



**RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.**  
Company issuing shares admitted to trading on a regulated market  
Head Office: Rua Manuel Pinto de Azevedo, 818, Porto  
Share Capital: Euro 25,641,459  
Registered at the Commercial Registry Office of Oporto  
Sole registration and tax number 508 548 527

## **RECTIFICATION (of the Record Date)**

### **NOTICE OF MEETING**

#### **SHAREHOLDERS' ANNUAL GENERAL MEETING**

*(translation of a document originally issued in Portuguese)*

As required by the Portuguese Companies Act and the Company's Articles of Association, the Shareholders of RAMADA INVESTIMENTOS E INDÚSTRIA, S.A. ("Company" or "RAMADA INVESTIMENTOS") are hereby convened to meet at the Shareholders' Annual General Meeting, to be held at its head office in Rua Manuel Pinto de Azevedo, 818, Oporto, at 11:00 hours, on 3<sup>rd</sup> of May 2024, with the following

#### **AGENDA**

- Point one -** Discuss and decide on the Company's financial statements for the year 2023, including the separate and consolidated accounts and respective annexes, the Corporate Governance Report (which includes the Remuneration Report), the Management Report and the Sustainability Report (which includes the Non-Financial Information Report), and other corporate information and supervisory and audit documents;
- Point two -** Decide on the proposed appropriation of the net profit for the year ended 31<sup>st</sup> of December 2023 and, additionally, on the distribution of dividends in cash;
- Point three -** Assess the management and audit of the Company in accordance with the article 455 of the Portuguese Commercial Companies Code;
- Point four -** Deliberate on the granting of authorisation to the Board of Directors for the acquisition and sale of treasury shares to the legal limit of 10%;
- Point five -** Deliberate on the granting of authorisation to the Board of Directors for the acquisition and sale of own bonds to the legal limit of 10%.

#### **Participation in the Shareholders' General Meeting and Exercising the Right to Vote**

Shareholders shall be entitled to participate in the Shareholders' General Meeting, discuss and vote if they own at least one share at 00:00 hours of the Record Date<sup>1</sup>, i.e. on the 25<sup>th</sup> of April 2024 (corresponding to the 5<sup>th</sup> trade day prior to the meeting). The exercise of voting right shall not be affected by the transfer of shares at any time after the Record Date nor shall it be dependent on their blocking between such date and the date of the Shareholders' General Meeting.

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<sup>1</sup> The initial wording of the Notice of Meeting contained " i.e. on the 24<sup>th</sup> of April 2024", and the Record Date was amended to **25<sup>th</sup> of April 2024**

The share capital is divided into 25,641,459 (twenty-five million, six hundred and forty-one thousand, four hundred and fifty-nine) shares, each with a par value of € 1.00 (one Euro), each share corresponding to one vote.

Every shareholder wishing to participate in the Shareholders' General Meeting shall state his/her intention in writing to the financial intermediary where the respective individual securities account is open, at the latest by 23:59 hours of the 24<sup>th</sup> of April 2024. This may be done by using the form available on the Company's website ([www.ramadainvestimentos.pt](http://www.ramadainvestimentos.pt)) from the date of publication of this notice of meeting on.

The financial intermediary that is informed of its client's intention to participate in the Shareholders' General Meeting shall transmit this intention and send written information on the number of shares registered in the name of such shareholder, with reference to the Record Date, to the Chairman of the Shareholders' General Meeting until 23:59 hours of the 25<sup>th</sup> of April 2024. In order to do so, the financial intermediary may send it to the email address [sede@ramadainvestimentos.pt](mailto:sede@ramadainvestimentos.pt).

Shareholders who, acting as professionals, hold shares in his/her/its own name but on behalf of his/her/its clients and wish to vote in different directions with his/her/its shares shall, apart from submitting the documents mentioned above, present to the Chairman of the Shareholders' General Meeting, until the 23:59 hours of the 25<sup>th</sup> of April 2024 by using sufficient and adequate means of proof, (i) the identification of each client and the number of shares entitled to vote on such client's behalf, as well as, (ii) the voting instructions given by each client for each point of the agenda.

The shareholders who, having stated their intention to participate in the Shareholders' General Meeting, sell the shares between the Record Date and the end of the Shareholders' General Meeting, shall immediately inform the Chairman of the Shareholders' General Meeting and CMVM (the Portuguese Securities Market Commission). Regarding the information to be sent to the Chairman of the Shareholders' General Meeting, the shareholders may send it to the email address [sede@ramadainvestimentos.pt](mailto:sede@ramadainvestimentos.pt).

### **Right to apply for inclusion of items in the agenda, to submit proposals and to access information at the Shareholders' General Meeting**

Pursuant to article 23-A of the Portuguese Securities Code, only shareholders holding shares corresponding to, at least, 2% of the Company's share capital are entitled to:

- i. Apply for inclusion of new items in the agenda, under the terms of article 378 of the Portuguese Companies Code, provided that this application is accompanied by a proposal to be submitted for each agenda item requested;
- ii. Apply for inclusion of proposals in relation to items included in the notice of the meeting or added to the agenda.

Requests for inclusion of new items, as well as the proposals to be submitted and any accompanying information, shall be addressed, in writing, to the chairman of the Board of the Shareholders' General Meeting in the five days following the publication of the notice, and shall be disclosed as soon as possible to the shareholders, in the same way used to disclose this notice of meeting, no later than ten days prior to the date of the General Meeting.

Any shareholder has the right to obtain information at a Shareholders' General Meeting, under the terms of article 290 of the Portuguese Companies Code and may request true, complete and clear information to help him/her to form an informed opinion on the matters to be decided. The duty to provide information includes details of relations between the Company and its related companies. Any information included in the previous paragraph shall be given by the qualified statutory body and may only be withheld if its disclosure might cause serious harm to the Company or to a related company or violation of secrecy imposed by law.

## Representation at the General Shareholders' Meeting

Shareholders may be represented by means of a written representation sent to the Chairman of the Shareholders' General Meeting, by e-mail to [sede@ramadainvestimentos.pt](mailto:sede@ramadainvestimentos.pt), or by delivery at the Company's head office latest by 23:59 hours of the 29<sup>th</sup> of April 2024. On the date of publication of this notice of meeting, the Company will make available a power of attorney minute on its website ([www.ramadainvestimentos.pt](http://www.ramadainvestimentos.pt)) that may be used for such purpose.

A shareholder may appoint different representatives for the shares held in different securities accounts, without prejudice to the principle of unit of voting set forth in article 385 of the Portuguese Companies Code.

## Correspondence Voting

Votes by postal and electronic correspondence are allowed, as long as the Company has its shares admitted to trading in a regulated market.

- (i) The vote declaration must be signed by the holder of the shares or by those who legally represent him/her, and the shareholder, if he/she is a natural person, must accompany the vote declaration with a certified copy of his/her identification document and, if it is a legal person, the signature must be recognized (by a notary, lawyer, or solicitor) as being in his/her capacity and with powers for the act.

The written declaration stating the shareholder's request to cast a postal vote must be delivered at the head office of the company, until the third business day before the scheduled date for the Shareholders' General Meeting, i.e. 29<sup>th</sup> of April 2024, with the shareholders identification and addressed to the Chairman of the Shareholders' General Meeting, provided that, proof of shareholder quality is given with reference to the Record Date, under the terms and within the period set out above.

Vote declarations must (i) indicate the point or points on the agenda to which it relates, (ii) indicate the specific proposal to which it is addressed, with indication of that of the proposers, as well as (iii) contain the precise and unconditional indication the voting direction for each proposal.

Votes cast by correspondence count for the verification of the constitutive quorum of the Shareholders' General Meeting, and the result of the voting by correspondence in relation to each item on the agenda is disclosed in the point to which it relates.

The postal vote issued shall be deemed to be revoked, in the event of the presence, at the Shareholders' General Meeting, of the shareholder who issued it or of a representative designated by him.

If the vote declarations omit the vote in relation to proposals presented before the date on which these same votes were cast, this shareholder will be deemed to abstain from these proposals.

The votes by correspondence are considered as negative votes in relation to deliberation proposals submitted after the date on which these same votes were cast.

It is the responsibility of the Chairman of the Shareholders' General Meeting to check the conformity of the declarations of vote by correspondence, and the votes corresponding to declarations that are not accepted will be deemed as not cast.

It is the Company's responsibility to ensure the confidentiality of votes cast by correspondence until the time of voting.

Ballot papers for points on the agenda are available at the company's website ([www.ramadainvestimentos.pt](http://www.ramadainvestimentos.pt)) from the date of the publication of this notice of meeting on.

- (ii) Voting by electronic correspondence must be received under conditions equivalent to voting by postal correspondence, regarding intelligibility, guarantee of authenticity, confidentiality and other formalities. For this purpose, shareholders must complete the ballot's papers available on the Company's website ([www.ramadainvestimentos.pt](http://www.ramadainvestimentos.pt)) and send it to the email address [sede@ramadainvestimentos.pt](mailto:sede@ramadainvestimentos.pt), with the acknowledgments being replaced by a digital signature. Only electronic mail votes received in the above-mentioned email until 23:59 hours of the 29<sup>th</sup> of April 2024, will be considered valid. To exercise the right to vote by electronic correspondence, the shareholders must use voting ballots that, in a clear and unequivocal manner, express their voting sense. For this purpose, they must use the templates available on the website, and send them electronically as an attachment to the address [sede@ramadainvestimentos.pt](mailto:sede@ramadainvestimentos.pt).

If this quorum is not reached on the scheduled date, the meeting is rescheduled for the 24<sup>th</sup> of May 2024, at the same time and place, when no minimum quorum will be required.

### **Personal data**

The personal data of shareholders or their representatives communicated to RAMADA INVESTIMENTOS will be used exclusively for the execution and management of the Shareholders' General Meeting that will take place on the day and time indicated in this Notice of Meeting.

Personal data will be collected and processed by RAMADA INVESTIMENTOS for the exclusive purposes of holding the Shareholders' General Meeting in strict compliance with the General Regulation on Data Protection, being kept for a maximum period of 30 (thirty) days after collection or in accordance with a legal obligation that may determine the extension of this period.

It is hereby informed that the data owner will be granted the rights of access, rectification, elimination, limitation and opposition to the treatment and, for this purpose, the request must be addressed to the Company, through the email address [sede@ramadainvestimentos.pt](mailto:sede@ramadainvestimentos.pt) or by postal mail to the address of the company's registered office, located at Rua Manuel Pinto de Azevedo, 818, 4100-320 Porto.

The preparatory documents and information for the General Meeting, namely those provided in article 289(1) of the Portuguese Companies Code and in article 21-J(1) of the Portuguese Securities Code, will be made available to shareholders, as from the date of the publication of this Notice, at the Company's registered office, during office hours, as well on the Company's website – [www.ramadainvestimentos.pt](http://www.ramadainvestimentos.pt).

### **Chairman of the Shareholders' General Meeting:**

Manuel Eugénio Pimentel Cavaleiro Brandão

Address: Rua Manuel Pinto de Azevedo, 818, 4100-320 Porto, Portugal

Phone: (+351) 228 347 100

Fax: (+351) 228 346 503

E-mail: [sede@ramadainvestimentos.pt](mailto:sede@ramadainvestimentos.pt)

Oporto, 12<sup>th</sup> of April 2024

Shareholders' General Meeting Chairman

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(Manuel Eugénio Pimentel Cavaleiro Brandão)