

# Relevant Act or Fact Disclosure Policy

ORIA

AUGUST 29TH, 2022

<b>Version</b>	<b>Reason for Change</b>	<b>Date</b>	<b>Author</b>	<b>Department</b>
1.0	Original version of the Relevant Act or Fact Disclosure Policy	August 29th, 2022	Luciana de A. Trindade	Compliance

# **RELEVANT ACT OR FACT DISCLOSURE POLICY OF ORIA GESTÃO DE RECURSOS LTDA**

## **1. INTRODUCTION**

ORIA GESTÃO DE RECURSOS LTDA. (“ORIA”) is a Private Equity & Venture Capital (PE&VC) investment manager focused solely on Information Technology (IT) assets and privately-held companies not quoted on Stock Exchanges and with limited liquidity.

ORIA is engaged solely in management of securities portfolio and is duly register under the category set forth in paragraph 1, item II of Brazilian Securities Commission (CVM) Instruction 558 of March 26, 2015 (“CVM Instruction 558/15”) as a manager of Equity Investment Funds (“Funds”) regulated under Brazilian Securities Commission (CVM) Instruction 578/16. The fiduciary management and custody of such funds are outsourced.

## **2. PURPOSE**

The purpose of this Relevant Act or Fact Disclosure Policy is to establish the rules and guidelines adopted for Investment Funds managed by ORIA, as well as the best practices to be adopted by ORIA, for the purpose of disclosing relevant information relating to Investment Funds incorporated and structured under the applicable rules in order to ensure transparency to the equitable treatment given to information understood as relevant by the Manager or defined as such under the regulations in force, in accordance with the provisions of Brazilian Securities Commission (the “CVM”) Resolution No. 44/21 and other rules secondarily applicable to the matter.

All officers and employees are required to know and understand the terms of this Policy, as well as to seek to prevent and detect operations or transactions that show atypical features.

## **3. DEFINITIONS**

Under CVM Resolution No. 44/21 of August 23, 2021, as amended by CVM Resolution No. 60/21 and other supplementary and/or associated regulations and rules, any decision of the controlling shareholder, resolution of the shareholders' meeting or management bodies of a publicly-held company, or any other act or fact of a political and administrative, technical, business, or economic and financial nature occurring or relating to its business is deemed relevant when it may influence:

- i. The quotation of securities issued by such publicly-held company or referenced thereto;
- ii. The decision of investors to buy, sell, or hold such securities; or
- iii. The decision of investors to exercise any rights inherent to the status of holder of securities issued by such company or referenced thereto.

ORIA may exceptionally not disclose such relevant fact or act if the dissemination of the information, as well as its immediate disclosure, poses a risk to the legitimate interest of its Funds under management, to investees, and to its investors. In this case, such information will be treated confidentially by ORIA until the appropriate time for its disclosure.

## **5. DISCLOSURE PROCESS**

In line with the obligations and guidelines established by capital market regulators and self-regulators, and subject to the governance and transparency best practices, the disclosure of relevant acts or facts occurring or relating to the business and activities of funds managed by ORIA will be carried out by the Investor Relations area, which may consult the Legal and Compliance areas for making decisions regarding disclosure and communication, through telecommunications media of ORIA, such as the "oriacapital.com.br" website and social media, to the market through the electronic system available on the website of the CVM, and, if applicable, to the administrators of the markets in which the securities issued by the fund are listed.

## **6. INFORMATION PROCESSING**

ORIA, the controlling shareholders, officers, members of the board of directors, of the fiscal council, and of technical or advisory bodies of funds under management and of their investees, employees, and third-party service providers must keep any information relating to a relevant act or fact to which they have privileged access due to their job or position confidential until its disclosure to the market, as well as ensure that their subordinates and trusted third parties do the same, being jointly and severally liable with them in the event of non-compliance.

In addition, the following actions are prohibited:

- i. Prior to the disclosure to the market of a relevant act or fact, trading in securities by employees of ORIA and by investment funds under management, as well as by shareholders and members of executive and investment committees; and
- ii. The use of relevant information not yet disclosed by any person who has had access to it, with the purpose of obtaining an advantage, for himself or for others, through securities trading.

## **6. FINAL PROVISIONS**

ORIA, within the limits of its duties, understands that it may request the publication of a relevant act or fact to the Administrator of the Funds managed by it in order to ensure the proper disclosure of relevant information, the trading in securities pending any undisclosed relevant information, and the disclosure of information on securities trading.

ORIA ensures that it keeps available at its headquarters and to the CVM any information and respective clarifications necessary on the disclosure of any relevant act or fact.

Any doubts or issues arising from this Policy may be resolved by ORIA (i) by submitting the issue to the Chief Compliance Officer, (ii) at Avenida Brigadeiro Faria Lima, No. 201, 25th floor, suite 02, Pinheiros, Postal Code (CEP): 05426-100, São Paulo, SP, or (iii) by email to [compliance@oriacapital.com.br](mailto:compliance@oriacapital.com.br).