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The undersigned, Public Translator and Commercial Interpreter, duly sworn and registered with the Board of Trade of the State of Minas Gerais - JUCEMG, under number 874, certifies that a document written in Portuguese was presented to be translated into English, which has been done to the best of her knowledge, because of her attributions, as follows. She further certifies that she is fluent in English and Portuguese, and this is an accurate translation of the original document: -----

(THE DOCUMENT PRESENTED WAS THE TENOR OF A BYLAWS. THE DOCUMENT READS:) -----

## **INSTITUTO RAMACRISNA**

**[RAMACRISNA INSTITUTE]**

### **BYLAWS**

#### **CHAPTER I**

#### **CORPORATE NAME, LEGAL NATURE, TERM, HEAD OFFICES AND JURISDICTION**

**Art. 1.** Instituto Ramacrisna, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0001-86, is a private law legal entity, with non-economic purposes, organized in accordance with the Law, non-partisan, founded on 3 FEB 1959, with headquarters at Rua Mestre Ramacrisna, no. 379, Santo Afonso, Municipality of Betim / MG [STATE OF MINAS GERAIS], and support unit at Rua Rio Casca, no. 387, Carlos Prates, municipality of Belo Horizonte / MG, and shall have its headquarters and jurisdiction in the municipality of Betim, state of Minas Gerais, in the Federative Republic of Brazil.

**Art. 2.** Instituto Ramacrisna is an Association with a predominantly social assistance nature and its priority area of activity shall be the municipality of Betim, Minas Gerais, and it may create departments, representations, offices and branches in any part of the Brazilian territory, upon resolution of the Executive Board. The Association is politically non-partisan and its participation in political or electoral campaigns under any means or form is prohibited.

**Paragraph One.** To achieve its purposes and priorities, Instituto Ramacrisna shall adopt the teachings of Master Ramakrishna, who prescribes selfless work in favor of human



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beings, aiming at the promotion, growth and development of those who practice it and those who receive it, bringing benefits to Humanity and bringing man closer to God.

**Paragraph Two.** On 30 JUN 1970, two branches of Instituto Ramacrisna were created, with the same purposes as the head office. enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0002-67. Instituto Ramacrisna, Belo Horizonte Unit, with head offices located at Rua Rio Casca, No. 387, sala 103, Carlos Prates, Belo Horizonte/MG, CEP 30.710-200 and jurisdiction in the Circuit Court of Belo Horizonte. And enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0003-48, Instituto Ramacrisna, Cercas Ramacrisna Unit, with head offices located at Rua Porto Alegre, No. 100, Santo Afonso, Betim/MG, CEP 32.623-510 and jurisdiction in the Circuit Court of Betim.

**Paragraph Three.** On 1 JUN 2004, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0006-90, Instituto Ramacrisna, Popular Restaurant Center Unit, with head offices located at Rua Pará de Minas, no. 62, Centro, Betim/MG, CEP 32.560-020 and located in the Circuit Court of Betim.

**Paragraph Four.** On 30 NOV 2016, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0013-10, Instituto Ramacrisna, Antenados Production Unit, with head offices located at Rua Mestre Ramacrisna, nº 379, Santo Afonso, Betim/MG, CEP 32.623-524 and jurisdiction in the Circuit Court of Betim.

**Paragraph Five.** On 17 AUG 2017, two Branches were created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0014-09, Instituto Ramacrisna, Própolis Unit, with headquarters at Rua Mestre Ramacrisna, No. 379, Santo Afonso, Betim/MG, CEP 32.623-524 and jurisdiction in the Circuit Court of Betim. And enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0015-81, Instituto Ramacrisna, Teresópolis Popular Restaurant Unit, with headquarters at Avenida Duque de Caxias, No. 478, Jardim Teresópolis, Betim/MG, CEP 32.681-630 and jurisdiction in the Circuit Court of Betim.

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**Paragraph Six.** On 11 SEP 2019, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0016-62, Instituto Ramacrisna, Imbiruçu Popular Restaurant Unit, with head offices located at Rua Pastor Delicio Luiz de Freitas, no. 188, Imbiruçu, Betim/MG, CEP 32.677-258 and jurisdiction in the Circuit Court of Betim.

**Paragraph Seven:** On 17 JUL 2020, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0017-43, Instituto Ramacrisna, Safety and Food Supply Service Unit, with head offices located at Avenida Edmeia Mattos Lazzarotti, no. 3812, Espírito Santo, Betim/MG, CEP 32.671-602 and jurisdiction in the Circuit Court of Betim.

**Paragraph Eight:** On 13 APR 2022, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0018-24, Instituto Ramacrisna, SND Unit – REDE SUS/BETIM, with head offices located at Avenida Edmeia Mattos Lazzarotti, no. 3800, Espírito Santo, Betim/MG, CEP 32.671-602 and jurisdiction in the Circuit Court of Betim.

**Paragraph Nine:** On 27 JUN 2022, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0019-05, Instituto Ramacrisna, Belgo Cercas Unit, headquartered at Avenida Nossa Senhora do Carmo, no. 1275, Loja 02. Sion, Belo Horizonte/MG, CEP 32.310-000 and jurisdiction in the Circuit Court of Belo Horizonte.

**Paragraph Ten:** On 26 JUL 2022, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0020-49, Instituto Ramacrisna, Cercas Ramacrisna Installations Unit, with head offices located at Rua Mestre Ramacrisna, no. 379, Santo Afonso, Betim/MG, CEP 32.623-524 and jurisdiction in the Circuit Court of Betim

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**Paragraph Eleven:** On 1 FEB 2023, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0021-20, Instituto Ramacrisna, Ramacrisna Adolescent Apprentice Unit, Igarapé Pole, with head offices located at Rua Maria Aparecida de Jesus, No. 611 Sala 04, Santa Monica, Igarapé/MG Cep: 32.516-157, and jurisdiction in the Circuit Court of Igarapé; And enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0022-00, Instituto Ramacrisna, Ramacrisna Adolescent Apprentice Unit, Juatuba Pole, with head offices located at Rua José Monteiro, No. 364b, Centro, Juatuba/MG, CEP 35,675-000 and jurisdiction in the Circuit Court of Juatuba;

**Paragraph Twelve:** On 29 AUG 2023, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0023-91, Instituto Ramacrisna, Casa Project Unit, headquartered at Rua Aracajú, 321, Santo Afonso, Betim/MG, CEP 32.623-522 and jurisdiction in the Circuit Court of Betim.

**Paragraph Thirteen:** On 3 DEC 2024, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0024-72, Instituto Ramacrisna, Ramacrisna FABLAB Unit, with head offices located at Rua Aracajú, 321, Santo Afonso, Betim/MG, CEP 32.623-522 and jurisdiction in the Circuit Court of Betim.

**Paragraph Fourteen:** On 9 MAY 2025, the Branch was created with the same purposes as the head office, enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0025-53 Instituto Ramacrisna, Ramacrisna Unit, ORQUESTRA FILARMONICA RAMACRISNA [RAMACRISNA PHILHARMONICAL ORCHESTRA], with headquarters at Rua Mestre Ramacrisna, No. 379, Santo Afonso, Betim/MG, CEP 32.623-524 and jurisdiction in the District of Betim; and enrolled in the Brazilian Corporate Taxpayer's Registry of the Ministry of Finance (CNPJ/MF) under number 17.283.532/0026-34, Instituto Ramacrisna, Ramacrisna Teenage Apprentice Unit at Betim Downtown Pole, with head offices located at Av. Governador Valadares, no. 296, Centro, Betim/MG, CEP 35.600-125 and jurisdiction at the Circuit Court of Betim.

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**Paragraph Fifteen:** Paragraph fifteen: From this notary registration, a period of 5 years is established for updating this Bylaws for branches opened, closed or changed.

**Art. 3.** Instituto Ramacrisna shall be governed by these Bylaws, the Internal Regulations, decisions of the General Meeting, the Board of Directors and the Executive Board, as well as the Laws and regulations governing the Certificate of Social Assistance Charitable Entity (CEBAS), by the legislation applicable to its type, and other regularly issued normative acts, with an indefinite duration.

## CHAPTER II

### PURPOSES

**Art. 4.** The purposes of Instituto Ramacrisna are:

I. Provide social assistance services;

II. Offer coexistence and bond-strengthening services for children, adolescents, young people, adults and the elderly;

III. Carry out management and actions, such as: creating, promoting, fostering, organizing, coordinating and executing projects, events, programs and activities focused on the areas of work, productive inclusion, entrepreneurship, art, culture, health, environmental protection and ecological activities, education, sports, high-performance sports, sports activities, leisure and recreation aimed at children, adolescents, young people, adults and the elderly and/or those with disabilities, promoting social inclusion and the realization of citizenship;

IV. Develop and/or implement professional qualification courses;

V. Develop and/or execute workshops and social assistance activities;

VI. Implement the Teenage Apprentice Program;

VII. Administer, manage and/or maintain Popular Restaurants;

VIII. Carry out activities related to Special Social Protection;

IX. Develop actions that aim to ensure the human right to adequate food for the public in a state of food insecurity and carry out other actions, such as: promotion, management and execution of services, projects and programs in the area of nutritional food security;

X. Promote the defense of the country's cultural, artistic, historical, ecological, economic and social heritage, collaborating with the enrichment and enhancement of this heritage,



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as well as ensuring the integral well-being of its employees, surrounding communities and target audiences.

**XI.** Promote and encourage public participation in events and cultural spaces at national and international level held by the Institute.

**XII.** Develop quality of life at work programs, health promotion and psychosocial care for employees, in accordance with occupational health and safety standards;

**Paragraph One.** Social assistance services shall comply with current applicable legislation, such as the Constitution of the Republic, the Organic Law on Social Assistance and the classification provided in Resolution No. 109/2009 of the CNAES [BRAZILIAN CLASSIFICATION OF ECONOMIC ACTIVITIES]. 109/2009 of CNAES. Priority shall be given to basic social protection services classified by SUAS [SOLE SYSTEM FOR SOCIAL ASSISTANCE] and as validated by the Social Assistance Council of Betim, through proof of registration No. 007, as well as other relevant legal instruments in force.

**Paragraph Two.** Social assistance services, programs and benefits shall be provided free of charge, continuously, permanently and in a planned manner to individuals belonging to families in situations of social and personal vulnerability and/or with disabilities, without discrimination based on race, color, gender, politics or religion, in accordance with applicable legislation and the rules that succeed it.

**Art. 5.** In order to achieve its purposes, Instituto Ramacrisna may enter into any agreement, adjustment, covenant, contract, sponsorship, partnership, collaboration, cooperation or promotion terms with the Public Authorities, civil society organizations, companies and private entities, management contracts with the Public Authorities in accordance with Federal Law no. 9637/98, Municipal Law no. 6194/2017 of Betim, Social Organization Laws of states, municipalities and decrees that regulate them, as well as all applicable legislation in force.

### CHAPTER III

#### MEMBERS

**Art. 6.** Instituto Ramacrisna is made up of an unlimited number of Members, who are classified into two distinct categories:





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I. A Contributing Member is anyone who, in sympathy with the objectives and priorities of Instituto Ramacrisna, participates with material, human and financial support to the Entity.

II. Full Member is anyone who, after a minimum period of two (2) years of providing uninterrupted services to the Ramacrisna Institute, is admitted to this category, through a proposal from the executive board and approved by the General Meeting by 2/3 of those present at the meeting.

**Paragraph One.** The membership of the Effective Member shall imply a commitment to honor and obey the legal, statutory and regulatory provisions, as well as those contained in normative acts.

**Paragraph Two.** Members of the corporate composition and Boards or any other administrative and control bodies are not jointly or subsidiarily liable for the obligations and commitments assumed by Instituto Ramacrisna, by virtue of a regular management act that is within their statutory powers.

**Paragraph Three.** Membership is non-transferable.

**Paragraph Four.** There is no reciprocal responsibility between members.

**Paragraph Five.** No member of Instituto Ramacrisna has powers of representation or is an agent of the Association, unless he or she holds an express instrument of mandate or holds a position or function expressly provided in these Bylaws.

**Paragraph Six -** The Associates of Instituto Ramacrisna do not acquire, at any time, any rights over the movable or immovable assets belonging to the Entity, even in the event of exclusion or definitive withdrawal from its effective membership.

**Art. 7.** The following are the rights of Contributing Members who participate in the activities of Instituto Ramacrisna:

I. Propose matters of interest to the Instituto Ramacrisna,

II. To understand the economic, financial and social situation of Instituto Ramacrisna.

III. The Contributing Member does not have the right to vote or be voted.

**Art. 8.** It is the responsible of the Contributing Members:

I. Participate with financial material support and/or voluntary work.

II. Respect the Bylaws, Internal Regulations, rules and decisions of the General Meeting, the Board of Directors, the Board of Directors and safeguard the good name of Instituto Ramacrisna inside and outside the Institution.



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**Art. 9.** The rights of Effective Members who are up to date with their obligations to the Entity are:

I. Take part in the General Meetings of Instituto Ramacrisna;

II. Vote and be voted for any of the positions on the Executive Board, the Board of Directors and the Fiscal Council;

III. To be informed about the economic and financial situation of the Entity, as well as all projects and programs developed according to its objectives and priorities, in the manner established in internal regulations or within fifteen (15) days after the request is filed.

**Art. 10.** The duties of Effective Members are:

I. Comply with the provisions set forth in its Bylaws, Internal Regulations, Regulations, Codes, policies, in short, all regularly issued normative acts;

II. Ensure the good conservation of Instituto Ramacrisna's assets and its good name, inside and outside the Institution;

III. Participate in the activities proposed by the Entity and collaborate so that they are carried out successfully;

**Art. 11.** The following are reasons for termination of membership rights:

I. Formal request for removal, in writing, to the Executive Board, which shall forward it to the General Meeting for deliberation.

II. Death or interdiction due to absolute or relative incapacity of the individual.

III. Practice of an act incompatible with the purposes of Instituto Ramacrisna or its forms of operation, as defined in these Bylaws.

IV. Conflict of Interest.

V. Unjustified absence from three consecutive Meetings.

**Sole Paragraph.** In the absence of regulations providing for the procedure, the exclusion of the member shall be carried out by a majority vote of those present at the General Meeting meeting called for this purpose, ensuring full defense to be exercised within fifteen (15) days from receipt of the notification.

#### CHAPTER IV MANAGEMENT

**Art. 12.** The deliberative and administrative bodies of Instituto Ramacrisna are:

I. General Meeting;





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II. Board of Directors;

III. Executive Board;

IV. Fiscal Council.

**Art. 13.** For the exercise of their statutory mandates, the members of the deliberative and administrative bodies of Instituto Ramacrisna shall not receive any remuneration, due to the positions assigned to them by its bylaws or organizational acts.

Section I

#### GENERAL MEETING

**Art. 14.** The General Meeting, composed of all active members, is a sovereign deliberative body and shall meet ordinarily twice a year, when convened by its president, by his legal substitute, or by at least 1/3 of its members, to:

I. To become aware of the budget allocation and activity planning for the Association;

II. Deliberate on the report presented by the Board of Directors on the activities related to the completed fiscal year.

**Art. 15.** The General Meeting shall meet extraordinarily when convened:

I. By the President of the Association;

II. By the Board of Directors;

III. By the Supervisory Board

IV. By one fifth of its members.

**Art. 16.** The calling of ordinary or extraordinary meetings of the Association's bodies shall be held by any legitimate means that confirms the knowledge of the member, with an agenda of the matters to be discussed, at least five (5) days in advance of the meeting.

**Paragraph One.** The Ordinary Meetings shall be installed at first call, with the minimum presence of two thirds (2/3) of the members or at second call thirty (30) minutes later, with any number of members present.

**Paragraph Two.** Extraordinary Meetings shall be installed, at the first call, with two thirds (2/3) of the members and, at the second call, thirty (30) minutes later, with an absolute majority of its members. If there is not a sufficient number of members, the Meeting shall be held one hour after the first call, with any number of members present.

**Art. 17.** It is the responsible of the General Meeting:

I. With a deliberative quorum of 2/3 of the active members present:



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- a. elect and dismiss the Executive Board, members of the Board of Directors and the Supervisory Board, in compliance with the requirements of the law;
- b. determine the removal of any member, Director or Advisor, in compliance with the relevant legislation;
- c. decide on the termination of the Entity;
- d. propose, make and approve changes to its Bylaws or Internal Regulations.
- e. deliberate on contracting loans, with the possibility of delegating powers to the Executive Board;
- f . assess the opinion of the Supervisory Board on the annual financial statements and financial statements and approve it if in agreement;
- g. authorize the granting of a commercial guarantee approved to meet the entity's purposes;
- h. to judge appeals against decisions of the Executive Board and the Board of Directors regarding the dismissal of members of the General Meeting in accordance with art. 11;
- i. decide on the purchase or sale of real estate, and may delegate authority to the Executive Board
- j. decide on the exclusion of a member of the General Meeting in accordance with art. 11;
- k. approve the Internal Regulations prepared by the Executive Board.
- l. Assess and decide on the Board of Directors' decisions regarding the appointment and dismissal of Board members;

**Sole Paragraph:** Assess and decide on the Board of Directors' decisions regarding the appointment and dismissal of Board members;(Text provided by Law no. 11.127 of 2005).

## Section II

### BOARD OF DIRECTORS

**Art. 18.** The Board of Directors is the highest administrative body, elected or approved by the General Meeting, and must be structured in accordance with the terms set forth in these Bylaws and in accordance with current and pertinent legislation, complying with the following basic criteria:

- I. be composed of:





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a. twenty to forty percent (20 to 40%) of natural members representing the Public Authorities;

twenty to thirty percent (20 to 30%) of natural members representing civil society entities;

c. up to ten percent (10%) of members elected from among the associates of the Social Organization;

d. ten to thirty percent (10 to 30%) of members elected by the other members of the board, from among people of renowned professional ability and recognized moral integrity;

e. up to ten percent (10%) of members appointed or elected among employees of the Social Organization;

II. the members elected or appointed to compose the Council must have a four-year term, with reappointment permitted;

III. the representatives of entities provided in items "a" and "b" of section I must correspond to more than fifty percent (50%) of the Council;

IV. the first term of office of half of the elected or appointed members must be two years, according to criteria established in the Bylaws;

V. the entity's top manager must participate in Council meetings, without the right to vote;

VI. The Board of Directors must meet ordinarily at least twice a year and, extraordinarily, at any time;

VII. The Directors must not receive remuneration for the services that, in this capacity, they provide to the social organization under the management contract, except for the cost of living allowance for meetings in which they participate;

VIII. The Directors elected or appointed to form part of the entity's Executive Board must resign from their position on the Board as soon as they assume executive functions;

IX. The members elected or appointed to compose the Council may not be blood relatives or relatives up to the 3<sup>rd</sup> degree of kinship of the members of the Executive Branch, the Legislative Branch or of the Councilors of the General Accounting Office competent to oversee the performance of the contracting entity;

**Sole Paragraph** - For each Management Contract, signed between the Organization and the Public Authority, a specific Board of Directors may be formed, constituted in

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accordance with this Statute and the current and pertinent legislation, with activity limited to the respective instrument.

**Art. 19** - The Board of Directors has the exclusive competence to, among others:

**I.** establish the scope of the entity's action to achieve the purpose of the Management Contract, in accordance with the competent law;

**II.** approve the entity's management agreement proposal;

**III.** approve the budget proposal and investment program of the entity's Management Contract;

**IV.** propose and submit for approval by the entity's general meeting the dismissal of board members;

**V.** propose and submit for approval by the general meeting the remuneration of the members of the executive board;

**VI.** propose and submit for approval by the general meeting, the amendment of the bylaws and the dissolution of the entity by a majority of at least two thirds of its members;

**VII.** approve the entity's internal regulations, which must provide, at a minimum, the structure, management method, positions and respective competencies, for the execution of the Management Contract;

**VIII.** approve by a majority of at least two-thirds of its members, its own regulations containing the procedures to be adopted for contracting works, services, purchases and sales and the plan for positions, salaries and benefits of the entity's employees, exclusively for the execution of the Management Contract;

**IX.** approve and forward, to the body supervising the execution of the Management Contract, the entity's management and activity reports and the financial and accounting statements, prepared by the executive board;

**X.** monitor compliance with the defined guidelines and goals, approve the financial and accounting statements, in addition to the annual accounts, of the entity's Management Contract with the assistance of external auditing;

### Section III

## EXECUTIVE BOARD

**Art. 20.** The Executive Board is made up of five (5) members elected from among the members of the General Meeting, with a term of office of four (4) years, with reelection





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permitted for equal periods, in any of its positions, namely: one President, one Vice-President, one Chief Financial Officer, one Managing Director and one Chief Social Assistance Officer.

**Art. 21.** The Executive Board shall report on its social and financial activities, through economic and administrative reports, once a year, to the Fiscal Council, which shall be ratified by the General Meeting.

**Art. 22.** All members of the executive board are permitted to receive cash intended for Instituto Ramacrisna, and must, to this end, issue the corresponding receipts, in addition to reporting to the Financial Board, notifying it of such procedure.

**Art. 23.** The Executive Board's decisions must be made with a minimum quorum of three (3) Directors of the Entity.

**Art. 24.** It is the responsibility of the Executive Board as a whole:

I. Manage all assets and interests of Instituto Ramacrisna, as provided in its Bylaws and Internal Regulations, its purposes and priorities, also in accordance with the legislation applicable to the species;

II. Deliberate on the purchase or sale of movable assets of interest to the Entity;

III. Admit and dismiss employees as necessary for the proper functioning of their departments, as determined by specific legislation;

IV. Deliberate on the acquisition and disposal of real estate in accordance with the provisions of item "I", Subparagraph I, of Article 17;

V. Deliberate on contracts, adjustments and/or agreements that are of interest to Instituto Ramacrisna;

VI. Prepare the entity's Internal Regulations to be submitted to the Board of Directors and the General Meeting;

VII. The President and other members of the Executive Board may delegate the powers and rights conferred upon them by these Bylaws to an associate, member of the board or employee of their trust, subject to the relevant legal limitations, by means of a power of attorney.

VIII. Create departments, representations, offices and branches in any part of the national territory, in accordance with applicable legislation and the need to organize the units of Instituto Ramacrisna.

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**Art. 25.** The President shall be responsible for:

I. Represent Instituto Ramacrisna, actively and passively, judicially and extra judicially and in all situations that are necessary, including deliberating and signing receipts, agreements, contracts, terms of sponsorship, partnerships, collaboration, cooperation or promotion, adjustments and documents on behalf of the organization, in addition to receiving citations and summons, being able to delegate these attributions, in specific cases and, on behalf of the Association, appointing grantees or attorneys-in-fact;

II. Carry out bank transactions, open, close, transfer and operate amounts in current accounts and savings accounts, as necessary, in any Bank, receive and issue credit and payment orders, carry out exchange transactions, issue, endorse and guarantee credit titles in general, including checks, in the economic, financial and administrative interest of Instituto Ramacrisna, always in conjunction with the Chief Financial Officer or Vice-President.

III. In compliance with the relevant legislation and the provisions of these Bylaws and the Internal Regulations, hire, assign functions, salaries and dismiss personnel, necessary for the development of Instituto Ramacrisna.

IV. Convene Ordinary General Meetings and Extraordinary Meetings; swear in elected members of the Executive Board and other elected positions of the Entity.

**Sole Paragraph** – Instituto Ramacrisna may have one or more Honorary Presidents who will not act in its direct administration or supervision of its activities. This “status” may only be filled by person(s) who demonstrate great commitment and dedication to the Entity, providing relevant services for more than ten (10) consecutive years and by influencing and serving as an example to those who continue its objectives and priorities, elected by the General Meeting.

**Art. 26.** It is the responsible of the Vice-President:

I. Replace the President in all his functions, in his absence, absence or impediment;

II. In the event of a vacancy, assume the President's mandate until its end.

III. Collaborate with the President in the functions assigned by him.

IV. Carry out bank transactions, open, close, transfer and operate amounts in current accounts and savings accounts, as necessary, in any Bank, receive and issue credit and payment orders, carry out exchange transactions, issue, endorse and guarantee credit





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titles in general, including checks, in the economic, financial and administrative interest of Instituto Ramacrisna, always in conjunction with the Chief Financial Officer or President.

**Art. 27.** The Chief Financial Officer is responsible for:

I. Collect, control, manage cash flow and account for the finances of Instituto Ramacrisna;

II. Carry out bank transactions, open, close, transfer and operate amounts in current accounts and savings accounts, as necessary, in any Bank, receive and issue credit and payment orders, carry out exchange transactions, issue, endorse and guarantee credit titles in general, including checks, in the economic, financial and administrative interest of Instituto Ramacrisna, always in conjunction with the President or Vice-President.

**Art. 28.** – The Chief Social Assistance Officer shall be responsible for:

I. Manage, according to the purposes and priorities of Instituto Ramacrisna, all activities related to social assistance, education, culture, preventive health, food, promotion of first employment, professionalization, ecological awareness, leisure, sports and all those related to it;

II. Develop strategic planning regarding social activities, monitor the development of activities, measure and seek solutions to achieve established goals.

**Art. 29.** It is the responsible of the Managing Director:

I. Manage administrative activities in accordance with the interests of Instituto Ramacrisna;

II. Maintain with the other Officers of the Entity the necessary coordination for the good performance of the ENTITY's purpose and priorities;

III. Manage and deliberate on the activities of production and income-generating units, ensuring the quality and distribution of their products;

IV. Execute contracts, adjustments or agreements of interest, in view of the essential purposes of Instituto Ramacrisna;

V. Act as secretary at the meetings of the Executive Board and the General Meeting, writing their respective Minutes.

Section IV

## SUPERVISORY BOARD



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**Art. 30.** The Fiscal Council is composed of three full members and their respective substitutes, elected by the General Meeting for a term of four (4) years, with reelections permitted for equal periods.

**Art. 31.** The Supervisory Board is composed of three full members and their respective substitutes, elected by the General Meeting for a term of four (4) years, with reelections permitted for equal periods.

**Art. 32.** The investiture in office shall take place together with the inauguration of the members of the Executive Board, through the signing of a term of office drawn up in a document specific to the General Meeting.

**Art. 33.** It is the responsible of the Supervisory Board:

**I.** Monitor the accounts of Instituto Ramacrisna; check the fiscal accounting books, assess the balance sheets and financial statements, inventory and financial reports of the Board of Directors, issue an opinion on the annual financial statements based on the independent audit report in accordance with the audit standards issued by the Federal Accounting Council, endorsed by its own Minutes signed by its members;

**II.** Monitor the exercise of the mandates of the Executive Board and the Board of Directors, as well as the processes for nominating names for interim positions, impediments and removals of any kind.

**III.** Monitor the preparation of minutes and other occurrences in a specific document, ensure the safekeeping and integrity of the constituent and accounting documents of Instituto Ramacrisna.

**IV.** Ensure compliance with these bylaws and the Internal Regulations, observing, throughout the existence of Instituto Ramacrisna, the principles, values and objectives that guided its creation.

## **CHAPTER V**

### **ECONOMIC AND FINANCIAL ORGANIZATION**

#### **Section I**

#### **THE ORIGIN OF RESOURCES AND THE CONSTITUTION OF THE ASSETS**

**Art. 34.** The following constitutes Instituto Ramacrisna's income:

**I.** Contributions from its members, individuals and legal entities;





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**II.** Resources from partnerships, agreements, sponsorships, partnership terms, collaboration, cooperation or promotion, contracts, management contracts with the public authorities and from activities for the generation of own resources, income from the exploitation of assets, concession contracts and the use of franchises;

**III.** Sale and rental of movable and immovable property;

**IV.** Production and marketing of products;

**V.** Provision of services to third parties, including teaching, consultancy, audiovisual and events;

**VI.** Customer service, including by telephone and digital means;

**VII.** Research and technical assistance, consultancy, projects, product and process development, advisory services, hiring, outsourcing and personnel intermediation, transportation services and other specialized services;

**VIII.** Products from credit operations, financial investments in incentivized investments, interest and equity interests in general;

**IX.** Resources from tax incentives under current legislation and those arising from public and private programs to promote, assist and support social and community and cultural development;

**X.** Contributions assumed due to agreements, covenants and contracts in general, as well as subsidies, aid and allocations assigned to it;

**XI.** Donations, legacies and any other resources intended or made available to it, in compliance with the provisions of applicable legislation.

**XII.** Tax and fee immunities and exemptions from the Public Authority to which it is entitled, in accordance with current legislation and which will be fully applied to its statutory purposes.

**Art. 35.** The following assets constitute the assets of Instituto Ramacrisna:

**I.** The financial resources deposited, movable and immovable property, improvements made, resources for immunities and exemptions, rights, values, inheritances or legacies free of encumbrances, which are transferred to it on a definitive basis, by individuals or legal entities, public or private, national or foreign.

**II.** Patents in general, registrations, trademarks and copyrights resulting from their activities, safeguarding the rights of third parties, in accordance with the law.



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III. Documentary and bibliographic collection, books, various publications, art and craft pieces, models, mock-ups and prototypes.

**Sole Paragraph** – Instituto Ramacrisna's own assets, such as financial resources, real estate, among others, shall not be mixed with the assets acquired in the management contract for any purpose.

**Art. 36.** The goods in general, and the resources covered by the articles. 34 and 35, may only be (used) managed fully and exclusively in favor of the purposes of Instituto Ramacrisna, being **prohibited** the distribution of any portion of its assets and income as profit or profit sharing, including immunities, tax exemptions to any of the Founders, associates, members of the board of directors, or to third parties, whether individuals or legal entities.

## Section II

### APPLICATION OF RESOURCES

**Art. 37.** Instituto Ramacrisna, in compliance with its purposes and priorities, undertakes to apply all its financial surpluses and resources received, under any form, in the activities foreseen in its purposes and priorities, within the Brazilian territory.

## Section III

### FINANCIAL REGIME AND ACCOUNTABILITY

**Art. 38.** The financial year shall coincide with the calendar year.

**Art. 39.** In its financial statements, Instituto Ramacrisna shall:

I. Observe the fundamental accounting principles, Brazilian and international accounting standards applicable to its nature as a non-profit entity;

II. Publicize, by effective means, at the end of the fiscal year, the activity report and financial statements of the entity with the due opinion of the independent auditor and the Fiscal Council, including the negative certificates of debts from the Brazilian Federal Revenue, Brazilian Social Security Revenue and the Severance Pay Fund (FGTS), making them available for examination by any citizen.

III. Instituto Ramacrisna shall be required to publish annually the financial reports and execution reports related to Management Contracts on the Social Organization's website and in the Public Authority/Official Gazette of the location where the Management Contract is signed.





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**IV.** Carry out an audit, including by independent external auditors, if applicable, of the application of any resources subject to the partnership terms, in accordance with current legislation.

**V.** Account for resources and assets, which origin is public or private, in accordance with the terms entered into and in compliance with Laws No.: 13,019/2014 modified by Law 13,040/2015, Law 9637/1998, Municipal Law No. 6,194/2017, Complementary Law 187 of 16 DEC 2021 and/or with other relevant legislation in force at the time of contracting.

#### **CHAPTER VI**

#### **THE EXTINCTION OR DISSOLUTION OF THE ASSOCIATION AND THE DESTINATION OF THE ASSETS**

**Art. 40.** In the event of the dissolution of the Entity, its assets shall be fully transferred to another legal entity of the same nature, without economic purposes, that is, a similar certified entity, which meets the requirements of Law 13.019/2014, with the amendments of Law 13.204/2015 and other relevant legislation, which corporate purpose is preferably the same as that of the dissolved entity and which is registered with the Municipal Council for Social Assistance, and shall be by choice of the General Meeting and Board of Directors, or in the absence of a legal entity with these characteristics, to the assets of the Municipality of Betim.

**Sole Paragraph** - In the event of extinction or disqualification as a Social Organization, the assets, legacies or donations destined to it by the municipality of Betim, other municipalities, states of the federation or the Federal Government, as well as the financial surpluses arising from its activities as an OS, shall be fully incorporated into the assets of another qualified Social Organization within the scope of these municipalities, states or the Federal Government, in the same area of activity or, in its absence, into the assets of the Municipality of Betim, or other municipalities, states or the Federal Government in proportion to the resources and assets allocated by them;

#### **CHAPTER VII**

#### **SPECIAL, GENERAL AND TRANSITORY PROVISIONS.**

**Art. 41.** In accordance with Art. 3, paragraph V of Complementary Law 187 of 16 DEC 2021, Instituto Ramacrisna does not distribute to its advisors, members, founders or benefactors its results, dividends, bonuses, shares or portions of its assets, in any form

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**007 to 026**

or pretext, and, in the event of providing services to third parties, public or private, with or without the provision of labor, it does not transfer to these third parties the benefits related to the exemption provided in Paragraph 7 of art. 195, of the Federal Constitution.

**Art. 42.** Instituto Ramacrisna must invest all its financial surpluses in the development of its essential activities and purposes.

**Art. 43.** Instituto Ramacrisna maintains the adoption of administrative management practices that are necessary and sufficient to prevent the individual or collective obtaining of personal benefits or advantages as a result of participation in the activities of the respective legal entity.

**Art. 44.** Any cases not covered by these Bylaws shall be resolved by the Executive Board and ratified by the General Meeting at any time.

Betim, 17 MAY 2025.

**Exedito Martins Chumbinho**

**President**

**Instituto Ramacrisna**

THIS TRANSLATION DOES NOT ENDORSE THE CONTENTS OF THE DOCUMENT.  
IN WITNESS THEREOF, I SET MY HAND AND SEAL THIS THIRD DAY OF JUNE OF TWO THOUSAND AND TWENTY FIVE IN THE CITY OF BELO HORIZONTE, STATE OF MINAS GERAIS, FEDERATIVE REPUBLIC OF BRAZIL.



**ANA LAURA JUNQUEIRA  
FONSECA**

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