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INTERNAL REGULATIONS OF THE BOARD OF DIRECTORS OF MÉLIUZ S.A.

CHAPTER I - DEFINITIONS

1.1. Capitalized terms, whether singular or plural, and which are not otherwise defined throughout these Rules, 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 Board Members, 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.

“Code of Ethics” means the Code of Ethics and Conduct of Méliuz S.A. approved by the Board of Directors and applicable to all collaborators and Directors of the Company and its Subsidiaries.

“Company” means Méliuz S.A.

“Board Members” means the members of the Company’s Board of Directors.

“Board of Directors” means the Board of Directors of the Company.

“Subsidiaries” means the subsidiaries and/or companies controlled by the Company.

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

“Officers” means the members of the Company’s Executive Board.

“Articles of Incorporation” means the Company’s Article of Incorporation, as amended.

“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.

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

“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.

“Bylaws” means the Company’s Bylaws, as amended.

“New Market Regulations” means the regulations establishing the minimum and mandatory requirements for admission to, permanence in and exit from the New Market segment of B3.

CHAPTER II - PURPOSE AND SCOPE

2.1. The purpose of these Internal Regulations is to regulate the Company’s Board of Directors in its relationship with the Executive Board and other Company bodies, and to establish its attributions, observing: (i) the best corporate governance practices; (ii) the Articles of Incorporation; (iii) the Code of Ethics, as well as the other codes, policies and

internal rules of the Company (iv) the Corporation Law; (v) the New Market Regulation; and (vi) other provisions, as applicable.

2.2. These Internal Regulations apply to the Company's Board of Directors and, when applicable, to each of its members.

2.2.1. In the event of conflict between the provisions of these Internal Regulations and the Articles of Incorporation, the provisions of the Articles of Incorporation shall prevail.

CHAPTER III – PRINCIPLES

3.1. The Board of Directors is a collegiate body to which analyses and resolutions on matters related to the Company' activities and its management are directed. The Board of Directors has the primary function of providing general guidance for the Company's business, as well as controlling and supervising its performance.

3.2. The Board of Directors must:

- (i) have ample knowledge of the Company's principles;
- (ii) ensure the adoption of the best corporate governance practices;
- (iii) manage potential conflicts of interest; and
- (iv) aim for the integrity and fulfillment of the Company's objectives.

CHAPTER IV - COMPOSITION AND TERM OF OFFICE

4.1. The Board of Directors will be composed of at least 05 (five) and at most 07 (seven) members, all elected and removable by the general meeting, with a unified mandate of up to 2 (two) years, reelection being allowed.

4.1.1. The investiture of the Board Members is conditioned to their signature of: (i) the instrument of investiture in the proper book, which contemplates, among other matters related to their respective frameworks, their subjection to the arbitration clause provided for in the Articles of Incorporation; and (ii) the instrument of adherence to the Company's internal regulations and corporate governance policies, as applicable.

4.2. The Board of Directors must include in the management proposal regarding the general meeting for the election of Directors, its statement contemplating:

- (i) the adherence of each candidate for the position of member of the Board of Directors to the Company's Appointment Policy; and
- (ii) the compliance with the provisions of the Articles of Incorporation, the New Market Regulation and the declaration mentioned in article 17 of the New Market Regulation, by which the classification of each candidate as an independent member of the Board of Directors is verified.

4.3. Of the Board Members, at least two (2) or twenty percent (20%), whichever is greater, must be Independent Board Members, as defined in the New Market Regulation, and the characterization of the nominees to the Board of Directors as independent Board Members must be deliberated at the general meeting that elects them.

4.3.1. When, as a result of the calculation of the percentage referred to in item 4.3 above, the result produces a fractional number of Board Members, it shall be rounded up to the immediately superior whole number.

4.4. On the date of taking office, Board Members must inform the Company of ownership and the trades made with securities issued by the Company itself, its parent companies or Subsidiaries, in the latter two cases, provided they are publicly-held companies, in accordance with article 11 of CVM Instruction 358/02.

4.5. The Board Members must have an unblemished reputation, and may not be elected, except by express waiver by the General Meeting that elects them, those who: (i) hold positions in companies considered to be competitors of the Company; or (ii) possess or represent interests conflicting with the Company. Board Members may not exercise their voting rights if the impediment factors indicated in this item are subsequently verified.

CHAPTER V - COMPETENCIES

5.1. It is incumbent upon the Board of Directors to act as provided for in Article 16 of the Articles of Incorporation.

5.2. It is incumbent upon the Chairman of the Board of Directors to represent the Board of Directors at the Company's Shareholders' Meetings, or in the event of a vacancy, the Vice-Chairman.

5.3. Subject to item 5.3.1 below, the positions of Chairman of the Board of Directors and Chief Executive Officer or main executive of the Company may not be accumulated by the same person.

5.3.1. The positions mentioned in item 5.3 above may be accumulated by the same person only in the event of a vacancy, provided that the accumulation is duly disclosed in the form of the New Market Regulation and that it ceases within 1 (one) year.

CHAPTER VI - DUTIES AND OBLIGATIONS OF THE BOARD MEMBERS

6.1. In addition to those provided for in the Corporation Law and in other laws and regulations applicable to the managers of publicly-held companies, the Board Members have the following obligations:

- (i) to attend the meetings of the Board of Directors, previously prepared by reading the documents made available to them, and participate actively in them;
- (ii) to maintain total confidentiality about the Company's information to which they have access due to the exercise of their position, using it only for the exercise of their duties;
- (iii) to ensure the adoption of corporate governance practices; and
- (iv) to adopt, in the exercise of their duties, the care and diligence required by their position.

CHAPTER VII - BOARD OF DIRECTORS MEETINGS

7.1. The Board of Directors shall meet, ordinarily, every 03 (three) months, and, extraordinarily, whenever called by its Chairman or by its Vice-Chairman, upon written notice, by physical or electronic means, or by any other means that allows evidence of receipt by the addressee, at least 05 (five) business days in advance, indicating the day and time of the respective meeting, and presenting the agenda of the subjects to be dealt with, including any documents necessary for the purposes of the deliberations.

7.1.1. Regardless of the formalities set forth in this item 7.1, the meeting attended by all Board Members shall be considered regular.

7.2. The meetings of the Board of Directors shall be installed with the presence of the majority of its members.

- 7.2.1. The meetings of the Board of Directors shall be presided over by the Chairman of the Board of Directors and the secretary shall be appointed by the Chairman.
- 7.2.2. No member of the Board of Directors may take part in the deliberations and discussions of the Board of Directors or of any management body of the Company or its Subsidiaries, exercise a vote or, in any way intervene in matters in which they are, directly or indirectly, in a situation of interest that conflicts with the interests of the Company or of its subsidiaries, under the terms of the applicable legislation.
- 7.2.3. Except as otherwise expressly provided in these Articles of Incorporation, the decisions of the Board of Directors will be made by the vote of the majority of the members present at the meetings, including through remote participation, pursuant to Article 7.5 below. In the event of a tie, the Chairman of the Board of Directors shall have a casting vote.
- 7.3. Except as provided in the applicable legislation and subject to the provisions of item 7.3.1 below, in the event of a vacancy in the position of member of the Board of Directors, the substitute shall be appointed by the remaining Board Members, and shall serve until the first subsequent General Meeting, when the Board Member who is to complete the term of office of the person replaced must be elected. In the event of vacancy in most positions on the Board of Directors, a General Meeting shall be convened, within a maximum period of 15 (fifteen) days from the event, to elect substitutes, who shall complete the term of office of those they replace.
- 7.3.1. In the event of a vacancy in the position of Chairman of the Board of Directors, the Vice-Chairman shall occupy the vacant position until the election of a new Chairman, which shall take place at the meeting of the Board of Directors immediately following the vacancy of said position, with due regard for the limitation provided for in Article 9, Paragraph Two, of these Articles of Incorporation.
- 7.4. In the event of absence, the absent Board Member may be represented at meetings of the Board of Directors by another Board Member appointed by means of a written manifestation, by physical or electronic means, delivered on the date of the meeting to the Chairman of the Board of Directors, or to the Chairman of the Presiding Board if the latter is not the Chairman of the Board of Directors, who, in addition to his/her own vote, will cast the vote of the absent Board Member, pursuant to the Articles of Incorporation.
- 7.4.1. If the Board Member to be represented is an Independent Board Member, the Board Member representing him/her must also fall within the Independent Board Member category, unless the terms of his/her vote have already been defined.
- 7.4.2. In the case of absence or temporary impediment of the Chairman of the Board, his/her functions will be exercised, on a temporary basis, by the Vice-Chairman.
- 7.4.3. In the event of the absence or temporary impediment of the Vice-Chairman, it shall be incumbent upon the Chairman to appoint his/her substitute from among the other members of the Board of Directors.
- 7.5. The meetings of the Board of Directors will be held, preferably, at the Company's headquarters. The Board Members may participate in the meetings of the Board of Directors by means of conference call, videoconference or by any other means of communication that allows the identification of the Board Member and communication with all other persons present at the meeting. In this case, the Board Members who participate remotely in the Board of Directors meeting may express their votes on the date of the meeting by physical or electronic means.
- 7.5.1. At the end of each meeting, minutes shall be drawn up which shall be signed by all the Board Members physically present at the meeting, and subsequently transcribed into the Company's Board of Directors Minutes Record Book. The votes cast by Board Members who take part remotely in the Board of Directors meeting,

as per item 7.5 above, shall also be recorded in the Record of Minutes of the Board of Directors' Meetings, and the physical or electronic copy, as the case may be, containing the Board Member's vote, shall be attached to the book immediately after the transcription of the minutes.

7.5.2. The minutes of the meetings of the Company's Board of Directors that contain resolutions intended to produce effects before third parties must be filed with the public registry of commercial companies.

7.5.3. The Board of Directors may admit other participants to its meetings for the purpose of accompanying the deliberations and/or provide clarifications of any nature whatsoever; however, they shall not be entitled to vote.

CHAPTER VIII - CONFLICT OF INTERESTS

8.1. Board Members are prohibited from intervening in any deliberation in which they have or represent interests conflicting with those of the Company.

8.1.1. The Board Member who has an interest in conflict with that of the Company must inform the other Board Members of his/her impediment and have the nature and extent of the impediment recorded in the minutes of the Board of Directors meeting.

8.1.2. Should the Board Member with interests in conflict with those of the Company not comply with the obligation established in item 8.1.1 above, the other Board Members, if they are aware of it, shall comply with it.

8.2. In the event of a conflict of interest, the Board Member must comply with the Company's Policy for Disclosure of Material Act or Fact and the Policy for Trading Securities Issued by the Company, without prejudice to the applicable legal rules.

CHAPTER IX - ADVISORY COMMITTEES

9.1. In order to better perform its functions, the Board of Directors may create, at its sole discretion and in accordance with the rules that it establishes, advisory committees with defined objectives.

9.1.1. The Board of Directors will appoint the members of the advisory committees and establish their bylaws, if any, including rules on composition, term of office, compensation, and operation.

CHAPTER X – PERFORMANCE EVALUATION

10.1. With the objective of continually improving its effectiveness, helping the Board Members themselves to analyze their contributions, as well as establishing action plans for the constant improvement of the body, the Board of Directors will conduct, at least annually, a formal evaluation of the performance of the Board of Directors itself, as a collegiate body, of each of its members individually, of the committees, of the Chairman of the Board of Directors and of the members of the Executive Board. The evaluation must be carried out at least once during the term of office of each Board Member.

10.1.1. A member of the Board of Directors or member of the Executive Board who has been in office for at least two (2) regular meetings since the last evaluation is eligible to participate in the evaluation process, as evaluator or evaluated.

10.1.2. The conduction of the evaluation process of the individual members of the Board of Directors and of the Board of Directors as a collegiate body is the responsibility of the Chairman of the Board of

Directors. The evaluation process of the members of the Executive Board will be conducted by the independent members of the Board of Directors. It is optional to use specialized independent external advice for performance evaluation purposes.

10.1.3. The consolidated results of the evaluations of the Board of Directors, Board Members and Officers will be disclosed to all members of the Board of Directors, it being understood that the results of the individual evaluations: (i) of the Chairman of the Board of Directors and the Chief Executive Officer will be made available to all Board Members; and (ii) of the other Board Members and Officers will be made available to the person evaluated and to the Chairman of the Board of Directors. The results of the evaluations of each Board Member and Officer will be discussed in individual feedback sessions.

CHAPTER XI - GENERAL PROVISIONS

11.1. These Internal Regulations may be modified at any time by deliberation of the Board of Directors, under the terms of the Articles of Incorporation.

11.2. Any cases not covered by these Internal Regulations will be resolved by the Board of Directors, pursuant to the law, the applicable regulations and the Articles of Incorporation. The Board of Directors shall resolve any existing doubts.

CHAPTER XII - TERM

12.1. These Internal Regulations were approved at the Meeting of the Company's Board of Directors held on October 5, 2020 and shall be effective as of the date set forth in the respective resolution and for an indefinite period of time.