



Internal Audit Activity Regulations

Responsible Area: Legal & Compliance

Responsible Director: Ricardo Reis

Approval Date: 31/07/2025

Internal Code: 223

Version: 1

Signature of Responsible Director:

Ricardo Reis

Change history:

Publication date	Version	Nature of changes	Responsible board
	1.0	First publish	Legal & Compliance

This document is valid for a limited period and may be updated at any time at the sole discretion of FacilitaPay.

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1. DEFINITIONS

All terms beginning with capital letters in these Regulations shall have the meanings listed below:

"Senior Management" means the actual administration of FacilitaPay, which is composed of three (3) statutory directors;

"Internal Audit Area" means the department responsible for the independent, autonomous and impartial assessment of the quality and effectiveness of internal control systems and processes, risk management, and corporate governance of the FacilitaPay;

"Internal Compliance Area" means the unit responsible for FacilitaPay's compliance function;

"Internal Controls Area" means the department responsible for verifying compliance with the policies, procedures and internal controls described in FacilitaPay's internal policies and documents;

"Risk Management Area" means the department responsible for identifying, measuring, evaluating and monitoring risks related to the products and services provided and offered by FacilitaPay, execution of operations and transactions by FacilitaPay and the risks involving Customers, Employees, Partners and Service Providers;

"BCB" means the Central Bank of Brazil;

"Client" means the individuals or legal entities, as the case may be, who contract or use the products and services offered by FacilitaPay;

"CMN" means the National Monetary Council;

"Employee" means any and all natural or legal persons who hold a position, function, position, employment, professional or trust with FacilitaPay;

"Head of Internal Audit" means the head of FacilitaPay's Internal Audit Area, pursuant to article 5 of BCB Resolution N° 93/2021;

"FacilitaPay" means Facilita Instituição de Pagamento S/A, FacilitaPay US LLC, FPay Internacional SA de CV., FPay Colombia SAS, o FacilitaPay Chile SPA, together or individually;

"Partners and Service Providers" means individuals or legal entities that provide services of any nature to FacilitaPay, commercial or not, paid or unpaid, on an occasional or permanent basis, including, but not limited to, participants in payment arrangements and other service providers in general;

"Regulation" means this Regulation of FacilitaPay's Internal Audit Activity;

"Internal Audit Reports" has the meaning given in section 6 of these Rules; and

"BCB Resolution No. 93/2021" means BCB Resolution No. 93, of May 6, 2021, as amended, provides for the internal audit activity in payment institutions authorized to operate by the BCB.

2. GOALS

This Regulation aims to discipline and regulate the organizational component of FacilitaPay's internal audit, in accordance with the principles and standards provided for in BCB Resolution N° 93/2021.

The Internal Audit Area must have the necessary conditions for an independent, autonomous and impartial assessment of the quality and effectiveness of FacilitaPay's internal controls, risk management and corporate governance systems and processes, in a manner compatible with the nature, size, complexity, structure, risk profile and business model of FacilitaPay.

3. SCOPE

This Regulation is applicable to all FacilitaPay Employees, but notably to members of FacilitaPay's Internal Audit Area.

This Regulation observed, as applicable and mandatory for FacilitaPay, the rules and procedures of *The Institute of Internal Auditors* (IIA), represented, in Brazil, by the Institute of Internal Auditors of Brazil (IIA Brasil), the Federal Accounting Council (CFC) and other market standards recognized as best practices.

The current version of these Regulations has been previously approved by Senior Management, as required by the applicable regulations.

4. ORGANIZATION

The Internal Audit Area must report to Senior Management, observing that Senior Management must ensure the Internal Audit Area independence and free of interference from any source that may limit its objective.

The Head of Internal Audit shall be responsible for the management of the members of the Internal Audit Area, as well as for enforcing these Regulations and representing the Internal Audit Area before third parties.

The appointment, designation, dismissal or dismissal of the Head of Internal Audit of FacilitaPay must be approved by Senior Management and communicated to the BCB.

5. AUTHORITY AND AUTONOMY

In the performance of their duties, the members of the Internal Audit Area will be able to consult and analyze all files, documents, methodologies, databases, information systems and electronic transactions, in addition to freely accessing environments, equipment and software used by FacilitaPay.

In their performance, the members of the Internal Audit Area have the authority to evaluate FacilitaPay's own functions, as well as the outsourced functions, observing the applicable legal, regulatory and contractual aspects.

The Internal Audit Area has the autonomy to establish the frequency of its activities, select topics and scopes of work, determine the activities, apply techniques necessary to meet the audit objectives and request, when necessary, the assistance of employees from other areas of FacilitaPay who have technical mastery over the audited object.

The Internal Audit Area may also obtain advice from experts external to the institution's staff, to support it when it is not sufficiently proficient, observing its duties and duties of confidentiality of FacilitaPay.

In order to maintain and ensure the authority of the Internal Audit Area, its attributions, form of action, planning, budget and structure are approved exclusively by Senior Management, observing the right of the Head of Internal Audit to forward opinions and requests, substantiated, to Senior Management on such topics, and the duty of Senior Management to assess such opinions and requests.

The Internal Audit Area has the autonomy to make adjustments in the performance of the work foreseen in its planning, such as inclusions and cancellations, and must report to Senior Management for the changes.

6. RESPONSIBILITY OF THE INTERNAL AUDIT AREA

6.1. The Internal Audit Area is responsible for:

- The assessment of the adequacy of internal control and the effectiveness of FacilitaPay's risk management and governance processes;
- For carrying out evaluation and consulting work;
- Issue opinions and carry out audits provided for by legislation and regulations applicable to FacilitaPay;

- Advise Senior Management, when necessary;
- Formulate or assist in the preparation of action plans or require the preparation of action plans in case of any irregularities identified in the scope of the audit of FacilitaPay's internal areas;
- Prepare the annual internal audit plan, based on the assessment of audit risks, containing, at least, the processes that will be part of the scope of the internal audit activity, the classification of these processes by risk level, the proposal for the schedule and allocation of available resources ("**Annual Internal Audit Plan**");
- Develop, for each specific engagement of the audit activity: (i) Specific work plan, defining the scope, schedule and relevant factors in the execution of the engagement, such as the nature, timeliness and extent of the internal audit procedures to be applied, the allocation of human resources and the availability of an appropriate budget for the execution; (ii) working papers, with a record of the facts, information and evidence obtained in the course of the audit, in order to evidence the examinations carried out and justify the conclusions and recommendations; and (iii) reporting of the conclusions and recommendations arising from the internal audit work ("**Specific Work Plans**");
- Prepare a follow-up report on the measures taken to comply with the recommendations made by the Internal Audit Area ("**Follow-up Report**");
- Prepare an annual internal audit report, containing a summary of the results of the audit work, its main conclusions, recommendations and measures taken by Senior Management ("**Annual Internal Audit Report**" and when called together with the Annual Internal Audit Plan, Specific Work Plans and Monitoring Report, the "**Internal Audit Reports**");
- Provision of information to inspection and control entities on the performance of FacilitaPay's Internal Audit Area; and
- Ensure compliance with the policies and guidelines established for the Internal Audit and conduct its performance, in accordance with the applicable laws and regulations.

6.2. The Head of Internal Audit is responsible for:

- Represent FacilitaPay's Internal Audit Area and act as its representative internally and before third parties;
- Propose strategies for the performance of the Internal Audit Area;

- Have a sufficient number of personnel, adequately trained, with the necessary experience for the exercise of their functions and monitor the work carried out by the auditors;
- Define the planning of the Internal Audit Area, as well as prepare, review, evaluate and forward the final version of the Internal Audit Reports to the Senior Management;
- Ensure compliance with the provisions of these Regulations and other Internal Audit Reports; and
- Have professional competence, including the knowledge and experience of each internal auditor and the internal auditors collectively, so that the internal audit team has the capacity to collect, understand, examine and evaluate the information and to judge the results.

7. RESPONSIBILITY OF INTERNAL AUDIT PROFESSIONALS

Professionals in the Internal Audit Area should:

- Present a level of excellence, objectivity and professionalism in the performance of their duties, carrying out independent evaluations, not being influenced by their interests or those of third parties in the formation of judgments;
- Ensure the continuous improvement of their knowledge and skills;
- Refrain from evaluating specific operations in which they have participated or had managerial or decision-making responsibilities at any time, as well as evaluating activities they have carried out in the twelve (12) months immediately prior to the audit engagement;
- Respect the confidentiality of any information or facts known in the exercise of their function, and may not disclose or use them for their own benefit or that of third parties;
- Act in an impartial and impartial manner, avoiding situations of conflict of interest or any others that affect their objectivity, in fact or in appearance, or compromise their professional judgment; and
- The control and security requirements defined for the registration, access and storage of all documents and information related to the evaluation and consulting work, considering the bank's guidelines and regulations and the respective legal and regulatory aspects.

Internal Audit professionals may not implement controls, develop procedures, install systems, prepare records, assume responsibilities that are management's or participate in any activity that may impair their judgment.

The professionals who are part of Facilitapay's Internal Audit Area are subject to the Internal Audit Remuneration Policy, considering that the Internal Audit Area must be independent of the performance of Facilitapay's business areas, and must be adequate to attract qualified and experienced professionals.

The performance evaluation of Internal Audit professionals cannot be linked to the results of the audited areas.

8. FINAL PROVISIONS

Facilitapay will keep these Regulations and the Internal Audit Reports available to the BCB for a minimum period of five (5) years, as well as provide any information and/or clarifications that may be necessary.

Facilitapay will review the content of these Regulations at least annually.