

## COMPENSATION POLICY OF PADTEC HOLDING S.A.

### 1. OBJECTIVE, APPLICATION AND FOUNDATION

This Compensation Policy ("Policy") describes the rules and criteria that guide decisions related to the compensation of the Management, members of the Fiscal Council, when installed, and members of the advisory committees to the Board of Directors of Padtec Holding S.A. ("Company") and its subsidiaries, in particular its wholly owned subsidiary Padtec SA ("Padtec").

For the purposes of this Policy, Management is considered (i) all statutory members of the Executive Board who are elected by the Board of Directors, or the General Shareholders' Meeting, as the case may be, and (ii) the members of the Board of Directors.

Management's overall annual compensation shall be duly analyzed and established by the Company's shareholders at a General Shareholders' Meeting, pursuant to article 152 of Law 6.404/76 ("Brazilian Corporation Law"). Then the Board of Directors, after the analysis from the Compensation and Governance Committee, if existing, shall determine the fixed and variable remuneration, where applicable, of its own members, as well as of the Executive Board and other advisory committees.

The compensation of the members of the Fiscal Council, when installed, will be fixed by the General Shareholders' Meeting that elects them, respecting the limitations provided for in the applicable legislation.

### 2. EXECUTIVE BOARD

Officers' compensation follows the following rules:

- i. The Officers will be elected for a term of 2 (two) years, as defined in the Bylaws, and may be reelected;
- ii. The Officers' compensation will consist of 3 (three) components:
  - o Fixed compensation. It must be paid monthly in 13 (thirteen) installments each year, and in the month of December, there will be the payment of 2 (two) installments, instead of one. It should also take into account the existence of market standards for professionals with similar experience, in addition to those practiced by companies in the same sector in which the Company operates.
  - o Variable compensation. Portion that will depend on the achievement of corporate and individual goals achievable during the fiscal year, to be previously approved by the Board of Directors and measurable. The portion of the individual variable compensation may reach the maximum amount of 50% (fifty percent) of the annual fixed individual compensation.
  - o Shares-based compensation. The Company may approve, at the General Shareholders' Meeting, share-based compensation plans, recommended by the Board of Directors, the body that will be responsible for the management of said plans. The Board of Directors may create programs

for granting options or shares, in which it will deliberate, respecting the terms and guidelines of the share-based compensation plan, on the beneficiaries of the program, the number of shares covered, the division of the grant into lots, any restrictions on the effective receipt of options or actions and provisions on penalties.

- iii. The monitoring of corporate goals and individual goals of the CEO will be carried out by the Board of Directors, with the support of the Compensation and Governance Committee;
- iv. The monitoring of the individual goals of the other Officers will be carried out by the CEO, with the support of the Compensation and Governance Committee;
- v. The payment of the variable compensation for each year must be made in the following year, on the 1st (first) business day of the month subsequent to the public disclosure of the results of the prior fiscal. The measurement of results and the calculation of the amount to be paid to each Officer will be validated by the Compensation and Governance Committee.
- vi. Once each option or stock granting program has been defined, the Board of Directors will set the terms and conditions for each grant agreement, to be individually signed between the Company and each beneficiary; and
- vii. The Officer who acts on the executive board of any of the Company's subsidiaries may receive additional compensation to that received for acting on the Executive Board of the Company. The remuneration received for acting on the Executive Board of the Company's subsidiaries will compose the overall Management's annual compensation that will be analyzed and deliberated by the Company's General Shareholders' Meeting.
- viii. In the event of permanent disability of an Officer or his/her death, the Board of Directors shall decide about any extraordinary payment to be made to the Officer or his/her heirs, as the case may be.

### 3. BOARD OF DIRECTORS

The compensation of the members of the Board of Directors follows the following rules:

- i. The Directors will be elected at the General Shareholders' Meeting for a unified term of 2 (two) years, as defined in the Bylaws, and may be reelected;
- ii. The Directors' compensation is fixed, paid monthly in 12 (twelve) installments each year;
- iii. The Board of Directors, for better performance of its functions, may establish technical and consultative committees with defined objectives, being composed of Directors and/or specialists in the respective themes of each committee;
- iv. Directors who participate in committees or other advisory bodies to the Board of Directors will not receive additional compensation; and

- v. The Director is free to decline to receive any compensation related to his performance on the Company's Board of Directors in order to comply with the rules and practices of another institution in which he works.

Directors are not entitled to receive variable compensation of any kind. However, the right to reimbursement of travel, accommodation and other expenses actually incurred in relation to the Company's business or its obligations as Directors is assured, subject to the criteria of reasonableness.

#### 4. FISCAL COUNCIL

The maximum global compensation of the members of the Fiscal Council, when installed, is fixed annually by the General Shareholders' Meeting that elects them, without the right to perceive variable compensation of any kind, and the right to reimbursement of travel, accommodation and other expenses actually incurred in relation to the Company's business or its obligations as members of the Fiscal Council, subject to the criteria of reasonableness. Furthermore, as provided for in article 162, Paragraph 3 of the Brazilian Corporation Law, the compensation cannot be lower, for each member in office, than 10% (ten percent) of the compensation that, on average, is attributed to each Executive Officer, not counting benefits, sums of representation and profit sharing.

The annual compensation will consist of 12 (twelve) monthly installments, decided in the form of global fees and without variation between the members that compose the Fiscal Council. As provided for in the IBGC (Brazilian Institute of Corporate Governance) Code of Best Corporate Governance Practices, there should be no supplement to the compensation of the Fiscal Council member by those who have appointed them.

The alternate member of the Fiscal Council, when in office, will be entitled to the compensation that would be due to the incumbent member being replaced, in the period in which the substitution occurs, counted month by month, during which the incumbent member will not receive the respective compensation. However, the right to reimbursement of travel, accommodation and other expenses actually incurred in relation to the Company's business or its obligations as members of the Fiscal Council is ensured, subject to the criteria of reasonableness.

#### 5. ADVISORY COMMITTEES

With advisory functions to the Board of Directors, the Company has the following:

- i. **Compensation and Governance Committee**: composed of 3 (three) members, its function is to assist the Board of Directors in the definition and discussion of the main guidelines related to the compensation issues of the Management and other employees, in the definition and control of corporate and individual goals, in the review of this Policy, as well as in the development and deepening of the Environmental, Social and Governance ("ESG") theme in the Company. There will be no compensation for exercising the position of member of the Compensation and Governance Committee, which will be composed of employees, members of the Executive Board or of the Board of Directors of the Company or its subsidiaries.
- ii. **Technology Committee**: composed of 3 (three) members, its role is to assist the Board of Directors in defining and discussing the main guidelines related to technological

trends, in product investment decisions and allocation of research and development (R&D) funds as well as in partnership models with other institutions. There will be no compensation for exercising the position of member of the Technology Committee, which will be composed of employees, members of the Executive Board or of the Board of Directors of the Company or its subsidiaries.

iii. **Statutory Audit and Risk Committee:** composed of 3 (three) members. If fixed, the annual compensation of the members of the Statutory Audit and Risk Committee will consist of 12 (twelve) fixed monthly installments, with no variation between its members, and will not include those who are members of the Company's Board of Directors or Fiscal Council. In the eventual setting of the compensation of the members of the Statutory Audit and Risk Committee, the dedication of the professional's expected time, the complexity of the business, the experience and the qualification necessary to perform the function will be considered. However, the right to reimbursement of travel, accommodation and other expenses actually incurred in relation to the Company's business or its obligations as members of the Statutory Audit and Risk Committee is ensured, subject to the criteria of reasonableness.

iv. **Ethics Committee:** composed of the occupants of the following positions: responsible for the Human Resources area; Chief Legal Counsel and Compliance Officer; Chief Financial Officer; and Chief Executive Officer and Investor Relations Officer. Its role is to rigorously and impartially investigate any complaints, questions and doubts related to or arising from the Company's Code of Ethics and Conduct made through the Dialogue Channels (in particular, the Reporting Channel) made available by the Company, respecting, whenever requested, the whistleblower's anonymity, as well as the defendant's right to adversarial proceedings and full defense. There will be no remuneration for exercising the position of member of the Ethics Committee.

All committees have Internal Regulations that govern the functioning, responsibilities and attributions of each committee, as well as the relationship of its members with the other corporate bodies of the Company, observing the legal and statutory provisions in force.

## 6. BENEFITS

All benefits foreseen for the Executive Officers must be considered when approving the Management's annual global compensation, pursuant to article 152 of the Brazilian Corporation Law, and comprise:

- Medical and dental assistance offered at a subsidized price to the Executive Officers and their spouse and children, or reimbursement of up to 70% (seventy percent) of the amount spent by the Executive Officer on a plan individually contracted for him and his dependents, upon proof, up to the limit of the amount that would be paid by the Company for the medical and dental assistance offered as standard for the office;
- Life insurance offered to the Executive Officer;
- Meal allowance; and
- Private pension plan, or reimbursement of the amount spent by the Executive Officer for this purpose, upon proof, up to the limit of the amount that would be paid by the Company for the plan offered as standard for the position.

### Campinas

Rua Doutor Ricardo Benetton Martins, 1.000  
Parque II do Polo de Alta Tecnologia  
Campinas • SP • CEP 13.086-510

+55 19 2104-9700  
+55 19 2104-9703  
padtec@padtec.com.br

The members of the Board of Directors, the Fiscal Council, when installed, and the advisory committees are not entitled to benefits.

## **7. CIVIL LIABILITY INSURANCE**

In order to preserve the Company's interests, by attracting competent professionals, Padtec Holding contracts a civil liability insurance policy for the benefit of its Management and members of the Fiscal Council, when installed, whose characteristics and term are negotiated annually.

## **8. INDEMNITY AGREEMENT**

As resolved at the Company's Extraordinary General Shareholding Meeting held on July 12, 2019, the execution of an Indemnity Agreement between the Company and its current and/or future members of the Board of Directors and the Executive Board was approved.

The execution of the Indemnity Agreement seeks to ensure that current and/or future members of the Board of Directors and the Executive Board have effective conditions so that they can exercise their activities with greater security, creating market incentives compatible with the functions performed and the risks incurred by the Company's Management.

## **9. GENERAL PROVISIONS**

This Policy was approved at the Company's Extraordinary Shareholders' Meeting held on July 10, 2020, amended by the Extraordinary and Ordinary Shareholders' Meeting held on March 31, 2021 and amended by the Board of Directors Meetings held on September 01, 2022 and July 12, 2023, and will remain in force for an indefinite period.

None of the provisions contained in this Policy shall be interpreted as creating rights for Executive Officers, members of the Board of Directors, the Fiscal Council, when installed, or the advisory committees, or as granting the right to remain as Executive Officer, member of the Board of Directors, the Fiscal Council, when installed, or the advisory committees, or to interfere in any way with the Company's right to terminate the relationship with any person at any time, under the conditions provided for by law and in employment contracts.

This Policy shall not grant any Executive Officer, member of the Board of Directors, of the Fiscal Council, when installed, or of the advisory committees the right to remain in their position until their term of office expires, or to interfere with the Company's right to remove them or assure them of the right to be re-elected to the position.

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