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## MÉLIUZ S.A. POLICY FOR DISCLOSURE OF MATERIAL ACT OR FACT

### CHAPTER I - DEFINITIONS

1.1. When not defined in other provisions of this Policy, the terms beginning with a capital letter, whether in the singular or plural, shall have the following meanings:

“Controlling Shareholder” means the shareholder or group of shareholders (bound by a shareholders’ agreement or under common control) exercising the Controlling Interest of the Company.

“Directors” means the members of the Board of Directors, Statutory and Non-Statutory Officers and members of the Company’s Statutory and Non-Statutory Advisory Committees and their respective alternates, as applicable.

“B3” means B3 S.A. – Brasil, Bolsa, Balcão.

“Collaborators” means any person who maintains a statutory or employment relationship with the Company and its Subsidiaries, such as: Directors, full-time and temporary employees, outsourced employees, interns, consultants, advisors and other employees of the Company and its Subsidiaries when they have access to and/or become aware of Material Information (hereinafter defined) of the Company and/or its Subsidiaries.

“Company” means Méliuz S.A.

“Advisory Committees” means any and all advisory committees to the Board of Directors, the Audit Committee or other committees created for the purpose of assisting the Company and its Directors in conducting their activities in accordance with the Company’s policies, codes and bylaws, as well as applicable legislation and regulations, being established on a non-statutory basis, and may or may not be permanent, according to the Company’s needs.

“Audit Committee Members” means the members of the Audit Committee (when installed, in the form of applicable legislation) of the Company and/or its Subsidiaries.

“Subsidiaries” means the subsidiaries and/or companies in which the Company exercises Controlling Interest.

“CVM” means the Securities and Exchange Commission of Brazil.

“Investor Relations Officer” or “IRO” means the Officer of the Company responsible for providing information to the investing public, to CVM and to B3, as well as for updating the Company’s registration, as a publicly-held Company before CVM.

“Material Information” pursuant to article 155, paragraph 1 of the Corporation Law, as amended, and article 2 of CVM Instruction 358/02: (i) any decision of Controlling Shareholders, resolution of the General Meeting or of the Company’s management bodies; or (ii) any other act or fact of a political-administrative, technical, business or economic-financial nature occurred or related to its business that may significantly influence: (a) the quotation of the Securities issued by the Company and its Subsidiaries; (b) the decision of investors to buy, sell or keep their investments and securities; or (c) the decision of investors to exercise any rights inherent to the condition of holder of the Securities.

“CVM Instruction 358/02” means CVM Instruction 358, of January 3, 2002, as amended, which provides for the disclosure and use of information on Material Act or Fact concerning publicly-held companies.

“Corporation Law” means Law 6.404 of December 15, 1976, as amended.

“Law 6.385/76” means Law 6.385, dated December 7, 1976, as amended.

“Persons Subject to the Policy” means, when referred to jointly: (i) the Company; (ii) the Controlling Shareholders; (iii) Directors; (iv) Audit Committee Members; (v) Members of Advisory Committees of the Company, whether statutory or not; (vi) Subsidiaries; and (vii) Employees with access to Material Information of the Company.

“Controlling Interest” means the power actually used to direct the corporate activities and guide the operation of the Company’s decision-making bodies, directly or indirectly, de facto or de jure.

“Policy” means this Material Act or Fact Disclosure Policy of the Company.

“Adhesion Term” means the Adhesion Term to this Policy, pursuant to the provisions of article 16, paragraph 1 of CVM Instruction 358/02, the model of which is included in Exhibit I to this Policy.

“Securities” means the Securities issued by the Company and its Subsidiaries, as applicable.

## **CHAPTER II – PURPOSE AND SCOPE**

2.1. The purpose of this Policy is to offer shareholders, investors, market analysts, specialized financial press, the market in general, the highest standards of governance, transparency and reliability, through the adaptation of the Policy to the good practices of conduct in the use and disclosure of Material Information.

2.2. This Policy applies to the Company and its Subsidiaries, and any references made in this Policy to the Company shall be construed as a reference to the Company and its Subsidiaries, as applicable.

## **CHAPTER III – PERSONS SUBJECT TO THE POLICY**

3.1. The Persons Subject to the Policy must sign the Adhesion Term, which must be filed at the Company’s headquarters for as long as the respective signatories maintain a relationship with the Company and, further, for at least 5 (five) years after the end of their relationship.

3.2. The persons whose adhesion the Company considers, at its discretion, necessary or convenient must also adhere to this Policy, by signing the Adhesion Term.

3.3. The Company will keep at its head office an updated list of the persons who sign the Adhesion Term, with their respective qualifications, position or function, address and National Register of Legal Entities (CNPJ) or Individual Taxpayer’s Registry (CPF) registration number, maintaining this list at the disposal of the CVM.

## **CHAPTER IV – PRINCIPLES**

4.1. The Persons Subject to the Policy must perform their attributions to achieve the purposes and interests of the Company always in strict observance of and in conformity with the following principles:

- Correct disclosure of information. Ensure the correctness, completeness and continuity of the Company’s information that is disclosed with respect to the Company’s equity, operating and financial situation, as well as ensuring that this disclosure is made through the Directors in charge of this function, as provided for in this Policy and in the applicable legislation and regulations.

- Efficiency. To work so that the objective of shareholders and investors of always seeking better returns occurs through the analysis and interpretation of the information disclosed under this Policy and the applicable legislation and regulations, and never through access to Insider Information.

- Uniform Relationship. To maintain a uniform relationship with the participants and opinion makers in the securities market, within the parameters allowed by the applicable laws and regulations.
- Social Responsibility. To pay attention to the Company's social and environmental responsibility, especially towards shareholders, investors, Collaborators and the markets and communities in general.
- Transparency. To maintain the transparency of the Company's information, disclosing it in an accurate, objective, correct and timely manner, since it is a tool for the investing public and the Company's shareholders to ensure equitable treatment.
- Values. To guide its professional and personal conduct in accordance with the values of good faith, loyalty, truthfulness and duty of trust.

## **CHAPTER V - RESPONSIBILITIES**

5.1. The Investor Relations Officer is responsible for the communication and disclosure of Material Information to the market, the CVM, the B3 and, if applicable, the other entities that manage organized markets in which the Securities issued by the Company are traded, subject to the terms and conditions contained in this Policy and the provisions of the applicable legislation and regulations.

5.2. The Persons Subject to the Policy must immediately communicate to the Investor Relations Officer any Material Information of which they are aware.

5.3. The meetings with trade associations, shareholders, investors, analysts or selected public, in Brazil or abroad, concerning matters that may be considered Material Information, shall have the presence of the Investor Relations Officer or other person appointed by him/her for this purpose. Otherwise, they shall have their content previously reported to the Investor Relations Officer, in what may constitute Material Information, so that any Material Information is simultaneously disclosed to the market, and is not restricted, or becomes known first, to those who attended the meeting.

5.4. In case of omission of the Investor Relations Officer in fulfilling his duty of communication and disclosure of Material Information (and not configuring the decision to maintain confidentiality, taken pursuant to Article 6 of CVM Instruction 358/02), the Persons Subject to the Policy who have personal knowledge of the Material Information and find such omission, will only be exempt from liability if they immediately communicate the omission to the CVM.

5.5. The purpose of the disclosure of Material Information is to ensure the shareholders and investors of the Company on the availability, in a timely, efficient and reasonable manner, of the information necessary for their decisions to acquire, maintain and dispose of Securities, ensuring the best possible symmetry in the dissemination of information, thus avoiding the misuse of privileged information in the securities market by persons who have access to it, for their own benefit or for the benefit of third parties, to the detriment of investors in general, the market and the Company itself.

5.6. The following situations, acts and/or facts are considered a non-exhaustive list of matters that constitute Material Information:

- execution of agreements or contracts for the transfer of the Company's shareholding control, even if under suspensive or resolutive conditions;
- change in the Company's Control Interest, including by means of execution, amendment or termination of shareholders' agreement;

- execution, amendment, or termination of a shareholders' agreement to which the Company is a party or intervening party, or that has been registered in the Company's records;
- entry or exit of a partner who maintains with the Company, an agreement or operational, financial, technological or administrative collaboration;
- authorization for trading the Securities in any market, domestic or foreign;
- decision to promote the cancellation of the registration as a publicly-held company;
- incorporation, merger or spin-off involving the Company or related companies;
- transformation or dissolution of the Company;
- change in the composition of the Company's equity;
- change in accounting criteria;
- renegotiation of debts;
- approval of the stock option plan;
- alteration in the rights and advantages of the securities issued by the Company;
- splitting or grouping of shares or bonus share attribution;
- acquisition of Company shares to be held in treasury or canceled, and disposal of shares so acquired;
- the Company's profit or loss and the allocation of cash dividends;
- execution or termination of a contract, or the failure to execute it, when the expectation of its execution is of public knowledge;
- approval, alteration or withdrawal of the Company's project or delay in its implementation;
- commencement, resumption or stoppage of manufacturing or commercialization of a product or provision of a service;
- discovery, change or development of technology or resources of the Company;
- modification of projections disclosed by the Company; and
- request for judicial or extrajudicial reorganization, filing for bankruptcy or filing a lawsuit, administrative or arbitration procedure that may affect the Company's economic and financial situation.

5.7. Whenever there is doubt about the relevance of certain information that may be considered as Material Information, the Investor Relations Officer should be contacted, so that such doubt can be clarified.

5.8. The Material Information (or "Material Acts or Facts" under CVM Instruction No. 358/02) are exemplified in the list of Article 2 of CVM Instruction No. 358/02. However, other events not listed in such Article 2 of CVM Instruction No. 358/02, or in item 5.6. above, but which may be understood as or related to a possible Material Information will be evaluated, case by case, by the Investor Relations Officer and the other Directors, as applicable.

Thus, the consideration of an event as a Material Information should be made after analyzing its materiality in the context of ordinary activities and the size of the Company, as well as information previously disclosed, but never in the abstract, in order to avoid the trivialization of the disclosures of Material Information to the detriment of the quality of the analysis, by the market, the prospects of the Company, subject to the provisions of applicable law.

## **CHAPTER VI - DISCLOSURE OF MATERIAL INFORMATION**

6.1. The disclosure of Material Information should occur, where possible, before the beginning or after the close of the trading session at B3 and, if appropriate, in other entities administering organized markets in which the Securities are traded, considering that if this is not feasible, the disclosure of such Material Information should occur as soon as possible after the Company and/or its Directors become aware of such information. In case of time incompatibility between the markets of different countries, the hours of the Brazilian market will prevail.

6.2. The Investor Relations Officer shall: (i) communicate and disclose the Material Information, respecting the provisions of item 6.1, and considering that the decision to maintain confidentiality has not been set up in accordance with Article 6 of CVM Instruction 358/02; (ii) disclose concomitantly to the whole market the Material Information, as "Material Act or Fact", to be broadcasted by any means of communication and (iii) assess the need to request the suspension of trading of securities issued by the Company, always simultaneously to the CVM and B3, and also, if appropriate, to other entities that manage organized markets in which the Securities are traded, for the time necessary for the proper dissemination of the Material Information, if it is imperative that the disclosure of the Material Information occurs during the hours of the trading session.

6.3. The Material Information occurred or related to the Company's business shall be simultaneously communicated, immediately, clearly and accurately, by the Investor Relations Officer to the CVM and to B3, in addition to the other entities that manage organized markets, as applicable.

6.4. Without prejudice to the communication to CVM, to B3 and to other stock exchanges and organized markets managing entities in which the Securities are traded, if applicable, any Material Information involving the Company shall be disclosed through the systems central made available by CVM, on a news portal on the world wide web, and also on the Company's website.

6.5. The Company may, at each disclosure of Material Information, choose to make it in a summarized, precise and clear way, containing the minimum elements necessary for its understanding. In this case, should be indicated in publications the website where the complete information will be available to all investors, in content at least identical to that sent to the CVM, the B3 and, if appropriate, the other entities administrators of organized markets.

## **CHAPTER VII - DUTY TO MAINTAIN CONFIDENTIALITY**

7.1. The Persons Subject to the Policy have the duty to: (i) keep confidential the Material Information to which they have privileged access until its disclosure to the market; and (ii) ensure that subordinates and third parties of their trust also do so.

7.2. Although the general rule in relation to any Material Information is its immediate communication and disclosure, under this Policy and applicable laws and regulations, exceptionally, it is possible that certain Material Information is not immediately disclosed, as provided for in this item.

7.2.1. In exceptional cases in which the indistinct disclosure of Material Information could put legitimate interest of the Company at risk, the option for non-disclosure will be subject to a decision of the Board of Directors.

7.2.2. The Directors, according to its powers, may submit to the CVM the decision to, exceptionally, keep confidential Material Information whose disclosure they believe to pose a risk to legitimate interests of the Company, subject to the provisions of Articles 6 and 7 of CVM Instruction 358/02.

7.3. Even if the Directors decide not to disclose Material Information, it is their duty to immediately disclose said Material Information, directly or through the Investor Relations Officer, in the event of: (i) the information escapes the control of the Company or those originally aware of it; or (ii) atypical oscillation in the quotation, price or quantity traded of the Securities.

7.4. The Persons Subject to the Policy must not discuss information, facts and events related to Material Information in public places. Such matters may only be discussed with those who have a need to know such information.

7.5. The other Persons Subject to the Policy must also observe the terms of this Chapter VII, when applicable.

## **CHAPTER VIII – GENERAL PROVISIONS**

8.1. The Investor Relations Officer is responsible for the execution and follow-up of compliance with this Policy.

8.2. This Policy was approved at the Company's Board of Directors Meeting held on September 1, 2020, will be effective as of the date defined at the respective meeting and for an indefinite period, and may be modified by resolution of the Company's Board of Directors, as provided for in item 8.3 below.

8.3. Any amendment to this Policy may only be made by the Board of Directors and shall be mandatorily communicated to the CVM, to the B3 and other entities that manage organized markets, if applicable. This Policy may not be amended while Material Information not yet disclosed is pending.

8.4. The provisions contained in this Policy do not exempt the responsibility arising from legal and regulatory provisions, attributed to third parties not directly linked to the Company and who have knowledge of Material Information.

8.5. The use of information about Material Information not yet disclosed to the market, which the Persons Subject to the Policy are aware of and from which they must maintain secrecy, capable of providing, for themselves or for others, undue advantage, through trading, on their own behalf or on behalf of third parties, with Securities, may be subject to sanction by CVM or even be typified as a crime against the capital market. Additionally, the cases of use of privileged information are susceptible to filing of public civil action for liability for damage caused to investors in the securities market, aiming to protect the capital market in order to restrain criminal practices such as insider trading.

8.6. In addition to other sanctions and penalties provided by law and applicable rules in force, non-compliance with this Policy will be considered grounds for termination by the Company, for just cause, of the legal relationship, whether direct or indirect, between the Company and the legal or natural person who has knowledge of Material Information and violates the provisions of this Policy.

8.7. Those responsible for the breach of any provisions contained in this Policy will be obliged to reimburse the Company and/or third parties, fully and without limitations, for any and all losses that the Company and/or third parties may incur and that may arise, directly or indirectly, from said breach.

8.8. The full content of this Policy will be disclosed on the Company's website (ri.meliuz.com.br) and the CVM ([www.cvm.gov.br](http://www.cvm.gov.br)).



**EXHIBIT I**

**POLICY FOR USE OF INFORMATION AND DISCLOSURE OF MATERIAL ACT OR FACT OF  
MÉLIUZ S.A.**

**ADHESION TERM**

By this instrument, [name and full qualification], hereinafter simply referred to as “Declarant”, as [persons subject to the policy] of Méliuz S.A., headquartered in the City of Belo Horizonte, State of Minas Gerais, at Avenida do Contorno, 6594, Sala 701, Savassi District, CEP [Zip Code] 30110-044, enrolled with the National Register of Legal Entities (“CNPJ/ME”) under No. 14.110.585/0001-07 (“Company”), hereby declare to be fully aware of the rules set forth in the Policy for Use of Information and Disclosure of Material Act or Fact of Méliuz S.A., prepared in accordance with CVM Instruction 358, dated January 3, 2002, as amended, and approved by its Board of Directors on September 1, 2020, of which it received a copy, and undertake to guide its actions regarding the Company always in compliance with such rules.

It declares, furthermore, to be aware that any violation of the provisions of this Policy will constitute a serious violation, for the purposes set forth in paragraph 3 of article 11, of Law 6,385 of December 7, 1976, as amended.

The Declarant signs this instrument in three (3) counterparts of equal content, in the presence of the two (2) undersigned witnesses.

Belo Horizonte, [•] [•], [•].

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[•]

Witnesses:

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Name:  
RG [ID]:

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Name:  
RG [ID]: