Av. Chedid Jafet, 222 - Bloco B - 5° andar Vila Olimpia - 04551 065 - São Paulo - SP - Brasil tel: 55 (11) 3048 5900 - fax: 55 (11) 3048 5903 www.grupoccr.com.br



## CCR S.A. Corporate Taxpayer's ID (CNPJ/MF): 02.846.056/0001-97 Company Registry (NIRE): 35.300.158.334

## NOTICE ON TRANSACTIONS BETWEEN RELATED PARTIES

CCR S.A. ("CCR" or "Company") (B3: CCRO3; Bloomberg: CCRO3BZ BZ; Reuters: CCRO3.SA), pursuant to article 33, item XXXII, of CVM Resolution 80 of March 29, 2022, hereby informs its shareholders and the market in general that it has signed, on April 13, 2023, Amendment No.2 to a related-party transaction initially disclosed on July 18, 2022, as follows:

Parties to the Contract	Concessionária do Sistema Rodoviário Rio - São Paulo S.A. (" <u>CCR RioSP</u> ") and Serveng Civilsan S.A. Empresas Associadas de Engenharia (" <u>Serveng</u> ").
Relationship with the Company	CCR Rio-SP: Direct subsidiary of CCR (100%).  CCR: The shareholders Grupo Mover (¹), Soares Penido (²), Votorantim S.A. ("VSA") and Itaúsa S.A. ("Itaúsa") jointly hold 50.57% of the Company's share capital, of which 40% is bound by a Shareholders' Agreement.  Includes the shares held by Sucea Participações S.A. ("SUCEA") and Sincro Participações S.A. ("SINCRO"), companies part of Grupo Mover.  Includes the shares held by Soares Penido Obras, Construções e Investimentos Ltda. ("SPO") and Soares Penido Concessões S.A. ("SPCON").  Serveng: Controlled by Soares Penido Participações e Empreendimentos S.A., with the controller having a second-degree kinship (sibling) with the administrators and controllers of SPO, the controlling shareholder of CCR.  Therefore, due to this relationship, CCR RioSP e Serveng are considered related parties.
Purpose of the Contract	Construction Contract at Unit Prices and at a Global Price - CCR Rio SP ("Contract")  Monitoring the development of the Preliminary Projects and Executive Projects and the execution of works by CCR RioSP, within the scope of the Concession Contract under Public Bid 03/2021 ("Concession Contract"), for the provision of infrastructure exploitation

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services and the public service of recovery, operation, maintenance, monitoring, conservation, implementation of improvements, capacity expansion and maintenance of the service level of the Rio de Janeiro (RJ) - São Paulo (SP) Highway System, being: (i) Highway BR-116/RJ, at the intersection of BR-465 in the municipality of Seropédica (km 214.7) and the RJ-SP border (km 339.6); (ii) Highway BR-116/SP, between the RJ-SP border (km 0) and the intersection with BR-381/SP-015, Marginal Tietê (km 230.6); (iii) Highway BR-101/RJ, at the intersection with BR-465, in the municipality of Rio de Janeiro (Campo Grande) (km 380.8), and the RJ-SP border (km 599); and (iv) Highway BR-101/SP, between the RJ-SP border (km 0) and Praia Grande, Ubatuba (km 52.1) and its Attachment called the Highway Exploitation Program (PER), signed on July 7, 2022.

<u>Amendment No.1:</u> inclusion of a specific procedure and tax flow for operations and benefits linked to the direct supply of petroleum asphalt cement ("<u>PAC</u>") and the respective machining service in the form of direct billing, signed on October 20, 2022

Amendment No.2: (i) addition of excavation/draining services in soil not foreseen in the Contract for pavement recovery works and the recalculation of the productivity contained in the composition of prices related to the application of hot machined bituminous concrete (CBUQ); (ii) change in the Agreement's base date, to April/2023, for the readjustments of unit prices and overall price within the scope of the expansion works; (iii) definition of a parametric formula for the readjustments of unit prices and overall price within the scope of the expansion works; (iv) issuance of a partial Service Order (OS) to initiate the execution of services in the Lot 02 stretch of highway BR-116-SP (km 154+820 to km 157+800); and (v) payment for the supply, on an exceptional basis, of PAC by Serveng, from August to November 2022, signed on April 13, 2023.

## **Contract Value**

<u>Original Contract:</u> One billion, two hundred and seventy-seven million, nine hundred and nineteen thousand, one hundred and eighty-one reais and seventy-six centavos (R\$1,277,919,181.76), already considering the benefits of REIDI, namely: (i) the estimated price for carrying out the expansion works, in the amount of one billion, one hundred and five million, six hundred and ninety-one thousand, seven hundred

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and twenty reais and ninety-six centavos (R\$1,105,691,720.96); and (ii) the estimated price for carrying out the recovery works, in the amount of one hundred and seventy-two million, two hundred and twenty-seven thousand, four hundred and sixty reais and eighty centavos (R\$172,227,460.80).

Amendment No.1: No changes in values.

Amendment No.2: Value increased by two million, four hundred and ninety-four thousand, nine hundred and seventy-four reais and ninety centavos (R\$2,494,974.90).

<u>Consolidated Contract Value:</u> One billion, two hundred and eighty million, four hundred and fourteen thousand, one hundred and fifty-six reais and sixty-six centavos (R\$1,280,414,156.66).

Reasons why the
Company's
management
believes the
transaction to be on
an arm's length
basis or to provide
for appropriate
compensatory
payment

The Company's management believes said transaction to be on an arm's length basis for the following reasons: (i) the Company selected and assessed potential suppliers, taking into account the needs of critical areas for the new concession, through the mapping and qualitative analysis of the best infrastructure companies available in the Brazilian and international markets, analyzing the experience of each bidder based on similar works, technical qualification of involved professionals, financial situation, certifications, outsourcing level of contracts, and experience in Engineering, Procurement, and Construction (EPC) or PMG (Guaranteed Maximum Price) contracts;

- (i) the rules of the Company's Policy for Related-Party Transactions, available on the websites of the Company and the Brazilian Securities and Exchange Commission ("CVM"), were complied with, with appropriate analysis and approval by the applicable governance bodies;
- (iii) the conditions agreed upon at the time of execution of the Contract and Amendment No.2 are in accordance with market practices and studies of engineering costs conducted by CCR's New Business team; and
- (iv) the Contract and Amendment No.2 reflect the conditions agreed upon between the parties, composed of (a) general clauses that are similar to any contracts of the similar nature and (b) specific clauses related to the economic conditions of contracting, in compliance with the winning proposal and specific conditions for the execution of the contracted scope.

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Information on any participation of the counterparty, its partners or management in the Company's decision regarding the transaction or the negotiation of the transaction as representatives of the Company, describing said participations

No interested parties of CCR and CCR RioSP got involved in the negotiation or the decision regarding the transaction.

CCR's Board of Directors' approved, by unanimous vote of the members who attended the meeting on March 29, 2023, with the abstentions of Mrs. Ana Maria Marcondes Penido Sant'Anna and Mr. Luiz Carlos Cavalcanti Dutra Junior, the signing of Amendment No.2 to the Contract.

The members of CCR RioSP's Board of Directors unanimously approved the signing of Amendment No.2 to the Contract, by unanimous vote of the members who attended the meeting on March 29, 2023.

São Paulo/SP, April 25, 2023.

CCR S.A.
WALDO PEREZ
Investor Relations Officer

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