



**PROFARMA DISTRIBUIDORA DE PRODUTOS FARMACÊUTICOS S.A.**

CNPJ/ME Nº 45.453.214/0001-51

NIRE 33.3.0026694-1

**CALL NOTICE  
EXTRAORDINARY GENERAL MEETING**

The shareholders of Profarma Distribuidora de Produtos Farmacêuticos SA ("Company") are hereby invited to the Extraordinary General Meeting, to be held on December 23, 2020, at 11 am, at the Company's headquarters, in the city of Rio de Janeiro, Janeiro, State of Rio de Janeiro, at Avenida Ayrton Senna, 2.150 - Bloco P, 3rd floor, Barra da Tijuca ("EGM"), to deliberate on the following Agenda:

- (i) the partial absorption of the accumulated loss, calculated in accordance with the Company's financial statements of December 31, 2019, against the total amount recorded in the Tax Incentive Reserve on December 31, 2019;
- (ii) if the matter indicated in the previous item was approved, the reduction of the Company's capital stock, in the amount of R \$ 115,401,631.81 (one hundred and fifteen million, four hundred and one thousand, six hundred and thirty-one reais and eighty-one one centavos), in order to absorb the accumulated losses remaining after the absorption of the amounts contained in the Tax Incentive Reserve, based on the Company's financial statements of December 31, 2019;
- (iii) the approval of the new wording of article 5 of the Company's Bylaws, in case the capital reduction mentioned in item (ii) is approved; and

the consolidation of the Company's Bylaws, if the matters mentioned in items (ii) and (iii) above are approved.

**General Instructions:**

I) The shareholders holding shares issued by the Company may participate in the EGM: (i) personally; or (ii) by their legal representatives or attorneys-in-fact, provided that such shares are registered in their name with the depositary financial institution responsible for the service of book-entry shares of the Company or in fungible custody, as provided for in article 126 of Law 6,404, of 15 December 1976, as amended ("Brazilian Corporate Law").

II) To participate in the AGE, the shareholder must deposit at the Company's headquarters, at Avenida Ayrton Senna, 2.150 - Block P, 3rd floor, Barra da Tijuca, with at least 03 (three) consecutive days before, counted from the date of the AGE: (i) proof issued by the depositary financial institution of the book-entry shares of its ownership or in custody, pursuant to article 126 of the Brazilian Corporation Law; and (ii) identification documents and / or constitution of the shareholder, as the case may be, accompanied by a power of attorney, in the event of shareholder representation, duly regularized in accordance with the law and the Company's



Bylaws. Without prejudice to the provisions above, the shareholder who attends the EGM with the documents referred to in items (i) and (ii), until the moment of the opening of the works, may participate and vote, even if he has failed to present them previously.

III) It is available to the shareholders, at the Company's headquarters, on the Company's investor relations page - [www.profarma.com.br/ri](http://www.profarma.com.br/ri), as well as on the websites of B3 SA - Brasil, Bolsa, Balcão - [www.b3.com.br](http://www.b3.com.br) and the Securities and Exchange Commission - [www.cvm.gov.br](http://www.cvm.gov.br), all documents relevant to the matters to be examined and resolved on at the EGM, including this Call Notice and the Management Proposal for the matters to be resolved at the EGM.

Rio de Janeiro, December 08 2020.

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**Marcel Sapir**

Chairman of the Board of Directors