

**HAPVIDA PARTICIPAÇÕES E INVESTIMENTOS S.A.**

**Manual for participation at the EGM**

**Extraordinary general meeting**

**Date: October 15, 2021**

**Time: 10:00 am**

**HAPVIDA PARTICIPAÇÕES E INVESTIMENTOS S.A.**

CNPJ/ME (National Corporate Publicly-Held Company NIRE (State Registration  
Taxpayers' Register of the Ministry of Economy) Number) 233.000.392.71  
05.197.443/0001-38

**Manual for Participation in the Extraordinary General Meeting**

**October 15, 2021**

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## **1. MESSAGE FROM THE CHAIRMAN AND INVITE**

**HAPVIDA PARTICIPAÇÕES E INVESTIMENTOS S.A.** ("Company" or "Hapvida") invites its shareholders ("Shareholders") to participate in the extraordinary general meeting, to be held on October 15, 2021, at 10:00 am ("EGM"), in a manner in person, at the Company's headquarters located in the city of Fortaleza, State of Ceará, at Avenida Heráclito Graça, No. 406, Centro, CEP 60140-060, in order to resolve on the matters contained in the call notice, as per item 2 of this Manual for Participation at the EGM ("Manual").

In this document, the Company presents the information necessary for participating in the EGM and exercising the right to vote, in compliance with the terms of Law No. 6.404, of December 15, 1976 ("Lei das S.A.") and the Instructions of the Brazilian Securities Commission - CVM No. 480, of December 7, 2009 ("ICVM 480") and 481, of December 17, 2009 ("ICVM 481"). In order to facilitate and encourage participation in the EGM, the Company makes available, through the world wide web, the information and documents provided for in the Corporate Law and ICVM 481. Also, we remind you that the Investor Relations area of the Company is available to resolve any doubts regarding the matters on the agenda through an electronic message ([ri@hapvida.com.br](mailto:ri@hapvida.com.br)).

Please feel invited to examine the management proposal and other documents related to the EGM on the Company's Investor Relations page ([www.hapvida.com.br](http://www.hapvida.com.br)– Investors Menu), on the on the website of the Brazilian Securities and Exchange Commission ([www.cvm.gov.br](http://www.cvm.gov.br)), on the website of B3 S.A. – Brasil, Bolsa, Balcão ("B3") ([www.b3.com.br](http://www.b3.com.br)) and at the Company's headquarters.

The participation of shareholders at the EGM is extremely important to discuss and vote on the matters brought to the resolution. We count on your presence and participation.

Fortaleza, state of Ceará, September 23, 2021.

**Candido Pinheiro Koren de Lima**  
Chairman

## **2. CALL NOTICE**

### **HAPVIDA PARTICIPAÇÕES E INVESTIMENTOS S.A.**

CNPJ (National Corporate Taxpayers' Register of the Ministry of Economy) 05.197.443/0001-38

NIRE (State Registration Number) 233.000.392.71

### **CALL NOTICE FOR EXTRAORDINARY GENERAL MEETING**

The shareholders of **HAPVIDA PARTICIPAÇÕES E INVESTIMENTOS S.A.** ("Company") are called to meet at an extraordinary general meeting, to be held on October 15, 2021, at 10:00 am ("EGM"), in person, at the Company's headquarters located in the city of Fortaleza, State of Ceará, at Avenida Heráclito Graça, No. 406, Centro, CEP 60140-060, in order to resolve on the agenda indicated below:

- (i)** approve a buyback program of up to 100,000,000 shares issued by the Company to be held in treasury or cancelled;
- (ii)** delete item "n" of article 13 of the Company's bylaws, renumbering the other items, and change the wording of item "j" of article 24, so that the provision of guarantees by the Company to its direct and indirect subsidiaries becomes the responsibility of the board of directors; and
- (iii)** to change the wording of item "d" of Article 13 of the Bylaws, to clarify that the authorization for the Company to trade its own shares will be the responsibility of the Board of Directors.

#### **1. General information and documents available to shareholders:**

We inform that the manual for participation in the meeting and the management proposal, as well as the other documents provided for by law and applicable regulations, are available to shareholders, at the Company's headquarters and on the Investor Relations page ([www.hapvida.com.br](http://www.hapvida.com.br) – Investors Menu), on the website of the Brazilian Securities and Exchange Commission ([www.cvm.gov.br](http://www.cvm.gov.br)) and on the website of B3 SA – Brasil, Bolsa, Balcão ([www.b3.com.br](http://www.b3.com.br)), containing all information necessary to understand the above matters, pursuant to paragraph 6 of article 124 and paragraph 3 of article 135 of Law 6,404/76 and article 6 of CVM Instruction 481/09 ("ICVM 481").

#### **2. Legitimation and representation:**

Shareholders will participate in the EGM pursuant to the terms of the manual for participation in the EGM and the management proposal, which set out in greater detail the documents required for accreditation. Shareholder participation can be in person or by a duly appointed attorney-in-fact, with detailed guidance on the required documentation being contained in the manual.

Shareholders holding shares issued by the Company, themselves, their legal representatives or attorneys-in-fact, may participate in the EGM, provided such shares are registered in their name

with the depositary financial institution responsible for the Company's book-entry shares, as set for in article 126, of Law No. 6.404/76.

Without prejudice to the information detailed in the manual, the Company highlights the following information about the forms of participation in the EGM:

Prior registration and participation: Shareholders are requested to register, if possible, by October 13, 2021, at 10:00 am, via e-mail [ri@hapvida.com.br](mailto:ri@hapvida.com.br), and send them in advance by e-mail the documentation necessary to allow the shareholder to participate in the EGM, as specified below and in the manual. The request for prior registration is intended to facilitate the preparation of the EGM, without representing any obstacle to shareholder participation. In view of the Coronavirus pandemic (COVID-19), the Company will adopt measures to protect and sanitize its environments in order to safely receive shareholders who attend the EGM.

Shareholder in attendance: (i) shareholders who are individual persons: identification document with photo and proof of ownership of shares; (ii) shareholders who are legal entities: copy of the last consolidated bylaws or articles of incorporation, supporting documentation of representation (minutes of election of directors and/or power of attorney), identification document with photo of the legal representative(s) ) and proof of ownership of the shares; (iii) shareholders who are investment funds: copy of the last consolidated regulation of the fund, the by-laws or articles of incorporation of its manager, supporting documentation of representation (minutes of election of directors and/or power of attorney), identification document with photo of the (s) legal representative(s) and proof of ownership of shares; and (iv) foreign shareholders: the same documentation applicable to Brazilian shareholders, translated into Portuguese by a sworn translator, except if originally drawn up in Portuguese, English or Spanish.

Shareholders represented by attorney-in-fact: Powers of attorney may be granted in physical form, in compliance with the provisions of article 126 of Law 6,404/76 and the manual. Shareholders' legal representatives must attend the EGM bearing a power of attorney and other documents indicated in the Manual, as well as an identity document.

Waiver of formalities: In order to simplify the procedure for registering and verifying documents, the Company's management will dispense with notarization of powers of attorney, as well as notarization and consularization or apostille in the case of powers of attorney granted abroad. Company will also waive the requirement for a sworn translation of powers of attorney that were originally drawn up in Portuguese, English or Spanish or are accompanied by the respective translation into these languages. Documents must be sent to the electronic address [ri@hapvida.com.br](mailto:ri@hapvida.com.br), subject to the express confirmation of the Company regarding the receipt and sufficiency of such documents.

Fortaleza, state of Ceará, September 23, 2021.

**Candido Pinheiro Koren de Lima**  
Chairman

### **3. INFORMATION ON THE EXTRAORDINARY GENERAL MEETING**

#### **3.1. Date, time and place**

Date: October 15, 2021

Time: 10:00 am

Place: The EGM shall be held, in person, at the headquarters of Hapvida Participações e Investimentos S.A., located in the city of Fortaleza, state of Ceará, at Avenida Heráclito Graça, No. 406, Centro, CEP 60.140-060.

Publication: The call notice for the EGM will be published in the Official Gazette of the State of Ceará and in the newspaper "O Estado do Ceará", pursuant to the provisions of Article 124 of the Brazilian Corporate Law.

#### **3.2. Agenda to be resolved on the EGM**

The EGM will resolve on the matters contained in the call notice, according to item 2 of this Manual. For more information on the matters subject to resolution at the Meeting, see the Management Proposal and other documents related to the EGM on Hapvida's Investor Relations page ([www.hapvida.com.br](http://www.hapvida.com.br) - Investors Menu), on the website of the Brazilian Securities and Exchange Commission ([www.cvm.gov.br](http://www.cvm.gov.br)), on the B3 page ([www.b3.com.br](http://www.b3.com.br)) and at the Company's headquarters.

#### **3.3. Installation and deliberation quorums**

On first call, the presence of Shareholders representing at least 1/4 (one quarter) of the total votes cast by the Company's common shares will be required, pursuant to article 125 of the Brazilian Corporation Law, so that the EGM can be installed to deliberate on item "i" of the agenda.

For items "ii" and "iii" of the agenda, the presence of Shareholders representing at least 2/3 (two thirds) of the total votes cast by the Company's common shares will be required on the first call, under the terms of article 135 of the Corporate Law, so that the EGM can be installed on such items.

If the quorum is not reached on the first call for any of the above matters, (i) the EGM will not be installed in relation to such matters; and (ii) the Company's management will make arrangements for the second call of the EGM, with the remaining agenda, within the applicable deadlines.

The quorum for resolution on the matters of each of the items on the EGM's agenda is by an absolute majority of votes, not counting the blank votes, under the terms of article 129, caput, of the Brazilian Corporate Law.

### **4. MANUAL FOR PARTICIPATION IN THE EXTRAORDINARY GENERAL MEETING - PROCEDURES AND DEADLINES**

Waiver of Formalities: In order to simplify the procedure for registering and verifying documents, the Company's management will dispense with notarization of powers of attorney, as well as notarization and consularization or apostille in the case of powers of attorney granted abroad.

Company will also waive the requirement for a sworn translation of powers of attorney that were originally drawn up in Portuguese, English or Spanish or are accompanied by the respective translation into these languages. Documents must be sent to the electronic address [ri@hapvida.com.br](mailto:ri@hapvida.com.br), subject to the express confirmation of the Company regarding the receipt and sufficiency of such documents.

Shareholders holding shares issued by the Company, by themselves, their legal representatives or attorneys-in-fact, may participate in the EGM, provided that said shares are registered in their name with the depositary financial institution responsible for the book-entry shares service of the Company, as provided by the Article 126 of the Corporate Law

Prior registration and participation: Shareholders are requested to register, if possible, by October 13, 2021, at 10:00 am, via e-mail [ri@hapvida.com.br](mailto:ri@hapvida.com.br), and send them in advance by e-mail the documentation necessary to allow the shareholder to participate in the EGM, as specified below.

The request for prior registration is intended to facilitate the work of preparing the EGM, not representing any obstacle to shareholder participation. Faced with the Coronavirus pandemic. (COVID-19), the Company will adopt measures to protect and sanitize its environments to safely receive shareholders who attend the EGM.

The shareholder or representative who wishes to participate in person at the EGM must present, as applicable, the following documents (unless already delivered in the previous registration):

#### **4.1. Individual Shareholder**

- Copy of identification document with photo (RG (identity card), RNE, CNH or, even professional class cards officially recognized in the Brazilian territory); and
- Proof of ownership of the shares issued by Hapvida, issued by a financial institution that provides book-entry share services and/or custody agent and/or in relation to the shareholders participating in the fungible custody of registered shares, the statement containing the respective shareholding issued by competent body, in the last 5 (five) days before the EGM.

#### **4.2. Shareholders Legal Entities**

- Copy of the latest restated and duly registered bylaws or articles of association and corporate documentation granting powers of representation (e.g., minutes of election of directors and/or power of attorney);
- Copy of identification document with photo (ID card or, even professional class cards officially recognized in the Brazilian territory); and
- Proof of ownership of the shares issued by Hapvida, issued by a financial institution that provides book-entry share services and/or custody agent and/or in relation to the shareholders participating in the fungible custody of registered shares, the statement containing the respective shareholding issued by competent body, in the last 5 (five) days before the EGM.

#### **4.3. Investments Funds**

- Copy of the latest restated and duly registered bylaws or articles of association and corporate documentation granting powers of representation (e.g., minutes of election of directors and/or power of attorney);
- Copy of identification document with photo (ID card or, even professional class cards officially recognized in the Brazilian territory); and
- Proof of ownership of the shares issued by Hapvida, issued by a financial institution that provides book-entry share services and/or custody agent and/or in relation to the shareholders participating in the fungible custody of registered shares, the statement containing the respective shareholding issued by competent body, in the last 5 (five) days before the EGM.

#### **4.4. Foreign Shareholders**

Foreign shareholders must present the same documentation applicable to Brazilian shareholders, which, however, must be translated into Portuguese by a sworn translator, unless originally drawn up in Portuguese, English or Spanish or accompanied by the respective translation into those languages.

#### **4.5. Shareholders Represented by Attorney-in-Fact**

The shareholder may be represented by an attorney-in-fact, established less than 1 (one) year ago and as provided for in paragraph 1 of article 126 of the Brazilian Corporate Law, with the submission of the following documents:

- Copy of the power of attorney with special powers for representation at the EGM;
- Copy of the latest restated and duly registered bylaws or articles of association and corporate documentation granting powers of representation (e.g., minutes of election of directors and/or power of attorney);
- Copy of identification document with photo (ID card or, even professional class cards officially recognized in the Brazilian territory); and
- Proof of ownership of the shares issued by Hapvida, issued by a financial institution that provides book-entry share services and/or custody agent and/or in relation to the shareholders participating in the fungible custody of registered shares, the statement containing the respective shareholding issued by competent body, in the last 5 (five) days before the EGM.

Powers of attorney, pursuant to paragraph 1 of article 126 of the Brazilian Corporate Law, may only be granted to persons who meet at least one of the following requirements: (i) be a shareholder or administrator of the Company; (ii) be a lawyer; or (iii) be a financial institution.



For shareholders who are legal entities, as understood by the CVM Board, in a meeting held on November 4, 2014 (CVM Process RJ 2014/3578), there is no need for the attorney to be a shareholder or manager of the Company; attorney; or financial institution.

Powers of attorney can only be granted to a capable agent, in accordance with the law, and following the precepts contained in the Shareholders' Agreement/Bylaws, when applicable, or financial institution, and the investment fund manager is responsible for representing the tenants.

The Company will not admit power of attorney granted by shareholders by electronic means.

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