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CNPJ 61.532.644/0001-15

A Publicly-Held Company

CORPORATE GOVERNANCE POLICY

1. PURPOSE

This Corporate Governance Policy (“Policy”) consolidates the principles and practices of Corporate Governance adopted by Itaúsa S.A. (“Itaúsa” or “Company”), contributing to the disclosure and strengthening of the transparency of its management by seeking to align the interests of its stockholders and other stakeholders.

In this way, the Company demonstrates that it is committed to transparency, accountability, and equitability, supported by monitoring tools which align management behavior with the interests of the stockholders and the Company.

Good corporate governance practices contribute to the sustainability of Itaúsa’s business and add value to the Company, its stockholders, and society as a whole. In addition, the Company aims to disseminate its principles of valuing human capital, governance and business ethics, and generating value for stockholders and society, in a sustainable manner to its investees.

This Policy should be read in conjunction with the Company’s Corporate Bylaws, the Internal Charters of the Board of Directors, the Executive Board, the Fiscal Council, and the Board of Directors’ advisory committees, the Itaúsa’s Code of Conduct and other internal regulations of the Company in order to reflect and consolidate existing structures for protecting the interests of stockholders and the market, serving as yardsticks for the management of the Company. To see other regulations and rules of Itaúsa, duly approved for our internal governance, please go to the Company’s website (www.itausa.com.br).

2. TARGET AUDIENCE

The provisions herein apply to the Company and all the management (members of the Board of Directors and Officers), members of the Fiscal Council, members of advisory committees to the Board of Directors, members of advisory commissions to the Executive Board, and staff.

3. INTRODUCTION

3.1. Regulatory Environment

Itaúsa complies with the Brazilian legislation and regulations applicable to publicly listed companies with securities traded on B3 S.A. – Brasil, Bolsa, Balcão (“B3”), and adopts the domestic and international rules for accounting records, pursuant to the regulations of the Brazilian Securities and Exchange Commission (“CVM”). The

Company is listed in B3's Corporate Governance Level 1 special listing segment, subject to compliance of the segment's regulations.

In addition, Itaúsa is a signatory of the ABRASCA Self-Regulatory Code for Control and Disclosure of Material Information and uses its guidelines to constantly improve its Corporate Governance practices.

3.2. Principles

Itaúsa's activities are based on principles, including the unique governance culture principle, based on ethical values, risk, management, and permanent vocation for development.

To assist it in the implementation of its principles and values, the Company maintains a Code of Conduct, approved by the Board of Directors and made available in the Company's website (www.itausa.com.br) and on the CVM and B3 websites. For more information on Itaúsa's Code of Conduct, see 8.1 of this Policy.

4. CORPORATE GOVERNANCE STRUCTURE

4.1. General Stockholders' Meeting

The supreme body of the Company is the General Meeting, which brings stockholders together, either on an ordinary or extraordinary basis, through convening pursuant to Law 6.404 December 15, 1976, as amended ("Corporate Law"). Itaúsa adopts a convening term of 30 days prior to the date of its General Meetings (a longer term in relation to what is required under the Corporate Law (21 days)).

The Annual General Meeting of the Company is held annually in April, for examination, discussion and voting of the management accounts and financial statements, decision on the allocation of net income for the fiscal year and distribution of dividends, election of the members of the Board of Directors (including the characterization of the independence of the independent members) and the Fiscal Council and approval of the management's global compensation. The Extraordinary General Meeting is held when convened to decide on matters which are not the exclusive responsibility of the Annual General Meeting.

The Company's General Meetings may be held in in-person, hybrid, or exclusively digital format, through remote participation and voting, in compliance with the applicable legislation and regulations.

The Company encourages the participation of its stockholders in General Meetings by making available in advance, on its website and on the CVM and B3 websites, all documents and information intended to instruct them about the themes of the Meetings and assist them in the participation in the meetings.

4.1.1. Voting and Share Types

The Itaúsa's Corporate Bylaws provide two types of shares: common and preferred, both book entry, with no par value and in a single class. Each share entitles its holder to one vote in the General Meetings.

Preferred shares carry no voting rights except in specific cases and enshrined in the legislation. However, preferred shares give their holder (i) priority in the receipt of an annual minimum, non-cumulative dividend of R\$0.01 per share, ensuring a dividend at

least equal to that of the common shares, and (ii) the right in a possible sale of control to be included in a public offering for acquisition of shares, being guaranteed a price equal to 80% of the value paid to a share with voting rights to the controlling group ("tag along").

4.2. Board of Directors

Operating on a collegiate basis, the Board of Directors is a mandatory body in a publicly listed company. With its focus on creation of stockholder value, the Board of Directors is a central forum for decision making and definition of the business strategy of Itaúsa. Among other duties established in the legislation, the Bylaws and its Internal Charter, it is incumbent on the Board to elect the members of the Board of Officers and supervise its management.

Itaúsa's Board of Directors shall consist of 3 to 10 members and up to 4 alternates, with 1 Chairperson and 1 to 3 Vice Chairpersons. The Company has a Board of Directors Appointment Policy that establishes rules applicable to the appointment of its members, in addition to providing for in its Bylaws that the Board of Directors shall be composed of at least one-third independent members, as prescribed in the applicable regulations and by such policy. In addition, the Bylaws prescribe that no person may be elected to the Board of Directors who is 75 or older on the election date, subject to the transition rules provided for therein.

The structure, composition and powers of the Board of Directors are set forth in Itaúsa's Corporate Bylaws as well as in the internal charter of the Board of Directors.

4.2.1. Advisory Committees

The Board of Directors shall be advised in specific matters by the following statutory committees: (i) Audit Committee; (ii) Strategy and New Business Committee; (iii) Governance and People Committee; (iv) Related-Parties Committee; and (v) Sustainability Committee (collectively "Committees"), without prejudice to the establishment of other committees.

The composition, duties, and operation rules of the committees are detailed in their internal charters.

4.2.2. Authorized Capital

The Company's Corporate Bylaws authorize the Board of Directors to decide on increases in capital stock, irrespective of statutory amendment, up to a given ceiling. Proportionate to the number of shares held, the stockholders shall have preemptive rights to subscribe the shares or debentures convertible into issued shares. However, issuances of shares for sale on a stock exchange, public subscription, or barter for shares in a tender offering for the acquisition of control of other entities, may be carried out without observing the preemptive rights of existing stockholders or by reducing the term for exercise of such preemptive rights, pursuant to Article 172 of the Corporate Law.

4.3. Board of Officers

The Company's Board of Officers comprises from 3 to 10 members, including the positions of Chief Executive Officer, Managing Vice President, Director General, and

Executive Officers as determined by the Board of Directors when deliberating on these positions.

Incumbent on the Board of Officers are the operating and executive duties set in the guidelines issued by the Board of Directors and other powers provided for in the Bylaws. The Bylaws that establish a person who is 70 years of age or more on the date of the election can be elected to an officer position.

The Executive Board's decisions shall be made by the Executive Committee, which is composed of the Chief Executive Officer, the Vice President Executive Directors, and the Director General, while the Managing Officers may be invited to these meetings.

The Managing Vice Presidents, the Director General, and the Executive Officers are responsible for collaborating with the Chief Executive Officer in the management of the business and the steering of the Company's services.

The composition, attributions and operating rules of the Board of Officers are set out in Itaúsa's Bylaws and in its Internal Charter.

4.3.1. Advisory Commissions

To better perform its duties, the Company's Executive Board relies on the assistance of seven (7) commissions: (i) Audit and Risks Commission, (ii) Finance Commission, (iii) Corporate Governance Commission, (iv) Investment Commission, (v) Capital Markets Commission, (vi) People and Ethics Commission, and (vii) Sustainability Commission (collectively, "Commissions").

The Commissions are composed of Company officers, employees, and consultants.

The members appointed to the Commissions serve one-year terms, which can be reelected, and will remain in office until the first meeting of the Executive Board elected the following year. The main duties of the Commissions are set out in the Internal Charter of the Board of Officers.

5. SUPERVISION AND CONTROL

5.1. Fiscal Council

The Fiscal Council is an independent management body composed of three (3) to five (5) members and an equal number of alternates, elected at the General Meeting to supervise the activities of management. The Company's Fiscal Council is permanently installed.

The Bylaws that establish a person who is 75 years of age or more on the date of the election can be elected to the Fiscal Council.

The composition, workings, duties, and responsibilities of the Fiscal Council are established in the internal charter and the Corporate Bylaws of the Company. Its responsibilities include among others, (i) to opine on the annual report of the management; and (ii) to analyze the account statements prepared by the Company at least once very quarter.

5.2. Management of Corporate Risks and Internal Controls

For Itaúsa, risk management is one of the key corporate governance functions and should be continuously improved and integrated into the organization's strategic

planning process, as it is essential for the sustainability and longevity of the Company's business.

Thus, the Company has a Corporate Risks and Compliance function that ensures, jointly with the other functions, the suitability, strengthening, and operation of its internal control system, while also providing guidance and raising awareness on prevention of activities and conduct that may present risks to the Itaúsa's image.

The Company also has an Audit Committee and Audit and Risks Commission that advise the Board of Directors and the Board of Officers, respectively, on risk management and the evaluation of the Company's internal control.

The Company's Risk Management Policy sets the guidelines and responsibilities that guide the initiatives associated with risk management.

5.3. Internal Audit

The Company has an Internal Audit department that independently and periodically assesses the appropriateness of the processes and procedures for the identification and management of risks, and contributes to the improvement of the internal control environment.

Itaúsa's internal audit reports to the Board of Directors, which is responsible for the approval of the annual Internal Audit plan and monitoring the implementation of recommendations for correction. The Audit Committee is responsible for advising the Board of Directors on the supervision of the internal audit work, ensuring its performance, independence and quality.

In accordance with best corporate governance practice, in the event of outsourcing the internal audit, Itaúsa shall not engage the same company that renders the auditing services of the financial statements.

5.4. Independent External Audit

The Company engages annually the services of an external auditor, respecting three essential conditions: technical content, independence, and rotativity. The scope of the services of the external auditor cover: (i) the review of the quarterly account information; (ii) the auditing of the financial statements; and (iii) the study and assessment of the internal controls related to the documentation mentioned in items (i) and (ii). The result of this work is reported to Itaúsa's Audit Committee, to the Fiscal Council and to the Board of Directors by the external auditor.

It is incumbent on the Board of Directors, with the advisory assistance of the Audit Committee, to approve the engagement and removal of the external auditor, supervise the quality of the services rendered, assess the auditor's independence, and to record possible disagreements between Management and the auditor. The engagement and removal of the firm responsible for the external audit must be notified to the Audit Committee and to the Fiscal Council of the Company. The contracting of the same external audit firm for the provision of other services which are not those of auditing of the Company's financial statements must comply with the rules of the Appointing an Independent Auditor Policy.

6. STOCKHOLDERS' RIGHTS

6.1. Distribution of Dividends and Interest on Capital

Every fiscal year, stockholders are entitled to receive as a mandatory dividend, an amount of no less than 25% of the net income in each fiscal year and adjusted according to Article 202 of the Corporate Law. Mandatory dividends are distributed to Itaúsa's stockholders in four or more installments, on a quarterly basis or at shorter intervals, without prejudice to the possible payment of interim, intercalary, supplementary, or additional dividends.

The Company ensures preferred shares the right to a minimum annual priority, noncumulative dividends of R\$0.01 per share, as provided for in its Bylaws.

The Board of Directors may decide the payment of interest on capital, this interest being attributed to the amount of the mandatory dividend pursuant to Article 9, Paragraph 7 of Law 9,249/95.

Management may also decide to distribute additional profits, whenever deemed convenient to do so by the Company and/or its stockholders. These payouts do not guarantee that in future there will be distribution of further additional profits over the minimum mandatory dividend.

The Stockholder Compensation Policy is available on the Company's website (www.itausa.com.br).

6.2. Dividend Reinvestment Program

The Dividend Reinvestment Program ("PRD") is a further benefit for Itaúsa stockholders, permitting the automatic investment of the dividends and/or interest on capital in the purchase of preferred or common shares of the Company. Any natural person stockholder may participate in the PRD as an Itaú Unibanco S.A., account holder.

Itaúsa's PRD provides the following advantages to its stockholders: (i) it offers a safe, efficient, systematic and organized share purchase alternative; (ii) it allows the combination of individual share purchase offers with the offers of all the other stockholders of the same company and adhering to the PRD, enabling an increase in investment volume and consequently, a reduction in brokerage fees, if compared to a regular acquisition of shares; and (iii) it promotes a gradual increase in the participation of the stockholder in the capital stock of the Company as well as in distributed dividends and/or interest on capital .

6.3. Tag Along

The Tag Along is a minority stockholder defense mechanism (for those stockholders not part of the controlling group) which assures them a minimum price to be paid for their shares in an eventual sale of the Company's control.

Brazilian corporate legislation requires that, in the event of the sale of a listed company, the acquiring party must make a public offering for the acquisition of the common shares of the non-controlling stockholders at a price at least equal to 80% of the amount paid per share to the controlling group. The Company has extended to the holders of preferred shares the same tag along rights. Thus, at Itaúsa, the tag along. Therefore, at Itaúsa tag along is a right granted not only to the holders of common shares (as prescribed in law), but also to the holders of the preferred shares.

7. TRANSPARENCY

7.1. Investor Relations

The prime objective of the Investor Relations (“IR”) function is to disseminate on an equitable, transparent, timely, and accessible basis information on the Company which would justify an investment in shares and securities of its own issue, thus contributing to its fair evaluation and market reputation. Hence, the IR Department, always respecting legal and ethical principles, has the role of establishing a communication link between the Company and the financial community, always seeking to provide accurate and equitable information, thus that allow investors to make correct investment decisions.

Public meetings held by the IR Department are one of the most important communication channels, widely appreciated by investors, analysts, and stockholders. The opportunity to discuss with Senior Management the strategies and results obtained may represent a decisive factor for making investments. As the Company adheres to the Level 1 special listing segment of B3, it must hold at least one public meeting with analysts per year.

Additionally, Itaúsa holds video conferences when reporting its half-yearly and annual results or in the event of a material fact justifying its convening. The presentations of Itaúsa’s meetings and the video conferences can be accessed from Itaúsa’s website (www.itausa.com.br).

Another highlight of Investor Relations practices is the proximity the Company seeks to establish with its stockholders and investors through continuous improvement in its communication channels, such as its website, an active profile on social media, and periodic distribution of a Newsletter in clear language.

7.2. Disclosure of Material Act or Fact Policy, Securities Trading Policy, and Capital Market Commission

Pursuant to CVM Resolution No. 44, listed companies that meet certain requirements must adopt a Disclosure of Material Act or Fact Policy (“Disclosure Policy”) and may voluntarily adopt a Securities Trading Policy (“Trading Policy”). The Company adopted both policies, available on its website (www.itausa.com.br) and on the CVM and B3 websites.

In addition to the adoption of the Disclosure and Trading Policies, Itaúsa has once again exceeded the scope of CVM requirements, has, with a view to applying the best Corporate Governance practices, a specific commission to manage the policies: the Capital Market Commission.

The work of the Capital Market Commission covers a range of internal actions aimed at improving the information flow and ensuring the ethical conduct of its management and staff who are signatories to the policies.

Additionally, Itaúsa adopts the practice of disclosing its material acts or facts on a widely disseminated news portal. The service enables instant access to all material acts or facts disclosed. Adoption of this form of disclosure is in line with the modernization

of the information disclosure system, providing for a closer relationship with stakeholders.

The Company observes internal rules for trading own shares, in addition to the applicable regulations.

8. ETHICS

8.1. Itaúsa Integrity Program

The Company is committed to integrity and transparency in its relations, following the guidelines established in its Itaúsa Integrity Program, approved by the Board of Directors. This program consolidates the guidelines adopted by the Company to reinforce the prevention, detection and correction of irregularities, acts of fraud and corruption through internal controls, mechanisms and regulations, including the Policy for Relationships with Private Entities and Public Authorities and for Corruption Prevention and the Itaúsa's Code of Conduct

8.2. Itaúsa's Code of Conduct and Whistleblowing Channel

The Company has a Code of Conduct, approved by the Board of Directors, which outlines the basic principles that should guide the Company's relationships and activities, in addition to reinforcing the need to comply with current laws and regulations. The Itaúsa's Code of Conduct it is widely disseminated within the Company and available on the Company's website (www.itausa.com.br) and on the CVM and B3 websites.

In addition, the Company has Itaúsa's Whistleblowing Channel, operated by an independent firm, has been established to receive and analyze all types of complaints and reports from staff, suppliers, clients, partners and any other parties that relate to the Company. The complaints can be made anonymously.

The Company has a People and Ethics Committee, which analyzes cases of potential violations of the Itaúsa's Code of Conduct and reports received through the Whistleblowing Channel.

8.3. Conflict of Interests

In the event of a conflict of interests or private interest of a person in relation to a matter under discussion or decision within the scope of the management and supervisory bodies of the Company, this person must declare his conflict of interest/private interest on a timely basis. Should the person not declare a conflict of interest/private interest, any other person present with cognizance of the situation may do so.

As soon as the conflict of interest or private interest is identified, the person involved must cease to participate in the discussions and decisions, withdrawing temporarily from the meeting until the conclusion of the matter.

8.4. Related Parties

The transactions between Itaúsa and related parties are based on respect for the legal and ethical norms.

Itaúsa assures the equality and transparency of the transactions through the medium of the Policy for Transactions with Related Parties, in which rules are established and consolidated procedures to be adopted in the scope of these transactions.

As provided in this policy, certain material transactions must be approved in advance by the Related Parties Committee and, depending on the amount involved and the nature of the transaction, must be approved by the Board of Directors, after review by the Related Parties Committee. In addition, as required by Brazilian Corporate Law and the Company's Bylaws, certain related parties' transactions must be approved at a General Stockholders' Meeting. Other rules and procedures are to be found in the Policy for Transactions with Related Parties which is available on the Company's website (www.itausa.com.br) and on the CVM and B3 websites.

9. REVISION

It is incumbent on the Board of Directors of the Company to formally approve this Policy as well as any future revisions.

This Policy is updated in the light of legal, normative or statutory changes, derogating any provision therein that is incompatible with future amendments to the Company's Corporate Bylaws or legal norms.

10. RESPONSIBILITIES

10.1. Board of Directors

- To approve the guidelines of this Policy and revisions.
- To opine on the annual revision of the Company's Corporate Governance system and approve eventual suggestions for amendments when deemed necessary.

10.2. Governance and People Committee

- To make suggestions for updating this Policy and recommending the Board of Directors possible amendments, when deemed necessary.
- To opine on the suggestions for amendments to the system of the Company's Corporate Governance and recommend to the Board of Directors possible changes, when deemed necessary.

10.3. Board of Officers

- To opine on the suggestions for updating this Policy and recommending the People and Governance Committee possible amendments, as the case may be, when deemed necessary.
- To opine on the suggestions for amendments to the system of the Company's Corporate Governance and recommend to the Governance and People Committee possible amendments, as the case may be, should such be deemed necessary.

10.4. Corporate Governance Commission

- To opine on the suggestions for updating this Policy and recommending the Board of Officers possible amendments, as the case may be, when deemed necessary.

- To opine on the suggestions for amendments to the system of the Company's Corporate Governance and recommend to the Board of Officers possible amendments, as the case may be, should such be deemed necessary.

10.5. Corporate Affairs Department and Legal, Compliance and Corporate Risks Department

- To keep this Policy current by submitting suggestions for changes in the light of legal, regulatory, or statutory amendments to the Corporate Governance Commission.
- To review annually the system of the Company's Corporate Governance system for improving it and recommending to the Corporate Governance Commission possible amendments, as the case may be, should such be deemed necessary.

10.6. Management and Employee

- To observe and ensure compliance with this Policy and, when necessary, to call on the Compliance and Corporate Risks Area for consultation about the corporate governance practices adopted by the Company, as well as the decision-making process or any doubts related to the content and application of this Policy.
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