

INFRACOMMERCE CXAAS S.A.

Corporate Taxpayer's ID (CNPJ/ME) 38.456.921/0001-36

Company Registry (NIRE) 35.300577.361

**Call Notice for the
Extraordinary Shareholders Meeting**

Shareholders of Infracommerce CXAAS S.A. (the "Company"), as provided for in Article 124 of Law No. 6.404 of December 15, 1976 (the "Brazilian Corporation Law"), are convened to hold an Extraordinary Shareholders Meeting ("Meeting") at 2:00 p.m. of April 5, 2023, exclusively online, under Article 5, item III and Paragraph 2, item I and Article 28, Paragraph 2, item II of Resolution issued by the Brazilian Securities and Exchange Commission ("CVM") No. 81 of March 29, 2022 ("CVM Resolution No. 81"), via the digital platform Ten Meetings ("Digital Platform"), to analyze and deliberate on the items of the Agenda outlined herein.

1. Considerations on the Agenda

The Meeting has been convened primarily within the context of the material fact released by the Company on January 9, 2023, wherein information was disclosed about the Company's acquisition, through certain operations, of Ecomsur Holding SpA ("Ecomsur"), the current corporate name of Ecomsur Holding S.A., an entity incorporated and headquartered in Chile. Therefore, the main items of the Agenda are connected with the Master Agreement, entered into on January 6, 2023 ("Ecomsur Agreement"), by and between Inversiones Galilea S.A. ("Inversiones"), IG-Ventures S.A. ("IG"), EZ Ventures SpA ("EZ"), Ignite Ops Holding, LLC ("Ignite") and Pablo Andrés Basso González ("Pablo" and, jointly with Inversiones, IG, EZ and Ignite, the "Sellers"), the Company, New Retail Limited ("New Retail"), Tegalú Holding Corp. ("Tegalú"), Rio Verde Assets Limited ("Rio Verde"), Freedom Capital Group Limited ("Freedom"), Tenotla Limited ("Tenotla"), Fabian Spadone ("Fabian"), Corporacion Crup S.A. ("Crup"), Innovarq S.A. ("Innovarq"), Jose Maria Beltramini ("Jose Maria"), also, as an intervening party, Ecomsur. The Ecomsur Agreement sets forth the terms and conditions by which a business combination shall take place between operations of Ecomsur and the Company in Latin America ("Ecomsur Transaction"), and referred Ecomsur Transaction is executed, within the scope of the Company, by merging Ecomsur into the Company, and respective capital increase of the Company, which shall become the owner of Ecomsur's entity control, located in Chile; (b) all shares, less one, of its subsidiaries located in Peru and México; and (c) 100% of the capital stock of its subsidiaries located in Colombia and Panamá.

The conclusion of the Ecomsur Transaction shall be subject to the verification of closing acts and

condition precedents usual for this type of operation, including, but not limited to the approval by the Company's shareholders of Ecomsur Merger, as outlined in the Ecomsur Agreement, in the "Protocol and Justification for the Merger of Ecomsur Holding SpA into Infracommerce CXAAS S.A." and the Manual of attendance at Meetings, which includes the management proposal for the matters to be deliberated, available for consultation as indicated herein ("Ecomsur Condition Precedents").

In addition to the aforementioned matters, the Company's management also negotiated another transaction within the scope of the Stock Purchase Agreement ("NewCo Agreement"), entered into by and between Tegalú Holding Corp. ("Tegalú"), Rio Verde Assets Limited ("Rio Verde"), Freedom Capital Group Limited ("Freedom"), Tenotla Limited ("Tenotla"), Fabian Spadone ("Fabian"), Corporación Crup S.A. ("Crup"), Innovarq S.A. ("Innovarq"), Jose Maria Beltramini ("Jose Maria" and, jointly with Tegalú, Rio Verde, Freedom, Tenotla, Fabian, Crup and Innovarq, "NewCo Shareholders") and the Company. The NewCo Agreement sets forth the terms and conditions through which operation shall take place to consolidate the Company's control over New Retail, as well as settle certain debts of New Retail's subsidiaries relating to past acquisitions ("NewCo Transaction"), and referred NewCo Transaction shall be executed by merging New Omnichannel Ltd. ("NewCo"), an entity that holds interest in New Retail, and respective capital increase of the Company, which shall become the holder of additional interest in its subsidiary New Retail.

The conclusion of the NewCo Transaction shall be subject to the verification of closing acts and condition precedents usual for this type of operation, including, but not limited to the approval by the Company shareholders of the NewCo Merger, as outlined in the NewCo Agreement, in the "Protocol and Justification for the Merger of New Omnichannel Ltd. into Infracommerce CXAAS S.A." and the Manual of attendance at Meetings, which includes the management proposal for the matters to be deliberated, available for consultation as indicated herein ("NewCo Condition Precedents").

2. Agenda

- (i) approve the "Protocol and Justification for the Merger of Ecomsur Holding SpA into Infracommerce CXAAS S.A.", executed on March 14, 2023 ("Ecomsur Protocol and Justification"), by the management of the Company and Ecomsur, which contains all the terms and conditions for the merger of Ecomsur into the Company ("Ecomsur Merger");
- (ii) ratify the appointment and engagement of the specialized company Externa Contabilidade Ltda. ("Ecomsur Appraiser"), liable for issuing an appraisal report, at accounting equity value of Ecomsur shareholders' equity to be merged into the Company ("Ecomsur Appraisal Report");
- (iii) approve the Ecomsur Appraisal Report issued by Ecomsur Appraiser;
- (iv) approve the Ecomsur Merger, under the terms and conditions of Ecomsur Protocol and

Justification, and accordingly, the Company's capital increase;

- (v) approve the "Protocol and Justification for the Merger of New Omnichannel Ltd. into Infracommerce CXAAS S.A.", executed on March 14, 2023 ("NewCo Protocol and Justification"), by the management of the Company and NewCo, which contains all the terms and conditions for NewCo merger into the Company ("NewCo Merger");
- (vi) ratify the appointment and engagement of the specialized company, Externa Contabilidade Ltda. ("NewCo Appraiser"), liable for issuing an appraisal report, at accounting equity value of NewCo shareholders' equity to be merged into the Company ("NewCo Appraisal Report");
- (vii) approve the NewCo Appraisal Report issued by NewCo Appraiser;
- (viii) approve the NewCo Merger, under the terms and conditions of NewCo Protocol and Justification, and accordingly, the Company's capital increase;
- (ix) approve the amendment to Article 5, *caput*, of the Company's Bylaws, to reflect the Company's capital increase due to the approval of item (iv) of the Agenda and/or approval of item (viii) of the Agenda, where applicable, as well as the restatement of the Company's Bylaws; and
- (x) approve the authorization for the Company's management to practice all and any acts necessary to enforce and carry out the resolutions approved, under prevailing laws, including, but not limited, subject to the implementation of respective Ecomsur Condition Precedents and NewCo Condition Precedents, the implementation of Ecomsur Merger and NewCo Merger, respectively, as well as new shares to be issued by the Company due to the merger(s) approved.

The Company points out that resolution proposals outlined in items (i) to (iv) above are interdependent legal businesses, with the assumption that each of the deliberations indicated in items (i) to (iv) above shall not be effective, severally, without others also being approved. Therefore, should the ESM reject any of the matters included in items (i) to (iv) of the Agenda, or if corporate approvals are not obtained, or conditions provided for in Ecomsur Protocol and Justification are not fulfilled, none of the other matters included in items (i) to (iv) eventually approved at the ESM shall produce effects. Also, the full efficacy of deliberations shall be subject to the fulfillment or waiver (where applicable) of all Ecomsur Condition Precedents included in the Ecomsur Agreement executed and described in the material fact of January 9, 2023.

Therefore, the Company points out that the resolution proposals outlined in items (v) to (viii) above, under the terms of the call notice, are interdependent legal businesses, with the assumption that each of the deliberations indicated in items (v) to (viii) above shall not have efficacy, severally, without others also being approved. Therefore, should the ESM reject any of the matters included in items (v) to (viii) of the Agenda, or if corporate approvals are not obtained, or NewCo Condition Precedents

provided for the NewCo Protocol and Justification are not fulfilled, none of the matters included in items (v) to (viii) eventually approved at the ESM shall produce effects. Also, the full efficacy of deliberations shall be subject to the fulfillment or waiver (where applicable) of all NewCo Condition Precedents included in the NewCo Agreement.

Independent Transactions. It is clarified herein that Ecomsur Merger and NewCo Merger are independent transactions among themselves; each one's approval and effectiveness shall take place irrespective of the approval and effectiveness of the other.

As provided for in Article 125 of the Brazilian Corporation Law, in relation to items "i" to "viii" and "x" of the Agenda, the Meeting shall be installed, on a first call, with attendance of shareholders representing one-fourth (1/4), at least, of the Company's voting capital stock.

Under Article 135 of the Brazilian Corporation Law, in relation to item "ix" of the Agenda, to install the Meeting on a first call, the attendance of shareholders and/or legal representatives, holding, at least, two-thirds (2/3) of the capital stock with the Company's voting right shall be required.

Should any of referred quorums of installation for deliberation of respective matters above be not achieved, the Meeting shall be installed only in relation to the matters to which the quorum of installation was verified, and a new call shall be made via publication of a new Call Notice, for other matters, announcing the new date for the Meeting referring to respective matter(s) on a second call, at least, eight (8) days in advance, and the Meeting shall be installed by means of the attendance of any number of shareholders.

3. General Instructions

The following is available for the Company's shareholders, as of this date, as provided for in the Brazilian Corporation Law and CVM Resolution No. 81, at the headquarters of Infracommerce, on the Company's investor relations website (<https://ri.infracommerce.com.br/>), on the website of CVM (www.cvm.gov.br) and B3 (<http://www.b3.com.br>): **(i)** the copies of this Call Notice publications; **(ii)** the Manual, including the Management Proposal for the Agenda of the Meeting, comprising its exhibits, including (a) the Ecomsur Protocol and Justification and exhibits, among them, the Ecomsur Appraisal Report; (b) the NewCo Protocol and Justification and exhibits, among them the NewCo Appraisal Report; (c) the main terms of Ecomsur Transaction; (d) the main terms of NewCo Transaction; and (e) information of Exhibit I of CVM Resolution No. 81 for Ecomsur Merger and NewCo Merger.

Under Paragraph 1 of Article 126 of the Brazilian Corporation Law and the decision of the CVM joint committee in the proceeding CVM RJ-2014/3578, on November 4, 2014, the shareholder can be

represented at the shareholders meeting: **(i)** if an individual, by an attorney-in-fact empowered less than one (1) year (a shareholder, manager of the Company or attorney regularly enrolled with the Brazilian Bar Association); **(ii)** if a legal entity, by their legal representatives or attorney-in-fact appointed under the terms of its charter and in accordance with rules of the Brazilian Civil Code; and **(iii)** if investment fund, by its administrator and/or manager, or also by an attorney-in-fact appointed under its charter and in accordance with rules of the Brazilian Civil Code.

Shareholder's attendance shall take place exclusively online via the Digital Platform, in person, or by a legal representative or attorney-in-fact duly empowered, under the aforementioned terms, as well as in the Meeting Manual.

As provided for in Article 28, Paragraph 1 of CVM Resolution No. 81, the Digital Platform made available by the Company shall ensure: (i) the possibility of manifestation and simultaneous access to documents submitted during the meeting not previously made available; (ii) the meeting's full recording; and (iii) the possibility of communication among shareholders.

To remotely attend the Meeting, shareholders shall access the Digital Platform website (www.tenmeetings.com.br/assembleia/portal/?id=DD55F54B49CC) wherein they shall complete their registration and attach the documents required for their acceptance to attend and/or vote at the Meeting, at least, two (2) days in advance of the date designated for the Meeting, i.e., by April 3, 2023, under Article 6, Paragraph 3 of CVM Resolution No. 81. After registration is approved by the Company, the shareholder shall receive his login and individual password to access the platform through e-mail registered.

The Company clarifies that will neither require the sending of hard copies of shareholders' representation documents, nor the grantor's signature notarization in the shareholder's proxy, the consularization, the annotation, and the sworn transaction of all representation documents of a foreign shareholder, just forwarding a simple copy of original documents, as well as a free translation of referred foreign documents, where applicable, via Digital Platform (link mentioned above).

The Company only will accept proxies granted by shareholders via electronic means containing digital certification within the standards of the Brazilian Public Keys Infrastructure or another vehicle that evidences the authorship and completeness of the document electronically.

Other guidelines and information for the online attendance at the Meeting, as well as all documents relating to the Agenda, shall be consulted in the Meeting Manual, which contains the Company's

Management Proposal, available at the electronic addresses: websites of CVM (www.cvm.gov.br), B3 (<http://www.b3.com.br>) and the Company (ri.infracommerce.com.br/).

São Paulo/SP, March 15, 2023

Pedro Jereissati

Chairman of the Board of Directors

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