



## **AZUL S.A.**

Publicly-held Company  
CNPJ/MF No. 09.305.994/0001-29  
NIRE 35.300.361.130

### **NOTICE TO SHAREHOLDERS**

#### **INFORMATION ON CAPITAL INCREASE APPROVED BY THE BOARD OF DIRECTORS AT THE MEETING HELD ON MAY 10, 2024, DUE TO THE STOCK OPTIONS PLAN OF AZUL S.A.**

In compliance with article 33, item XXXI, of CVM Resolution No. 80, dated as of March 29, 2022, as amended, Azul S.A. ("Company") hereby provides the information required in the "Exhibit E" of such Resolution, regarding the capital increase deliberated and approved by the Board of Directors of the Company at the meeting held on May 10, 2024, as follows:

#### **A) Date of the General Shareholders' Meeting in which each Stock Option Plan was approved:**

- I) The Stock Options Plan of Azul S.A. was approved at the General Shareholders' Meeting held on December 11, 2009, as amended on July 1, 2013 ("First Plan"); and
- II) The Second Stock Options Plan was approved at the Extraordinary Shareholders' Meeting held on June 30, 2014, ("Second Plan").

#### **B) Amount of the capital increase and new capital stock:**

The approved capital increase amounts of seventeen thousand, nine hundred and ten Reais (**R\$ 17,910.00**).

Consequently, the Company's capital stock shall raise from the current amount of two billion, three hundred and fifteen million, six hundred and nine thousand, nine hundred and eighty-two Reais and sixty-eight cents (R\$ 2,315,609,982.68) **to** two billion, three hundred and fifteen million, six hundred and twenty-seven thousand, eight hundred and ninety-two Reais and sixty-eight cents (**R\$ 2,315,627,892.68**).

**C) Number of shares issued of each type and class:**

The capital increase comprises the issuance of three thousand **(3,000)** preferred shares, which shall have the same characteristics and conditions, and will enjoy the same rights and advantages of the preferred shares which are already in existence or that may be issued.

**D) Issuance price of the new shares:**

- (i) two thousand (2,000) preferred shares at the issue price of three Reais and forty-two cents (R\$ 3.42) per share, as set forth in the First Program of the First Plan; and
- (ii) one thousand (1000) preferred shares at the issue price of eleven *Reais* and seven cents (R\$ 11.07) per share, as set forth in the Sixth Program of the Second Plan.

**E) Percentage of dilution resulting from the issuance:**

The percentage of dilution resulting from the capital increase is 0,0009% <sup>1</sup>.

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<sup>1</sup> Percentage of dilution based on the hypothetical conversion of the common shares into preferred shares at a 75:1 ratio.