

Quarterly Information - ITR

Méliuz S.A.

June 30, 2024
with Independent Auditor's Report



Méliuz S.A.

Quarterly Information - ITR

June 30, 2024

Table of Contents

Review report quarterly information	1
Parent company and consolidated interim accounting information	
Balance sheets	3
Income statements	5
Comprehensive income statements.....	6
Statements of changes in equity	7
Statements of cash flows	8
Statements of value added	9
Notes to the parent company and consolidated interim financial statements	10



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A free translation from Portuguese into English of Independent Auditor’s Review Report on quarterly information prepared in Brazilian currency in accordance with NBC TG 21 and IAS 34 applicable to the preparation of Quarterly Information (ITR) and the rules issued by the Brazilian Securities and Exchange Commission (CVM)

Independent auditor’s review report on quarterly information

To the
Management and Shareholders of
Méliuz S.A.
São Bernardo do Campo - SP

Introduction

We have reviewed the accompanying individual and consolidated interim financial information contained in the Quarterly Information Form (ITR) of Méliuz S/A. (the “Company”), for the quarter ended June 30, 2024, comprises the statement of financial position as of June 30, 2024 and the related statements of income, of comprehensive income, of changes in equity and of cash flows for the six-months period then ended, and notes the interim financial information, including material accounting policies and other financial information.

Responsibilities of the executive board for the interim financial information

The executive board is responsible for the preparation of the individual and consolidated interim financial information in accordance with Accounting Pronouncement NBC TG 21 and IAS 34 - Interim Financial Reporting, issued by the International Accounting Standards Board (IASB), as well as for the fair presentation of this information in accordance with the rules issued by the Brazilian Securities and Exchange Commission (CVM) applicable to the preparation of the Quarterly Information Form (ITR). Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of review

We conducted our review in accordance with Brazilian and International Standards on Review Engagements (NBC TR 2410 and ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity, respectively). A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with auditing standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion on the individual and consolidated interim financial information

Based on our review, nothing has come to our attention that causes us to believe that the individual and consolidated interim financial information, included in the quarterly information referred to above has not been prepared, in all material respects, in accordance with NBC TG 21 and IAS 34 applicable to the preparation of Quarterly Information (ITR), and presented consistently with the rules issued by the CVM.

Other matters

Statements of value added

The abovementioned quarterly information includes the individual and consolidated statements of value added (SVA) for the six-month period ended June 30, 2024, prepared under the Company executive board's responsibility and presented as supplementary information under IAS 34. These statements have been subject to review procedures performed together with the review of the quarterly information with the objective to conclude whether they are reconciled to the interim financial information and the accounting records, as applicable, and if their format and content are in accordance with the criteria set forth by NBC TG 09 – Statement of Value Added. Based on our review, nothing has come to our attention that causes us to believe that these statements of value added were not prepared, in all material respects, in accordance with the criteria set forth by this Standard and consistently with the individual and consolidated interim financial information as a whole.

Belo Horizonte (MG), August 8, 2024.

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



Rogério Xavier Magalhães
Accountant CRC MG-080613/O

Méliuz S.A.

Balance sheets
June 30, 2024
(In thousands of Reais)

	Notes	Parent Company		Consolidated	
		June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Assets					
Current Assets					
Cash and cash equivalents	3.a	53,616	55,929	64,886	69,361
Trade accounts receivable	4	17,066	32,437	26,843	43,804
Bonds and securities	3.b	386,142	592,920	386,490	594,987
Recoverable taxes	5	11,119	7,076	12,340	7,563
Custody of crypto-assets	6.1	-	-	17,339	12,231
Crypto portfolio	6.1	-	-	382	212
Other assets	6.2	3,659	4,512	4,937	12,753
Total current assets		471,602	692,874	513,217	740,911
Non-current assets					
Long-term receivables					
Deferred taxes	16.b	55,094	55,094	55,094	55,094
Other assets	6.2	2,313	10,946	1,360	1,257
Total long-term assets		57,407	66,040	56,454	56,351
Investments					
Fixed assets	8	97,698	177,697	2,901	1
Commercial leasing - right of use	9	1,434	1,992	1,609	2,200
Intangible assets	10	-	-	786	813
Total non-current assets	11	13,230	9,792	98,328	178,719
		169,769	255,521	160,078	238,084
Total assets		641,371	948,395	673,295	978,995

	Notes	Parent Company		Consolidated	
		June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Liabilities					
Current Assets					
Suppliers	13	3,479	2,795	5,508	5,104
Labor and tax obligations	14	17,873	41,079	21,062	44,614
Income tax and social contribution payable	16	1,322	1,359	2,454	2,402
Provision for cashback	15	17,023	19,952	17,782	20,997
Commercial leasing payable	10	-	-	440	350
Minimum dividends payable		14	19	14	19
Custody of crypto-assets	6.1	-	-	17,339	12,231
Deferred income	12	5,749	5,749	5,858	5,996
Earn-out payable	17.a.i	3,986	37,839	3,986	37,839
Advances		72	161	130	165
Other liabilities		3,548	1,747	3,799	1,855
Total current liabilities		53,066	110,700	78,372	131,572
Non-current assets					
Commercial leasing payable	10	-	-	389	496
Provision for cashback	15	349	409	2,626	3,138
Deferred taxes		-	-	20	378
Labor and tax obligations	14	739	951	739	955
Earn-out payable	17.a.i	5,885	5,572	5,885	5,572
Call option	17.b	23,741	23,741	23,741	23,741
Deferred income	12	25,869	28,743	25,869	28,743
Provisions for tax, civil and labor risks	19.a	2,377	1,800	2,459	1,911
Other liabilities		-	-	2	2
Total non-current liabilities		58,960	61,216	61,730	64,936
Net Equity					
Capital Stock	18	610,403	920,482	610,403	920,482
Capital Reserve		(37,486)	(31,013)	(37,486)	(31,013)
Other comprehensive income		(2,916)	(3,435)	(2,916)	(3,435)
Accrued profit (loss)		(40,656)	(109,555)	(40,656)	(109,555)
Shareholder's equity attributable to controlling shareholders		529,345	776,479	529,345	776,479
Shareholder's equity attributable to non-controlling shareholders		-	-	3,848	6,008
Total net worth		529,345	776,479	533,193	782,487
Total liabilities and shareholders' equity					
		641,371	948,395	673,295	978,995

The explanatory notes are an integral part of the individual and consolidated interim financial statements.

Méliuz S.A.

Income statements

Three-month periods ended June 30, 2024 and 2023

(In thousands of Reais, except basic and diluted earnings per share)

	Notes	Parent Company				Consolidated			
		Three-month period ended on		Six-month period ended on		Three-month period ended on		Six-month period ended on	
		June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Continuing operations									
Net revenues	20	72,826	55,523	138,146	124,655	87,641	72,152	170,053	155,800
Operating expenses									
Cashback expenses		(36,233)	(32,751)	(68,980)	(71,266)	(36,329)	(35,060)	(70,266)	(75,328)
Personnel expenses		(12,736)	(19,038)	(26,680)	(44,684)	(17,285)	(23,642)	(35,952)	(53,908)
Commercial and marketing expenses		(2,451)	(2,528)	(4,511)	(5,911)	(6,565)	(5,358)	(12,700)	(11,552)
Software expenses		(1,992)	(1,137)	(3,852)	(6,399)	(2,567)	(1,828)	(5,024)	(7,768)
General and administrative expenses		(1,938)	258	(2,374)	(3,936)	(8,794)	(13,084)	(22,106)	(22,432)
Third-party services		(2,110)	(9,653)	(5,249)	(13,794)	(2,808)	(9,888)	(6,490)	(14,253)
Depreciation and amortization		(2,171)	(1,755)	(4,414)	(2,825)	(1,816)	(2,315)	(4,648)	(3,943)
Assets impairment		(79,752)	-	(79,752)	-	(82,799)	-	(82,799)	-
Others		1,868	2,709	3,612	2,430	1,862	2,616	3,404	2,249
		(137,515)	(63,895)	(192,200)	(146,385)	(157,101)	(88,559)	(236,581)	(186,935)
Gross Profit		(64,689)	(8,372)	(54,054)	(21,730)	(69,460)	(16,407)	(66,528)	(31,135)
Equity Accounting		(1,275)	(2,076)	(1,340)	(3,392)	-	-	-	-
Income before financial result and taxes		(65,964)	(10,448)	(55,394)	(25,122)	(69,460)	(16,407)	(66,528)	(31,135)
Financial results	21	8,028	6,363	17,692	20,847	10,322	10,865	27,342	24,701
Result before income taxes		(57,936)	(4,085)	(37,702)	(4,275)	(59,138)	(5,542)	(39,186)	(6,434)
Current and deferred income and social contribution taxes	16.c	(1,322)	-	(1,322)	-	(1,622)	(768)	(2,494)	(1,313)
Losses from discontinued operations		(59,258)	(4,085)	(39,024)	(4,275)	(60,760)	(6,310)	(41,680)	(7,747)
Discontinued operations									
Losses from discontinued operations		-	(9,222)	-	(19,654)	-	(9,222)	-	(19,654)
Losses for the period		(59,258)	(13,307)	(39,024)	(23,929)	(60,760)	(15,532)	(41,680)	(27,401)
Loss for the period attributable to:									
Non-controlling shareholders		-	-	-	-	(1,502)	(2,225)	(2,656)	(3,472)
Controlling shareholders		-	-	-	-	(59,258)	(13,307)	(39,024)	(23,929)
Basic and diluted losses per share (in BRL)		(0.68)	(0.15)	(0.45)	(0.28)	-	-	-	-
Basic and diluted loss per share for continued operations (in BRL)		(0.68)	(0.05)	(0.45)	(0.05)	-	-	-	-

The explanatory notes are an integral part of the individual and consolidated interim financial statements.

Méliuz S.A.

Income statements comprehensive
 Three-month periods ended June 30, 2024 and 2023
 (In thousands of Reais)

	Parent Company				Consolidated			
	Three-month period ended on		Six-month period ended on		Three-month period ended on		Six-month period ended on	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Losses for the period	(59,258)	(13,307)	(39,024)	(23,929)	(60,760)	(15,532)	(41,680)	(27,401)
Other comprehensive income								
Currency exchange adjustment of foreign subsidiaries	427	87	519	(64)	839	171	1,015	(134)
Total comprehensive income for the period	(58,831)	(13,220)	(38,505)	(23,993)	(59,921)	(15,361)	(40,665)	(27,535)

The explanatory notes are an integral part of the individual and consolidated interim financial statements.

Méliuz S.A.

Statements of Changes in equity
Six-month period ended June 30, 2024 and 2023
(In thousands of Reais)

	Capital Reserve					Retained earnings (loss)	Total	Non-controlling shareholders interests	Total net worth
	Capital Stock	Goodwill on issuance of shares	Options granted	Other reserves	Other comprehensive income				
Balances as of December 31, 2022	920,480	(16,758)	18,206	(40,840)	(3,636)	(90,996)	786,456	12,742	799,198
Losses for the period	-	-	-	-	-	(23,929)	(23,929)	(3,472)	(27,401)
Options granted	-	-	8,110	-	-	-	8,110	-	8,110
Others	-	-	-	-	-	-	-	73	73
Currency exchange adjustment	-	-	-	-	(64)	-	(64)	(70)	(134)
Balances as of June 30, 2023	920,480	(16,758)	26,316	(40,840)	(3,700)	(114,925)	770,573	9,273	779,846
Balances as of December 31, 2023	920,482	(16,758)	18,652	(32,907)	(3,435)	(109,555)	776,479	6,008	782,487
Recapitalization	7,844	-	-	(7,844)	-	-	-	-	-
Reduction of capital stock	(317,923)	-	-	-	-	107,923	(210,000)	-	(210,000)
Net profit (loss) of the period	-	-	-	-	-	(39,024)	(39,024)	(2,656)	(41,680)
Options granted	-	-	1,371	-	-	-	1,371	-	1,371
Currency exchange adjustment	-	-	-	-	519	-	519	496	1,015
Balances as of June 30, 2024	610,403	(16,758)	20,023	(40,751)	(2,916)	(40,656)	529,345	3,848	533,193

The explanatory notes are an integral part of the individual and consolidated interim financial statements.

Méliuz S.A.

Statements of Cash Flows Six-month period ended June 30, 2024 and 2023 (In thousands of Reais)

	Parent Company		Consolidated	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Operating Activities				
Earnings before income taxes from discontinued operations	(37,702)	(4,275)	(39,186)	(6,434)
Result of the period before taxes from discontinued operations	-	(19,654)	-	(19,654)
Earnings before income taxes	(37,702)	(23,929)	(39,186)	(26,088)
Adjustments for:				
Depreciation and amortization	4,414	7,882	4,648	9,721
Gain/loss on disposal of fixed assets	146	76	146	103
Net income and interest	9,705	2,961	331	(681)
Provision for losses expected from credit, net	(121)	4,877	(319)	4,528
Equity accounting method	1,340	17,989	-	-
Employee Benefits with Shares Options	1,371	8,110	1,371	8,110
Appropriation of deferred revenue	(2,874)	(2,875)	(3,012)	(2,875)
Provision for <i>cashback</i> , net	76,321	78,869	77,607	78,869
Provisions for tax, civil and labor risks, net	577	(61)	548	(1,684)
<i>Earn-Out</i>	-	(186)	-	(186)
Assets impairment	79,752	-	82,799	-
Exchange Variation and Others	-	(1)	(347)	128
Adjusted Result	132,929	93,712	124,586	69,945
Changes in Assets and Liabilities:				
Trade accounts receivable	15,492	(15,391)	1,700	(25,635)
Recoverable taxes	(4,043)	(7,345)	(4,734)	(7,934)
Other assets	1,094	3,469	23,770	14,739
Suppliers	684	(3,332)	212	(296)
Labor and tax obligations	(23,418)	(9,746)	(23,838)	(11,154)
<i>Cashback</i> paid	(79,310)	(80,615)	(81,334)	(80,615)
Outstanding credits and establishments payable	-	-	-	(131,835)
Other liabilities	(1,107)	(2,697)	(909)	(12,280)
Earn-out paid	(33,853)	(8,035)	(33,853)	(8,035)
Acquisition of cryptocurrencies	-	-	(170)	(51)
IRPJ and CSLL paid	(1,359)	-	(2,802)	(1,352)
Payment of interest on leases	-	-	(18)	(22)
Net cash generated (used) in operating activities	7,109	(29,980)	2,610	(194,525)
Investment activities				
Additions to fixed assets and lease	(28)	-	(34)	(133)
Receipt from sale of fixed assets	69	531	69	542
Additions to intangible	(6,355)	(2,004)	(6,355)	(4,209)
Investments in bonds and securities	(32,793)	-	(31,793)	-
Reduction (increase) in bonds and securities	238,571	-	240,290	-
Acquisition of equity instruments	(2,900)	(334,208)	(2,900)	(185,663)
Receipt of profit distribution	1,200	-	-	-
Receipt for sale of equity interest	-	200	-	200
Net cash generated (used) in investment activities	197,764	(335,481)	199,277	(189,263)
Financing activities				
Loan and lease payments	-	-	(191)	(292)
Decrease of excess capital	(207,181)	-	(207,181)	-
Dividends paid	(5)	-	(5)	-
Net cash generated (used) in financing activities	(207,186)	-	(207,377)	(292)
Effect of exchange variation on exchange adjustment	-	-	1,015	(134)
Net change in cash and cash equivalents	(2,313)	(365,461)	(4,475)	(384,214)
Cash and cash equivalents				
At the beginning of the period	55,929	413,667	69,361	455,772
At the end of the period	53,616	48,206	64,886	71,558
Net change in cash and cash equivalents	(2,313)	(365,461)	(4,475)	(384,214)

The explanatory notes are an integral part of the individual and consolidated interim financial statements.

Méliuz S.A.

Statements of added value
Six-month period ended June 30, 2024 and 2023
(In thousands of Reais)

	Parent Company		Consolidated	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Revenues				
Gross service revenues	154,365	141,316	188,110	220,602
Other revenues	3,839	4,523	3,999	5,917
Provision for losses expected from credit, net	(121)	4,878	(319)	(10)
	158,083	150,717	191,790	226,509
Inputs purchased from third parties				
Cashback costs	(76,317)	(78,723)	(77,603)	(82,786)
Third-party services	(10,265)	(20,403)	(19,701)	(28,739)
Infrastructure expenses	(4,283)	(8,879)	(5,846)	(18,558)
Assets impairment	(79,752)	-	(82,799)	-
Others	(2,439)	(8,764)	(21,762)	(56,638)
	(173,056)	(116,769)	(207,711)	(186,721)
Gross Added Value	(14,973)	33,948	(15,921)	39,788
Depreciation and amortization	(4,414)	(7,881)	(4,648)	(9,722)
Net Added Value produced	(19,387)	26,067	(20,569)	30,066
Added Value received in transfer	26,344	8,591	28,142	40,825
Equity Accounting	(1,340)	(17,989)	-	-
Financial income and exchange variation	27,684	26,580	28,142	40,825
Total added value to distribute	6,957	34,658	7,573	70,891
Distribution of the added value				
Personnel	23,009	40,619	30,813	69,183
Direct compensation	12,151	22,310	18,451	45,719
Benefits	9,986	16,555	11,070	19,862
FGTS	872	1,754	1,292	3,602
Taxes, fees and contributions	12,874	12,138	17,393	25,652
Federal	9,786	7,546	13,766	19,683
State	-	7	1	9
Municipal	3,088	4,585	3,626	5,960
Remuneration of third-party capital	10,098	5,830	1,047	3,457
Interests	9,849	5,450	638	2,694
Rentals	1	18	143	383
Others	248	362	266	380
Remuneration of equity capital	(39,024)	(23,929)	(41,680)	(27,401)
Losses for the period	(39,024)	(23,929)	(39,024)	(23,929)
Non-controlling shareholders interest in retained earnings	-	-	(2,656)	(3,472)
Distribution of the added value	6,957	34,658	7,573	70,891

The explanatory notes are an integral part of the individual and consolidated interim financial statements.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements

June 30, 2024

(In thousands reais, unless otherwise stated)

1. Operational Context

a) The Company

Méliuz S.A. ("Company" or "Méliuz" and together with its subsidiaries "Group" or "Cash3 Group"), is a publicly-held corporation, listed on B3 S.A. (B3), under the acronym CASH3, with headquarters at Rua José Versolato, 111, Bloco B, Sala 3014, Centro, São Bernardo do Campo - SP, 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. The Company's purpose is also to explore, on a secondary and eventual basis, activities of business intermediation and interest in other companies.

The Cash3 Group consists of the following subsidiaries:

<u>Investee</u>	<u>Control</u>	<u>Participation</u>
Picodi.com S.A.	Subsidiary	51.2%
Melhor Plano Internet Ltda.	Subsidiary	100%
Promobit Serviços de Tecnologia Digital Ltda.	Subsidiary	100%
Alter Pagamentos S.A.	Subsidiary	100%
Méliuz Fundo de Investimento em Direitos Creditórios	Subsidiary	100%
Zopyy Tecnologia Ltda	Others	19.4%

i) *Picodi.com S.A. ("Picodi")*

Poland-based Picodi.com is an international e-commerce platform bringing together discount coupons and promotional codes and is present on five continents, in more than 44 countries and available in 19 different languages.

ii) *Melhor Plano Internet Ltda. ("Melhor Plano")*

Through the Melhor Plano platform, users are able to find different offers of telecommunications plans and service packages that best suit their individual consumption profile. In the same environment, it is possible to compare the different companies in the sector of mobile or fixed telephone plans, pay TV, fixed internet and combos.

iii) *Promobit Serviços de Tecnologia Digital Ltda. ("Promobit")*

Promobit promotes an online environment for users to exchange information and opinions about e-commerce store products and promotions.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

1. Operating Context--Continued

a) The Company- Continued

iv) *Alter Pagamentos S.A. ("Alter")*

Alter is a startup specialized in cryptoassets trading, consolidating a cryptocurrency portfolio in a single application with the integration of a digital account.

v) *Méliuz Fundo de Investimento em Direitos Creditórios ("FIDC")*

The FIDC aims to offer a credit product to its users who hold the new Méliuz card. In March 2022, a total of 27,500 junior subordinated units ("Units") were subscribed to the Méliuz Fundo de Investimento em Direitos Creditórios ("FIDC"), incorporated for an indefinite time, with the specific purpose of concentrating the operation to accelerate receivables in the Bankly's credit system and a paid-up capital which position on June 30, 2024 was BRL 26,560 (BRL 25,900 on December 31, 2023). The concept of full consolidation was applied for the FIDC.

vi) *Zoppy Tecnologia Ltda ("Zoppy")*

On April 4, 2024, the Company acquired 19.4% of Zoppy, a company that renders CRM (*Customer Relationship Management*) management services aimed at the small and medium-sized retail market. For Zoppy, the concept of consolidation was not applied, as according to CPC 48 – Financial Instruments, the interest in other companies must be recorded at its fair value or its cost value.

On September 01, 2023, the Board of Directors of the Company, approved in the meeting the reelection of Mrs. Michelle Meirelles Ferreira Costa as Chief Financial Officer and Mr. Mr. Márcio Loures Penna as Chief Investor Relations Officer up to August 31, 2024.

b) Disposal of the control of Acessopar and Bankly

On November 27, 2023, the sale of 100% of the shares issued by Bankly and 100% of the shares issued by Acessopar ("Transaction") was completed. The implementation of the Transaction resulted in the change of control of Acessopar and, indirectly, Bankly, to Banco BV. For further details, see explanatory note 22.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued
June 30, 2024
(In thousands reais, unless otherwise stated)

2. Accounting Policies

2.1. Basis of preparation and presentation of the financial statements

The interim individual and consolidated financial information was prepared in keeping with *International Accounting Standard No. 34, Interim Financial Reporting* issued by the *International Accounting Standards Board - IASB*, Accounting Pronouncement No. 21 (R1) - "CPC 21", which covers the interim financial statements and the standards issued by the Brazilian Securities and Exchange Commission (CVM) applicable to the preparation of Quarterly Information (ITR).

These interim financial information were prepared following principles, practices and criteria consistent with those implemented in the preparation of the financial statements as of December 31, 2023.

Accordingly, these interim financial information should be read in conjunction with these financial statements, approved by Management on March 11, 2024.

The Management declares that all relevant information specific to the interim financial information, and only them, are being evidenced and correspond to the information used by the Management to fulfill its duties.

The Company's Executive Board and Board of Directors authorized the issuance of this interim individual and consolidated Financial Information on August 6, 2024.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

2. Accounting Policies (Continued)

2.1. Basis of preparation and presentation of statements--Continued

Correlation between the Explanatory Notes disclosed in the Annual Financial Statements and Interim Financial Information

<u>Numbers of Explanatory Notes</u>		<u>Title of Explanatory Notes</u>
<u>June 30, 2024</u>	<u>December 31, 2023</u>	
1	1	Operational Context
2	2	Accounting Policies
-	3	Amalgamation
3	4	Financial Instruments
4	5	Trade accounts receivable
5	6	Recoverable taxes
6	7	Other assets
7	8	Transactions with related parties
8	9	Investments
9	10	Fixed assets
10	11	Commercial Lease Operations
11	12	Intangible assets
12	13	Deferred income
13	14	Suppliers
14	15	Labor and tax obligations
15	16	Provision for cashback
16	17	Income Tax and Social Contribution
-	18	Outstanding credits and establishments payable
17	19	<i>Earn-out</i> payable and call options
18	20	Net Equity
19	21	Provisions for tax, civil and labor risks
20	22	Net Operating Revenue
21	23	Financial results
22	24	Discontinued operations
23	25	Segment information
24	26	Risk management and financial instruments
25	27	Insurance Coverage
-	28	Subsequent Events

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

2. Accounting Policies (Continued)

2.2. Added Value Statement (“VAS”)

The presentation of the individual and consolidated Statement of Added Value (“DVA”), prepared pursuant to CPC 09, is required by Brazilian corporate law and accounting practices adopted in Brazil, applicable to publicly-held companies. IFRSs do not require the presentation of this statement, therefore, it is being presented as additional information, notwithstanding the set of interim consolidated financial information.

2.3. Assets and liabilities held for sale and discontinued operations

The Company classifies a non-current asset as held for sale when its book value will be recovered primarily through a sale transaction rather than through continued use. These non-current and held-for-sale assets are measured at the lower of their book value and the net fair value of selling expenses. Selling expenses are represented by incremental expenses directly attributable to the sale, excluding financial expenses and taxes on profit.

Classification criteria for non-current assets held for sale are met when the sale is highly probable and the asset or group of assets held for sale is available for immediate sale in its current conditions, subject only to such terms as are customary and usual for sale of such assets held for sale. The appropriate hierarchical level of management of the Company is committed to the asset sale plan, and a firm program has been initiated to locate a buyer and complete the plan within one year from the date of classification.

Assets and liabilities classified as held for sale are presented separately as current items on the balance sheet.

Discontinued operations are excluded from results of continuing operations and are presented as a single amount in profit or loss after taxes from discontinued operations in the income statement.

Additional disclosures are set forth in Note 22. All other notes to the interim financial information include amounts for continuing operations, except when mentioned otherwise.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

2. Accounting Policies (Continued)

2.4. Non-financial assets impairment

Management reviews the assets recoverable value annually, or more frequently when an indication of impairment is identified. Once such evidence is identified and the net book value exceeds the impairment, a provision for devaluation is set up, adjusting the net book value to the impairment. In this case, the asset impairment or of a specific cash-generating unit is defined as being the higher of its value in use and its net sales value.

Management verified the indicators to identify the need to apply the impairment test and the accounting recognition of the impairment of non-financial asset, such as: discount rate and operating metrics, such as revenues and expenses. In addition, the Company tests for *impairment*, at least annually, or more frequently when an indication of impairment is identified, goodwill on the acquisitions of its subsidiaries.

Devaluation loss is recognized for a cash-generating unit to which goodwill is related. When the unit impairment is less than the carrying amount of the unit, the loss is recognized and allocated to reduce the book value of the unit's assets in the following order: (a) reducing the book value of goodwill allocated to the cash-generating unit; and (b) hereinafter, to the other assets of the unit prorated the book value of each asset.

2.5. New pronouncements issued

There is no standard and amendment which are effective for annual periods beginning on or after January 01, 2024, that materially affect the Company's interim accounting information. The Company has decided not to adopt in advance any other standard, interpretation or amendment that has been issued but is not in effect yet.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

3. Financial Instruments

a) Cash and cash equivalents

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Cash and Banks	2,426	3,179	4,587	6,467
Financial Investments (a)	51,190	52,750	60,299	62,894
Total	53,616	55,929	64,886	69,361

(a) The Company has cash equivalents related to fixed income financial investments indexed to the variation of 100% to 1105% (101.5% to 104% on December 31, 2023) 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.

b) Bonds and securities

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Financial Investments (a)	386,142	592,920	386,490	594,987
Total	386,142	592,920	386,490	594,987

(a) Amounts referring to financial investment in CDB with liquidity of more than 90 days, therefore, does not meet the requirements of CPC 03 for classification as cash and cash equivalents.

The exposure of Company and their subsidiaries to interest rate risks and the sensitivity analysis for financial assets and liabilities are disclosed in explanatory note 24.

4. Trade accounts receivable

Composition of accounts receivable

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Accounts receivable	17,629	32,879	32,082	48,258
Provision for losses expected from credit	(563)	(442)	(5,239)	(4,454)
Total	17,066	32,437	26,843	43,804

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

4. Accounts receivable from customers--Continued

Composition of customer balances by maturity

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Amounts to fall due	16,920	31,408	29,681	44,823
Outstanding amounts				
From 01 to 60 days	258	998	1,021	2,061
From 61 to 90 days	-	-	69	32
From 91 to 120 days	-	88	80	132
From 121 to 180 days	-	267	151	380
More than 180 days	451	118	1,080	830
Total	17,629	32,879	32,082	48,258

a) Provision transactions for doubtful account

	Parent Company	Consolidated
Balance as of December 31, 2022	4,917	11,209
Acquisition of subsidiary	-	(3,992)
Constitutions	3,113	5,041
Write-offs	(7,588)	(7,698)
Exchange variation (a)	-	(106)
Balance as of December 31, 2023	442	4,454
Balance as of December 31, 2023	442	4,454
Constitutions	139	491
Write-offs	(18)	(172)
Exchange variation (a)	-	466
Balance as of June 30, 2024	563	5,239

(a) Refers to the difference in the exchange rate for consolidation of subsidiaries located abroad with a functional currency other than the Real.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

5. Recoverable taxes

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Income and social contribution taxes (a)	9,711	6,300	9,764	6,300
Other recoverable taxes (b)	1,408	776	2,576	1,263
Total	11,119	7,076	12,340	7,563

(a) Amounts of Income Tax and Social Contribution related to negative balance and/or overpaid, in addition to amounts of IRRF [Income tax] recoverable on billing and financial investments incurred in the period.

(b) In parent company refers to overpaid taxes. In the Consolidated, refer mainly to Picodi's taxes and fees.

6. Other assets

6.1. Crypto-assets

6.1.1. Custody

The subsidiary Alter is a company specialized in crypto-assets 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 June 30, 2024, custody of cryptocurrency is BRL 18,611 (BRL 12,231, on December 31, 2023), 100% of Bitcoin.

6.1.2. 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.

On June 30, 2024, the own asset portfolio totals BRL 382 (BRL 212 on December 31, 2023), of which BRL 11 is a positive variation in the quotation for the period, recorded in the result.

The Company records the balances of crypto assets converted into 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.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

6. Other assets--Continued

6.2. Other assets

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Prepaid expenses (a)	1,446	510	1,559	821
Other accounts receivable (b)	968	986	1,748	8,741
Advances (c)	855	2,637	1,244	2,812
Other amounts receivable (d)	1,567	1,567	1,567	1,567
Méliuz FIDC (e)	997	9,729	-	-
Others	139	29	179	69
	5,972	15,458	6,297	14,010
Current Assets	3,659	4,512	4,937	12,753
Non-current assets	2,313	10,946	1,360	1,257

(a) Prepaid expenses such as software licenses and other accelerated contractual payments .

(d) In the consolidated, values refer to amounts regarding credit rights with substantial acquisition of risk from the FIDC. In parent company referring to Gift Card product transactions.

(c) Refers to advances to suppliers.

(d) Accounts receivable from sale of Gana.

(e) Amounts refer to FIDC units resulting from the contributions made to the Fund and resulting from the period, as shown below:

	December 31, 2023	Capital contributions	Income for the period	Return of Capital	June 30, 2024
Méliuz Fundo de Investimento em Direitos Creditórios	9,729	1,000	(9,392)	(340)	997
Total	9,729	1,000	(9,392)	(340)	997

FIDC's financial information as of June 30, 2024 is as follows:

Income Statements	June 30, 2024
Net Revenue	7,196
Operating expenses	(16,572)
Financial results	(16)
Income before taxes	(9,392)
Current and deferred income and social contribution taxes	-
Losses for the period	(9,392)
Balance Sheet	June 30, 2024
Total assets	1,203
Total Liabilities	206
Total net worth	997

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

7. Transactions with related parties

7.1. Transactions

The transactions with related parties refer to expense apportionment.

The expense apportionment transactions were established based on conditions defined between the parties, in a current account contract, with monthly settlement.

7.2. Remuneration of Key Management Personnel

The Company's key management personnel include statutory officers and members of Board of Directors, whose compensation paid in the period closed June 30, 2024 was BRL 7,289 (BRL 5,850 on June 30, 2023).

The compensation of the Company's key management personnel comprises the short term benefits, long term incentives and compensation plan based on shares. The members of the Company's Board of Directors are not entitled to post-employment benefits, termination benefits or other long-term incentives.

	Consolidated	
	June 30, 2024	June 30, 2023
Short-term benefits (a)	6,037	3,728
Long Term Incentives (b)	364	-
Share-based remuneration	888	2,122
Total	7,289	5,850

(a) The Company's short-term benefits are: salaries and directors' fees (not including the employer's social security contribution), bonuses and welfare benefits.

(b) Amounts related to retention bonuses.

The compensation of the Company's key management personnel is paid in full by Méliuz S.A.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

7. Transactions with related parties--Continued

7.3. Other transactions between related parties

The following table presents the total value of the transactions that were entered into with related parties. As of November 27, 2023, the only related party that has transactions with Méliuz is Bankly.

	Bankly	
	June 30, 2024	June 30, 2023
Revenues	-	(1,343)
Expenses	-	3,819
Others	-	(1,130)
Financial results	-	(216)

8. Investments

a) The equity interests are summarized as follows:

Investee	Control	Parent Company			
		June 30, 2024		December 31, 2023	
		Participation	Investment	Participation	Investment
Picodi.com S.A. (a)	Subsidiary	51.2%	27,834	51.2%	109,848
Melhor Plano Internet Ltda.	Subsidiary	100%	28,001	100%	27,669
Promobit Serviços de Tecnologia Digital Ltda.	Subsidiary	100%	21,653	100%	22,401
Alter Pagamentos S.A.	Subsidiary	100%	17,310	100%	17,779
Zoppy Tecnologia Ltda ("Zoppy") (b)	Others	19.4%	2,900	-	-
			<u>97,698</u>		<u>177,697</u>

(a) The Company tests the recoverable value of assets annually, or more frequently when an indication of impairment is identified, based on economic and financial projections of each cash-generating unit to which *goodwill* was allocated, using the value in use criterion, calculated using the discounted cash flow method. On June 30, 2024, a loss due to devaluation was recorded in the amount of BRL 79,752, see explanatory note 11.

(b) Zoppy is a company that rendering CRM (*Customer Relationship Management*) management services aimed at the small and medium-sized retail market, see explanatory note No. 1.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

8. Investments--Continued

b) Equity as of June 30, 2024 and 2023

Investee	June 30, 2024		June 30, 2023		Equity accounting method of discontinued operations
	Income for the period	Equity accounting method	Income for the period	Equity accounting method	
Picodi.com S.A.	(5,436)	(2,781)	(7,108)	(3,636)	-
Melhor Plano Internet Ltda.	1,769	1,769	463	463	-
Promobit Serviços de Tecnologia Digital Ltda.	(548)	(548)	(193)	(193)	-
Alter Pagamentos S.A.	220	220	(25)	(25)	-
Acessopar Investimentos Participações S.A. ("Acessopar") (a)	-	-	(7,595)	-	(7,595)
Acesso Soluções de Pagamentos S.A. ("Bankly") (a)	-	-	(14,644)	-	(7,002)
Cash3 Corretora de Seguros Ltda. ("Cash3 Corretora") (b)	-	-	(1)	(1)	-
Total as of June 30, 2024	(3,995)	(1,340)	(29,103)	(3,392)	(14,597)

(a) On November 27, 2023, Acessopar and Bankly were sold to Banco BV, see explanatory note # 24.

(b) 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. Cash3 Corretora was closed on May 29, 2023.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

8. Investments--Continued

c) Investment transaction

Investee	Permanent Investment	Equity accounting method	Capital Gain Amortization	Investee acquisition	Results Distribution	Loss on investment	Exchange adjustment	Permanent Investment
	December 31, 2023							June 30, 2024
Picodi.com S.A. (a)	109,848	(2,781)	-	-	-	(79,752)	519	27,834
Melhor Plano Internet Ltda.	27,669	1,769	(237)	-	(1,200)	-	-	28,001
Promobit Serviços de Tecnologia Digital Ltda.	22,401	(548)	(200)	-	-	-	-	21,653
Alter Pagamentos S.A..	17,779	220	(689)	-	-	-	-	17,310
Zoppy Tecnologia Ltda	-	-	-	2,900	-	-	-	2,900
Total	177,697	(1,340)	(1,126)	2,900	(1,200)	(79,752)	519	97,698

(a) The permanent investment in Picodi.com S.A. comprises 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 519 on June 30, 2024.

Investee	Permanent Investment	Equity accounting method	Equity accounting method of discontinued operations	Capital Gain Amortization	Added Value Amortization of discontinued operations	Transfer asset held for sale	Loss with investment	Exchange adjustment	Permanent Investment
	12/31/ 2022								June 30, 2023
Picodi.com S.A. (a)	116,969	(3,636)	-	-	-	-	-	(64)	113,269
Melhor Plano Internet Ltda.	26,212	463	-	(237)	-	-	-	-	26,438
Promobit Serviços de Tecnologia Digital Ltda.	22,236	(193)	-	(200)	-	-	-	-	21,843
Alter Pagamentos S.A.	19,146	(25)	-	(689)	-	-	-	-	18,432
Acessopar Investimentos e Participações S.A.	145,238	-	(7,595)	-	(3,269)	(134,374)	-	-	-
Bankly	63,610	-	(7,002)	-	(1,788)	(54,820)	-	-	-
Cash3 Corretora de Seguros Ltda.	-	(1)	-	-	-	-	1	-	-
Total	393,411	(3,392)	(14,597)	(1,126)	(5,057)	(189,194)	1	(64)	179,982

(a) The permanent investment in Picodi.com S.A. comprises 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 64 on June 30, 2023.

(b) 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, the balance was reset to zero, causing a loss with investment. Cash3 Corretora was closed, see explanatory note no. 1.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

8. Investments--Continued

d) Composition of the balance sheet and results of subsidiaries on June 30, 2024

Balance Sheet	Picodi	Promobit	Melhor Plano	Alter
	June 30, 2024	June 30, 2024	June 30, 2024	June 30, 2024
Total assets	14,162	5,008	9,837	18,432
Total Liabilities	6,324	1,958	2,063	17,528
Total net worth	7,838	3,050	7,774	904
Income for the period	June 30, 2024	June 30, 2024	June 30, 2024	June 30, 2024
Net Revenue	8,329	5,273	10,930	179
Operating expenses	(14,140)	(5,236)	(8,403)	(31)
Financial results	4	26	106	141
Income before taxes	(5,807)	63	2,633	289
Current and deferred income and social contribution taxes	371	(611)	(864)	(69)
Profit /(loss) for the period	(5,436)	(548)	1,769	220

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 explanatory note n°11a.

9. Fixed assets

a) Details of the fixed assets of Company and its subsidiaries are shown in the following tables:

	Depreciation rates p.a.	Parent Company		Consolidated	
		June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Computers and peripherals	20%	3,338	3,906	3,662	4,230
Furniture and utensils	10%	117	101	117	101
Electronic Equipment	20%	285	295	291	302
Plants	10%	4	3	4	3
Total Cost		3,744	4,305	4,074	4,636
Computers and peripherals	20%	(2,070)	(2,092)	(2,223)	(2,213)
Furniture and utensils	10%	(71)	(65)	(71)	(66)
Electronic Equipment	20%	(169)	(156)	(171)	(157)
Accrued depreciation		(2,310)	(2,313)	(2,465)	(2,436)
Total net fixed assets		1,434	1,992	1,609	2,200

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

9. Fixed Assets (Continued)

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

	Parent Company				June 30, 2024
	December 31, 2023	Additions	Depreciation	Write-off	
Computers and peripherals	1,814	-	(341)	(205)	1,268
Furniture and fixtures	36	16	(6)	-	46
Electronic Equipment	139	11	(24)	(10)	116
Plants	3	1	-	-	4
	1,992	28	(371)	(215)	1,434

	Parent Company				June 30, 2023
	12/31/ 2022	Additions	Depreciation	Write-off	
Computers and peripherals	3,260	-	(409)	(601)	2,250
Furniture and fixtures	55	-	(6)	(3)	46
Electronic Equipment	198	-	(28)	(3)	167
Plants	3	-	-	-	3
	3,516	-	(443)	(607)	2,466

	Consolidated				June 30, 2024
	December 31, 2023	Additions	Depreciation	Write-off	
Computers and peripherals	2,017	-	(373)	(205)	1,439
Furniture and utensils	35	22	(11)	-	46
Electronic Equipment	145	11	(26)	(10)	120
Plants	3	1	-	-	4
	2,200	34	(410)	(215)	1,609

	Consolidated				June 30, 2023	
	12/31/ 2022	Additions	Depreciation	Write-off		Transfer asset held for sale
Computers and peripherals	4,298	129	(595)	(639)	(707)	2,486
Furniture and fixtures	104	-	(12)	(3)	(43)	46
Electronic Equipment	200	4	(28)	(3)	-	173
Plants	3	-	-	-	-	3
	4,605	133	(635)	(645)	(750)	2,708

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

10. 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 Picodi's office and administrative headquarters.

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.

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 40 months.

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Commercial leasing - right of use	-	-	1,262	1,262
Additions	-	-	87	-
Depreciation of commercial leasing	-	-	(659)	(434)
Exchange adjustments	-	-	96	(15)
Total	-	-	786	813

b) *Movement of the commercial leasing - right of use*

	Parent Company	Consolidated
	Properties	
Balance as of December 31, 2022	-	1,262
Additions	-	(434)
Depreciation of right of use	-	(15)
Balance as of December 31, 2023	-	813
Additions	-	87
Depreciation of right of use	-	(195)
Exchange adjustment	-	81
Balance as of June 30, 2024	-	786

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued
June 30, 2024
(In thousands reais, unless otherwise stated)

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

10. Leasing Operations--Continued

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 4.12% p.a., over the lease term.

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, 2022	-	-
Additions	-	1,315
Finance charges	-	41
Principal payments made	-	(453)
Financial charges paid	-	(41)
Exchange adjustments	-	(16)
Balance as of December 31, 2023	-	846
Additions	-	87
Finance charges	-	18
Principal payments made	-	(191)
Financial charges paid	-	(18)
Exchange adjustments	-	87
Balance as of June 30, 2024	-	829
Current Assets	-	440
Non-current assets	-	389

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 re-measurement 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 cause relevant distortions in the information to be provided, given the current reality of long-term interest rates in the Brazilian economic environment.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

11. Intangible assets

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

	Amortization rates p.a.	Parent Company		Consolidated	
		June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Development platform	20%/25%/50%	1,282	1,282	1,282	4,233
Purchased Software	20%	3,295	3,295	3,295	3,295
Use Licenses	33.3%/100%	7,222	6,075	7,222	6,075
Assets under development (c)	56%	6,164	1,939	6,164	1,939
Website domain (a)	-	184	184	4,475	4,475
Goodwill (b)	-	-	-	35,310	114,107
Brand – Picodi (a)	-	-	-	23,847	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
Added value - Software	20%/21.82%	-	-	2,366	2,366
Added value - Technology	18.87%	-	-	7,053	7,053
Project under developed	-	5,461	4,478	7,187	6,204
Total Cost		23,608	17,253	115,233	191,581
Development platform	20%	(1,282)	(1,282)	(1,282)	(1,282)
Purchased Software	20%	(1,920)	(1,628)	(1,920)	(1,628)
Use Licenses	33.3%/100%	(5,986)	(4,348)	(5,986)	(4,348)
Assets under development (c)	56%	(1,190)	(203)	(1,190)	(203)
Customer Relationship	6.02%/9.26%	-	-	(1,386)	(1,162)
Added value - Software	20%/21.82%	-	-	(1,482)	(1,245)
Added value - Technology	18.87%	-	-	(3,659)	(2,994)
Accrued Amortization		(10,378)	(7,461)	(16,905)	(12,862)
Total net intangible assets		13,230	9,792	98,328	178,719

(a) Website domain and Brand – Picodi, Melhor Plano and Promobit and Operating License are intangible assets with an indefinite useful life, therefore, not subject to amortization. A loss due to devaluation was recorded in the amount of BRL 955 referring to subsidiary Picodi.

(b) Goodwill generated in the acquisitions of subsidiaries, being BRL 7,716 from Promobit, BRL 14,961 from Melhor Plano and BRL 12,633 from Alter. The Company tests the recoverable value of assets annually, or more frequently when an indication of impairment is identified, based on economic and financial projections where each investee is considered cash-generating unit to which *goodwill* was allocated, using the value in use criterion, calculated using the discounted cash flow method, see explanatory note No. 11a).

(c) Development capitalization corresponds to completed projects that generate future economic benefits for the Company. Amortization of development assets begins when development is completed and the asset is available for use.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

11. Intangible assets--Continued

Movements in the Company's Intangible Assets

	Parent Company					June 30, 2024
	December 31, 2023	Additions	Transfer	Amortization	Write-off	
Purchased Software	1,667	-	-	(292)	-	1,375
Use Licenses	1,727	1,147	-	(1,638)	-	1,236
Assets under development	1,736	-	4,225	(987)	-	4,974
Website Domain	184	-	-	-	-	184
Project under developed	4,478	5,208	(4,225)	-	-	5,461
	9,792	6,355	-	(2,917)	-	13,230

	Parent Company					June 30, 2023
	12/31/ 2022	Additions	Transfer	Amortization	Write-off	
Purchased Software	2,326	-	-	(330)	-	1,996
Use Licenses	572	2,004	-	(926)	-	1,650
Website Domain	184	-	-	-	-	184
	3,082	2,004	-	(1,256)	-	3,830

	Consolidated						June 30, 2024
	December 31, 2023	Additions	Transfer	Amortization	Write-off	Exchange adjustments	
Development platform	2,951	-	-	-	(3,047)	96	-
Purchased Software	1,667	-	-	(292)	-	-	1,375
Assets under development	1,736	-	4,225	(987)	-	-	4,974
Use Licenses	1,727	1,147	-	(1,638)	-	-	1,236
Website domain (a)	4,475	-	-	-	-	-	4,475
Goodwill	114,107	-	-	-	(78,797)	-	35,310
Brand – Picodi (a)	24,802	-	-	-	(955)	-	23,847
Brand – Melhor Plano (a)	4,380	-	-	-	-	-	4,380
Brand – Promobit (a)	5,483	-	-	-	-	-	5,483
Customer Relationship	6,007	-	-	(224)	-	-	5,783
Added value - Software	1,121	-	-	(237)	-	-	884
Added value - Technology	4,059	-	-	(665)	-	-	3,394
Project under developed	6,204	5,208	(4,225)	-	-	-	7,187
	178,719	6,355	-	(4,043)	(82,799)	96	98,328

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

11. Intangible assets--Continued

Transactions in the Company's Intangible Assets-- Continued

	Consolidated							June 30, 2023
	12/31/ 2022	Additions	Amortization	Amortization of discontinued operations	Transfer	Transfer asset held for sale	Exchange adjustments	
Development platform	4,003	-	(904)	-	652	-	(9)	3,742
Purchased Software	2,344	1,396	(342)	-	-	(1,402)	-	1,996
Use Licenses	3,377	2,004	(1,477)	-	-	(2,255)	-	1,649
Website domain (a)	4,475	-	-	-	-	-	-	4,475
Goodwill	215,463	-	-	-	-	(101,356)	-	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	6,455	-	(224)	-	-	-	-	6,231
Added value - Software	26,825	-	(234)	(3,155)	-	(22,078)	-	1,358
Added value - Technology	5,390	-	(666)	-	-	-	-	4,724
Contract Portfolio - Bankly	11,363	-	-	(1,136)	-	(10,227)	-	-
Contract portfolio - Card	7,661	-	-	(766)	-	(6,895)	-	-
Operation license (a)	14,241	-	-	-	-	(14,241)	-	-
Project under developed	2,379	809	-	-	(652)	-	(1)	2,535
	338,641	4,209	(3,847)	(5,057)	-	(158,454)	(10)	175,482

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

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

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

11. Intangible assets--Continued

a) Assets impairment

The Company tests the recoverable value of assets annually, or more frequently when an indication of impairment is identified, based on economic and financial projections where each investee is considered cash-generating unit to which *goodwill* was allocated, using the value in use criterion, calculated using the discounted cash flow method.

On June 30, 2024, the Company observed the need to assess the recoverability of Picodi's asset, mainly due to the losses presented in recent years. The test was carried out based on the updated discounted cash flow, considering financial projections approved by Management for the next ten years, to more accurately reflect the market conditions and the maturation of the Company's long-term strategies. This extended period allows us to better capture the planned investment and growth cycles, ensuring a more robust and reliable assessment of the recoverable value of assets.

The main changes in the assumptions are linked to the discount rate, valued at 16.94%, operational metrics, such as revenues and expenses, given that the projections were reassessed based on Management's *know-how* of more than 10 years in the *cashback* business, as well as the behavior expected by users over time and the perpetuity rate of the business.

Based on the analyzes performed, the value of the discounted cash flow was compared with the *carrying amount* (accounting balances of *goodwill*, added value, operating assets and liabilities), to assess whether *impairment* adjustments are required.

Through this comparison, Management identified the need to recognize a loss from devaluation in the amount of BRL 79,752 related to subsidiary Picodi, of which BRL 78,797 was *goodwill* and BRL 955 related to the brand. The impact of the loss was recognized in the Income Statement.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

12. Deferred income

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Liabilities				
Current Assets				
Deferred income	5,749	5,749	5,858	5,996
Non-Current assets				
Deferred income	25,869	28,743	25,869	28,743

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. By June 30, 2024, the amount of BRL 2,874 (BRL 2,874 on June 30, 2023) was recognized in revenues.

13. Suppliers

The composition of suppliers is demonstrated in the table below:

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Suppliers	3,479	2,795	5,508	5,104
Total	3,479	2,795	5,508	5,104
Domestic Market	3,479	2,795	3,726	3,086
Foreign Market	-	-	1,782	2,018

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

14. Labor and tax obligations

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Labor Obligations				
Wages	1,434	1,450	2,080	2,266
Labor provisions (a)	3,927	3,095	4,971	3,913
Obligations and charges (b)	3,000	5,454	3,593	5,997
Provision for premium for achievement of results	6,304	17,923	6,655	17,923
Retention Bonus (d)	-	8,370	-	8,370
Other Labor Obligations (c)	279	218	280	713
Total Labor Obligations	14,944	36,510	17,579	39,182
Tax Obligations				
PIS/COFINS [Program of Social Integration/Contribution for the Financing of Social Security]	1,953	3,239	2,071	3,423
Withholding Taxes	1,039	1,407	1,166	1,603
ISSQN [Tax on Services of Any Nature]	672	867	747	1,026
Other taxes	4	7	238	335
Total Tax Obligations	3,668	5,520	4,222	6,387
Total Labor and Tax Obligations	18,612	42,030	21,801	45,569
Current Assets	17,873	41,079	21,062	44,614
Non-current assets	739	951	739	955

(a) Amount composed of provision for vacation and Christmas bonus.

(b) Amounts include the burdens on payroll, labor provisions and stock options, see explanatory note no. 18 c).

(c) Amount made up by director's fees, severance payable and loans consigned to employees.

(d) Compound value of the exchange of *stock options* by retention bonuses.

15. 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 set apart based on the best probability of it being redeemed in the future over the user's lifetime on Méliuz.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

15. Provision for cashback- continued

The Company reviews the statistical model every six months to adjust, when relevant, the reference factor of the provision so that it fits the most current *cashback* redemption behavior and profile known by the Company. *To this end, the model curve is compared to the actual redemption data, and the amount of cashback redeemed from a cashback confirmation date is then monitored at the level of each confirmed monthly cashback harvest for the entire period possible for redemption in accordance with the Cashback Program Terms and Conditions.* From the redemption values in each month elapsed from the confirmation for the most recent confirmed *cashback* harvests known, the change in the redemption profile and the due adjustments of the provision curve are made when necessary.

Of the amount set apart, the amount requested for redemption by users, once the terms and conditions of the cashback program have been met, is settled by bank transfer.

16. 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	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Income Tax	932	-	1,754	735
Social Contribution	390	1,359	700	1,667
Total	1,322	1,359	2,454	2,402

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

16. Income Tax and Social Contribution--Continued

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	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Deferred fiscal assets and liabilities				
Tax loss and negative basis of CSLL	33,998	34,681	33,998	34,681
Allowance for doubtful accounts	192	64	192	64
Procedural contingencies	809	613	809	613
Temporary cashback difference	4,597	5,620	4,597	5,620
Labor provisions	2,144	6,094	2,144	6,094
<i>Stock options</i>	10,724	10,322	10,724	10,322
Adjustment to fair value of Earn Out and Call Option	(6,966)	764	(6,966)	764
Assets impairment	27,116	-	27,116	-
Deferred IRPJ and CSLL not assessed (a)	(19,741)	-	(19,741)	-
Other provisions	2,221	(3,064)	2,221	(3,064)
Total net assets presented in the balance sheet	55,094	55,094	55,094	55,094
Balance as of December 31, 2023	55,094		55,094	
Effects allocated to results	-		-	
Balance as of June 30, 2024	55,094		55,094	

- (a) The Company accumulated tax losses and negative basis of social contribution on net income over the last few years of activity for which it did not recognize deferred income tax and social contribution credits on net income. Income tax and social contribution assets on net income should be recognized when the Company presents future taxable income and it is probable the tax benefits will be realized. As of June 30, 2024, the non-assessed amount of income tax and social contribution on net income was BRL 19,741.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

16. Income Tax and Social Contribution--Continued

c) Reconciliation of income tax and social contribution expenses

	Parent Company			
	Three-month period ended on		Six-month period ended on	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Income before IRPJ and CSLL from continuing operations	(57,936)	(4,085)	(37,702)	(4,275)
Nominal rate	34.00%	34.00%	34.00%	34.00%
IRPJ and CSLL credit (expense) at nominal rate	19,699	(2,158)	12,819	1,454
Adjustments in the calculation basis for determining the effective tax rate				
Net amount of permanent additions and exclusions	1,352	1,270	511	(1,710)
Others, including effect of unincorporated tax credits	(22,373)	888	(14,652)	256
Current income tax and social contribution	(1,322)	-	(1,322)	-
Deferred income tax and social contribution	-	-	-	-
IRPJ and CSLL effective rate	2.3%	0.0%	3.5%	0.0%
	Consolidated			
	Three-month period ended on		Six-month period ended on	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Income before IRPJ and CSLL from continuing operations	(59,138)	(5,542)	(39,186)	(6,434)
Nominal rate	34.00%	34.00%	34.00%	34.00%
IRPJ and CSLL credit (expense) at nominal rate	20,107	1,884	13,323	2,188
Adjustments in the calculation basis for determining the effective tax rate				
Net amount of permanent additions and exclusions	643	(3,541)	(1,166)	(3,757)
Others, including effect of unincorporated tax credits	(22,372)	888	(14,651)	256
Current income tax and social contribution	(1,622)	(768)	(2,494)	(1,313)
Deferred income tax and social contribution	-	-	-	-
IRPJ and CSLL effective rate	2.7%	(13.9%)	6.4%	(20.4%)

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

17. *Earn-out payable and call options*

a) Earn-out payable

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

As of June 30, 2024, the amount estimated by the Company to be paid is as follows:

- (i) Earn-out estimated at BRL 3,986 to be paid in 2024; Retained portion of BRL 4,568 for future contingencies, duly updated according to CDI, in BRL 1,317, totaling the balance of *earn-out payable* in current and non-current liabilities in the period closed March 31, 2024 of BRL 9,871 (BRL 43,411 on December 31, 2023);

b) Call option

In February 2021, the Company acquired 51.2% of the shares representing the share capital 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 explanatory note 18 ii). Subsequently, it started to be measured at fair value through income as provided for in CPC 48 / IFRS 9 – Financial Instruments.

As of June 30, 2024, the balance of this financial liability, which is updated annually, amounts to BRL 23,741 (BRL 23,741 on December 31, 2023).

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

18. Net Equity

a) Capital Stock

On February 10, 2023, at the Board of Directors meeting, the Company's capital increase was approved, within the limit of the authorized capital, in the total amount of BRL 0.41, through the private subscription of 248,504 new shares, totaling 865,180,443 common shares and a share capital of BRL 920,480.

On April 28, 2021, the Company's Extraordinary General Meeting approved the reverse split of all its shares, in the proportion one (1) common share to hundred (100) common shares and subsequently the split of all its shares in proportion of 1 (one) common share to 10 (ten) common shares, without modifying the Company's capital stock.

On August 28, 2023, at the Board of Directors meeting, the Company's capital increase was approved, within the limit of the authorized capital, in the total amount of BRL 0.51, through the private subscription of 30,549 new shares, totaling 86,548,593 common shares and a share capital of BRL 920,481.

On September 19, 2023, at the Board of Directors meeting, the Company's capital increase was approved, within the limit of the authorized capital, in the total amount of BRL 0.2, through the private subscription of 11,925 new shares, totaling 86,560,518 common shares and a share capital of BRL 920,481.

On September 08, 2022, at the Board of Directors meeting, the Company's capital increase was approved, within the limit of the authorized capital, in the total amount of BRL 0.33, through the private subscription of 19,697 new shares, totaling 86,580,215 common shares and capital stock of BRL 920,482.

On January 26, 2024, the Shareholders' Special General Meeting approved the reduction of the Company's capital stock in the amount of BRL 210,000 ("Capital Reduction for Excess ") and the reduction of the Company's capital stock in BRL 107,923 to absorb the accumulated loss ("Capital Reduction for Losses"). The Capital Reduction for Excess will only become effective on April 01, 2024, after the expiration of 60 (sixty) days from the date of publication of the AGE [Special Meeting], for opposition by the Company's creditors, pursuant to art. 174 of the Brazilian Corporation Law, number 6,404/76 without change in the number of shares, totaling 86,580,215 common shares and capital stock of BRL 812,558.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

18. Net Equity--Continued

a) Share Capital--Continued

On January 30, 2024, at the Board of Directors meeting, the Company's capital increase was approved, within the limit of the authorized capital, in the total amount of BRL 0.2, through the private subscription of 53,610 new shares, totaling 86,633,825 common shares and capital stock of BRL 812,559.

On February 21, 2024, the Board of Directors approved the increase in the Company's capital stock in the amount of BRL 7,844, within the authorized capital limit, due to the exercise of 47 (forty-seven) subscription warrants issued under certificates # 1 to # 48, pursuant to the Instrument of Protocol and Justification of Merger of Shares, as approved at the Special Meeting held on May 30, 2022 and amended at the Special Meeting held on January 17, 2024. By private subscription of 324,128 new shares, totaling 86,957,953 common share and capital stock of BRL 820,403.

On April 01, 2024, the legal period of 60 (sixty) days terminated for creditors to oppose the Company's Capital Reduction by Excess in the amount of BRL 210,000 approved at the Special Meeting held on January 26, 2024. No opposition by creditors. Shareholders holding shares in the Company on April 01, 2024 ("Cut-off Date") were entitled to receive the amount of BRL 2.41496025096 per share and the payment was made on April 11, 2024, totaling 86,957,953 common shares and capital stock of BRL 610,403.

On June 30, 2024, the Company's capital stock is BRL 610,403 divided into 86,957,953 common shares.

The Company's major shareholders as of June 30, 2024 are: Israel Fernandes Salmen (17.0 % of shares), ORG INVESTMENTS LLC (5.0% of shares), Lucas Marques Peloso Figueiredo (1.7% of shares) and André Amaral Ribeiro (0.5% of shares). The remaining shareholders total 75.8% 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.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

18. Net Equity--Continued

b) Treasury Stock

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 June 30, 2024, there are no treasury shares.

c) Capital Reserve

The Company's capital reserve on June 30, 2024 is BRL (37,486), of which:

i) *Goodwill on issuance of shares*

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 negative goodwill of BRL 36 was generated.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

18. Net Equity--Continued

c) Capital Reserves--Continued

ii) *Stock Option Plan*

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.

<u>RCA date</u>	<u>Approved Grants</u>
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
02/01/2023	376,000
05/01/2023	4,929,478
09/01/2023	254,466

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.

Stock options can be exercised within 6 years from the date of grant, 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 within 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. Due to the split and reverse split of shares that occurred on April 28, 2023, according to note 18 a., to acquire one (1) common share, the exercise price will be BRL 0.02 (two cents of Real) per share.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

18. Net Equity--Continued

c) Capital Reserves--Continued

ii) *Call Option Plan*--Continued

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.

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 call 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	178,473	BRL 0.02	81.45%	0.14%	7.13%	6 years	BRL 44.80
05/03/2021	37,200	BRL 0.02	93.22%	0.14%	6.07%	6 years	BRL 60.60
05/03/2021	907	BRL 0.02	93.22%	0.14%	7.97%	6 years	BRL 60.30
05/17/2021	19,738	BRL 0.02	93.78%	0.14%	8.27%	6 years	BRL 55.30
06/07/2021	1,645	BRL 0.02	94.90%	0.14%	7.96%	6 years	BRL 60.30
07/19/2021	1,971	BRL 0.02	72.07%	0.14%	10.36%	6 years	BRL 100.60
07/30/2021	18,518	BRL 0.02	83.25%	0.14%	8.79%	6 years	BRL 112.20
08/02/2021	17,442	BRL 0.02	72.07%	0.14%	10.36%	6 years	BRL 113.80
09/08/2021	38,462	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
09/20/2021	4,484	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
10/11/2021	2,235	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
10/11/2021	43,725	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
11/01/2021	29,936	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
11/08/2021	5,571	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
12/06/2021	97,617	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
12/20/2021	2,145	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
12/22/2021	3,762	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
12/23/2021	2,533	BRL 0.02	76.93%	0.14%	10.60%	6 years	BRL 32.10
01/17/2022	58,366	BRL 0.02	74.66%	0.00%	11.22%	6 years	BRL 29.10
02/01/2022	123,776	BRL 0.02	71.00%	0.00%	11.22%	6 years	BRL 23.60
03/03/2022	64,818	BRL 0.02	72.12%	0.00%	11.19%	6 years	BRL 25.60
04/01/2022	33,449	BRL 0.02	77.40%	0.00%	11.02%	6 years	BRL 25.60
05/02/2022	5,319	BRL 0.02	77.89%	0.00%	12.16%	6 years	BRL 18.80
05/03/2022	12,943	BRL 0.02	77.89%	0.00%	12.16%	6 years	BRL 17.70
06/30/2022	2,671,940	BRL 0.02	76.26%	0.00%	12.61%	6 years	BRL 19.00
07/01/2022	99,378	BRL 0.02	76.26%	0.00%	12.61%	6 years	BRL 10.80
10/03/2022	281,574	BRL 0.02	75.59%	0.00%	11.53%	6 years	BRL 11.30
11/18/2022	254,887	BRL 0.02	75.97%	0.00%	12.72%	6 years	BRL 11.30
12/05/2022	48,572	BRL 0.02	75.46%	0.00%	12.61%	6 years	BRL 11.20
12/14/2022	11,454	BRL 0.02	75.46%	0.00%	12.61%	6 years	BRL 11.30
02/01/2023	37,600	BRL 0.02	73.52%	0.00%	12.09%	6 years	BRL 11.10
05/01/2023	484,840	BRL 0.02	72.64%	0.00%	10.22%	6 years	BRL 7.81
05/01/2023	8,108	BRL 0.02	72.20%	0.00%	10.23%	6 years	BRL 7.81
09/01/2023	254,466	BRL 0.02	61.62%	0.00%	10.45%	6 years	BRL 7.53

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

18. Net Equity--Continued

c) Capital Reserves--Continued

ii) *Call Option Plan*--Continued

Assumptions for recognition of share compensation expense--Continued

Call options transactions

	<u>SOP Plan</u>
Options at 12/31/2023	1,651,407
Granted	-
Exercised	(52,637)
Canceled	(193,538)
Options at 06/30/2024	1,405,232
Options exercisable in 2022	9,600
Options exercisable in 2023	301,030
Options exercisable in 2024	317,528
Options exercisable in 2025	173,797
Options exercisable in 2026	247,885
Options exercisable in 2027	266,849
Options exercisable in 2028	88,543
Personnel expenses including charges as of 12/31/2023	1,184
Personnel expenses, compensation as of 06/30/2024	1,371
Personnel expenses, charges as of 06/30/2024	(188)

iii) *Other Reserves*

Corresponds to the initial recognition of the amount regarding the call option of the remaining interest in Picodi's capital stock, as detailed in explanatory note 19 and subscription warrants regarding 5% purchaser of Bankly, AGE of May 30, 2022.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

18. Net Equity--Continued

d) 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 the net equity in the period ended June 30, 2024 is BRL 519, totaling the balance of BRL 2,916 in other comprehensive income (BRL 3,435 on December 31, 2022).

e) Earnings 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.

	<u>Three-month period ended on</u>		<u>Six-month period ended on</u>	
	<u>June 30, 2024</u>	<u>June 30, 2023</u>	<u>June 30, 2024</u>	<u>June 30, 2023</u>
Number of shares*	86,957,953	86,518,044	86,903,932	86,518,044
Income for the period	(59,258)	(13,307)	(39,024)	(23,929)
Basic earnings per common share (in BRL)	(0.68)	(0.15)	(0.45)	(0.28)

	<u>Three-month period ended on</u>		<u>Six-month period ended on</u>	
	<u>June 30, 2024</u>	<u>June 30, 2023</u>	<u>June 30, 2024</u>	<u>June 30, 2023</u>
Number of shares*	86,957,953	86,518,044	86,903,932	86,518,044
Income for the period from continuing operations	(59,258)	(4,085)	(39,024)	(4,275)
Basic earnings per common share (in BRL)	(0.68)	(0.05)	(0.45)	(0.05)

(*) Weighted average

On June 30, 2024 and 2023 the calculation of basic and diluted earnings per share remains the same, due to the ascertained loss for the period.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

19. Provisions for tax, civil and labor risks

a) Provision for Lawsuits

The Company and its subsidiaries are defending themselves against labor, civil and tax lawsuits. The provisions for any losses arising from these proceedings are estimated and updated by management based on the legal advisors' opinion.

The composition for cases with probable loss expectation, is showed below:

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Labor	108	107	108	107
Tax	317	271	317	271
Civil	1,952	1,422	2,034	1,533
Total	2,377	1,800	2,459	1,911

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.

The composition for cases with possible loss expectation, is showed below:

	Parent Company		Consolidated	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Labor	-	40	-	40
Civil	6,943	8,115	6,993	8,164
Total	6,943	8,155	6,993	8,204

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

20. Net Operating Revenue

	Parent Company			
	Three-month period ended on		Six-month period ended on	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Revenues				
Services Rendering	81,470	62,545	154,365	141,316
ISSQN on services	(1,629)	(1,618)	(3,087)	(4,491)
PIS on services	(1,252)	(964)	(2,343)	(2,171)
COFINS on services	(5,763)	(4,440)	(10,789)	(9,999)
Total Net Revenue	72,826	55,523	138,146	124,655
	Consolidated			
	Three-month period ended on		Six-month period ended on	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Revenues				
Services Rendering	97,198	79,518	188,110	173,152
ISSQN on services	(1,892)	(1,783)	(3,625)	(4,811)
PIS on services	(1,368)	(995)	(2,575)	(2,237)
COFINS on services	(6,297)	(4,588)	(11,857)	(10,304)
Total Net Revenue	87,641	72,152	170,053	155,800

On June 30, 2024, the Company has a customer whose net revenues represented, individually, above 10% of its total net revenues, which is BRL 19,717. On June 30, 2023, three customers representing, individually, more than 10% of the total net revenues, these being BRL 26,738, BRL 18,262 and BRL 13,217.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

21. Financial results

	Parent Company			
	Three-month period ended on		Six-month period ended on	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Financial Income				
Income from financial investments	10,740	11,465	27,431	24,442
Interest received	-	590	-	1,086
Monetary restatement	94	535	235	1,050
Other financial income	2	1	18	3
	10,836	12,591	27,684	26,581
Financial expenses				
Interest paid on late payments	(72)	(1,226)	(76)	(1,266)
Banking expenses	(294)	(129)	(325)	(280)
Units devaluation (a)	(2,218)	(4,529)	(9,392)	(3,664)
Other financial expenses	(224)	(344)	(199)	(524)
	(2,808)	(6,228)	(9,992)	(5,734)
Financial results	8,028	6,363	17,692	20,847
	Consolidated			
	Three-month period ended on		Six-month period ended on	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
Financial Income				
Income from financial investments	10,836	11,524	27,601	24,552
Interest received	49	737	111	1,404
Monetary restatement	94	547	235	1,050
Other financial income	34	(13)	195	81
	11,013	12,795	28,142	27,087
Financial expenses				
Interest paid on late payments	(117)	(1,303)	(145)	(1,376)
Banking expenses	(347)	(281)	(453)	(480)
Other financial expenses	(227)	(346)	(202)	(530)
	(691)	(1,930)	(800)	(2,386)
Financial results	10,322	10,865	27,342	24,701

(a) Balance from the FIDC result for the period, according to explanatory note 6.2.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

22. Discontinued operations

On December 30, 2022, the Company signed a Memorandum of Understanding with Banco Votorantim S.A. ("Bank BV"), whereby the parties agreed they will negotiate the sale of the Bankly control to Banco BV during a period up to 90 days from the memorandum execution.

On March 31, 2023, the Company entered into an amendment to said Memorandum of Understanding to reflect the change in the transaction structure and to extend the deadline for submitting the final documents agreed for approval by the applicable governance levels of the parties involved.

On April 25, 2023, the Company's shareholders were offered, under the terms and for the purposes of article 253, items I and II, of the Brazilian Corporation Law, 30 days period to exercise the preemptive right to subscribe for the shares issued by Acessopar (CASH1). The exercise period closed on May 25, 2023 and the total exercised was less than 1% of Acessopar's capital.

On June 1, 2023, the definitive investment agreement was entered into for the sale to Banco BV of all shares held by the Company issued by Bankly and up to 100% of the shares issued by Acessopar.

After signing the definitive investment agreement between the parties, the Company concluded that the pre-requirements of CPC 31 / IFRS 5 - Non-Current Assets Held for Sale and Discontinued Operation were met and the balances of Bankly and Acessopar were reclassified to assets held for sale and discontinued operation.

On October 20, 2023, the Central Bank of Brazil (BACEN) published Official Letter # 26364/2023-BCB/Deorf/GTSP3, approving the Company's transfer of corporate control on Bankly to Banco BV.

The total amount of the sale was BRL 210,000, which were paid at the closing of the transaction, which occurred on November 27, 2023, plus a price adjustment in the amount of BRL 17,566.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

22. Discontinued operations--Continued

(a) The results of discontinued operations for the years closed June 30, 2023 are as follows:

	Three-month period ended on 06/30/2023			
	Bankly	Acessopar	Eliminations	Total
Discontinued operations				
Net revenues	27,070	-	-	27,070
Operating expenses				
Personnel expenses	(10,687)	-	-	(10,687)
Commercial and marketing expenses	(154)	-	-	(154)
Software expenses	(933)	-	-	(933)
General and administrative expenses	(24,271)	(2)	-	(24,273)
Third-party services	(809)	53	-	(756)
Depreciation and amortization	(357)	-	(2,529)	(2,886)
Others	(1,923)	-	-	(1,923)
	(39,134)	51	(2,529)	(41,612)
Gross Profit	(12,064)	51	(2,529)	(14,542)
Equity Accounting	-	(3,520)	3,520	-
Income before financial result and taxes	(12,064)	(3,469)	991	(14,542)
Financial results	5,320	-	-	5,320
Result before income taxes	(6,744)	(3,469)	991	(9,222)
Current and deferred income and social contribution taxes	-	-	-	-
Losses for the period	(6,744)	(3,469)	991	(9,222)
	Six-month period ended 06/30/2023			
	Bankly	Acessopar	Eliminations	Total
Discontinued operations				
Net revenues	42,099	-	-	42,099
Operating expenses				
Personnel expenses	(25,218)	-	-	(25,218)
Commercial and marketing expenses	(417)	-	-	(417)
Software expenses	(2,303)	-	-	(2,303)
General and administrative expenses	(35,111)	(4)	-	(35,115)
Third-party services	(1,854)	52	-	(1,802)
Depreciation and amortization	(722)	-	(5,057)	(5,779)
Others	(4,243)	-	-	(4,243)
	(69,868)	48	(5,057)	(74,877)
Gross Profit	(27,769)	48	(5,057)	(32,778)
Equity Accounting	-	(7,643)	7,643	-
Income before financial result and taxes	(27,769)	(7,595)	2,586	(32,778)
Financial results	13,130	-	-	13,130
Result before income taxes	(14,639)	(7,595)	2,586	(19,648)
Current and deferred income and social contribution taxes	(6)	-	-	(6)
Losses for the period	(14,645)	(7,595)	2,586	(19,654)

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

22. Discontinued operations--Continued

The eliminations refer to the transactions between Bankly and Acessopar, substantially represented by the elimination the equity, as well as intangibles amortization related to the acquisition of Bankly and Acessopar recorded by the Company.

In the parent company's income statements, the equity earnings of Bankly and Acessopar and the amortization of intangibles related to the acquisition of these subsidiaries in the total amounts of BRL 9,222 and BRL 19,654 in the three- and six-month closed June 30, 2023 were reclassified and restated as a result of discontinued operations.

(b) The cash flows statements from discontinued operations for the periods closed June 30, 2023 are as follows:

	June 30, 2023		
	Bankly	Acessopar	Total
Net cash from operational activities	(158,634)	(8)	(158,642)
Net cash used in investment activities	147,173	-	147,173
Net cash used in financing activities	-	-	-
Net change in cash and cash equivalents	(11,461)	(8)	(11,469)
Cash and cash equivalents			
At the beginning of the period	23,130	193	23,323
At the end of the period	11,669	185	11,854
Net change in cash and cash equivalents	(11,461)	(8)	(11,469)

23. Segment information

The information per segment was prepared considering the criteria used by the chief operating decision-maker in evaluating performance, 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.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued
June 30, 2024
(In thousands reais, unless otherwise stated)

23. Information by segment-- Continued

The measurement of the management result by segment takes into account all revenues and expenses ascertained by the companies that make up each segment, as per 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.

B2B (Business to Business) segment - discontinued operations

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

Other segments

Presents the operations of the subsidiaries 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.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

23. Information by segment-- Continued

Income statement by segment

	June 30, 2024			
	B2C		Other	Consolidated
	B2C	International	segments	
Net revenues	143,419	8,329	18,305	170,053
Operating expenses				
Cashback expenses	(68,979)	(1,287)	-	(70,266)
Personnel expenses	(31,044)	(2,380)	(2,528)	(35,952)
Commercial and marketing expenses	(4,839)	(2,572)	(5,289)	(12,700)
Software expenses	(4,198)	(678)	(148)	(5,024)
General and administrative expenses	(2,537)	(3,280)	(16,289)	(22,106)
Third-party services	(5,260)	(849)	(381)	(6,490)
Depreciation and amortization	(4,437)	(201)	(10)	(4,648)
Assets impairment	(79,752)	(3,047)	-	(82,799)
Others	3,612	154	(362)	3,404
	<u>(197,434)</u>	<u>(14,140)</u>	<u>(25,007)</u>	<u>(236,581)</u>
Gross Profit	<u>(54,015)</u>	<u>(5,811)</u>	<u>(6,702)</u>	<u>(66,528)</u>
Income before financial result and taxes	<u>(54,015)</u>	<u>(5,811)</u>	<u>(6,702)</u>	<u>(66,528)</u>
Financial results	<u>27,108</u>	<u>4</u>	<u>230</u>	<u>27,342</u>
Result before income taxes	<u>(26,907)</u>	<u>(5,807)</u>	<u>(6,472)</u>	<u>(39,186)</u>
Current and deferred income and social contribution taxes	<u>(1,933)</u>	<u>371</u>	<u>(932)</u>	<u>(2,494)</u>
Net income (loss) from continuing operations	<u>(28,840)</u>	<u>(5,436)</u>	<u>(7,404)</u>	<u>(41,680)</u>
	June 30, 2023			
	B2C			
	B2C	International	Other segments	Consolidated
Net revenues	129,236	10,727	15,837	155,800
Operating expenses				
Cashback expenses	(71,266)	(4,062)	-	(75,328)
Personnel expenses	(47,631)	(3,495)	(2,782)	(53,908)
Commercial and marketing expenses	(6,823)	(3,225)	(1,504)	(11,552)
Software expenses	(6,833)	(767)	(168)	(7,768)
General and administrative expenses	(3,865)	(4,871)	(13,696)	(22,432)
Third-party services	(13,821)	(342)	(90)	(14,253)
Depreciation and amortization	(2,847)	(1,086)	(10)	(3,943)
Others	2,430	3	(184)	2,249
	<u>(150,656)</u>	<u>(17,845)</u>	<u>(18,434)</u>	<u>(186,935)</u>
Gross Profit	<u>(21,420)</u>	<u>(7,118)</u>	<u>(2,597)</u>	<u>(31,135)</u>
Equity Accounting		-	-	-
Income before financial result and taxes	<u>(21,420)</u>	<u>(7,118)</u>	<u>(2,597)</u>	<u>(31,135)</u>
Financial results	<u>24,538</u>	<u>81</u>	<u>82</u>	<u>24,701</u>
Result before income taxes	<u>3,118</u>	<u>(7,037)</u>	<u>(2,515)</u>	<u>(6,434)</u>
Current and deferred income and social contribution taxes	<u>(531)</u>	<u>(73)</u>	<u>(709)</u>	<u>(1,313)</u>
Net income (loss) from continuing operations	<u>2,587</u>	<u>(7,110)</u>	<u>(3,224)</u>	<u>(7,747)</u>

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

24. 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.

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	
	June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Cash and cash equivalents and Securities	439,758	648,849	451,376	664,348

Classification of Financial Instruments

As of June 30, 2024 and December 31, 2023, there is no difference between cost values and fair values. The financial instruments were summarized and classified as follows:

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

a) General considerations and policies--Continued

Classification of Financial Instruments--Continued

Parent Company

On June 30, 2024	Amortized Cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	53,616	-	53,616
Bonds and securities	386,142	-	386,142
Trade accounts receivable	17,066	-	17,066
Other assets	5,972	-	5,972
	462,796	-	462,796
Financial Liabilities			
Suppliers	3,479	-	3,479
Provision for cashback	17,372	-	17,372
Advances	72	-	72
Earn-out payable	-	9,871	9,871
Call option	-	23,741	23,741
	20,923	33,612	54,535

On December 31, 2023	Amortized cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	55,929	-	55,929
Bonds and securities	592,920	-	592,920
Trade accounts receivable	32,437	-	32,437
Other assets	15,458	-	15,458
	696,744	-	696,744
Financial Liabilities			
Suppliers	2,795	-	2,795
Provision for cashback	20,361	-	20,361
Advances	161	-	161
Earn-out payable	-	43,411	43,411
Call option	-	23,741	23,741
	23,317	67,152	90,469

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

a) General considerations and policies--Continued

Classification of Financial Instruments--Continued

Consolidated

On June 30, 2024	Amortized cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	64,886	-	64,886
Bonds and securities	386,490	-	386,490
Trade accounts receivable	26,843	-	26,843
Other assets	6,297	-	6,297
Custody of crypto-assets	-	17,339	17,339
Crypto portfolio	-	382	382
	484,516	17,721	502,237
Financial Liabilities			
Suppliers	5,508	-	5,508
Commercial leasing payable	829	-	829
Advances	130	-	130
Provision for cashback	20,408	-	20,408
Earn-out payable	-	9,871	9,871
Call option	-	23,741	23,741
Crypto portfolio	-	17,339	17,339
	26,875	50,951	77,826

On December 31, 2023	Amortized cost	Fair value through profit or loss	Total
Financial Assets			
Cash and cash equivalents	69,361	-	69,361
Bonds and securities	594,987	-	594,987
Trade accounts receivable	43,804	-	43,804
Other assets	14,010	-	14,010
Custody of crypto-assets	-	12,231	12,231
Crypto portfolio	-	212	212
	722,162	12,443	734,605
Financial Liabilities			
Suppliers	5,104	-	5,104
Commercial leasing payable	846	-	846
Advances	165	-	165
Provision for cashback	20,361	-	20,361
Earn-out payable	-	43,411	43,411
Call option	-	23,741	23,741
Crypto portfolio	-	12,231	12,231
	26,476	79,383	105,859

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued
June 30, 2024
(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

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.

i) Exchange 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 period's revenue. In addition, considering the acquisition of Picodi in February 2021, variations in the Polish zloty may affect the earning 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.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

b) Financial Risk Management--Continued

Financial Risk Factors--Continued

b.2) Credit Risk

The credit risk is based on the concentration of revenue that the Company has of 32% 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 4.

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.

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 June 30, 2024	Less than 1 year	1 to 3 years	Total
Suppliers	3,479	-	3,479
Provision for cashback	17,023	349	17,372
Advances	72	-	72
Earn-out payable	3,986	5,885	9,871
Call option	-	23,741	23,741
Total	24,560	29,975	54,535

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

b) Financial Risk Management--Continued

Financial Risk Factors--Continued

b.3) Liquidity Risk--Continued

Consolidated

On June 30, 2024	Less than 1 year	1 to 3 years	Total
Suppliers	5,508	-	5,508
Commercial Lease Operations	440	389	829
Provision for cashback	17,782	2,626	20,408
Advances	130	-	130
Earn-out payable	3,986	5,885	9,871
Call option	-	23,741	23,741
Custody of crypto-assets	17,339	-	17,339
Total	45,185	32,641	77,826

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 June 30, 2024 and December 31, 2023:

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

c) Capital Management--Continued

Parent Company

	June 30, 2024	December 31, 2023
(-) Cash and cash equivalents	(53,616)	(55,929)
(-) Marketable securities	(386,142)	(592,920)
Net (cash) debt	(439,758)	(648,849)
Net Equity	529,345	776,479
Leverage ratio	(83.1%)	(83.6%)

Consolidated

	June 30, 2024	December 31, 2023
(-) Cash and cash equivalents	(64,886)	(69,361)
(-) Marketable securities	(386,490)	(594,987)
(+) Commercial leasing payable	829	846
Net (cash) debt	(450,547)	(663,502)
Net Equity	533,193	782,487
Leverage ratio	(84.5%)	(84.8%)

d) Sensitivity Analysis

The sensitivity analysis of the financial instruments was prepared 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, whether directly or indirectly, considering the following elements:

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

d) Sensitivity Analysis--Continued

- 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.

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
	June 30, 2024
Assets	
CDI rate (%) Bacen	10.50%
Financial investments in cash and cash equivalents	51,190
Bonds and securities	386,142
Amounts exposed to the risk of variation in the CDI rate	437,332
Possible adverse scenario (-25%)	(11,480)
Remote adverse scenario (-50%)	(22,960)
Liabilities	
CDI rate (%) Bacen	10.50%
Earn-out payable	9,871
Amounts exposed to the risk of variation in the CDI rate	9,871
Possible adverse scenario (25%)	259
Remote adverse scenario (50%)	518

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued
June 30, 2024
(In thousands reais, unless otherwise stated)

24. Risk Management and Financial Instruments--Continued

d) Sensitivity Analysis--Continued

Consolidated

	<u>Financial Instruments</u> <u>June 30, 2024</u>
Assets	
CDI rate (%) Bacen	10.50%
Financial investments in cash and cash equivalents	60,299
Bonds and securities	386,490
Amounts exposed to the risk of variation in the CDI rate	446,789
Possible adverse scenario (-25%)	(11,728)
Remote adverse scenario (-50%)	(23,456)
Liabilities	
CDI rate (%) Bacen	10.50%
Earn-out payable	9,871
Amounts exposed to the risk of variation in the CDI rate	9,871
Possible adverse scenario (25%)	259
Remote adverse scenario (50%)	518

25. Insurance Coverage

The company has insurance contracts with coverage taking into account the nature and degree of risk for amounts considered sufficient to cover possible losses on its assets and/or liabilities.

The maximum insurance coverage is shown below:

	<u>Consolidated</u>	
	<u>June 30, 2024</u>	<u>December 31, 2023</u>
Interns	10	10
Data protection and cyber responsibility	5,000	5,000
Civil liability of the officers	70,000	70,000
Guarantee	1,602	1,602
Total	76,612	76,612

(a) Insurance for each intern in the event of accidental death/total or partial permanent disability.

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

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued

June 30, 2024

(In thousands reais, unless otherwise stated)

26. Subsequent Events

On July 24, 2024, the Company carried out a capital increase in its subsidiary Melhor Plano in the amount of BRL 2,275, totaling a capital of BRL 8,260. In addition, a change in the corporate type of the subsidiary from a limited liability company to a privately held corporation was made.

Méliuz S.A.

Notes to the individual and consolidated interim financial statements - Continued
June 30, 2024
(In thousands reais, unless otherwise stated)

Management

ANDRÉ AMARAL RIBEIRO
OFFICER

DÚNIA NEVES RUAS MOURÃO
OFFICER

GABRIEL LOURES ARAÚJO
OFFICER

ISRAEL FERNANDES SALMEN
OFFICER

MARCIO LOURES PENNA
OFFICER

MAURO ROJAS HERRERA
OFFICER

TÚLIO BRAGA PAIVA PACHECO
OFFICER

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