



LUCAS LIVINGSTONE FELIZOLA SOARES DE ANDRADE
Sworn Public Translator

TS213448_002

Enrolled in the Trade Board of the State of São Paulo under number 1879, on 06/14/2016, named for the English and Portuguese languages.

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I, Lucas Livingstone Felizola Soares de Andrade, Sworn Public Translator, attest that I was presented with an original document in Portuguese language to be translated to the English language, which I perform in compliance with my duty, as follows://

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RCPJ-RJ 08/11/2025-47

EEXO35662HQQ

LIABILITY TERM AND REGISTRATION APPLICATION

I request the Civil Registry of Legal Entities to register this documentation of the

Legal Entity: INSTITUTO IGARAPÉ

Enrollment of the Legal Entity: 247433

CNPJ 14.051.935/0001-01

I recognize as true all the information contained in this document, including the authenticity of the signatures, under penalty of nullity of the act, assuming personal responsibility under the terms of art. 14 of Law 13874/19 and art. 6 §4 of Provision 62/2018 CGJ published in the DOJERJ of 12/20/18 page 42.

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I wish to receive the registered documents via email:
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Rio de Janeiro, August 05, 2025.

[There appears signature]
Pedro Carpenter Genesca
OAB/RJ 121.340
Lawyer

ICP BRASIL of the Lawyer, Accountant or Participant of the act (Member, Director, President, Officer, Chairman of the Meeting and Witnesses)

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ARTICLES OF ASSOCIATION OF
INSTITUTO IGARAPÉ
CHAPTER I - Denomination, Headquarters, Duration.

Article 1 - Instituto Igarapé, hereinafter referred to simply as IGARAPÉ, is an association of private law, non-profit and non-economic purposes, of an educational, scientific, social and cultural nature, whose activities will be governed by these Articles of Association s, duly approved by the General Meeting, and by the legislation in force.

Article 2 - The IGARAPÉ has its headquarters, jurisdiction and administration at Rua Visconde de Caravelas, 00014, Pav Quinto And 6, Parte, Botafogo, Rio de Janeiro, RJ, CEP.: 22271-022.

Paragraph One - By decision of the General Meeting, the headquarters may be transferred to

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another location.

Second Paragraph - The IGARAPÉ may act throughout the national territory, opening branches, offices or accrediting regional representatives, in Brazil or abroad, in compliance with the applicable legislation.

Article 3 - The IGARAPÉ shall have indefinite duration.

Article 4 - The IGARAPÉ is a non-partisan Brazilian "think and do tank" with a global vision, dedicated to the integration of security, justice, climate and development agendas, with the objective of proposing innovative solutions to complex social challenges, through research, development of new technologies, influence of public policies, articulation and communication. The Work of the IGARAPÉ aims to improve the effectiveness of public policies and social action, through the creation of production and dissemination of knowledge and the creation of synergies between various themes, sectors and actors, acting, in particular in the areas of sustainable development, prevention and reduction of violence, public and international security, digital security, security and climate change, democracy and civic space, generation of work and income, education, health promotion, access to justice, communication and media, corporate social responsibility and private social investment. To do so, the IGARAPÉ can:

- I. Offer technical advice to public and private organizations in their areas of activity.
- II. Promote the inclusion of effective 'social technologies' in international cooperation programs, with an emphasis on South-South cooperation.
- III. Produce research, policy briefs and recommendations for improving public policies and implementing integrated social programs.
- IV. Strengthen community partners to improve the planning, implementation and management of local development projects.
- V. Perform participatory diagnostics; design of public policies, bills and integrated and innovative social programs; map of synergies.
- VI. Carry out monitoring, evaluation and analysis of the impact of actions in their areas of activity.
- VII. Develop corporate social responsibility and private social investment strategies.

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VIII. Develop strategic partnerships between multilateral agencies, funders, governments, businesses, and community-based organizations.

IX. Raising funds.

X. Manage database of people interested in participating in social and humanitarian actions in Brazil and abroad.

XI. Conduct on-site and virtual courses and training.

XII. Plan and organize events, seminars, lectures and artistic, cultural and academic promotions.

XIII. Produce materials, books, publications in general.

XIV. Promote the defense, preservation and conservation of the environment and sustainable development.

XV. Promote culture, including the realization of cultural projects within the framework of federal, state and municipal laws to encourage culture.

XVI. Stimulate the consolidation of a more just, democratic, ethical and peaceful society, encouraging the full exercise of citizenship, human rights, democracy and other universal values, favoring, above all, social inclusion.

XVII. Carry out studies and research, development of new technologies, production and dissemination of technical and scientific information and knowledge concerning its other statutory activities.

XVIII. Actively participate in the public debate through a communication strategy for traditional and digital media, producing and disseminating multimedia content.

Paragraph One - The IGARAPÉ does not distribute any operational, gross or net operating surplus, dividends, bonuses, interests or portions of its equity, earned through the exercise of its activities, among its associates, directors, officers, employees, or donors, and fully applies them to the achievement of its social objective.

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Paragraph Two - IGARAPÉ is prohibited from any religious, political-partisan or electoral activity.

Paragraph Three - It is forbidden to use the STREAM for any kind of personal, political or religious promotion.

Article 5 - In the development of its activities, the IGARAPÉ:

I. It will not discriminate against race, color, gender, sexual orientation, social status, political or religious belief or persons with disabilities.

II. It will observe the principles of legality, impersonality, morality, publicity, economicity and efficiency.

III. It may enter into agreements, contracts, terms of cooperation, terms of development, terms of collaboration, sponsorships, terms of partnership and other forms of work with legal entities, public or private, national or foreign.

Sole Paragraph - In order to fulfill its purposes, the IGARAPÉ will act through:

I. Direct execution of projects, programs or action plans.

II. Donation of physical, human and financial resources.

III. Provision of intermediary support services to other private organizations and to public sector bodies working in related areas.

CHAPTER II - ASSOCIATES

Section I - Admission, Exclusion and Penalties.

Article 6 - The IGARAPÉ is constituted by an unlimited number of associates, natural or legal persons, reputable and interested, provided that:

I. Are in the fullness of their civil capacity.

II. Communicate with your social purposes.

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III. Agree to and undertake to comply with these Articles of Association.

IV. Are admitted as associates by the Management Board.

Paragraph One - The associates, members or not of the administrative and advisory bodies, do not jointly or severally respond to the social obligations of the IGARAPÉ.

Paragraph Two - The members will be distributed in the following categories:

I. Founding Members: the people who participated in the IGARAPÉ Foundation General Meeting and signed the respective Minutes.

II. Effective Members: natural persons, admitted in this capacity, by resolution of the Audit Board and approval of the General Meeting.

III. Meritorious Associates: individuals or legal entities, of a public or private nature, who have made a donation, in goods or in kind, or have provided relevant services to IGARAPÉ, and must be recommended by two associates, their names being approved by the Audit Board and by the General Meeting.

Paragraph Three - The Associates, regardless of their qualification, undertake to make efforts to achieve the social objectives of the IGARAPÉ.

Paragraph Four - The condition of associate provided for in these Articles of Association is non-transferable to third parties, for whatever reason.

Article 7 - The interested party must make a written request to the Chairman of the Audit Board of the IGARAPÉ.

Sole Paragraph - The Audit Board will consider the request for membership and, granting it, will send it to the approval of the next General Meeting to be held.

Article 8 - The exclusion of any member shall be given only for just cause, at the discretion of the Board of Directors, being guaranteed:

I. Prior notification so that you can fully exercise your right of defense;

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II. Appeal to the General Meeting, with suspensive effect, if its exclusion is determined by the Board of Directors.

Paragraph One - For the purposes of the provisions of these Articles of Association, it will be considered as just cause, among others, the absence not justified in three consecutive General Meetings.

Paragraph Two - In addition to the exclusion provided for in the caput of this article, the Audit Board may resolve to warn the associate or suspend him/her for up to (ninety) 90 days, counted from the decision.

Paragraph Three - The associate may resign at any time if he so expresses, in writing, his intention.

Section II - Rights and Duties of Associates

Article 9 - The following are the rights of all associates:

I. Participate in the General Meetings, being able to vote on the matters included in the Agenda, with the exception of those provided for in the sole paragraph;

II. Propose to the Audit Board the admission of new associates; and

III. Follow the management of the activities of the IGARAPÉ.

Sole Paragraph - The following are rights reserved exclusively to the founding and effective associates:

I. Vote and be elected to the positions of the Audit Board and the Fiscal Council of the IGARAPÉ;

II. Vote on a resolution regarding the dismissal of the head of the IGARAPÉ;

III. Vote on a resolution regarding the dissolution and liquidation of the IGARAPÉ; and

IV. Vote on a resolution regarding the amendment of these Articles of Association.

Article 10 - The duties of the associates, regardless of the category:

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I. Collaborate with the management bodies of the IGARAPÉ, in the performance of the acts necessary for the achievement of its social purposes;

II. Comply with and enforce the provisions of these Articles of Association; and

III. Ensure the moral, ethical and material interests of the IGARAPÉ, cooperating with its development and greater recognition with society in general.

CHAPTER III - ADMINISTRATION

Article 11- The IGARAPÉ shall be managed by:

I. General Meeting;

II - Board of Directors;

III - Audit Board.

Paragraph One - Each of these bodies shall be governed by the articles set forth in the subsequent sections and in accordance with articles 53 to 61 of Law 10.406/2002 and other applicable provisions.

Paragraph Two - The IGARAPÉ may remunerate the members of the Audit Board and its officers, subject to the applicable legislation.

Section I - General Meeting

Article 12 - The General Meeting and the sovereign body of the IGARAPÉ, being constituted by all associates in full enjoyment of their statutory rights.

Sole Paragraph - Decisions taken by the General Meeting oblige all associates, even if absent or discordant.

Article 13 - It is the exclusive responsibility of the General Meeting:

I. Resolve on any and all matters of interest to the STREAM for which it is called.

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II. Elect the members of the Audit Board and of the Fiscal Council.

III. Dismiss the members of the Audit Board and of the Fiscal Council.

IV - Amend these Articles of Association;

V. Resolve on the extinction, dissolution and liquidation of the IGARAPÉ.

VI. Approve the accounts of the IGARAPÉ and the annual balance sheet.

VII. Approve, "ad referendum", the admission and exclusion of members, after resolution of the Board of Directors.

VIII. Appreciate the executive reports of the Executive Board and the financial and accounting reports of the Audit Committee.

IX. Resolve on encumbrance, exchange, disposal and donation of real estate.

Sole Paragraph - All resolutions of the General Meeting must be approved by a simple majority of the votes of the attending associates, and the resolutions defined in items II, III, IV and V are reserved for the founding and effective associates.

Article 14 - The General Meeting shall be held, ordinarily, by call of the President:

I. Annually, to, among other matters, examine and approve the Activity Report, the Balance Sheet and the other financial and accounting statements.

II. Every six years, for the election of the members of the Audit Board and of the Fiscal Council.

Article 15 - The General Meeting shall meet, extraordinarily, whenever necessary, when called:

I - For the chairman;

II. At any time, by 1/5 (one fifth) of the associates.

Paragraph One - Among the matters to be subject to the Extraordinary General Meeting are:

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I. Statutory reform.

II. Dismissal of the members of the Audit Board and of the Fiscal Council.

III. Dissolution, extinction or liquidation of the IGARAPÉ.

IV. Member Exclusion Appeal Judgment.

Paragraph Two - The resolutions provided for in this article, including those that provide for items I and II of the first paragraph, must be approved by a simple majority of the votes of the associates present at the General Meeting, specially called for these purposes.

Article 16 - The General Meeting shall be convened for determined purposes, by means of a prior and general announcement, by means of a notice posted at the headquarters of the IGARAPÉ, by letter sent to the members or any other efficient means, including electronic, at least ten days in advance. The Meeting may be held virtually and by electronic means.

Paragraph One - Any General Meeting shall be convened, on first call, with at least 2/3 (two thirds) of the members, and, on second call, after thirty minutes, with any number.

Paragraph Two - The acts related to the reform of the Articles of Association, in order to be valid against third parties, are subject to the formalities of registration and filing with the competent bodies.

Article 17 – IGARAPÉ shall adopt administrative management practices that are necessary and sufficient to prevent the individual or collective obtaining of personal benefits or advantages arising from participation in decision-making processes.

Section II - Board of Directors

Article 18- The Audit Board is the management body of IGARAPÉ, consisting of at least three and at most five members, one of whom is the Chairman.

Article 19 - The Audit Board is elected at the General Meeting, by a simple majority of votes, for a six-year term, and its reelection is allowed.

Article 14 - The Audit Board shall:

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- I. Approve the strategic guidelines of the IGAPÉ.
- II. Strictly comply with and enforce the Articles of Association and the decisions of the General Meeting.
- III. Approve the appointment of the Program Director and the Operations Director presented by the President, as well as approve their eventual dismissal.
- IV. Approve the Annual Budget of the IGARAPÉ, to be prepared by the Executive Board, and authorize extraordinary revenues and expenses whenever they exceed 20% (twenty percent) of the approved budget.
- V. Authorize investments and other legal acts that represent a burden or reduction of assets for the STREAM that exceed R\$250,000.00 (two hundred and fifty thousand reais).
- VI. Approve the Annual Activity Report and the financial statements, formulated by the Executive Board, submitting them to the approval of the Audit Committee and the General Meeting.
- VII. Resolve on the request for admission of associates.
- VIII. Decide on any matters that are not within the jurisdiction of other bodies or instances of the IGARAPÉ, including omissions and interpretations of these Articles of Association.

Paragraph One - All official documents of the IGARAPÉ, including checks and other banking and financial documents, as well as all contractual instruments, except those defined in the following paragraph, to be valid, must have two signatures, together, which may be:

- I. That of the President in conjunction with that of the Program Director.
- II. That of the President together with that of the Operations Director.
- III. That of the Program Director in conjunction with that of the Operations Director.
- IV. That of the President together with an attorney-in-fact of the Program Director.
- V. That of the President together with an attorney-in-fact of the Operations Director.

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VI. That of the Program Director together with an attorney-in-fact of the President.

VII. That of the Operations Director together with an attorney-in-fact of the President.

Paragraph Two - The following documents may be signed, in isolation, by the President, or by the Director of Programs, or by the Director of Operations, or by an attorney appointed by any of them:

I. Contracts of volunteers and interns.

Vacation Receipt

III. Requests for funds to funders, who are already formally contracted.

IV. Intermediate and final rendering of accounts of projects.

V. Employee expense claims.

VI. Accountability of employees who have received advances.

VII. Receipts of donations received from individuals.

VIII. Receipt of value in foreign currency (exchange) with the financial institution that is carrying out the process.

VIV. Register and request debit card holder with the financial institution.

Paragraph Three - The powers of attorney shall be signed, by public or private instrument, by the President or by the Director of Programs, with a notarized signature.

Article 21 - The Audit Board meets, ordinarily, once a semester and, extraordinarily, whenever necessary, when called by any of its members or by the Fiscal Council, and its meetings are chaired by its Chairman, and may be held virtually or by electronic means.

Sole Paragraph - The Audit Board validly deliberates with the presence of a simple majority of its members, being forbidden the representation, reserving the tie-breaking vote to the Chairman.

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Article 22 - The chairman shall be responsible for:

I. Represent the IGARAPÉ institutionally, actively or passively, in and out of court, in Brazil and abroad.

II. Appoint the Program Director and the Operations Director, and, after approval by the Board of Directors, formalize their hiring.

III. Recommend the eventual dismissal of the Program Director and the Operations Director, and, after approval by the Board of Directors, formalize the respective contractual termination.

IV. Define the organization's strategy and approve it with the board of directors.

V. Monitor the functions of the Program Director and the Operations Director.

VI. Convene and chair the meetings of the Audit Board and the General Meeting.

Article 23 - The administrative management of the IGARAPÉ will be exercised by a Program Director and an Operations Director, regularly hired professionals, whose appointment and eventual dismissal will be promoted by the President, with prior approval of the Board of Directors.

Paragraph One - It is for the Program Director:

I. Manage and represent the IGARAPÉ before third parties, assuming the attributions formally conferred by the Audit Board and by these Articles of Association.

II. Participate in the General Meetings.

III. Authorize payments and bank transactions, subject to the guidelines defined in the first paragraph of article 20.

IV. Authorize investments and other legal acts that represent a burden or reduction of assets for the STREAM of up to \$250,000.00 (two hundred and fifty thousand reais).

V. Prepare the annual Activity Planning and Report, submitting them to the Audit Board for

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approval.

VI. Coordinate, supervise and monitor the activities, programs and projects in progress.

VII. Admit and dismiss employees, collaborators, interns and service providers in any capacity and define their respective attributions, following the guidelines of the Board of Directors.

Paragraph Two - It is for the Operations Director:

I. Participate in the General Meetings.

II. Authorize payments and bank transactions, subject to the guidelines defined in the first paragraph of article 20.

III. Authorize investments and other legal acts that represent a burden or reduction in assets for IGARAPÉ of up to R\$250,000.00 (two hundred and fifty thousand reais).

IV. Prepare the Annual Budget and the financial statements, submitting them to the Audit Board for approval.

Section III - Audit Committee

Article 24- The Audit Committee is a collegiate body, consisting of at least three and at most five members, elected at the General Meeting for a six-year term, with their reelection allowed.

Article 25 - The Fiscal Council is responsible for:

I. Examine the bookkeeping books of the IGARAPÉ;

II. Supervise the economic, financial and accounting administration, suggesting actions and guidelines to the Board of Directors, as well as to the General Meeting;

III. To offer opinion on financial and accounting performance balance sheets and reports and on asset transactions, offering opinions to the higher bodies of the IGARAPÉ; and

IV. Request, for analysis, at any time, documentation proving the administrative and economic-financial operations carried out.

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Article 26 - The Audit Committee shall meet ordinarily once a year and, extraordinarily, whenever necessary.

CHAPTER IV - FUNDING SOURCES AND HERITAGE

Article 27 - The following are sources of funds for the IGARAPÉ:

I. Donations, sponsorships, endowments, legacies, inheritances, assignment of rights, assignment of credits, subsidies and any aids granted to it by individuals or legal entities, under private law or public law, national or foreign, as well as the income produced by these assets and their assets.

II. The resources from the services provided related to their purposes.

III. Equity revenues.

IV. The resources from administrative contracts, partnership terms, agreements, collaboration terms and development terms, entered into with the Government.

V. Resources arising from contracts, agreements, sponsorships, partnerships or agreements concluded with natural and legal persons, public or private, national or foreign.

VI. The resources from the contributions made by the associates.

VII. Resources from cultural projects within the framework of federal, state and/or municipal laws to encourage culture.

VIII. Resources arising from the receipt of copyrights, related and intellectual property rights.

IX. Revenues arising from the sale of products related to institutional activities.

X. Resources from educational projects.

XI. Financial income and other incidental income.

Paragraph One - The income, assets and rights of the IGARAPÉ will be fully applied in the country, to achieve its statutory objectives.

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Paragraph Two - The subsidies and donations received will be fully applied for the purposes to which they are linked.

Article 28- The assets of the IGARAPÉ may consist of movable property, real estate, vehicles, livestock, shares and public or private debt securities.

Article 29 - The IGARAPÉ will be dissolved by resolution of the Extraordinary General Meeting, specially called for this purpose, by the concurring vote of the majority of those present, after a decision of the Board of Directors, when it becomes impossible to continue its activities, or in the cases provided for by Law.

Sole Paragraph - In any case, the applicable legal provisions and those set forth in these Articles of Association shall be observed.

Article 30 - In the event of dissolution of the IGARAPÉ, the respective equity will be transferred to another non-profit and economic entity, with the same corporate purpose.

Article 31 - The financial and fiscal year of the STREAM coincides with the calendar year.

Article 32 - The accountability of the IGARAPÉ shall observe at least:

I. The fundamental principles of accounting and the Brazilian Accounting Standards;

II - Publicity, by any effective means, at the close of the fiscal year, the report of activities and financial statements of the organization, including debit clearance certificates with the INSS and FGTS, making them available for the examination of any citizen;

III. The performance of an audit, including by independent external auditors if applicable, as provided for by regulation.

IV - The accounting of all investments and assets of public origin received will be made as determined by the Sole Paragraph of Article 70 of the Federal Constitution.

CHAPTER V - GENERAL PROVISIONS

Article 33 - The members of the IGARAPÉ and its employees will disseminate the purposes and

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philosophy of the entity, motivating the participation of other members of civil society.

Article 34 - The omitted cases shall be resolved by the Board of Directors, in accordance with the law.

Rio de Janeiro, July 15, 2025.

Signed by:

[There appears signature]

Ilóna Szabó de Carvalho

Chairman of the Shareholders' Meeting

Signed by:

[There appears signature]

Leriana Del Giudice Figueiredo

Secretary of the Shareholders' Meeting

Acknowledged and accepted by the lawyer:

DocuSigned by:

[There appears signature]

Pedro Carpenter Genescá OAB/RJ 121.340

[There appears certification seal issued by the Civil Registry of Legal Entities, dated August 11, 2025, signed by Rodolfo P. de Moraes, Officer]

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