



Call Notice

(Meeting Agenda)

PRIO S.A.

CNPJ [EIN] 10.629.105/0001-68

NIRE 33.3.0029084-2

PUBLICLY-HELD COMPANY

CALL NOTICE

EXTRAORDINARY GENERAL MEETING

The shareholders of PRIO S.A. ("PRIO" or "Company") are invited to participate in the Company's Extraordinary General Meeting to be held on **October 25, 2024, at 5:30 pm**, in person, at the Company's headquarters building, located at Praia de Botafogo, nº 370, Botafogo, CEP 22.250-040, in the city of Rio de Janeiro, state of Rio de Janeiro ("Extraordinary General Meeting" or "Meeting"), to resolve on the rectification of the global compensation of the Company's managers (members of the Executive Board and the Board of Directors) for the fiscal year 2024, in accordance with the Management Proposal.

Information to shareholders:

1. Documents referring to the EGM. The information and other documents provided for in CVM Resolution 81, dated March 29, 2022 ("CVM Resolution 81/2022"), referring to the matter to be resolved at the EGM, particularly the Management Proposal, are available to shareholders at PRIO's registered office and on the website of the Company (www.ri.prio3.com.br), of the Brazilian Securities and Exchange Commission (www.gov.br/cvm) and of B3 S.A. – Brasil, Bolsa, Balcão (www.b3.com.br).
2. Documents for participation in the EGM. In accordance with Article 13 of the Company's Bylaws, and with Article 126 of Law 6.404, of December 15, 1976 ("Corporation Law"), to be admitted to the EGM, the shareholder (or its legal representative) must present, at least forty-eight (48) hours before the start of the EGM, the following documents:
 - a) **shareholder - individual: (i)** proof issued by the depository financial institution of the book-entry shares held or in custody; and/or, in the case of a shareholder participating in the fungible custody of nominative shares, the statement containing the respective shareholding, dated up to two (2)



business days before the EGM; **(ii)** original identification document with photo (RG, RNE, CNH or even an officially recognized professional class card); and **(iii)** in case of participation by means of an attorney-in-fact, all documents listed in item “(d)” below;

- b) shareholder - legal entity:** **(i)** proof issued by the depositary financial institution of the book-entry shares held or in custody; and/or, in the case of a shareholder participating in the fungible custody of nominative shares, the statement containing the respective shareholding, dated up to two (2) business days before the EGM; **(ii)** copy of the current version of the Bylaws, Articles of Association or consolidated Articles of Incorporation, duly registered with the competent body (Board of Trade or Civil Registry of Legal Entities); **(iii)** copy of the corporate documentation that proves the powers of representation of the legal representative(s) present at the EGM (e.g., minutes of election of the legal representative or the person who signed the power of attorney, if applicable); **(iv)** original identification documents with photo of the legal representative(s) present at the EGM (RG, RNE, CNH or even an officially recognized professional class card); and **(v)** in case of participation by means of an attorney-in-fact, all documents listed in item “(d)” below;
- c) shareholder in the form of an investment fund:** **(i)** proof issued by the depositary financial institution of the book-entry shares held or in custody; and/or, in the case of a shareholder participating in the fungible custody of nominative shares, the statement containing the respective shareholding, dated up to two (2) business days before the EGM; **(ii)** proof of capacity of administrator or manager of the investment fund or equivalent abroad (in compliance with the Fund’s vote policy) granted to the person who represents him/her at the EGM, or who has granted the powers to the attorney-in-fact; **(iii)** copy of the current version of the investment fund’s consolidated regulations; **(iv)** copy of the current version of the fund’s administrator or manager consolidated regulations, duly registered with the competent body (Board of Trade or Civil Registry of Legal Entities); **(v)** copy of the corporate documentation of the fund’s administrator or manager that proves the powers of representation of the legal representative(s) present at the EGM (e.g., minutes of election of the legal representative or the person who signed the power of attorney, if applicable); **(vi)** original identification documents with photo of the legal representative(s) present at the EGM (RG, RNE, CNH or even an officially recognized professional class card); and **(vii)** in



case of participation by means of an attorney-in-fact, all documents listed in item “(d)” below; and

- d) shareholder represented by an attorney-in-fact:** if the shareholder chooses to be represented by an attorney-in-fact at the EGM, in addition to the documents listed in items “(a)”, “(b)” or “(c)” above (as the case may be), the following documents must be presented: **(i)** power of attorney granted, at most one (1) year before the date of the EGM, granting special powers to the representative, who, in the case of an individual shareholder, must be another shareholder, Company’s manager, lawyer, financial institution or investment fund manager representing the unitholders, with the signatures recognized by a notary’s office; and **(ii)** original identification document with photo (RG, RNE, CNH or even an officially recognized professional class card).

Foreign documents or documents from abroad: the signatures and documents indicated above that are foreign or have been prepared abroad must be duly notarized, consularized or apostilled, as the case may be. If the document has been prepared in a language other than Portuguese, its sworn translation into Portuguese must also be provided.

Submission method: the documents listed above must be sent by the shareholders in digital copies, up to 5:30 p.m. on October 23, 2024, by means of an electronic message sent to the email address of the Company’s Investor Relations Department (ri@prio3.com.br), indicating, as the subject of the email “OCTOBER 2024 EGM – Documents for Admission – SHAREHOLDER NAME.”

Notwithstanding the foregoing, the shareholder who attends the EGM with the documents listed in this Call Notice until the opening of the EGM’s work may participate and vote at the EGM, even if he/she has failed to send them previously.

3. Request for Sending Documents. The shareholder may request the submission, by email, of the EGM notice documents made available on this date by the Company, by sending an electronic message addressed to the Company’s Investor Relations Department (ri@prio3.com.br).

Rio de Janeiro, October 4, 2024

Nelson de Queiroz Sequeiros Tanure

Chairman of the Board of Directors