

## CORTICEIRA AMORIM, S.G.P.S., S.A.

Company issuing shares admitted to trading on a regulated market  
Registered office: Rua Comendador Américo Ferreira Amorim, 380  
4535-186 Mozelos  
Share Capital: EUR 133 000 000  
Legal person and registration number 500 077 797  
Company registered at the Companies Registry of Santa Maria da Feira

### CALL NOTICE

### GENERAL MEETING OF SHAREHOLDERS

In accordance with articles 375(1), 376(1), 376(2), 377(1), 377(2), 377(4), 377(5) and 377(8) of the Portuguese Companies Act and article 21-I of the Portuguese Securities Market Act, notice is hereby given that the Annual General Meeting of Shareholders of CORTICEIRA AMORIM, S.G.P.S., S.A., a company issuing shares admitted to trading on a regulated market, with registered office located at Rua Comendador Américo Ferreira Amorim, 380, parish of Mozelos, Santa Maria da Feira municipality, a share capital of EUR 133,000,000 divided into 133,000,000 book-entered shares, and registration number and a corporate tax ID number 500 077 797, registered in Santa Maria da Feira Company Registry Office, will be held on **22 April 2024 at 12:00 noon (GMT), at the company's registered office**, with the following

### AGENDA

- 1 To pass a resolution on the directors' report and the accounts for the year 2023.
- 2 To pass a resolution on the consolidated directors' report and the consolidated accounts for the year 2023.
- 3 To pass a resolution on the 2023 corporate governance report, which includes the remuneration report.
- 4 To pass a resolution on the non-financial information – sustainability report for the year 2023.
- 5 To pass a resolution on the proposal for the appropriation of profits.
- 6 To pass resolutions pursuant to the provision of Article 455 of the Portuguese Companies Act.
- 7 To pass a resolution on the authorisation for purchase of treasury stock.
- 8 To pass a resolution on the authorisation for the sale of treasury stock.
- 9 To pass a resolution on the proposal of the Appointments, Evaluation and Remuneration Committee concerning the remuneration policy for the 2024-2026 three-year period.
- 10 To pass a resolution on the election of the members of the governing bodies for the 2024/2026 triennium.
- 11 To pass a resolution, pursuant to article 399(1) of the Portuguese Companies Act and article 19(4) of the Company's Articles of Association, on the establishment of an Appointments, Evaluation and Remuneration Committee for the current term of office of the corporate bodies, and on the respective regulation.
- 12 To pass a resolution on the election of the members of the Appointments, Evaluation and Remuneration Committee and the respective remuneration.

## ADDITIONAL INFORMATION

### I. Key Dates

General Meeting: 22 April 2024, 12:00 (GMT)		
Registration Date: 15 April 2024, 00:00 (GMT)		
Until 14 April 2024, 11:59 p.m. (GMT)	Until 15 April 2024, 11:59 p.m. (GMT)	Until 17 April 2024, 06:00 p.m. (GMT)
Submission of the written statements of intention to participate in the General Meeting, issued by shareholders and addressed to financial intermediaries.	Receipt, by correspondence or email, of statements issued by the financial intermediaries indicating the intention of shareholders to participate in the General Meeting and the number of shares registered in the name of each shareholder.	Receipt of votes by correspondence at the company's registered office.
	Receipt by correspondence or email of statements issued by the shareholders who, in a professional capacity, hold the shares in their own name but on behalf of clients, and intend to vote differently with their shares.	
	Receipt by correspondence or email of letters of representation.	

### II. Preparatory documents and information

The accounting documents, as well as other preparatory information of the General Meeting, and the full text of proposals and requirements set forth in section 289.1 of the Portuguese Companies Act and section 21-1.2 Article 21 Portuguese Securities Market Act, are available for inspection by the Company's shareholders at the registered office of the Company, on the Company's website (<https://www.amorim.com/en/investors/general-meeting/>) and on the Data Dissemination System of the Portuguese Securities Market Commission ([www.cmvm.pt](http://www.cmvm.pt)), as of the date of publication of this notice.

### III. Requirements for attending and voting in the General Meeting

As all the shares in the Company are dematerialised, a Company shareholder shall be entitled to attend and vote at the General Meeting only if, on 15 April 2024, at 00:00 (GMT), the record date - i.e. five trading days before the date of the General Meeting - he/she is registered as an owner of shares entitling him/her to at least one vote. In the event that the General Meeting is adjourned, the adjourned meeting shall be made up of members who provide evidence of holding shares in the Company, provided that the record date shall be observed.

Each share qualifies for one vote. The total number of shares in the Company is 133 million.

### IV. Procedure for attending the General Meeting

To attend the General Meeting, shareholders must previously indicate this intention to the financial intermediary with whom the account is opened, at the latest, by 11:59 p.m. (GMT) on 14 April 2024, the day before the record date.

The financial intermediary who - according to the terms set forth in the preceding paragraph - has been informed of the intention of his/her client to attend the General Meeting, must send to the Chair of the Presiding Board of the General Meeting by 11:59 p.m. (GMT) on 15 April 2024 informing of the shareholder's intention to participate in the General Meeting and the number of shares registered in their client's name, with

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reference to 00:00 (GMT) on that date. The following email address may be used for this purpose [ag.corticeiraamorim@amorim.com](mailto:ag.corticeiraamorim@amorim.com). The financial intermediary must send a copy of the shareholder's identification document and, in the case of a corporate shareholder, the copy of the identification document of the representative, along with a document proving legitimacy of the representation.

Shareholders who, in their professional capacity, hold shares in their own name but on behalf of clients, may cast a vote differing from their own, provided that, in addition to their notice of attendance and provision of the above information by the relevant financial intermediary, they inform the Chair of the Presiding Board of the General Meeting of this no later than 11:59 p.m. (GMT) on 15 April 2024, and provide sufficient and adequate evidence of (a) the proper identification of each client and the number of shares on behalf of which they will vote and (b) the voting instructions received from their client with respect to each item of business.

The participation of the shareholder or his representative in the General Meeting is admitted regardless of having exercised the respective voting right by voting by correspondence, under the terms specified below.

Shareholders who have declared their intention to attend the General Meeting and transfer ownership of shares between the date of registration and the end of the General Meeting must immediately notify the Chair of the Presiding Board of the General Meeting and the CMVM.

## **V. Procedure for voting by correspondence**

Shareholders may exercise their voting rights by voting by correspondence, in accordance with the provisions of Article 384(8) and (9), of the Portuguese Companies Act, Article 22 of the Portuguese Securities Market Act and Article 20 of the Articles of Association of Corticeira Amorim, S.G.P.S., S.A.

The following must be received, for this purpose, at the Company's registered office by 6:00 p.m. (GMT) on 17 April 2024, in a sealed envelope addressed to the Chair of the Presiding Board of the General Meeting:

- a. The ballot papers, duly signed by the shareholder, placing on the said ballot papers a signature identical to that of their identification document; and
- b. A copy of the identification document of the shareholder issuing the voting declaration. In the case of a corporate shareholder, the ballot paper must be signed by its representative, accompanied by the latter's identification document and a document proving the legitimacy of the representation.

Only votes by correspondence from shareholders that prove their capacity as shareholders will be considered under the terms mentioned above no later than the record date.

The exercise of voting by correspondence does not preclude the presentation, by the financial intermediary, until 11:59 p.m. (GMT) on 15 April 2024, of the information on the number of shares registered in the name of their client.

Votes sent by correspondence are equivalent to negative votes for proposals submitted after the date on which such votes were cast. The presence of the shareholder at the General Meeting revokes any vote it may have sent by correspondence.

Shareholders will be able to use the ballot paper template available on the Company's website (<https://www.amorim.com/en/investors/general-meeting/>).

## **VI. Representation at the General Meeting**

As provided in article 23 of the Portuguese Securities Market Act, a shareholder can be represented by a proxy at a General Meeting. The voluntary representation shall comply with the following rules:

- a. Private individual shareholders may be represented by whomever they wish;

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- b. Legal persons are represented by their legal representatives or by whomever they appoint for this purpose.

The Chair of the Presiding Board of the General Meeting has to be informed in writing of any such proxy forms by 11:59 p.m. (GMT) on 15 April, and shareholders may use the email address [ag.corticeiraamorim@amorim.com](mailto:ag.corticeiraamorim@amorim.com) for this purpose.

Failure to communicate the instruments of representation in the terms described above will prevent the shareholder from attending the General Meeting through a representative, without prejudice to the possibility of voting by correspondence under the terms and within the time limits described in point V of this notice.

The shareholders must send, together with the communication referred to in the previous paragraph:

- a. the respective instrument(s) of representation;
- b. a copy of the representative's identification document; and
- c. in the case of a corporate shareholder, the document proving the powers to appoint the representative (i.e. copy of the representation document or indication of the access code to the respective permanent certificate from the register of companies).

Shareholders can use the representations form for representation at the General Meeting available on the Company's website (<https://www.amorim.com/en/investors/general-meeting/>).

The representative wishing to represent more than 5 shareholders must ensure compliance with the requirements of Article 23(3) of the Portuguese Securities Market Act.

## **VII. Submission of motions for consideration**

Shareholders who hold shares representing at least 2% of the share capital may request the inclusion of motions for consideration related to matters included in the agenda announced for the General Meeting, or that may be added thereto.

For this purpose, they must submit to the Chairman of the Board of the General Meeting, within five days following the publication of this call or any addition thereto (in the case of inclusion of matters on the agenda), by email to the address [ag.corticeiraamorim@amorim.com](mailto:ag.corticeiraamorim@amorim.com), a request that contains the motion for consideration and the information that must accompany such proposal.

New motions for consideration and their information will be disclosed to shareholders before 11:59 p.m. (GMT) on 12 April 2024, through the same means used for the disclosure of this call.

## **VIII. Inclusion of items on the agenda**

Shareholders who hold shares representing at least 2% of the share capital may request the inclusion of new items on the agenda.

To this end, they must submit to the Chair of the Board of the General Meeting within the five days following the publication of this call or any addition thereto, by email to [ag.corticeiraamorim@amorim.com](mailto:ag.corticeiraamorim@amorim.com), a request containing the items to be placed on the agenda and at least one proposal for a resolution for each item whose inclusion they require.

The new items and their proposals for a resolution will be disclosed to shareholders as soon as possible and, in any event, no later than the record date, through the same means used for the disclosure of this call.

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## **IX. General Meeting Preparatory Information and General Meeting Information**

From the date of publication of this call and until 06:00 PM (GMT) on 17 April 2024, any shareholder may request, through the email address [ag.corticeiraamorim@amorim.com](mailto:ag.corticeiraamorim@amorim.com), that true, complete and clarifying information on the items on the agenda, be provided.

During the General Meeting, any shareholder who fulfils the necessary requirements for their participation may request information or clarifications to be provided by the Board of Directors. The required information or clarification can only be refused if its provision could cause serious damage to Corticeira Amorim, S.G.P.S., S.A. or to any other company related to it, or if providing such information would infringe legally imposed confidentiality.

The Company's website ([www.corticeiraamorim.com](http://www.corticeiraamorim.com)) provides access to the Rules of Procedure of the General Meeting, which includes all information required for exercising the right to include additional items in the agenda, attendance, including the submission of additional motions for consideration and information on the General Meeting, representation, and voting.

Mozelos, 28 March 2024.

The Chair of the Presiding Board of the General Meeting

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Paulo de Tarso da Cruz Domingues