



Half-Yearly Report of the Audit Committee 2022.2

Audit Committee • January/2023
Version 1.0

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1. General information

The Audit Committee (Coaud) of BB Tecnologia e Serviços is a permanent statutory body whose purpose is to advise the Board of Directors (Conad) the exercise of its auditing, supervision and oversight functions.

The board is made up of three members elected by the Board of Directors. Its duties are formalized in the respective internal regulations, approved by Conad on 06/29/2018. It complies with the provisions of current legislation, in particular Law 13.303/2016 and Decree 8.945/2016, and BBTS's Bylaws.

The Committee is responsible, among other assignments, for monitoring the hiring, dismissal and performance work by the independent audit firm; supervising the activities of the Internal Audit area; monitoring the quality of internal control mechanisms and activities; supervising the preparation of the Company's financial statements; and assessing and monitoring the Company's exposure to risks.

The Committee meets ordinarily twice a month. The Coaud has a channel for receiving complaints, including confidential ones, both internal and external to the company, on matters related to the scope of its activities.

2. Activities carried out

During the second half of 2022, the Audit Committee held 15 meetings, which were attended by the company's Chairman, Directors, executives from BBTS's main business and support areas, Internal Audit and an independent auditing firm, depending on the topics on the agenda.

The Committee also took part in meetings with the Board of Directors and the Supervisory Board.

These meetings covered, in particular, issues related to the corporate governance system, independent and internal auditing, risk management, internal controls, *compliance*, ombudsman, financial management, controllership and accounting, supervision of the process of preparing financial statements and contract monitoring. The specific actions are described below, and the situations that gave rise to the need for improvement actions were the subject of indications to those responsible.

The Committee also adopted actions aimed at the organization and functioning of the collegiate body itself:

- a) Approval of the Audit Committee Report for the first half of 2022;
- b) Adjustments to the Work Plan and Calendar of meetings for the 2022 financial year;
- c) Approval of the Work Plan for 2023;
- d) Meetings with the independent auditing company;
- e) Meetings with the UGE - Governance Unit of Linked Entities of *Banco do Brasil*;
- f) Meetings with the Audit Committee of *Banco do Brasil*;
- g) Participation in the 23rd IBGC Corporate Governance Congress;
- h) Participation in the 43rd Brazilian Congress on Supplementary Pensions;
- i) Participation in the IBGC's Governance Improvement Course for Directors and Audit Board Members of State-Owned Companies.

2.1 Corporate Governance

- a) Evaluation, discussion and recommendation for approval by the Board of Directors of the company's Policies, the definitions of advertising on the external website, including the review of those listed below:
 - I) Shareholder Remuneration Security Policy;
 - II) Environmental, Social Responsibility and Corporate Governance Policy;

- III) Reputation Risk Policy;
- IV) Related Party Transactions Policy;
- V) Legal Risk Policy.
- b) Evaluation of the proposal to pay the Directors' Variable Remuneration for the financial year 2022;
- c) Evaluation of the proposed Profit-Sharing Program (PLR) for employees for the year 2023;
- d) Analysis of the accounts relating to the amounts paid as Directors' Global Remuneration for the period April/2021 to March/2022;
- e) Evaluation of the proposals to update the Competencies and regulations;
- f) Analysis and opinion on the Directors' Variable Remuneration Program for 2023;
- g) Monitoring the company's compliance with CGPAR resolutions No. 09/2016 and 037/2022.

2.2 Independent Audit

- a) Meeting with the Independent Auditor and the Finance, Controllershship and Accounting Department to assess the execution of the audit work on the quarterly financial statements for 2022;
- b) Discussion about the planning and scope of work of the Independent Audit;
- c) Monitoring compliance with the recommendations issued by the Independent Audit firm;
- d) Follow-up on the recommendations of the Independent Audit;
- e) Assessment of the adequacy and quality of the Independent Auditor's work.

2.3 Internal Audit

- a) Monitoring compliance with the work schedule for the second half of 2022 and the implementation of actions by the business areas to minimize risks and correct deficiencies;
- b) Follow-up on audit work relating to: Cybersecurity, Infrastructure Services and Availability; Supplies and Assets Management - Purchase Requisition and Contract Management; Supplies and Assets Management - Materials Logistics; Legal Advice; People Management - Salary Funds; Channel and Backoffice Services; Information Technology (IT); and Tax Management.

2.4 Risk Management, Internal Controls, Compliance and Ombudsman

- a) Assessment of operational risk management;
- b) Monitoring operational losses;
- c) Supervision of the activities carried out in the area of internal controls, with evaluation of the reports on risk activities, internal controls and compliance;
- d) Follow-up on the deficiencies and recommendations for improvement pointed out in the internal controls report, as well as the respective action plans of the internal areas for correction or improvement;
- e) Monitoring of the *Compliance* Matrix, containing the demands of the independent audit and external inspection and control bodies, including the measures implemented and the quality of the responses sent by Management;
- f) Supervision of the Integrity Program;
- g) Monitoring the activities of the ombudsman's office and the 'Talk to the Coaud' channel, with

- an analysis of the incidents recorded and the actions taken by management, including the content of the complaints submitted when they affect the activities of the Audit Committee;
- h) Monitoring the Strategy Risk Matrix;
 - i) Monitoring the performance of the company's new and key businesses that can impact the company's turnover;
 - j) Monitoring the revision of the methodology for provisions for legal proceedings;
 - k) Supervision of the controls related to the Supplementary Pension Plan sponsored by BBTS, especially with regard to CGPAR 09;
 - l) Assessment and monitoring of the Company's risk exposures, including classification according to the Company's relevant risk matrix;
 - m) Evaluation of the company's proposed Risk Appetite Statement - RAS.
 - n) Discussion and evaluation of risk factors and other elements of the labor risk matrix;
 - o) Follow-up of actions taken by the legal department before the Federal Court of Auditors;
 - p) BBTS monitors suppliers' compliance with the social and environmental clauses in their contracts, including the Background Check;
 - q) Monitoring of the documentation of establishments and the compliance of BBTS with the Accessibility Law;
 - r) Discussion about the process of preventing and dealing with cyber incidents.

2.5 Financial Management, Controllership and Accounting

- a) Discussion and monitoring of credit and liquidity risks;
- b) Monitoring bonus programs and other financial incentives aimed at performance and talent retention;
- c) Monitoring transactions with related parties;
- d) Monitoring information relating to financial statements, the budget and cash flow;
- e) Appreciation of the accounting information, including the use of assets and expenses incurred by the Company;
- f) Discussion and monitoring of the volume of legal and administrative claims, main actions and outcome forecasts, including impacts on contingency provisions;
- g) Monitoring investments made and to be made, as well as the return on these investments, taking into account the Corporate Strategy;
- h) Monitoring contracts with clients, suppliers, amendments and renegotiations;
- i) Monitoring the company's liquidity, including the impact of losses related to the main businesses;
- j) Follow-up work to reduce the company's minority shareholder base;
- k) Monitoring the financial performance of businesses related to the Contact Center, Software Factory, SMS and Technical Assistance.

3. Conclusions and recommendations

Based on the activities carried out and bearing in mind the attributions and limitations inherent to the scope of its work, the Audit Committee of *BB Tecnologia e Serviços*, in the use of its legal and statutory attributions, describes below the summary of its main conclusions

To date, no occurrences have been identified that could compromise the independence of the Independent Audit in relation to BBTS's financial statements for the second half of 2022, which are being carried out by the Independent Auditors - Deloitte.

The internal control structure is well equipped and meets the size and complexity of the company's business. It is the subject of constant attention by management and is compatible with the company's risk exposure, which is expected to evolve significantly in 2022.

In the second half of 2022, the company carried out a diagnosis, planned, approved and began adopting actions and measures to increase the maturity of its cyber security.

The Internal Audit is effective and has fulfilled its annual planning. The work methodology is compatible with meeting its objectives, in line with the guidelines of the controller's Internal Audit area.

Coaud assessed the parameters on which the calculations for the supplementary pension plan sponsored by BBTS were based, for the second half of 2022, which is backed by CGPAR Resolution No. 9 and SEST Ordinance No. 36.

In compliance with the powers set out in article 24, paragraph 1, of Law 13.303/2016, the requests, guidelines, recommendations and suggestions presented to the company's areas and governance bodies are included in the respective meeting minutes.

This report should be published on the company's website, after evaluation by the Board of Directors, including in the annexes the extracts of the matters recorded in its minutes, as well as information on the attendance of Coaud members and the frequency of meetings, in compliance with the provisions of §3 and §4 of article 38 of Decree 8.945, which deal with the disclosure of extracts from the minutes of the Statutory Audit Committee.

Brasília (DF), 01/20/2023.

Audit Committee of BB Tecnologia e Serviços S.A.

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Annex 1 - Coaud meetings and participants

- (1) Benilton Couto de Cunha, coordinator since 05/17/2019
- (2) Antônio Gustavo Rodrigues
- (3) Ilton Luís Schwaab

Seq.	Date of meeting	Type	Participant		
			1	2	3
017/2022	07/26/2022	Ordinary	X	X	X
018/2022	07/28/2022	Ordinary	X	X	X
019/2022	07/28/2022	Extraordinary	X	X	X
020/2022	08/23/2022	Ordinary	X	X	X
021/2022	08/25/2022	Ordinary	X	X	X
022/2022	08/25/2022	Extraordinary	X	X	X
023/2022	09/23/2022	Ordinary	X	X	
024/2022	09/27/2022	Ordinary	X	X	X
025/2022	10/24/2022	Ordinary	X	X	X
026/2022	10/26/2022	Ordinary	X	X	X
027/2022	11/21/2022	Ordinary	X	X	X
028/2022	11/21/2022	Extraordinary	X	X	X
029/2022	11/23/2022	Ordinary	X	X	X
030/2022	12/12/2022	Ordinary	X	X	X
031/2022	12/13/2022	Ordinary	X	X	X

Annex 2 - Agenda for Meetings

Technical notes

Meeting	Number
017/2022	Technical Note 2022/0377 - Geric
017/2022	Technical Note 2022/0384 - Geemp
018/2022	Technical Note 2022/0214 - Audit
018/2022	Technical Note 2022/0381 Audit
021/2022	Technical Note 2022/0407 Gefic
024/2022	Technical Note 2022/0455 Geemp
024/2022	Technical Note 2022/0481 Geemp
024/2022	Technical Note 2022/0423 Geemp
025/2022	Technical Note 2022/0537 Gepes
026/2022	Technical Note 2022/0550 Geemp/Gefic
026/2022	Technical Note 2022/0252 Geemp
026/2022	Technical Note 2022/0515 - Geemp
026/2022	Technical Note 2022/0539 Geemp
027/2022	Technical Note 2022/0593 - Gejur
027/2022	Technical Note 2022/0553 Gepes
028/2022	Technical Note 2022/573 Geemp
030/2022	Technical Note 2022/0621 Geric
030/2022	Technical Note 2022/0664 Audit
030/2022	Technical Note 2022/0642 Audit
031/2022	Technical Note 2022/0442 Gepes
031/2022	Technical Note 2022/0651 Gepes

Reports

Theme	JUL	AUG	SET	OUT	NOV	DEZ
Evaluate and monitor the Internal Audit	X	X	X	X	X	X
Evaluate and monitor the Corporate Assessment report, containing the main highlights and results for the period	X	X	X	X	X	X
Monitoring the management of Coaud reporting	X	X	X	X	X	X
Assess and monitor Relevant Risks, including Operational Losses	X	X	X	X	X	X
Monitoring Compliance Risks	X	X	X	X	X	X
Words from the BBTS President	X	X	X	X	X	X
Cyber Incident Prevention and Handling Process (As per item 4, of minutes 009/2022, of 04/26/2022)	X		X		X	
Evaluate and monitor the Executive Summary of the Contracts Over R\$ 100,000.00			X			X
Evaluate and monitor the implementation of the Strategy Current Corporate	X			X		

Supervising the activities of the auditors Independent		X			X	
Quarterly Financial Statements of BBTS						X
Evaluate and monitor the Analysis Report Accounting	X			X		
Evaluate and monitor the Analysis Report Liquidity	X			X		
Evaluate the Ombudsman demands			X		X	
Evaluate the Canal Treatment Report Coaud Complaints			X		X	
Supervising the activities carried out by the Integrity and Controls area Internal			X			X
Judicial and administrative contingencies (including provisions and risk matrix) labor)	X	X		X		
Strategic Risk Matrix	X			X		
Monitoring the Performance of Assistance Technique				X		
Monitoring Collection Performance and CRBBs	X					
Monitoring the performance of the Software and SMS		X			X	
Monitoring the Performance of New Business				X		X
Evaluate the report on the Internal Controls System, taking into account the Compliance	X					
Drawing up the Semi-Annual Report of the Auditing	X					
Comparison of the turnover, results and margins of each of BBTS' businesses (According to item 3, of minutes 014/2021, of 05/26/2021)	X					
Current Cobit Indicators in Comparison with Previous Periods	X					
Meet with the Independent Audit and Gefic to evaluate the planning of the year-end audit work					X	

Occasional follow-ups

Theme	JUL	AUG	SET	OUT	NOV	DEZ
Reporting - ATB Progress (As per item 12, of minutes 024/2021, of 10/27/2021)	X					
Channel operation and monitoring complaint	X					
Gesuc Presentation - Open Discussions with Suppliers and Clients - 1 st Semester/2022	X					
New Business Results (As per item 7, of minutes 015/2022, of 06/21/2022)	X					
Audit - ATB - 1st Half Report 2022	X					
BBTS shareholder base	X					

Deloitte Presentation - Audit Plan 2022	X					
Gefic Report - Measures Taken by the Company and Current Status of Independent Audit Recommendations (As per item 8 of minutes 015/2022, of 06/21/2022)	X					
#ultraconfidential	X					
Gecob Report - SGPS Evolution (As per item 3, of minutes 001/2022, of 01/24/2022)		X				
Gesuc Report - Actions in Progress and Status of Renegotiation Requests Resulting from Collective Bargaining Agreements (According to item 7 of the minutes) 015/2022, of 06/21/2022)		X				
Gefic Report - BBTS Shareholder Base (As per item 14, of minutes 018/2022, of 07/28/2022)		X				
Diafi Report (#ultraconfidential) (Conforme item 1, of minutes 019/2022, of 28/07/2022)		X				
Gesuc Report - Social and Environmental Clauses (According to item 6 of minutes 007/2022, of 03/22/2022)			X			
Documentary Regularity of Establishments, Fire Prevention and Compliance with the Accessibility Law (According to item 7, of minute 007/2022, of 03/22/2021)			X			
Registration of virtual participation			X			
Gecob Report - SGPS Evolution (As per item 2, of minute 020/2022, of 08/23/2022)			X			
Gefic Report - Measures taken by the Company and the current status of the Independent Auditor's Recommendations (As per item 3 of minutes 018/2022, of 28/07/2022)			X			
Report - Pension Benefit Plan Complementary			X			
BBTS CONNECT				X		
Meeting with UGE/BB				X		
Gejur Report - Summary of the Stock of Lawsuits in a timeline by the time the Complainant joined, considering: Change in the Governance Model, Nature of the Cause, New Hiring Model, Adjustment in Labor Legislation, among others. (As per item 8, of minutes 018/2022, of 09/28/2022)				X		
New Business Results (As per item 5, of minutes 018/2022, of 28/07/2022)				X		
Report Getic, Geseg - Overview of IT and Cyber Security at BBTS (According to item 1, of minutes 024/2022, of 09/27/2022)				X		
Gefic Report, Getic - Provisions Automation Project (As per item 5 of the minutes) 024/2022, of 09/27/2022				X		
Gepes Report - Supplementary Pension Benefit Plan (item 11 of the minutes) 024/2022, of 09/27/2022)				X		
A word from the Director of Dites				X		

Participation in the 43rd Brazilian Congress of Supplementary Pensions				X		
Gejur Report - Summary of the stock of cases in a timeline by the time of the Complainant's admission, considering: Change in the Governance Model, Nature of the Cause, New Hiring Model, Adjustment in Labor Legislation, among others. (As per item 8, of minute 025/2022, of 10/24/2022) – Request Reprogramming					X	
Gepes Report - Results and Impacts of the new CGPAR Resolutions 37 and 38, of 04/08/2022, as well as the conclusions of the analysis of the documentation sent by BB Previdência. (According to Item 2, of the minutes 025/2022, of 10/24/2022)					X	
Meet with the Independent Auditor and Gefic to assess the planning of audit work for the end of the year (Rescheduled according to item 12 of minutes 026/2022, of 10/26/2022) - Reprogramming Request					X	
Calendar of Meetings 2023						X
Establish the Work Plan for 2023						X
Annual evaluation of the Governance						X
Gefic Report - Shareholder Base (item 5 of the minutes) 021/2022, of 08/25/2022)						X