Prumo Participações e Investimentos S.A.

Financial statements as of December 31, 2024 and 2023

Contents

Management report

Dear Shareholders,

Prumo Participações e Investimentos S.A. (“Prumo Participações or “Company”), in compliance with legal and statutory provisions, submits for your consideration the Management Report and Financial Statements of the Company, referring to the fiscal year ending on December 31st, 2024.

The Company's Management thanks its shareholders, partners and suppliers for their contribution, dedication and trust throughout 2024.

We remain at your disposal to elucidate any additional clarifications that may be necessary.

Rio de Janeiro, February 24th, 2025.

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Independent auditors' report on the financial statements

To the Shareholders, Board of Directors and Management of

Prumo Participações e Investimentos S.A

Rio de Janeiro – RJ

Opinion

We have audited the financial statements of Prumo Participações e Investimentos S.A. ("Company"), which comprise the statement of financial position as of December 31, 2024, the respective statements of profit or loss and other comprehensive income, changes in equity (deficit), and cash flows for the year then ended, and the corresponding explanatory notes, including significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company, as on December 31, 2024 and of its financial performance and its cash flows for the year then ended in accordance with accounting practices adopted in Brazil (BR GAAP).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the "Auditors' responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the relevant ethical requirements included in the Accountant Professional Code of Ethics ("Código de Ética Profissional do Contador") and in the professional standards issued by the Brazilian Federal Accounting Council ("Conselho Federal de Contabilidade"), and we have fulfilled our ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Other information accompanying the financial statements and the auditors' report

The management Prumo Participações S. is responsible for this other information, which comprises the management report.

Our opinion on the financial statements does not cover the management report, and we do not express any form of audit conclusion on this report.

In connection with our audit of the financial statements, our responsibility is to read the management report and, in doing so, consider whether this report is materially inconsistent with the financial statements or with our knowledge obtained during the audit, or otherwise appears to be materially misstated. If, based on the work performed, we conclude that there is a material misstatement in the management report, we are required to communicate that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements, in accordance with accounting practices adopted in Brazil, and for such internal control as management determines is necessary to enable the preparation of financial statements, that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting material misstatement resulting from fraud is greater than the one deriving from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, then we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with Management and those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Rio de Janeiro, February 24, 2025

KPMG Auditores Independentes Ltda
CRC SP-014428/O-6 F-RJ

Walter Malvar Leite da Silva
Accountant: CRC RJ-117037/O-0

Prumo Participações e Investimentos S.A.

Statements of financial position as of December 31, 2024 and 2023
(In thousands of reais)

Assets	Note	2024	2023
Current			
Cash and cash equivalents	6	5,191	2,376
Escrow deposits	10	60,515	151,516
Recoverable taxes	7	1,253	2,870
Dividends receivable	8	53,581	58,139
Derivatives	16	1,367	-
Total current assets		**121,907**	**214,901**
Non-current			
Loan with related parties	8	241,895	241,895
Investments	9	966,686	973,873
Total non-current assets		**1,208,581**	**1,215,768**
Total assets		**1,330,488**	**1,430,669**
Liabilities			
Current			
Bonds	10	113,827	257,871
Taxes payable	12	20	24
Accounts payable to related parties	8	52	52
Dividends	8	58,070	14,515
Others payables		32	89
Derivatives	16	-	876
Total current liabilities		**172,001**	**273,427**
Non-current			
Bonds	10	1,397,531	1,113,675
Total non-current liabilities		**1,397,531**	**1,113,675**
Shareholders' Equity	14		
Share capital		10	10
Legal reserves		-	2
Accumulated losses		(239,054)	-
Accumulated profit		-	43,555
Total shareholders' equity (deficit)		**(239,044)**	**43,567**
Total liabilities and shareholders´ equity (deficit)		**1,330,488**	**1,430,669**

The notes are an integral part of these financial statements.

Prumo Participações e Investimentos S.A.

Statements of profit or loss

Years ended December 31, 2024 and 2023

(In thousands of reais)

	Note	2024	2023
Operating income (expenses)			
General and administratives expenses		(257)	(311)
Reversal for credit loss		5	24
Other operating expenses		-	(15)
		(252)	**(302)**
Financial income (expenses)	15		
Financial income		105,242	326,301
Financial expenses		(579,830)	(370,818)
		(474,588)	**(44,517)**
Share of profit on equity-accounted investees	9	235,784	249,418
Profit (loss) before taxes		**(239,056)**	**204,599**
Deferred income and social contribution taxes	11	-	-
Net income (loss) for the year		**(239,056)**	**204,599**

The notes are an integral part of these financial statements.

Prumo Participações e Investimentos S.A.

Statements of comprehensive income (loss)

Years ended December 31, 2024 and 2023

(In thousands of reais)

	2024	2023
Net income (loss) for the year	(239,056)	204,599
Total comprehensive income (loss) for the year	**(239,056)**	**204,599**

The notes are an integral part of these financial statements.

Prumo Participações e Investimentos S.A.

Statements of changes in shareholders equity (deficit)

Years ended December 31, 2024 and 2023

(In thousands of reais)

	Share capital	Profit reserve	Legal reserve	Accumulated income/ losses	Total equity (deficit)
Balance as of December 31, 2022	**10**	**-**	**-**	**(146,527)**	**(146,517)**
Net income for the year	-	-	-	204,599	204,599
Reserves allocation	-	-	2	(2)	-
Statutory dividends	-	-	-	(14,515)	(14,515)
Proposed additional dividends	-	43,555	-	(43,555)	-
Balance as of December 31, 2023	**10**	**43,555**	**2**	**-**	**43,567**
Additional dividends approved	-	(43,555)	-	-	(43,555)
Net loss for the year	-	-	(2)	(239,054)	(239,056)
Balance as of December 31, 2024	**10**	**-**	**-**	**(239,054)**	**(239,044)**

The notes are an integral part of these financial statements.

Prumo Participações e Investimentos S.A.
Statements of cash flows
Years ended on December 31, 2024 and 2023
(In thousands of reais)

	2024	2023
Cash flows from operating activities		
Profit (loss) before taxes	(239,056)	204,599
Expenses (income) not affecting cash:		
Share of profit on equity-accounted investees	(235,784)	(249,418)
Exchange variance and interest (unrealized)	463,059	13,861
Amortization of transaction costs	12,989	14,702
Others	-	(9)
	1,208	**(16,265)**
(Increase) decrease in assets and increase (decrease) in liabilities:		
Income tax on loan	-	(557)
Recoverable taxes	1,866	-
Others payables	(57)	70
Taxes payable	(4)	18,250
Taxes paid	-	(18,887)
Net cash from (used in) operating activities	**3,013**	**(17,389)**
Cash flows from investment activities		
Dividends received	247,529	246,069
Loans granted to related parties	-	(54,029)
Net cash from investing activities	**247,529**	**192,040**
Cash flows from financing activities		
Derivatives	16,866	(13,729)
Escrow account	91,001	(9,694)
Loans settled with third parties	(185,021)	(39,713)
Interest paid	(170,573)	(110,990)
Net cash used in financing activities	**(247,727)**	**(174,126)**
Increase in cash and cash equivalents	**2,815**	**525**
Cash and cash equivalents at beginning of year	2,376	1,851
Cash and cash equivalents at end of year	5,191	2,376
Increase in cash and cash equivalents	**2,815**	**525**

The notes are an integral part of these financial statements.

Notes to the financial statements

(In thousands of Reais, except when indicated otherwise)

1 The Company and its operations

Prumo Participações e Investimentos S.A. ("Prumo Participações" or "Company" or "Prumopar"), located at the address Rua do Russel, 804, 5º andar, Glória, Rio de Janeiro was incorporated in 2015 to acquire interests in other companies as a shareholder. The Company carries out its operations via the joint venture Ferroport ("joint subsidiary") with Anglo American Participações Minério de Ferro Ltda. ("Anglo American").

Ferroport began operating in October 2014. The company occupies a 300-hectare area (unreviewed) at Porto do Açu Port to process, handle and store iron ore and is the co-owner of an offshore structure (T1) consisting of an access pier, approach channel, breakwater and pier with two berths for loading iron ore. In 2024 Ferroport loaded a total of 25.05 million tons of iron ore (unauditded), in 148 vessels (unreviewed) (24.04 million tons (unaudited) in 145 vessels (unaudited) during year of 2023).

2 Investee

	Country	Equity interest 2024	Equity interest 2023
Direct joint subsidiary:			
Ferroport Logística Comercial Exportadora S.A.	Brazil	50.00%	50.00%

3 Basis of presentation, preparation of the financial statements and material accounting practices

a. Statement of compliance

The financial statements were prepared in accordance with accounting practices adopted in Brazil ("BR GAAP").

Authorization for the conclusion of the preparation of these financial statements was given by Management on February 24, 2025.

b. Basis of preparation

The financial statements have been prepared on the historical cost basis, except for certain financial instruments which have been measured at fair value through profit and loss.

c. Functional currency and reporting currency

These financial statements are presented in Brazilian Real, which also represents the Company's functional currency. All balances have been rounded off to the nearest thousands, except where specified otherwise.

d. Cash and cash equivalents

Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes. The Company classifies cash equivalents as short-term investments maturing within three months or less, and subject to an insignificant risk of impairment.

The Company had Cash and cash equivalents of R$ 5,191 as of December 31, 2024 (R$ 2,376 as of December 31, 2023). Cash and cash equivalents are maintained with banks and financial institutions with AA to AAA ratings assigned by the leading rating agencies.

The estimated impairment on cash and cash equivalents was calculated based on the 12-month expected loss basis and reflects the short maturities of the exposures. Cash and cash equivalents have a low-credit risk based on the counterparties' independent credit ratings.

e. Financial instruments

Upon initial recognition a financial asset is classified as measured: at amortized cost; at FVOCI (Fair Value through other comprehensive income) - debt instrument; at FVOCI – equity instrument; or at FVTPL (Fair Value of net income).

Financial assets are not reclassified subsequently to initial recognition, unless the Company changes its business model to financial asset management. In this case all the affected financial assets are reclassified on the first day of the first period following the business model change.

A financial asset is measured at amortized cost if both of the following conditions are met, and it is not stated as measured at FVTPL:

- it is maintained within a business model with the objective of maintaining financial assets in order to receive contractual cash flows;

- its contractual terms generate the cash flows on specified dates that constitute solely payments of principal and interest on the outstanding principal.

A debt instrument is measured at FVOCI if both of the following conditions are met, and it is not stated as measured at FVTPL:

- it is maintained within a business model whose objective is affected by both the receipt of contractual cash flows and the sale of financial assets; and

- its contractual terms generate the cash flows on specified dates that constitute payments of principal and interest on the outstanding principal.

Upon initial recognition of an investment in an equity instrument that is not held for trading, the Company can elect to make irrevocable subsequent changes to the fair value of the investment in OCI. This choice is made for each investment.

All financial assets not classified as measured at amortized cost or FVOCI, as described above, are classified as FVTPL.

Upon initial recognition, the Company irrevocably assigns a financial asset that would otherwise meet the requisites to be measured at amortized cost or FVOCI as FVTPL if this eliminates or significantly reduces an accounting mismatch that would otherwise arise.

The Company assesses the objective of the business model in which a financial asset is maintained in the portfolio which better reflects how the business is managed and the information is provided to Management. The information considered includes:

— the policies and objectives stipulated for the portfolio and the practical functioning of these policies.

These include the question of ascertaining whether the Management strategy is focused on obtaining contractual interest revenue, maintaining a given interest rate profile, the correspondence between the duration of financial assets and the duration of related liabilities or expected cash flows, or the realization of cash flows through the sale of assets.

— how the portfolio's performance is assessed and reported to Company's management;

— the risks affecting the performance of the business model (and the financial asset maintained in said business model) and how such risks are managed;

— how business managers are compensated - for example, if the compensation is based on the fair value of the assets managed or the contractual cash loans obtained; and

— the frequency, volume, and timing of the financial asset sales in previous periods, the reasons for these sales and expectations for future sales.

The transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales, in a way consistent with the ongoing recognition of the Company's assets.

Financial assets - assessment as to whether the contractual cash flows are merely payments of principal and interest

For the purpose of this assessment, the principal is defined as the fair value of the financial asset upon initial recognition. The interest is defined as a payment for the value of the money over time and the credit risk posed by the outstanding principal over a given period of time and the other underlying loan costs and risks (for example liquidity risk and administrative cost), in addition to a spread.

The Company examines the instrument's contractual terms to determine whether the contractual cash flows only entail payments of the principal and interest. This includes assessing whether the financial asset contains a contractual term that could change the timing or value of the contractual cash flows so that it would no longer meet this condition. When making this assessment the Company takes into account:

— contingent events modifying the value or timing of the cash flows;
— terms that could adjust the contractual rate, including variable fees;
— prepayment and extending the term; and
— the terms limiting the Company's access to specific cash flows from specific assets (for example based on an asset's performance).

Financial assets - Assessment of the business model

Prepayment is consistent with the criteria of paying the principal and interest if the prepayment mainly represents unpaid amounts of the principal and interest on the outstanding principal - which may include reasonable additional compensation for early termination of the contract. Furthermore, in relation to a financial asset acquired for an amount less than or greater than the nominal value of the contract, the permission or requirement for prepayment at an amount representing the nominal value of the contract plus the contractual interest (which may also include reasonable additional compensation for early termination of the contract) accumulated (but not paid) are treated as consistent with this criteria if the fair value of the prepayment is insignificant upon initial recognition.

Financial assets - Subsequent measurement and gains and losses

Financial assets at FVTPL - These assets are subsequently stated at fair value. The net income including interest or dividend revenue is recognized in profit or loss.

Financial assets at amortized cost - These assets are subsequently measured at the amortized cost using the effective interest rate method. The amortized cost is reduced for impairment. Revenue from interest, exchange variance gains and losses and impairment are recognized in profit or loss. Any gain or loss resulting from derecognition is recognized in profit or loss.

Equity instruments at FVOCI - These assets are subsequently stated at fair value. Interest revenue calculated by the effective interest rate, exchange variance gains and losses and impairment are recognized in profit and loss. Other net income is recognized in OCI. Upon derecognition, the gain or loss accumulated in OCI is reclassified to profit or loss.

Equity instruments at FVOCI - These assets are subsequently stated at fair value. The dividends are recognized as a gain in profit and loss, unless the dividend clearly represents a recovery of part of the investment cost. Other net income in recognized in OCI and never reclassified to net income.

(i) ***Financial liabilities - classification, subsequent measurement and gains and losses***

Financial liabilities were classified as measured at amortized cost or FVTPL. A financial liability is classified as at fair value through profit or loss if it is classified as held-for trading, is a derivative or is designated as such on initial recognition. Financial liabilities measured at FVTPL are measured at fair value and the net revenue, including interest, is recognized in profit or loss. Other financial liabilities are subsequently measured at the amortized cost using the effective interest rate method. Expenses on interest, exchange variance gains and losses are recognized in profit or loss. Any gain or loss resulting from derecognition is also recognized in profit or loss.

(ii) Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when the Company transfers the rights to receive the contractual cash flows of a financial asset in a transaction where essentially all the risks and rewards of ownership of financial assets are transferred or in which the Company neither transfers nor substantially retains all the risks and rewards of ownership of the financial asset nor retains control over the financial asset.

The Company makes transactions in which it transfers assets recognized in the statement of financial position but maintains all or most of the risks of the transferred assets. In these cases, the financial assets are not derecognized.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or canceled or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability is recognized based on the modified terms and recognized at fair value. Upon derecognizing a financial liability, the difference between the former carrying amount and the amount paid (including assets transferred that do not flow through cash or undertaken liabilities) is recognized in profit or loss.

(iii) Offseting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to offset the amounts and intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

f. Financial income and expenses

Financial income and financial expenses include interest revenue, interest expenses, net foreign currency gain or loss on financial assets and financial liabilities. Interest income or expense is recognized using the effective interest method. The Company classifies interest earnings as cash flows from investment activities.

g. Income and social contribution taxes

Current income and social contribution taxes are calculated based on net income, adjusted to taxable income by the additions and exclusions stipulated in the existing tax legislation. The Company records deferred income and social contribution tax assets at the rate of 34%. Brazilian tax legislation allows tax losses to be offset against future taxable income for an indefinite term. However, this offsetting is limited to 30% of the taxable income in each accrual period.

The deferred income and social contribution taxes are recognized to reflect future tax effects attributable to temporary differences between the tax bases of assets and liabilities and their book values and to tax losses carryforward and negative basis of social contribution.

h. Other current and noncurrent assets and liabilities

An asset is recognized in the balance sheet when it is probable that its future economic benefits will be generated in favor of the Company and its cost or value can be reliably measured.

A liability is recognized in the balance sheet when the Company has a present or constructive obligation as a result of a past event, and it is probable that an outflow of economic resources will be required in settlement. Provisions are recorded using best estimates of the risk involved. Long-term monetary assets and liabilities are adjusted to their present value and short-term items when the effect thereof on the financial statements as a whole is deemed material. The adjustment to present value is calculated based on the contractual cash flows and the explicit or, in certain cases, implicit interest rate on the relevant assets and liabilities.

i. Investments

The interest in the subsidiary is valued by the equity method in the Parent Company's financial statements and joint venture is valued by the equity method in the Company's financial statements.

j. Use of estimates and judgments

Judgments, estimates and assumptions are used to measure and recognize certain assets and liabilities in the Company's financial statements. These estimates took into account experience from past and current events, assumptions about future events and other objective and subjective factors.

The Company reviews its estimates and assumptions at least annually. There are no significant items subject to these estimates.

The accounting policies described in detail throughout these financial statements have been applied consistently and are being presented by the Company.

4 Description of significant accounting policies

The accounting practices used to produce these financial statements are consistent with those used to prepare the Financial Statements as of December 31, 2023, dated March 1st, 2024.

5 New standards and interpretations issued but not yet effective

A few new accounting standards will be effective for financial years beginning after 1 January 2024. The Group has not adopted the following accounting standards in preparing these financial statements.

a) IFRS 18 Presentation and Disclosure of Financial Statements

IFRS 18 will replace IAS 1 Presentation of Financial Statements and applies to annual reporting periods beginning on or after 1 January 2027. The new standard introduces the following key new requirements.

• Entities are required to classify all income and expenses into five categories in the statement of profit and loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly defined subtotal of operating profit. Entities net profit will not change.
• Management-defined performance measures (MPMs) are disclosed in a single note to the financial statements.
• Enhanced guidance is provided on how to group information in the financial statements.

In addition, all entities are required to use the subtotal of operating profit as the starting point for the statement of cash flows when presenting operating cash flows using the indirect method. The Group is still in the process of assessing the impact of the new standard, particularly with respect to the structure of the Group’s income statement, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements, including items currently labelled as “others”.

b) Other Accounting Standards

IFRS 18 will replace IAS 1 Presentation of Financial Statements and applies to annual reporting periods beginning on or after 1 January 2027. The new standard introduces the following key new requirements.

The following new and amended standards are not expected to have a significant impact on the Group's consolidated financial statements:
• Absence of convertibility (amendments to CPC 02/IAS 21);
• Classification and measurement of financial instruments (amendments to IFRS 9 and IFRS 7)

6 Cash and cash equivalents

	2024	**2023**
Cash and banks	1,613	2,376
Cash equivalents		
Investment Fund	3,578	-
	5,191	**2,376**

The balance of cash and banks as of December 31, 2024 and 2023 consists of current accounts and investment fund holdings at Banco Santander S/A and Citibank, that are promptly convertible into a known cash amount and are subject to an insignificant risk of impairment. The investment funds are primarily linked to the CDI rate, with returns of 97% of the CDI.

7 Recoverable taxes

The recoverable taxes break down as follows:

	2024	**2023**
Withholding taxes (“IRRF”)	1,253	2,870
	1,253	**2,870**

8 Related-party transactions

The Company adopts practices of Corporate Governance and/or recommendations required by law. Furthermore, the Company´s Corporate Governance Policy establishes that the members of the Board of Directors must monitor and administrate any potential conflicts of interest among the executive officers, the members of the Board and the partners, in such a way as to avoid the inappropriate use of Company assets and, especially, abusive conduct in transactions between related parties.

In compliance with Corporation Law, all members of the Company's Board of Directors are prohibited from voting in any assembly or meeting of the Board, or from acting in any operation or business transaction in which there are interests in conflict with those of the Company.

The main balances of related-party assets and liabilities as of December 31st, 2024 and December 31st, 2023, as well as the related-party transactions that affected the statements of operations for the year, are the result of transactions between the Company and its joint venture and shareholder as follows:

Assets	**2024**	**2023**
Loan with related parties		
Prumo Logística	153,792	153,792
FP NewCo	88,103	88,103
Dividends receivable		
Ferroport (i)	53,581	58,139
	295,476	**300,034**
Current	53,581	58,139
Noncurrent	241,895	241,895

(i) The table below presents the flow of dividends and their impact on PPAR, detailing the effects of statutory dividends, corresponding to 25% of adjusted net income in accordance with Law 6.404/76, additional dividends, and dividend distributions:

Dividends flow

Date	Description	Total value (Ferroport)	Proportional share (50% - PPAR)
Balance on December 31st, 2023		**116,279**	**58,139**
March, 2024	Additional dividends	348,783	174,391
March, 2024	Dividends payment	(165,266)	(82,633)
June, 2024	Dividends payment	(110,236)	(55,117)
September, 2024	Dividends payment	(103,426)	(51,713)
December, 2024	Statutory dividends	137,178	68,589
December, 2024	Dividends payment	(116,150)	(58,075)
Balance on December 31st, 2024		**107,162**	**53,581**

Liabilities	**2024**	**2023**
Accounts payable - debit notes		
Prumo Logística – Transaction costs	52	52
Dividends		
FP NewCo	58,070	14,515
	58,122	**14,567**

Management compensation

Company Management is compensated by the parent company Prumo Logística S/A.

Maturity and interest

The Company has currently two interest-free loans with Prumo Logística and FP NewCo, which are not subject to agreements or guarantees, as they are intercompany loans.

The table below demonstrates the movements of loans with cash and noncash effects:

		Cash effect		
Loan	**2023**	**Principal received / (settled)**	**Interest received**	**2024**
Prumo Logística	**153,792**	**-**	**-**	**153,792**
FP NewCo	**88,103**	**-**	**-**	**88,103**
	241,895	**-**	**-**	**241,895**

		Cash effect		
Loan	**2022**	**Principal received / (settled)**	**Interest received**	**2023**
Prumo Logística	**153,792**	**-**	**-**	**153,792**
FP NewCo	**34,074**	54,029	**-**	**88,103**
	187,866	**54,029**	**-**	**241,895**

9 Investments

a. Equity interests

	2024								
Direct investee	**% interest**	**Number of shares/ (thousand)**	**Assets**	**Liabilities**	**Equity**	**Capital**	**Capital reserve**	**Profit reserve**	**Retained Earnings**
Ferroport	50%	1,080	2,544,436	611,065	1,933,371	1,197,152	94,589	141,479	500,151

	2023								
Direct investee	**% interest**	**Number of shares/ (thousand)**	**Assets**	**Liabilities**	**Equity**	**Capital**	**Capital reserve**	**Profit reserve**	**Retained Earnings**
Ferroport	50%	1,080	3,023,206	1,075,459	1,947,747	1,197,152	94,589	227,958	428,048

b. Changes

Direct investee	**2023**	**Share of profit of equity-accounted investees**	**Dividends**	**2024**
Ferroport	973,873	235,784	(242,971)	966,686
	973,873	**235,784**	**(242,971)**	**966,686**

Direct investee	**2022**	**Share of profit of equity-accounted investees**	**Dividends**	**2023**
Ferroport	1,007,564	249,418	(283,109)	973,873
	1,007,564	**249,418**	**(283,109)**	**973,873**

10 Bonds

	2024					2023
	Due date	**Rates in %**	**Principal**	**Interest**	**Total**	**Total**
Loan						
Senior Secured Bonds	12/31/2031	7.50% p.y	1,559,850	-	1,559,850	1,433,026
(-) Transaction cost			(48,492)	-	(48,492)	(61,480)
			1,511,358	**-**	**1,511,358**	**1,371,546**
Current			113,827	-	113,827	**257,871**
Noncurrent			1,397,531	-	1,397,531	**1,113,675**

The interest paid is being classified under financing in the cash flow statements.

In October 2019, the company issued the Senior Secured Bond under regulation of 144A/Regs, with a coupon of 7,5% p.a., semi-annual payments and final maturity in December 2031.

The principal amortization schedule in the contract presents percentages for minimum payments and allows payments above the established percentage, which reduce the forthcoming legal percentages.

In December 2024, the Company paid R$ 53,873 of principal amortization and interest in the amount of R$60,515. In June 2024, the Company paid R$ 82,721 of principal amortization and interest in the amount of R$57,724. In January 2024, the Company paid R$ 48,427 of principal amortization and interest in the amount of R$52,334. As the Company has partially reached the target amortization schedule, which requires higher payments than the legal amortization schedule, this payment exceeded the legal payment obligations. Therefore, the Company is already in compliance with the legal schedule obligations for the next 12 months

The Brazilian Real exchange rate depreciated the US Dollar exchange rate in the fourth quarter of 2024 (as compared to fourth quarter of 2023). In compliance with its Hedging Program, the Company has entered into non-deliverable forward agreement (NDFs) to purchase dollars to protect its next debt service from exchange rate variations and will continue to do so over the following months. Therefore, the Company does not expect a material negative cashflow impact regarding exchange rate variations on the semi-annual payment of the Bonds.

Escrow Deposits

Prumo Participações has one reserve account, as requested by the financing contract: The Debt Service Reserve Account (“DSRA”), which contains 6 months of the minimum principal payment plus interest payable in the year. As of December 31st, 2024, DSRA had BRL 60,515 deposited (BRL 51,796 as of December 31st, 2023).

Non-deliverable forward (NDF)

The Company’s cash inflows are from dividends distributed by the Company’s subsidiary Ferroport to its shareholders on a on a quarterly basis. Via the issuance of senior debt contracts, the Company agreed to a Hedging Program that determines the Company shall enter NDFs (non-deliverable forwards) every month to buy US Dollars and sell Reais in an amount equal to 1/6 of the semi-annual payment to hedge the debt payments and funding in reserve accounts maturing in June and December.

Guarantees provided

The Company submitted the following security for the senior debt contracts: (i) Statutory lien of the Ferroport shares for Prumo Participações; (ii) Statutory lien on the shares of Prumo Participações held by the parent company FP Newco; (iii) Statutory lien on the loan between Prumo Participações and Ferroport and (iv) Statutory Lien of credit receivables and accounts.

Transactions not involving cash or cash equivalents

		Cash Flow			Noncash effect		
	2023	**Amortization/ (settled)**	**Interest paid (financing)**	**Addition of transaction costs**	**Interest and exchange variance**	**Amortization of transaction costs**	**2024**
Bonds	**1,371,546**	(185,021)	(170,573)	-	482,417	12,989	**1,511,358**
	1,371,546	**(185,021)**	**(170,573)**	**-**	**482,417**	**12,989**	**1,511,358**

		Cash Flow			Noncash effect		
	2022	**Amortization/ (settled)**	**Interest paid (financing)**	**Addition of transaction costs**	**Interest and exchange variance**	**Amortization of transaction costs**	**2023**
Bonds	**1,509,431**	(39,713)	(110,990)	-	(1,884)	14,702	**1,371,546**
	1,509,431	**(39,713)**	**(110,990)**	**-**	**(1,884)**	**14,702**	**1,371,546**

11 Deferred taxes

The Company records deferred income and social contribution tax assets and liabilities at the rate of 34%. Brazilian tax legislation allows tax losses to be offset against future taxable income for an indefinite term. However, this offsetting is limited to 30% of the taxable income in each accrual year.

The carrying amount of the deferred tax asset is revised and restated periodically, while the projections shall be restated annually, unless material factors occur that can modify them.

As of December 31st, 2024 and December 31st, 2023, the balance of deferred income and social contribution tax asset not recognized was R$ 311,536 and R$ 253,623 respectively.

Due to the lack of concrete expectations of future taxable results and others, the tax asset deferred arising from tax losses and consolidated negative base was not recognized in this quarter. This matter is periodically reviewed.

12 Taxes and social contributions payable

	2024	**2023**
PIS/COFINS	20	24
	20	**24**

The reconciliation between the tax expense as calculated by the combined statutory rates and the income and social contribution tax expense charged to net income is presented below:

	2024	**2023**
Profit (loss) before income and social contribution taxes	(239,056)	204,599
Income tax and social contribution taxes at the rate (34%)	81,279	(69,564)
Adjustment to determine the effective rate		
Tax credits not recognized - Temporary Adjustments	(104,296)	35,680
Tax credits not recognized - Tax Loss	(57,912)	(50,725)
Equity income	80,167	84,802
Hedge	762	(193)
Total income and social contribution taxes	**0**	**0**
Effective rate	**0.00%**	**0.00%**
Current	-	-
Deferred (a)	-	-
Total income and social contribution taxes	-	-

(a) Due to the lack of concrete expectations of future taxable results and others, the tax asset deferred arising from tax losses and consolidated negative base was not recognized in this quarter. This matter is periodically reviewed.

13 Contingencies

The Company is part in certain administrative proceedings. Provisions must be made for all judicial and administrative proceedings for which it is probable that there will be an outflow of funds to settle the contingency / obligation and a reasonable estimate can be made. The assessment of the likelihood of loss includes the assessment of the available evidence, the hierarchy of laws, the case law available, the most recent court decisions and their relevance in the legal system, as well as the assessment of outside lawyers.

a. **Contingent liabilities**
The Company has contingent liabilities where claims are debated in administrative claims and whose expected loss is classified as possible, and for which the recognition of a provision is not considered necessary by the Company. Based in the legal opinions, the presentation of the litigations classified with expected loss as possible are presented as follow:

	2024	**2023**
Tax litigations	636	297
Total	**636**	**297**

14 Equity

Share capital

The Company's ownership structure as of December 31st, 2024, is as follows:

	2024		**2023**	
Shareholder	**Quantity of common shares (thousand)**	**%**	**Quantity of common shares (thousand)**	**%**
FP NewCo	820,362	100.00	820,362	100.00
	820,362	**100.00**	**820,362**	**100.00**

15 Financial income (expenses)

	2024	2023
Financial income		
Interests on short-term investments	3,826	4,564
Interests earned	249	1,003
Exchange variance on loans	79,452	316,269
Derivatives	21,715	4,465
	105,242	**326,301**
Financial expenses		
Interests on loans	(130,429)	(107,047)
Exchange variance on loans	(431,482)	(208,798)
Amortization of transaction costs	(12,989)	(14,702)
Commission and brokerage fees	(2,324)	(2,610)
Derivatives	(2,606)	(18,745)
Taxes on financial operations	-	(18,908)
Other	-	(8)
	(579,830)	**(370,818)**
	(474,588)	**(44,517)**

16 Financial instruments and risk management

The Company carries out transactions with financial instruments. These instruments are managed through operating strategies and internal controls, aimed at liquidity, profitability and security. The control policy consists of periodically monitoring contract rates versus market rates. The Company does not invest in derivatives or any other risky assets on a speculative basis.

In compliance with senior debt contracts, the company is contracting currency hedges every month to cover the debt service.

The estimated realization values of the Company's financial assets and liabilities were determined through information available in the market and appropriate valuation methodologies. However, market data was used to calculate the fair value. However, it was necessary to interpret market data to estimate the most adequate realization value. Consequently, the estimates below do not necessarily indicate the values that could be realized in the current exchange market.

The concept of fair value states that assets and liabilities should be valued at market prices, in the case of liquid assets, or by using mathematical pricing methods, in other cases. The hierarchy level of the fair value gives priority to unadjusted prices quoted on an active market.

The table below demonstrates the book balances and respective fair values of the financial instruments and segregation of the hierarchal level, included in the balance sheet:

			2024		**2023**	
	Category / Measurement method	**Level**	**Book value**	**Fair value**	**Book value**	**Fair value**
Assets						
Cash and cash equivalents	Amortized cost	-	5,191	5,191	2,376	2,376
Escrow account	Amortized cost	-	60,515	60,515	151,516	151,516
Loan with related parties	Amortized cost	-	241,895	241,895	241,895	241,895
Dividends	Amortized cost	-	53,581	53,581	58,139	58,139
Derivatives	Fair value through profit or loss	Level 2	1,367	1,367	-	-
			362,549	**362,549**	**453,926**	**453,926**
Liabilities						
Other payables	Amortized cost	-	32	32	89	89
Derivatives	Fair value through profit or loss	Level 2	-	-	876	876
Dividends	Amortized cost	-	58,070	58,070	14,515	14,515
Accounts payable to related parties	Amortized cost	-	52	52	52	52
Bonds	Amortized cost		1,511,358	1,511,358	1,371,546	1,371,546
			1,569,512	**1,569,512**	**1,387,078**	**1,387,078**

- **(Level 1) -** Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- **(Level 2) -** Different inputs, except for traded prices in active markets included in Level 1 that are observable for the assets and liabilities, directly (as prices) or indirectly (derived from prices).
- **(Level 3) -** Inputs for the asset or liability that are not based on observable market variables (unobservable inputs).

As of December 31st, 2024, loans and financing are measured at amortized cost. The fair value calculated by Management for reference purposes only is R$1,549,071 (R$ 1,346,188 as of December 31st, 2023).

The carrying amounts of other financial instruments measured at amortized cost are classified as loans and receivables (assets) and other liabilities measured at amortized cost. The carrying amount of these balances approximate fair value.

The Company's financial transactions are subject to the following risk factors:

(i) Market risk

Exchange Risk

Risk of change in exchange rates which could be associated to the Company's assets and liabilities. The Company manages the exchange risk from Ferroport to detect and mitigate risks posed by changes in exchange rates underlying global assets and liabilities. The foreign-currency debt therefore exists on debt securities issued in US Dollars by Prumo Participações. The cash flow intended to serve the payment of this debt comes on a quarterly basis from its joint-venture Ferroport, whose revenue is denominated in US Dollars, where the fee for handling iron ore in force is restated annually by a portion of the PPI US inflation index.

Ferroport is in the unique situation where its cost structure is denominated in Reais, and its monthly revenue is indexed to the US dollar. The joint-venture’s operating revenue is therefore exposed to exchange variance risk due to the mismatch between the revenue and cost currencies. The appreciation of the Brazilian Real against the US Dollar could diminish the operational margin and free cash flow of Ferroport. In respect of Prumo Participações’ debt, the company is required to enter into NDFs (Non-Deliverable-Forwards) monthly to hedge against exchange variance, in accordance with the financing documents.

The following table provides details on all derivative transactions within the relevant hedging programs, including information on the type of instrument, the nominal value, the maturity, the fair value including credit risk, and amounts paid/received or provisioned for in the year.

Hedge schedule for Non-deliverable Forwards

	Contracted NDF in BRL		Market-to-market (MTM) in R$	
NDF	**Reference value**	**Maturity**	**2024**	**2023**
USD term	2.505	06/2024	-	(464)
USD term	4.113	06/2024	-	(412)
USD term	2.824	06/2025	948	-
USD term	3.552	06/2025	419	-
		Hedge position	**1,367**	**(876)**

The table below summarizes the current value of the debt in millions of reais, with a sensitivity scenario in the exchange rates (USD) suffering positive oscillations of 10%, 20% and 30%.

2024	**Actual**	**USD +10%**	**USD +20%**	**USD +30%**
Loan				
Senior Secured Bonds	1,559,850	1,715,835	1,871,820	2,027,805
Total	**1,559,850**	**1,715,835**	**1,871,820**	**2,027,805**

2023	**Actual**	**USD +10%**	**USD +20%**	**USD +30%**
Loan				
Senior Secured Bonds	1,381,230	1,519,353	1,657,476	1,795,599
Total	**1,381,230**	**1,519,353**	**1,657,476**	**1,795,599**

(ii) Liquidity risk

Regarding liquidity risk, as the Company has partially reached the target amortization schedule, which requires higher payments than the legal amortization schedule. This higher payment exceeds the legal payment obligations, and as a result, the Company is already compliant with the legal schedule for the next 12 months, without any liquidity risk.

The table below denotes the main financial liabilities of the Company as of December 31st, 2024. These amounts are gross and are not discounted and include payments of estimated interest.

	No maturity	**Up to 6 months**	**6 to12 months**	**1 to2 years**	**2 to 5 years**	**Over 5 years**	**Total**
Financial liabilities							
Other payable	-	32	-	-	-	-	32
Accounts payable to related parties	-	52	-	-	-	-	52
Loans and Bonds	-	126,814	107,991	401,086	589,953	633,713	1,859,557
Total by time range	**-**	**126,898**	**107,991**	**401,086**	**589,953**	**633,713**	**1,859,641**

(iii) Credit risk

This arises from the possibility of the Company suffering losses due to the default of its counterparties or of financial institutions where they have funds.

The Company also carries out a rating analysis of the financial institutions, through credit reports provided by the “Bank Risk Classification System” - Risk Bank, in order to classify and systematically follow up the risk and performance of each bank.
The balances exposed to credit risk are as follows:

	2024	2023
Financial instruments		
Cash and banks	5,191	2,376
Escrow account	60,515	151,516
Loan with related parties	241,895	241,895
	307,601	**395,787**

Members of the Executive Board

Eugenio Leite de Figueiredo
CEO

Leticia Nabuco Villa-Forte
CFO

Eduardo Quartarone Campos
Officer with no specific title

Mariana Coutinho
Controller & Tax Manager

Camila Maria Cunha de Araujo
Accountant
CRC-RJ 121980/O-7