Individual and Consolidated Financial Statements

Méliuz S.A.

December 31, 2022
with Independent Auditor's Report

Méliuz S.A.

Individual and Consolidated Financial Statements

December 31, 2022

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Edifício Statement
Av. Do Contorno, 5.800
16º e 17º andares - Savassi
30110-042 - Belo Horizonte - MG - Brasil

Tel: +55 31 3232-2100
Fax: +55 31 3232-2106
ey.com.br

A free translation from Portuguese into English of Independent Auditor's Report on financial statements prepared in Brazilian currency in accordance with the accounting practices adopted in Brazil and with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

Independent auditor's report on individual and consolidated financial statements

To the Management and Shareholders of
Méliuz S.A.
Belo Horizonte - MG

Opinion

We have audited the individual and consolidated financial statements of Méliuz S.A. (the "Company"), identified as Parent Company and Consolidated, respectively, which comprise the statement of financial position as at December 31, 2022 and the statements of profit or loss, of comprehensive income (loss), of changes in equity, and of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the individual and consolidated financial position of the Company as at December 31, 2022, its individual and consolidated financial performance and its individual and consolidated cash flows for the year then ended, in accordance with the accounting practices adopted in Brazil and with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

Basis for opinion

We conducted our audit in accordance with the Brazilian and International Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the individual and consolidated financial statements section of our report. We are independent of the Company and its subsidiaries in accordance with the relevant ethical principles set forth in the Code of Professional Ethics for Accountants and the professional standards issued by Brazil's National Association of State Boards of Accountancy (CFC), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matter

A key audit matter is that matter that, in our professional judgment, was of most significance in our audit of the financial statements for the current year. This matter was addressed in the context of our audit of the individual and consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide an individual opinion on this matter. For the matter below, our description of how our audit addressed the matter, including any commentary on the findings or outcome of our procedures, is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the individual and consolidated financial statements section of our report, including in relation to this key audit matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial statements.

Business combination

As described in Notes 3 and 11 to the individual and consolidated financial statements, in the year ended December 31, 2022, the Company acquired equity interest and control over companies Acessopar Investimentos e Participações S.A. and Acesso Soluções de Pagamentos S.A. These acquisitions were accounted for at the fair value of the assets acquired and the liabilities assumed by the Company on the acquisition date, and the excess over the consideration paid was recorded as goodwill based on future profitability.

The estimates associated with accounting for the acquisition of a business involve significant judgments, both in determining the fair value of the consideration transferred, the assets acquired and liabilities assumed, and in determining the goodwill based on expected future profitability. In addition, the Company is required to disclose information that enables users of the financial statements to assess the nature and financial effects arising from the business combination. The process of allocating the assets acquired, liabilities assumed and goodwill in a business combination is complex and involves subjectivity and judgment in defining the assumptions and methodology used in such process.

How our audit addressed this matter

Our audit procedures included, among others: (i) use of valuation experts to assist us in evaluating the assumptions and methodology used by the Company, related to the measurement of fair value and allocation of assets and liabilities on the acquisition dates; (ii) review of the allocation of acquisition prices in accordance with the criteria used by the Company's executive board and comparison with independent calculations performed with external information, and; (iii) assessment of the adequacy of the Company's disclosures on this matter, in accordance with CPC 15 (R1) and IFRS 3 - Business Combinations.

Based on the results of the audit procedures performed on the abovementioned business combinations, which are consistent with the executive board's assessment, we consider the criteria and assumptions prepared by the executive board for the measurement and recognition of business combinations, as well as their disclosures in Notes 3 and 11, acceptable in the context of the individual and consolidated financial statements taken as a whole.

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Other matters

Statements of value added

The individual and consolidated statements of value added (SVA) for year ended December 31, 2022, prepared under the responsibility of the Company’s executive board, and presented as supplementary information for purposes of IFRS, were submitted to audit procedures conducted together with the audit of the Company’s financial statements. For the purposes of forming our opinion, we evaluated whether these statements are reconciled with the financial statements and accounting records, as applicable, and whether their form and content are in accordance with the criteria provided for in Accounting Pronouncement CPC 09 - Statement of Value Added. In our opinion, these statements of value added were prepared fairly, in all material respects, in accordance with the criteria defined in the abovementioned Accounting Pronouncement, and are consistent in relation to the individual and consolidated financial statements taken as a whole.

Other information accompanying the individual and consolidated financial statements and the auditor’s report

The executive board is responsible for such other information, which comprise the Management Report.

Our opinion on the individual and consolidated financial statements does not cover the Management Report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the individual and consolidated financial statements, our responsibility is to read the Management Report and, in doing so, consider whether this report is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of the Management Report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the executive board and those charged with governance for the individual and consolidated financial statements

The executive board is responsible for the preparation and fair presentation of the individual and consolidated financial statements in accordance with the accounting practices adopted in Brazil and with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and for such internal control as the executive board determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the individual and consolidated financial statements, the executive board is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the executive board either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company’s and its subsidiaries’ financial reporting process.

Auditor’s responsibilities for the audit of the individual and consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the individual and consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that the audit conducted in accordance with the Brazilian and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the Brazilian and International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identified and assessed the risks of material misstatement of the individual and consolidated financial statements, whether due to fraud or error, designed and performed audit procedures responsive to those risks, and obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s and its subsidiaries’ internal control.
- Evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the executive board.
- Concluded on the appropriateness of the executive board’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the individual and consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or future conditions may cause the Company to cease to continue as a going concern.
- Evaluated the overall presentation, structure and content of the financial statements, including the disclosures, and whether the individual and consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtained sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the individual and consolidated financial statements. We are responsible for the direction, supervision and performance of the group's audit and, consequently, for the audit opinion.

We communicate with those charged with governance regarding, among other matters, the scope and timing of the planned audit procedures and significant audit findings, including any deficiencies in internal control that we identify during our audit.

We also provided those charged with governance with a statement that we have complied with relevant ethical requirements, including those regarding independence, and communicated with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determined those matters that were of most significance in the audit of the financial statements of the current year and are, therefore, the key audit matters. We describe these matters in our auditor's report, unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Belo Horizonte, March 14, 2023.

ERNST & YOUNG
Auditores Independentes S/S Ltda.
CRC SP-015199/O

Bruno Costa Oliveira
Accountant CRC BA-031359/O

Méliuz S.A.

Balance Sheets
December 31, 2022
(In thousands of reais)

	Notes	Parent Company		Consolidated	
		12/31/2022	12/31/2021	12/31/2022	12/31/2021
Assets					
Current Assets					
Cash and cash equivalents	4.a	**413,667**	489,256	**455,772**	514,749
Trade accounts receivable	5	**12,524**	53,452	**31,180**	66,882
Marketable securities	4.b	**5,026**	-	**287,614**	-
Recoverable taxes	6	**16,891**	6,867	**27,734**	7,732
Loans and contracts receivable	7	**-**	18,588	**-**	18,588
Custody of crypto assets	8.1	**-**	-	**6,707**	28,303
Crypto assets portfolio	8.1	**-**	-	**102**	106
Amounts receivable from related parties	9.2	**-**	3,785	**-**	-
Other amounts receivable	15	**-**	27,000	**-**	27,000
Other assets	8.2	**7,876**	2,981	**113,883**	3,756
Total current assets		**455,984**	601,929	**922,992**	667,116
Non-current assets					
Long-term receivables					
Amounts receivable from related parties	9.2	**-**	591	**-**	-
Deferred taxes	19.b	**55,094**	39,282	**73,262**	39,282
Advances	10	**-**	4,105	**-**	-
Earn-out anticipation	21	**12,994**	-	**12,994**	-
Other assets	8.2	**12,353**	4,148	**5,456**	4,608
Long-term assets		**80. 441**	48,126	**91,712**	43,890
Investments	11	**393,411**	185,892	**1**	1
Fixed assets	12	**3,516**	6,067	**4,605**	6,258
Commercial leasing - right of use	13	**-**	1,554	**-**	1,554
Intangible assets	14	**3,082**	5,078	**338,641**	184,010
Total non-current assets		**480,450**	246,717	**434,959**	235,713
Total assets		**936,434**	848,646	**1,357,951**	902,829

	Notes	Parent Company 12/31/2022	Parent Company 12/31/2021	Consolidated 12/31/2022	Consolidated 12/31/2021
Liabilities					
Current Assets					
Suppliers	16	**6,950**	4,569	**18,716**	6,953
Loans and financing		**-**	-	**132**	305
Labor and tax obligations	17	**27,206**	15,868	**41,792**	18,712
Income tax and social contribution payable	19	**-**	-	**656**	724
Cashback	18	**16,270**	34,818	**16,270**	34,818
Commercial leasing payable	13	**-**	660	**-**	660
Outstanding credits and establishments payable	20	**-**	-	**356,016**	-
Minimum dividends payable		**19**	21	**19**	21
Custody of crypto assets	8.1	**-**	-	**6,707**	28,303
Deferred income	15	**5,749**	3,375	**5,749**	3,375
Earn-out payable	21	**8,034**	-	**8,034**	-
Advances		**861**	-	**13,426**	-
Provision for tax, civil and labor risks	23.a	**-**	101	**-**	101
Other liabilities		**3,354**	3,703	**4,097**	3,883
Total current liabilities		**68,443**	63,115	**471,614**	97,855
Non-current assets					
Loans and financing		**-**	-	**-**	152
Commercial leasing payable	13	**-**	841	**-**	841
Cashback	18	**954**	2,093	**954**	2,093
Deferred taxes		**-**	-	**873**	2,182
Labor and tax obligations	17	**3,895**	556	**6,315**	602
Earn-out payable	21	**28,920**	38,194	**28,920**	38,194
Purchase option	21	**12,794**	41,314	**12,794**	41,314
Deferred income	15	**34,492**	23,625	**34,492**	23,625
Provision for tax, civil and labor risks	23.a	**450**	-	**2,789**	-
Other liabilities		**30**	-	**2**	488
Total nun-current liabilities		**81,535**	106,623	**87,139**	109,491
Net Equity	22				
Share capital		**920,480**	772,178	**920,480**	772,178
Capital Reserve		**(39,392)**	**(46,637)**	**(39,392)**	**(46,637)**
Treasury Stock		**-**	**(10,989)**	**-**	**(10,989)**
Other comprehensive income		**(3,636)**	**(1,241)**	**(3,636)**	**(1,241)**
Accumulated losses		**(90,996)**	**(34,403)**	**(90,996)**	**(34,403)**
Shareholder’s equity attributable to controlling shareholders		**786,456**	678,908	**786,456**	678,908
Shareholder's equity attributable to non-controlling shareholders		**-**	-	**12,742**	16,575
Total net equity		**786,456**	678,908	**799,198**	695,483
Total liabilities and shareholders' equity		**936,434**	848,646	**1,357,951**	902,829

The accompanying notes are an integral part of these individual and consolidated financial statements.

Méliuz S.A.

Income Statements
Fiscal Year ended December 31, 2022
(In thousands of reais, except basic and diluted earnings per share)

	Notes	Parent Company 12/31/2022	Parent Company 12/31/2021	Consolidated 12/31/2022	Consolidated 12/31/2021
Net revenues	24	**266,427**	222,652	**368,107**	263,486
Operating expenses					
Cashback expenses		**(175,188)**	(140,159)	**(179,277)**	(140,477)
Personnel expenses		**(123,840)**	(53,718)	**(182,117)**	(67,000)
Commercial and marketing expenses		**(16,733)**	(42,933)	**(26,740)**	(47,150)
Software expenses		**(24,256)**	(15,994)	**(29,688)**	(17,543)
General and administrative expenses		**(15,460)**	(3,264)	**(63,790)**	(10,786)
Third-party services		**(24,773)**	(20,320)	**(33,196)**	(24,911)
Depreciation and amortization		**(11,018)**	(3,266)	**(13,683)**	(4,567)
Adjustment to fair value of earn-out and call option		**31,065**	(12,928)	**31,065**	(12,928)
Others		**(4,593)**	(5,811)	**(12,182)**	(5,970)
		(364,796)	(298,393)	**(509,608)**	(331,332)
Gross Profit		**(98,369)**	(75,741)	**(141,501)**	(67,846)
Equity Accounting	11	**(21,708)**	1,335	**-**	-
Income before financial result and taxes		**(120,077)**	(74,406)	**(141,501)**	(67,846)
Financial income	25	**47,672**	16,484	**69,612**	16,521
Result before income taxes		**(72,405)**	(57,922)	**(71,889)**	(51,325)
Current and deferred income and social contribution taxes	19	**15,812**	20,114	**13,741**	16,991
Fiscal year's loss		**(56,593)**	(37,808)	**(58,148)**	(34,334)
Net income (loss) for the year attributable to:					
Non-controlling shareholders		**-**	-	**(1,555)**	3,474
Controlling shareholders		**-**	-	**(56,593)**	(37,808)
Basic and diluted losses per share (in BRL)	22	**(0.07)**	(0.05)	**(0.07)**	(0.05)

The accompanying notes are an integral part of these individual and consolidated financial statements.

Méliuz S.A.

Comprehensive Income Statements
Fiscal Year ended December 31, 2022
(In thousands of reais)

	Parent Company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Fiscal year's loss	**(56,593)**	(37,808)	**(58,148)**	(34,334)
Other comprehensive income	**(2,395)**	(1,241)	**(4,673)**	(2,427)
Currency exchange adjustment of foreign subsidiaries	**(2,395)**	(1,241)	**(4,673)**	(2,427)
Total comprehensive income for the year	**(58,988)**	(39,049)	**(62,821)**	(36,761)
Comprehensive result of the fiscal year assign able to:				
Non-controlling shareholders	**-**	**-**	**(58,988)**	(39,049)
Controlling shareholders	**-**	**-**	**(3,833)**	2,288

The accompanying notes are an integral part of these individual and consolidated financial statements.

Méliuz S.A.

Statements of Changes in Shareholders' Equity
Fiscal Year ended December 31, 2022
(In thousands of reais)

		Capital Reserve			Profit Reserve							
	Capital Stock	Goodwill on issuance of shares	Options granted	Other reserves	Legal reserve	Statutory Reserve	Treasury Stock	Other comprehensive income	Retained earnings (loss)	Total	Non-controlling shareholders interests	Total net equity
Balances as of December 31, 2020	344,678	7,049	-	-	986	2,419	-	-	-	355,132	2,352	357,484
Paid-up capital	427,500	-	-	-	-	-	-	-	-	427,500	14,287	441,787
Result for the year	-	-	-	-	-	-	-	-	(37,808)	(37,808)	3,474	(34,334)
Loss absorption for the year	-	-	-	-	(986)	(2,419)	-	-	3,405	-	-	-
Repurchase of shares	-	-	-	-	-	-	(10,989)	-	-	(10,989)	-	(10,989)
Sale of shares	-	-	-	-	-	-	-	-	-		(2,352)	(2,352)
Capital Reserve	-	(16,801)	-	-	-	-	-	-	-	(16,801)	-	(16,801)
Options granted	-	-	3,955	-	-	-	-	-	-	3,955	-	3,955
Currency exchange adjustment	-	-	-	-	-	-	-	(1,241)	-	(1,241)	(1,186)	(2,427)
Purchase option	-	-	-	(40,840)	-	-	-	-	-	(40,840)	-	(40,840)
Balances as of December 31, 2021	772,178	**(9,752)**	3,955	**(40,840)**	-	-	**(10,989)**	**(1,241)**	**(34,403)**	678,908	16,575	695,483
Paid-up capital	**148,302**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**148,302**	**-**	**148,302**
Result for the year	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(56,593)**	**(56,593)**	**(1,555)**	**(58,148)**
Capital Reserve	**-**	**(7,006)**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(7,006)**	**-**	**(7,006)**
Options granted	**-**	**-**	**14,251**	**-**	**-**	**-**	**-**	**-**	**-**	**14,251**	**-**	**14,251**
Restricted shares granted	**-**	**-**	**-**	**-**	**-**	**-**	**8,382**	**-**	**-**	**8,382**	**-**	**8,382**
Share-based payment	**-**	**-**	**-**	**-**	**-**	**-**	**2,607**	**-**	**-**	**2,607**	**-**	**2,607**
Currency exchange adjustment	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(2,395)**	**-**	**(2,395)**	**(2,278)**	**(4,673)**
Balances as of December 31, 2022	**920,480**	**(16,758)**	**18,206**	**(40,840)**	**-**	**-**	**-**	**(3,636)**	**(90,996)**	**786,456**	**12,742**	**799,198**

The accompanying notes are an integral part of these individual and consolidated financial statements.

Méliuz S.A.

Statements of Cash Flows
Fiscal Year ended December 31, 2022
(In thousands of reais)

	Parent Company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Operating Activities				
Result for the year before income taxes	**(72,405)**	(57,922)	**(71,889)**	(51,325)
Adjustments for:				
Depreciation and amortization	**11,018**	3,266	**13,683**	4,567
Gain/loss on disposal of fixed assets	**1,199**	3	**1,235**	3
Net income and interest	**(418)**	(390)	**(891)**	(313)
Allowance for doubtful accounts	**4,664**	-	**8,082**	(1,028)
Equity	**21,708**	(1,335)	**-**	-
Employee Benefits with Shares Options	**14,251**	3,955	**14,251**	3,955
Disposal of investment	**1,863**	-	**3,467**	-
Negative Goodwill	**-**	(1,353)	**-**	(1,353)
Adjustment to fair value of the earn-out payable and call option	**(31,065)**	12,927	**(31,065)**	12,927
Appropriation of deferred revenue	**(4,759)**	-	**(4,759)**	-
Provision for tax, civil and labor risks	**349**	-	**1,176**	-
Impairment loss	**711**	-	**711**	-
Share-based payment	**8,382**	-	**8,382**	-
Exchange Variation and Others	**183**	205	**1,924**	1,545
Adjusted Result	**(44,319)**	(40,644)	**(55,693)**	(31,022)
Changes in Assets and Liabilities				
Trade accounts receivable	**36,264**	(35,562)	**56,184**	(35,642)
Recoverable taxes	**(10,024)**	(5,741)	**(15,094)**	(6,442)
Other values receivable and deferred revenue	**45,000**	-	**45,000**	-
Other assets	**(3,516)**	585	**(98,922)**	(497)
Suppliers	**2,381**	3,897	**4,849**	4,993
Labor and tax obligations	**14,677**	10,880	**15,924**	11,333
Cashback	**(19,687)**	28,390	**(19,687)**	28,390
Outstanding credits and establishments payable	**-**	-	**45,894**	-
IRPJ and CSLL paid	**-**	(4)	**(3,311)**	(2,412)
Other liabilities	**3,210**	3,761	**(18,102)**	(1,363)
Payment of interest on loans	**(67)**	(125)	**(68)**	(125)
Net cash generated (used) in operating activities	**23,919**	(34,563)	**(43,026)**	(32,787)
Investing activities				
Additions to fixed assets	**(402)**	(4,199)	**(518)**	(4,347)
Receipt from sale of fixed assets	**477**	5	**489**	5
Acquisition of Businesses	**-**	(149,777)	**10**	(149,777)
Cash from business combination	**-**	-	**52,123**	11,341
Capital increase in subsidiary	**(36,435)**	(7,695)	**-**	-
Additions to intangible assets	**-**	(5,445)	**(2,088)**	(7,469)
Loans and contracts receivable	**(32,500)**	(18,000)	**(32,500)**	(18,000)
Advances for acquisition of equity instruments	**-**	(4,105)	**-**	-
Earn-out anticipation	**(15,328)**	-	**(15,328)**	-
Acquisition of financial instruments	**(14,426)**	-	**(6,496)**	-
Receipt for sale of equity interest	**33**	-	**-**	-
Acquisition of cryptocurrencies	**-**	-	**4**	(85)
Net cash used in investment activities	**(98,581)**	(189,216)	**(4,304)**	(168,332)

Méliuz S.A.

Statements of Cash Flows – Continued
Fiscal Year ended December 31, 2022
(In thousands of reais)

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Financing activities				
Loan and lease payments	**(520)**	(572)	**(6,972)**	(1,326)
Paid-up capital	**-**	427,500	**-**	427,500
Receivables from related parties	**(405)**	-	**-**	-
Cost of raising own resources	**-**	(23,432)	**-**	(23,432)
Treasury Stock	**-**	(10,989)	**-**	(10,989)
Loans to related parties	**-**	(4,235)	**-**	-
Mandatory dividends paid	**(2)**	(4,665)	**(2)**	(4,665)
Net cash generated (used) in financing activities	**(927)**	383,607	**(6,974)**	387,088
Effect of exchange variation on exchange adjustment	**-**	-	**(4,673)**	(2,427)
Net change in cash and cash equivalents	**(75,589)**	159,828	**(58,977)**	183,542
Cash and cash equivalents				
At the beginning of the fiscal year	**489,256**	329,428	514,749	331,207
At the end of the fiscal year	**413,667**	489,256	455,772	514,749
Net change in cash and cash equivalents	**(75,589)**	159,828	**(58,977)**	183,542
Relevant transactions not affecting cash				
Acquisition of equity instruments	**197,433**	-	**197,433**	**-**
Earn out and retained portion	**-**	25,591	**-**	25,591
Purchase option	**-**	40,840	**-**	40,840

The accompanying notes are an integral part of these individual and consolidated financial statements.

Méliuz S.A.

Statements of Added Value
Fiscal Year ended December 31, 2022
(In thousands of reais)

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Revenues				
Gross service revenues	**302,898**	249,666	**412,217**	291,288
Other revenues	**5,236**	1,368	**3,549**	2,067
Allowance for doubtful accounts	**(4,664)**	-	**(8,082)**	(1,037)
	303,470	251,034	**407,684**	292,318
Inputs purchased from third parties				
Cashback costs	**(195,043)**	(151,553)	**(199,132)**	(151,870)
Third-party services	**(42,974)**	(67,623)	**(61,463)**	(76,432)
Infrastructure expenses	**(28,851)**	(17,599)	**(44,969)**	(20,822)
Others	**13,143**	(23,228)	**(25,515)**	(28,199)
	(253,725)	(260,003)	**(331,079)**	(277,323)
Gross Added Value	**49,745**	(8,969)	**76,605**	14,995
Depreciation and amortization	**(11,018)**	(3,266)	**(13,683)**	(4,567)
Net Added Value produced	**38,727**	(12,235)	**62,922**	10,428
Added Value received in transfer	**29,479**	19,478	**71,929**	18,522
Equity Accounting	**(21,708)**	1,335	**-**	-
Financial income and exchange variation	**51,187**	18,143	**71,929**	18,522
Total added value to distribute	**68,206**	7,243	**134,851**	28,950
Distribution of the added value				
Personnel	**105,811**	45,529	**154,397**	56,594
Direct compensation	**56,094**	29,636	**94,948**	39,092
Benefits	**45,203**	13,683	**52,206**	14,904
FGTS	**4,514**	2,210	**7,243**	2,598
Taxes, fees and contributions	**15,289**	(2,282)	**35,003**	3,941
Federal Taxes	**4,486**	(7,433)	**22,190**	(1,572)
State	**23**	111	**122**	114
Municipal	**10,780**	5,040	**12,691**	5,399
Remuneration of third-party capital	**3,699**	1,804	**3,599**	2,749
Interest	**3,060**	1,508	**1,822**	1,840
Rentals	**117**	42	**1,209**	634
Others	**522**	254	**568**	275
Remuneration of equity capital	**(56,593)**	**(37,808)**	**(58,148)**	**(34,334)**
Fiscal year's loss	**(56,593)**	**(37,808)**	**(56,593)**	**(37,808)**
Non-controlling shareholders interest in retained earnings	**-**	**-**	**(1,555)**	3,474
Distribution of the added value	**68,206**	7,243	**134,851**	28,950

The accompanying notes are an integral part of these individual and consolidated financial statements.

1. Operational Context

a) <u>The Company</u>

Méliuz S.A. ("Company" or "Méliuz"), is a publicly traded corporation, listed on B3 S.A. (B3), under the acronym CASH3, headquartered at Rua Andaluzita, 131, Carmo, Belo Horizonte - MG, was incorporated on August 11, 2011, has as its corporate purpose the exploration of a virtual portal intended for the disclosure and dissemination of brands, products, services and other advertising and publicity materials, including the lease of virtual advertising space for the insertion of texts, drawings and other materials. It is also the Company's purpose to explore, on a secondary and eventual basis, activities of business intermediation and interest in other companies.

On October 29, 2021, the resignation of Mr. Ofli Campos Guimarães as Chief Financial Officer was approved at a meeting of the Ofli Campos Guimarães as Chief Financial Officer, electing in the place of Mr. Luciano Cardoso Valle. The elected officer will complete the current term of office, therefore, until September 1, 2022. Mr. Ofli Campos Guimarães, in addition to his position as Chairman of the Board of Directors, will continue his strategic activities within the Company. On September 1, 2022, the reelection of Mr. Luciano Cardoso Valle as Investor Relations Officer and Chief Financial Officer was approved at a meeting of the Board of Directors.

b) <u>Business combination</u>

i) Cash3 Corretora de Seguros Ltda. ("Cash3 Corretora")

In July 2022, the Company incorporated the subsidiary Cash3 Corretora, and is the holder of the shares representing 100% of the total and voting capital share of said subsidiary, in accordance with the provisions contained in Accounting Pronouncement IFRS 10/CPC 36 - Restated Statements, as described in Explanatory Note No. 03.

ii) Acessopar Investimentos e Participações S.A. ("Acessopar")

In May 2022, the Company carried out a business combination transaction, through which it became the holder of the shares representing 100% of the total and voting capital share of Acessopar, thus resulting in the acquisition of control of Acessopar (investee) by the Company, according to the provisions contained in Accounting Pronouncement IFRS 10/CPC 36 - Restated Statements, as described in Explanatory Note No. 03.

1. Operational Context--Continued

b) Business combination -- Continued

iii) Acesso Soluções de Pagamentos S.A. ("Bankly")

In May 2022, the Company converted the convertible loans it had with Bankly, in the amount of BRL 53,187, into interest, and became the holder of the shares representing 35.33% of Bankly's total and voting capital share, thus obtaining control of the investee, according to the provisions contained in Accounting Pronouncement IFRS 10/CPC 36 - Restated Statements, as described in Explanatory Note No. 03.

iv) Méliuz Fundo de Investimento em Direitos Creditórios ("FIDC")

In March 2022, 27,500 junior subordinated shares ("Shares") were subscribed to the Méliuz Fundo de Investimento em Direitos Creditórios ("FIDC"), set up for an indefinite time, with the specific purpose of concentrating the operation to accelerate receivables in the credit system of Bankly and with a paid-in capital in September 2022 of BRL 9,400, as described in Explanatory Note No. 03.

v) Alter Pagamentos S.A. ("Alter")

In July 2021, the Company and the members of Alter entered into an Agreement for the Purchase and Sale of Shares and Other Agreements providing for, among other things, the acquisition by Méliuz of shares representing 100% of Alter's capital share. On October, 2021, the Special General Meeting ratified the acquisition, by the Company, of the Alter control in compliance with the provisions of the Accounting Pronouncement IFRS 10/CPC 36 - Consolidated Statements.

vi) Promobit Serviços de Tecnologia Digital Ltda. ("Promobit")

In May 2021, the Company entered into a business combination transaction, whereby the company became the holder of shares representing 100% of the total voting capital of Promobit, which resulted in the Company obtaining control of the investee, as per provisions set out in Accounting Pronouncement IFRS 10/CPC 36 - Consolidated Statements.

vii) Melhor Plano Internet Ltda. ("Melhor Plano")

In May 2021, the Company entered into a business combination transaction, whereby it became the owner of the shares representing 100% of Melhor Plano's total and voting capital, which resulted in the Company obtaining control of the investee, in accordance with the provisions contained in Accounting Pronouncement IFRS 10/CPC 36 - Consolidated Statements.

1. Operational Context--Continued

b) Business combination -- Continued

viii) Picodi.com S.A. (“Picodi”)

In February 2021, the Company carried out a business combination and became the owner of 51.1% of the shares representing the capital of Picodi, a company headquartered in Poland, becoming the parent company of this investee, in accordance with the provisions contained in Accounting Pronouncement IFRS 10/CPC 36 - Consolidated Statements.

c) War in Ukraine

Considering Picodi's net revenue for the fiscal year ended in December 2022, of BRL 25,009, we observed a reduction of BRL 2,842 compared to the same period of the previous year. This reduction is explained by the exchange rate variation between the fiscal years and by the war between Russia and Ukraine, which continues to negatively impact Picodi's income in 2022.

Together, Russia, Ukraine and Belarus, countries whose operations are being most impacted by the war, have on December 31, 2022 a representativeness of approximately 8% of Picodi's total revenue. We are continuously monitoring the effects of the war on Picodi's results and, so far, we consider that there is no impact on the Company's financial health and cash. The remainder of the operation not impacted by the war, in the fiscal year ended on December 31, 2022, showed a decrease of approximately 3% compared to the result of the previous fiscal year, and the exchange rate variation amplified this decrease to approximately 6%. This decline is driven mainly by the slowdown in e-commerce markets against inflationary effects. This drop is partially offset by the traction gain in the cashback markets.

d) Disposal of Bankly control

On December 30, 2022, the Company signed a Memorandum of Understanding with Banco Votorantim S.A. ("Bank BV"), whereby the parties agreed that they will negotiate the sale of the Bankly control to Bank BV during a period of up to 90 days from the memorandum execution. The conclusion of the negotiation is subject to the definition of certain terms of the potential sale, the obtaining of applicable corporate approvals as well as approvals from the relevant regulatory agencies. Considering the stage the negotiations were at, the Company concluded that as of December 31, 2022, the prerequisites of CPC 31 / IFRS 5 - Non-Current Assets Held for Sale and Discontinued Operations, for reclassification of Bankly's balances to non-current assets held for sale, were not met.

2. Accounting Policies

2.1. Basis of preparation and presentation of the financial statements

The Company's individual and consolidated financial statements for the year ended Saturday, December 31, 2022 have been prepared and are being presented in accordance with the accounting practices adopted in Brazil, which comprise the accounting pronouncements, guidelines, and interpretations issued by the Accounting Pronouncements Committee (“CPC”) approved by the Federal Accounting Council (“CFC”) and by the Securities Exchange Commission (“CVM”), which are in accordance with the International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”).

The individual and consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments measured at their fair values, and based on the Company’s operations going concern assumption. All relevant information in the individual and consolidated financial statements, and only such information, is being evidenced and corresponds to that used by management in its management of the Company’s activities, in accordance with Technical Guidance OCPC07.

Management has evaluated the Company's ability to continue operating normally and is convinced that it has the resources to continue its business in the future. Additionally, management is not aware of any material uncertainties that could raise significant doubts about its ability to continue operating. Accordingly, these individual and consolidated financial statements have been prepared on a going concern basis.

The Company’s functional currency is the Brazilian real, and all amounts presented in these financial statements are expressed in thousands of Reais, unless otherwise indicated. For the Group entity whose functional currency is other than the Brazilian Real, the financial statements are translated into the Real on the reporting date.

The issue of the financial statements was authorized by the Board of Directors on March 10, 2023.

2. Accounting Policies--Continued

2.2. Significant Accounting Practices

a) Cash and Cash Equivalents

Cash and cash equivalents are held for the purpose of meeting short-term cash commitments and not for investment or other purposes. The Company considers cash equivalents to be an immediate convertible financial investment, redeemable with the issuing entity, in a known amount of cash, subject to an insignificant risk of change in value. Therefore, normally, an investment qualifies as a cash equivalent when it has a short-term maturity, for example, redeemable within 90 (ninety) days from the contract date.

b) Financial Instruments

The Company classifies its financial assets and liabilities, upon initial recognition, under the following categories: Amortized cost, Fair value through profit or loss, and, Fair value through other comprehensive income. The classification depends on the purpose for which the financial instruments were acquired.

For subsequent measurement purposes, financial assets are classified into four categories, (i) financial assets at amortized cost; (ii) Financial assets at fair value through other comprehensive income with reclassification of accumulated gains and losses; (iii) Financial assets designated at fair value through other comprehensive income, without reclassification of accumulated gains and losses at the time of their derecognition; or (iv) Financial assets at fair value through profit or loss.

Amortized cost

Instruments held to receive contractual cash flows on specific dates are classified as amortized cost, in accordance with the Company's business model. This category includes cash and cash equivalents, trade accounts receivable and amounts receivable from related parties, loans, amounts payable to related parties, suppliers, commercial leasing and cashback operations.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

b) Financial Instruments (Continued)

Fair value through profit or loss

Financial instruments classified as fair value through profit or loss are those that do not have a specific definition regarding the maintenance to receive contractual cash flows on specific dates or to carry out the sale of these assets in the Company's business model.

Financial assets at fair value through other comprehensive income

Financial assets classified at fair value through other comprehensive income are all other assets not classified in the above categories.

Financial assets and financial liabilities are presented net in the balance sheet if, and only if, there is a current and enforceable legal right to offset the recognized amounts and there is an intention to offset, or to realize the asset and settle the liability simultaneously.

Subsequent measurement

The measurement of financial liabilities depends on their classification. In the case of suppliers, loans and accounts payable with related parties and commercial leasing payables, classified by the Company as financial liabilities at amortized cost, after initial recognition, including those subjects to interest, are subsequently measured at amortized cost, using the effective interest rate.

Credit invoices – other assets

At Bankly these are financial assets with fixed or calculable payments that are not quoted in an active market. Such assets are initially recognized at fair value plus any attributable transaction costs. After initial recognition, they are measured at amortized cost using the effective interest method, less any impairment losses.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

b) Financial Instruments (Continued)

Outstanding credits and establishments payable

These are financial liabilities associated with the custody of third-party amounts due to the prepaid nature of the payment accounts managed by Bankly, recognized when the subsidiary receives the amounts contributed by third parties. After the initial recognition it is measured by the amortized cost.

c) Fixed Assets

Fixed assets are stated at acquisition or construction cost, net of offsettable taxes, when applicable, and accumulated depreciation.

Depreciation is calculated on the balance of fixed assets in operation using the straight-line method, with the rates that reflect the estimated useful lives of the assets. The main rates are shown in Note 12 to the financial statements.

Gains and losses resulting from the write-off of a fixed asset are measured as the difference between the net amount obtained from the sale and the carrying amount of the asset, being recognized in the income statement upon write-off of the asset.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

d) Intangible Assets

They are represented by the amounts paid on the acquisition of the intangible asset, measured on initial recognition at acquisition cost and, subsequently, deducted from accumulated amortization and impairment losses, when applicable.

Expenses with research activities are recognized as an expense in the period in which they are incurred. Internally generated intangible assets resulting from development costs are recognized if, and only if, all the conditions provided for in CPC 04 (IAS 38) on intangible assets are demonstrated.

The amount initially recognized of internally generated intangible assets corresponds to the sum of expenses incurred since when the intangible asset started to meet the aforementioned recognition criteria. When no internally generated intangible asset can be recognized, development costs are recognized in the income for the year when incurred.

Amortization is recognized based on the estimated useful life of each asset using the straight-line method, so that the cost amount less its residual value after its useful life is fully written off. Estimated useful lives, residual values and amortization methods are reviewed at the end of the balance sheet date and the effect of any changes in estimates is recognized prospectively.

e) Reduction to recoverable value

Management annually reviews the net book value of non-financial assets in order to assess events or changes in economic, operating or technological circumstances that may indicate deterioration or loss of their recoverable value. Once such evidence is identified and the net book value exceeds the recoverable amount, a provision for devaluation is set up, adjusting the net book value to the recoverable amount. In this case, the recoverable amount of an asset or of a specific cash-generating unit is defined as being the higher of its value in use and its net sales value.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

e) Impairment -- Continued

The management verified the indicators to identify the need to apply the impairment test and the accounting recognition of the impairment of a fixed asset, such as: significant decrease in market price, significant change related to the technological, market, economic, or legal environment, changes in market rates reflected in the discount rate used to define the fair value, low profitability, evidence of obsolescence, plans to discontinue or restructure an operating unit, higher than expected maintenance costs, among others. No indications of impairment of its fixed assets and intangible assets were identified.

f) Investments

In the individual financial statements, the financial information of the investees is recognized using the equity method, based on the financial statements prepared by the respective investees on the same base dates and accounting criteria of the Company's balance sheets.

g) Provisions for tax, civil and labor risks

The Company is a party to legal and administrative proceedings. Provisions are set up for all contingencies relating to legal proceedings for which it is probable that an outflow of resources will be made to settle the contingency and a reasonable estimate can be made. The assessment of probability of loss includes the assessment of available evidence, the hierarchy of laws, available jurisprudence, the most recent decisions in the courts and their relevance in the legal system, as well as assessment of external lawyers. Provisions are reviewed and adjusted to take account of changes in circumstances, such as applicable statute of limitations, conclusions of tax inspections or additional exposures identified based on new matters or court decisions.

In cases where the provision has a corresponding escrow deposit and the Company intends to settle the liability and realize the asset simultaneously, the amounts are offset.

2. Accounting Policies--Continued

2.2. Significant accounting policies -- Continued

h) Cashback provision

It is recognized in accordance with the measurement method that the Company developed through descriptive statistics on the average user redemption profile, considering historical data, and the evolution of the Company's participation in different business fronts. The model considers the entire cashback history confirmed for users by grouping them in monthly cohorts and assessing the percentage redeemed in subsequent months. In this way, the company understands that the best measurement has been met, and the amount comprises the amounts payable in accordance with the Terms and Conditions of use of the program.

i) Other Assets and Liabilities

An asset is recognized in the balance sheet when it is probable that its future economic benefits will be generated in favor of the Company and its cost or value can be reliably measured.

A liability is recognized in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle it. Provisions are recorded based on the best estimates of the risk involved.

j) Income tax and social contribution payable

Current

Current tax assets and liabilities for the last and previous years are measured at the expected recoverable amount or payable to the tax authorities.

The provision for income tax and social contribution is calculated based on the rates of 15% plus an additional 10% on taxable income exceeding BRL 60, quarterly, for income tax and 9% on taxable income for Social Contribution on Net Profit (CSLL), and considers the offset of tax losses and negative basis of social contribution, limited to 30% of taxable income determined in each fiscal year, and there is no statute of limitations for their offset.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

j) Income Tax and Social Contribution (Continued)

Current - Continued

Income tax and social contribution related to items recognized directly in net worth are also recognized in the net worth. Management periodically assesses the tax position of situations in which tax regulations require interpretation and establishes provisions when appropriate.

Advances or amounts subject to offsetting are shown in current or non-current assets, according to the forecast of their realization until the end of the year, when the tax is duly calculated and offset against the advances made.

Deferred

Deferred tax liabilities are recognized for all temporary tax differences. Deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that future taxable profits will be available for the temporary differences to be realised. These taxes are measured at the rate that is expected to be applicable in the year in which the asset will be realized or the liability settled, based on the tax legislation in force at the balance sheet date.

Deferred Income Tax and Social Contribution assets are reviewed at each reporting date and will be reduced to the extent that their realization is no longer probable.

Current and deferred taxes related to items recognized directly in net worth or in other comprehensive income are recognized in the net worth.

In accordance with ICPC 22/IFRIC 23, the Company periodically assesses the tax position of situations in which tax regulation requires interpretation and establishes provisions and/or disclosures when appropriate.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

k) Recognition of service revenue

In general, for the Company's business, revenues are recognized when a performance obligation is satisfied, for the amount expected to be received in exchange for the transferred services, which must be allocated to such performance obligation. The Company recognizes revenue only when it is probable that it will receive consideration in exchange for the transferred services, considering the customer's ability and intention to meet the payment obligation. Hence, the competence regime is applied. Contracts with customers are for an indefinite period, most of them do not have a termination penalty, however, they contain an average notice of thirty days for termination.

Méliuz

Revenue comes from the placement of advertising spaces on the portal and remuneration, understood as commissions, which are measured through clicks on links from partners on the company's website and in its smartphone application, converted into sales by partners. Almost all of the agreed commissions vary in character according to the campaign. The Company understands that the performance obligation is satisfied at the moment the customer confirms that the services provided are converted into sales.

After careful quantification of the Company's liabilities related to the rectification work and the agreed limitations regarding the possibility of customers requesting additional works, the Company identified its contracts and the respective transferred services, separated its obligations to perform, determined and allocated the transaction prices, recognizing revenue only when all of the above criteria are met.

The company's net revenue is calculated by the total commission and advertising space received, less taxes on sales of services ISSQN, PIS and COFINS.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

k) Service Revenue Recognition (Continued)

Bankly

The corporate purpose of Bankly is the activities of issuance, processing and management of prepaid cards, through the product "Meu Acesso", digital account platform for individuals and legal entities by the "Acesso Bank" and "banking as a service" platform through "Bankly" for corporate partners who wish to offer financial services to their customers, the Bankly’s revenues may be split into 4 major groups: (i) Membership Revenue; (ii) Revenue from Prepaid Payment and Digital Platform Account Services; (iii) Interchange Revenue; (iv) Revenue from Processing Services; and (v) Financial Revenues, as follows:

Membership Revenue

Membership Revenue relates to fees charged to Bankly's customers upon joining the prepaid payment account management system.

Revenue from Prepaid Payment and Digital Platform Account Services

Revenue from Prepaid Payment and Digital Platform Account Services comprises the fees charged as a result of providing services to the customer who has already adhered to the prepaid payment account management system or any of the services available on the digital platform. These include monthly fees, reload fees, withdrawal fees, TED fees, etc. They are recognized in the result as from the billing of the respective services.

Exchange revenue

Interchange revenue reflects the revenue earned by Bankly equivalent to a percentage of the amount of certain transactions carried out through the payment accounts managed by Bankly. Such revenue is appropriated when the transaction is performed by the payment account user.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

k) Service Revenue Recognition (Continued)

Processing revenue

Processing Services Revenue comprises the revenue from services provided by the subsidiary UPSIGHT and are monthly recognized in the month following the month in which the services are provided.

Picodi

Picodi.com is a platform that gathers discount coupons, promotional codes and other promotions from different stores and brands, present in more than 44 countries.

Due to the specificity of agreements with affiliate networks, there is a difference between the period of revenue generation (service provision) and the billing period by affiliates (Picodi.com contractors - invoice issuers).
The services are billed at later periods, depending on the settlement period adopted with a given contractor. The revenue, in turn, is recognized according to the actual service provision and the amount that is expected to be received in exchange for them.

Financial Income

Interest income and expenses are recognized in the income statement using the effective interest method.

l) Taxes on Sales

Expenses and non-current assets acquired are recognized net of sales taxes when they are recoverable from the tax authorities.

m) Shareholders' Equity

The share capital is represented by common shares. Incremental expenses directly attributable to the issuance of shares are presented as a deduction from net worth, as capital transactions, net of tax effects.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

n) Profit (loss) per share

Basic earnings (loss) per share is calculated by dividing the earnings (loss) attributable to holders of the Company's common shares (the numerator) by the weighted average number of common shares held by the shareholders (the denominator) during the year.

Diluted earnings (loss) per share is calculated by dividing the net earnings (loss) attributable to holders of the Company's common shares by the weighted average number of common shares available during the year, plus the weighted average number of common shares that would be issued on the conversion of all diluted potential common shares into common shares.

Equity instruments that must or may be settled with Company shares are only included in the calculation when their settlement has a dilutive impact on earnings per share.

o) Statement of Added Value ("DVA")

The value-added statement (VAS) is not required by IFRS, being presented in a supplementary form in compliance with the Brazilian corporate law. Its purpose is to highlight the wealth created by the Company during the year, as well as to demonstrate its distribution among the various agents.

p) Operating segment

The company owns four reportable operating segments, namely: (i) B2B (*Business to Business*); (ii) B2C (*Business to Customers*) National; (iii) B2C (*Business to Customers*) International; and (iv) Other segments. In order for the users to obtain a strategic vision of the business activities, the information is shown in Explanatory Note no. 26 of the financial statements.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

q) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured by the sum of the consideration transferred, which is evaluated based on the fair value on the acquisition date, and the value of any non-controlling interest in the acquiree. For each business combination, the acquirer must measure the non-controlling shareholders in the acquiree either at fair value or based on its interest in the identified net assets of the acquiree. Costs directly attributable to the acquisition are accounted when incurred.

The Company determines that it has acquired a business where the set of activities and assets acquired includes, at least, an input (input of resources) and a substantive process that, together, significantly contribute to the ability to generate output (output of resources). The process acquired is considered substantive if it is essential to the ability to develop or convert the input (input of resources) acquired into outputs (output of resources), and the inputs (input of resources) acquired include both the organized workforce and the skills, knowledge or experience necessary to perform this process; or is critical to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without cost, effort, or a significant delay in the ability to continue producing outputs (output of resources).

When acquiring a business, the Company assesses the financial assets and liabilities assumed with the objective of classifying and allocating them according to the contractual terms, economic circumstances and relevant conditions on the acquisition date.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value on the acquisition date. Subsequent changes in the fair value of the contingent consideration considered as an asset or a liability must be recognized in accordance with CPC 48 in the income statement.

Initially, goodwill is measured as the excess of consideration transferred in relation to net assets acquired (identifiable assets acquired, net and liabilities undertaken). If the consideration is less than the fair value of the net assets acquired, the difference must be recognized as a gain in the income statement.

2. Accounting Policies--Continued

2.2. Significant accounting policies (Continued)

q) Business Combinations and Goodwill (Continued)

After initial recognition, goodwill is measured at cost, less any accumulated impairment losses. For the purposes of impairment testing, goodwill acquired in a business combination is, as of the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of other acquiree's assets or liabilities to be attributed to those units.

When goodwill is part of a cash-generating unit and a portion of that unit is sold, the goodwill associated with the portion sold must be included in the cost of the transaction when determining the gain or loss on the disposal. The goodwill disposed of in these circumstances is determined based on the proportional amounts of the portion sold in relation to the cash-generating unit maintained.

2.3. New or revised pronouncements first applied in 2022

The company has applied for the first-time certain rules and amendments, which are valid for annual periods beginning on or after January 1st, 2021. The Company has not adopted any other standards, interpretations or amendments in advance, that have been issued but are not in effect yet.

Amendments to CPC 37 (R1), CPC 48, CPC 29, CPC 27, CPC 25 and CPC 15 (R1)

The changes to the above pronouncements result from annual changes concerning the improvement cycle between 2018 and 2020, such as:

- Burdensome Contract - costs of contract compliance;
- References to the Conceptual Framework.

The effectiveness of these amendments shall be established by the approving regulators, and for full compliance with international accounting standards, the entity shall apply these amendments for annual periods beginning on or after January 1st, 2022.

Burdensome Contract - costs of contract compliance

2. Accounting Policies (Continued)

2.3. New or revised pronouncements first applied in 2022 (Continued)

A burdensome contract is a contract under which the unavoidable costs of meeting the obligations under the contract (i.e., costs the Company cannot avoid because of the contract) exceed the expected economic benefits to be received.

The amendments specify that in assessing whether a contract is burdensome or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services, including incremental costs (for example, the costs of direct labor and materials) and an allocation of costs directly related to the contract activities (for example, depreciation of equipment used to fulfill the contract and costs referring to the contract management and supervision). General and administrative costs are not directly related to a contract and are excluded, unless they are expressly charged to the counterparty pursuant to the contract.

The Company has not identified any contracts as burdensome because the unavoidable costs in contracts, which are the costs of fulfilling them, comprise only incremental costs directly related to the contracts.

References to the Conceptual Framework

The amendments replace a reference to an earlier version of the IASB's Conceptual Framework with a reference to the current version issued in March 2018 without significantly changing its requirements.

The amendments add an exception to the recognition principle of IFRS 3 Business Combinations (equivalent to CPC 15 (R1) – Business Combination) to avoid the issuance of potential 'day 2' gains or losses arising from liabilities and contingent liabilities that would be within the scope of IAS 37 Provisions, Contingent Liabilities and Contingent Assets (equivalent to CPC 25 - Provisions, Contingent Liabilities and Contingent Assets) or IFRIC 21 Levies, if incurred separately. The exception requires entities to apply the criteria in IAS 37 or IFRIC 21, respectively, rather than the Conceptual Framework, to determine whether a present obligation exists on the acquisition date.

The amendments also add a new paragraph to IFRS 3 so to clarify that the contingent assets do not qualify for recognition on the acquisition date.

2. **Accounting Policies** (Continued)

2.3. **New or revised pronouncements first applied in 2022** (Continued)

According to the transitional provisions, the Company applies the amendments prospectively, that is, for business combinations occurring after the beginning of the annual reporting period in which they first applies the amendments (the date of initial application).

These amendments had no impact on the Company's consolidated financial statements as there were no assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period.

IFRS 1 First-time Adoption of International Financial Reporting Standards - Subsidiary as a first-time adopter

The amendment allows a subsidiary that elects to apply Paragraph D16(a) of IFRS 1 (equivalent to CPC 37 (R1) - Initial Adoption of International Accounting Standards) to measure the cumulative translation differences using the amounts reported in the parent's consolidated financial statements based on the parent's date of transition to IFRS, if no adjustment was made for consolidation procedures and for the effects of the business combination in which the parent acquired the subsidiary. This amendment also applies to an associate or joint venture that elects to apply paragraph D16(a) of IFRS 1.

These amendments had no impact on the Company's consolidated financial statements as this is not a first-time adopter.

IFRS 9 Financial Instruments - Rates in the '10 percent' test for de-recognition of financial liabilities (equivalent to CPC 48 - Financial Instruments)

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between borrower and lender, including fees paid or received by the borrower or the lender on behalf of the other.

2. Accounting Policies (Continued)

2.3. New or revised pronouncements first applied in 2022 (Continued)

Under the transitional provisions, the Company applies the amendment to financial liabilities that are modified or exchanged in or after the beginning of the annual reporting period in which the entity first applies the amendment (the date of initial application). These amendments had no impact on the Company's consolidated financial statements as there were no changes in the Company's financial instruments during the period.

IAS 41 Agriculture - Taxation on fair value measurement (equivalent to CPC 29 - Biological Assets and Agricultural Produce).

The amendment removes the requirement in Paragraph 22 of IAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of IAS 41.

These amendments had no impact on the Company's consolidated financial statements as it had no assets within the scope of IAS 41 at the reporting date.

2.4. Standards issued but not yet effective

New and amended standards and interpretations issued, but not yet in effect, up to the issuing date of the Company's financial statements, are following described. The Company intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

2. Accounting Policies--Continued

2.4. Standards issued but not yet effective (Continued)

IFRS 17 - Insurance Contracts

In May 2017, the IASB issued IFRS 17 - Insurance Contracts (CPC 50 - Insurance Contracts which replaced CPC 11 - Insurance Contracts), a new comprehensive accounting standard for insurance contracts that includes recognition and measurement, presentation and disclosure. When it became effective, IFRS 17 (CPC 50) replaced IFRS 4 - Insurance Contracts (CPC 11), issued in 2005. IFRS 17 applies to all types of insurance contracts (such as life, property, direct insurance, and reinsurance) regardless of the type of entity that issues them, as well as certain guarantees and financial instruments with discretionary participation features. Some scope exceptions apply. The overall objective of IFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast with the requirements of IFRS 4, which are largely based on local accounting policies in effect in previous periods, IFRS 17 provides a comprehensive model for insurance contracts, contemplating all relevant accounting aspects. The focus of IFRS 17 is on the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (variable rate approach).

- A simplified approach (premium allocation approach) mainly for contracts of short duration.

IFRS 17 and CPC 50 are effective for periods beginning on or after January 1st, 2023, requiring the presentation of comparative figures. The early adoption is permitted if the entity also adopts IFRS 9 and IFRS 15 on the same date or before the initial adoption of IFRS 17. This standard is not applicable to the Company.

Amendments to IAS 1: Classification of liabilities as current or non-current (equivalent to Revision 20 of the Accounting Pronouncement Committee).

In January 2020, the IASB issued amendments to paragraphs 69 to 76 of IAS 1, correlated to CPC 26, in order to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to postpone settlement;
- That the right to postpone must exist on the reporting base date;
- That this classification is not affected by the likelihood that an entity will exercise its right to postpone

2. Accounting Policies--Continued

2.4. Standards issued but not yet effective (Continued)

Amendments to IAS 1: Classification of liabilities as current or non-current (equivalent to Revision 20 of the Accounting Pronouncements Committee) --Continued

- That only if a derivative embedded in a convertible liability is itself an equity instrument the terms of a liability would not affect its classification.

The amendments are effective for fiscal years beginning from January 1st, 2023 and shall be applied retrospectively. The Company is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

Amendments to IAS 8: Definition of accounting estimations (equivalent to Revision 20 of the Accounting Pronouncement Committee).

In February 2021, the IASB issued amendments to IAS 8 (a related standard to CPC 23), in which it introduces a definition of ‘accounting estimates’. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and correction of errors. In addition, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments will be effective for periods beginning on or after January 1st, 2023 and will apply for changes in accounting policies and estimates that occur on or after the beginning of that period. Early adoption is permitted if disclosed.

The amendments are not expected to have a significant impact on the Company's financial statements.

Amendments to IAS 1 and IFRS Practice Statement 2: Disclosure of accounting policies (equivalent to revision 20 of the Accounting Pronouncements Committee)

In February 2021, the IASB issued amendments to IAS 1 (a related standard to CPC 26 (R1)) and IFRS Practice Statement 2 Making Materiality Judgments, in which it provides guidance and examples to help entities apply materiality judgment to accounting policy disclosures. The amendments are to help entities disclose accounting policies that are more useful by replacing the requirement for disclosure of significant accounting policies for material accounting policies and adding guidance for how entities should apply the concept of materiality to make decisions about disclosing accounting policies.

2. Accounting Policies--Continued

2.4. Standards issued but not yet effective (Continued)

Amendments to IAS 1 and IFRS Practice Statement 2: Disclosure of accounting policies (equivalent to Revision 20 of the Accounting Pronouncement Committee) -- Continued

The amendments to IAS 1 are applicable for periods beginning on or after January 1st, 2023 with early adoption permitted. Since the amendments to Practice Statement 2 provides non-binding guidance on applying the definition of materiality to accounting policy disclosures, an adoption date for this amendment is not necessary.

The Company is currently evaluating the impacts of these amendments on its disclosed accounting policies.

Amendments to IAS 12: Deferred Taxes on Assets and Liabilities Arising from a Single Transaction (equivalent to Accounting Standards Committee Revision 20).

In May 2021, the Board released amendments to IAS 12 that restrict the scope of the initial recognition exception under IAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments are to be applied to transactions occurring in annual periods beginning on or after the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (as long as sufficient taxable income is available) and a deferred tax liability shall also be recognized for all deductible and taxable temporary differences associated with leases and dismantling obligations.

The Company is currently assessing the impact of these changes.

(In thousands of Brazilian Reais, unless otherwise stated)

3. Business Combination

i) Cash3 Corretora de Seguros Ltda. (“Cash3 Corretora”)

In July 2022, the Company incorporated Cash3 Corretora, where it holds the shares representing 100% of the total and voting capital share, becoming the parent company of this investee, whose shareholding composition on December 31, 2022 is:

Shareholders	Number of Shares	Interest
Méliuz S.A. (Parent Company)	**10,000**	**100%**
Total	**10,000**	**100%**

The corporate purpose of Cash3 Corretora is the activity of brokers and insurance agents, supplementary pension plans and health insurance.

The Company paid up capital through a financial contribution in the amount of BRL 10 in national currency through bank transfer.

ii) Acessopar Investimentos e Participações S.A. (“Acessopar”)

In May 2022, the acquisition of Acessopar Investimentos e Participações S.A. was approved. (“Acessopar”) which resulted in a business combination in which the Company became the holder of 100% of the shares representing the capital share of Acessopar, becoming the parent company of this investee, whose shareholding composition on December 31, 2022 is:

Shareholders	Number of Shares	Interest
Méliuz S.A. (Parent Company)	**46,989,173**	**100%**
Total	**46,989,173**	**100%**

The corporate purpose of Acessopar is the interest in other business companies or not, national or foreign, as member, shareholder or quota holder.

The investment made by Méliuz was BRL 144,234, with an exchange of 62,685,126 shares equivalent to BRL 122,863, BRL 18,198 as an adjustment installment and BRL 3,174 as an estimate of the earn-out amount to be paid in 2025. The purchase price was preliminarily allocated according to the table below:

(In thousands of Brazilian Reais, unless otherwise stated)

3. Business Combination (Continued)

ii) Acessopar Investimentos e Participações S.A. (“Acessopar”) --Continued

	Fair value recognized on acquisition
Assets	
Cash and cash equivalents	201
Recoverable taxes	44
Related parties	40
Investment	61,951
	62,236
Liabilities	
Tax Obligations	**(21)**
	(21)
Total net identifiable assets at fair value	**62,215**
Goodwill on acquisition	82,019
Total Consideration	**144,234**

The balance sheet and income statement at the acquisition date are represented by:

	May/2022
Assets	
Current Assets	245
Non-current assets	20,349
Total assets	**20,594**
Liabilities	
Current liabilities	21
Non-current liabilities	-
Net Equity	20,573
Total liabilities and shareholders' equity	**20,594**

	May/2022
Net revenues	-
Operating expenses	**(18,694)**
Income Tax	-
Net Income	**(18,694)**

According to CPC 18 (R2) - Investment in Affiliate, Subsidiary and Joint Venture, the financial statements of Acessopar were Restated by the Company as of June 2022.

(In thousands of Brazilian Reais, unless otherwise stated)

3. Business Combination (Continued)

iii) Acesso Soluções de Pagamentos S.A. (“Bankly”)

In May 2022, the acquisition of Acesso Soluções de Pagamentos S.A. ("Bankly") which resulted in a business combination in which the Company became the holder of 35.33% of the shares representing Bankly's share capital, whose shareholding composition on December 31, 2022 is:

Shareholders	Number of Shares	Interest
Méliuz S.A. (Parent Company)	**848,273**	**35.33%**
Acessopar Investimentos e Participações S.A.	**1,552,727**	**64.67%**
Total	**2,401,000**	**100%**

The corporate purpose of Bankly is the activities of issuance, processing and management of prepaid cards through the product "Meu Acesso", digital account platform for individuals and legal entities "Acesso Bank" and "banking as a service" platform through "Bankly" for a legal entity who wish to offer financial services to their customers, using our structure and market regulation.

The investment made by Méliuz was BRL 53,187, acquired through conversion into a shareholding of convertible loans. The purchase price was preliminarily allocated according to the table below:

	Fair value recognized on acquisition
Assets	
Cash and cash equivalents	333,041
Customer Assets	16,103
Mastercard Receivable Balance	18,000
Recoverable taxes	5,130
Deferred taxes	18,168
Prepaid expenses	3,451
Use licenses to be appropriated	3,332
Judicial Deposits	829
Fixed assets	1,425
Intangible assets	67,906
	467,385
Liabilities	
Loans and financing	**(5,392)**
Several creditors	**(15,051)**
Advance Payments from Customers	**(4,748)**
Amounts Receivable (to be processed)	**(7,278)**
Custody	**(20,000)**
Accounts Payable - Non-Operating	**(18,000)**
Labor and tax obligations	**(9,653)**
Other Obligations	**(291,461)**
	(371,583)
Total net identifiable assets at fair value	**95,802**
Goodwill on acquisition (35.33%)	19,337
Total Consideration	**53,187**

(In thousands of Brazilian Reais, unless otherwise stated)

3. Business Combination (Continued)

iii) Acesso Soluções de Pagamentos S.A. (“Bankly”) --Continued

The balance sheet and income statement at the acquisition date are represented by:

	May/2022
Assets	
Current Assets	398,054
Non-current assets	4,936
Total assets	**402,990**
Liabilities	
Current liabilities	371,584
Non-current liabilities	-
Net Equity	31,406
Total liabilities and shareholders' equity	**402,990**

	May/2022
Net revenues	43,579
Operating expenses	**(72,478)**
Income Tax	-
Net Income	**(28,899)**

According to CPC 18 (R2) - Investment in Affiliate, Subsidiary and Joint Venture, Bankly's financial statements were Restated by the Company as of June 2022.

iv) Méliuz Fundo de Investimento em Direitos Creditórios (“FIDC”)

For the investment fund (FIDC), the concept of full consolidation was applied, addressing investments in subsidiaries to recognize all of its assets, liabilities, revenues and expenses in the parent company. Changes in equity interest in investments in subsidiaries that do not result in loss of control are accounted for as a capital transaction between members, and any difference between the amount by which the non-controlling interest has been adjusted and the fair value of the amount received or paid is recognized directly in equity attributable to the owners of the parent company.

Shareholders	Number of Shares	Interest
Méliuz S.A. (Parent Company)	**27,500**	**100%**
Total	**27,500**	**100%**

(In thousands of Brazilian Reais, unless otherwise stated)

3. Business Combination (Continued)

v) Gana Internet S/A ("Gana")

On November 16, 2022, a private instrument of purchase and sale of shares was entered into by and among Méliuz S.A ("Seller"), Lucas Tavares Vieira da Costa ("Buyer") and Gana Internet S/A ("Intervening Consenting Party"). The parties have agreed, under the terms and conditions set forth in the Agreement, on the sale and transfer by Seller to Buyer of five million three thousand five hundred seventy-six (5,003,576) nominative, common shares, with no par value, fully subscribed and paid up, representing 100% of Gana's capital stock with all the rights they represent.

Buyer assumed the obligation to pay to Seller the total amount of BRL 2,000. The sale was approved at a Board of Directors meeting on November 16, 2022.

Due to the sale transaction, for purposes of presentation of the results of December 31, 2022, such company composes the results only until November, 2022. As a result, for purposes of presenting the result for December 31, 2022, said company composes the result disclosed for other segments only up to November, 2022.

4. Financial Instruments

a) Cash and cash equivalents

	Parent Company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Cash and Banks	**10,356**	11,081	**36,866**	33,131
Financial Investments (a)	**403,311**	478,175	**418,906**	481,618
Total	**413,667**	**489,256**	**455,772**	**514,749**

(a) The Company has cash equivalents related to fixed income financial investments indexed to the variation of 102% to 106.3% of the Interbank Deposit Certificates ("CDIs"), and can be redeemed within 90 days with the issuer of the instrument itself without loss of the contracted remuneration.

(In thousands of Brazilian Reais, unless otherwise stated)

4. Financial Instruments--Continued

b) Marketable Securities

	Parent Company 12/31/2022	Consolidated 12/31/2022
Government securities (a)	-	**277,639**
SCD Collateral (b)	-	**1,202**
Other (c)	**5,026**	**8,773**
Total	**5,026**	**287,614**

(a) Amounts referring to the investment in Treasury Financial Bills (LFT), of controlled Bankly, to guarantee the balance of customers for the operation of prepaid electronic currency. See explanatory note No. 20.
(b) On October 20, 2020, Bankly filed with the Central Bank the request for the opening of SCD (Direct Credit Company). According to Article 29, Section II of Resolution 4.656/18 and Article 2, Section II of Circular Letter 3.898/18, an investment in LFT of BRL 1,012 was made to comply with the process requirements. This amount will be paid in to the capital of Bankly SCD when the Central Bank authorizes the operation of the company.
(c) Balance of financial investment above 90 days and that, therefore, does not meet the requirements of CPC 03 for classification as cash and cash equivalents.

The exposure of Company and their controlled companies to interest rate risks and the sensitivity analysis for financial assets and liabilities are disclosed in Note 27.

5. Trade accounts Receivable

a) Composition of accounts receivable

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Accounts receivable	**17,441**	53,705	**42,389**	68,205
Allowance for doubtful accounts	**(4,917)**	(253)	**(11,209)**	(1,323)
Total	**12,524**	53,452	**31,180**	66,882

b) Composition of customer balances by maturity

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Amounts to fall due	**16,978**	40,733	**29,319**	54,437
Amounts past due				
From 01 to 60 days	**279**	12,601	**4,835**	13,207
From 61 to 90 days	**23**	118	**1,385**	160
From 91 to 120 days	**5**	-	**2,777**	3
From 121 to 180 days	**34**	-	**2,587**	61
More than 181 days	**122**	253	**1,486**	337
Total	**17,441**	53,705	**42,389**	68,205

(In thousands of Brazilian Reais, unless otherwise stated)

5. Trade accounts Receivable (Continued)

c) Movement of the allowance for doubtful accounts

	Parent Company	Consolidated
Balance as of December 31, 2020	253	253
Acquisition of subsidiary	-	42
Constitutions	-	1,028
Balance as of December 31, 2021	253	1,323
Acquisition of controlled companies	**-**	**1,940**
Constitutions (b)	**4,664**	**8,892**
Write-offs	**-**	**(810)**
Exchange variation (a)	**-**	**(136)**
Balance as of December 31, 2022	**4,917**	**11,209**

(a) Refers to the difference in the exchange rate for consolidation of subsidiaries located in a functional currency other than the Brazilian Real.
(b) Refers to PECLD, set up for 100% of the receivables from the Americanas Group, BRL 4,664 at controller and BRL 5.113 at consolidated.

6. Recoverable taxes

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Income and social contribution taxes (a)	**16,831**	6,820	**24,466**	6,872
Other recoverable taxes (b)	**60**	47	**3,268**	860
Total	**16,891**	6,867	**27,734**	7,732

(a) These refer to amounts overpaid for income tax and social contribution and IRRF amounts to recover on billing and financial investments incurred in the fiscal year and previous periods.
(b) In the consolidated, they refer mainly to Picodi's taxes and fees and income tax on invoices.

7. Loans and contracts receivable

As of December 31, 2021, the balance of loans convertible into interest with Bankly was BRL 18,588. In the fiscal year, there were new loans and in May 2022 the balance was BRL 53,187.

At the Special General Meeting held on May 30, 2022, the conversion of the total balance of BRL 53,187 of the loans made to Bankly into a capital increase was approved, according to Note 11.

As of December 31, 2022, there are no balances of loans and contracts receivable.

8. Other assets

8.1. Crypto assets

8.1.1. Custody

The subsidiary Alter is a company specialized in cryptoassets trading, and since 2018 has been working to improve users' experience in the use of cryptocurrencies in everyday financial transactions.

These amounts are offset against assets and liabilities as they represent a balance held in custody by Alter with an impact on a balance to be returned to customers.

As of December 31, 2022, cryptocurrency custody is BRL 6,707(BRL 28,303 as of December 31, 2021), being 100% Bitcoin.

8.1.2. Own Portfolio

The Company also has an asset balance to carry out the operation of buying and selling cryptocurrencies and cryptoback campaigns (the act of earning cryptocurrencies back in some operations) to their users.

The Company's portfolio consists of Bitcoin (BTC), Ethereum (ETH) and Binance Coin (BNB).

As of December 31, 2022, the own asset portfolio amounts to BRL 102, of which BRL 39 is a negative variation in the quotation for the period, recorded in result As of December 31, 2021, the company's own portfolio of assets totals BRL 106, with BRL 6 of positive price variation in the result.

The company records the balances of cryptoassets converted to the functional currency on the closing date.

Additionally, the Company maintains crypto assets only for its operations mentioned above. There is no cryptocurrency balance intended for investment and/or speculation.

(In thousands of Brazilian Reais, unless otherwise stated)

8. Other assets (Continued)

8.2. Other assets

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Prepaid expenses (a)	**6,003**	2,737	**14,460**	3,611
Procedural asset (b)	**1,122**	1,122	**1,122**	1,122
Contractual guarantee (c)	**2,003**	3,003	**2,073**	3,003
Other accounts receivable	**1,019**	18	**93,724**	133
Advance payments (e)	**454**	226	**5,478**	430
Other amounts receivable (f)	**1,967**	-	**1,967**	-
Méliuz FIDC (g)	**7,617**	-	-	-
Others	**44**	23	**515**	65
	20,229	7,129	**119,339**	8,364
Current Assets	**7,876**	2,981	**113,883**	3,756
Non-current assets	**12,353**	4,148	**5,456**	4,608

(a) Prepaid expenses such as software licenses and other contractual payments in advance.
(b) The Company has receivables related to the refund of amounts paid for contracts not fulfilled by the counterparty. The Company has a high probability of collection, with victories in the judicial sphere.
(c) Collateral held in accordance with the service providing contract to maintain the operation of cell phone recharging.
(d) In the Restated, they refer to Bankly's credit invoices, arising from the operation of the postpaid credit card.
(e) Refers to labor advance payments, made to suppliers and advance payments for the operation Bankly's credit.
(f) Refers to the sale of Gana; see explanatory note 3 (v).
(g) Amounts refer to FIDC quotas resulting from the contributions made to the Fund and resulting from the fiscal year, as shown below:

	12/31/2021	Incorporation of interest	Capital contributions	Financial income	12/31/2022
Credit Rights Investment Fund	-	500	8,900	(1,783)	7,617
Total	**-**	**500**	**8,900**	**(1,783)**	**7,617**

	12/31/2022	
Investee	**Result for the year**	**Financial income**
Credit Rights Investment Fund	**(1,783)**	**(1,783)**

Composition:

Balance Sheet	**FIDC 12/31/2022**
Total assets	**7,745**
Total Liabilities	**128**
Total net equity	**7,617**

(In thousands of Brazilian Reais, unless otherwise stated)

8. Other assets (Continued)

8.2. Other assets (Continued)

Result for the year	12/31/2022
Net Revenues	2,641
Operating expenses	(4,409)
Financial income	(15)
Income before taxes	**(1,783)**
Current and deferred income and social contribution taxes	-
Income (loss) for the year	**(1,783)**

9. Transactions with related parties

9.1. Transactions

Transactions with related parties refer to the apportionment of expenses, loan agreements, advance for future capital increase (AFAC) and other transactions between the Group's companies.

The expense sharing transactions were established based on conditions defined between the parties, in a current account contract, with monthly settlement. The loan agreements are updated monthly with interest and monetary restatement until the settlement date (see note 9.2).

9.2. Loan Agreements

As of December 31, 2021, the balance of loans convertible into interest with Alter was BRL 4,376. In the period, there were new loans, financial revenues were recognized in the amount of BRL 369 and the balance was BRL 5,179 in August 2022.

At the Special General Meeting held on August 20, 2022, the conversion of the total balance of BRL 5,179 of the loans made to Alter into a capital increase was approved, according to note 11.

As of December 31, 2022, there are no loan balances with related parties.

9.3. Remuneration of Key Management Personnel

Key management personnel include the statutory officers, whose compensation paid in the year ended on December 31, 2022 was BRL 2,688(BRL 1,819 in the year ended on December 31, 2021).

The compensation of the Company’s key management personnel s paid in full by Méliuz S.A. The officers also participate in the Company’s share option program.

(In thousands of Brazilian Reais, unless otherwise stated)

9. Transactions with related parties (Continued)

9.4 Other transactions between related parties

The following table presents the total value of the transactions that were entered into with related parties. As of December 31, 2022, the only related party that has transactions with Méliuz is Bankly.

	Bankly
	12/31/2022
Cash and cash equivalents (a)	**6,926**
Accounts receivable	**507**
Prepaid expenses	**1,726**
Suppliers	**(470)**
Revenues	**1,872**
Expenses	**(7,996)**
Financial income	**346**

(a) It matches the balance on Méliuz's digital accounts at Bankly.

10. Advances

In the process of acquiring Alter, Méliuz acquired contracts convertible into interest held by the subsidiary in order to purchase 100% of Alter's shares.

These contracts belonged to small investors who contributed money to Alter and could, in the case of the sale of the company, convert into participation.

The debt of these contracts was recorded as an advance in Méliuz and as a liability in Alter, at cost, adjusted according to the original conditions of the contracts.

At the Special General Meeting held on August 20, 2022, the conversion of the total balance of BRL 4,368 of the advances made to Alter into a capital increase was approved, see note 11.

As of December 31, 2022, there are no advance payments balances.

(In thousands of Brazilian Reais, unless otherwise stated)

11. Investments

a) The equity interests are summarized as follows:

		Parent Company			
		12/31/2022		12/31/2021	
Investee	Interest	Interest	Investment	Interest	Investment
Gana Internet S.A.(a)	Subsidiary	**-**	**-**	100%	4,040
Picodi.com S.A.	Subsidiary	**51.2%**	**116,969**	51.2%	120,993
Melhor Plano Internet Ltda.	Subsidiary	**100%**	**26,212**	100%	28,136
Promobit Serviços de Tecnologia Digital Ltda.	Subsidiary	**100%**	**22,236**	100%	20,548
Alter Pagamentos S.A. (b)	Subsidiary	**100%**	**19,146**	100%	12,175
Acessopar Investimentos Participações S.A. ("Acessopar") (c)	Subsidiary	**100%**	**145,238**	-	-
Acesso Soluções de Pagamento S.A. (“Bankly”) (d)	Subsidiary	**47.81%**	**63,610**	-	-
Cash3 Corretora de Seguros Ltda. (“Cash3 Corretora”) (e)	Subsidiary	**100%**	**-**	-	-
			393,411		185,892

(a) On November 16, 2022, 5,003,576 common shares were sold, registered, with no par value, fully subscribed and paid up, representing 100% of Gana's capital stock, see note 3.
(b) On February 21, 2022, the contractual amendment was made, transforming Alter into a privately held corporation. In the second half of 2022, some investor contracts were converted into crowdfunding present in the acquisition of Alter. This conversion diluted Méliuz's interest by 14.2%. On April 6, 2022, the process of incorporating alter shares was initiated so that it becomes a wholly-owned subsidiary of Méliuz, and on August 16, 2022, the conclusion of the incorporation of the shares was approved by means of an Extraordinary General Meeting. Therefore, as of August 16, 2022, Méliuz became the holder of 100% of the share capital of Alter.
(c) Acessopar was acquired on May 30, 2022.
(d) In the Restated, Acessopar Investimentos Participações S.A. holds a 52.19% interest in Bankly. As Méliuz is the parent company of Acessopar, the total control of Bankly belongs to the Company. Bankly was acquired on May 30, 2022.
(e) Cash3 Corretora was incorporated on July 18, 2022. In this period the company ascertained a loss higher than the amount of the initial contribution and, thus, due to the investment loss, the investment balance was reset to zero.

		Consolidated	
		12/31/2022	
Investee	Interest	Interest	Investment
Upsight Ltda (a)	Indirect subsidiary	99.99%	**1**
Ceiba distribuidora e comercio Ltda (a)	Indirect subsidiary	99.99%	**1**

(a) Bankly owns 99.99% of the equity interest of companies Upsight Ltda. and Ceiba Distribuidora e Comércio Ltda., therefore, Méliuz is the indirect controlling company of these companies.

(In thousands of Brazilian Reais, unless otherwise stated)

11. Investments--Continued

b) Equity method as of December 31, 2022

	Parent Company			
	12/31/2022		12/31/2021	
Investee	Result for the year	Equity	Result for the year	Equity
Gana Internet S.A.	(177)	(177)	(762)	(762)
Picodi.com S.A.	(3,183)	(1,629)	7,110	3,638
Melhor Plano Internet Ltda.	(1,451)	(1,451)	552	552
Promobit Serviços de Tecnologia Digital Ltda.	1,912	1,912	(1,784)	(1,784)
Alter Pagamentos S.A.	(1,649)	(1,649)	(309)	(309)
Acessopar Investimentos e Participações S.A.	(10,047)	(10,047)	-	-
Acesso Soluções de Pagamentos S.A.	(18,041)	(8,627)	-	-
Cash3 Corretora de Seguros Ltda.	(40)	(40)	-	-
Total as of December 31, 2022	(32,676)	(21,708)	4,807	1,335

(In thousands of Brazilian Reais, unless otherwise stated)

11. Investments--Continued

c) Movement of permanent investment

Investee	Permanent Investment 12/31/2021	Constitution/ Acquisition of interest	Equity	Capital gain amortization	Write-off for sale	Adjustment Amortization PPA Report (c)	Loss with investment	Exchange adjustment	Change of interest	Capital Increase	Permanent Investment 12/31/2022
Gana Internet S.A. (a)	4,040	**-**	**(177)**	**-**	**(3,863)**	**-**	**-**	**-**	**-**	**-**	**-**
Picodi.com S.A. (b)	120,993	**-**	**(1,629)**	**-**	**-**	**-**	**-**	**(2,395)**	**-**	**-**	**116,969**
Melhor Plano Internet Ltda.	28,136	**-**	**(1,451)**	**(473)**	**-**	**-**	**-**	**-**	**-**	**-**	**26,212**
Promobit Serviços de Tecnologia Digital Ltda. (c)	20,548	**-**	**1,912**	**(401)**	**-**	**177**	**-**	**-**	**-**	**-**	**22,236**
Alter Pagamentos S.A.	12,175	**-**	**(1,649)**	**(1,378)**	**-**	**-**	**-**	**-**	**-**	**9,998**	**19,146**
Bankly (d)	**-**	**53,187**	**(8,627)**	**(2,083)**	**-**	**-**	**-**	**-**	**(14,867)**	**36,000**	**63,610**
Acessopar Investimentos e Participações S.A.	**-**	**144,235**	**(10,047)**	**(3,817)**	**-**	**-**	**-**	**-**	**14,867**	**-**	**145,238**
Cash3 Correto de Seguros Ltda (e)	**-**	**10**	**(40)**	**-**	**-**	**-**	**30**	**-**	**-**	**-**	**-**
Total	185,892	**197,432**	**(21,708)**	**(8,152)**	**(3,863)**	**177**	**30**	**(2,395)**	**-**	**45,998**	**393,411**

(a) On November 16, 2022, 5,003,576 common shares were sold, registered, with no par value, fully subscribed and paid up, representing 100% of Gana's capital stock, see note 3.
(b) The permanent investment in Picodi.com S.A. includes currency exchange adjustments arising from the translation of balance sheets pursuant to CPC 02 (R2) - Effects of changes in exchange rates and translation of financial statements in the amount of BRL 2,395 on December 31, 2022.
(c) According to CPC 15 (R1) - Business Combination, the acquirer has up to one year to reflect any incomplete information or make correction of the accounted values related to the acquisitions. The Brand's useful life – Promobit was changed in the Report of allocation of the price paid to indefinite, with BRL 177 of the accumulated amortization until the period being reversed.
(d) On June 3, 2022, Méliuz made a contribution to a capital increase of BRL 36,000 in Bankly, which resulted in an increase in Méliuz's share after the acquisition, from the initial 35.33% to 47.81% on December 31, 2022.
(e) Cash3 Corretora was incorporated on July 18, 2022. In this period the company ascertained a loss higher than the amount of the initial contribution and, thus, due to the investment loss, the balance was reset to zero, causing a loss with investment.

(In thousands of Brazilian Reais, unless otherwise stated)

11. Investments--Continued

d) Composition of the balance sheet and results of investees at December 31, 2022

Balance Sheet	Gana 12/31/2022	Picodi 12/31/2022	Promobit 12/31/2022	Melhor Plano 12/31/2022	Alter 12/31/2022	Bankly 12/31/2022	Acessopar 12/31/2022	Cash3 Corretora 12/31/2022
Total assets	-	32,462	5,148	6,528	7,473	448,790	25,997	10
Total Liabilities	-	6,349	2,115	1,251	6,800	399,425	605	40
Total net equity	-	26,113	3,033	5,277	673	49,365	25,392	(30)

Fiscal year's result	12/31/2022	12/31/2022	12/31/2022	12/31/2022	12/31/2022	12/31/2022	12/31/2022	12/31/2022
Net Revenues	3,169	25,009	11,688	9,679	1,509	47,986	-	-
Operating expenses	(3,386)	(29,279)	(8,474)	(10,143)	(2,361)	(86,088)	(10,048)	(40)
Financial income	40	362	56	197	(542)	20,061	1	-
Income before taxes	(177)	(3,908)	3,270	(267)	(1,394)	(18,041)	(10,047)	(40)
Current and deferred income and social contribution taxes	-	725	(1,358)	(1,184)	(255)	-	-	-
Income (loss) for the year	(177)	(3,183)	1,912	(1,451)	(1,649)	(18,041)	(10,047)	(40)

* Result of investees from the date of their acquisition to the base date of the financial statements.

The goodwill generated on acquisitions, comprising the amount of the difference paid by the Company in relation to the fair value of the acquired companies' equity, is attributable mainly to the skills and technical talent of the workforce, as well as the synergies expected from the integration of the entity into the Company's existing business. Goodwill on the parent company balance sheet, classified as "investments" is the same as that classified as an "intangible" asset on the consolidated balance sheet. The disclosures and impairment analysis are presented in note 14.

(In thousands of Brazilian Reais, unless otherwise stated)

12. Fixed assets

a) Details of the fixed assets of Company controlled companies are shown in the following tables:

	Depreciation rates p.a.	Parent Company 12/31/2022	Parent Company 12/31/2021	Consolidated 12/31/2022	Consolidated 12/31/2021
Computers and peripherals	20%	**5,015**	5,784	**7,908**	5,977
Furniture and utensils (a)	10%/20%	**120**	359	**282**	399
Electronic Equipment	20%	**343**	428	**359**	428
Improvements in third party properties	4%	**-**	980	**-**	980
Plants	10%	**3**	147	**3**	147
Total Cost		**5,481**	7,698	**8,552**	7,931
Computers and peripherals	20%	**(1,755)**	**(1,186)**	**(3,610)**	**(1,205)**
Furniture and utensils	10%	**(65)**	**(142)**	**(178)**	**(165)**
Electronic Equipment	20%	**(145)**	**(161)**	**(159)**	**(161)**
Improvements in third party properties	4%	**-**	**(95)**	**-**	**(95)**
Plants	10%	**-**	**(47)**	**-**	**(47)**
Accumulated depreciation		**(1,965)**	**(1,631)**	**(3,947)**	**(1,673)**
Total net fixed assets		**3,516**	6,067	**4,605**	6,258

(a) All Brazilian companies in the group depreciate the rate of 10% per year. Only the subsidiary Picodi, headquartered in Poland, has a depreciation rate of 20%.

b) Movements in the Company's fixed assets and their controlled companies

	Parent Company 12/31/2021	Additions	Depreciation	Write-off	12/31/2022
Computers and peripherals	4,598	**348**	**(1,130)**	**(556)**	**3,260**
Furniture and utensils	217	**-**	**(30)**	**(132)**	**55**
Electronic Equipment	267	**51**	**(77)**	**(43)**	**198**
Improvements in third party properties	885	**-**	**(29)**	**(856)**	**-**
Plants	100	**3**	**(11)**	**(89)**	**3**
	6,067	**402**	**(1,277)**	**(1,676)**	**3,516**

	Consolidated 12/31/2021	Additions	Acquisition of subsidiary	Depreciation	Write-off	Exchange adjustment	12/31/2022
Computers and peripherals	4,772	**462**	**1,015**	**(1,380)**	**(571)**	**-**	**4,298**
Furniture and utensils	234	**-**	**85**	**(53)**	**(159)**	**(3)**	**104**
Electronic Equipment	267	**53**	**-**	**(77)**	**(43)**	**-**	**200**
Improvements in third party properties	885	**-**	**7**	**(30)**	**(862)**	**-**	**-**
Plants	100	**3**	**-**	**(11)**	**(89)**	**-**	**3**
	6,258	**518**	**1,107**	**(1,551)**	**(1,724)**	**(3)**	**4,605**

(In thousands of Brazilian Reais, unless otherwise stated)

12. Fixed assets--Continued

b) Movements in the Company's fixed assets and their controlled companies--Continued

	Parent Company				
	12/31/2020	Additions	Depreciation	Write-off	12/31/2021
Computers and peripherals	1,304	4,000	**(626)**	**(80)**	4,598
Furniture and utensils	271	**-**	**(37)**	**(17)**	217
Electronic Equipment	271	199	**(88)**	**(115)**	267
Improvements in third party properties	924	**-**	**(39)**	**-**	885
Plants	118	**-**	**(16)**	**(2)**	100
	2,888	4,199	**(806)**	**(214)**	6,067

	Consolidated						
	12/31/2020	Additions	Acquisition of subsidiary	Depreciation	Exchange adjustmen t	Write-off	12/31/2021
Computers and peripherals	1,304	4,148	42	**(640)**	**-**	**(82)**	4,772
Furniture and utensils	271	**-**	50	**(60)**	**(3)**	**(24)**	234
Electronic Equipment	271	199	**-**	**(88)**	**-**	**(115)**	267
Improvements in third party properties	924	**-**	**-**	**(39)**	**-**	**-**	885
Plants	118	**-**	**-**	**(16)**	**-**	**(2)**	100
	2,888	4,347	92	**(843)**	**(3)**	**(223)**	6,258

In September 2022, the balance of the Improvements accounts in third-party properties and Facilities, BRL 861 and BRL 89, respectively, was written off due to the demobilization of the Manaus office building.

13. Commercial Lease Operations

The Company have evaluated their contracts and recognized a right-of-use and a lease liability for the following contracts containing leases:

- Lease of the building used as the engineering and development center and administrative headquarters in Manaus.

The Company chooses to use the exemptions provided in the standard for short-term leases (i.e., leases with a term of 12 months or less) without an option to purchase and for low-value items. As such, when they occur, these leases are recognized as an expense in other operating expenses on a straight-line basis over the lease term.

The discount rates were obtained with reference through quotations of financings, of assets with similar characteristics, by the Company with financial institutions.

(In thousands of Brazilian Reais, unless otherwise stated)

13. Commercial Lease Operations--Continued

Assets

a) *Right of Use*

The right of use asset was measured at cost, composed of the initial measurement value of the lease liability and depreciated on a straight-line basis until the end of the lease term, which is 36 months.

On July 25, 2021, a new lease agreement was signed for the subsidiary's property, of the same duration as the previous one.

	Parent Company		**Consolidated**	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Commercial leasing - right of use	**2,042**	3,114	**2,120**	3,114
Depreciation of Commercial Leasing	**(2,042)**	**(1,560)**	**(2,120)**	**(1,560)**
Total	**-**	1,554	**-**	1,554

b) *Movement of the Commercial Leasing - Right of Use*

	Parent Company	**Consolidated**
	Properties	
Balance as of December 31, 2020	250	250
Additions	1,864	1,864
Depreciation of Commercial Leasing	**(560)**	**(560)**
Balance at December 31, 2021	1,554	1,554
Additions	**124**	**202**
Depreciation of Commercial Leasing	**(482)**	**(560)**
Lease write-off	**(1,196)**	**(1,196)**
Balance at December 31, 2022	**-**	**-**

In September 2022, the balance of the lease account was fully written off – right of use, due to the demobilization of the Manaus office building.

Liabilities

a) *Commercial leasing payable*

The recognized lease liability was measured at the present value of the minimum payments required under the agreements, discounted at the Company’s incremental borrowing rate.

The Company’s incremental borrowing rate applied to the lease liability recognized in the balance sheet at the date of initial application is 13.20% p.a., over the lease term.

(In thousands of Brazilian Reais, unless otherwise stated)

13. Commercial Lease Operations--Continued

Liabilities--Continued

a) *Commercial Leasing Payable*--Continued

Finance charges are recognized as finance expense and appropriated based on the actual discount rate over the remaining term of the agreements.

	Parent Company	Consolidated
	Properties	
Balance as of December 31, 2020	209	209
Additions	1,864	1,864
Finance charges	125	125
Principal payments made	**(572)**	**(572)**
Financial charges paid	**(125)**	**(125)**
Balance as of December 31, 2021	1,501	1,501
Additions	**124**	**204**
Finance charges	**67**	**68**
Principal payments made	**(520)**	**(600)**
Financial charges paid	**(67)**	**(68)**
Lease write-off	**(1,105)**	**(1,105)**
Balance as of December 31, 2022	**-**	**-**

The Company does not provide real estate as collateral for any of its operations.

The Company, in accordance with IFRS 16/CPC 06 (R2), in the measurement and remeasurement of its lease liability and right of use, proceeded to use the discounted cash flow technique without considering the projected future inflation in the flows to be discounted, according to the prohibition imposed by IFRS 16/CPC 06 (R2). This prohibition may generate relevant distortions in the information to be provided, given the current reality of long-term interest rates in the Brazilian economic environment. The Company has evaluated these effects, concluding that they are immaterial to its accounting information.

(In thousands of Brazilian Reais, unless otherwise stated)

14. Intangible assets

a) Details of the Company's intangible assets are shown in the following tables:

	Amortization rates p.a.	Parent Company 12/31/2022	Parent Company 12/31/2021	Consolidated 12/31/2022	Consolidated 12/31/2021
Development platform	20%/25%/50%	**1,282**	1,282	**5,285**	7,834
Purchased Software	20%	**3,295**	3,295	**3,357**	3,295
Use Licenses	33.3%	**1,855**	1,855	**7,763**	1,855
Gana Platform (c)	-	**-**	-	**-**	3,107
Website domain (a)	-	**184**	184	**4,475**	4,835
Project Four	-	**-**	711	**-**	711
Goodwill (b)	-	**-**	-	**215,463**	114,107
Brand – Picodi (a)	-	**-**	-	**24,802**	24,802
Brand – Melhor Plano (a)	-	**-**	-	**4,380**	4,380
Brand – Promobit (a)	-	**-**	-	**5,483**	5,483
Customer Relationship	6.02%/9.26%	**-**	-	**7,169**	7,169
Surplus value - Software	20%/21.82%	**-**	-	**31,276**	2,366
Surplus value - Technology	18.87%	**-**	-	**7,053**	7,053
Contract Portfolio – Bankly	17.91%	**-**	-	**12,689**	-
Contract Portfolio – Card	17.91%	**-**	-	**8,555**	-
Operation license (a)	-	**-**	-	**14,241**	-
Projects under development ("R&D")	-	**-**	-	**2,379**	337
Total Cost		**6,616**	7,327	**354,370**	187,334
Development platform	20%	**(1,282)**	(1,273)	**(1,282)**	(1,273)
Purchased Software	20%	**(969)**	(310)	**(1,013)**	(311)
Use Licenses	33.3%	**(1,283)**	(666)	**(4,386)**	(666)
Brand – Promobit	-	**-**	-	**-**	(177)
Customer Relationship	6.02%/9.26%	**-**	-	**(714)**	(266)
Surplus value - Software	20%/21.82%	**-**	-	**(4,451)**	(298)
Surplus value - Technology	18.87%	**-**	-	**(1,663)**	(333)
Contract Portfolio – Bankly	17.91%	**-**	-	**(1,326)**	-
Contract Portfolio – Card	17.91%	**-**	-	**(894)**	-
Accumulated Amortization		**(3,534)**	(2,249)	**(15,729)**	(3,324)
Total net intangible assets		**3,082**	5,078	**338,641**	184,010

(a) Site domain, Brand – Picodi, Melhor Plano and Promobit and Operating License are intangible assets with an indefinite useful life and, therefore, not subject to amortization.

(b) Goodwill generated in the acquisitions of the subsidiaries, of which BRL 78,797 from Picodi, BRL 7,716 from Promobit, BRL 14,961 from the Melhor Plano, BRL 12,633 from Alter, BRL 19,337 from Bankly and BRL 82,019 from Acessopar.

(c) On November 16, 2022, 5,003,576 common shares were sold, registered, with no par value, fully subscribed and paid up, representing 100% of Gana's capital stock, see note 3; therefore, the intangible balance was reset to zero.

(In thousands of Brazilian Reais, unless otherwise stated)

14. Intangible--Continued

b) Changes in the Company's Intangible Assets

	Parent Company				
	12/31/2021	Additions	Amortization	Write-off	12/31/2022
Development platform	9	-	(9)	-	-
Purchased Software	2,985	-	(659)	-	2,326
Use Licenses	1,189	-	(617)	-	572
Project Four	711	-	-	(711)	-
Website Domain (b)	184	-	-	-	184
	5,078	-	(1,285)	(711)	3,082

	Parent Company				
	12/31/2020	Additions	Amortization	Write-off	12/31/2021
Development platform	64	-	(55)	-	9
Purchased Software	297	2,816	(128)	-	2,985
Use Licenses	98	1,734	(643)	-	1,189
Project Four	-	711	-	-	711
Website Domain (b)	-	184	-	-	184
	459	5,445	(826)	-	5,078

	Consolidated						
	12/31/2021	Additions	Subsidiary Acquisition	Amortization	Write-off	Exchange adjustment	12/31/2022
Development platform	6,561	-	-	(1,634)	-	(924)	4,003
Purchased Software	2,984	-	62	(702)	-	-	2,344
Use Licenses	1,189	-	3,449	(1,261)	-	-	3,377
Gana Platform (a)	3,107	-	-	-	(3,107)	-	-
Project Four	711	-	-	-	(711)	-	-
Website Domain (b)	4,835	-	-	-	(360)	-	4,475
Goodwill	114,107	-	101,356	-	-	-	215,463
Brand – Picodi	24,802	-	-	-	-	-	24,802
Brand – Melhor Plano	4,380	-	-	-	-	-	4,380
Brand – Promobit (c)	5,306	-	-	177	-	-	5,483
Customer Relationship	6,903	-	-	(448)	-	-	6,455
Surplus value - Software	2,068	-	28,911	(4,154)	-	-	26,825
Surplus value - Technology	6,720	-	-	(1,330)	-	-	5,390
Contract Portfolio - Bankly	-	-	12,689	(1,326)	-	-	11,363
Contract portfolio - Card	-	-	8,555	(894)	-	-	7,661
Operating License	-	-	14,241	-	-	-	14,241
Projects under development ("R&D")	337	2,088	-	-	-	(46)	2,379
	184,010	2,088	169,263	(11,572)	(4,178)	(970)	338,641

(In thousands of Brazilian Reais, unless otherwise stated)

14. Intangible assets--Continued

b) Movements in the Company's Intangible Assets--Continued

	Consolidated					
	12/31/2020	Additions	Acquisition of Subsidiary	Amortization	Exchange adjustment	12/31/2021
Development platform	64	**1,328**	**7,063**	**(1,319)**	**(575)**	**6,561**
Purchased Software	297	**2,815**	**-**	**(128)**	**-**	**2,984**
Use Licenses	98	**1,734**	**-**	**(643)**	**-**	**1,189**
Gana Platform (a)	3,107	**-**	**-**	**-**	**-**	**3,107**
Project Four	**-**	**711**	**-**	**-**	**-**	**711**
Website Domain (b)	**-**	**544**	**4,291**	**-**	**-**	**4,835**
Goodwill	**-**	**-**	**114,107**	**-**	**-**	**114,107**
Brand – Picodi	**-**	**-**	**24,802**	**-**	**-**	**24,802**
Brand – Melhor Plano	**-**	**-**	**4,380**	**-**	**-**	**4,380**
Brand – Promobit (c)	**-**	**-**	**5,483**	**(177)**	**-**	**5,306**
Customer Relationship	**-**	**-**	**7,169**	**(266)**	**-**	**6,903**
Surplus value - Software	**-**	**-**	**2,366**	**(298)**	**-**	**2,068**
Surplus value - Technology	**-**	**-**	**7,053**	**(333)**	**-**	**6,720**
Projects under development ("R&D")	**-**	**337**	**-**	**-**	**-**	**337**
	3,566	**7,469**	**176,714**	**(3,164)**	**(575)**	**184,010**

(a) Gana Platform is an informative website concerning financial products that Méliuz S/A started to set up in March 2020, and is a product focused on the publication of advertising materials. On November 16, 2022, 5,003,576 nominative, common shares were sold, without par value, fully subscribed and paid up, representing 100% of Gana's capital stock; see note 3.

(b) The website domain refers to domains purchased by the parent company and the subsidiary Melhor Plano for use in their operations. The domain's useful life is linked to business continuity; therefore, it has an indefinite useful life.

(c) According to CPC 15 (R1) - Business Combination, the acquirer has up to one year to reflect any incomplete information or make correction of the accounted values related to the acquisitions. The Brand's useful life – Promobit was changed in the Report of allocation of the price paid to indefinite, with BRL 177 of the accumulated amortization until the period being reversed.

The intangible assets with defined useful life are amortized by the straight-line method considering the consumption pattern of these rights.

In July 2022, BRL 711 was recognized as impairment loss for Project Four, which was discontinued.

(In thousands of Brazilian Reais, unless otherwise stated)

15. Other values receivable and deferred revenue

	Parent Company and restated	
	12/31/2022	12/31/2021
Assets		
Current Assets		
Other amounts receivable	-	27,000
Liabilities		
Current Assets		
Deferred income	**5,749**	3,375
Non-Current		
Deferred income	**34,492**	23,625

In December 2021, Méliuz entered into an agreement with Bankly to implement the incentive program for card portfolios in the postpaid credit modality, which will be issued and managed by Bankly, for the exclusive use of Méliuz. To implement this scope, Bankly negotiated with Mastercard Brasil Soluções de Pagamento Ltda. (“Mastercard”) a partnership to implement the benefits program for cards with the Mastercard flag.

Revenue will be recognized on an accrual basis over the contract term starting in January 2022. Until December 31, 2022, BRL 4,759 was recognized.

16. Suppliers

The composition of the suppliers is shown in the table below:

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Supplier	**6,950**	4,569	**18,716**	6,953
Total	**6,950**	4,569	**18,716**	6,953
Domestic Market	**6,950**	4,569	**15,904**	5,544
Foreign Market	**-**	**-**	**2,812**	1,409

(In thousands of Brazilian Reais, unless otherwise stated)

17. Labor and tax obligations

	Parent Company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Labor Obligations				
Wages	**2,651**	2,530	**3,554**	3,355
Labor provisions (a)	**5,170**	2,919	**8,830**	3,439
Obligations and charges	**3,472**	2,539	**6,703**	3,014
Other Labor Obligations (b)	**11,716**	3,074	**15,897**	3,368
Total Labor Obligations	**23,009**	11,062	**34,984**	13,176
Tax Obligations				
PIS/COFINS [Program of Social Integration/Contribution	**1,049**		**1,776**	
for the Financing of Social Security]		2,228		2,298
Withholding Taxes	**2,007**	1,458	**3,202**	1,711
ISSQN [Tax on Services of Any Nature]	**1,132**	1,091	**1,204**	1,150
Other taxes	**9**	29	**626**	377
Total Tax Obligations	**4,197**	4,806	**6,808**	5,536
Total Labor and Tax Obligations	**27,206**	15,868	**41,792**	18,712

(a) Amount composed of vacation accruals and charges.

(b) Amount composed of labor terminations, union contributions, premium provision by target and payroll loans to employees.

18. Provision for *cashback*

Cashback represents the amount the company understands will be paid at some point to customers who have made and completed purchases of the services offered by Méliuz, according to the terms and conditions of the cashback program.

The model for measuring this value considers what will be paid to users according to descriptive statistics and historical data. The high correlation of the data is demonstrated by a regression model, which is used to predict the future costs of cashback redeemed from the moment it is confirmed to a user. In this way, the cashback amount is provisioned based on the best probability of it being redeemed in the future over the user’s lifetime on Méliuz.

Of the provisioned amount, the amount requested for redemption by users, once the terms and conditions of the cashback program have been met, is settled by bank transfer. The Company reviews the statistical model every six months to adjust for the historical behavior of cashback redemptions by users.

(In thousands of Brazilian Reais, unless otherwise stated)

19. Income Tax and Social Contribution

a) Income tax and social contribution payable

The balances of income tax and social contribution recorded in current liabilities refer to taxes due by the Company subject to taxable income, opting for the annual regime.

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Income Tax	-	-	**463**	516
Social Contribution	-	-	**193**	208
Total	-	-	**656**	724

b) Deferred Taxes

The Company has income and social contribution tax credits, constituted on balances of tax losses, negative basis of social contribution and temporary differences, at the rates of 25% and 9%, respectively, as follows:

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Temporary IRPJ/CSLL differences				
Deferred fiscal assets and liabilities				
Tax loss and negative basis of CSLL	**40,444**	20,646	**58,612**	20,646
Present value adjustment on commercial leases	**(24)**	5	**(24)**	5
Depreciation of commercial leasing	**(250)**	106	**(250)**	106
Allowance for doubtful accounts	**1,586**	86	**1,586**	86
Procedural contingencies	**153**	34	**153**	34
Temporary cashback difference	**4,521**	11,188	**4,521**	11,188
Labor provisions	**3,903**	1,003	**3,903**	1,003
Stock options	**7,562**	1,582	**7,562**	1,582
Adjustment to fair value of Earn Out and Call Option	**(6,167)**	4,395	**(6,167)**	4,395
Other provisions	**3,076**	366	**3,076**	366
Commercial leasing payments	**290**	**(129)**	**290**	**(129)**
Total net assets presented in the balance sheet	**55,094**	39,282	**73,262**	39,282

	Parent Company	Consolidated
Balance as of December 31, 2021	39,282	39,282
Acquisition of subsidiary	**-**	**18,168**
Effects allocated to results	**15,812**	**15,812**
Balance as of December 31, 2022	**55,094**	**73,262**

(In thousands of Brazilian Reais, unless otherwise stated)

19. Income Tax and Social Contribution--Continued

c) Reconciliation of income tax and social contribution expenses

	Parent Company	
	12/31/2022	**12/31/2021**
Income before IRPJ and CSLL	**(72,405)**	(57,922)
Nominal rate	**34%**	34%
IRPJ and CSLL credit (expense) at nominal rate	**24,618**	19,693
Adjustments in the calculation basis for determining the effective tax rate		
Net amount of permanent additions and exclusions	**(8,806)**	421
Current income tax and social contribution	**-**	**-**
Deferred income tax and social contribution	**15,812**	20,114
IRPJ and CSLL effective rate	**(21.8%)**	(34.7%)

	Consolidated	
	12/31/2022	**12/31/2021**
Income before IRPJ and CSLL	**(71,889)**	(51,325)
Nominal rate	**34%**	34%
IRPJ and CSLL credit (expense) at nominal rate	**24,442**	17,451
Adjustments in the calculation basis for determining the effective tax rate		
Net amount of permanent additions and exclusions	**(10,701)**	(460)
Current income tax and social contribution	**(2,071)**	-
Deferred income tax and social contribution	**15,812**	16,991
IRPJ and CSLL effective rate	**(19.1%)**	(33.1%)

(In thousands of Brazilian Reais, unless otherwise stated)

20. Outstanding credits and establishments payable

	Consolidated
	12/31/2022
Credit values of prepaid cards (a)	**151,707**
Payment schedule for purchasers (b)	**110,004**
Other amounts held in custody (c)	**94,305**
Total	**356,016**

(a) Balance available in payment accounts managed by Bankly and basically covers amounts due to holders of prepaid cards issued by Bankly.
(b) Open transactions made by payment accounts and comprise the amounts transacted by the holders of prepaid cards issued by Bankly to be settled with the network of acquirers of these transactions.
(c) Balance available in payment accounts managed by Bankly, amounts to be returned for canceled, blocked and unidentified accounts, as well as amounts from international operations carried out by payment accounts to be settled.

The outstanding credit balances and establishments payable are from the operation of the subsidiary Bankly. As it was acquired on May 30, 2022, there is no restated comparison for December 31, 2021.

21. *Earn-out* to pay and call options

The investments made by Méliuz in the companies Promobit, Melhor Plano, Alter and Acessopar include installments of earn-out to be paid according to the performance of the investees and amounts retained for future payments.

As of December 31, 2022, the amount estimated by the Company to be paid is as follows:

- Promobit:

  -Earn-out estimated at BRL 14,597, of which BRL 8,034 in 2023 and BRL 6,563 in 2024;
  - Retained portion of BRL 2,849 for future contingencies, duly updated according to CDI, in BRL 467, totaling BRL 17,913 in the period ended on December 31, 2022;

- Melhor Plano:

  - Earn-out estimated at BRL 17,275 to be paid in 2024;
  - Retained portion of BRL 481 for future contingencies, duly restated according to CDI, at BRL 79, totaling BRL 17,835 in the period ended December 31, 2022;

21. Earn-out payable--Continued

- Alter:

  - Earn-out estimated at BRL 68 to be paid in 2025;
  - Retained portion of BRL 1,068 for future contingencies, duly updated according to the IPCA, in BRL 70, totaling BRL 1,206 in the period ended December 31, 2022;

- Acessopar:

  - Earn-out estimated at BRL 2,334 to be paid in 2025. On May 30, 2022, an anticipation of earn-out of BRL 15,328 was made, totaling on December 31, 2022 a remaining balance of BRL 12,994.

According to the agreement signed, if the amount due by Méliuz is higher than the amount of the adjusted earn-out advance, the balance calculated should be paid by Méliuz. If the amount is lower than the amount of the adjusted earn-out advance, the respective difference will be due and paid to Méliuz, within forty-five (45) days from the calculation notification.

Call option

In February 2021, the Company acquired 51.2155% of the shares representing the capital stock of Picodi.com S/A, by means of a share purchase agreement that set out call and put options on the remaining 48.8% of the subsidiary's capital stock, for non-controlling shareholders and the Company, respectively, and that can be exercised between September 30, 2024 and September 30, 2025, with their exercise price being subject to certain performance criteria to be reached until the start date of the period’s window.

Méliuz’ obligation to buy the shares from the put option owners (non-controlling shareholders) under the agreement meets the definition of a financial liability, since the Company does not have an unconditional right to avoid the obligation when exercised by the non-controlling shareholders.

As this is an obligation to purchase their own equity instruments this financial liability was initially recognized at the present value of the redemption amount and re-classed from the net equity (as capital reserve); see note 22 ii). Subsequently, it started to be measured at fair value through income as provided for in CPC 48 / IFRS 9 - Financial Instruments.

On December 31, 2022 the balance of this financial liability amounts to BRL 12,794 (BRL 41,314 on December 31, 2021), and the effect of its recording at fair value in the result for the year then ended is BRL 28,521 (BRL 474 in 2021).

22. Net Equity

a) Capital Stock

On July 15, 2021, the Board of Directors approved the increase of the Company's capital stock, within the authorized capital limit.

The Company held a public offering for primary and secondary distribution, of common shares, registered, book-entry and without par value, issued by the Company, all free and clear of any liens or encumbrances ("Shares"), with restricted placement efforts ("Restricted Offering"). The Restricted Offering consists of the (i) primary public distribution of 7,500,000 new Shares ("Primary Offering") and (ii) secondary distribution of 12,765,967 Shares issued by the Company and held by the selling shareholders ("Secondary Offering").

Under the Primary Offering, 7,500,000 new common shares were issued, each at a value of BRL 57.00 ("Price per Share"), all registered, book-entry and with no par value.

Thus, the total amount of the capital increase is BRL 427,500. Thus, the Company's capital stock increased from BRL 344,678, divided into 126,433,000 common shares, to BRL 772,178, without considering distribution costs, divided into 133,933,000 common shares.

On September 3, 2021, the Company's Extraordinary General Meeting approved the split of all its shares, in the proportion of one (1) common share to six (6) common shares, totaling 803,598,000 common shares, without modifying the Company's capital stock.

On October 29, 2021, at a meeting of the Board of Directors, the Company's capital increase was approved, within the limit of the authorized capital, in the total amount of BRL 120.00, through the private subscription of 72,000 new shares, totaling 803,670,000 common shares and a capital share of BRL 772,178.

On May 30, 2022, at the Company's Extraordinary General Meeting, the capital increase of BRL 148,215 was approved through the issuance of 61,246,071 common shares, registered and without par value, within the limit of the authorized capital, as a consequence of the approval of the merger of shares of Acessopar. Thus, the Company's capital share became BRL 920,393, represented by 864,916,071 common shares.

At this same Special General Meeting, forty-eight (48) subscription bonuses were approved to the former members of Acessopar that may result in the subscription, by their holders, of up to 3,277,883 registered common shares, in case of exercise.

22. Net Equity--Continued

a) Capital Stock--Continued

On August 16, 2022, at the Company's Extraordinary General Meeting, the capital increase of BRL 87 was approved through the issuance of 8,183 registered common shares with no par value, within the limit of the authorized capital, as a consequence of the completion of the merger of Alter's shares. Thus, the Company's capital share became BRL 920,480, represented by 864,924,254 common shares.

On September 8, 2022, at a meeting of the Board of Directors, the Company's capital increase was approved, within the limit of the authorized capital, in the total amount of BRL 12.81, through the private subscription of 7,685 new shares, totaling 864,931,939 common shares and a capital share of BRL 920,480.

The Company's major shareholders as of December 31, 2022 are: Israel Fernandes Salmen (16.27% of shares), ORG INVESTMENTS LLC (5.05% of shares), Lucas Marques Peloso Figueiredo (1.98% of shares) and Andre Amaral Ribeiro (0.63% of shares). The remaining shareholders total 76.07% of the shares.

As communicated to the market, ORG INVESTMENTS LLC is owned by the director and controller Ofli Campos Guimarães. ORG is a signatory to the Company's Shareholders' Agreement and Mr. Ofli is Chairman of the Company's Board of Directors.

b) Treasury Stock

The Board of Directors approved, on May 3, 2021, the acquisition of shares of the Company ("Buyback Program") with the purpose of: (i) seeking to promote shareholder value creation through an appropriate capital structure combined with growth in results and earnings per share; and (ii) enable the delivery of shares to management and other eligible beneficiaries of the Stock-Based Compensation Plan approved at the Extraordinary General Meeting on October 5, 2020, as amended at the Extraordinary General Meetings of October 5, 2020 and April 30, 2021 ("Option Plan"). The maximum number of shares to be acquired is up to 7,442,125 common shares, representing up to 10% of the Company's outstanding shares. The shares acquired under the Buyback Program will be held in treasury, canceled or used for the execution of the Options Plan or other plans approved by the Company's General Meeting. The maximum period for the acquisition of Company shares under the new Buyback Program will be 18 months, beginning on May 4, 2021 and ending on November 3, 2022, and it will be up to the Management to define the dates on which the buyback will be effectively executed.

22. Net Equity--Continued

b) Treasury Stocks (Continued)

On August 16, 2021, a total of 591,000 shares were acquired, with a disbursement of BRL 4,985, at an average price of BRL 8.43 per share, on September 21, 2021, 77 shares were acquired at an average price of BRL 2.82 and on November 1, 2021 there was a new repurchase in the total of 1,687,985 shares in the amount of BRL 6,004, at an average price of BRL 3.55.

In April 2022, 208,442 treasury shares were transferred in the form of restricted shares to one of the directors of the management as remuneration, equivalent to BRL 1,757. Also in April 2022, there was the remaining payment of intangible Muambator in the total of 732,759 shares, equivalent to BRL 2,607. The initial debt related to the purchase of this intangible was accounted for by BRL 2,550, causing a discount in the operation.

On May 12, 2022, restricted shares were granted to the Company's officers as compensation for a total of 1,337,861 shares, corresponding to BRL 6,625.

On November 3, 2022, the Company completed their share repurchase program started on May 4, 2021. As of December 31, 2022, there are no treasury shares.

c) Capital Reserve

The Company's capital reserve on December 31, 2022 is BRL (39,392), of which:

i) *Goodwill on issuance of shares*

On December 31, 2021, refers to BRL 24,532 earmarked for applying in future investments less the transaction costs of the primary issuance of the company's shares of BRL 17,483, net of taxes, which occurred in the public offering on November 4, 2020 and the transaction costs of the Restricted Offering of BRL 16,801 which occurred on July 15, 2021.

In April 2022, the Company made a payment in restricted shares to one of its directors with a premium of BRL 242. In the same month, there was a payment in shares to settle the debt of the intangible Muambator that generated a discount of BRL 56. In May 2022, the acquisition of subsidiary Acessopar through share exchange caused a discount of BRL 7,155. In August 2022, upon completion of the incorporation of Alter, a goodwill of BRL 36 was generated.

22. Net Equity--Continued

c) Capital Reserves (Continued)

ii) *Stock Option Plan*

On February 25, 2021, the Company approved in minutes of a Board of Directors' meeting, registered at the Minas Gerais Board of Trade on March 23, 2021, in accordance with article 6, paragraph 2 of the Company's Articles of Incorporation, the granting of 1,834,368 stock options, as per list initialed by all and filed, the said act, at the Company's headquarters, within the scope of the SOP Plan.

On February 25, 2021, 1,784,730 of the 1,834,368 approved stock options were granted ("2021 SOP Plan").

On May 3, 2021, the Company approved in minutes of a Board of Directors' meeting, registered at the Minas Gerais Board of Trade on May 25, 2021, in accordance with article 6, paragraph 2 of the Company's Articles of Incorporation, the granting of 381,066 stock options, as per list initialed by all and filed, the said act, at the Company's headquarters, within the scope of the SOP Plan.

On June 7, 2021, the Company approved in minutes of a Board of Directors' meeting, registered at the Minas Gerais Board of Trade on July 21, 2021, in accordance with article 6, paragraph 2 of the Company's Articles of Incorporation, the granting of 195,882 stock options, as per list initialed by all and filed, the said act, at the Company's headquarters, within the scope of the SOP Plan. Additionally, the re-ratification of the stock option grant made at the RCA of February 25, 2021 was approved, to include the grant of 1,784,730 stock options distributed to 34 (thirty-four) beneficiaries, as per the list filed herein at the Company's headquarters, in substitution of the grant of 1,834,368 stock options distributed to 36 (thirty-six) beneficiaries mentioned in the minutes of the RCA of February 25, 2021.

The Company approved in the minutes of the meeting of the Board of Directors, the following grants of share options, according to the list initialed by all and filed, at the Company's headquarters, within the scope of the SOP Plan.

(In thousands of Brazilian Reais, unless otherwise stated)

22. Net Equity--Continued

c) Capital Reserves (Continued)

ii) *Stock Option Plan*--Continued

RCA date	Approved Grants
02/25/2021	1,834,368
05/03/2021	381,066
06/07/2021	195,882
07/30/2021	179,364
10/29/2021	1,054,760
11/29/2021	401,408
12/14/2021	963,431
01/05/2022	129,241
02/02/2022	1,735,041
03/09/2022	648,180
04/14/2022	275,900
05/23/2022	241,214
07/14/2022	27,713,175
10/17/2022	1,655,654
10/18/2022	1,160,088
11/18/2022	2,841,699
12/05/2022	95,098
12/14/2022	114,544

Additionally, in the RCA of May 23, 2022, the re-ratification of 241,214 options granted was approved, distributed to the beneficiaries on April 1, 2022, May 2, 2022 and May 3, 2022, under the SOP Plan.

The stock options can be exercised in up to 6 years from the grant date, with a vesting period of 5 years, with 30% release as from the third anniversary, 60% as from the fourth anniversary and 100% as from the fifth anniversary. Or in 3 years from the grant date, with a 1-year vesting period.

Each option will entitle the Beneficiary to acquire one (1) common share issued by the Company, at an exercise price of BRL 0.002 (two hundredths of a Real) per share.

Under the Plan, the beneficiaries will be entitled, subject to certain conditions, to acquire shares of the Company, which are equivalent to up to 5% of the total number of common shares issued by the Company.

(In thousands of Brazilian Reais, unless otherwise stated)

22. Net Equity--Continued

c) Capital Reserves (Continued)

ii) *Stock Option Plan*--Continued

d) Assumptions for recognition of share compensation expense

Shares are measured at fair value on the grant date and the expense is recognized in the income statement as “personnel expenses” throughout the period in which the right to exercise the option is acquired, matched against the corresponding increase in shareholders’ equity (in capital reserves). The fair value of the options granted was estimated using the “Binomial” options pricing model. In the following table we present the details of this information:

Grant date	Total purchase options granted	Exercise price		Estimated annual volatility	Dividend expected on shares	Weighted average risk-free interest rate	Maximum maturity	Fair value at grant date	
02/25/2021	1,784,730	BRL	0.002	81.45%	0.14%	7.13%	6 years	BRL	4.48
05/03/2021	372,000	BRL	0.002	93.22%	0.14%	6.07%	6 years	BRL	6.06
05/03/2021	9,066	BRL	0.002	93.22%	0.14%	7.97%	6 years	BRL	6.03
05/17/2021	197,376	BRL	0.002	93.78%	0.14%	8.27%	6 years	BRL	5.53
06/07/2021	16,452	BRL	0.002	94.90%	0.14%	7.96%	6 years	BRL	6.03
07/19/2021	19,710	BRL	0.002	72.07%	0.14%	10.36%	6 years	BRL	10.06
07/30/2021	185,184	BRL	0.002	83.25%	0.14%	8.79%	6 years	BRL	11.22
08/02/2021	174,420	BRL	0.002	72.07%	0.14%	10.36%	6 years	BRL	11.38
09/08/2021	384,616	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
09/20/2021	44,844	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
10/11/2021	22,348	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
10/18/2021	437,249	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
11/01/2021	299,357	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
11/08/2021	55,710	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
12/06/2021	976,167	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
12/20/2021	21,450	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
12/22/2021	37,617	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
12/23/2021	25,327	BRL	0.002	76.93%	0.14%	10.60%	6 years	BRL	3.21
01/17/2022	583,658	BRL	0.002	74.66%	0.00%	11.22%	6 years	BRL	2.88
02/01/2022	1,237,761	BRL	0.002	71.00%	0.00%	11.22%	6 years	BRL	2.34
03/02/2022	648,180	BRL	0.002	72.12%	0.00%	11.19%	6 years	BRL	2.54
04/01/2022	334,494	BRL	0.002	77.40%	0.00%	11.02%	6 years	BRL	2.61
05/02/2022	53,192	BRL	0.002	77.89%	0.00%	12.16%	6 years	BRL	1.88
05/03/2022	129,428	BRL	0.002	77.89%	0.00%	12.16%	6 years	BRL	1.77
06/30/2022	26,719,400	BRL	0.002	76.26%	0.00%	12.61%	6 years	BRL	1.90
07/01/2022	993,775	BRL	0.002	76.26%	0.00%	12.61%	6 years	BRL	1.08
10/03/2022	2,815,742	BRL	0.002	75.59%	0.00%	11.53%	6 years	BRL	1.13
11/18/2022	2,548,866	BRL	0.002	75.97%	0.00%	12.72%	6 years	BRL	1.13
12/05/2022	485,723	BRL	0.002	75.46%	0.00%	12.61%	6 years	BRL	1.12
12/14/2022	114,544	BRL	0.002	75.46%	0.00%	12.61%	6 years	BRL	1.13

(In thousands of Brazilian Reais, unless otherwise stated)

22. Net Equity--Continued

c) Capital Reserves (Continued)

ii) *Stock Option Plan*--Continued

Assumptions for recognition of share compensation expense--Continued

Stock options movement

	SOP Plan
Options at 12/31/2021	4,935,446
Granted	37,055,390
Exercised	**(7,685)**
Canceled	**(1,859,435)**
Options at 12/31/2022	40,123,716
Options exercisable in 2022	264,000
Options exercisable in 2023	2,566,174
Options exercisable in 2024	1,130,338
Options exercisable in 2025	11,188,018
Options exercisable in 2026	11,564,938
Options exercisable in 2027	13,410,248
Personnel expenses including charges as of 12/31/2021	4,653
Personnel expenses, compensation as of 12/31/2022	14,251
Personnel expenses, charges as of 12/31/2022	3,339

iii) Other Reserves

Corresponds to the initial recognition of the amount regarding the option to buy the remaining interest in Picodi's stock capital, as detailed in note 21.

d) Profit reserve

The Ordinary General Meeting of Shareholders held on 29 April 2022 approved the proposal to absorb the 2021 loss, in the amount of BRL3,405, in the retained earnings reserve account.

(In thousands of Brazilian Reais, unless otherwise stated)

22. **Net Equity**--Continued

e) Other comprehensive income

Corresponds to the accumulated effect of exchange conversion from the functional currency to the original currency of the foreign subsidiary's financial statements, calculated on corporate investments held abroad and accounted for under the equity method. This accumulated effect will be reversed to income for the year as a gain or loss upon disposal or write-off of the investment. The effect on shareholders' equity in the period ended on December 31, 2022 is BRL 2,395, totaling the balance of BRL 3,636 in other comprehensive income (BRL 1,241 as of December 31, 2021).

g) Income per share

i) *Basic and diluted*

Basic earnings per share is calculated by dividing the net income attributable to the Company's shareholders by the weighted average number of common shares outstanding during the year.

	12/31/2022	**12/31/2021**
Number of shares*	**839,402,206**	803,598,000
Result for the year	**(56,593)**	**(37,808)**
Basic and diluted earnings per share (in BRL)	**(0.07)**	**(0.05)**

*weighted average

On December 31, 2022 and 2021 the calculation of basic and diluted earnings per share remains the same, due to the ascertained loss for the year.

(In thousands of Brazilian Reais, unless otherwise stated)

23. Provision for tax, civil and labor risks

a) Provision for Lawsuits

The Company and its subsidiaries are defending themselves against labor, civil and tax lawsuits. Thus, surveys, evaluations and quantifications of the lawsuits were made with its legal advisors. The Company and subsidiaries are the defendant in some civil, labor and tax lawsuits with expectation of probable loss, which were accrued in the total amount of BRL 450 as of December 31, 2022 in the parent company and BRL 2,789 in consolidated. On December 31, 2021, a total of BRL 101 was accrued in the parent company and the consolidated.

b) Judicial Contingent Liabilities

In addition to the provisions recorded, there are other contingent liabilities of a civil nature, which expected loss assessed by the company's legal counsels is regarded as possible, in the amount of approximately BRL 170 on December 31, 2022 in the parent company and BRL 2,770 in the consolidated. On December 31, 2021 the amount was BRL 66 in the parent company and in the consolidated.

24. Net Operating Revenue

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Revenues				
Services Provision	**302,898**	249,666	**412,217**	291,288
(-) Deductions from revenue				
ISSQN on services	**(10,745)**	(5,034)	**(12,638)**	(5,393)
PIS on services	**(4,589)**	(3,921)	**(5,613)**	(3,997)
COFINS on services	**(21,137)**	(18,059)	**(25,859)**	(18,412)
Total Net Revenue	**266,427**	222,652	**368,107**	263,486

On December 31, 2022, the Company has three customers whose net revenues represented, individually, more than 10% of their total net revenues, these being BRL 46,800, BRL 45.738 and BRL 27,121. On December 31, 2021, individually, above 10% of their total net revenue, with these being BRL 72,309, BRL 31,011 and BRL 24.684.

(In thousands of Brazilian Reais, unless otherwise stated)

25. Financial income

	Parent Company		Consolidated	
	12/31/2022	**12/31/2021**	**12/31/2022**	**12/31/2021**
Financial Income				
Active exchange variation	**4**	1	**616**	1
Income from financial investments	**47,713**	17,333	**71,876**	17,450
Interest received	**2,765**	698	**3,462**	838
Monetary restatement	**705**	108	**713**	108
Other financial income	**903**	1	**968**	123
	52,090	18,141	**77,635**	18,520
Financial expenses				
Interest paid on late payments	**(349)**	(198)	**(2,168)**	(241)
Loan and financing charges	**(159)**	(125)	**(834)**	(309)
Banking expenses	**(1,810)**	(598)	**(2,312)**	(663)
Other financial expenses	**(2,100)**	(736)	**(2,709)**	(786)
	(4,418)	(1,657)	**(8,023)**	(1,999)
Financial Result (a)	**47,672**	16,484	**69,612**	16,521

(a) We present, in the income statements, the net value of the financial result.

26. Segment information

The segment information was prepared considering the criteria used by the main operational decision maker in performance appraisal, in making decisions regarding the allocation of resources for investment and other purposes, considering the regulatory environment and the similarities between products and services.

The operations of Méliuz are basically divided into the following segments: B2C (Business to Customers) *Domestic,* B2C (Business to Customers) International, B2B (*Business to Business*) and other segments.

The measurement of the managerial result by segments takes into account all revenues and expenses calculated by the companies that make up each segment, according to the distribution presented below.

National B2C Segment (Business to Customers)

The B2C National segment comprises the income of Méliuz, including e-commerce, Gift Card, Recharge, Méliuz Invoice, digital account, credit card and payments operations and Promobit results.

International B2C Segment (Business to Customers)

Understands the results of Picodi's international operation.

(In thousands of Brazilian Reais, unless otherwise stated)

26. Information by segment--Continued

B2B Segment (Business to Business)

Composed essentially of the subsidiaries Bankly and Acessopar, including Banking as a Service (BaaS) operations.

Other segments

Presents the operations of the subsidiaries Gana, Melhor Plano, Alter and FIDC, which are analyzed by the Management separately from the other segments.

The Company does not manage its assets and liabilities by segment.

Subsidiary Ghana was sold on November 16, 2022. As a result, for purposes of presenting the result for December 31, 2022, said company composes the disclosed result for other segments only up to November, 2022. The other companies are kept in this explanatory note for purposes of financial statements consolidation.

Management income statement by segment

	12/31/2022				
	B2C	**B2C International**	**B2B**	**Other segments**	**Consolidated**
Net revenues	**278,115**	**25,009**	**47,986**	**16,997**	**368,107**
Operating expenses					
Cashback expenses	**(175,188)**	**(3,837)**	**-**	**(252)**	**(179,277)**
Personnel expenses	**(129,110)**	**(6,326)**	**(36,213)**	**(10,468)**	**(182,117)**
Commercial and marketing expenses	**(17,937)**	**(6,302)**	**(712)**	**(1,789)**	**(26,740)**
Software expenses	**(24,801)**	**(1,263)**	**(2,791)**	**(833)**	**(29,688)**
General and administrative expenses	**(16,830)**	**(8,877)**	**(32,960)**	**(5,123)**	**(63,790)**
Third-party services	**(24,831)**	**(1,046)**	**(6,719)**	**(600)**	**(33,196)**
Depreciation and amortization	**(11,043)**	**(1,640)**	**(977)**	**(23)**	**(13,683)**
Adjustment to fair value of earn-out and call option	**31,065**	**-**	**-**	**-**	**31,065**
Others	**(4,595)**	**13**	**(6,351)**	**(1,249)**	**(12,182)**
	(373,270)	**(29,278)**	**(86,723)**	**(20,337)**	**(509,608)**
Gross Profit	**(95,155)**	**(4,269)**	**(38,737)**	**(3,340)**	**(141,501)**
Income before financial result and taxes	**(95,155)**	**(4,269)**	**(38,737)**	**(3,340)**	**(141,501)**
			-	**-**	
Financial income	**49,511**	**361**	**20,062**	**(322)**	**69,612**
			-	**-**	
Result before income taxes	**(45,644)**	**(3,908)**	**(18,675)**	**(3,662)**	**(71,889)**
				-	
Current and deferred income and social contribution taxes	**14,454**	**725**	**-**	**(1,438)**	**13,741**
Net income (loss) for the year	**(31,190)**	**(3,183)**	**(18,675)**	**(5,100)**	**(58,148)**

(In thousands of Brazilian Reais, unless otherwise stated)

26. Information by segment--Continued

Management income statement by segment -- Continued

	12/31/2021			
	B2C	B2C International	Other segments	Consolidated
Net revenues	227,337	27,851	8,298	263,486
Operating expenses				
Cashback expenses	(140,159)	(165)	(153)	(140,477)
Personnel expenses	(56,570)	(4,872)	(5,558)	(67,000)
Commercial and marketing expenses	(43,761)	(3,159)	(230)	(47,150)
Software expenses	(16,513)	(776)	(254)	(17,543)
General and administrative expenses	(4,610)	(5,749)	(427)	(10,786)
Third-party services	(20,626)	(3,835)	(450)	(24,911)
Depreciation and amortization	(3,273)	(1,287)	(7)	(4,567)
Adjustment to fair value of earn-out and call option	(12,928)	-	-	(12,928
Others	(5,811)	663	(822)	(5,970)
	(304,251)	(19,180)	(7,901)	(331,332)
Gross Profit	(76,914)	8,671	397	(67,846)
Equity Accounting	-	-	-	-
Income before financial result and taxes	(76,914)	8,671	397	(67,846)
Financial income	16,464	31	26	16,521
Result before income taxes	(60,450)	8,702	423	(51,325)
Current and deferred income and social contribution taxes	19,522	(1,591)	(940)	16,991
Fiscal year net income	(40,928)	7,111	(517)	(34,334)

27. Risk management and financial instruments

a) General Considerations and Policies

The Company contracts operations involving financial instruments, when applicable, all recorded in equity accounts, which are intended to meet its operational and financial needs.

The management of these financial instruments is carried out by means of policies, definition of strategies, and establishment of control systems, and is monitored by the Company’s management.

The treasury procedures defined by the policy in effect include monthly projection routines and assessment of the Company’s currency exposure, on which management's decisions are based.

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

a) General considerations and policies--Continued

Financial investments

In accordance with the established policy for financial investments, the Company's management elects the financial institutions with which contracts may be entered into, according to the evaluation of the credit rating of the counterparty in question, maximum percentage of exposure per institution according to the rating and maximum percentage of the bank's net equity.

	Parent Company		Consolidated	
	12/31/2022	12/31/2021	12/31/2022	12/31/2021
Cash and cash equivalents and Securities	**418,693**	489,256	**743,386**	514,749

Classification of Financial Instruments

As of December 31, 2022 and December 31, 2021, there is no difference between cost values and fair values. The financial instruments were summarized and classified as follows:

Parent Company

On December 31, 2022	Amortized Cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	413,667	-	413,667
Marketable securities	5,026	-	5,026
Trade accounts receivable	12,524	-	12,524
Other assets	20,229	-	20,229
Earn-out Advance	12,994	-	12,994
	464,440	-	464,440
Financial Liabilities			
Suppliers	6,950	-	6,950
Cashback	17,224	-	17,224
Advances	861	-	861
Earn-Out	-	36,954	36,954
Purchase option	-	12,794	12,794
	25,035	49,748	74,783

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

a) General considerations and policies--Continued

Classification of Financial Instruments--Continued

On December 31, 2021	Amortized cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	489,256	-	489,256
Trade accounts receivable	53,452	-	53,452
Other amounts receivable	27,000	-	27,000
Other assets	7,129	-	7,129
Temporary investments	18,588	-	18,588
Loans with related parties	4,376	-	4,376
	599,801	**-**	**599,801**
Financial Liabilities			
Suppliers	4,569	-	4,569
Commercial Lease Operations	1,501	-	1,501
Cashback	36,911	-	36,911
Earn-Out	-	38,194	38,194
Purchase option	-	41,314	41,314
	42,981	**79,508**	**122,489**

Consolidated

On December 31, 2022	Amortized cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	**455,772**	**-**	**455,772**
Marketable securities	**287,614**	**-**	**287,614**
Trade accounts receivable	**31,180**	**-**	**31,180**
Other assets	**119,339**	**-**	**119,339**
Custody of crypto assets	**-**	**6,707**	**6,707**
Crypto-assets portfolio	**-**	**102**	**102**
Earn-out Advance	**12,994**	**-**	**12,994**
	906,899	**6,809**	**913,708**
Financial Liabilities			
Suppliers	**18,716**	**-**	**18,716**
Loans and financing	**132**	**-**	**132**
Advances	**13,426**	**-**	**13,426**
Cashback	**17,224**	**-**	**17,224**
Outstanding credits and establishments payable	**356,016**	**-**	**356,016**
Earn-Out	**-**	**36,954**	**36,954**
Purchase option	**-**	**12,794**	**12,794**
Crypto assets portfolio	**-**	**6,707**	**6,707**
	405,514	**56,455**	**461,969**

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

a) General considerations and policies--Continued

Classification of Financial Instruments--Continued

On December 31, 2021	Amortized cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	514,749	-	514,749
Trade accounts receivable	66,882	-	66,882
Loans and contracts receivable	18,588	-	18,588
Other amounts receivable	27,000	-	27,000
Other assets	8,364	-	8,364
Custody of crypto assets	-	28,303	28,303
Crypto assets portfolio	-	106	106
	635,583	**28,409**	**663,992**
Financial Liabilities			
Suppliers	6,953	-	6,953
Loans and financing	457	-	457
Commercial Lease Operations	1,501	-	1,501
Cashback	36,911	-	36,911
Custody of crypto assets	-	28,303	28,303
Earn-Out	-	38,194	38,194
Purchase option	-	41,314	41,314
	45,822	**107,811**	**153,633**

b) Financial risk management

Financial risk factors

The Company's activities expose it to various financial risks, namely: market risk (including currency and interest rate risk), credit risk and liquidity risk. The Company's risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on financial performance.

Risk management is carried out by the Company's treasury, and the policies must be approved by the Board of Directors. Treasury identifies, assesses and contracts financial instruments in order to protect the Company against possible financial risks, mainly arising from exchange and interest rates.

b.1) *Market Risk*

The Company is exposed to market risks arising from its business activities. These market risks mainly involve the possibility of changes in foreign exchange and interest rates.

27. Risk Management and Financial Instruments--Continued

b) Financial Risk Management--Continued

Financial Risk Factors--Continued

b.1) *Market Risk* (Continued)

i) Exchange rate risk

Exchange rate risk refers to changes in the US dollar, euro and Polish zloty exchange rates that could cause the Company to incur unexpected losses, leading to a reduction in assets.

The Company has a low volume of operations in US Dollars and Euros, representing essentially 8% of the fiscal year's revenue. In addition, considering the acquisition of Picodi in February 2021, variations in the Polish zloty may affect the measurement of the Company's revenue.

ii) Interest rate risk

The Company's interest rate risk arises from financial investments, bonds and securities, earn-out advances, earn-out payable, and short- and long-term loans and financing, if any. The Company's management has a policy of keeping the indexes of its exposure to lending and borrowing interest rates linked to floating rates. Short-term investments and loans and financing are adjusted by the post-fixed CDI, according to contracts signed with financial institutions.

b.2) *Credit Risk*

The credit risk is based on the concentration of revenue that the Company has of 44.9% in three customers, the remainder being spread over hundreds of end customers, with whom the Company has a direct relationship. The result of this credit management is reflected under the heading Allowance for doubtful accounts, as shown in note 5.

The Company is subject to credit risks related to the financial instruments contracted in the management of its business. They consider the risk of non-settlement of operations held in financial institutions with which they operate, which are considered by the market to be first-rate ones.

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

b) Financial Risk Management--Continued

Financial Risk Factors--Continued

b.3) *Liquidity Risk*

Management continually monitors the forecasts of the liquidity requirements of the Company and its subsidiaries to ensure that it has sufficient cash to meet operating needs, investment plans and financial obligations.

The Company invests excess cash in financial assets with post-fixed interest rates and with daily liquidity (CDBs of financial institutions that fall within the investment policy approved by management).

The following table summarizes the maturity profile of the Company's consolidated financial liabilities:

Parent Company

On December 31, 2022	Less than 1 year	1 to 3 years	Total
Suppliers	**6,950**	**-**	**6,950**
Cashback	**16,270**	**954**	**17,224**
Advances	**861**	**-**	**861**
Earn-Out	**8,034**	**28,920**	**36,954**
Purchase option	**-**	**12,794**	**12,794**
Total	**32,115**	**42,668**	**74,783**

Consolidated

On December 31, 2022	Less than 1 year	1 to 3 years	Total
Suppliers	**18,716**	**-**	**18,716**
Loans and financing	**132**	**-**	**132**
Cashback	**16,270**	**954**	**17,224**
Outstanding credits and establishments payable	**356,016**	**-**	**356,016**
Advances	**13,426**	**-**	**13,426**
Earn-Out	**8,034**	**28,920**	**36,954**
Purchase option	**-**	**12,794**	**12,794**
Crypto assets portfolio	**6,707**	**-**	**6,707**
Total	**419,301**	**42,668**	**461,969**

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

c) Capital management

The Company’s businesses suggest maintaining a high amount of cash and cash equivalents in order to encourage cash outflows to meet short-term obligations, mainly cashback.

The main objectives of capital management are: (i) ensure the Company’s going concern; (ii) ensure maximization of returns on financial investments; (iii) maximize shareholder return; and (iv) ensure the Company's competitive advantage in raising funds.

The Company manages its capital structure and adjusts it considering changes in economic conditions. The capital is monitored based on the Company's indebtedness ratio, which corresponds to the net debt divided by shareholders' equity, and the net debt is composed of the lease amount, plus loans and financing, if any, reduced by cash and cash equivalents, and securities.

The table below presents the company’s debt ratio at December 31, 2022 and December 31, 2021:

Parent Company

	12/31/2022	**12/31/2021**
(-) Cash and cash equivalents	**(413,667)**	(489,256)
(-) Marketable securities	**(5,026)**	-
(+) Lease liabilities	**-**	1,501
Net (cash) debt	**(418,693)**	(487,755)
Net Equity	**786,456**	678,908
Leverage ratio	**(53.2%)**	(71.8%)

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

c) Capital management--Continued

Consolidated

	12/31/2022	12/31/2021
(-) Cash and cash equivalents	**(455,772)**	(514,749)
(-) Marketable securities	**(287,614)**	-
(+) Loans and financing	**132**	305
(+) Lease liabilities	**-**	1,501
Net (cash) debt	**(743,254)**	(512,943)
Net Equity	**799,198**	695,483
Leverage ratio	**(93.0%)**	(73.8%)

d) Sensitivity Analysis

The sensitivity analysis of the financial instruments was prepared under the terms of CVM Instruction 475/08, with the purpose of estimating the impact on the fair value of the financial instruments operated by the Company, considering three scenarios in the risk variable considered: most likely scenario, in the Company's evaluation; deterioration of 25% (possible adverse scenario) in the risk variable; deterioration of 50% (remote adverse scenario).

For being grounded on statistical simplifications, the estimates presented do not necessarily reflect the amounts ascertainable in the next financial statements. The use of different methodologies could have a material effect on the estimates presented.

Additionally, the Company must present in its sensitivity analysis of financial instruments the risks that may generate material losses directly or indirectly considering the following elements, as determined by CVM Instruction 475/08:

- The probable scenario is defined as the scenario expected by the Company's management and referenced by an independent external source;
- The possible adverse scenario considers a 25% deterioration in the main risk variable determining the fair value of financial instruments; and
- The remote adverse scenario considers a 50% deterioration in the main risk variable determining the fair value of financial instruments.

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

d) Sensitivity Analysis--Continued

The probable scenario adopted by the Company is the maintenance of market levels.

Under the Company's analysis, the financial instruments exposed to interest rate variation risk correspond to financial investments in CDBs and fixed income investment funds, classified as cash equivalents and financial investments.

Parent Company

	Financial Instruments 12/31/2022
Assets	
CDI rate (%) Bacen	**13.75%**
Financial investments in cash and cash equivalents	**403,311**
Marketable securities	**5,026**
Earn-out advance	**12,994**
	421,331
Amounts exposed to the risk of variation in the CDI rate	**421,331**
Possible adverse scenario (-25%)	**(14,483)**
Remote adverse scenario (-50%)	**(28,967)**
Liabilities	
CDI rate (%) Bacen	**13.75%**
Earn-Out	**36,954**
Amounts exposed to the risk of variation in the CDI rate	**36,954**
Possible adverse scenario (-25%)	**(1,270)**
Remote adverse scenario (-50%)	**(2,541)**

(In thousands of Brazilian Reais, unless otherwise stated)

27. Risk Management and Financial Instruments--Continued

d) Sensitivity Analysis--Continued

Consolidated

	Financial Instruments 12/31/2022
Assets	
CDI rate (%) Bacen	**13.75%**
Financial investments in cash and cash equivalents	**418,906**
Marketable securities	**287,614**
Earn-out advance	**12,994**
	759,514
Amounts exposed to the risk of variation in the CDI rate	**719,514**
Possible adverse scenario (-25%)	**(24,733)**
Remote adverse scenario (-50%)	**(49,467)**
Liabilities	
CDI rate (%) Bacen	**13.75%**
Earn-Out	**36,954**
Amounts exposed to the risk of variation in the CDI rate	**36,954**
Possible adverse scenario (-25%)	**(1,270)**
Remote adverse scenario (-50%)	**(2,541)**

28. Insurance Coverage

The insurance implemented by the Company refers to the insurance of interns in the amount of BRL 10 per intern for cases of accidental death/total or partial permanent disability and insurance for directors and managers of a maximum premium of BRL 154.

The company also has insurance for data protection and cyber liability with a maximum coverage of BRL 5,000. In addition, the Company and Bankly possess an insurance to protect the civil liability of the officers with maximum coverage of BRL 40,000.

The other companies in the group only have social responsibility insurance for their employees.

29. Subsequent Events

Commercial agreement to offer financial products and services

The Company reports to have concluded, on March 08, 2023, the commercial agreement with Banco BV. Thus, the offering of financial products and services by Méliuz in partnership with Banco BV started on this date.

With the beginning of the operation, Méliuz will start offering financial products and services on the asset light model, and will no longer assume several costs and expenses related to the products, focusing only on the user's experience. and will start being remunerated by an enabled credit card, enabled account, and percentage tied to the card TPV.

Acquisition of minority interest

On March 8, 2023, the fund CVC of Banco BV, as buyer, and the shareholders of Méliuz, Israel Fernandes Salmen, André Amaral Ribeiro and Lucas Marques Peloso Figueiredo, as sellers, concluded the disposal of common shares representing approximately 3.85% of the capital stock of Méliuz, for the price per share of BRL1.5354472, due to the fulfillment of all conditions precedent and acts closing acts provided for in the share purchase agreement previously entered into between the parties on December 30, 2022.

Decision by the STF on a "res judicata"

On February 8, 2023, the Federal Supreme Court concluded the judgment of Themes 881 and 885, regarding the loss of effects of individual final and unappealable decisions, following a subsequent change in the court's understanding on tax matters. The Company proceeded to an assessment and no case was identified which has a significant effect on their operations.

Management

ANDRÉ AMARAL RIBEIRO
OFFICER

GABRIEL LOURES ARAUJO
OFFICER

ISRAEL FERNANDES SALMEN
OFFICER

LEONARDO BORGES PISANESCH
OFFICER

LUCAS MARQUES PELOSO FIGUEIREDO
OFFICER

LUCIANO CARDOSO VALLE
OFFICER

MAURO ROJAS HERRERA
OFFICER

TULIO BRAGA PAIVA PACHECO
OFFICER

MICHELLE MEIRELLES FERREIRA COSTA
ACCOUNTANT - CRC/MG 107.217/O-4