

MRV ENGENHARIA E PARTICIPAÇÕES S.A.

CNPJ n. 08.343.492/0001-20

NIRE 31.300.023.907

Publicly held Company

ORDINARY SHAREHOLDERS MEETING

HELD ON APRIL 25th, 2023

1. DATE, TIME AND PLACE. Held on April 25th, 2023, 10:00, at the **MRV ENGENHARIA E PARTICIPAÇÕES S.A.** ("Company") headquarters at Avenida Professor Mario Werneck, nº 621, 10th floor, Estoril, Zip Code 30.455-610, in the city of Belo Horizonte, state of Minas Gerais.

2. PRESIDING BOARD. Mr. **Guiherme Silva Freitas** took the role of chairman and having as its secretary Mrs. **Fernanda De Mattos Paixão**

3. CALL NOTICE AND LEGAL PUBLICATIONS: Call Notice published in the newspaper "Estado de Minas Gerais", on March 25, 27 and 28, 2023, in the pages 12, 6 and 8, respectively, and in its digital edition, on the same dates, pursuant to article 124 of Law No. 6.404 of December 15, 1976, of ("Brazilian Corporate Law"). The Management Report and the Financial Statements, and respective explanations notes, and the Annual Independent Auditors' Report of Ernst & Young Auditores Independentes S/S ("EY") regarding the fiscal year ended on December 31, 2022 were published in the newspaper "Estado de Minas Gerais", on March 14, 2023, in the pages 10 to 15, and in its digital edition, on the same date. The Manual for Attendance and the Management Proposal for the Ordinary and Extraordinary Shareholders Meetings ("Shareholders Meeting") and other documents and information regarding the agenda were made available to shareholders at the Company's headquarters and on the websites of the Company (<https://ri.mrv.com.br/>), the Brazilian Securities and Exchange Commission (www.cvm.gov.br) and B3 S.A. – Brasil, Bolsa, Balcão (<http://www.b3.com.br>), pursuant to article 133 of the Brazilian Corporate Law and CVM Actions and Resolution No. 81 of March 29, 2022, as amended.

4. ATTENDANCE AND QUORUM. (1) At the Ordinary Shareholders Meeting, attended shareholders representing **54,33%** of the Company's registered common shares, noting the existence of a quorum for the installation of the Shareholders Meeting, pursuant to art. 125 of the Brazilian Corporation Law; and

(2) At the Extraordinary Shareholders Meeting, attended shareholders representing **52,62%** of the Company's registered common shares, noting the existence of a quorum for the installation of the Shareholders Meeting, pursuant to art. 135 of the Brazilian Corporation Law.

Also attended: the members of the Fiscal Council, Mr. Paulino Ferreira Leite; the representatives of Ernst & Young Auditores Independentes S/S ("EY"), Mr. Igor Gade; the Controllershship Officer, and Mr. Augusto Pinto De Moura Andrade the Executive Investor Relations Manager, Mr. Augusto Pinto De Moura Andrade; and the Legal Manager, Fernanda de Mattos Paixão.

5. AGENDA. At the Ordinary Shareholder's Meeting: 1. To deliberate on the Company's Management account, to examine, to discuss and to vote on the equity

balance sheet and financial statement relative to business carried out closing on December 31, 2022; **2. To deliberate** on the election of the slate appointed to compose the Board of Directors, with a term of 02 (two) years, extendable until the Company's Ordinary General Meeting of 2025, as well as to establish the number of vacancies to be filled in this election; **3. To decide** on the installation of the Audit Committee and, if installed, elect its members and their respective alternates for the term to end on the date of the Company's Ordinary General Meeting in 2024; and **4. To establish** the overall annual remuneration of the Management for the 2023 fiscal year; **5. To deliberate** on publishing the minutes of the Ordinary and Extraordinary General Meeting pursuant to art. 130, §2, of Corporation Law omitting the names of the shareholders

These minutes were authorized to be drawn up in summary form as provide in article 130, §1 of the Brazilian Corporate Law.

In accordance with the **AGENDA** of the Ordinary Shareholders Meeting the following resolutions were adopted:

1. To approve, fully and without reservation, unanimously, with **26,44%** of favorable votes, **00.00%**, of opposing votes, and **73.56%** of abstentions, including the legally prevented, the Company's the Management accounts and report, the equity balance sheet and Financial Statements for the fiscal year ended December 31, 2022, with absorption of the loss by the reserve profits, together with the Independent Auditors' Report.

2. To approve, fully and without reservation, unanimously, with **97,91%** of favorable votes, **0,00%** of opposing votes, and **2,09%** of abstentions, the fixation of the number of the members of the Company's Board of Directors in 07 (seven) members.

Subsequently, with **95,74%** of votes in favor, **2,10%** of votes against and **2,16%** of abstentions, the election, by the majority of those present, under the terms of the Company's Bylaws, of the "Chapa da Administração" to compose the Company's Board of Directors, with a term of office of 02 (two) years, extendable until the Company's Ordinary Meeting to be held in 2025.

The slate now elected is composed of the following members:

- **Mr. Leonardo Guimarães Corrêa**, brazilian, divorced, economist, holder of identity card under nº 28.043.464, SSP/SP, enrolled with the CPF under nº 275.939.836-68, with commercial address at Avenida Professor Mário Werneck, nº 621, Estoril, zip code 30.455-610, Belo Horizonte, State of Minas Gerais, for the role of effective member of the Company's Board of Directors; and
- **Mr. Paulo Sérgio Kakinoff**, brazilian, married, administrator, holder of identity card under nº 25.456.936-1, SSP/SP, enrolled with the CPF under nº 194.344.518-41, with commercial address at Avenida Professor Mário Werneck, nº 621, Estoril, zip code 30.455-610, Belo Horizonte, State of Minas Gerais, for the role of independent member of the Company's Board of

Directors; and

- **Ms. Maria Fernanda Nazareth Menin Teixeira de Souza Maia**, brazilian, married, lawyer, holder of identity card under nº 10.185.908, SSP/MG, enrolled with the CPF under nº 040.415.096-96, with commercial address at Avenida Professor Mário Werneck, nº 621, Estoril, zip code 30.455-610, Belo Horizonte, State of Minas Gerais, for the role of effective member of the Company's Board of Directors; and

- **Mr. Rubens Menin Teixeira de Souza**, brazilian, married, civil engineer, holder of professional identity card under nº 20.353/D, CREA/MG, enrolled with the CPF under nº 315.836.606-15, with commercial address at Avenida Professor Mário Werneck, nº 621, Estoril, zip code 30.455-610, Belo Horizonte, Minas Gerais, for the role of effective member of the Company's Board of Directors; and

- **Mr. Antonio Kandir**, brazilian, divorced, mechanic engineer, holder of identity card under nº 4866700-6, SSP/MG, enrolled with the CPF under nº 146.229.631-91, with commercial address at Avenida Brigadeiro Faria Lima, nº 1.663, 1º andar, zip code 01452-001, São Paulo, State of São Paulo, for the role of independent member of the Company's Board of Directors; and

- **Ms. Betania Tanure de Barros**, brazilian, married, psychologist, holder of identity card under nº M1-072104, enrolled with the CPF under nº 385.001.086-49, with commercial address at Rua das Acácias, nº 1.338, 5º floor, zip code 34000-000, Nova Lima, State of Minas Gerais, for the role of independent member of the Company's Board of Directors; and

- **Mr. Silvio Romero de Lemos Meira**, brazilian, married, engineer, holder of identity card under nº 287.987, MAER/PE, enrolled with the CPF under nº 851.577.168-34, with commercial address at Avenida Professor Mário Werneck, nº 621, Estoril, zip code 30.455-610, Belo Horizonte, State of Minas Gerais, for the role of independent member of the Company's Board of Directors.

Based on the information received by the Company's management, pursuant to the applicable legislation, shareholders were informed that the members of the Board of Directors elected herein are in a position to sign, without any reservations, the declaration of disqualification mentioned in article 147, paragraph 4, of the Brazilian Corporate Law and Article 2 of Annex K of CVM Resolution No. 80, of March 29, 2022 ("CVM Resolution 80"), which will be filed at the Company's headquarters.

The members of the company's Board of Directors elected herein will take office in their respective positions and will be invested with the powers necessary for the exercise of their attributions by signing a term of office drawn up in the Record Book of Minutes of the Meetings of the Company's Board of Directors on up to 30 (thirty) days from this date.

Messrs. Paulo Sérgio Kakinoff, Antônio Kandir, Silvio Romero de Lemos Meira, and Betania Tanure de Barros are considered independent members of the Company's

Board of Directors, for the purposes of CVM Resolution 80, B3's Novo Mercado Listing Regulations and the Company's Bylaws.

2. Approve, by the majority of those present, at the request of the interested shareholders and pursuant to article 161, paragraph 2, of the Brazilian Corporate Law, as amended, with **94.70%** of votes in favor, **5.07%** of votes against and **0.23 %** of abstentions, the installation of the Fiscal Council, with mandate until the date of the Ordinary Shareholders Meeting that examines the accounts for the fiscal year ended on December 31, 2023;

Subsequently, the Board of the Meeting was asked to exercise the right to elect a member of the Fiscal Council separately by the minority shareholders represented by the managers BB Asset Management and Caixa de Previdência dos Trabalhadores do Banco do Brasil (PREVI), with a mandate until the Ordinary Shareholders Meeting that will deliberate on the Company's Financial Statements for the fiscal year ending on December 31, 2023.

With **23.96%** of votes in favor, **1.54%** of votes against and **74.49%** of abstentions, by the majority of those present, the separate election of the following member was approved:

(i) Mr. Marcelo Marques Pacheco, brazilian, bank employee, holder of identity card under nº 08.340.555-5, DIC/RJ, enrolled with the CPF under nº 002.629.827-90, resident and domiciled at Avenida Gastão Senges nº 245, apt. 501, Barra da Tijuca, Rio de Janeiro, State of Rio de Janeiro, zip code 22.631-280 to occupy the position of effective member of the Company's Fiscal Council and, as his alternate, **Mr. Marcelo Rodrigues de Farias**, brazilian, bank employee, holder of identity card under nº 08.196.861-2, IFP/RJ, enrolled with the CPF under nº 844.057.327-87, resident and domiciled Rua Paissandú nº 156, apt. 401, Flamengo, Rio de Janeiro, State of Rio de Janeiro, CEP 22.210-080.

Then, in a majority vote, with **75.52%** favorable votes, **1.20%** unfavorable votes and **20.57%** abstentions, the following members were elected to compose the Company's Fiscal Council, with a mandate of up to the Ordinary Shareholders Meeting that will deliberate on the Company's Financial Statements for the fiscal year ending on December 31, 2023:

(i) Thiago da Costa e Silva Lott, brazilian, lawyer, registered with OAB/MG under number 101.330, registered with the CPF under number 039.250.866-41, resident and domiciled in Nova Lima, State of Minas Gerais, to occupy the position of effective member of the Company's Fiscal Council and, as his alternate, **Paulino Ferreira Leite**, brazilian, accountant, holder of identity card RG under nº 309.850, enrolled with the CPF under nº 056.171.206-97, with commercial address at Avenida Professor Mário Werneck, nº 621, Estoril, Belo Horizonte, State of Minas Gerais, zip code 30.455-610; and

(ii) Sicomar Benigno de Araújo Soares, Brazilian, accountant, enrolled in CPF under no. 670.227.826-87, resident and domiciled in the city of Belo Horizonte, State of Minas Gerais, to occupy the position of effective member

of the Company's Fiscal Council and, as his alternate, **Patrícia Bolina Pellini**, Brazilian, married, lawyer, registered with the CPF under no. 757.403.468-00, resident and domiciled in the city of Belo Horizonte, State of Minas Gerais;

Based on the information received by the Company's management, shareholders were informed that the members of the Fiscal Council meet the requirements set forth in article 162 of the Brazilian Corporate Law and are in a position to sign, without any reservations, the declaration mentioned in article 147 and in article 162, paragraph 2 of the Brazilian Corporate Law, which will be filed at the Company's headquarters.

The investiture of the members of the Fiscal Council elected herein are conditioned to the effective signature and presentation of the term of office and the respective declarations of disqualification, in the form of the provisions of art. 149 of the Brazilian Corporate Law.

3. Establish, in full and without reservations, by the majority of those present, with **24.71%** of votes in favor, **1.50%** of votes against and **73.79%** of abstentions, including the abstentions of those legally impeded, the global compensation of the Management for the fiscal year 2023, in the amount of up to R\$ 47,602,693 (forty-seven million, six hundred and two thousand, six hundred and ninety-three reais). For clarification purposes, the amount includes the remuneration of the Board of Directors, the Executive Board and the Fiscal Council now installed.

4. Approve, in full and without reservations, unanimously, the publication of the minutes of the Ordinary Shareholders Meeting pursuant to art. 130, paragraph 2, of the Brazilian Corporate Law, omitting the names of shareholders; and

5. To state that, as of May 1st, 2023, the publications ordered by Law No. 6,404/76 will be made in the **Jornal Diário do Comércio de Minas Gerais**, as amended by the Company's Board of Directors on March 24 from 2023.

There being no further business to discuss, this Ordinary Shareholders Meeting was closed, with the terms of these minutes deliberated and unanimously approved by the attending shareholders, who subscribed to it, registering the abstentions that are filed at the Company.

Belo Horizonte, April, 25, 2023.

PRESIDING BOARD: Chairman: **Guilherme Silva Freitas**. Secretary: **Fernanda de Mattos Paixão**. **Present Shareholders:** **Raphael Rocha Lafetá; Challenger FIA, Costellis International Limited, Eduardo Fischer Teixeira de Souza, Junia Maria de Sousa Lima Galvao, Leonardo Guimaraes Correa, Marcos Alberto Cabaleiro Fernandez, Maria Fernanda Nazareth Menin Teixeira de Souza Maia, Rafael Nazareth Teixeira De Souza, Ricardo Paixao Pinto Rodrigues, Rubens Menin Teixeira De Souza, Lucas Cabaleiro Fernandez e Maio Participações Ltda.** represented by Guilherme Silva Freitas; **BESTINVER LATAM, FI, e AMUNDI FUNDS** represented by Ricardo José Martins Gimenez; **Simone Abdala Torres**. **Shareholders who voted through the remote voting**

form: BB TOP ACOES CONSTRUCAO CIVIL FIA; BB TOP ACOES DIVIDENDOS FIA; BB TOP ACOES QUANTITATIVO FUNDO DE INVESTIMENTO; BB TOP ACOES SETORIAL CONSUMO FI; BB TOP ACOES SMALL CAPS FDO DE INVESTIMENTO; BB TOP MM BALANCEADO FI LP; BB TOP ACOES DUAL STRATEGY FI; BB TOP ACOES IBOVESPA ATIVO FI; BB TOP ACOES IBOVESPA INDEXADO FI; BB TOP ACOES INDICE DE SUST EMP FI EM ACOES; BB TOP ACOES INFRAESTRUTURA FIA; BRASILPREV TOP PLUS FDO DE INVEST DE ACOES; BRASILPREV TOP ACOES DIVIDENDOS FI; BRASILPREV TOP A FUNDO DE INV DE ACOES; BB ACOES GOVERNANCA FI; BB CAP ACOES FUNDO DE INVESTIMENTO; BB CAP IBOVESPA INDEXADO FIA; BB ECO GOLD FUNDO DE INVESTIMENTO EM ACOES; BB ETF IBOVESPA FUNDO DE INDICE; BB MAR AZUL ACOES FUNDO DE INVESTIMENTO; BB PREVIDENCIA ACOES IBRX FUNDO DE INVESTIMENTO; BB TERRA DO SOL FUNDO DE INVESTIMENTO MM CREDITO PRIVADO; FCOPEL FUNDO DE INVESTIMENTO EM ACOES I; FIM SANTA CRISTINA IE CREDITO PRIVADO; JGP B PREVIDENCIA FIFE MASTER FUNDO DE INVESTIMENTO EM ACOES; JGP EQUITY MASTER FIA; JGP EQUITY MASTER FIM; JGP HEDGE MASTER FUNDO DE INVESTIMENTO MULTIMERCADO; JGP LONG ONLY INSTITUCIONAL FIA; JGP LONG ONLY MASTER FUNDO DE INVESTIMENTO EM ACOES; JGP MAX MASTER FUNDO DE INVESTIMENTO MULTIMERCADO; JGP PREVIDENCIARIO ITAU MASTER FUNDO DE INVESTIMENTO EM ACOE; JGP REAL ESTATE MULTIESTRATEGIA FUNDO DE INVESTIMENTO MULTIM; JGP STRATEGY MASTER FUNDO DE INVESTIMENTO MULTIMERCADO; BRADESCO H FI EM ACOES DIVIDENDOS; BRADESCO FIA IBOVESPA PLUS; BRAM FUNDO DE INVESTIMENTO EM ACOES IBOVESPA; BRADESCO H FIA SMALL CAPS; BRAM H FI EM ACOES PASSIVO IBRX; BRAM H FI EM ACOES IBOVESPA GESTAO; BRADESCO FIA MASTER SMALL CAP; BRADESCO FIA MASTER IBOVESPA; FUNDO DE INVESTIMENTO EM ACOES IBOVESPA 157; BRADESCO FIA SMART ALLOCATION; ETF BRADESCO IBOVESPA FUNDO DE INDICE; FIM CREDITO PRIVADO IE – 2431; BRADESCO H FI EM ACOES IBOVESPA; BRADESCO TOP GREEN INDEX FIFE FUNDO DE INVESTIMENTO EM ACOES; B-INDEX MORNINGSTAR BRASIL PESOS IGUAIS FUNDO DE INDICE; B-INDEX MORNINGSTAR SETORES CICLICOS BRASIL FUNDO DE INDICE; BRADESCO FIA SUPER ACAO; VELT PARTNERS FUND LLC; VELT ALISIO FIA; VELT MASTER FUNDO DE INVESTIMENTO EM ACOES; VELT MASTER INSTITUCIONAL FUNDO DE INVESTIMENTO EM ACOES; VELT MASTER PREV FUNDO DE INVESTIMENTO EM ACOES; FP FOF VELT INSTITUCIONAL FUNDO DE INVESTIMENTO EM ACOES; VELT BRADESCO PREV FUNDO DE INVESTIMENTO EM ACOES; VELT IVP MASTER PREV FUNDO DE INVESTIMENTO EM ACOES; VELT TARUMA FUNDO DE INVESTIMENTO EM ACOES; VELT BV FUNDO DE INVESTIMENTO EM ACOES IE; BB TOP AÇÕES QUANTITATIVO FUNDO DE INVESTIMENTO; BB TOP MULTIMERCADO ASG FUNDO DE INVESTIMENTO LONGO PRAZO; BB TOP ACOES INDICE DE SUSTENTABILIDADE EMPRESARIAL IS FIA; BB ACOES GOVERNANCA IS FI; BB ETF IBOVESPA FUNDO DE ÍNDICE; BB MAR AZUL AÇÕES FUNDO DE INVESTIMENTO; FCOPEL FUNDO DE INVESTIMENTO EM AÇÕES I; FUNDO DE INVESTIMENTO MULTIMERCADO SANTA CRISTINA INVESTIMENTO NO EXTERIOR CRÉDITO PRIVADO; JGP B PREVIDENCIA FIFE MASTER FUNDO DE INVESTIMENTO EM AÇÕES; JGP EQUITY MASTER FUNDO DE INVESTIMENTO EM AÇÕES; JGP EQUITY MASTER FUNDO DE INVESTIMENTO

MULTIMERCADO; JGP LONG ONLY INSTITUCIONAL FUNDO DE INVESTIMENTO EM AÇÕES; JGP LONG ONLY MASTER FUNDO DE INVESTIMENTO EM AÇÕES; JGP PREVIDENCIÁRIO ITAÚ MASTER FUNDO DE INVESTIMENTO EM AÇÕES; JGP REAL ESTATE MULTISTRATÉGIA FUNDO DE INVESTIMENTO MULTIMERCADO CRÉDITO PRIVADO; TREND ETF IBOVESPA FUNDO DE ÍNDICE; TREND ETF SMALL CAPS FUNDO DE ÍNDICE; TREND SMALL CAPS FUNDOS DE INVESTIMENTOS EM AÇÕES; TREND IBOVESPA FUNDO DE INVESTIMENTOS EM AÇÕES; TREND IBOVESPA MÁSTER PREV FUNDO DE INVESTIMENTO EM AÇÕES; ÁGORA TOP GREEN INDEX FUNDO DE INVESTIMENTO EM AÇÕES IS; BRADESCO TOP GREEN IND FIFE FIA IS; VELT ALÍSIO FUNDO DE INVESTIMENTO EM AÇÕES; VELT MASTER FUNDO DE INVESTIMENTO EM AÇÕES; VELT MASTER INSTITUCIONAL FUNDO DE INVESTIMENTO EM AÇÕES; VELT MASTER PREV FUNDO DE INVESTIMENTO EM AÇÕES; FP FOF VELT INSTITUCIONAL FUNDO DE INVESTIMENTO EM AÇÕES; VELT BRADESCO PREV FUNDO DE INVESTIMENTO EM AÇÕES; VELT IVP MASTER PREV FUNDO DE INVESTIMENTO EM AÇÕES; VELT TARUMÃ FUNDO DE INVESTIMENTO EM AÇÕES; VELT BV FUNDO DE INVESTIMENTO EM AÇÕES; XP MACRO PLUS FIM; XP BALANCEADO FMP - FGTS CARTEIRA LIVRE; XP INVESTOR FMP - FGTS CARTEIRA LIVRE; XP INVESTOR 30 MASTER FIA; XP INVESTOR FIA; XP INVESTOR IBOVESPA ATIVO MASTER FIA; XP LONG TERM EQUITY SEGUROS MASTER FIFE FIM; FIA PIPA; FP XP TOTAL RETURN FIA; XP FLECHAS FIA; XP FAMÍLIA PREVIDÊNCIA FIA; XP LONG BIASED ADVISORY XP SEGUROS PREVIDÊNCIA MASTER FIM IQ; XP INVESTOR EQUITY HEDGE MASTER FIM; XP INVESTOR LONG BIASED II MASTER FIA; XP INVESTOR LONG BIASED FIM

It is declared, for all due purposes, that there is a faithful and authentic copy filed and signed by those present in the proper book.

Checks out with the original:

Fernanda De Mattos Paixão
Secretary