

BRISANET PARTICIPAÇÕES S.A.

National Corporate Taxpayer's Register of the Ministry of Economy (CNPJ/ME) nº 19.796.586/0001-70

State Registration (NIRE) No: 23.300.045.742

MINUTES OF THE BOARD OF DIRECTORS MEETING HELD ON FEBRUARY 2, 2022

- 1 **DATE, TIME AND PLACE:** February 2, 2022, at 6 p.m., at the headquarters of Bris Janet PARTICIPAÇÕES S.A. ("**Company**"), located in the city of Pereiro, State of Ceará, at Rodovia CE-138, Trecho Pereiro CE Divisa com RN, Km14, Estrada Carrossal Brisa 1Km, Portão A, Prédio1, Entrada 2, 10 andar, Sala 1, Zip Code 63460-000.
- 2 **ATTENDANCES:** All members of the Company's Board of Directors were present.
- 3 **CALL:** The convening formalities were waived in view of the presence of all members of the Board of Directors, pursuant to article 14, paragraph 8, of the Company's bylaws.
- 4 **BOARD:** President, Mr. João Paulo Estevam; and Secretary, Mr. José Roberto Nogueira.
- 5 **AGENDA:** Discuss and deliberate on the following matters: **(i)** the proposed capital budget for the fiscal year to end on December 31, 2022; **(ii)** learn about the approval by B3 SA – Brasil, Bolsa e Balcão ("B3") of the request for exceptional treatment in relation to the requirement set forth in article 10 of the B3 Novo Mercado Regulation ("Regulation"); **(iii)** creation of a share buyback program ("Buyback Program"); **(iv)** amendment of the Policy for Nomination of Members of the Board of Directors, its Committees and Statutory Executive Board of the Company ("Nomination Policy"); and **(v)** authorization to the Company's Executive Board and/or duly constituted attorneys-in-fact pursuant to the Bylaws of the Company, to perform, on behalf of the Company, any and all acts necessary to fully comply with the resolutions approved herein..
- 6 **DELIBERATIONS:** After analyzing and discussing the matters on the agenda, the attending members decided, by unanimous vote and without reservations:
 - (i) to approve the capital budget proposal for the fiscal year to end on December 31, 2022;
 - (ii) to become aware of the approval by B3, through official letter 28/2022-DIE of January 28, 2022 ("Official Letter"), of the request for exceptional treatment in relation to the requirement provided for in article 10 of the Novo Mercado Regulation of the B3, referring to the maintenance of outstanding shares in a percentage corresponding to at least 25% (twenty-five percent) of the Company's capital stock, as required by the Company on January 19, 2021, with B3. By means of the Official Letter, B3 granted the Company to keep, in free circulation, at least 20% (twenty percent) of its capital stock, exclusively for the execution of a share buyback plan, until its recomposition, which must take place until July 31, 2023. In return for the waiver request, B3 determined to update the Company's Nomination Policy to provide for the obligation to nominate at least one female candidate to occupy positions on the Board of Directors. management and on the Company's board of directors;
 - (iii) to approve the creation of a Share Buyback Program, to be held in treasury, canceled or subsequently sold on the market, pursuant to the provisions of article 3 of the Instruction of the Brazilian Securities and Exchange Commission ("CVM") nº 567 of September 17, 2015, as amended ("CVM Instruction 567"), through negotiations on B3, using the intermediation of Banco Santander do Brasil SA or Itau Unibanco SA. The approval was preceded by the analysis and confirmation by the members of the board of directors gifts regarding (i) the Company's financial compatibility for the settlement of the acquisition of any shares, without affecting other obligations already assumed with its creditors, nor the payment of mandatory, fixed or minimum dividends; and (ii) existence of available resources, pursuant to article 7, §1, of CVM Instruction 567, based on the information in the last Financial Statements Form

disclosed, with no foreseeable facts capable of causing significant changes in the amount of such resources to the throughout this fiscal year. The Share Buyback Program is limited to the repurchase of up to 9,500,000 (nine million, five hundred thousand) shares issued by the Company, through the application of the Company's available resources, without reducing its capital stock. The operations authorized herein may be carried out between February 3, 2022 and February 2, 2023. Pursuant to article 5 of CVM Instruction 567, the number of Company shares outstanding in the market is 95,942,067 (ninety-five five million, nine hundred and forty-two thousand and sixty-seven) common, registered, book-entry shares with no par value. The Company's objective in the transaction is to maximize the generation of value for the Company's shareholders, without reducing the Company's capital stock, in compliance with the provisions of paragraph 1 of article 30, of the Brazilian Corporation Law, and the rules set out in the Instruction CVM 567. Accordingly, the board of directors resolved: (i) to approve the entire content of Annex 30-XXXVI of CVM Instruction No. 480 of December 7, 2009, as amended, contained in Annex I to these minutes, the which presents the conditions and characteristics of the Buyback Program; and (ii) authorization to the Company's executive board to disclose to the market a Material Fact with the information on the Share Buyback Program;

(iv) in view of the resolution contained in item (ii) above, to approve the amendment to the Company's Nomination Policy, pursuant to Annex II to these minutes, a copy of which was filed at the Company's headquarters;

(v) authorize the practice, by the Company's executive board and/or attorneys duly constituted under the Company's Bylaws, of all acts, take all measures and adopt all necessary measures to formalize the resolutions approved above.

- 7 CLOSURE:** there being no further business to discuss, the Board of Directors Meeting was adjourned and these minutes were draw up, read, approved and signed by all those present. Board: President, Mr. João Paulo Estevam; and Secretary, Mr. José Roberto Nogueira. Board Members Present: José Roberto Nogueira, João Paulo Estevam, José Romário Fernandes Pinheiro, João Paulo de Araújo Queiroz, Moacy De Freitas Melo, Geraldo Luciano Mattos Júnior, Igor Nascimento Barbosa.

(We hereby certify that this is a true copy of the original minutes drawn up in the Book of Minutes of the General Meeting of the Company)

Pereiro, February 02, 2022.

Board:

José Roberto Nogueira
President

João Paulo Estevam
Secretary

ANNEX I

Annex 30-XXXVI

Trading Shares issued by the Company

Brisanet Participações S.A. ("Company") (B3: BRIT3) in compliance with the provisions of article 30, item XXXVI, of the Securities and Exchange Commission ("CVM") Instruction No. 480, of December 7, 2009, as amended ("CVM Instruction 480"), communicates to its shareholders and the market in general, the approval at the Company's Board of Directors' Meeting, held on February 2, 2022, of the Share Buyback Program issued by the Company ("Share Buyback Program"), pursuant to article 3 of CVM Instruction No. 567, of September 17, 2015, as amended ("CVM Instruction 567"), with the following characteristics:

1. Objective and economic effects

The Share Buyback Program has the objective of acquiring common shares with no par value issued by the Company, respecting the legal limits and based on available resources, to be held in treasury, canceled or subsequently sold, under the terms of the provided for in article 3 of CVM Instruction 567.

The expected economic effects are:

A. for shareholders: maximization of value creation without reducing the Company's capital stock, through: (i) greater financial return, as the acquired shares are withdrawn from circulation and the amount allocated to dividends/interest on equity becomes be distributed to a smaller number of shares; and (ii) increase in the percentage of the shareholder's interest in the capital stock, in the event of the cancellation of shares; and

B. for the Company: market opportunities, optimizing the allocation of available own resources.

2. Number of shares (i) floating and (ii) held in Treasury

Currently, the Company has:

(i) 95,942.067 (ninety five million, nine hundred and forty two thousand and sixty seven) shares in the Float;

(ii) no shares are held in Treasury.

3. Number of shares to be repurchased or sold

Within the scope of this Share Buyback Program, up to 9,500,000 (nine million, five hundred thousand) shares may be repurchased, representing 9.9% (nine integers and nine hundredths percent) of the 95,942,067 (ninety-five million, nine hundred and forty-two thousand and sixty-seven) shares outstanding on this date, therefore, within the limit established in article 8 of CVM Instruction 567, being certain that, in any event, the minimum percentage of 20% of the capital stock of Company, pursuant to the waiver granted by B3 to the Company through Official Letter 28/2022-DIE, of January 28, 2022, which corresponds to up to 6,100,000 (six million, one hundred thousand) shares, with the remainder of the total shares within the scope of the program and may be acquired through derivative instruments.

4. Main characteristics of derivatives to be used, if chosen

In the case of using derivatives within the scope of this program, total return equity swaps will be used in which the Company receives the variation in the price of its shares traded on the stock exchange plus the proceeds (active

5. Any existing agreements or voting guidelines between the Company and the counterparty to the operations	end) and pays a percentage of the CDI plus a tax pre-fixed (passive end). The contracts will have financial settlement and a maximum term of up to 12 months.
6. In the event of operations carried out outside organized securities markets, inform:	The active end will be backed by operations carried out on the stock exchange at market price by the contracted bank. The contracts will be traded on the over-the-counter market and will be settled in cash.
A. the maximum (minimum) price at which the shares will be acquired (disposed); and	Not applicable. The Company will carry out the operations on the stock exchange, therefore, it is not aware of who will be the counterparties in the operations and does not have or will have voting agreements or guidelines with such counterparties.
B. if applicable, the reasons that justify carrying out the operation at prices more than 10% (ten percent) higher, in the case of acquisition, or more than 10% (ten percent) lower, in the case of disposal, than the average of the quotation, weighted by volume, in the 10 (ten) previous trading sessions	Not applicable. The Company will carry out the operations on the stock exchange.
7. Impacts that the negotiation will have on the composition of the shareholding control or the administrative structure of the company	There will be no impacts on the composition of the Company's shareholding control or administrative structure.
8. Identify the counterparties, if known, and, in the case of a party related to the Company, as defined by the accounting rules that deal with this matter, also provide the information required by article 8 of CVM Instruction No. 481, of December 17, 2009	All operations will be carried out on the stock exchange and, therefore, the Company is not aware of who will be the counterparties of the operations. Additionally, the Company does not intend to carry out transactions with parties related to the Company.
9. Allocation of funds earned, if any	Not applicable. The Company will not receive financial resources, since the acquired shares will be held in treasury or later cancelled. If the shares acquired in the future are used within the scope of other Company operations, the allocation of funds will be determined and informed to the market.
10. Maximum period for the settlement of authorized operations	The maximum period for carrying out the acquisitions will end on February 2, 2023, considering that the program lasts for 12 (twelve) months, starting on February 3, 2022. The Company's Executive Board will define the opportunity and the number of shares to be effectively acquired, observing the limits and validity period established by the Board of Directors and applicable legislation.
11. Institutions that will act as intermediaries, if any	Banco Santander (Brasil) S.A. CNPJ n.º 90.400.888/0001-42

Endereço: Avenida Presidente Juscelino Kubitschek, nº 2041, cj. 281 bloco A, bairro Vila Nova Conceição, CEP 04543-011, São Paulo, SP, Brasil.

Itau Unibanco S.A.

CNPJ nº 60.701.190/0001-04

Endereço: Praça Alfredo Egydio de Souza Aranha 100 – Torre Olavo Setubal, bairro Parque Jabaquara, CEP 04344-902, São Paulo, SP, Brasil.

12. Resources available to be used, pursuant to article 7, § 1, of CVM Instruction 567

The operations will be carried out through the use of available resources in a capital reserve contained in the most recent annual, interim or quarterly financial statements disclosed by the Company prior to the effective transfer, to the Company, of the ownership of the shares issued by it, except for the aforementioned reserves in article 7, § 1, of CVM Instruction 567.

13. Reasons why the members of the board of directors feel comfortable that the buyback of shares will not affect the fulfillment of obligations assumed with creditors or the payment of mandatory, fixed or minimum dividends

The members of the Board of Directors feel comfortable with the Buyback Program, as they understand that: (i) the Company's financial situation is compatible with the settlement of the acquisition at maturity without affecting the fulfillment of the obligations assumed with creditors or the payment of mandatory, fixed or minimum dividends; and (ii) there are no foreseeable facts capable of giving rise to significant changes in the amount of resources available to carry out the repurchase over the remaining period of the fiscal year; and (iii) the effective repurchase of the total number of shares provided for in the Repurchase Program will depend on the existence of resources available at the time of acquisition of the shares, in order to comply with the dictates provided for in article 7 of CVM Instruction 567.

ANNEX II

POLICY FOR THE APPOINTMENT OF MEMBERS OF THE BOARD OF DIRECTORS, ADVISORY COMMITTEES AND EXECUTIVE BOARD OF BRISANET PARTICIPAÇÕES S.A.

1 PURPOSE

- 1.1 The current Policy for the Appointment of Members of the Board of Directors, Advisory Committees and Executive Board ("**Policy**") establishes the criteria and procedures to be observed for the composition of the Board of Directors, its Committees and the Executive Board of Brisanet Participações S.A. ("**Company**").

2 PRINCIPLES

- 2.1 The appointment of members of the Board of Directors, its Committees and the Executive Board of the Company must observe the provisions of this Policy, the Company's Bylaws, the internal regulations of the Board of Directors and its Committees, the Novo Mercado Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão ("**Novo Mercado Rules**"), as well as the Law 6404, dated December 15, 1976, as amended ("**Corporation Law**"), and all other applicable laws and regulations.
- 2.2 Highly qualified professionals, with proven technical, professional or academic experience, aligned with the Company's values and culture, must be nominated to make up the Board of Directors, its Committees and the Executive Board.
- 2.3 The appointment for the composition of the Board of Directors, its Committees and the Executive Board must consider criteria such as complementarity of experiences, academic background and availability of time to perform the function and diversity.
- 2.4 The nomination process for the composition of the Board of Directors, its Committees and the Company's Executive Board must also consider, whenever possible, diversity of gender, race/ethnicity and generations, to allow the Company to benefit from the plurality of views, experiences, arguments and a decision-making process with greater quality and security.

3 BOARD OF DIRECTORS

3.1 Criteria for the Composition of the Board of Directors

- 3.1.1 The Company's Board of Directors will be composed of at least five (5) and at most seven (7) members, shareholders or not, resident in Brazil or abroad, all elected and removable by the Company's general meeting, with a unified term of office of two (2) years, reelection being permitted.
- 3.1.2 At least two (2) of the members of the Board of Directors or twenty percent (20%), whichever is greater, must be independent directors, who must be expressly characterized as such based on the criteria and requirements established by the Novo Mercado Listing Rules in the minutes of the general meeting that elects them. It is also considered as independent, the director(s) elected by means of the options provided for in article 141, paragraphs 4 and 5, of the Brazilian Corporation Law.
- 3.1.3 With regard to diversity and social inclusion practices, the Company's Board of Directors must always have at least 01 (one) female director in its composition.
- 3.1.4 The positions of Chairman of the Board of Directors and Chief Executive Officer or main executive of the Company may not be accumulated by the same person.

3.1.5 It is recommended that the Board of Directors have in its composition professionals with experience in diversified areas.

3.1.6 Particularly in what concerns the independent director qualification according to item 3.1.2 above, it should consider its relationship:

- (i) with the Company, its direct or indirect controlling shareholder and its managers; and
- (ii) with subsidiaries, affiliates or companies under common control.

3.1.7 A director is not considered to be an independent member if he/she:

- (i) is a direct or indirect controlling shareholder of the Company;
- (ii) has its voting rights at meetings of the Board of Directors bound by a shareholders' agreement concerning matters related to the Company;
- (iii) is a spouse, companion, relative or kin, in a direct or collateral line, up to the second degree, of its controlling shareholder, of an administrator of the Company or of an administrator of its controlling shareholder; and
- (iv) has been an employee or an Officer of the Company or its controlling shareholder in the last three (3) years.

3.1.8 The following situations must be analyzed in order to verify if they imply loss of independence of the independent director due to the characteristics, magnitude and extent of the relationship:

- (i) is a relative to the second degree of the controlling shareholder, a director of the Company or an administrator of the controlling shareholder;
- (ii) was an employee or director of affiliates, subsidiaries, or companies under common control in the last three (3) years;
- (iii) has business relations with the Company, its controlling shareholder or affiliates, subsidiaries or companies under common control;
- (iv) holds a position in a company or entity that has business relations with the Company or with its controlling shareholder that has decision-making power in the conduct of the activities of said company or entity; and
- (v) receives other compensation from the Company, its controlling shareholder, affiliates, subsidiaries, or companies under common control other than that related to acting as a member of the Board of Directors or Committees of the Company, its controlling shareholder, affiliates, subsidiaries, or companies under common control, except for cash dividends resulting from the Company's capital stock and benefits arising from supplementary pension plans.

3.2 Appointment Process

3.2.1 The appointment of members to the Board of Directors can be made by the managers or by any shareholders of the Company.

3.2.2 The appointment of members to the Board of Directors must observe, at least, the following criteria:

- (i) have unblemished reputation;
- (ii) be aligned and committed to the Company's values and culture;
- (iii) have an educational background in recognized Brazilian or international educational institutions;
- (iv) have professional experience of at least ten (10) years, acting in strategic positions in business management;
- (v) be free from conflict of interest with the Company;
- (vi) not hold a position in a company or entity that may be considered a competitor of the Company; and
- (vii) have availability of time to properly dedicate to the role and responsibility assumed.

3.2.3 Shareholders wishing to appoint members to the Board of Directors must send written notification to the Company's headquarters address, to the attention of the Legal Department, presenting:

- (i) full name;
- (ii) copy of the instrument of declaration of clearance or declare that he/she has obtained from the nominee the information that he/she is in conditions to sign such instrument, indicating any reservations;
- (iii) the nominee's resume, containing at least his/her qualification, professional experience, educational background, main professional activity he/she currently performs and indication of which positions he/she holds on administrative, fiscal or advisory boards in other companies, if applicable; and
- (iv) in the case of appointment of a candidate for the position of independent director, in addition to the information listed above, a declaration signed by the candidate attesting to his compliance with the independence criteria established in the New Market Regulation, as per item 3.2.6(i) of this Policy.

3.2.4 The election of the members of the Board of Directors will be carried out as provided in the Company's Bylaws and applicable legislation.

3.2.5 The proposal for reelection of the members of the Board of Directors should be based on their individual evaluations.

3.2.6 The characterization of the nominee to the Board of Directors as an independent director will be decided by the general meeting, which may base its decision on:

- (i) the declaration, forwarded by the independent director nominee to the Board of Directors, attesting to his/her compliance with the independence criteria established in this Policy, contemplating the respective justification, if any of the situations set forth in item 3.1.7 are verified; and
- (ii) the statement of the Company's Board of Directors, included in the management proposal for the general meeting for election of directors, as to whether or not the candidate meets the criteria of independence.

3.2.7 The procedure foreseen in item 3.2.6 above does not apply to nominations of candidates for members of the Board of Directors:

- (i) that do not meet the deadline for inclusion of candidates on the ballot paper, as provided for in the regulations issued by the CVM on remote voting; and
- (ii) by a separate vote in the presence of the controlling shareholder.

4 ADVISORY COMMITTEES TO THE BOARD OF DIRECTORS

4.1 Criteria for the Composition of Advisory Committees

- 4.1.1** The Board of Directors may create executive or advisory committees, permanent or not, statutory or not, to analyze and manifest on any subject, as determined by the Board of Directors, always with the purpose of assisting the Board of Directors in its duties. The members of such committees, whether shareholders or not, must have specific experience in the areas of competence of their respective committees, be elected and have eventual remuneration fixed by the Board of Directors within the overall limit established by the Company's general meeting.
- 4.1.2** Regardless of other advisory committees to the Board of Directors that may be created or discontinued, the Audit Committee reports to the Board of Directors. Such advisory committees to the Board of Directors are not provided for in the Company's Bylaws and, therefore, must observe the guidelines established in their respective internal regulations.
- 4.1.3** The Company's Audit Committee will be composed of at least three (3) members, provided that :
 - (i) at least 1 (one) of them is an independent director of the Company;
 - (ii) at least 1 (one) of them has proven experience in matters of corporate accounting, in accordance with the regulations issued by the Brazilian Securities and Exchange Commission (CVM), which provides for the registration and exercise of independent auditing activities in the securities market and defines the duties and responsibilities of the managers of the audited entities in their relationship with the independent auditor; and
 - (iii) the same member of the Audit Committee may accumulate the two characteristics in (i) and (ii) above.
- 4.1.4** Members of the Company's Audit Committee may not include its executive officers, the executive officers of its subsidiaries, its controlling shareholder, affiliates or companies under common control.

4.2 Appointment Process

- 4.2.1** The appointment of members to the Board of Directors Advisory Committees must be made by the Company's managers.
- 4.2.2** The appointment of members to the Board of Directors Advisory Committees must observe, at least, the following criteria:
 - (i) have unblemished reputation;
 - (ii) be aligned and committed to the Company's values and culture;
 - (iii) have an educational background in recognized Brazilian or international educational institutions;

- (iv) be free from conflict of interest with the Company;
- (v) not hold a position in a company or entity that may be considered a competitor of the Company; and
- (vi) have availability of time to properly dedicate to the role and responsibility assumed.

4.2.3 The members of the Advisory Committees to the Board of Directors will be elected by the Board of Directors as provided in their respective bylaws.

5 EXECUTIVE BOARD

5.1 Criteria for the Composition of the Executive Board

5.1.1 The Company's Executive Board will be composed of at least three (3) and at most seven (7) members, shareholders or not, resident in the country, all elected by the Board of Directors and removable by it at any time, being one Chief Executive Officer, one Investor Relations Officer, one Chief Operating Officer, one Chief Commercial Officer and the other Officers without specific designation, elected for a unified term of office of two (2) years, reelection being permitted.

5.1.2 With regard to diversity and social inclusion practices, the Company's Executive Board must always have at least 01 (one) female director in its composition.

5.1.3 The appointment for the composition of the Executive Board must consider professional executive staff who knows how to combine, in a harmonious manner, the interests of the Company, its shareholders, managers and employees, as well as the Company's social and environmental responsibility, guided by legality and ethics.

5.2 Appointment Process

5.2.1 The appointment of members to the Executive Board must be made by the Board of Directors and by the Chief Executive Officer of the Company.

5.2.2 The appointment of members of the Executive Board must observe, at least, the following criteria:

- (i) have unblemished reputation;
- (ii) be aligned and committed to the Company's values and culture;
- (iii) have an educational background in recognized Brazilian or international educational institutions;
- (iv) have professional experience of at least five (5) years, acting in strategic positions in business management;
- (v) possess the skills to implement the strategies, face the challenges and achieve the Company's objectives;
- (vi) be free from conflict of interest with the Company;
- (vii) not hold a position in a company or entity that may be considered a competitor of the Company; and
- (viii) have availability of time to properly dedicate to the role and responsibility assumed.

5.2.3 The election of the members of the Executive Board will be carried out as provided in the Company's Bylaws and the applicable legislation.

5.2.4 The proposal for re-election of the Executive Board members should be based on their annual individual evaluations that consider the Officer's performance and potential.

6 PENALTIES

6.1 Any violation of the provisions in this Policy will be submitted to the Company's management, and the applicable penalties shall be adopted, without prejudice to the penalties provided for in the applicable legislation.

7 GENERAL PROVISIONS

7.1 Any amendments or reviews to this Policy must be submitted to the Company's management. The omitted cases will be decided by the Company's Board of Directors.

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