

## FRAS-LE S.A.

Publicly-Held Company  
Corporate Taxpayer's ID (CNPJ): 88.610.126/0001-29  
Company Registry (NIRE): 43300004350

### Extraordinary Shareholders' Meeting

Minutes drawn up in summary form

**1. Place, date, and time:** at the Company's headquarters, located at Rodovia RS 122, km 66, nº 10.945, Bairro Forqueta, Caxias do Sul, RS, on December 31, 2025, at 10:00 a.m., held in digital format, with the participation of shareholders through the Electronic System that complies with the requirements outlined in CVM Resolution 81, dated March 29, 2022 ("CVM Resolution 81").

**2. Publications and Disclosures:** the Call Notices were made available to shareholders on the websites of CVM and B3, and on the Company's website on December 10, 2025, and published in the December 10, 11 and 12, 2025 editions of Jornal Pioneiro, of Caxias do Sul, on pages 04, 11 and 10, respectively, of the printed edition, and on the website <http://www.pioneiro.com/publicidadelegal>; furthermore, all other documents related to the agenda of this Shareholders' Meeting were made available to shareholders at the Company's headquarters and on the websites of CVM and B3, and on the Company's website.

**3. Attendance:** shareholders representing 95,94% of the share capital, Board of Directors members, Executive Board members, Fiscal Council members, and representatives of KPMG Auditores Independentes.

**4. Presiding:** Chair, David Abramo Randon, Chair of the Board of Directors; and Secretary, Astor Milton Schmitt, Vice Chair of the Board of Directors.

**5. Reading of documents, drawing up and publication of the minutes:** In compliance with the provisions of paragraph 4 of Article 48 of CVM Resolution 81, the consolidated map of the votes cast by means of remote voting forms was made available on the websites of the CVM and B3, and on the Company's website, and its reading was therefore waived. The reading of the matters included on the agenda and the respective documents submitted for discussion and voting was also waived, pursuant to Article 134 of Brazilian Corporation Law. The shareholders present were informed that the meeting would be fully recorded, in accordance with the procedures outlined in item II of paragraph 1 of Article 28 of CVM Resolution 81. They were also provided with guidance regarding the rules and procedures adopted for the conduct of the meeting and the use of the Electronic System. The drawing up of these minutes in summary form and their publication with the omission of the shareholders' signatures were authorized, pursuant to paragraphs 1 and 2 of Article 130 of Brazilian Corporation Law.

**6. Resolutions:** in compliance with the Agenda, the matters were submitted to a vote and, as described in the Voting Map attached to these Minutes, the shareholders resolved:

**6.1. To approve** the proposal to increase the share capital, through the capitalization of reserves, in the amount of R\$322,950,046.68 (three hundred and twenty-two million, nine hundred and fifty thousand, forty-six reais and sixty-eight centavos), without issuing new shares, increasing the share capital from R\$1,477,049,953.32 (one billion four hundred and seventy-seven million, forty-nine thousand, nine hundred and fifty-three reais and thirty-two centavos) to R\$1,800,000,000.00 (one billion eight hundred million reais); and the corresponding amendment to Article 5 of the Bylaws, which shall read as follows: **“Article 5.** *The Company’s fully subscribed and paid-in share capital is R\$1,800,000,000.00 (one billion eight hundred million reais), represented by 280,335,091 registered, book-entry common shares, with no par value. Sole paragraph. The Company is authorized to increase its share capital, regardless of any amendment to the Bylaws, upon resolution of the Board of Directors, up to the limit of 500,000,000 common shares, all with no par value, in compliance with Article 7 of these Bylaws.”;*

**6.2. To approve** the change of the Company’s corporate name from Frasle S.A. to Frasle Mobility S.A. and, consequently, approve the new wording of Article 1 of the Bylaws, which shall read as follows: *“Article 1 – FRASLE MOBILITY S.A. (“Company”) is a corporation governed by these Bylaws and by applicable legislation, in the cases not otherwise provided for herein.”;*

**6.3. To ratify** the appointment and engagement of **KPMG Auditores Independentes Ltda.** (“KPMG”), a limited liability simple partnership headquartered in the City of Porto Alegre (RS), enrolled under Corporate Taxpayer’s ID (CNPJ) number 57.755.217/0005-52, as the specialized firm responsible for preparing the Valuation Report, pursuant to Article 226 of the Brazilian Corporation Law;

**6.4. To approve**, pursuant to paragraph 3 of Article 227 of Brazilian Corporation Law, the Valuation Report dated December 10, 2025, prepared by KPMG, regarding the equity at book value of the subsidiary Nakata Automotiva Ltda., headquartered in the city of Osasco (RS), enrolled under Corporate Taxpayer’s ID (CNPJ/ME) number 04.156.194/0001-70 (“Nakata”), as of the base date of November 30, 2025, in accordance with the balance sheet as of the same base date;

**6.5. To approve**, pursuant to paragraph 1 of Article 227 of Brazilian Corporation Law, the Protocol and Justification of the Merger of Nakata (“Protocol”), executed by the Executive Officers of the Company and Nakata on December 10, 2025;

**6.6. To approve** the merger of Nakata into the Company and the consequent dissolution of Nakata, pursuant to the Protocol and the Management Proposal.

**6.7. To authorize** the Company's Executive Officers to perform all acts necessary for the implementation and effectiveness of the resolutions adopted at this Extraordinary Shareholders' Meeting, including filings, registrations, publications, and annotations before the competent authorities.

**7. Closure:** There being no further matters to discuss, the meeting was adjourned and these minutes were drawn up for all legal purposes and effects. They were read, approved as written, and signed by the shareholders present. Pursuant to Article 47, paragraphs 1 and 2, of RCVM 81, the shareholders who participated via the Electronic System made available by the Company or by means of the remote voting ballot shall be deemed signatories of these Minutes and of the Shareholders' Attendance Book, with their registration in these Minutes having been carried out by the Presiding Board. Caxias do Sul, State of Rio Grande do Sul, December 31, 2025. **Presiding Board:** David Abramo Randon, Chairman, and Astor Milton Schmitt, Secretary. **Shareholders present:** Daniel Raul Randon, Alexandre Randon, Hemerson Fernando de Souza, David Abramo Randon; Represented by Alexandre Randon: DRAMD Participações e Administração Ltda.; Represented by Astor Milton Schmitt: AMJD Administração e Participações Ltda.; Represented by Anderson Carlos Koch: IT NOW IGCT Sustainable Index Investment Fund – Limited Liability; Itaú S&P/B3 Low Volatility™ Equity Investment Fund – Limited Liability; Itaú Small Cap Master Equity Investment Fund – Limited Liability; WM Small Cap Equity Investment Fund – Limited Liability; Itaú Corporate Governance Equity Sustainable Investment Fund – Limited Liability; IT Now Small Caps Index Fund – Limited Liability; Moneda Luxembourg SICAV – Latin America Small Cap Fund.

**Shareholders participating who voted by means of remote voting:** TP PARTNERS PUBLIC EQUITIES FUND, LP, TARPON GT MASTER INSTITUCIONAL FUNDO DE INVESTIMENTO FINANCEIRO, SERRA DO CIPÓ FUNDO DE INVESTIMENTO FINANCEIRO AÇÕES - RESPONSABILIDADE LIMITADA, TARPON GT MASTER FUNDO DE INVESTIMENTO FINANCEIRO, PLANO DE BENEFÍCIOS 1, SERGIO FEIJÃO FILHO, KANAMI HIRAI, FERNANDO ALMEIDA DE ABREU, AURIVAN BARROS DE MELO, ISHARES III PUBLIC LIMITED COMPANY, MARCO ISMAEL WILCHEN BECKER, MSCI EMERGING MARKETS EX CHINA IMI INDEX FUND, POLICE AND FIREMEN'S RETIREMENT SYSTEM OF NEW JERS, UTAH STATE RETIREMENT SYSTEMS, VANGUARD F. T. C. INST. TOTAL INTL STOCK M. INDEX TRUST II, THE UNITED NATIONS JOINTS STAFF PENSION FUND, FABIO RIBEIRO PIZZO, THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, VANGUARD FUNDS PLC /

VANGUARD ESG EMERGING MARKETS, FLAVIO BRUNO QUELICONI, NORTHERN TRUST COLLECTIVE EAFE SMALL CAP INDEX FUND-NON LEND, VANGUARD TOTAL INTERNATIONAL STOCK INDEX FD, A SE VAN S F, ACCIDENT COMPENSATION CORPORATION, JULIANO RODOVALHO MACEDO, ANTONIO TEODORO CARVALHO, AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME, VANGUARD INVESTMENT SERIES PLC / VANGUARD ESG EMER, SPDR SP EMERGING MARKETS SMALL CAP ETF, COLLEGE RETIREMENT EQUITIES FUND, JULIO CESAR TOLEDO, DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM, TEXAS MUNICIPAL RETIREMENT SYSTEM, JOSE FERNANDO RAMOS BCZUSKA, EMERGING MARKETS EQUITY INCOME FUND, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, IRAN ROCHA COSTA, ARGUCIA INCOME FUNDO DE INVESTIMENTO EM ACOES, QUILTER INVESTORS EMERGING MARKETS EQUITY INCOME F, AMERICAN CENTURY ICAV, VANGUARD FIDUCIARY TRT COMPANY INSTIT T INTL STK MKT INDEX T, AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET, NILZAEI DOS SANTOS BARBOSA, PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO, ZENON MITSUSHIGUE KIMOTO, STATE OF ALASKA RETIREMENT AND BENEFITS PLANS, STATE ST GL ADV TRUST COMPANY INV FF TAX EX RET PLANS, SSGA SPDR ETFS EUROPE I PLC, EMER MKTS CORE EQ PORT DFA INVEST DIMENS GROU, RODOLFO FARIAS COSTA, ELINALDO VIEIRA DOS SANTOS, ALL COUNTRY EX US EQUITY MARKET SUBTRUST OF DFA GR, LUCAS GENTIL MENEGATTI, RAFAEL DE BRUM, CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM, GUILHERME BRETZ LOPES, DIMAS CEZAR RONQUINI, STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO, WELLS FARGO EMERGING MARKETS EQUITY INCOME FUND, RONALDO SOARES MARTINS, SSGATC I. F. F. T. E. R. P. S. S. M. E. M. S. C. I. S. L.F., IGOR DE OLIVA KUHLMANN, MARCIO D AVILA SCHEIBLER, MARCIA CRISTIANE KUHN ARROYO, SPARTA FUNDO DE INVESTIMENTO EM ACOES - BDR NIVEL I, JOSE EDUARDO JACQUES ROMAGNA, WELLS FARGO (LUX) WORLDWIDE FUND, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B, STATE OF NEW MEXICO STATE INV. COUNCIL, LUIS DE MORISSON FARIA, TEACHER RETIREMENT SYSTEM OF TEXAS, NAT WEST BK PLC AS TR OF ST JAMES PL GL SMALL COMP UNIT FUND, ELIELTON OGLIARI, KAZUNORI AKAGI, RAFAEL PINHEIRO COHEN, VANECK VECTORS BRAZIL SMALL-CAP ETF, VANGUARD ESG INTERNATIONAL, ISHARES MSCI BRAZIL SMALL CAP ETF, GUILHERME ROGERI MOREIRA SANTOS, FILIPE SOUSA MOREIRA, ARGUCIA ENDOWMENT FUNDO DE INV MULTIMERCADO, JOSE CARLOS CAMPIOTTI, ROSIMEIRE DOS SANTOS GIUSEPPIN, ARNOLDO PANCHENIAK FILHO, AMERICAN CENTURY ETF

TRUST - AVANTIS EMERGING MARK, LEGAL GENERAL U. ETF P. LIMITED COMPANY, MARCOS VINICIUS MOREIRA SERRA BENEVIDES, THRIFT SAVINGS PLAN, FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX F, ST ST MSCI EMERGING MKT SMALL CI NON LENDING COMMON TRT FUND, ISHARES PUBLIC LIMITED COMPANY, ELIANA APARECIDA PEREIRA, EMERGING MARKETS SMALL CAPIT EQUITY INDEX NON-LENDABLE FUND, JOSE CARLOS MENDES RODRIGUES, ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF, ALASKA PERMANENT FUND, VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX F, ROGERIO RABELLO VAZQUEZ CARPINTERO, GUILHERME DALLA VECCHIA DALLE, ROBERTO AFFONSO DE FARIAS, ORILDO HENRIQUE CORREA DA SILVA, THRIFT SAVINGS PLAN, MARCELO DE HOLANDA FERREIRA, CELSO KATSUMI KONDO, CARLOS ALBERTO BATISTA DA SILVA, MARCIO ANDRE SANTANNA, SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: SP, VANGUARD EMERGING MARKETS STOCK INDEX FUND, HSBC ETFS PLC H MSCI E M S C ESG U ETF BC BNP PARIBAS BR SA, MATHEUS DA SILVA UZAN, PAULO CESAR RAPONI, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, ALLSPRING MANAGED ACCOUNT COREBUILDER SHARES - SER, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND, DOW RETIREMENT GROUP TRUST, JULIANO BATISTA BENEDETTO, VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF, FABRICIO DA COSTA BARCELOS, GERSON MITOSHI KAMIDA, LEGAL & GENERAL COLLECTIVE INVESTMENT TRUST, ISHARES IV PUBLIC LIMITED COMPANY, SALVADOR FERNANDES DE JESUS JUNIOR, ALEXANDRE ROBISON PEREIRA DE AGUIAR, PAULO VICTOR CRESPO NEIVA.

In my capacity as Chairman of the Meeting, I declare that these are a true and faithful copy of the minutes recorded in the proper book and that the signatures affixed hereto are authentic.

Caxias do Sul, December 31, 2025.

David Abramo Randon  
Chairman of the Meeting