARAGRAPH SEVEN - The members will take office, with due regard to the provisions of these Bylaws.

PARAGRAPH EIGHT - The Chairman and Vice-Chairman of the Board of Directors will be appointed by the majority of the members of the Board of Directors.

PARAGRAPH NINE - If the position of Chairman or Vice-Chairman of the Board of Directors becomes vacant, a Board of Directors' Meeting will be called to appoint the substitute, which is to be held in up to thirty (30) days counted from the date the position became vacant.

PARAGRAPH TEN - If, for any reason, the other positions as members of the Board of Directors become vacant, the Board of Directors itself will elect a substitute to stay in office until the end of the term.

ARTICLE 7 - The Board of Directors shall meet ordinarily at least six (6) times a year, and extraordinarily whenever called by the Chairman or by the Vice-Chairman, in the absence or temporary impediment of the former, or, in the absence of the Vice-Chairman, by any two members of the Board of Directors, at least forty-eight (48) hours in advance, by letter with return receipt requested, e-mail, or any other valid digital means, and the call notice must state the date, time, and agenda.

PARAGRAPH ONE - The Board of Directors' meetings will be presided by the Chairman or, if this position is vacant or the Chairman has a temporary impediment, by the Vice-Chairman, and the person appointed by the Chairman of the meeting in question will act as secretary.

PARAGRAPH TWO - Meetings of the Board of Directors may be held by teleconference, videoconference, or other appropriate means of communication. The participation of Directors by any of these means will be considered attendance in person at said meeting. In this case, the Directors attending the meeting remotely shall vote by letter, e-mail, or any other valid virtual or digital means.

PARAGRAPH THREE - The Officers may be called to provide clarifications at the Board of Directors' meetings.

PARAGRAPH FOUR - Each Board Member shall have the right to one (1) vote at the meetings of the Board of Directors. Minutes of the Board of Directors' meetings will be drawn up in the Book of Minutes of the Board of Directors, signed by all members present, and whenever they contain resolutions aiming at producing effects before third parties, they must be filed with the Commercial Registry and published.

ARTICLE 8 - The Board of Directors is responsible for:

- a) setting the general instructions for the Company's business, approving, among other things, without limitation, new investments, with due regard to letter "o" of this article, and/or financing and/or disinvestments, as well as long-term business plans and amendments thereto;

- b)** monitoring the management activity of the Officers, examining, at any time, the books and documents of the Company, requesting information on contracts signed or due to be signed, and regarding any other acts performed or due to be performed by the Officers;
- c)** expressing written opinions on the Management Report and accounts of the Executive Office;
- d)** authorizing the purchase, disposal of, encumbrance, or leasing of (i) real property representing point twenty-five percent (0.25%) or more of the Shareholder's Equity; and (ii) of equity interest;
- e)** commenting in advance on any proposal to be resolved on by the Shareholders' Meeting, as well as issuing opinions on the Executive Office's proposals to be submitted to the Shareholders' Meeting;
- f)** choosing and dismissing the Company's independent auditors;
- g)** increasing the common stock, as well as issuing new Company's shares, without the approval of the Shareholders' Meeting, within the limits authorized by paragraph 5, article 4 of these Bylaws, setting the conditions for the issuance, including the price and term for payment;
- h)** electing and removing the Company's Officers, establishing their roles and powers to represent the Company, in compliance with the provisions of these Bylaws;
- i)** sharing among Directors and Officers, individually, the portion of the managers' compensation, in accordance with the global compensation set by the Shareholders' Meeting;
- j)** approving the Annual Budget;
- k)** calling the Ordinary and Extraordinary Shareholders' Meetings;
- l)** [except for companies in which the Company holds the entire common stock](#), authorizing any type of guarantee, accommodation, or suretyship by the Company in favor of third parties, as well as security interests and/or personal guarantees with a combined value that is equal to or greater than zero point twenty-five percent (0.25%) of the Company's Shareholders' Equity;
- m)** approving the purchase, sale, encumbrance, or lease transactions, individually or in a series of transactions linked to each other, resulting in obligations to the Company that compromise its assets or exempt third parties from liabilities before it in an amount equal to or greater than one point five percent (1.5%) of the Company's Shareholders' Equity for the following items: (i) set of permanent and intangible assets, except as provided in item d) above and in item (iii) below; (ii) in the execution of agreements in general, except for the purchase of goods for resale, considering the period of twelve (12) months, in an amount greater than the one point five percent (1.5%) of the Company's Shareholder's Equity; or (iii) for goodwill related to business sites;
- n)** resolving on the issuance of bonus shares, debentures, and promissory notes, as per the legislation in force;
- o)** approving transactions that represent, individually or jointly, a total indebtedness that is equal to or greater than twenty percent (20%) of the Shareholder's Equity of the Company, or that determines a net liquidity below one (1);

- p)** resolving on the Company's acquisition of its own shares to hold them in treasury and/or for subsequent cancellation or disposal;
- q)** declaring interim and intercalary dividends;
- r)** granting call options or subscription options regarding the Company's shares, in accordance with the plan approved by the Shareholders' Meeting;
- s)** listing three companies specialized in company valuation for the preparation of appraisal report on the Company's shares, as provided for in article 24 of these Bylaws;
- t)** submitting to the Shareholders' Meeting proposals for the spin-off, consolidation, incorporation, dissolution, or any other form of corporate reorganization, as well as conversion into another form of company, bankruptcy, judicial or extrajudicial reorganization, and liquidation of the Company;
- u)** resolving, ad referendum of the Shareholders' Meeting, on the profit-sharing proposal for managers of the Company;
- v)** resolving on any issue submitted by the Executive Office;
- w)** approving any variable compensation [program](#) for managers, including with shares of the Company and its subsidiaries;
- x)** approving the conduct of business between, on the one hand, the shareholders or officers of the Company or [its](#) related parties, their respective spouses, ascendants, relatives up to the third degree, their controlling shareholders or persons under common control, and, on the other hand, the Company, pursuant to the Policy for Transactions with Related Parties, as approved by the Board of Directors, [as well as analyzing any situations not provided for in said policy](#);
- y)** resolving on proposals to reverse splits, share splits, and share bonuses, to be submitted to the Shareholders' Meeting;
- z)** defining and amending any of the policies on capitalization, indebtedness, risk, profit-sharing, and investment of the Company and its controlled companies;
- aa)** resolving on the vote to be cast by the Company, its representatives and managers appointed by the Company at the shareholders' meeting or at the board of directors' meeting, as applicable, of any subsidiary in relation to the subject matters listed (i) in items d) (ii), g), n), p), r), t), y) [\(except for the companies in which the Company holds the entire common stock\)](#), and z) of this article; and (ii) in items d)(i), m), and x) representing transactions with an amount equal to or greater than ten million reais (BRL 10,000,000.00). In relation to item r), the provisions herein shall only apply if it involves an aggregate amount equal to or greater than zero point twenty-five percent (0.25%) of the Company's Shareholders' Equity;
- bb)** pronouncing itself in favor of or against any tender offer encompassing the shares issued by the Company, by means of a prior substantiated opinion disclosed within fifteen (15) days as of the publication of the call notice for the tender offer, which shall address at least (i) the convenience and timeliness of the tender offer regarding the interest of the Company and of the group of shareholders, including concerning the price and potential impacts on the liquidity of the shares; (ii) the strategic plans disclosed by the offeror

in relation to the Company; (iii) the alternatives to accepting the offer available in the Market; and (iv) other points that the Board of Directors may consider pertinent, as well as the information required by the applicable rules established by the CVM;

cc) approving the Board of Directors and Committees' internal rules and respective amendments;

PARAGRAPH ONE - For the purposes of this article 8, "Shareholder's Equity" means the Shareholder's Equity of the Company recorded in the Company's latest consolidated financial statements disclosed prior to the date of the resolution of the Board of Directors in question, through the Standardized Financial Statements Form (DFP) or Quarterly Information Form (ITR), whichever is more recent.

PARAGRAPH TWO - The Board of Directors may establish Committees or permanent or temporary Commissions, composed of individuals appointed by it among the members of the Board of Directors, the Officers and/or other individuals who are not part of the Company's management, to assist it in the performance of its activities. The scope, composition and proceedings of each Committee shall be defined by the Board of Directors in the resolution that approves its creation.

ARTICLE 9 - The Chairman of the Board of Directors or, if this position is vacant or the Chairman has an impediment, the Vice-Chairman of the Board of Directors, is responsible for: **a)** calling and conducting the meetings of the Board of Directors and the Company's Shareholders' Meetings; **b)** preparing the agenda of the Board of Directors' Meetings; **c)** presiding the Committees that may be created as per paragraph two of article 8, or appointing its chairman; and **d)** calling the Officers and independent auditors to participate in the Board of Directors' meetings, whenever deemed necessary.

SOLE PARAGRAPH - The Vice-Chairman of the Board of Directors or, in their absence, the director that replaces them temporarily, under the terms of these Bylaws, is responsible for temporarily replacing the Chairman in their absences or temporary impediments, assuming the responsibilities set forth herein.

SECTION II - EXECUTIVE OFFICE

ARTICLE 10 - The Board of Executive Officers is comprised of at least five (5) and at most eleven (11) members elected by the Board of Directors, for a term of office of two (2) years, re-election being permitted, one of them being the Chief Executive Officer, one Vice-CEO for [Operations and Sales](#), one Vice-CEO for Digital Transformation, one Financial and Administrative Vice-CEO, one Vice-CEO for Pharmacy Operations, one Vice-CEO for People, Culture and Sustainability, one Vice-CEO for Health Business, one [Vice-CEO for Sales](#), one [Investor Relations and Corporate Affairs](#) Officer and [two \(2\)](#) other officers without specific designation.

PARAGRAPH ONE - In the event of temporary impediment of the Chief Executive Officer for more than thirty (30) days, or if the position becomes vacant, the Board of Directors may appoint a substitute Chief Executive Officer among the Officers or members of the Board of Directors, who shall stay in office temporarily until the return of the sitting member or the definitive appointment of a new Chief Executive Officer. If a member of the Board of Directors is appointed, they shall hold both positions only for up to one hundred and twenty (120) days, under the terms of article 6, paragraph 1, of these Bylaws, and the Company shall be responsible for taking the necessary measures to fill in the respective position permanently.

PARAGRAPH TWO - In the event of a temporary impediment of an Officer for over thirty (30) days or if the position becomes vacant, the CEO may, at their sole discretion, assume the vacant position themselves or

appoint a substitute among the other Officers, so they assume the position temporarily until the holder of the position returns or a new Officer is finally appointed.

PARAGRAPH THREE - For the purposes of paragraphs one and two of this article, vacancy occurs with the removal, death, resignation, proven impediment, disability, or unjustified absence for more than thirty (30) consecutive days.

PARAGRAPH FOUR - If the Board of Directors elects any of the officers without specific designation, as per the main section of this article, it shall, concomitantly with the elections, define the position's nomenclature and its responsibilities.

ARTICLE 11 - The Executive Office is responsible for: **a)** coordinating and running the corporate business; **b)** abiding by and having others abide by the provisions of the Brazilian Corporate Laws, of the Novo Mercado Rules, and of these Bylaws; **c)** organizing and submitting to the Ordinary Shareholders' Meeting, every year, the financial statements and Management Report, accompanied by the opinion of the Board of Directors, Audit Committee, and independent auditors; **d)** opening, closing, and using bank accounts; **e)** proposing the purchase, disposal, transfer, encumbrance, or lease of real property; **f)** settling, assigning, or waiving rights not related to Company's real property; **g)** appointing attorneys-in-fact or at-law on behalf of the Company; **h)** purchasing, disposing, encumbering, or leasing real property of the Company, within the limits set by these Bylaws; **i)** authorizing and entering into transactions and agreements that create obligations, encumber, or hold the Company liable, within the limits set by these Bylaws; **j)** deciding to open, close, or change branches, warehouses, distribution centers, offices, or representations in the country or abroad at an Executive Office's meeting; **l)** deciding on any matter that does not fall within the exclusive responsibility of the Shareholders' Meeting or the Board of Directors, as well as on dissensions among its members.

PARAGRAPH ONE - Without prejudice to the general responsibilities of the Executive Office, the CEO is responsible for: **a)** establishing the management model of the Company and have it complied with; **b)** conducting the Company's business and setting the general guidelines, aiming at the development of the Company's activities, in accordance with the Board of Directors' instructions; **c)** enforcing the resolutions of the Board of Directors and the provisions of the Bylaws; **d)** appointing work groups to study any matter that is in the Company's interest; **e)** calling and chairing meetings of the Executive Office; **f)** representing the Company institutionally; **g)** defining the location and organizing the acquisition strategy to achieve the development and expansion goals proposed by the Company; **h)** negotiating agreements regarding the implementation of new pharmacies; and **i)** supervising the procedures required for the implementation of new pharmacies.

PARAGRAPH TWO - The Vice-CEO for Operations and Sales and is responsible for: **a)** developing, implementing, and monitoring the procurement strategy and managing the relationship with the Company's suppliers; **b)** monitoring the performance and profitability per supplier and leading the negotiations to maximize the Company's gross profit and to enable joint merchandising actions; **c)** developing, implementing, and monitoring sales management strategies, pharmacy by pharmacy, aiming at maximizing the Company gross profit; **d)** managing the Company's marketing and promotion initiatives; **e)** defining, implementing, and managing strategies per product category; **f)** defining, implementing, and managing the relationship strategies for customers registered in the Company's fidelity program. **g)** developing, implementing and monitoring strategies that contribute to the improvement of the pharmacy operation and to increase the Company's competitiveness; **h)** promoting and monitoring the growth of sales and results, pharmacy by pharmacy; **i)** leading, supervising and monitoring the pharmacy operation; **j)** monitoring the pharmacy market in the different states and regions; **k)** supervising and contributing to the development and qualification of

regional managers; **l)** planning, directing and coordinating the activities related to the Company's logistics operations, including the entry, storage, dispatch and transportation of goods and the relationships with suppliers and logistics partners; **m)** implementing and monitoring logistics performance indicators, ensuring compliance with the standards and regulations applicable to logistics operations, including safety, health and environmental issues; **n)** coordinating projects for expansion and modernization of logistics infrastructure, including the implementation of new technologies and processes; and **o)** leading the Company's multichannel operations.

PARAGRAPH THREE - The Financial and Administrative Vice-CEO is responsible for: **a)** making a capital structure available that is in line with the Company's strategy and needs; **b)** managing the cash flow, obtaining financing sources, and representing the Company before financial institutions; **c)** preparing the Company's financial statements, ensuring the proper records of the Company's transactions and the performance of its tax obligations; **d)** watching over real property owned or leased by the Company, managing the lease agreements, hiring insurance policies as per the Company's risk management policy, ensuring its timely maintenance and the property security; **e)** negotiating the purchase of assets, inputs, and non-commercial services, except agreements for new commercial locations with a relevant amount; **f)** coordinating the development and approval of the Company's budget, as well as monitor its execution; **g)** reporting the Company's monthly, quarterly, and annual financial performance to the Board of Directors; and **h)** watching over the proper use of the Company's financial resources and the obtainment of a proper return on the invested capital.

PARAGRAPH FOUR - The Vice-CEO for Digital Transformation is responsible for: **a)** developing, implementing, and monitoring the Company's digital transformation; and **b)** developing, implementing, and monitoring the Company's IT strategy, prioritizing investments and initiatives to obtain new business differentials, leveraging the safety, efficiency, and productivity in the Company's operations.

PARAGRAPH FIVE - The Vice-CEO for Pharmacy Operations is responsible for: **a)** leading, supervising and monitoring the pharmacy operation; **b)** developing, implementing and monitoring sales management strategies in pharmacies, aiming to generate value for the Company; **c)** defining, implementing and managing customer relationship strategies; **d)** developing, implementing and monitoring strategies that contribute to the improvement of the pharmacy operation, increasing the Company's competitiveness; and **e)** promoting and monitoring the growth of sales and results of pharmacies.

PARAGRAPH SIX - The Vice-CEO for Sales and is responsible for: **a)** developing, implementing, and monitoring the procurement strategy and managing the relationship with the Company's suppliers; **b)** monitoring the performance and profitability per supplier and leading the negotiations to maximize the Company's gross profit and to enable joint merchandising actions; **c)** developing, implementing and monitoring the company's own brand strategy, ensuring product competitiveness and innovation; **d)** managing the portfolio of own brands, ensuring quality, profitability and adequacy to the customers' needs; and, **e)** ensuring compliance with the standards and regulations applicable to private label products, including safety, health and environmental issues.

PARAGRAPH SEVEN - The Vice-CEO for People, Culture, and Sustainability is responsible for: **a)** developing the sustainability to attract, retain, and compensate the Company's talents; **b)** watching over the preservation and evolution of the Company's organizational culture, and managing the Company's internal communication; **c)** planning and ensuring that there are enough employees available with the qualification required to meet the quality of the Company's operation and allow it to grow; **d)** managing the Company's personnel expenses; **e)** managing and supervising the processes and personnel qualification and management activities; **f)** ensuring

the performance of all labor obligations of the Company; **g)** preparing and disclosing to the market the Company's sustainability report; **h)** developing and coordinating the Company's sustainability strategy; and **i)** monitoring the evolution and fulfillment of goals related to aspects of Environment, Sustainability and Governance – ESG.

PARAGRAPH EIGHT - The Vice-CEO for Health Business is responsible for: **a)** defining the health business strategies; and; **b)** developing, implementing, and monitoring the Company's operations in the health area and in new markets.

PARAGRAPH NINE - The Investor Relations and [Corporate Affairs](#) Officer is responsible for: **a)** representing the Company before the controlling bodies and the other institutions that operate in the stock market; **b)** promoting the Company and its bonds and securities before financial analysts, shareholders, debenture holders, and potential investors in Brazil and abroad; **c)** providing information to the financial market, to the CVM, to the stock exchanges where the Company trades its securities, to rating agencies, whenever applicable, and to other bodies related to the activities developed in the stock market, pursuant to the applicable legislation, in Brazil and abroad; **d)** keeping the Company's records updated before the CVM; **e)** leading the public issue of new bonds and securities by the Company in stock markets in Brazil and abroad, as applicable; **f)** coordinating the repurchase or redemption of securities issued by the Company whenever approved by the Board of Directors; and **g)** [representing the Company in matters related to corporate or institutional issues with stakeholders.](#)

PARAGRAPH TEN - The other Officers are responsible for assisting and helping the CEO in the management of the Company's business and for performing the activities related to the roles assigned to them by these Bylaws or by the Board of Directors.

ARTICLE 12 - The Executive Office shall meet monthly or whenever the corporate interests so require, upon call notice from any Officer.

PARAGRAPH ONE - The ordinary meetings of the Executive Office will be held every month. The extraordinary meetings will be called by any Officer, at least forty-eight (48) hours in advance, by letter with return receipt requested, e-mail, or any other valid digital or virtual means, and the call notice must state the date, time, and agenda.

PARAGRAPH TWO - The meetings of the Executive Office shall be chaired by the Chief Executive Officer or, in their absence, by an Officer appointed by them, and shall have as secretary any person appointed by the chairman of the meeting in question. If, for any reason, the Chief Executive Officer fails to appoint their alternate to chair the meeting of the Executive Office in question, the Chief Executive Officer shall be replaced by the Financial and Administrative Vice-CEO.

PARAGRAPH THREE - Resolutions shall be approved by the majority vote of those present. In the case of a tie, the CEO shall have the casting vote. If the CEO loses the vote, the subject matter will be submitted to the Board of Directors.

PARAGRAPH FOUR - Minutes of the Executive Board's Meetings will be drawn up in the proper book and signed by all the attending Officers.

ARTICLE 13 - The Executive Office will have powers to represent and manage the corporate business, and it may decide on the performance of all acts and operations related to the Company's purposes, and which are

not under the exclusive responsibility of the Shareholders' Meeting or Board of Directors, with due regard to the provisions of these Bylaws.

ARTICLE 14 - The Company shall be bound:

- a) by the joint signature of any two (2) members of the Executive Office;
- b) by the joint signature of one member of the Executive Office and one attorney-in-fact legally appointed by the Company, when so designated in the respective proxy, and in accordance with the extent of powers therein;
- c) by the joint signature of two (2) attorneys-in-fact legally appointed by the Company, when so designated in the respective instrument, and in accordance with the extent of powers therein; or
- d) by the individual signature of any member of the Executive Office or one attorney-in-fact, provided that it is so set forth in the proxy, and in accordance with the extent of powers therein; however, the individual representation of the Company, under these conditions, will be restricted to routine acts before federal, state, and local government offices, agencies, financial institutions, post offices, phone companies, and transportation companies in general; acts as representative before Labor Courts; issuance of duplicate invoices, indorsement of duplicate invoices, drafts, and other negotiable instruments, exclusively for the collection or bank discount and consecutive deposit in a checking account held by the Company. Those holding a power of attorney for judicial purposes may also represent the Company individually.

SOLE PARAGRAPH - Except for the powers of attorney granted to lawyers with powers to represent the Company in any judicial or administrative proceedings, all powers of attorney granted by the Company shall be signed by two (2) Officers and will be in force for a definite term that shall not exceed one (1) year, with the delegation of authority being forbidden, under penalty of nullity.

PARAGRAPH TWO - Any acts carried out by the Company's managers, attorneys-in-fact or employees that are foreign to the corporate purpose or [in violation of the rules of these Bylaws](#) shall be expressly prohibited and will be null and void by operation of law.

PARAGRAPH THREE - Any and all acts performed by any of the managers or representatives of the Company in violation of these Bylaws are also prohibited and will be null and void by operation of law.

CHAPTER IV - SHAREHOLDERS' MEETING

ARTICLE 15 - The Shareholders' Meeting shall meet ordinarily, once a year, within the first four (4) months following the end of each fiscal year, to resolve on the matters legally under its responsibility, and extraordinarily whenever called by the Board of Directors, as per the applicable legislation or these Bylaws.

ARTICLE 16 - The Shareholders' Meeting will be opened and chaired by the Chairman of the Board of Directors or, in their absence, by the shareholder or manager of the Company appointed by the majority of the shareholders present, who will choose, among those in attendance, one to act as Secretary, who may or may not be a shareholder of the Company.

ARTICLE 17 - The resolutions will be approved by the majority vote of those present, with due regard to the restrictions set by the Brazilian Corporate Laws, and in compliance with the provisions of paragraph eleven of article 24 of these Bylaws.

PARAGRAPH ONE - The Shareholders' Meeting may only resolve on matters on the agenda contained in the respective call notice, considering the exceptions provided for in the Brazilian Corporate Laws.

PARAGRAPH TWO - In order to participate in the Shareholders' Meeting, the shareholder must file at the Company's headquarters, at least forty-eight (48) hours in advance from the respective Meeting: (i) a document issued by the financial institution that holds their book-entry shares in custody, as provided for in article 126 of the Brazilian Corporate Laws and/or in relation to the shareholders taking part in the fungible custody of registered shares, the statement presenting their shareholder position, issued the relevant body; and (ii) the proxy, duly registered as provided by law and these Bylaws, if the shareholder is being represented. The shareholder or the legal representative thereof shall attend the Shareholders' Meeting in possession of the proper identification documents. Notwithstanding the obligations contained in this paragraph, the shareholder that attends the meeting with the required documents may participate and vote, even if they failed to file the documents in advance.

ARTICLE 18 - The Shareholders' Meeting shall, in addition to the responsibilities set forth by law:

- a) audit the managers' accounts, examine, discuss, and vote on the financial statements;
- b) elect and remove members of the Board of Directors;
- c) set the annual global compensation of the members of the Board of Directors and of the Executive Office, as well as of the members of the Audit Committee;
- d) amend the Bylaws;
- e) resolve on the dissolution, liquidations, consolidation, spin-off, and incorporation of the Company or any other company into the Company, as well as on the incorporation of shares involving the Company;
- f) allocate share grants and decide on any share splitting or reverse split;
- g) approve call option or share subscription plans for the Company's managers and employees;
- h) resolve, according to the proposal submitted by the management, on the allocation of net profit for the fiscal year and the distribution of dividends;
- i) resolve on capital increases in excess of the authorized capital, or on the reduction of the common stock, as per the provisions of these Bylaws;
- j) elect the liquidator, as well as the Audit Committee that will operate during the liquidation period;
- k) resolve on the cancellation of the Company's listing as a publicly held company before the CVM;
- l) choose the specialized company to prepare the appraisal report on the Company's shares, as per article 24 of these Bylaws, among the companies indicated by the Board of Directors; and
- m) to resolve on any subject matter that is submitted thereto by the Board of Directors.

SOLE PARAGRAPH - The Company shall comply with the shareholders' agreements filed at its headquarters, and the members of the presiding board of the Shareholders' Meeting or of the Board of Directors' Meetings

shall be expressly forbidden from accepting and considering any vote by any shareholder who is a signatory to the shareholders' agreement duly filed at the headquarters, cast in violation of what was agreed upon in such agreement, and the Company shall also be expressly forbidden from accepting and proceeding with the transfer of shares and/or encumbrance and/or assignment of a preemptive right to the subscription of shares and/or other securities in violation of the provisions and terms agreed upon in the shareholders' agreements.

CHAPTER V - AUDIT COMMITTEE

ARTICLE 19 - The Company's Audit Committee is a permanent body with the responsibilities and powers granted by law.

PARAGRAPH ONE - The Audit Committee shall be composed of three (3) to five (5) sitting members and the same number of alternates, who need not be shareholders, and shall be elected at a Shareholders' Meeting.

PARAGRAPH TWO - The members of the Audit Committee will take office by signing the instrument drawn up in the proper book, signed by the relevant member of the Audit Committee.

PARAGRAPH THREE - The Audit Committee elects its Chairman at the first meeting, and it will operate as per its Internal Rules approved at the first meeting of the Audit Committee.

PARAGRAPH FOUR - The resolutions of the Audit Committee shall be approved by the majority vote of those present, and drawn up as minutes in the proper book, signed by all attendees.

PARAGRAPH FIVE - The compensation of the Audit Committee members is set by the Ordinary Shareholders' Meeting that elects them, subject to paragraph 3 of article 162 of the Brazilian Corporate Laws.

PARAGRAPH SIX - The unified term of office of the members of the Audit Committee shall end on the Ordinary Shareholders' Meeting following their election.

PARAGRAPH SEVEN - The members of the Audit Committee shall be replaced, in case of absence and impediments, by the respective alternates.

PARAGRAPH EIGHT - If an Audit Committee member's position becomes vacant, the respective alternate will take their place; if there is no alternate, the Shareholders' Meeting shall be called to proceed with the election of a member for the vacant position.

PARAGRAPH NINE - Anyone who maintains a relationship with a company that may be considered a competitor of the Company ("Competitor") shall not be elected for the position of member of the Company's Audit Committee. The prohibition includes, among others, the election of any person who: (i) is an employee, shareholder, or member of a Competitor's management, technical, or fiscal body, or of a Competitor's controlling shareholder or subsidiary; and/or (ii) is a spouse or relative up to the second degree of a member of a Competitor's management, technical, or supervisory body, or of a Competitor's controlling shareholder or subsidiary.

CHAPTER VI - FISCAL YEAR, FINANCIAL STATEMENTS, AND ALLOCATION OF PROFITS

ARTICLE 20 - The Company's fiscal year begins on January 1 and ends on December 31 of each year. At the end of each fiscal year, the financial statements for the fiscal year that ended will be prepared and after the

Board of Directors and Audit Committee' statements, they will be submitted to the Shareholders' Meeting, with due regard to the applicable legal precepts.

ARTICLE 21 - With the financial statements for the fiscal year, the management will present to the Ordinary Shareholders' Meeting a proposal for the allocation of net profit for the fiscal year, calculated after deducting the equity interest referred to in article 190 of the Brazilian Corporate Laws, as per paragraph one of this article, adjusted for the purpose of calculating dividends, as per article 202 of the Brazilian Corporate Laws, observing the following deduction order: **a)** five percent (5%) for the creation of a legal reserve until it achieves twenty percent (20%) of the common stock. During the fiscal year in which the balance of the legal reserve plus capital reserve amounts exceeds thirty percent (30%) of the common stock, it is not mandatory to allocate part of the net profit for the fiscal year to the legal reserve; **b)** the necessary portion for the payment of a mandatory dividend, which may not be lower, in each fiscal year, than twenty-five percent (25%) of the adjusted annual net profit, in the manner set forth by article 202 of the Corporations Law; and **c)** the amount equivalent to up to sixty-five percent (65%) for the creation of the "Profit reserve established by the Bylaws", whose purpose is to reinforce the Company's corporate capital, it being certain that its balance, added to the balances of the other Profit Reserves, except the Reserve for Contingencies and the Reserve of Unrealized Profits, shall not exceed one hundred percent (100%) of the common stock. Once this maximum limit has been reached, the Shareholders' Meeting will resolve, pursuant to Article 199 of the Brazilian Corporate Laws, on the surplus, and must invest it in the payment or increase of the common stock or in the distribution of dividends.

PARAGRAPH ONE – The Shareholders' Meeting may, in compliance with the provisions of article 152 of the Brazilian Corporate Laws, share profits with the managers after deducting accumulated losses and the provision for income tax and social contribution, in the cases, form, and limits set by law.

PARAGRAPH TWO - The remaining balance of profits, if any, shall be allocated as the Shareholders' Meeting orders, and any retention of profits by the Company in the fiscal year shall be accompanied by a budget proposal previously approved by the Board of Directors.

PARAGRAPH THREE - The Shareholders' Meeting may resolve on the capitalization of the Profit Reserves or Capital Reserves, observing the applicable legislation.

PARAGRAPH FOUR - Declared dividends do not accrue interest nor are they adjusted for inflation and, if not claimed after three (3) years counted from the date they were made available to the shareholder, they become barred by the statute of limitations and will inure to the benefit of the Company.

ARTICLE 22 - Upon a proposal from the Executive Office, approved by the Board of Directors, confirmed by the Shareholders' Meeting, the Company may declare, pay, or credit dividends or interest to the shareholders, as interest on their equity, observing the applicable legislation.

PARAGRAPH ONE - For the purposes of the main section of this article, the Company may prepare half-yearly or quarterly balance sheets and, upon resolution of the Board of Directors, may prepare balance sheets in shorter periods and declare, upon resolution of the Board of Directors, interim dividends against the Retained Earnings and Profit Reserve calculated until then, or intercalary dividends against the profits of the fiscal year, with due regard to the legal provisions. Any amounts paid as intercalary dividends may be applied to the mandatory dividend provided for in these Bylaws.

PARAGRAPH TWO - In case interest is credited to the shareholders during the fiscal year, any amounts thus disbursed may be applied to the amount of the mandatory dividend provided for in these Bylaws and, in this case, the shareholders are to be compensated with the dividends they are entitled to, with the payment of any remaining balance being ensured. If the amount of dividends is lower than that credited, the Company shall not collect the excess balance from the shareholders.

PARAGRAPH THREE - The payment of interest on shareholders' equity, after the credit during the fiscal year, must happen upon resolution of the Board of Directors, during the same or in the following fiscal year, but never after the payment dates of the dividends.

CHAPTER VII - SALE OF THE CONTROLLING INTEREST, PURCHASE OF MATERIAL INTEREST, AND EXIT FROM NOVO MERCADO

ARTICLE 23 - The direct or indirect disposal of the Company's control, both through a single transaction or through successive transactions, shall be contracted under the condition that the control purchaser undertakes to carry out a tender offer ("Tender Offer"), encompassing shares issued by the Company and held by other shareholders, observing the conditions and terms set forth in the legislation, in the regulations in force, and in the Novo Mercado Rules, so as to ensure them a treatment equal to that provided to the disposing party.

ARTICLE 24 - Any person (including, without limitation, any individual or legal person, investment fund, condominium, bond portfolio, universe of rights, or other form of organization, resident, domiciled, or with its headquarters in Brazil or abroad) or Group of Shareholders that purchases or becomes holder of shares issued by the Company in an amount equal to or higher than twenty percent (20%) ("Acquiring Shareholder") must, in up to sixty (60) days counted from the date of acquisition or the event that resulted in the ownership of shares in an amount equal to or higher than twenty percent (20%) of the total shares issued by the Company, carry out or request the registration of, as applicable, a tender offer (oferta pública de aquisição - "OPA") for all shares issued by the Company, in compliance with the provisions of CVM's applicable regulations, the Novo Mercado Rules, other B3 regulations, and the terms of this article.

PARAGRAPH ONE - The OPA shall: (i) be indistinctly addressed to all shareholders of the Company; (ii) implemented at an auction held at B3; (iii) launched with the price determined pursuant to the provisions of paragraph two of this article; and (iv) paid at sight, in Brazilian currency, against the acquisition under the OPA for the shares issued by the Company.

PARAGRAPH TWO - Under the OPA, the acquisition price of each share issued by the Company will be defined by an appraisal report prepared in accordance with the provisions and following the procedures set forth in this article, and it shall not be lower than the equivalent to one hundred percent (100%) of the highest among the following amounts: (i) the weighted average, per volume of negotiations, of the ninety (90) previous trading days prior to the date of the event mentioned in the main section of this article; (ii) the value of the share in the last OPA implemented in the twenty-four (24) months prior to the date of the event mentioned in the main section of this article, adjusted by the variation of the Broad Consumer Price Index (IPCA), published by the Brazilian Institute of Geography and Statistics (IBGE); and (iii) the Company's economic value calculated based on the discounted cash flow methodology.

PARAGRAPH THREE - The conduction of the OPA referred to in the main section of this article shall not exclude the possibility of another shareholder of the Company or, if applicable, the Company itself, preparing a competitive OPA, pursuant to the applicable regulations.

PARAGRAPH FOUR - The OPA mentioned in the main section of this article may be waived upon affirmative vote of the shareholders at a Shareholders' Meeting convened specially to resolve on the OPA, in compliance with the following rules:

- (i) Said Shareholders' Meeting will be opened, on first call, with the presence of the shareholders representing more than half of the capital and, on second call, with the shareholders representing more than thirty percent (30%) of the Company's capital;
- (ii) The waiver of the OPA will be considered approved with the vote of the simple majority of the shareholders present, whether on first or second call; and
- (iii) The shares held by the Acquiring Shareholder will not be considered for the resolution quorum, as per item (ii) above.

PARAGRAPH FIVE - The Acquiring Shareholder shall be obliged to comply with any CVM and B3 requests or requirements related to the OPA, within the maximum terms set forth in the applicable regulations.

PARAGRAPH SIX - If the Acquiring Shareholder fails to comply with the obligations imposed by this article, including with respect to the observance of the maximum terms (i) to comply with any requests from the CVM regarding the registration of the OPA or (ii) to comply with requests or requirements of the CVM and B3, the Company's Board of Directors shall convene an Extraordinary Shareholders' Meeting in which the Acquiring Shareholder cannot vote, to resolve on the suspension of the exercise of the rights of the Acquiring Shareholder that failed to comply with any obligation imposed by this article, pursuant to the provisions of article 120 of the Brazilian Corporate Laws.

PARAGRAPH SEVEN - Any Acquiring Shareholder that purchases or becomes holder of other rights, including (i) Other Corporate Rights over an amount equal to or greater than twenty percent (20%) of the total shares issued by the Company, or that may result in the acquisition of shares issued by the Company in an amount equal to or greater than twenty percent (20%) of the total shares issued by the Company; or (ii) Derivatives that grant right to Company's shares representing twenty percent (20%) or more of the Company's shares, will likewise be obligated to, in up to sixty (60) days counted from the date of such acquisition or event, register or request the registration, as applicable, of an OPA, as described herein.

PARAGRAPH EIGHT - The obligations set out in article 254-A of the Brazilian Corporate Laws and in article 25 of these Bylaws do not exempt the Acquiring Shareholder from complying with the obligations set forth in this article.

PARAGRAPH NINE - The provisions of this article do not apply in case a person becomes the holder of twenty percent (20%) or more of the total shares issued by the Company as a result of (i) the incorporation of another company into the Company; (ii) the incorporation of shares of another company into the Company; (iii) the cancellation of treasury shares; (iv) the redemption of shares; or (v) the subscription of Company's shares in a single primary issue, approved by the Shareholders' Meeting convened by its Board of Directors, and whose proposal for a capital increase has determined the fixation of the shares' issue price based on the Economic Value obtained from an financial/economic appraisal report of the Company prepared by a specialized institution or company with proven experience in appraising publicly-held companies.

PARAGRAPH TEN – For the purposes of calculation of the twenty percent (20%) of the total shares issued by the Company described in the main section of this article, the involuntary accretions of equity interests as a result of the cancellation of treasury shares or a reduction in the Company’s common stock with the cancellation of shares will not be considered in the calculation.

PARAGRAPH ELEVEN - The selection of the specialized institution or company responsible for determining the Company’s Economic Value mentioned in paragraph nine above is the exclusive responsibility of the Shareholders’ Meeting, as of the presentation by the Board of Directors of a list containing three names, and the resolution will pass by the majority vote of the shareholders representing the outstanding shares at the General Meeting that resolves on the matter, and blank votes are disregarded. This Shareholders’ Meeting, if opened on first call, must have the presence of shareholders representing at least twenty percent (20%) of the total outstanding shares or, if opened on second call, with the presence of any number of shareholders representing the outstanding shares.

PARAGRAPH TWELVE - The provisions of this article 24 do not apply to the current shareholders or Group of Shareholders (considered individually or jointly) that are already holders of twenty percent (20%) or more of the total shares issued by the Company on November 10, 2011, and to their successors.

PARAGRAPH THIRTEEN - The appraisal reports mentioned in these Bylaws must be prepared by a specialized institution or company with proven experience and that is independent from the Company, its managers and/or controllers, as well as from their decision-making power, and the report must meet the requirements of paragraph 1 of article 8 of the Brazilian Corporate Laws, and the responsibility set forth in paragraph 6 of the same article 8.

PARAGRAPH FOURTEEN - The costs to prepare the appraisal report shall be entirely borne by those responsible for the implementation of the Public Offer.

PARAGRAPH FIFTEEN - For the purposes of this article, the following terms will have their meaning defined below:

“Acquiring Shareholder” means any person (including, without limitation, any individual or legal person, investment fund, condominium, bond portfolio, universe of rights, or other form of organization, resident, domiciled, or with its principal place of business in Brazil or abroad) or Group of Shareholders.

“Derivatives” means any derivatives that can be settled with shares issued by the Company and/or through a payment in Brazilian currency, traded in the stock market, organized market, or privately, provided they are indexed to shares or any other securities issued by the Company.

“Group of Shareholders” means the group of people: (i) bound by contracts or agreements of any kind, including shareholders’ agreements, whether directly or through controlled companies, controlling companies, or companies under common control; or (ii) among which there is a relation of control; or (iii) under common control; or (iii) that operate representing a shared interest. People representing a shared interest include, for instance: (a) a person that directly or indirectly holds fifteen percent (15%) or more of shareholding in the common stock of another person; and (b) two people who have a shared investor that is directly or indirectly holder of fifteen percent (15%) or more of shareholding in the capital of each of the two people. Any joint ventures, investment funds or clubs, foundations, associations, trusts, condominiums, cooperatives, consortia, bond portfolios, universe of rights, or any other forms of organization or project, incorporated in Brazil or abroad, will be considered members of the same Group of Shareholders whenever

two or more of these entities: (y) are managed by the same legal entity or by parties related to a same legal entity; or (z) share most of their managers, it being understood that in the case of investment funds with a shared manager, only those whose decision on the exercise of votes in General Meetings, as per the applicable regulations, is the discretionary responsibility of the manager, will be considered members of a Group of Shareholders.

“Other Corporate Rights” means (i) the usufruct or fideicommissum over the shares issued by the Company; (ii) stock, subscription, or exchange options, in any way, which may result in the acquisition of shares issued by the Company; or (iii) any right that permanently or temporarily ensures political or property rights of the shareholder over the shares issued by the Company.

“Economic Value” means the value of the Company and its shares that may be determined by a specialized company through a recognized methodology or based on another criterion that may be established by the CVM, in compliance with the provisions of this article.

ARTICLE 25 - The Company may exit Novo Mercado due to (i) a decision made by the controlling shareholder or the Company; (ii) the non-performance of obligations contained in the Novo Mercado Rules; and (iii) the cancellation of the Company’s registration as a publicly held company or conversion of the registration category before the CVM, in which case the provisions in the legislation and regulations in force shall be observed.

PARAGRAPH ONE - The voluntary exit of the Company from Novo Mercado shall be preceded by an OPA, with due compliance with the Novo Mercado Rules and the applicable legal and regulatory provisions.

PARAGRAPH TWO - The OPA mentioned in the previous paragraph may be waived by a Shareholders' Meeting opened, on first call, with the presence of shareholders representing at least two-thirds (2/3) of the total outstanding shares or, on second call, with the presence of shareholders representing any number of outstanding shares. The resolution on the OPA waiver will pass by majority of votes of the shareholders holding outstanding shares attending the Shareholders' Meeting.

PARAGRAPH THREE - The exit of the Company from Novo Mercado due to the non-performance of the obligations contained in the Novo Mercado Rules is contingent upon an OPA with the same characteristics as the offer in the case of voluntary exit from Novo Mercado, with due regard to the Novo Mercado Rules, the legal and regulatory provisions applicable.

ARTICLE 26 – In case of corporate reorganization encompassing the transfer of the Company’s share base, the resulting must request to join the Novo Mercado listing segment within one hundred and twenty (120) days as of the date of the Shareholders' Meeting that approved said transaction.

SOLE PARAGRAPH - In case the reorganization involves resulting companies that do not intend to request to join Novo Mercado, the majority of outstanding shares holders attending the Shareholders' Meeting must consent to such structure.

ARTICLE 27 - There is the option to prepare one single OPA, seeking to achieve more than one of the purposes set forth in these Bylaws, the Novo Mercado Rules, or in the regulations issued by CVM, provided that it is possible to make the procedures of all OPA modalities compatible, that there is no loss to the addressees of the offer, and that CVM’s authorization be obtained whenever required by the applicable legislation.

ARTICLE 28 - The Company or the shareholders responsible for the OPA mentioned in this Chapter VII, in the Novo Mercado Rules, or in the regulations issued by CVM, may ensure its implementation through any shareholder, third party, and, if applicable, the Company itself, provided there is no loss to the addressees of the OPA and that CVM's authorization be obtained whenever required by the applicable legislation. The Company or the shareholder, as the case may be, are not released from the obligation to perform the OPA until its completion, observing the applicable rules.

CHAPTER VIII – ARBITRATION COURT

ARTICLE 29 - The Company, its shareholders, officers, and Audit Committee members, whether sitting members or alternates, if any, undertake to solve, through arbitration, before the Market Arbitration Chamber, pursuant to its regulations, any disputes that may arise among them, related to or as a result of being an issuer, shareholders, managers, and Audit Committee members, specially arising out of the provisions set forth in Law No. 6,385/76, the Brazilian Corporate Laws, in these Bylaws, in the rules issued by the National Monetary Council, by the Central Bank of Brazil, and by CVM, as well as in the other rules applicable to the operation of the stock market in general, in addition to those set out in the Novo Mercado Rules, the other regulations of B3, and in the Novo Mercado Participation Agreement.

SOLE PARAGRAPH - The investiture of managers and members of the Audit Committee, whether sitting members or alternates, shall be contingent upon the execution of the instrument of investiture, which shall encompass their subjection to the arbitration clause referred to in this article 29 above.

CHAPTER IX – LIQUIDATION

ARTICLE 30 - The Company will be liquidated in the cases provided by law.

SOLE PARAGRAPH – It is incumbent upon the Shareholders' Meeting to establish the form of liquidation and to elect the liquidator and the Audit Committee, which will operate during the liquidation period.

CHAPTER X - MISCELLANEOUS

ARTICLE 31 – Events not mentioned in these Bylaws shall be resolved upon by the Shareholders' Meeting and regulated by the provisions of the Brazilian Corporate Laws and other applicable provisions, with due regard to the Novo Mercado Rules.

ARTICLE 32 - The Company shall indemnify and hold harmless its managers, Audit Committee members, and other employees with a position or role at the Company and its controlled companies (jointly or individually, the “Beneficiaries”), directly funding or reimbursing the Beneficiaries for any expenses, damage, or losses that may suffer at any time and that are directly or indirectly related to the performance of the roles at the Company, including, without limitation, attorneys’ fees, legal opinions, courts’ costs, fines, and damages in the administrative, civil, or criminal spheres, in light of the constitutional precept of the presumption of innocence.

PARAGRAPH ONE - This right to the assumption or reimbursement of expenses by the Company does not include fines or damages paid or owed by the Beneficiaries as part of the voluntary execution of a Commitment Instrument or other forms of settlement in the administrative, civil, or criminal spheres,

including, without limitation, the regulatory bodies and the Public Prosecutors' Office, it being certain that, in this case, these expenses will be the exclusive responsibility of the Beneficiaries.

PARAGRAPH TWO - In case an adverse judgment against the Beneficiaries is confirmed by an unappealable judicial or administrative decision, the Beneficiaries will no longer be entitled to damages or reimbursement paid by the Company, it being certain that the costs and expenses previously disbursed or reimbursed by the Company must be refunded by the Beneficiaries, and these amounts will be subject to an adjustment for inflation as of the moment of payment by the Company until they are refunded by the Beneficiaries.

PARAGRAPH THREE - The Board of Directors will be responsible for authorizing disbursements or reimbursement related to this article 32, it being certain that it will be entirely and exclusively responsible for classifying each situation and interpreting the cases of omission. As per article 6, paragraph 4 of these Bylaws, directors who are the interested in the decision or are related to the Beneficiaries in question shall not take part in this resolution.

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