

**LIGHTROCK GESTORA DE RECURSOS LTDA.**

**REGISTRATION FORM**

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**2024**

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<p><b>1.1. Person responsible for the content of the Form</b></p> <p>(i) Marcos Wilson Pereira, director responsible for the portfolio management activity of the Manager (“Management Officer”)</p> <p>(ii) Paula Dainese, Compliance, Risk and Anti-Money Laundering and Combating the Financing of Terrorism Officer (“Compliance and Risk Officer”)</p>
<p><b>1.2. The above qualified officers declare, pursuant to <u>Attachment 1</u> to this Reference Form, that:</b></p>
<p>(a) They have reviewed the Reference Form; and</p>
<p>(b) the information therein is a true, accurate and complete view of the company’s structure, business, policies and practices</p>
<p><b>2. Company’s Background</b></p>
<p><b>2.1. Background of Company’s Organization</b></p> <p>Lightrock Gestora de Recursos Ltda., headquartered at Av. Brigadeiro Faria Lima, 3477, suite 42-A, in the city of São Paulo, state of São Paulo, enrolled with the National Corporate Taxpayer's Register of the Ministry of Economy under No. 27.927.837/0001-37, with its Articles of Organization filed with the Board of Trade of the State of São Paulo ("JUCESP") under NIRE 3523502215-1, and the last amendment to the articles to be registered with the same body ("Manager" or "Company"), was organized on June 8, 2017, originally called LGT Impact Investment Assessoria Brasil Ltda. and with the purpose of providing business management advisory. Subsequently, on March 5, 2021, the Company's purpose was expanded to encompass the management of securities portfolios, pursuant to Brazilian Securities and Exchange Commission ("CVM") Instruction No. 21, of February 25, 2015, as amended ("CVM Instruction 21"), specifically for equity investment funds regulated by CVM Instruction nº 175, of December 23, 2022, as amended (“FIP” and “RCVM 175”, respectively).</p>
<p><b>2.2. Relevant changes the company has undergone in the last five (5) years</b></p>
<p><b>(a) major corporate events, such as mergers, consolidations, spin-offs, corporate control sales and acquisitions:</b></p> <p>On June 10, 2020, amendments were made to the Company's Articles of Organization, with the purpose of assigning and transferring all the quotas from member Pedro Paulo Teixeira to member LGT Group Holding Ltda., culminating, therefore, in the withdrawal of member Pedro Paulo from the Company.</p> <p>On September 30, 2020, amendments were made to the Company's Articles of Organization, with the purpose of assigning and transferring all the quotas from the member LGT Group Holding Ltda. to the entrant member Lightrock Holding AG, culminating, therefore, in the withdrawal of the member LGT Group Holding Ltda. from the Company.</p> <p>On March 5, 2021, amendments were made to the Company's Articles of Organization, with the purpose of establishing the duties and attributes of the members of the executive board, in accordance with the requirements of CVM Instruction nº 21.</p>

**(b) scope of activities:**

On March 5, 2021, the scope of the Company's activities was changed from "The Company's corporate purpose is to provide advisory services, including audit, analysis and support services to companies and other entities" to "The Company's corporate purpose is (i) the provision of bonds and securities portfolio management services, in the capacity of investment fund manager, as defined by CVM Instruction No. 558, (ii) the provision of advisory services, including audit, analysis and support services to companies and other entities", in preparation for requesting authorization from the CVM for the performance of the activity of management of securities portfolios, in the category "assets manager", pursuant to CVM Instruction 558.

On August 9, 2022, the rules and instructions of the CVM outlined in the Articles of Association were updated, modifying the scope of the Company's activities to: "The Company's corporate purpose is (i) the rendering of securities portfolio management services, in the capacity of investment fund manager, as defined by CVM Resolution No. 21; and (ii) the rendering of consulting and advisory services including due diligence, analysis and support services to companies and entities."

**(c) human and computer resources:**

The Manager maintains human and computer resources adequate to its size and the activities it performs, in accordance with the provisions contained in CVM Resolution No. 21

**(d) rules, policies, procedures and internal controls:**

The securities portfolio management activities, to be performed by the Manager, are subject to legislation, CVM regulations and self-regulation in the Brazilian market.

In compliance with the aforementioned standards, the Manager applies internal rules, policies and procedures, which are detailed in the Company's internal manuals and policies.

**3. Human Resources****3.1. Company's human resources:**

**(a) no. of members:** 99

**(b) no. of employees:** 18

**(c) no. of outsourced:** 0

**(d) list of individuals who are registered with the CVM as managers of securities portfolios and who act exclusively as agents, employees or members of the Company, on 05/31/2021:**

Name	CPF
Marcos Wilson Pereira	070.770.477-41

**4. Auditors****4.1. In relation to the independent auditors:**

<p><b>(a) Company Name</b></p> <p>PricewaterhouseCoopers Auditores Independentes Ltda.</p>
<p><b>(b) Date of Service Engagement</b></p> <p>12/21/2020</p>
<p><b>(c) Descrição dos serviços contratados</b></p> <p>Independent audit of the Company</p>
<p><b>5. Financial resilience</b></p>
<p><b>5.1. Based on its financial statements, the Company attests:</b></p>
<p><b>(a) If the income from fixed-based fees referred to in item 9.2.a is sufficient to cover the company's costs and investments with the securities portfolio management activity; and</b></p>
<p>No</p>
<p><b>(b) If the company's members' equity represents more than 0.02% of the financial resources under management referred to in item 6.3.c and more than three hundred thousand reais (BRL300,000.00).</b></p>
<p>Yes</p>
<p><b>5.2. Financial statements and report referred to in paragraph 5 of the article of the Brazilian Securities and Exchange Commission Instruction (ICVM) No. 21</b></p> <p>The Company chose not to disclose information in relation to this item, in view of the optional nature of this disclosure for managers of securities portfolios for the Manager category.</p>
<p><b>6. Scope of activities</b></p>
<p><b>6.1. Detailed description of the activities carried out by the company:</b></p>
<p><b>(a) types and characteristics of services provided (discretionary management, wealth planning, controllership, treasury, etc.).</b></p> <p>The Company's corporate purpose is to manage securities portfolios, in the "assets manager" category, and to provide advisory services, including analysis and support services to companies and other entities, pursuant to the CVM Instruction 21 and section 3 of the Company's Articles of Organization.</p> <p>The Company acts in the discretionary management of managed portfolios and investment funds, pursuant to CVM Instruction No. 21</p>
<p><b>(b) types and characteristics of products administered or managed (investment funds, private equity funds, real estate investment funds, credit rights investment funds, index funds, investment clubs, managed portfolios, etc.).</b></p> <p>The Manager will act primarily in the management of investment funds ("FIPs") regulated by RCV 175, all organized as closed-end fund; and can also act in the management of investment funds regulated by CVM</p>

<p>Instruction 555, all organized as closed-end and open-end funds. In addition, the entity will also act in investment advisory services, pursuant to subitem (b) of item 2.2., only for companies and investment vehicles of its business group headquartered abroad.</p>
<p><b>(c) types of securities subject to administration and management.</b></p> <p>The Manager will act primarily in the asset management of FIPs, being able to acquire, therefore, shares, subscription bonus, simple debentures, other bonds and securities convertible or exchangeable into shares issued by companies, publicly-held or privately-held, as well as bonds and securities representatives of share in limited liability companies, and must participate in the decision-making process of the investee company, with effective influence in the definition of its strategic policy and its management, subject to the applicable regulations and investment policies established in the investment contracts and policies of the FIPs and the portfolios under management.</p>
<p><b>(d) if it acts in the distribution of investment fund quotas of which it is a sponsor or manager</b></p> <p>The Manager will not act in the distribution of investment fund quotas.</p>
<p><b>6.2. Summary of other activities carried out by the company other than sponsoring securities portfolios:</b></p>
<p><b>(a) Potential conflicts of interest between such activities</b></p> <p>The Manager will have as exclusive activities, the sponsoring of securities portfolios in the "assets manager" category, and the provision of advisory services, including audit, analysis and support services to companies and other entities, pursuant to the CVM Instruction 21 and section 3 of the Company's Articles of Organization.</p> <p>The Manager is an affiliate of the international group Lightrock Group ("Lightrock Group"), an alternative asset management firm with commercial operations in diverse geographic locations and business segments. Given the nature, size and complexity of the Lightrock Group's business activities, there is potential for several real or apparent conflicts of interest. A conflict of interest will exist when the interests of the Lightrock Group or an employee interfere or conflict with the best interests of the Lightrock Group's clients, whether advisory or management services. Offering documents pertaining to a particular investment fund provides a description of material conflicts of interest relating to that fund.</p> <p>It should be noted that both the investment advisory service and the activity of managing third-party assets will be performed by the same Employees and that, under the terms of the regulations in force, the imposition of compulsory segregation is solely and exclusively due between the area responsible for sponsoring securities portfolios and the areas responsible for the intermediation and distribution of securities (other than its own resources), an activity not performed by the Manager.</p> <p>In fact, although there is no need for segregation of activities, either by the literal wording of the rule, or by the broad concept of risk of unlawful acts, the fact is that the rule does not prohibit the existence of potential conflicts of interest, but obliges that, in the event of potential conflicts of interest, market participants create mitigation mechanisms and that potential conflicts of interest are, therefore, duly addressed to the knowledge of CVM, investors and companies operating in the market that may come into contact with the Manager.</p>

Thus, there is currently no physical segregation between the two activities performed by the company – advisory and management – and there is only the segregation of its systems and access folders in the directory, provided that all regulatory obligations are being duly met.

All Employees must comply with the rules and segregation established in the Compliance Manual and Global Conflict of Interest Policy, and keep the most complete and absolute secrecy about the information they may have access to in connection with the exercise of their activities. To this end, each Employee, by signing a term of adhesion, expressly certifies that they are in accordance with the rules established in the internal policies of the Manager and, by signing a confidentiality agreement, refrain from disclosing confidential information that they may have access to.

To address the potential or actual conflict of interest between the provision of funds management and business advisory services, the following measures must be taken, without prejudice against the Manager's ongoing fiduciary duty, and continuous performance in good faith,

- (i) the Manager must include in the documentation the investment funds under its management, notably in the funds' regulation, in order to disclose the information widely and fully to the quotaholders, express wording regarding the possibility of acting as an advisor of the target companies or investee companies of the funds;
- (ii) if there is an intention of the managed funds to make investments in companies in which the Manager already acts as an advisor, all necessary measures must be taken to enable the investment without any regulatory non-compliance, and may even request the fund manager to call a general meeting of quotaholders to resolve the matter, if necessary; and
- (iii) when it comes to the hiring of advisory services to work with the funds' invested companies under the management of the applicant, the applicant must take all necessary measures in advance to enable the hiring without any regulatory non-compliance, requesting the sponsor of the funds to call a general meeting of quotaholders to resolve the matter, if necessary. Hence, the Manager emphasizes that all regulatory obligations are being duly met as it: (i) has manuals with clear and objective information, and appropriate controls; and (ii) has a training policy for all its employees, in order to (a) ensure the good use of common facilities, equipment and information, (b) preserve confidential information and allow the identification of people who have access to it, and (c) restrict access to files and allow the identification of persons who have access to confidential information

**(b) Information on the activities carried out by parent companies, subsidiaries, affiliates and companies under common control by the sponsor and potential conflicts of interest existing between such activities.**

The parent companies, subsidiaries, affiliates and companies under common control by the Manager are described in item 7.1 "e" of this Reference Form. In addition to the parent company, whose activities are described below, the other entities under common control of the group are located in other jurisdictions and their main purpose or activity is to support the main activity of the Lightrock Group of investing in Private Equity strategies in the regions where they are located. Even so, given the nature, size and complexity of the business activities developed by the Lightrock Group, there is potential for a number of real or apparent conflicts of interest. Thus, the offering documents pertaining to a particular investment fund must provide a complete and transparent description of any conflicts of interest related to said investment fund, in line with what is described in item 6.2.(a) above. Additionally, the Lightrock Group maintains a Global Conflict of Interest Policy that sets out the procedures for identifying and managing potential conflicts of interest.

**6.3. Profile of investors in funds and portfolios managed by the company****(a) Number of investors: 21****(b) Number of investors, divided by:**

- (i) Individuals: 1**
- (ii) Entities (non-financial or institucional): 0**
- (iii) Financial Institutions: 0**
- (iv) Open Supplementary Pension Entity: 0**
- (v) Closed Supplementary Pension Entity: 1**
- (vi) Own pension schemes: 0**
- (vii) Insurers: 0**
- (viii) Capitalization and leasing companies: 0**
- (ix) Investment clubs: 0**
- (x) Investment funds: 13**
- (xi) Non-resident investors: 5**
- (xii) Others: Legal Entities (institucional): 1**

**(c) Financial resources under management: R\$ 1.750.221.123****(d) Financial resources under management applied in financial assets abroad: R\$ 216.285.309****(e) Financial resources under the management of each of the ten (10) largest clients (names need not be identified):**

Client 1	R\$ 994.287.974
Client 2	R\$ 280.737.280
Client 3	R\$ 177.030.862
Client 4	R\$ 164.001.013
Client 5	R\$ 63.623.248
Client 6	R\$ 25.000.000
Client 7	R\$ 11.984.467
Client 8	R\$ 4.951.112
Client 9	R\$ 3.784.568
Client 10	R\$ 3.635.499

**(f) Financial resources under management, divided among investors**

- (i) Individuals: R\$ 25.000.000**
- (ii) Legal Entities (non-financial or institucional): R\$ 0,00**
- (iii) Financial Institutions: R\$ 0,00**
- (iv) Open Supplementary Pension Entity: R\$ 0,00**
- (v) Closed Supplementary Pension Entity: R\$ 3.635.499**
- (vi) Own pension schemes: R\$ 0,00**
- (vii) Insurers: R\$ 0,00**
- (viii) Capitalization and leasing companies: R\$ 0,00**
- (ix) Investment clubs: R\$ 0,00**
- (x) Investment funds: R\$ 97.999.744**

<p>(xi) <b>Non-resident investors:</b> R\$ 1.342.848.600</p> <p>(xii) <b>Others: Legal entities (institucional):</b> R\$ 280.737.280</p>
<b>6.4. Value of financial resources under management, divided between:</b>
(a) <b>Shares:</b> R\$ 1.421.845.634
(b) <b>Debentures and other fixed income securities issued by non-financial legal entities:</b> R\$ 136.194.982
(c) <b>Fixed income securities issued by financial legal entities:</b> R\$ 0,00
(d) <b>Quotas in share investment funds:</b> R\$ 0,00
(e) <b>Quotas in equity investment funds:</b> R\$ 0,00
(f) <b>Quotas in real estate investment funds:</b> R\$ 0,00
(g) <b>Quotas in credit rights investment funds:</b> R\$ 0,00
(h) <b>Quotas in fixed income investment funds:</b> R\$ 0,00
(i) <b>Quotas in other investment funds:</b> R\$ 0,00
(j) <b>Derivatives (market value):</b> R\$ 0,00
(k) <b>Other securities:</b> R\$ 0,00
(l) <b>Government bond:</b> R\$ 16.992.335
(m) <b>Other assets:</b> R\$ 10.603.500,57
(n) <b>Total:</b> R\$ 1.575.032.951
<b>6.5. Profile of managers of resources of securities portfolios in which the sponsor performs fiduciary sponsoring activities.</b>
The Company chose not to disclose information in relation to this item, in view of the optional nature of this disclosure for managers of securities portfolios for the manager category
<b>6.6. Other information that the company deems relevant.</b>
There is no other relevant that has not been described in items 6.1 to 6.5 of this Reference Form
<b>7. Business Group</b>
<b>7.1. Business group to which the company belongs, indicating:</b>



<p><b>(a) Direct and indirect controlling shareholders:</b></p> <p><b>CNPJ:</b> 38.223.375/0001-93</p> <p><b>Name:</b> Lightrock Holding AG</p>
<p><b>(b) Subsidiaries and affiliates:</b> No</p>
<p><b>(c) Company's holdings in companies of the group:</b> No</p>
<p><b>(d) Holdings of companies of the group in the company:</b> No</p>
<p><b>(e) Companies under common control:</b></p> <p><b>Tax ID:</b> 45.292.100/0001-77</p> <p><b>Name:</b> Lightrock OLP GP Ltda.</p>
<p><b>7.2. If it is the company desire, insert the organizational chart of the business group to which the company belongs, if it is compatible with the information provided in 7.1</b></p>
<p><b>8. Operational and administrative structure</b></p>
<p><b>8.1. Administrative structure of the company, as established in its articles of organization or incorporation and bylaws:</b></p>
<p><b>(a) Duties of each body, committee and technical department</b></p>
<p>The management of the Manager is composed of 2 Officers, namely: one (1) Management Officer and one (1) Compliance, Risk, and AML/CFT Officer.</p> <p>- <b>Management board:</b> This executive board is responsible:</p> <p>(i) For third-party asset management services provided by the Company, pursuant to Article 4, item III and paragraph 7 of CVM Instruction 21 ("Management Services").</p> <p>- <b>Compliance, Risk and AML/CFT Board:</b> This executive board is responsible:</p> <p>(i) For monitoring and supervising compliance with the rules, policies, procedures and internal controls by the Officers and employees of the Company, including the use of information to which they have access in the exercise of their functions, for the maintenance of confidentiality and segregation of available information, for raising awareness about the consequences of non-compliance with the rules and procedures of the Company, as well as compliance with CVM Instruction 21 ("Compliance Services");</p> <p>(ii) For compliance with the policies, procedures and internal controls related to the Anti-Money Laundering and Combating the Financing of Terrorism, pursuant to Article 4, item IV of CVM Instruction 21, of CVM Instruction No. 50, of August 31, 2021 ("CVM Instruction 50") and Law 9.613, of March 3, 1998 ("Law 9.613") ("AML/CFT Services"); and</p>

<p>(iii) For the management and monitoring of market risks to which the Company and its activities are subject, pursuant to Article 4, item V of CVM Instruction 21 ("Risk Services" and, together with Compliance Services and the AML/CFT Services, the "Compliance, Risk and AML/CFT Services").</p> <p>- <b>Advisory Services:</b> The Company will carry out advisory services for companies of its business group headquartered abroad, enabling the Company to participate in Lightrock LLP's global investment funds, through the identification of investment opportunities in Brazil, with market and financial analysis of these, as well as to present such opportunities to the organization's global investment committee and monitor the assets actually invested by them and their divestment ("Advisory Services"). Advisory Services will be performed directly by the members of the asset management team.</p>
<p><b>(b) In relation to the committees, their composition, frequency of their meetings are held and how their decisions are recorded:</b></p>
<p>Lightrock Gestora de Recursos Ltda. will have investment committees composed of members of its team and/or other employees of Lightrock S.A. (Parent Company) for approval of investment and divestment decisions. Decisions will be taken by voting, recorded in minutes, and the committee will meet whenever necessary to take decisions on investments and divestments.</p>
<p><b>(c) In relation to the members of the executive board, their attributions and individual powers:</b></p>
<p>Officer Marcos Wilson Pereira will be responsible for Management Services.</p> <p>Officer Paula Dainese will be responsible for Compliance, Risk and AML/CFT Services.</p> <p>The Manager will be managed by a Board of Directors and an Executive Board, which includes the Management Board and the Compliance, Risk and AML/CFT Board, pursuant to the law and the Manager's Articles of Organization.</p> <p>The members of the Board of Directors and the Executive Board are obliged, without prejudice to the duties and responsibilities assigned to them, to have reservation as to all the Manager's businesses, and shall treat as confidential all information of a non-public nature to which they have access and that concern the Manager, its businesses, employees, directors, members and service providers, undertaking to use such information in the exclusive and best interest of the Manager.</p> <p>The Executive Board is the management and representation body of the Manager, and it is incumbent upon it to perform all necessary acts to ensure its regular operation.</p> <p>The Manager is represented in any act or contract by (i) two Officers, jointly; or (ii) one Officer, together with an attorney-in-fact legally appointed by two Officers, with specific authority.</p>
<p><b>8.2. If it is the company desire, insert the organizational chart of the business group to which the company belongs, if it is compatible with the information provided in the previous item</b></p>
<p><b>8.3. Information regarding each of the officers mentioned in items 8.4, 8.5, 8.6 and 8.7 and the members of the company's committees, relevant to the activity of managing securities portfolios:</b></p>
<p><b>8.4. Portfolio management:</b> CPF: 070.770.477-41</p>

<p><b>Name:</b> Marcos Wilson Pereira  <b>Age:</b> 49  <b>Profession:</b> Businessman  <b>Position held:</b> Management Officer  <b>Date of taking of the office:</b> 08/10/2021  <b>Term of office:</b> Indefinite  <b>Other positions and offices held in the Company:</b> n/a  <b>Completed courses:</b> UFRJ – Production Engineering (1999), Columbia Business School – MBA (2005)  <b>Professional certification exam:</b> CFA (2006), CGA – Anbima (2023), CGE – Anbima (2024)</p>
<p><b>8.5. Compliance:</b>  <b>CPF:</b> 360.379.258-01  <b>Name:</b> Paula Dainese  <b>Age:</b> 39  <b>Profession:</b> Economist  <b>Position held:</b> Compliance, Risk, and AML/CFT Officer  <b>Date of taking of the office:</b> 01/18/2022  <b>Term of office:</b> Indefinite  <b>Other positions and offices held in the Company:</b> Operations Director  <b>Completed courses:</b> Insper – Economics (2008), Maastricht University – Master in Financial Economics (2012)  <b>Professional certification exam:</b> n/a</p>
<p><b>8.6. Risk management:</b>  <b>CPF:</b> 360.379.258-01  <b>Name:</b> Paula Dainese  <b>Age:</b> 39  <b>Profession:</b> Economist  <b>Position held:</b> Compliance, Risk, and AML/CFT Officer  <b>Date of taking of the office:</b> 01/18/2022  <b>Term of office:</b> Indefinite  <b>Other positions and offices held in the Company:</b> Operations Director  <b>Completed courses:</b> Insper – Economics (2008), Maastricht University – Master in Financial Economics (2012)  <b>Professional certification exam:</b> n/a</p>
<p><b>8.7. For each of the directors, provide their main professional experience, over the last five years:</b></p>
<p><b>Marcos Wilson Pereira:</b></p> <ul style="list-style-type: none"> <li>(i) Company's name: Lightrock Gestora de Recursos Ltda. (<i>June 2016 – Ongoing</i>)</li> </ul> <p>Position and duties inherent to the position: Managing Partner, Head of Latin America</p> <ul style="list-style-type: none"> <li>i. Responsible for the strategic development of the business in the region</li> <li>ii. Responsible for prospecting, analyzing and investing in high growth companies in Latin America</li> <li>iii. Responsible for leading the investment team</li> <li>iv. Member of the global investment committee</li> </ul>

- v. Member of the global management committee

**Paula Dainese:**

- (i) Company's name: Lightrock Gestora de Recursos Ltda. (*October 2021 – Ongoing*)

Position and duties inherent to the position: Operations Director, Compliance, Risk, and AML/CFT Officer

- i. Responsible for the process of structuring new Funds;
- ii. Regulatory monitoring of the Manager and funds managed;
- iii. Responsible for AML and KYC processes in conjunction with the global compliance team;
- iv. Monitoring daily operations and local and offshore vehicles with service providers;
- v. Maintaining relationships with service providers

- (ii) Company's name: Redpoint eventures (*May 2019 – October 2021*)

Position and duties inherent to the position: Operations Director, Compliance Officer and Financial Director

- i. Regulatory monitoring of the Manager and funds managed;
- ii. Responsible for the AML and KYC processes;
- iii. Monitoring the due diligence of the new investments;
- iv. Monitoring the daily operations of the Manager and local and offshore vehicles;
- v. Responsible for the Finance department.

**8.8. Information on the structure maintained for asset management**

**(a) Number of professionals**

11

**(b) Nature of the activities carried out by its members**

The management team is responsible for (i) analyzing potential investments and preparing supporting materials for investment approval, (ii) conducting the due diligence process (ESG, operational, accounting, legal, and technical) together with service providers, (iii) structuring and negotiating the investment, and (iv) monitoring the company, participating in Committees and Boards, and implementing and reviewing the strategic plans established at the time of the investment.

**(c) The information systems, routines and procedures involved**

In order to assist the Management Board in the practice of its activities, the Manager will use external systems (developed and/or operated by third parties), such as, for example, Capital IQ, Crunchbase, or equivalents at the time of the start of operations, as well as market expert interview (GLG) services, research reports from banks, brokers and external advisors, as appropriate.

As for the external systems for asset management services, the Manager also uses (i) the Ilevel – Monitoring, analysis, evaluation and portfolio reporting System, (ii) the DealCloud – Pipeline Management, CRM and resources/fundraising system, (iii) the Pitchbook – Provides research and analysis about companies,

<p>businesses, investment funds, their investors and service providers, within the scope of private investments, (iv) GLG – Provides financial information and advises investors and consultants who have business clients looking for specialized advisory, (v) Gartner – Research and advisory, providing information and advisory, and (vi) Dealroom – Global platform for intelligence data on startups, innovative companies and with high potential for growth, ecosystems and investment strategies, all contracted by Lightrock LLP and used by the Manager.</p> <p>Using these systems, the Manager will carry out, at least annually, the checking, analysis and monitoring of the portfolios that are under management. If any data that suggests the possibility of loss of value, risk or greater profit margin opportunity to the client are found, the Management Officer will make the appropriate adjustments.</p>
<p><b>8.9. Information on the structure maintained for the verification of permanent compliance with the legal and regulatory standards applicable to the activity and for the inspection of the services provided by contracted third parties</b></p>
<p><b>(a) Number of professionals</b></p>
<p>1</p>
<p><b>(b) Nature of the activities carried out by its members</b></p>
<p>With the support of the Lightrock Group's global compliance team, the Manager's compliance division is designed to ensure continued compliance with applicable securities laws and regulations.</p>
<p><b>(c) The information systems, routines and procedures involved</b></p>
<p>The Manager's Compliance area will be responsible for implementing systems and controls to support the verification of permanent compliance with the legal and regulatory standards applicable to the activity and for the inspection of the services provided by contracted third parties, and all implemented systems and controls will be supervised by the global Compliance department of the Lightrock Group. In this sense, the Manager's Compliance area will provide all necessary information to the Manager's Board of Directors, as well as to the Lightrock Group's global Compliance department, which adopts an integrated management, governance, risk and compliance system, with the purpose of meeting regulatory standards efficiently. This system will also be implemented for the Manager, and it will be subject to periodic reviews of its systems and controls.</p>
<p><b>(d) How the company guarantees the independence of the work performed by the sector</b></p>
<p>The duties of the Compliance, Risk and AML/CFT area are directly coordinated by the Compliance, Risk, and AML/CFT Officer, manager of the Manager, without subordination to or interference by other areas of the Manager. The Compliance, Risk, and AML/CFT Officer has full structural and financial autonomy to inspect and monitor the activities of all employees, with free and unrestricted access to all information held by the Manager. Instead, the hierarchy chain is from outside the country, and is independent of the portfolio management structure.</p>
<p><b>8.10. Information on the structure maintained for risk management</b></p>
<p><b>(a) Number of professionals</b></p>
<p>1</p>
<p><b>(b) Nature of the activities carried out by its members</b></p>

The objective of the Manager's risk assessment process is to identify, assess and manage risks that may affect the ability of the funds and/or the Manager in general to achieve their objectives. The Compliance, Risk, and AML/CFT Officer is primarily responsible for supervising and coordinating risk management, as detailed in the Company's Risk Management Policy ("Risk Management Policy").

Some risk management duties are performed by the Compliance, Risk, and AML/CFT Officer in conjunction with global departments of the Lightrock Group, such as the legal department, the global compliance and risk department and the accounting department. In addition, the Lightrock Group's global risk and compliance team, as necessary, supplements the Manager's risk management duties, among other things, by overseeing and monitoring the Lightrock Group's compliance with all applicable legal and regulatory requirements. These activities include (i) the development and maintenance of the Manager's policies and manuals, as well as monitoring their compliance, (ii) the identification, assessment, and measurement of regulatory risks in the execution and monitoring of investments, and (iii) support to the investment team on matters involving risk management.

The individuals responsible for risk management at the Manager have full autonomy in the performance of their duties, particularly in relation to the asset management area of the Manager.

**(c) The information systems, routines and procedures involved**

The Manager, in the context of portfolio management services, adopts a risk monitoring matrix, segregated by type of risk and event, with monitoring at different intervals, as per the table provided for in item 1.7 of the Risk Management Policy.

The verification of each of the risks (market, operational, credit, concentration, counterparty and liquidity risks) is carried out by the Compliance, Risk, and AML/CFT Officer in conjunction with the Lightrock Group's global compliance and risk department, as well as in conjunction with others service providers (such as law firms in the context of auditing transactions and other specific demands).

In this regard, the Manager uses the service of the global Compliance department to perform background checks. All clients or transactions go through an integration process that may involve verification via World Check, a database to identify politically exposed persons and high-risk individuals/organizations, used worldwide to identify and manage regulatory, financial and reputational risk. Finally, the Manager uses the ILevel software to monitor portfolios and risks associated with the group companies (mainly risks related to valuation and liquidity).

On the date hereof, the Manager intends to operate exclusively with private equity investments aimed at Professional and Qualified Investors, as defined in the applicable regulations. The portfolio of these funds is mainly composed of shares issued by closely-held companies.

The investment funds that will be managed by the Manager are subject to a wide range of economic risks, risks linked to foreign currency and exchange rate, political, legal and financial risks. Investors should carefully review the relevant offering documents for a more complete description of the risks related to such funds.

The Compliance, Risk, and AML/CFT Officer continuously monitors the effectiveness of the metrics adopted to control the risks applicable to the funds managed by the Manager. Adherence tests are carried out to identify and monitor exposure to risks and their consistency and compatibility with the funds' regulations.
<b>(d) How the company guarantees the independence of the work performed by the sector</b>
The duties of the risk management department are directly coordinated by the Compliance, Risk, and AML/CFT Officer, manager of the Manager, without subordination to or interference by other areas. The Compliance, Risk, and AML/CFT Officer has full structural and financial autonomy to carry out risk analysis of the managed portfolios, as well as access to its own information storage and information system.
<b>8.11. Information on the structure maintained for activities regarding treasury, control and processing of assets and bookkeeping of quotas, including:</b>
<b>(a) Number of professionals</b>
1
<b>(b) The information systems, routines and procedures involved</b>
The Company has chosen not to disclose information on this item, given the optional nature of this disclosure for managers of securities portfolios for the Manager category
<b>(c) The appointment of a person responsible for the area and description of their experience in the activity.</b>
The Company has chosen not to disclose information on this item, given the optional nature of this disclosure for managers of securities portfolios for the Manager category
<b>8.12. Information on the area responsible for distributing investment fund shares, including:</b>
<b>(a) Number of professionals</b>
The Manager does not engage in the distribution of investment funds.
<b>(b) Nature of the activities carried out by its members</b>
The Manager will not act in the distribution of investment fund quotas.
<b>(c) Training program for professionals involved in the distribution of quotas</b>
The Manager will not act in the distribution of investment fund quotas.
<b>(d) Available infrastructure, containing a detailed list of equipment and services used in distribution</b>
The Manager will not act in the distribution of investment fund quotas.
<b>(e) The information systems, routines and procedures involved</b>
The Manager will not act in the distribution of investment fund quotas.
<b>8.13. Other information that the company deems relevant</b>
There is no other relevant information that has not been described in items 8.1 to 8.12 of this Reference Form.

<b>9. Company compensation</b>
<b>9.1. Main forms of compensation practiced in relation to each service provided or product managed.</b>
As of the date of this Form, the Company does not practice any form of compensation for the third-party asset management. Nevertheless, the Company will be compensated mainly through a management and performance fee, and the Company expects to adopt compensation models compatible with the market, in the percentage level of 2% for the management fee and 20% for the performance fee, which may be subject to change.
<b>9.2. Revenue from clients, as percentage of the total revenue earned in the thirty-six (36) months prior to the base date of this form, as a result of:</b>
(a) Fixed base fees: 100,00%
(b) Performance fees: 0,00%
(c) Admission fees: 0,00%
(d) Exit fee: 0,00%
(e) Other fees: 0,00%
<b>9.3. Other information that the company deems relevant:</b>
There is no other relevant information that has not been described in items 9.1 and 9.2 of this Reference Form
<b>10. Rules, procedures and internal controls</b>
<b>10.1. Policy for selection, hiring and supervision of service providers</b>
The Company chose not to disclose information in relation to this item, in view of the optional nature of this disclosure for managers of securities portfolios for the Manager category.
<b>10.2. How securities transaction costs are monitored and minimized</b>
As of the date of this Form, the Company always adopts an accreditation policy for service providers to provide services related to securities transactions, aiming to find the best cost-benefit for the funds under its management and, consequently, for its quotaholders.
<b>10.3. Rules for handling soft dollar, such as receiving gifts, courses, travel, etc.</b>
<p>Company employees (or anyone on their behalf) must not:</p> <ul style="list-style-type: none"> <li>- Give, promise to give or offer payment, gifts or other benefits with the expectation that a business advantage will be received, or reward a business advantage already granted;</li> <li>- Give or accept gifts or other benefits during any commercial negotiation or bidding process, if it could influence the outcome;</li> <li>- Accept payment, gifts or other benefits from a third party who is expected to receive any commercial advantage in return;</li> <li>- Accept benefits from third parties that are overly generous or extravagant under the circumstances;</li> <li>- Offer or accept a gift to or from employees, government officials, politicians or political parties;</li> </ul>



- Threat or retaliate against a third party that has refused to commit a bribery offense or that has raised concerns about bribery and/or corruption; or
- Engage in any other activity that could lead to a breach of the anti-bribery and anti-corruption obligations of the Lightrock Group and the Manager.

The Lightrock Group's anti-corruption policy allows for reasonable and appropriate gifts, benefits or entertainment to be given or received from third parties for the purpose of establishing or maintaining good business relationships, improving or maintaining its image or reputation, or even as a form of marketing or of presenting your products and/or services effectively. In case of doubt, any employee should consult the area officer.

Any employee of the Lightrock Group or the Manager can and should raise any concerns about any issue or suspicion of bribery or corruption as soon as possible. The Lightrock Group or the Manager are committed to ensuring that no one suffers any harmful treatment because of refusing to participate in activities that involve bribery or corruption, or for reporting, in good faith, their suspicion of activities involving bribery or corruption that have occurred or may occur in the future. Harmful treatment includes dismissal, disciplinary action, threats or any other adverse treatment.

#### **10.4. Contingency, business continuity and disaster recovery plans adopted**

Due to the nature of the asset management services carried out by the Manager, the company is subject to extensive legislation, regulation and self-regulation in the Brazilian market. To fully meet these requirements, as well as adapt its activities to the best market practices, the Manager will adopt the Compliance and Internal Controls Policy that describes the Contingency Plans for Business Continuity ("PCCN"), under direct responsibility of the Compliance, Risk, and AML/CFT Officer

The PCCN aims to ensure the continuity of the Manager's business in the event of acts of God or force majeure that may affect its physical or technological infrastructure ("Disruptive Event").

In case of an event that makes it impossible for Employees to access the Manager's office, they must return to their respective homes to carry out their duties via remote access to the Manager's network (by using their credentials to obtain access) and await instructions from the Compliance, Risk, and AML/CFT Officer. Staff will be contacted via telephone, email or other means of communication authorized by the Compliance, Risk, and AML/CFT Officer.

If the office remains closed for more than twenty-four (24) hours in a business day, Employees will continue to work remotely, unless the Compliance, Risk, and AML/CFT Officer chooses to allocate a work team to a support site, to be defined by said officer.

The Manager's technology system will have the option of remote access, allowing Employees to carry out their normal activities without physical presence on the company's premises.

Additionally, as soon as possible, all clients will be notified (via email, mail or phone call) by the Manager about the occurrence of the Disruptive Event, alternative forms of contact and deadlines for solving the problem by the Manager. The Compliance, Risk, and AML/CFT Officer will be responsible for such contact.

<p>The Manager will store files in the cloud with high storage capacity, restricted access and controlled by the Compliance, Risk, and AML/CFT Officer, with the assistance of Information Technology professionals. Emails and files will be hosted in a specific environment such as cloud computing.</p> <p>The Employees may perform their functions from any computer with access to the worldwide computer network. Remote access will be available to the Manager's essential systems, with individual logins and passwords for all Employees</p>
<p><b>10.5. Policies, practices and internal controls for managing the liquidity risk of securities portfolios</b></p>
<p>The Company will act primally in the management of private equity funds, whose portfolio is made up of: (i.1) mainly highly illiquid assets, such as shares and other securities issued by unlisted companies, as well as shares issued by listed companies, provided they are acquired as part of a private equity strategy; (i.2) to a lesser extent, liquid assets acquired by these FIPs, which are the assets used to manage the funds cash.</p> <p>Thus, as to the liquidity risk of unused capital commitments, the investment funds to be managed by the Manager must maintain sufficient unused capital commitment balances to manage future financing obligations and are monitored for the capital call and investor distribution activity.</p> <p>The minimum percentages of the fund portfolios necessary to honor the respective commitments must be established in the organizational documents of each fund. There is no independent analysis based on asset type, as the Manager invests exclusively in private equity.</p> <p>As for the liquidity risk due to the risk of default by investors in the investment funds to be managed by the Manager, such verification will be carried out annually by the Compliance, Risk, and AML/CFT Officer together with the global compliance and risk department of the Lightrock Group, as well as in conjunction with other service providers (such as law firms in the context of transaction auditing and other specific demands).</p>
<p><b>10.6. Policies, practices and internal controls for complying with the specific rules referred to in item I of art. 30, should it decide to act in the distribution of quotas of investment funds of which it is the administrator or manager</b></p>
<p>The Manager will not act in the distribution of investment fund quotas.</p>
<p><b>10.7. Address on the website for identification of the documents contained in article 14 of this Instruction</b></p>
<p><a href="https://www.lightrock.com/latam-policies-and-disclaimer">https://www.lightrock.com/latam-policies-and-disclaimer</a></p>
<p><b>11. Contingencies</b></p>
<p><b>11.1. Judicial, administrative or arbitration proceedings, which are not confidential, in which the company appears as a defendant, that are relevant to the company's business, indicating:</b></p>
<p><b>(a) Mais facts</b></p>
<p>As of the date of this Reference Form, there are no judicial, administrative or arbitration proceedings in which the Company appears as a defendant.</p>

<b>(b) Amounts, assets or rights involved</b>
As of the date of this Reference Form, there are no judicial, administrative or arbitration proceedings in which the Company appears as a defendant.
<b>11.2. Judicial, administrative or arbitration proceedings, which are not confidential, in which the officer responsible for the management of securities portfolios appears as a defendant and that affects his professional reputation, indicating:</b>
<b>(a) Main facts</b>
As of the date of this Reference Form, there are no judicial, administrative or arbitration proceedings, which are not confidential, in which the officer responsible for the management of securities portfolios appears as a defendant and that affects his professional reputation.
<b>(b) Amounts, assets or rights involved</b>
As of the date of this Reference Form, there are no judicial, administrative or arbitration proceedings, which are not confidential, in which the officer responsible for the management of securities portfolios appears as a defendant and that affects his professional reputation.
<b>11.3. Other relevant contingencies not covered by the previous items:</b>
The Company informs that there are no other relevant contingencies.
<b>11.4. Final and unappealable judicial, administrative or arbitrate awards finding for the plaintiff, handed down in the last five (5) years in cases that are not confidential, in which the company appeared as a defendant, indicating:</b>
<b>(a) Main facts</b>
As of the date of this Reference Form, there are no judicial, administrative or arbitration awards finding for the plaintiff in which the Company appeared as a defendant.
<b>(b) Amounts, assets or rights involved</b>
As of the date of this Reference Form, there are no judicial, administrative or arbitration awards finding for the plaintiff in which the Company appeared as a defendant.
<b>11.5. Final and unappealable judicial, administrative or arbitral awards finding for the plaintiff, handed down in the last five (5) years in cases that are not confidential, in which the officer responsible for the management of securities portfolios appeared as a defendant and affected his business or reputation professional, indicating:</b>
<b>(a) Main facts</b>
As of the date of this Reference Form, there are no judicial, administrative or arbitration awards finding for the plaintiff in which the manager responsible for managing securities portfolios appeared as a defendant.
<b>(b) Amounts, assets or rights involved</b>
As of the date of this Reference Form, there are no judicial, administrative or arbitration awards finding for the plaintiff in which the manager responsible for managing securities portfolios appeared as a defendant.
<b>12. Statements</b>

<b>Statement from the administrator:</b>
<p>(i) Reviewed the Reference Form</p> <p>(ii) The information contained therein is true, accurate and complete representation of it is business (PF) or the structure, business, policies and practices adopted by the company (PJ)</p>
<b>Additional statements by the officer, certifying:</b>
<p><b>Charges arising from administrative proceedings, as well as punishments suffered, in the last five (5) years, as a result of an activity subject to the control and supervision of CVM, Central Bank of Brazil, Superintendence of Private Insurance – SUSEP or the National Superintendence of Complementary Pension – PREVIC, not being disqualified or suspended from holding a position in financial institutions and other entities authorized to operate by the aforementioned bodies:</b> Nothing to declare</p>
<p><b>Convictions due to a bankruptcy crime, malfeasance, bribery, corruption, embezzlement, money laundering or concealment of property, rights and amounts, or due to a crime against the public economy, the economic system, consumer relations, forgery or crime against public property, the national financial system, or to a criminal penalty that bars, even if on a temporary basis, access to public positions, according to a final and unappealable decision:</b> Nothing to declare</p>
<p><b>Impediments to managing or disposing of his assets due to a judicial and administrative decision:</b> Nothing to declare</p>
<p><b>Entry against him in the credit protection services registry:</b> Nothing to declare</p>
<p><b>Entry against him in a list of defaulting parties of an organized market managing entity:</b> Nothing to declare</p>
<p><b>Protest of title against him:</b> Nothing to declare</p>