

## **SANTOS BRASIL PARTICIPAÇÕES S.A.**

Corporate Taxpayer ID (CNPJ/MF): 02.762.121/0001-04

Company Registry (NIRE): 35300350057

### **MINUTES OF THE BOARD OF DIRECTORS' MEETING HELD ON OCTOBER 21, 2021**

**Date, Time and Place:** On October 21, 2021, at 2:00 p.m., at the registered office of Santos Brasil Participações S.A. ("Company" or "SBPar"), located at Rua Joaquim Floriano, nº 413, 10º andar, conjuntos 101 e 102, Edifício Result Corporate Plaza (RCP), Itaim Bibi, CEP 04534-011, in the city and state of São Paulo, with participation being allowed through digital videoconference platform, in accordance with article 12, paragraph 4 of the Bylaws.

**Call notice:** Call notice sent by email to the directors on October 14, 2021.

**Attendance:** Directors present: Verônica Valente Dantas, Maria Amalia Delfim de Melo Coutrim, Eduardo de Britto Pereira Azevedo, Valdecyr Maciel Gomes, Luiz Sergio Fisher de Castro, José Luis Bringel Vidal and Felipe Villela Dias.

**Invitees:** The executive officers of the Company, Antonio Carlos Duarte Sepúlveda, Daniel Pedreira Dorea and Ricardo dos Santos Buteri, were also present. Marcio Cristiano, Finance and Procurement Officer, and Gabriel Moura, Executive Manager - Legal and Compliance, were present solely during deliberations of items 4 and 5.

**Presiding Board:** Verônica Valente Dantas, **Chairwoman**, and Daniel Pedreira Dorea, **Secretary**.

**Agenda:** The Chairwoman read the following Agenda: **1.** To acknowledge the progress made on the targets of the Statutory Board of Executive Officers for fiscal year 2021; **2.** To acknowledge the financial statements relating to the period from January to September 2021; **3.** To acknowledge the progress of the Company's Strategic Plan; **4.** To deliberate on the transfer, to the non-operating subsidiary of SBPar, Terminal Portuário de Veículos S.A. ("TPV"), of the leases, and their respective assets, of the liquid bulk terminals IQI03, IQI11 and IQI12 located at the Port of Itaquí; **5.** To deliberate on the capital increase by SBPar of Terminal Portuário de Veículos S.A., by up to R\$ 82,364,671.76, to be fully subscribed to and paid by the Company, partially in domestic currency and R\$42,419,506.02 through the contribution of assets of the liquid bulk terminals IQI03, IQI11 and IQI12 located at the Port of Itaquí, for the purpose of complying with the minimum capital stock required in lease notices; **6.** To deliberate on

the appointment of attorneys-in-fact to represent SBPar in dealings with Registration and Certification Authorities accredited pursuant to ICP-Brasil/ITI - Instituto de Tecnologia da Informação, in actions relating to the validation and issue of the ICP-Brasil digital certificate for electronic invoices (NF-e); **7.** To deliberate on the inclusion of a new attorney-in-fact of the Company until the expiry of the current power of attorney; **8.** To acknowledge the exercise of stock options of SBPar and ratify the corresponding capital increase, pursuant to article 7 of the Bylaws; **9.** To acknowledge the main administrative and legal proceedings of interest to the Company; and, included in the Agenda by unanimous decision of the Board of Directors: **10.** To deliberate on calling the Extraordinary Shareholders Meeting of the Company to be held on November 17, 2021;

### **Examinations and Resolutions:**

After examining and discussing the items on the agenda, the Board of Directors decided as follows:

1. Acknowledged the progress of the targets of the Statutory Board of Executive Officers for fiscal year 2021;
2. Acknowledged the financial statements relating to the period from January to September 2021;
3. Acknowledged the progress of the Company's Strategic Plan;
4. Resolved to remove this item from the Agenda;
5. Resolved to remove this item from the Agenda;
6. Approved, pursuant to article 19, item E of the Bylaws, the appointment of attorneys-in-fact to represent the Company in dealings with Registration and Certification Authorities accredited pursuant to ICP-Brasil/ITI - Instituto de Tecnologia da Informação, in actions relating to the validation and issue of the ICP-Brasil digital certificate for electronic invoices (NF-e):

**MÁRCIO JOSÉ CRISTIANO**, Brazilian, single, business administrator, bearer of identification document RG 18.864.867-7-SSP-SP, inscribed in the individual taxpayers register (CPF) under no.167.808.588-03; **RENAN MASSAO VILELA**, Brazilian, married, business administrator, RG no. 34.480.788-5-SSP-SP, CPF

no. 326.158.518-88; **THIAGO OTERO VASQUES**, Brazilian, married, accountant, RG no. 29.950.132-2-SSP-SP, CPF no. 277.087.628-71 and **ANTONIO RONALDO DOS SANTOS**, Brazilian, married, accountant, RG no. 29.500.426-5-SSP-SP, CPF no. 279.814.498-12, all with business address at Av. Santos Dumont, s/nº, Conceiçãozinha, Distrito de Vicente de Carvalho, Município de Guarujá, São Paulo, SP, CEP 11460-970, city of Santos, state of São Paulo.

7. Approved the inclusion and appointment of **CARLOS ALBERTO QUINTERO MASSUH**, Brazilian, married, engineer, bearer of identification document no. 11.759.016-2-SSP/SP and CPF no. 060.027.098-00 as attorney-in-fact of the Company until the expiry of the current power of attorney, pursuant to article 19, item C, of the Bylaws of the Company;
8. Acknowledged the exercise of options on September 2, 2021 and resolved to increase the capital of the Company by two million, ten thousand, nine hundred thirteen reais and fifty-four centavos (R\$2,010,913.54) divided into 352,174 common shares, pursuant to article 7 of the Bylaws. Shares issued herein will be entitled to the same rights as other shares issued by the Company in the receipt of dividends and interest on equity.

In view of the subscription and payment of the capital increase approved herein, article 5 of the Bylaws will be amended to take effect with the following wording:

***Article 5** - The fully subscribed and paid in capital stock is R\$ 1,873,906,337.66 (one billion, eight hundred and seventy-three million, nine hundred and six thousand, three hundred and thirty-seven reais and sixty-six cents), divided into 862,830,552 (eight hundred and sixty-two million, eight hundred and thirty thousand, five hundred and fifty-two) common shares, all book-entry, registered and with no par value.”*

9. Acknowledged the main administrative and legal proceedings of interest to the Company;
10. Resolved to call an Extraordinary Shareholders Meeting of the Company to be held on November 17, 2021, as per the Management Proposal, which will be presented at the time of calling the meeting.

**Closure:** There being no further matters to address, the Chairwoman called the meeting to a close, after which these minutes were drawn up.

**Attendance: Presiding Board:** Verônica Valente Dantas - Chairwoman, Daniel Pedreira Dorea - Secretary. **Directors:** Verônica Valente Dantas, Maria Amalia Delfim de Melo Coutrim, Eduardo de Britto Pereira Azevedo, Valdecyr Maciel Gomes, Luiz Sergio Fisher de Castro, José Luis Bringel Vidal and Felipe Villela Dias.

This is a free translation of the minutes drawn up in the Company's records.

São Paulo, October 21, 2021.

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**Daniel Pedreira Dorea**  
Secretary