(A free translation of the original in Portuguese)

Hedge TOP FOFII 3 Fundo de Investimento Imobiliário

(CNPJ: 18.307.582/0001-19)
(Administered by Hedge Investments Distribuidora de Títulos e Valores Mobiliários Ltda.)
Financial statements at December 31, 2023 and independent auditor's report

(A free translation of the original in Portuguese)

Independent auditor's report

To the Quotaholders and the Administrator
Hedge TOP FOFII 3 Fundo de Investimento Imobiliário
(Administered by Hedge Investments Distribuidora de
Títulos e Valores Mobiliários Ltda.)

Opinion

We have audited the accompanying financial statements of Hedge TOP FOFII 3 Fundo de Investimento Imobiliário ("Fund"), which comprise the balance sheet as at December 31, 2023 and the statements of income, changes in equity and cash flows for the year then ended, and Notes to the financial statements, including the material accounting policies and other explanatory information.

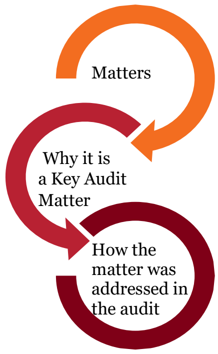
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Hedge TOP FOFII 3 Fundo de Investimento Imobiliário as at December 31, 2023, and its financial performance and its cash flows for the year then ended, in accordance with accounting practices adopted in Brazil applicable to real estate investment funds.

Basis for opinion

We conducted our audit in accordance with Brazilian and International Standards on Auditing. Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Fund in accordance with the ethical requirements established in the Code of Professional Ethics and Professional Standards issued by the Brazilian Federal Accounting Council, and we have fulfilled our other 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.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Hedge TOP FOFII 3 Fundo de Investimento Imobiliário
(Administered by Hedge Investments Distribuidora de
Títulos e Valores Mobiliários Ltda.)

Why it is a Key Audit Matter	How the matter was addressed in the audit
Measurement and existence of investments in real estate investment funds (Notes 3(c), 3(f) and 4)	
The Fund's investments consist mainly of quotas in real estate investment funds listed on the stock exchange. The existence of the real estate investment fund is verified through a reconciliation with the information provided by the custodian, B3 S.A. - Brasil, Bolsa, Balcão. The investment fund quotas are measured based on the stock exchange quotations. Because of the significance of these investments in relation to the Fund' net assets and their basis for valuation, the existence and measurement of these investments were considered areas of focus in our audit.	Our audit procedures considered, among others: Obtaining an understanding of the main processes related to the measurement and existence of these investments. Testing the existence of these investments by comparing the information in the statement of composition and diversification of the Fund's investments with the information provided by the custodian. Matching, on a sample basis, information against quotations from the stock exchange. Obtaining the latest audit reports on the financial statements of the invested funds to assess whether the auditor reports contained qualifications or significant information affecting the Fund's financial statements. We concluded that the criteria and assumptions adopted by management to determine the existence and fair value measurement of these Fund's investments to be consistent with the information analyzed in our audit.

Other matters

Prior-year information

The financial statements for the year ended December 31, 2022, presented for comparison purposes, were audited by another firm of auditors whose report, dated March 21, 2023, expressed an unqualified opinion on those statements.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting practices adopted in Brazil applicable to real estate investment funds, 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 Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting. The continuity of the operations of an investment fund is, additionally, dependent on the prerogative of the quotaholders of redeeming their quotas as established by the Fund's regulations.

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

Auditor's 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 auditor's 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 Brazilian and International Standards on Auditing 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 Brazilian and International Standards on Auditing, 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 a material misstatement resulting from fraud is higher than for one resulting 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 Fund's internal control.

- 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 relevant uncertainty exists related to events or conditions that may cast significant doubt on the Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. However, future events or conditions may cause the Fund to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether these financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

São Paulo, March 28, 2024

PricewaterhouseCoopers

PricewaterhouseCoopers
Auditores Independentes Ltda.
CRC 2SP000160/O-5

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Wilian Shigueaki Tatebe
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Wilian Shigueaki Tatebe
Contador CRC 1SP253071/O-3

Hedge TOP FOFII 3 Fundo de Investimento Imobiliário

(CNPJ 18.307.582/0001-19)

(Administrator: Hedge Investments Distribuidora de Títulos e Valores Mobiliários Ltda.

CNPJ 07.253.654/0001-76

Balance sheets

In thousands of Reais (A free translation of the original in Portuguese)

Assets	Note	12/31/2023	% of equity	12/31/2022	% of equity
Current assets		**1.900.676**	**1,58**	**1.876.613**	**100,82**
Cash balances		2	-	2	-
Non-real estate investments	4	28.525	1,51	16.308	0,88
Investment fund quotas		28.525	1,51	16.308	0,88
Other receivables		1.204	0,06	11.984	0,64
Sale of FII quotas to be settled	6	1.204	0,06	817	0,04
Amortization of FII quotas to be settled		-		11.167	0,60
Real estate investments		1.870.945	99,20	1.848.319	99,30
Real estate investment fund quotas	4	1.870.945	99,20	1.848.319	99,30
Total assets		**1.900.676**	**100,78**	**1.876.613**	**100,82**

Liabilities and equity	Note	12/31/2023	% of equity	12/31/2022	% of equity
Current liabilities		**14.720**	**0,78**	**15.303**	**0,82**
Income to be distributed	7	14.518	0,77	14.267	0,77
Purchase of FII quotas to be settled	6	15	-	121	0,01
Taxes and contribution payable		11	-	-	-
Provisions and accounts payable		176	0,01	915	0,05
Administration fee		131	0,01	830	0,04
Others		45	-	85	-
Equity		**1.885.956**	**100,00**	**1.861.310**	**100,00**
Paid-up quotas	8	2.323.991	123,23	2.347.620	126,13
(-) Quota issue expenses		(9.337)	(0,50)	(9.337)	(0,50)
Retained earnings		395.967	21,00	49.700	2,67
(-) Income distribution		(824.665)	(43,73)	(526.673)	(28,30)
Total liabilities and equity		**1.900.676**	**100,78**	**1.876.613**	**100,82**

The accompanying notes are an integral part of these financial statements.

Hedge TOP FOFII 3 Fundo de Investimento Imobiliário

(CNPJ 18.307.582/0001-19)

(Administrator: Hedge Investments Distribuidora de Títulos e Valores Mobiliários Ltda.)

(CNPJ 07.253.654/0001-76)

Statements of income for the years ended December 31

In thousands of Reais (A free translation of the original in Portuguese)

Composition of the income for the year	Note	2023	2022
Real estate related financial assets			
Income from real estate investment funds		181.798	182.500
Fair value adjustment of real estate investment funds		24.520	(143.223)
Income tax on quotas of real estate investment funds		(35)	(19)
Result on sale of quotas of real estate investment funds		(989)	2.342
Income from rights for loan of quotas		39	7
		205.333	**41.607**
Other financial assets			
Income from quotas of fixed income funds		2.067	2.722
		2.067	**2.722**
Other income/expenses			
Administration fee	5	(9.953)	(10.220)
Performance fee	5	(290)	-
Audit and custody		(580)	(611)
CVM inspection fee		(57)	(57)
Other expenses		(353)	(281)
		(11.233)	**(11.169)**
Net income for the year		**196.167**	**33.160**

The accompanying notes are an integral part of these financial statements.

Hedge TOP FOFII 3 Fundo de Investimento Imobiliário

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(CNPJ 07.253.654/0001-76)

Statements of changes in equity

In thousands of Reais (A free translation of the original in Portuguese)

	Note	Paid-up shares	Quota issuance expenses	Retained earnings	Income distribution	Total
Balances at December 31, 2021		**2.345.477**	**(9.337)**	**16.540**	**(358.336)**	**1.994.344**
Issuance of quotas	9	2.143	-	-	-	**2.143**
Net income for the year		-	-	33.160	-	**33.160**
Profit distribution for the year	7	-	-	-	(168.337)	**(168.337)**
Balances at December 31, 2022		**2.347.620**	**(9.337)**	**49.700**	**(526.673)**	**1.861.310**
Issuance of quotas	9	2.565	-	-	-	**2.565**
Net income for the year		-	-	196.167	-	**196.167**
Profit distribution for the year	7	-	-	-	(174.085)	**(174.085)**
Balances at December 31, 2023		**2.350.185**	**(9.337)**	**245.867**	**(700.758)**	**1.885.956**

The accompanying notes are an integral part of these financial statements.

Hedge TOP FOFII 3 Fundo de Investimento Imobiliário
(CNPJ 18.307.582/0001-19)
(Administrator: Hedge Investments Distribuidora de Títulos e Valores Mobiliários Ltda.)
(CNPJ 07.253.654/0001-76)

Statements of cash flows (direct method) for the years ended December 31

In thousands of Reais (A free translation of the original in Portuguese)

	Note	2023	2022
Cash flows from operating activities			
Income received from quotas of real estate investment funds		181.798	182.500
Income received from quotas of fixed income investment funds		2.067	2.722
Payment of administration fee		(10.652)	(10.401)
Payment of performance fee		(290)	-
Rental of quotas of real estate investment funds		39	7
Income tax on capital gain from the sale of real estate investment funds		(24)	(18)
Profit on sale of quotas of real estate investment funds		1.893	962
Payment of other operating expenses		(1.030)	(820)
Net cash from operating activities		**173.801**	**174.952**
Cash flows from investing activities			
Acquisition of quotas of real estate investment funds		(364.787)	(302.616)
Sale of quotas of real estate investment funds		357.016	285.085
Amortization of quotas of real estate investment funds		17.457	2.713
Payment of certificates of real estate receivables - CRI		-	(14)
Net cash from investing activities		**9.686**	**(14.832)**
Cash flows from financing activities			
Issuance of quotas		2.565	2.143
Distributions paid	7	(173.834)	(167.862)
		(171.269)	**(165.719)**
Net cash from financing activities			
Net changes in cash and cash equivalents		**12.217**	**(5.599)**
Cash and cash equivalents at the beginning of the year		16.310	21.909
Cash and cash equivalents at the end of the year		28.527	16.310

The accompanying notes are an integral part of these financial statements.

1 Reporting entity

Hedge Top FOFII 3 Fundo de Investimento Imobiliário (the "Fund") started its activities on February 27, 2018, as a closed-end condominium, with an indefinite term and intended for investors in general, including individuals, legal entities, investment funds and institutional investors, resident and domiciled in Brazil or abroad.

The objective of the Fund is to provide its quotaholders with the appreciation and profitability of their quotas in the long term, according to the investment policy defined in the Fund's Bylaws, mainly through investment in the Target Assets listed below, seeking to increase the equity value of the Fund's quotas, derived from the income of the Target Assets that make up the Fund's equity or from the trading of the Target Assets.

(i) Quotas of other Real Estate Investment Funds (FII);
(ii) Real Estate Letters of Credit (LCI);
(iii) Real Estate Secured Bills (LIG);
(iv) Certificates of Real Estate Receivables (CRI);
(v) Mortgage Letters (LH);
(vi) Certificates of Potential Additional Construction (CEPAC)issued based on CVM Instruction 401 of December 29, 2003;
(vii) Quotas of Equity Participation Investment Funds (FIP) with an investment policy allowing, solely, for the Fund's permitted activities; and
(viii) Quotas of Credit Rights Investment Funds (FIDC) with investment policies with FII only activities and, as long as, their issuance or trading has been registered with the CVM.

The Administrator's risk management policies are in line with the market's best prices and the guidelines defined by the regulatory agencies. The Fund's main risks are detailed in Note 19.

2 Presentation of financial statements

The financial statements were prepared in accordance with accounting practices adopted in Brazil applicable to real estate investment funds and pursuant to CVM Instruction 516, as amended, as well as the pronouncements issued by the Brazilian Accounting Pronouncements Committee (CPC), duly approved by the Brazilian Securities Commission (CVM).

The financial statements were authorized for issue by Management on March 28, 2024.

3 Summary of material accounting policies and measurement criteria

In preparing these financial statements, the Administrator makes estimates and adopts assumptions that affect the reported amounts of assets, liabilities, income and expenses. The use of estimates affects allowances for expected credit losses, fair value and impairment of assets. Actual results may differ from the estimates.

a. Cash and cash equivalents

Cash and cash equivalents include bank deposits, highly-liquid short-term investment funds/fixed income investments that are readily convertible into a known amount of cash and subject to an insignificant risk of change in value.

b. Classification of financial instruments

(i) Recognition date

All financial assets and liabilities are initially recognized on the trading date.

(ii) Initial recognition of financial instruments

The classification of financial instruments at initial recognition depends on their characteristics and the purpose for which the financial instruments were acquired by the Fund. All financial instruments are initially recognized at fair value plus transaction costs, except when financial assets and liabilities are recognized at fair value through profit or loss.

(iii) Classification of financial assets for measurement purposes

For measurement purposes, financial assets are included in one of the following categories:

Measured at fair value through profit or loss: this category includes financial assets acquired with the purpose of generating result arising from trading.

Measured at amortized cost: this category includes financial assets acquired for the purpose of receiving contractual cash flows and are adjusted by provisions for expected losses.

(iv) Classification of financial assets for presentation purposes

Financial assets are classified depending on their nature into the following balance sheet lines:

Cash and cash equivalents: cash balances.

Non-real estate investments: investment fund quotas.

Real estate investments: real estate investment fund quotas.

c. Measurement of financial assets and liabilities and recognition of changes in fair value

In general, financial assets and liabilities are initially recognized at fair value, essentially the transaction price. Financial instruments not measured at fair value through profit or loss are recognized and adjusted by transaction costs. Financial assets are subsequently measured as follows:

(i) Measurement of financial assets

Financial assets are measured at fair value, without deducting estimated transaction costs on their future disposal, except for those measured at amortized cost, whose value cannot be reliably measured.

The "fair value" of a financial instrument on a certain date is the same as that in a transaction between two knowledgeable parties, acting intentionally and prudently, in an arm's length transaction. The most common and objective reference for the fair value of a financial instrument is the price that would be paid in an active, transparent, and active market ("quoted price" or "market price").

If there is no market price for a financial instrument, its fair value is estimated based on valuation techniques commonly adopted by the financial market, considering the specific characteristics of the instrument and risks associated to it.

Investments in investment fund quotas are adjusted daily by the share value disclosed by the respective Administrator.

Real Estate Investment Fund quotas:

- Traded on the B3 S.A. - Brasil, Bolsa, Balcão - real estate investment fund quotas are valued based on their settlement price on the last day traded on B3.

- Not traded on the B3 S.A. - Brasil, Bolsa, Balcão - real estate investment fund quotas are updated monthly based on the net asset value disclosed by the fund's Administrator responsible for the invested resources.

(ii) Measurement of financial liabilities

In general, financial liabilities are measured at amortized cost using the effective interest rate method.

The effective interest rate is the discount rate that corresponds exactly to the initial value of the financial instrument in relation to the total estimated cash flows, of all types, over their remaining useful life. In the case of fixed rate financial instruments, the effective interest rate coincides with the contractual interest rate defined at the contracting date, plus, if applicable, commissions and transactions costs that, due to their nature, are part of their financial return. In the case of floating rate financial instruments, the effective interest rate coincides with the return on all commitments through the following interest renewal reference date.

(iii) *Recognition of changes in fair value*

Generally, changes in the carrying amount of financial assets and liabilities for trading are recognized in the statement of income in their respective accounts of origin.

In thousands of Reais, except quota unit values

d. Provisions for contingent assets and liabilities

When preparing its financial statements, the Fund classifies:

(i) Provisions: for present obligations (legal or constructive) at the reporting date arising from past events that could cause a loss or disbursement for the Fund, whose occurrence is considered probable with an uncertainties regarding the nature, amount and/or timing.

(ii) Contingent liabilities: obligations that may arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more future events that are not fully under the Fund's control.

(iii) Contingent assets: assets originated from past events and whose existence depends, and is only confirmed, by the occurrence or non-occurrence of events beyond the Fund's control. They are not recognized in the balance sheet or in the statement of income.

e. Recognition of revenues and expenses

Revenues and expenses are recognized on the accrual basis.

f. Critical accounting estimates and judgments

The Fund's Administrator makes accounting estimates and judgments based on assumptions. Estimates may differ from actual results. The significant estimates and judgments subject to variation in the future, affecting the Fund's assets and liabilities, are described below:

(i) Fair value of financial instruments: the fair value of financial instruments not quoted in public markets, for example, on stock exchanges, is measured using valuation techniques, and methods and assumptions based mainly on markets and available information at the reporting date. The accounting policies described in Notes 3(b) and 3(c) present, respectively, detailed information on the "definition and classification of financial instruments" and "measurement of financial assets and liabilities and recognition of changes in fair value".

4 Financial investments

Financial investments comprise:

Non-real estate investments

Quotas of fixed income funds

	12/31/2023	12/31/2022
Itaú Corp Federal Plus Renda Fixa Curto Prazo Fundo de Investimento em Cotas de Fundos de Investimento	28,525	16,308
	28,525	**16,308**

In thousands of Reais, except quota unit values

Itaú Corp Federal Plus Renda Fixa Curto Prazo Fundo de Investimento em Cotas de Fundos de Investimento is administered by Itaú Unibanco S.A. The quotas have no maturity date and can be redeemed at any time (daily liquidity). The profitability is determined by the direct or indirect investment in securities issued by the National Treasury of Brazil and/or the Central Bank of Brazil, at fixed or SELIC (Special System for Settlement and Custody) indexed rates.

Real estate investments

Real Estate Investment Funds (FII)

The Fund has the following FII quotas:

			12/31/2023			12/31/2022		
	Funds	Ticker	Number	Amount (R$)	% (*)	Number	Amount (R$)	% (*)
I	Hedge Logística FII (b)	HLOG11	2,656,945	227,965,881	62.52%	2,643,573	239,243	62.20%
Ii	Tivio Renda Imobiliária FII	TVRI11	1,804,446	176,546,997	11.33%	1,802,397	154,105	11.32%
Iii	Hedge Brasil Shopping FII	HGBS11	755,602	174,355,162	5.94%	688,855	130,979	6.89%
Iv	Hedge Recebíveis Imobiliários FII	HREC11	19,178,850	172,226,073	37.19%	1,862,142	151,765	36.11%
V	Parque Anhanguera FII	PQAG11	2,491,929	148,195,018	17.81%	2,491,595	138,109	17.81%
Vi	Hedge AAA FII (c)	HAAA11	2,780,723	143,179,427	80.48%	2,781,041	222,483	80.49%
Vii	FII Green Towers	GTWR11	1,476,804	128,614,860	12.31%	1,476,804	117,406	12.31%
Viii	FII Rio Bravo Renda Varejo	RBVA11	935,564	106,242,648	7.49%	935,564	86,278	8.07%
Ix	CSHG Recebíveis Imobiliários FII	HGCR11	656,875	69,050,700	4.26%	855,760	87,416	5.55%
X	Kinea Índices de Preços FII	KNIP11	671,040	64,131,293	0.84%	265,906	24,450	0.33%
Xi	Mogno Fundo De Fundos FII	MGFF11	834,781	58,426,322	9.22%	150,819	8,886	1.67%
Xii	Hedge Paladin Design Offices FII	HDOF11	487,695	56,084,925	23.72%	407,745	44,852	23.72%
Xiii	FII BTG Pactual Crédito Imobiliário	BTCI11	5,523,993	54,853,250	5.55%	613,777	49,648	5.55%
Xiv	Cidade Jardim Continental Tower FII	CJCT11	710,178	49,712,460	22.62%	669,637	46,875	21.33%
Xv	HSI Malls FII	HSML11	478,918	46,335,317	2.35%	537,386	43,980	3.41%
Xvi	FII Via Parque Shopping	FVPQ11	358,090	40,822,260	10.46%	358,090	39,390	12.79%
Xvii	FII Ceo Cyrela Commercial. Properties	CEOC11	737,187	33,932,718	40.60%	726,396	39,400	40.01%
Xviii	FII Mauá Capital Recebíveis Imobiliários	MCCI11	314,978	29,787,469	1.86%	344,267	30,261	2.03%
Xix	Castello Branco Office Park FII (c)	CBOP11	859,255	27,470,382	60.72%	798,758	41,304	56.45%
Xx	Hedge Desenvolvimento Logístico FII	HDEL11	192,422	20,685,365	22.91%	9,621	977	22.92%
Xxi	FII Memorial Office (c)	FMOF11	282,546	16,102,297	55.62%	272,768	16,091	53.69%
Xxii	FII Torre Norte	TRNT11	56,854	7,729,870	1.44%	55,363	6,920	1.41%
Xxiii	Presidente Vargas FII (c)	PRSV11	113,012	6,977,361	57.95%	110,025	16,174	56.42%
Xxiv	CSHG Real Estate FII	HGRE11	17,425	2,319,790	0.15%	53,892	6,629	0.46%
Xxv	ARX Dover Recebíveis FII	ARXD11	20,000	1,940,600	3.05%	0	0	0.00%
Xxvi	Rio Negro FII	RNGO11	28,222	1,334,336	1.05%	28,222	1,375	1.05%
Xxvii	FII Autonomy Edifícios Corporativos	AIEC11	21,000	1,207,500	0.44%	21,000	1,458	0.44%
xxviii	BB Renda Corporativa FII	BBRC11	9,295	1,083,797	0.58%	9,295	929	0.58%

In thousands of Reais, except quota unit values

Xxix	Hedge Office Income FII	HOFC11	43,689	816,547	1.16%	12,000	338	0.32%
Xxx	FII Torre Almirante	ALMI11	1,075	741,750	0.97%	1,075	990	0.97%
Xxxi	Galápagos CRI FII	GCRI11	6,720	586,522	0.46%	6,720	624	0.56%
Xxxii	Barigui Rendimentos I FII	BARI11	6,944	579,824	0.15%	500	44	0.01%
xxxiii	V2 Edifícios Corporativos FII	VVCO11	32,562	442,843	0.33%	32,562	299	0.65%
Xxxiv	FII RBR High Grade	RBRR11	1,884	167,940	0.01%	500	42	0.00%
Xxxv	Kinea Unique HY CDI FII	KNUQ11	643	66,100	0.01%	0	0	0.00%
xxxvi	Habitat II - FII	HABT11	500	45,500	0.01%	500	45	0.01%
xxxvii	FII Iridium Recebíveis Imobiliarios	IRDM11	545	44,690	0.00%	545	50	0.00%
xxxviii	Capitania Securities II FII	CPTS11	5,000	42,450	0.00%	500	41	0.00%
Xxxix	Banestes Recebíveis Imobiliários FII	BCRI11	500	37,335	0.01%	500	48	0.01%
Xl	Vectis Juros Real FII	VCJR11	248	23,389	0.00%	41,802	3,783	0.28%
Xli	Devant Recebíveis Imobiliários FII	DEVA11	500	21,600	0.00%	500	44	0.00%
Xlii	CSHG Renda Urbana FII	HGRU11	100	14,000	0.00%	0	0	0.00%
Xliii	FII Vila Olímpia Corporate	VLOL11	-	-	0.00%	469,899	46,177	26.33%
Xliv	RBR Alpha Multiestratégia Real Estate FII	RBRF11	-	-	0.00%	205,168	14,120	1.50%
Vl	Kinea Rendimentos Imobiliários FII	KNCR11	-	-	0.00%	177,148	17,483	0.31%
Vli	Rio Bravo Fundo de Fundos FII	RBFF11	-	-	0.00%	121,514	6,435	3.24%
Vlii	FII VBI Prime Properties	PVBI11	-	-	0.00%	61,094	5,728	0.61%
Vliii	Kinea Securities FII	KNSC11	-	-	0.00%	34,270	2,961	0.26%
Il	CSHG Imob. FoF FII	HGFF11	-	-	0.00%	14,783	1,062	0.52%
L	Caixa Rio Bravo FII	CRFF11	-	-	0.00%	6,441	425	0.93%
Li	FII REC Recebíveis Imobiliários	RECR11	-	-	0.00%	500	44	0.00%
Lii	TRX Real Estate FII	TRXF11	-	-	0.00%	500	53	0.00%

(*) Refers to the quotas held by the Fund divided by the total quotas issued by the real estate funds.

FII's operating segment:

(a) Operating segment: Marketable securities
(b) Operating segment: Logistics
(c) Operating segment: Corporate slabs
(d) Operating segment: Hybrid

5 Administration fee

The Fund pays to the Administrator an administration fee corresponding to 0.6% p.a. on the market value of the Fund's quotas, provisioned daily and paid monthly until the 5th business day of each month subsequent to the provision of services.

In the year ended December 31, 2023, R$ 9,953 (R$ 10,220 in the year ended December 31, 2022) were recognized as an administration fee.

In thousands of Reais, except quota unit values

A performance fee will be paid to the Manager, in addition to the administration fee above, corresponding to 20% on the amount exceeding the variation of the Real Estate Investment Fund Index (IFIX) published by B3 S.A. - Brasil, Bolsa, Balcão.

The performance fee is calculated and provisioned daily, considering the calculation period ending on the last business day of the months from June to December and will be paid in the second half of the year, at the discretion of the Administrator, or when the quotas are amortized or the Fund is liquidated, whichever occurs first.

In the year ended December 31, 2023, R$ 290 was recognized as performance fee (no amount was recognized as performance fee in the year ended December 31, 2022).

6 Obligations and rights for acquisition and sale of real estate investment fund quotas

On December 31, 2023, the Fund has R$ 15 in obligations for the acquisition of real estate investment fund quotas (R$ 121 on December 31, 2022).

On December 31, 2023, the Fund has R$ 1,204 in rights for the sale of real estate investment fund quotas (R$ 817 on December 31, 2022).

7 Income distribution policy

The Fund distributes to its quotaholders at least 95% of the income earned, calculated on a cash basis, based on interim balance sheets as at June 30 and annually on December 31. The income earned in a certain period is distributed to quotaholders monthly, on the 10th business day of the subsequent month in which the Fund received the resources, as an advance of the income to be distributed for the six-month period.

The balance of income to be distributed was calculated as follows:

Income distribution	**2023**	**2022**
Net income/loss for the year	**196,167**	**33,160**
Fair value adjustment of real estate investment fund quotas	(24,520)	143,223
Expenses (income) not paid/received	(806)	(183)
Realized income referring to prior years	3,114	(1,248)
(=) Calculation basis	**173,955**	**174,952**
Minimum income to be distributed in the year - 95%	165,258	166,204
Income for the year	**174,085**	**168,337**

In thousands of Reais, except quota unit values

Payment in the year (gross amounts)

Income for the prior year	14,267	13,792
Income referring to the result for the year	159,567	154,070
Total paid in the year	173,834	167,862
Balance of income for the year to be distributed	14,518	14,267

8 Equity

Investment quotas
On December 31, 2023, equity comprises 23,044,389 paid-up quotas (23,012,000 quotas on December 31, 2022) with par value of R$ 81.840148 each (R$ 80.884315 on December 31, 2022), totaling R$ 1,861,310 (R$ 1,885,956 on December 31, 2022).

9 Issuance and amortization conditions

Upon the request of the fund's manager, the Administrator may issue new quotas, without requiring prior approval of the General Meeting of quotaholders and changes to the Bylaws, granting quotaholders preference right pursuant to CVM Resolution 175, up to R$ 2,000,000. In addition to the first six issuances, the value of each new quota is fixed, preferably, considering (a) the average value of the Fund's quotas on the secondary market, (b) the equity value of the quotas, represented by the ratio between the value of the Fund's updated equity value and the number of quotas already issued; or also (c) the Fund's expected profitability, and provided that (i) at least 80% of the Fund's equity is invested in Target Assets, and (ii) the share issuance value is equal to or greater than the Fund's share equity value ("Authorized Capital").

Notwithstanding the above, the General Meeting of quotaholders may decide on new share issuances in an amount greater than this Authorized Capital or under different conditions, including, but not limited to, the possibility of partial distribution and the cancellation of unallocated balance after the distribution period, observing the provisions of the applicable bylaw excerpts. The Fund has authorized capital for new issuances by the Administrator provided for in its Bylaws and may authorize additional capital for share issuances upon prior approval by the General Meeting of quotaholders.

In the year ended December 31, 2023, the Fund issued 32,389 quotas for a total amount of R$ 2,565 (24,993 quotas for a total amount of R$ 2.143 in the year ended December 31, 2022).

There is no provision in the Bylaws regarding the amortization of the Fund's quotas. The amortization of the Fund's quotas must be approved at the General Meeting of quotaholders.

There was no amortization of the Fund's quotas during the years ended December 31, 2023 and 2022.

In thousands of Reais, except quota unit values

10 Disclosure of information

The Administrator periodically discloses information on the Fund and its activities in accordance with CVM rules and regulations: on the Administrator's website and available to quotaholders at its headquarters, also posting such information to FundosNet (CVM's and B3 - Brasil, Bolsa, Balcão S.A.'s integrated information system).

11 Trading of quotas

The Fund's quotas are traded on the B3 - Brasil, Bolsa, Balcão S.A. under the code HFOF11. The closing price of the share on the last trading day of each month is shown below:

Data	Quote	Data	Quote
01/31/2023	66.60	01/31/2022	79.25
02/28/2023	65.31	02/25/2022	76.99
03/31/2023	64.95	03/31/2022	75.98
04/28/2023	66.84	04/29/2022	75.89
05/31/2023	72.00	05/31/2022	73.25
06/30/2023	79.000	06/30/2022	70.01
07/31/2023	80.40	07/29/2022	70.00
08/31/2023	81.99	08/31/2022	77.00
09/29/2023	79.49	09/30/2022	79.99
10/31/2023	75.000	10/31/2022	79.90
11/30/2023	73.21	11/30/2022	71.20
12/29/2023	80.00	12/30/2022	69.69

12 Profitability

The average profitability of the Fund's quotas in the year ended December 31, 2023 (calculated on the result for the year based on the weighted average number of paid-up quotas) was -10.63% (1.71% in the year ended December 31, 2022).

The average distributed income per share in the year ended December 31, 2023 (calculated considering the income for the year divided by the weighted average number of paid-up quotas in the year) was 9.44% (8.71% in the year ended December 31, 2022).

In thousands of Reais, except quota unit values

13 Fees and expenses

	2023		2022	
	Amounts	**%**	**Amounts**	**%**
Administration fee	9,953	0.54	10,220	0.53
Performance fee	290	0.02	-	-
Audit and custody	580	0.03	611	0.03
Consultancy services	33	0.00	-	
CVM inspection fee	57	0.00	57	-
Other expenses	285	0.02	266	0.01
Total expenses	**11,198**	**0.61**	**11,155**	**0.58**

Percentage calculated on the average monthly equity in the year ended December 31, 2023 of R$ 1,844,921 (R$ 1,933,730 in the year ended December 31, 2022).

14 Taxation

The Fund's portfolio

Income and gains earned by the portfolios of real estate investment funds are exempt from income tax (IRPJ) and tax on financial transactions (IOF), except for those arising from financial instruments like fixed-income and variable-income securities or deriving from capital gains earned from the trading of quotas of other real estate investment funds.

The exemption from withholding income tax on income earned from investments in quotas of real estate investment funds, mortgage letters, certificates of real estate receivables, and real estate letters of credit applies to the fund's portfolio.

Any income tax levied on the fund's financial investments may be offset against the tax due on the fund's income distributions.

The Fund quotaholders

The income distributed by real estate investment funds is subject to a withholding income tax of 20%, except for:

(i) income paid to individuals who do not have an interest in the fund and/or in the fund's income equal to or greater than 10%, provided that the real estate investment fund's quotas are traded only on a stock exchange or an organized over-the-counter market and it has at least 50 quotaholders, who are exempt from withholding income tax; and

(ii) income paid to foreign investors, in accordance with the rules of the National Monetary Council, who do not reside in jurisdictions considered tax havens, which are subject to a withholding income tax of 15%.

15 Legal claims

The Fund is a plaintiff in lawsuits that will be recognized once final and unappealable decisions are rendered.

Following the merger between Hedge Top FOFII 2 and Hedge Top FOFII 3, the Fund became the direct owner of securities issued by the securitization company petitioning in the case for execution of collateral relating to the CRI of the 343rd Series of the 1st Issue of the Brazilian Securities Companhia de Securitização S.A., dated December 14, 2014. This CRI was backed by real estate credits from rental contracts of properties belonging to the assignor, Yago Fundo de Investimentos Imobiliário - FII, where MCE Engenharia S.A. was the debtor. The judicial execution proceedings began after the security's close-out netting declaration issued in November 2016, due to non-payment of expected cash flows.

The securitization company, which ordinarily administers the Separate Equity related to these assets, is responsible for the execution of collateral and subsequent auction of assets.

16 Treasury, bookkeeping and custody services

The Administrator provides controllership, bookkeeping and custody services to the Fund.

17 Related parties

During the year ended December 31, 2023, the Fund did not carry out transactions with related parties other than paying the administrator fee (Note 5).

18 Statement of fair value

The Fund adopts the CPC 40 and article 7 of CVM Instruction 516 for financial instruments and investment properties measured at fair value in the balance sheet; this requires disclosure of fair value measurements by level based on the following fair value measurement hierarchy:

Level 1 - The fair value of financial instruments and investment properties traded in active markets is based on market prices quoted at the reporting date. A financial instrument is quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

Level 2 - The fair value of financial instruments and investment properties that are not traded in active markets is determined using valuation techniques. These techniques make maximum use of market inputs and rely as little as possible on entity-specific inputs. If all relevant inputs required for the fair value of an instrument are adopted by the market, the instrument is included in Level 2.

In thousands of Reais, except quota unit values

Level 3 - If one or more relevant inputs is not based on data adopted by the market, the instrument will be included in Level 3. The specific valuation techniques used to value financial instruments and investment properties include those described in article 7 of CVM Instruction 516.

The table below presents the Fund's assets and liabilities measured at fair value:

	12/31/2023			
Assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Quotas of Investment Funds	-	28,525	-	28,525
Quotas of Real Estate Investment Funds	1,870,945	-	-	1,870,945
Total assets	**1,870,945**	**28,525**	**-**	**1,899,470**

	12/31/2022			
Assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Quotas of Investment Funds	-	16,308	-	16,308
Quotas of Real Estate Investment Funds	1,848,319	-	-	1,848,319
Total assets	**1,848,319**	**16,308**	**-**	**1,864,627**

On December 31, 2023 and 2022, the Fund did not have liabilities measured at fair value.

19 Risks associated to the Fund

19.1. Risks related to macroeconomic factors, governmental policy, and globalization

In accordance with its Investment Policy and current regulations, the Fund develops its activities in the Brazilian market and is, therefore, subject to the effects of the economic policy adopted by the Federal Government. Occasionally, the Brazilian government intervenes in the economy and makes significant modifications to its policies. The Brazilian government's measures to control inflation and implement economic and monetary policies have, in the recent past, involved changes in interest rates, currency devaluation, foreign exchange control, increase in public tariffs, among other measures. These policies, as well as other macroeconomic conditions, have significantly affected the economy and Brazil's capital markets. The adoption of measures that may result in currency fluctuations, indexation of the economy, price instability, interest rate rises, or influence the prevailing fiscal policy may have an impact on the Fund's business, financial condition, operating results and the resulting distribution of income to the Fund's quotaholders. Negative impacts on the economy, such as a recession, loss of currency purchasing power, and interest rate volatility, resulting either from domestic policies or from external factors, may influence the Fund's results.

19.2. Market risk

There is a risk to the value and profitability of the Target Assets and Liquidity Assets of the Fund's portfolio, which may increase or decrease, according to price fluctuations, market quotations and the Target Assets' and Liquidity Assets' pricing criteria. Furthermore, there may be negative oscillations in the value of FII Quotas and other Target Assets that make up the Fund's portfolio. In the event of fall in value of the Target Assets and Liquidity Assets in the Fund's portfolio, the Fund's equity may be negatively affected. The fall in the prices of the Target Assets and Liquidity Assets included in the portfolio may be temporary, with no guarantee that it will not extend for a long and/or indefinite period. Additionally, due to the risk of concentration of the portfolio in Target Assets, according to the investment policy established in the Bylaws, the Target Assets have an additional liquidity risk, since the occurrence of any of the events foreseen above, individually or cumulatively, may adversely affect the price and/or income of the Target Assets of the Fund's portfolio. In these cases, the Administrator may be required to liquidate the assets included in the Fund's portfolio at depreciated prices, which may negatively affect the value of its quotas.

19.3. Credit risk

The Fund's quotaholders will be entitled to receive income paid after the Fund recognizes remuneration from Target Assets, which are assets backed by real estate, that is, linked to values that are paid by tenants, lessees or buyers of their real estate assets, as rental, lease or purchase and sale. Thus, the Fund will be exposed to tenant or lessee credit risk. Likewise, in the event of sale of Target Assets, the Fund will be subject to buyer credit risk.

19.4. Liquidity risk of the Fund's portfolio

The nature of the Fund's investment in Target Assets is inherent to most Brazilian real estate investment funds and to other Target Assets described in the Fund's investment policy, since, in Brazil, liquidity for these investments on the secondary market is not guaranteed. If the Fund needed to dispose all available securities, it could face difficulties finding buyers, or the price obtained in the sale could be low, causing loss of the Fund's equity and, consequently, total or partial loss of the principal amount invested by quotaholders.

19.5. Liquidity risk of the Fund's quotas

Real estate investment funds have low liquidity and are not widely traded across Brazilian capital markets. In addition, real estate investment funds are always closed-end condominiums and the redemption of quotas is not permitted. Therefore, quotaholders may face difficulties in selling their quotas on the secondary market, including those listed on stock exchanges or organized over-the-counter markets.

19.6. Risk of negative equity and the need for additional funds from the Fund's quotaholders

In the event of losses in the Fund's portfolio that lead to negative equity, quotaholders may be called upon to make additional contributions to the Fund, in addition to the amount of subscription and issuance of their quotas. Thus, during the Fund's duration, there is the risk of the Fund reporting negative net equity resulting in an obligation for quotaholders to contribute capital to the Fund to enable it to honor its financial obligations. It is not possible to estimate the capital that quotaholders may be required to contribute nor guarantee that, after such contribution, the Fund will generate a return for quotaholders.

19.7. Tax risk

Law 9,799, of January 19, 1999, as amended, establishes that real estate investment funds (FII) must distribute at least 95% of the profits earned, calculated on a cash basis, based on interim balance sheets or trial balances at June 30 and at December 31 year end. Also, in accordance with the aforementioned law, FIIs that invest resources in real estate developments that have as real estate developer, builder or partner a quotaholder who holds, alone or in conjunction with related parties, an amount greater than 25% of the quotas issued by the Fund are subject to taxation applicable to legal entities (IRPJ, CSLL, PIS and COFINS). Other than for financial investments related to LHs, CRIs and LCIs and income distributed from the Fund's investments in FII, provided that the exemption requirements of Law 11,033/04 are met, income and net gains earned by the Fund from fixed-income investments are subject to withholding income tax similar to legal entities, this tax may be offset against tax withheld at source by the Fund when distributing income and capital gains to quotaholders. Capital gains and income earned by the Fund from the sale of quotas of other real estate investment funds are subject to income tax at the rate of 20% in accordance with the same rules applicable to capital gains or net gains earned from variable-income operations. The income earned by the Fund, when distributed to quotaholders, are subject to withholding income tax up to 20%. Article 3, item III combined with single paragraph, item II, of Law 11.033/04, as amended by Law 11.196/05, determines that the income distributed by the Fund is exempt from withholding income tax and it is not required to be included in individual tax filings provided that quotas are admitted to trading on a stock exchange or an organized over-the-counter market, exclusively. The aforementioned legal provision also clarifies that such tax benefit will be granted only in cases where the Fund has at least 50 quotaholders and that it will not be granted to the individual quotaholder with 10% or more of all the quotas issued by the Fund or whose quotas entitle it to receive income greater than 10% of the total income earned by the Fund. The Administrator has not set a maximum limit for the concentration of quotas per quotaholder nor a minimum number of quotaholders for the Fund. Therefore, if there is a concentration of quotas in one or a few quotaholders, and the number of quotaholders is less than 50, the aforementioned exemption will be lost. Capital gains earned by quotaholders on the sale or redemption of quotas upon extinction of the Fund are subject to Income Tax at a maximum rate of 20%, calculated and paid by the quotaholder in cases of sale and withheld at source in the event of redemption of quotas due to the extinction of the Fund. Therefore, the tax treatment applicable to the Fund's quotaholders could vary, due to several situations and circumstances to which the Fund and, especially, the quotaholder, are subject.

19.8. Regulatory risk and risk of changes in tax legislation and regulations

Although the Funds' tax rules have been in force for a reasonable amount of time, and no changes are expected, these may be modified by a tax reform or the Tax Authorities apply an interpretation of the current rules differently from that of the Administrator. Thus, the tax risk encompasses the risk of losses resulting from the creation of new taxes or a different interpretation of current legislation on the levy of any taxes or the revocation of current exemptions, subjecting the Fund or its quotaholders to unforeseen obligations. Pursuant to Law 9.779, if a quotaholder is the developer, builder, or partner of real estate developments invested by the Fund, who owns, alone or together with a related person, more than 25% of the quotas of the Fund, the Fund will be subject to the same taxation as for legal entities. Non-compliance will result in the Fund's operations being subject to the tax regime applicable to legal entities. The tax treatment of the Fund may be changed at any time, regardless of any measures that the Administrator adopts or may adopt, in the event of current tax legislation modifications. Moreover, any changes in the rules or laws applicable to the Fund and/or the Target Assets and Liquidity Assets, including, but not limited to, those relating to taxes, may cause a material adverse effect on the price of the Target Assets and/or Liquidity Assets, as well as on the performance of the Fund and, consequently, on the profitability of its quotaholders.

19.9. Risk of share ownership concentration

There is no restriction on the limit of quotas that can be subscribed by a single quotaholder. Therefore, a situation may arise in which a single quotaholder acquires a substantial portion of the Fund or even all of the quotas, attaining a significantly concentrated position, thus weakening the position of any minority quotaholders. In this case, there is the possibility that deliberations will be taken by the majority quotaholder based on his interests, to the detriment of the Fund and/or of the minority quotaholders. Under item II, single paragraph, Article 3 of Law 11.033, there is no levy of withholding income tax and individual tax filings, exclusively, on the income distributed by the fund to individual quotaholders holding quotas that represent less than 10% of the quotas issued by the Fund and whose quotas entitle him/her to receive income of less than 10% of the total income earned by the Fund, if the quotas are admitted to trading exclusively on stock exchanges or organized over-the-counter markets and provided that such fund has at least 50 quotaholders.

19.10. Risk of conflicts of interest

In accordance with the Bylaws, situations of conflict of interest may occur between the Fund and the Administrator. In this case, any perceived conflict of interests between the Fund and the Administrator requires preapproval of the quotaholders of the transaction by the majority of the owners of the Fund's issued quotas.

19.11. Risk of fund portfolio concentration

The risk of losses for the Fund's quotaholders is directly related to the degree of concentration of its investments. The Fund's portfolio may be concentrated in marketable securities issued by certain issuers, directly relating the result of the Fund's investments to the result of the respective issuers.

19.12. Legal risks

The Fund's financial, economic, and legal model is structured on a set of rigorous procedures and obligations stipulated through public or private contracts, using current regulations as guidelines. However, due to the short maturity and level of jurisprudence in the Brazilian capital markets, regarding this type of financial transactions, in atypical or conflicting situations, investor losses may occur due to the passage of time.

19.13. Risk of unfavorable court decisions

The Fund may be a defendant in a number of civil, tax and labor proceedings. There is no guarantee that the Fund's position will prevail or that any legal or administrative proceedings filed against the Fund will be dismissed, or even that it will have sufficient reserves. If these reserves are not sufficient, it is possible that an additional contribution will be made through the subscription and issuance of new quotas by the quotaholders, who shall bear these losses.

19.14. Risk of termination of atypical rental contracts and review of rental values

Although the terms and conditions of atypical rental contracts to back Target Assets acquired by the Fund are subject to free agreement between the landlords and the respective tenants, nothing prevents any attempt by tenants to legally question the validity of such clauses and terms, challenging, among others, the following aspects: (a) termination of the lease contract by the tenants prior to the expiration of the contractual term, returning property improvements subject to the atypical lease contract. Although such contract provides for the tenant's duty to pay compensation for unreasonable early termination, tenants may question the amount of compensation, despite the fact that such amount was stipulated based on the commercial agreement; and (b) review of the rental value, alleging that the rental value was not established based on rental market conditions and, therefore, is not subject to the conditions set out in Article 19 of the Tenancy Law, for the purposes of judicial review of the rental value. In both cases, any court decision that does not recognize the legality of the parties' will when establishing the terms and conditions of the atypical rental contract based on specific commercial conditions, applying the Tenancy Law despite the atypical characteristics and nature of the atypical rental contract, may negatively affect the value of the Fund's quotas.

19.15. Risk of vacancy, difficulty in selling, and real estate occupancy rates

A retraction in economic growth may lead to reduced real estate occupancy rates and impair the owner's ability to sell properties. The reduction of real estate occupancy rates in the Fund's equity or of Target Assets' in which it invests may not only reduce the revenue due to the vacancy of its real estate, but also reduce rental values, which may affect the performance of the Fund and the Target Assets that will be part of its equity and, consequently, the future profitability of the Fund's quotaholders.

19.16. Risks related to the occurrence of fortuitous and force majeure events

The Fund's income from real estate assets is subject to the risk of losses arising from fortuitous and force majeure events, which consist of unforeseen and involuntary events related to real estate. Therefore, the Fund's results are subject to atypical situations that, even with risk management systems and mechanisms, may generate losses for the Fund and its quotaholders.

19.17. Environmental risks

Even when real estate properties that backs Target Assets acquired by the Fund are located in regions with complete and/or reasonable infrastructure, environmental problems may occur, such as windstorms, floods, or those resulting from sanitary sewage leaks caused by the excessive use of the public network, thus resulting in substantial economic loss of the real estate located close to the areas affected by these events. The operations of real estate tenants may cause environmental impacts in the regions where the property is located. In these cases, the value of the properties on the market may be negatively affected and the tenants and/or the Fund, as owner of the Target Assets that back them, may be subject to administrative and criminal sanctions, regardless of the obligation to repair or indemnify the damages caused to the environment and the third parties affected.

19.18. Risk of expropriation

According to the Brazilian legal system, the Federal Government may carry out a partial or total expropriation of properties in order to meet utility and public interest purposes. In the event of expropriation, it is not possible to assure the price that will be paid by the Government will be fair, equivalent to the market value, or that it will adequately remunerate the invested resources. Therefore, if the real estate property that backs the Fund's Target Assets is expropriated, the Fund's activities, financial situation, and results may be materially and adversely affected. Other restrictions on real estate may also be applied by the Public Authorities, thus restricting their use, such as the protection of the real estate itself or the area surrounding it, incidence of pre-emption and/or creation of special zones of cultural preservation, among others.

19.19. Risk of accident

There can be no assurances that the insurance policies for the real estate property that backs the Target Assets and the insured value will be sufficient to protect it from significant losses. Certain types of losses may not be covered by insurance policies, such as acts of terrorism, wars and/or civil revolutions. If any of the events not covered under the terms of the insurance contracts occur, the Fund may suffer material losses and may be required to incur additional costs, which may affect its operational performance. Additionally, in the case of an accident involving the physical integrity of the insured real estate property, the compensation obtained through insurance coverage will depend on the payment capacity of the contracted insurance company under the terms of the required policy.

19.20. Risk of depreciation of real estate assets and external conditions

Real estate assets are subject to conditions over which the Administrator has no control and cannot influence or avoid. The economic development level and economic conditions in general may affect the performance of the Target Assets that will be part of the Fund's equity and, consequently, the future remuneration of the Fund's quotaholders. The value of the Target Assets and the Fund's ability to distribute income to its quotaholders may be adversely affected due to changes in economic conditions.

19.21. Risk relating to CRI

The CRI subject to investment by the Fund may be traded based on provisional registration granted by the CVM. If a definitive registration is not granted by the CVM, the securitization company that issued these CRI must redeem it in advance. If it has already used the resources resulting from the issuance of the CRI, it may not have immediate availability of the funds to redeem the CRI in advance. Provisional Measure 2.158-35, of August 24, 2001, as amended, establishes in its article 76 that "*The rules that establish the segregation or separation, at any title, of the equity of an individual or legal entity have no effect in relation to debts of a tax, social security or labor nature, especially regarding the guarantees and privileges attributed to it. Single paragraph. For the purposes of the provisions of the heading, the totality of the assets and income of the taxpayer, his estate or his bankruptcy estate, including those that have been subject to separation or segregation, remain liable for the debts referred to therein.*" Although the securitization company may establish a fiduciary regime over real estate credits, and has the specific purpose of issuing CRI, if the understanding set out in the item above prevails, the creditors of tax, social security or labor debts that the securitization company eventually has can compete with the CRI holders on the proceeds from the realization of the real estate credits, in the event of the securitization company's bankruptcy. In this case, it may occur that real estate credits are not sufficient to fully pay the CRI after the obligations of the securitization company have been paid, in relation to the expenses involved in the issuances.

19.22. Risks relating to CRI real estate credits

When debtors may make contractual advance payments on real estate credits that back the CRIs, this advance payment may affect, in whole or in part, the remuneration, amortization and/or redemption schedules of the CRIs, as well as their profitability. For CRIs that have fiduciary assignment of leases as collateral, guaranteeing the payment of the real estate credits that back the CRIs, the vacancy of one or more properties may affect the consistency of the collateral and, consequently, the real estate credits' capacity to pay. For CRIs that permit close-out netting conditions in the Contract that backs the CRI, the securitization company could carry out early redemption of the CRIs, depending on the availability of the funds. Thus, investments in these CRIs may suffer financial losses for non-realization of the investment made (return on investment), and the investments in CRI may experience difficulty in being reinvested at the same rate established as CRI remuneration. The securitization company's ability to honor its obligations arising from the CRI depends on the debtor's payment of the real estate credits. Real estate credits represent credits held by the securitization company against the debtor, corresponding to the balances of the real estate contract, which may include indexation, interest and any other remuneration rates, penalties and other contractual or legal charges, as well as the respective accessory obligations. The separate or segregated equity constituted in favor of the CRI holders normally does not have any collateral or co-obligation from the securitization company. Thus, the full and timely receipt by the CRI holders of the resources due, as provided for in the credit securitization terms, depends on the receipt of the resources owed under the real estate contract, on a timely basis for the payment of the resources arising from the CRI. The occurrence of events that affect the debtor's economic and financial situation may negatively affect the ability of the separate equity to honor its obligations regarding the payment of the CRI by the securitization company. For CRIs backed by rental contracts, formalized under the terms of Law 8.245, of October 18, 1991 - Tenancy Law, tenants may request a judicial review of the rental value to adjust it to market value. If rental values are reduced, there will be a reduction in the flow of rent payments, which may affect, in whole or in part, the ability to pay obligations under the CRI. For CRI that have as condition that the securitization company becomes the sole and exclusive beneficiary of the insurance related to each CRI issuance, if this obligation is not fulfilled and a claim occurs that impairs the operation of the properties and the maintenance of the resources required for payment of the real estate credits, and the debtor, as beneficiary of the policy, does not apply the resources from the claim in the reconstruction of the properties or even to keep them operating as originally planned, there may be a total or partial fall in rental income, causing negative impact on the payment of the CRI remuneration. For CRIs that have rental contract fiduciary assignment collateral guaranteeing the payment of the real estate credits that constitute the backing of the CRI, if the debtor does not honor the payment of the real estate credits and the income arising from the rental of the real estate is insufficient to pay the CRI, due to the default level of the tenants, or even if some event occurs that prevents the use of the real estate, there may not be sufficient funds to pay the CRI if the debtor does not contribute additional resources for the payment of the real estate credits, and in this case these unpaid resources will be absorbed by the CRI holders.

19.23. Risks relating to investment in quotas of real estate investment funds

The Fund may invest in quotas of other real estate investment funds, which are constituted as closed-end condominiums, and the redemption of its respective quotas before the liquidation of the respective Fund is not permitted. Quotas of real estate investment funds may have lack of liquidity when traded on the secondary market. Therefore, the Fund's quotaholder must be aware that the investment in the Fund is subject to the liquidity of its assets. Furthermore, investment in real estate investment fund quotas is an investment in variable-income securities, which means that the profitability to be paid to the quotaholder will depend on the result of the administration and the profitability of the assets to be acquired by the Fund. Also, the Fund may invest in other real estate investment funds that may eventually be subject to the payment of expenses, such as apportionment of works and renovations, painting, decoration, conservation, installation of safety equipment, labor indemnities, as well as any other expenses that are not routine in the maintenance of the projects invested by it, expenses and costs arising from legal proceedings necessary to collect unpaid rent, lawsuits (eviction, renewal, revision, among others), as well as any other expenses not paid by the tenants of the developments invested by it, which may generate the need for capital call by its investors. If the Fund does not have funds available for the contribution, it may make capital calls to cover the negative equity of the invested fund.

19.24. Risk of dilution

The Fund may, in the future, carry out new issuances of quotas to increase its equity. Therefore, quotaholders must be attentive, especially with regard to publications of notices for the exercise of their preemptive right in the subscription of new quotas, under penalty of, if not exercising, having their interest diluted, preventing them from assessing certain matters in the Fund's General Meeting of quotaholders.

19.25. Risk of not making investments

There are no guarantees that the investments intended by the Fund will be available at the time and in the number deemed appropriate or desirable for the satisfaction of its investment policy, which may result in smaller investments, under conditions that are not economically interesting for the quotaholder or even in the investment not being made. As a last resort, the Administrator may withdraw from the acquisitions and propose, subject to the provisions of the Bylaws, the partial amortization of the Fund's quotas or its liquidation, subject to the approval of the General Meeting of quotaholders.

19.26. Risk arising from transactions in the derivatives market

The contracting of derivative instruments by the Fund, even if they are designed to protect the portfolio, may increase the Fund's volatility, limit the possibilities of return on its operations, not produce the desired results, and/or may cause losses for the equity of the Fund and its quotaholders, as well as result in the need for additional contributions of resources to the Fund by its quotaholders, who must be fully aware of the risks involved in the operation, including the possibility of total loss of the invested capital.

This Investment Fund uses derivative strategies as an integral part of its investment policy. These strategies, as adopted, can result in: (i) equity losses for its quotaholders, as well as (ii) the need for additional contributions of resources to the Fund by its quotaholders, who must be fully aware of the risks involved in the operation, including the possibility of total loss of the invested capital.

19.27. Inexistence of risk elimination guarantee

Making investments in the Fund exposes the quotaholder to the risks to which the Fund is subject, which may result in losses for the quotaholders. These risks may arise from the simple achievement of the Fund's objective, as well as from extraneous or exogenous reasons, such as moratorium, war, revolution, changes in the rules applicable to the Target Assets and/or Liquidity Assets, changes imposed on these Target Assets and/or Liquidity Assets, changes in economic policy, court decisions, etc. Although the Administrator maintains a risk management system for the Fund's investments, there is no guarantee of complete elimination of the possibility of losses for the Fund and quotaholders. Under adverse market conditions, the efficiency of this risk management systems may be reduced.

19.28. Other risks

The Fund may also be subject to other risks arising from reasons beyond or exogenous to the Administrator's control, such as moratorium, payment default, changes in the monetary or fiscal policy applicable to the Fund not previously mentioned, which may cause losses to the Fund and its quotaholders.

19.29. Risk management

a) Credit risk

The Administrator has duly documented rules, procedures, governance structures and operational controls for the acquisition and monitoring of private credit assets; as well as mitigation mechanisms and financial limits to maintain exposure to credit risk at acceptable levels and compatible with the investment policies of each fund.

b) Liquidity risk

The Administrator has policies, procedures, and operational controls for managing the liquidity of the assets in the portfolios, to ensure that the investment funds under its administration are able to honor their obligations without incurring significant losses or affecting their daily operations, as well as the contingency measures to be adopted in the case of situations of extreme illiquidity.

c) Market risk

The Administrator has policies, governance structures, and financial limits for managing market risk and pricing the assets in the portfolios. For investment funds composed predominantly of securities traded on a stock exchange environment, the Administrator uses predominantly statistical operational procedures and controls, such as variance-covariance analysis, stress scenario tests and expected shortfall. For investment funds that allocate their resources predominantly in certain assets through which they participate in real estate, the Administrator uses procedures and operational controls that are predominantly qualitative, based on requesting information and monitoring the management activities of the real estate, and on periodic reevaluations of the assets in relation to their issuance and accounting values.

d) Operational risk

The Administrator has duly documented rules, procedures, governance structures and operational controls for managing operational risks, which include: mapping the activities and controls used in all areas of the company, in order to improve them and minimize possible risks; constantly monitoring updates to current standards and assessing compliance with all legal and regulatory requirements; control of the legal framework of funds; conducting prior and periodic due diligence on service providers; procedures for controlling customer orders; registration controls, monitoring and resolution of any operational errors; as well as periodic training for all employees, with the aim of disseminating knowledge regarding the Administrator's internal control structure, the culture of respect for regulations and good faith in the performance of activities.

20 Other services provided by the independent auditors

In compliance with the current regulation, the Fund declares that it contracted its independent audit firm only to provide services related to the audit of the financial statements and that firm has not provided any other service to the Fund.

21 Other information

On December 23, 2022, the CVM published Resolution 175, which addresses the formation, operation, and disclosure of information of investment funds, as well as on the provision of services to the funds. The new resolution came into force on October 2, 2023, as set forth by CVM Resolution 181, which also revoked CVM Instruction 472 on the same date. On March 12, 2024, the CVM issued Resolution 200, which encompasses real estate investment funds under the new resolution with an effective date of June 30, 2025. The Fund has not yet made adjustments to conform to the new resolution and any effects are currently being evaluated by management, as well as the measures necessary to adapt the Fund within the term established by the resolution.

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