RAMADA

INVESTIMENTOS E INDÚSTRIA

2023

ANNUAL REPORT

European single electronic reporting format (ESEF) and PDF version

This document is an unofficial and unaudited PDF version of the Annual Report 2023 of RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.. This version has been prepared for ease of use and does not contain ESEF information as specified in the Regulatory Technical Standards on ESEF (Delegated Regulation (EU) 2019/815). The official ESEF reporting package is available on the CMVM website and was submitted on April 11, 2024. This document is a true copy of the aforementioned financial information. In case of discrepancies between this version and the official ESEF package, the latter prevails.

Shaping industry

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Management Report

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Dear Shareholders,

The Board of Directors of Ramada Investimentos e Indústria, S.A. (hereinafter "Ramada Investimentos", "Company" or "Ramada Group"), in compliance with the applicable legal and statutory provisions, presents the Annual Report and Accounts for the year 2023, having, under the terms of number 6 of the article 508 - C of the Commercial Companies Code ("C.S.C."), chosen to present a single Management Report, which, fulfilling all the applicable legal requirements, will allow a complete practical and integrated analysis of the information provided therein.

INTRODUCTION

Ramada Investimentos was incorporated in 2008, under a group restructuring operation. All the shares that represent its share capital are admitted to trading on a regulated market, on Euronext Lisbon.

Ramada Investimentos is the parent company of a group of companies that, as a whole, operates in two different business segments: (i) the Industry segment, which includes the activities of Special Steels and Wire Drawing, as well as the activity related to the management of financial investments in which the Group is a minority shareholder; and (ii) the Real Estate segment, aimed at the management of real estate assets.

The Special Steels activity is developed by Ramada Aços, Universal Afir and Planfuro Global, which are dedicated to the distribution of special steels, steel for moulds, the production of drawn steel, and to the rendering of services, namely, Machining and Heat Treatment, for two main application areas, namely, metalworking and moulds and tools.

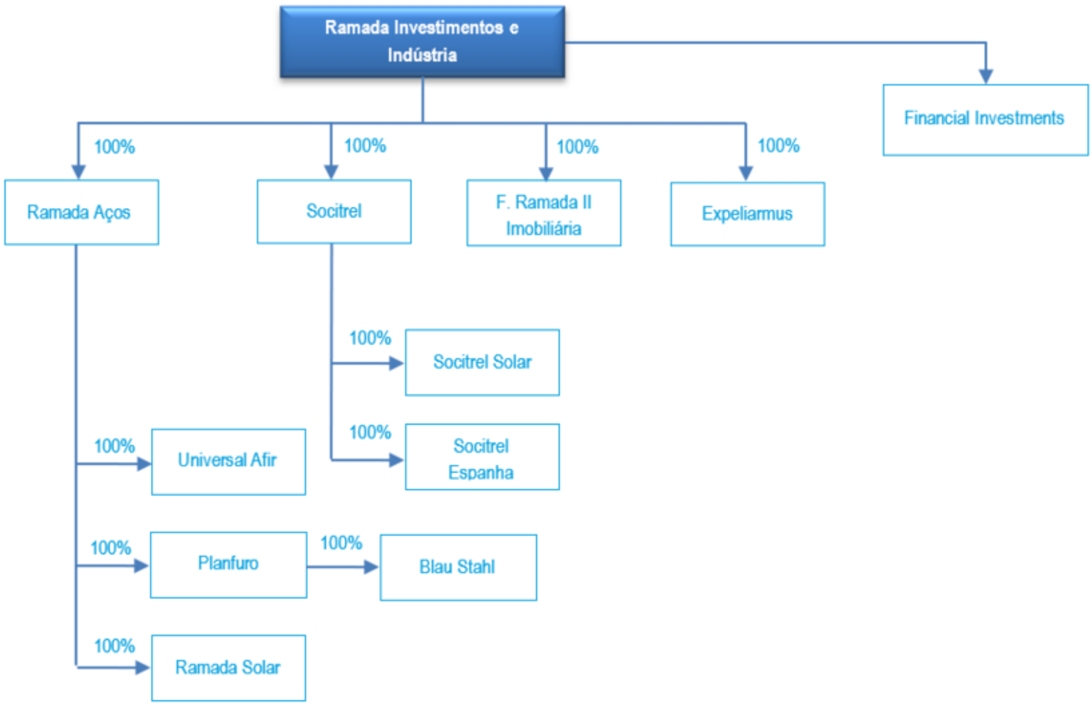
In June 2023, the Group acquired the company Blau Stahl, Unipessoal, Lda. (formerly known as Voestalpine High Performance Metals Portugal), whose activity focuses on Steel Cutting and Machining, as well as a strong competence in the manufacture of customized and assembled structures. This acquisition provides the activity of Special Steels with greater responsiveness in these areas of activity.

The Wire Drawing activity is developed by Socitrel, whose main business is the manufacture and commercialization of steel wires, capable of being used in a wide variety of fields, including industry, agriculture and construction.

In the financial investment management activity, among other portfolio investments held by the Group, it should be highlighted the participations held in CEV, S.A. and in Fisio Share – Gestão de Clínicas, S.A..

The Real Estate segment covers the management of real estate assets (composed of forestry assets and real estate of the Ramada Group) and is undertaken by F. Ramada II – Imobiliária, S. A..

The structure of Ramada Group's shareholdings, at 31 December 2023, can be detailed as follows:



MACROECONOMIC FRAMEWORK

The year 2023 was marked by challenges related to inflation, which remained high. The main global central banks raised benchmark interest rates, which tightened monetary policy and moderated economic growth. For households, it was a challenging year due to price and interest increases, but they benefited from the resilience of global employment. In geopolitical terms, the war in Ukraine continued throughout the year and there is still no prospect of a resolution in the short term. In early October, a new large-scale military conflict broke out, this time in the Middle East, after Hamas carried out an unexpected attack in Israel.

Inflation fell in almost all economies, easing pressures on household incomes, but underlying inflation remained relatively high. Financial conditions became increasingly restrictive, with real interest rates rising in the main advanced economies throughout the year. As far as inflation is concerned, according to the OECD, in the G20 group, which contains the world's 20 largest economies, inflation is expected to rise from an average of 6.3% in 2023 to around 6.6% in 2024 and 3.8% in 2025, as cost pressures continue to moderate. By 2025, inflation is expected to be within the targets of the respective central banks in the world's major economies.

Taking into account the impact of tighter financial conditions, weak growth in international trade and lower business and consumer confidence, factors which became more intensely felt during the year, economic growth performed moderately compared to what was expected for 2023.

Growth slowed in many developed economies, particularly in Europe, where the importance of bank financing is relatively high and the impact of rising energy costs has been particularly strong. Although unemployment rates have remained low, signs of a slowdown in the labor market have begun to emerge in several economies. Nominal wage growth began to slow in many economies, but unit labor cost growth remained high due to weak productivity growth.

The world economy expanded at an annualized rate of 3.1% in the first half of 2023, compared to 2.8% in the second half of 2022. According to the latest OECD estimates, world GDP growth was 3.1% in 2023, slowing slightly from 3.3% the previous year. The slowdown is expected to persist to a rate of 2.9% in 2024, with growth accelerating back to 3% in 2025, as real income growth recovers and interest rates at the main central banks begin to fall. The divergence in growth between different economies is expected to persist in the short term, with growth in emerging economies performing better than in advanced economies. The OECD expects European growth to be lower than that of the main North American and Asian economies. No contraction is expected for any of the main economies analyzed by the OECD.

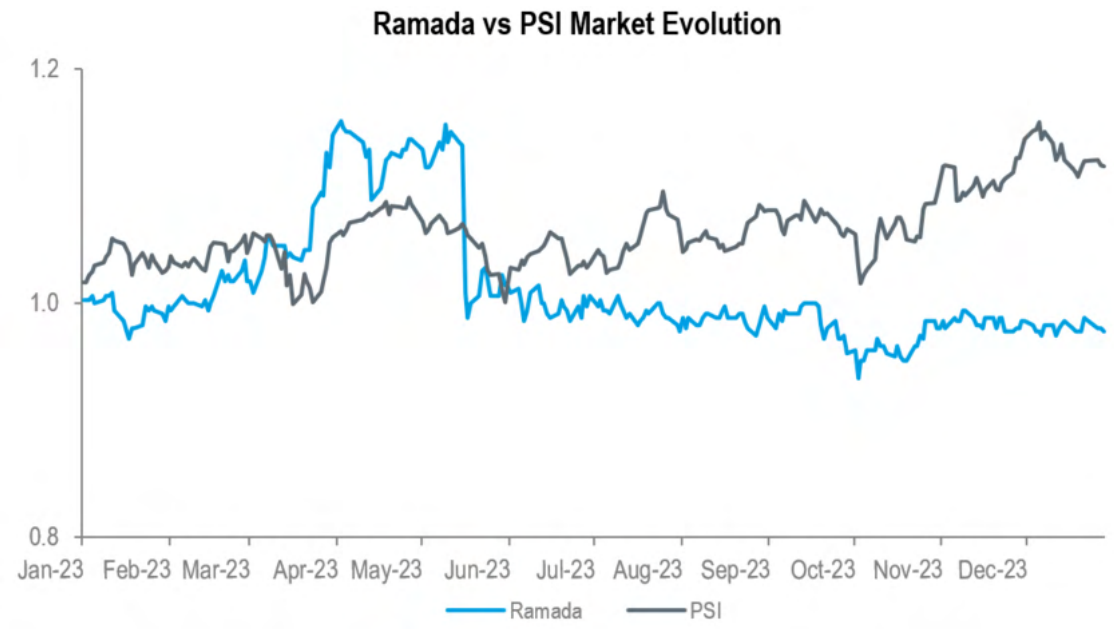
According to OECD data, the Euro Zone grew by 0.6% in 2023. As for inflation, it ended 2023 at 5.5% in the Eurozone, and is forecast to fall to around 2% to 3% in 2024, as the tighter monetary policy takes effect. With regard to unemployment, the forecast is for the Eurozone unemployment rate to remain at 6% to 7% in 2024, compared to 6.5% in 2023.

In Portugal, average inflation in 2023 stood at 5.3% and is expected to be 2.9% in 2024 and to stabilize at 2% in 2025 and 2026, according to data from the Bank of Portugal. Underlying inflation is expected to maintain a downward trend throughout 2024, reflecting the lagged effects of cost reductions and the tightening of monetary policy. As for growth, according to the Bank of Portugal, it is expected to reach 1.2% in 2024 and 2.2% in 2025.

Source: IMF - Financial Markets Information, Macroeconomic Framework Report 2023 and Scenario for 2024, 20 February 2024

STOCK MARKET PERFORMANCE

(Note: The PSI was considered as an index with initial value identical to that of the security under analysis, in order to allow a better comparison of the changes in the share price)



Ramada Investimentos's shares price closed the year 2023 at EUR 6.38 per share. This is equivalent to a market capitalization of EUR 163.6 million.

Ramada Investimentos shares were traded at a maximum price of EUR 7.56 per share and a minimum of EUR 6.12 per share in 2023. In total, about 1.3 million shares of Ramada Investimentos e Indústria were traded in 2023.

Performance of the Ramada Investimentos share price

The main events that marked how the Ramada Investimentos share price performed in 2023 can be described as follows:

- Through a statement made on 23 March 2023, the Group announced its financial performance for the year 2022, with the consolidated net income reaching EUR 20.0 million. Total revenue amounted to EUR 194.5 million and consolidated EBITDA reached EUR 29.2 million;

- In the announcement made on 2 May 2023, Ramada Group informed the market about the dividends for the fiscal year 2022, corresponding to 0.82 Euro per share, to be paid as of May 19;

- On 25 May 2023, Ramada Group reported that its financial results for the 1st quarter of 2023 reached a consolidated net profit of around EUR 3.4 million. Consolidated EBITDA reached EUR 6.0 million and total revenues amounted to EUR 40.8 million;

- On 27 July 2023, Ramada Group's results for the first half of 2023 were announced, with a consolidated net profit of EUR 5.4 million. Total revenue reached EUR 79.0 million and consolidated EBITDA amounted to EUR 10.3 million;

- Through a statement made on 16 November 2023, the Group announced its financial performance for the first nine months of 2023, with consolidated net profit of around EUR 7.4 million. Consolidated EBITDA amounted to EUR 14.1 million, with an EBITDA margin of 12.7%. Total revenues reached EUR 110.9 million.

GROUP'S BUSINESS ACTIVITY

Ramada Investimentos is the parent company of a group of companies that, as a whole, operates in two different business segments:

- **Industry**, covering the steel activity, the drawing mill activity as well as the activity of managing financial investments related to investments in which the Group is a minority shareholder.

- **Real estate,** devoted to managing real estate assets, among which is a significant area of forested land.

The company's over 80 years of experience operating in the steel business ensure it holds a prominent position in the domestic market. Steel sold by the Group is mainly used for the construction of machinery and its components and for the production of tools (dies, cutters and moulds). Its main industrial markets are plastic mould manufacturing, automotive industry components, capital goods and components for household appliances and electronics.

The year 2023, in contrast to 2022, was characterized by a market downturn. The influence of the war on the world economy, particularly the European economy, inflation, successive increases in interest rates, as well as widespread uncertainty over economic and financial issues, combined with a reduction in purchasing power, generated instability in the markets and curbed investment in the industrial equipment and automotive sectors. This macroeconomic context led to a reduction in activity in the sectors in which the Group operates, namely in the moulds and metalworking sectors. The plastic moulds sector saw the biggest reduction.

In 2023, sales of the Special Steels activity to the external market represented 10.0% of the turnover, whereas in 2022, exports represented 7.6% of sales. The Spanish market remained prominent, with significant growth in the German, French and Brazilian markets. The Group continues to focus on export growth and increasing its client portfolio to ensure less dependence on the domestic market in the future.

Despite the slowdown in machining services compared to the previous year, the Group continues to focus on exports, investment in capacity and resources, and increasing the sale of material with services, as determining factors for the growth of this business, both on the conventional and customized side. An example of this was the investment in a milling machine with continuous 5-axis milling capacity. This investment was an important contribution to customized machining services, with a positive impact on exports, while also allowing us to leverage other sectors and diversify sales.

In view of the downturn and market instability, stock and price management were the Group's priorities throughout the year. In terms of raw materials, there was a general drop in prices for all materials, but this was predominantly felt in the area of moulds.

In 2023, the Special Steels activity concluded the installation of two Self-Consumption Production Units with a joint installed solar power of 0.5 MWp (additional to the Self-Consumption Production Unit with a capacity of 1MWp, whose installation was started in the course of 2022).

The Group continues to focus on the development of a Lean culture through the various Kaizen projects carried out over the last 2 years, and the work developed jointly with the Kaizen team. As a result of this commitment, Ramada Aços was recognized in 2023 with an honourable mention in the Analytics category in the 12th Edition of the KAIZEN™ Awards Portugal which, since 2011, distinguish national entities that stand out in the implementation of continuous improvement processes, with results and gains in profitability and growth.

Ramada Aços was also distinguished with the COTEC Innovative Status by COTEC Portugal, Association for Innovation, which aims to recognize companies that combine adequate financial strength, technological investment and investment in innovation to increase competitive potential and economic results, reinforcing the position of the Ramada Group.

In 2023, the Wire Drawing activity registered a decrease in turnover, compared to the previous year, as a result of the contraction of the market, with a significant reduction in demand, but, above all, of the decrease in the average prices practiced in the various products and markets.

The Wire Drawing activity operates essentially for the foreign market, which, in 2023, represented 63.9% of turnover, with emphasis on Spain, the USA and France. In 2022, exports represented 71.3% of turnover.

The Wire Drawing activity started the installation of 1 MWp (additional to the 3 MWp that are already installed), having been completed in July 2023.

FINANCIAL REVIEW

The consolidated financial information of Ramada Investimentos was prepared in accordance with the recognition and measurement principles of the International Financial Reporting Standards, as adopted by the European Union ("IFRS – EU").

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

The key information and indicators of Ramada Group's consolidated activity can be presented as follows:

Amounts in thousands of Euro	2023	2022	Var. %
Total revenues	141,221	194,480	-27.4%
Total costs	(123,376)	(165,302)	-25.4%
EBITDA	**17,845**	**29,178**	**-38.8%**
EBITDA margin	**12.6%**	**15.0%**	**- 2.4 p.p.**
Amortization and depreciation	(3,596)	(3,337)	7.8%
EBIT	**14,248**	**25,841**	**-44.9%**
EBIT margin	**10.1%**	**13.3%**	**- 3.2 p. p.**
Results related to investments	557	392	42.4%
Financial expenses	(2,836)	(1,709)	65.9%
Financial income	241	498	-51.7%
Profit before income tax	**12,211**	**25,022**	**-51.2%**
Income tax	(1,798)	(4,988)	-64.0%
Consolidated net profit	**10,413**	**20,034**	**-48.0%**
Net profit attributable to Equity holders of the parent	10,413	20,034	-48.0%

Total revenues of Ramada Group in 2023 amounted to 141,221 thousand Euro, representing a decrease of 27.4% over the total revenues recorded in 2022.

Total costs of 123,376 thousand Euro decreased 25.4% when compared to the previous year.

EBITDA amounted to 17,845 thousand Euro, a decrease of 38.8% compared to 2022. EBITDA margin reached 12.6%, representing a decrease of 2.4 percentage points when compared to the previous year.

EBIT, in the amount of 14,248 thousand Euro, recorded a decrease of 44.9% when compared to 25,841 thousand Euro recorded in 2022.

The Financial results, in the amount of negative 2,595 thousand Euro, recorded a 114.3% variation over the previous year.

The consolidated net profit recorded in 2023 in the amount of 10,413 thousand Euro, presented a decrease of 48.0% compared to the net profit of 2022.

INDUSTRY

Amounts in thousands of Euro	2023	2022	Var. %
Total revenues	132,723	186,654	-28.9%
Total costs	(121,101)	(161,114)	-24.8%
EBITDA	11,622	25,539	-54.5%
EBITDA margin	8.8%	13.7%	- 4.9 p. p.
EBIT	8,429	22,550	-62.6%
EBIT margin	6.4%	12.1%	- 5.7 p. p.
Results related to investments	557	392	42.4%
Financial results	(1,165)	(763)	52.8%
Profit before income tax	**7,821**	**22,179**	**-64.7%**
Income tax	(756)	(4,305)	-82.4%
Net profit	**7,065**	**17,874**	**-60.5%**

Total revenues from the Industry segment in 2023 amounted to 132,723 thousand Euro, recording a decrease of 28.9% compared to total revenues of 2022, as a result of the reduction of prices and activity.

EBITDA in the Industry segment amounted to 11,622 thousand Euro, representing a negative variation of 54.5% compared to the 25,539 thousand Euro recorded in 2022. EBITDA margin reached 8.8%, recording a decrease of 4.9 percentage points over 2022.

EBIT, in the amount of 8,429 thousand Euro, recorded a decrease of 62.6% compared to the 22,550 thousand Euro reached in 2022.

The net profit of the Industry segment in 2023, in the amount of 7,065 thousand Euro, represented a decrease of 60.5% compared to the net profit of 2022.

REAL ESTATE

Amounts in thousands of Euro	2023	2022	Var. %
Total revenues	8,497	7,826	8.6%
Total costs	(2,275)	(4,188)	-45.7%
EBITDA	6,222	3,639	71.0%
EBIT	5,819	3,290	76.9%
Financial results	(1,429)	(448)	219.1%
Profit before income tax	**4,390**	**2,842**	**54.4%**
Income tax	(1,042)	(683)	52.5%
Net profit	**3,348**	**2,159**	**55.0%**

During 2023, total revenues from the Real Estate segment amounted to 8,497 thousand Euro, recording an 8.6% increase over 2022.

EBITDA in the Real Estate segment in 2023 amounted to 6,222 thousand Euro, 71.0% higher than the amount recorded in the previous year.

EBIT amounted to 5,819 thousand Euro, representing an increase of 76.9% compared to 2022.

The financial results of the Real Estate segment were negative by 1,429 thousand Euro, recording a variance of 219.1% when compared to the negative 448 thousand Euro in 2022, as a result of the increase in the interest expenses due to the evolution of the interest rates.

In 2023, the net profit of the Real Estate segment amounted to 3,348 thousand Euro and recorded an increase of 55.0% compared to the year of 2022.

INVESTMENTS AND INDEBTEDNESS

The investments made by Ramada Group in 2023 amounted to approximately 3,400 thousand Euro.

Ramada Group's net nominal indebtedness on 31 December 2023 amounted to, approximately, 30 million Euro. As of 31 December 2022, the net nominal indebtedness amounted to, approximately, 26 million Euro.

ACTIVITY DEVELOPED BY THE NON-EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS

The Company's non-executive directors regularly and effectively performed the duties legally assigned to them during the 2022 financial year, which consist of monitoring and assessing the activity of the executive members.

On active and regular, basis the non-executive members of the Board of Directors took part in the Board of Directors' meetings in 2023. They discussed the matters under discussion and expressed their position on the Group's strategic guidelines and specific business areas. Those members fostered close and direct contact with the Group's operational and financial managers, where required. The executive directors provided all the information required by the other members of the Board of Directors, during the 2023 financial year and in the course of the meetings of the Board of Directors.

RISK MANAGEMENT

Risk management has a vital role in the management structure of the Group. It is our belief that risk management is an opportunity for value creation.

For a more detailed description of the risks related to the Group's activities please consult the Corporate Governance Report, the Consolidated Financial Statements and Accompanying Notes, the Separate Financial Statements and Accompanying Notes and the Non-financial Information Report.

OUTLOOK

In 2023, there was a general downturn in the market, marked by price drops and high stocks throughout the distribution chain.

Given the current context of the European economy, high interest rates and the negative commodities cycle, we are preparing for a particularly challenging 2024. We will continue to focus on the profitability of operations and maximizing free cash flow.

We refer to the considerations disclosed in Note 40. Subsequent events in the notes to the consolidated financial statements.

PROPOSAL OF THE BOARD OF DIRECTORS FOR THE APPROPRIATION OF INDIVIDUAL NET PROFIT

Ramada Investimentos e Indústria, S.A., as holding company of the Group, recorded in its separate financial statements prepared in accordance with the principles of recognition and measurement of the International Financial Reporting Standards, as adopted by the European Union, a net profit of EUR 36,757,110, for which, under the legal and statutory terms, the Board of Directors proposes to the General Meeting, the following proposal:

Dividends	14,872,046
Free reserves	21,885,064

The distribution of profits for the year and free reserves now proposed will imply the payment of a gross dividend of EUR 0.58 share.

LEGAL MATTERS

Treasury shares

Under the terms and for the purposes of the provisions of Article 66, paragraph 5, d) of the Portuguese Companies Act, it is reported that as of 31 December 2023 Ramada did not hold any of its own shares, nor did it acquire or sell any of its own shares during the year.

Shares held by the governing bodies

It is hereby stated, pursuant to and for the purposes of Article 447 of the Portuguese Companies Act, that the following directors of Ramada Investimentos e Indústria, S.A., as of 31 December 2023, held shares as follows:

João Manuel Matos Borges de Oliveira [a]	5,300,000
Ana Rebelo de Carvalho Menéres de Mendonça [b]	4,845,383
Paulo Jorge dos Santos Fernandes [c]	4,009,402
Domingos José Vieira de Matos [d]	3,118,408

(a) the 5,300,000 shares correspond to the total number of shares of Ramada Investimentos e Indústria, S.A. held by CADERNO AZUL, S.A., of which the director João Manuel Matos Borges de Oliveira is a director and dominant shareholder.

(b) the 4,845,383 shares correspond to the total number of shares of Ramada Investimentos e Indústria, S.A. held by PROMENDO Investimentos, S.A., of which the director Ana Rebelo de Carvalho Menéres de Mendonça is a director and dominant shareholder.

(c) the 4,009,402 shares correspond to the total number of shares of Ramada Investimentos e Indústria, S.A. held by ACTIUM CAPITAL, S.A., of which the director Paulo Jorge dos Santos Fernandes is a director and dominant shareholder.

(d) the 3,118,408 shares correspond to the total number of shares of Ramada Investimentos e Indústria, S.A. held by LIVREFLUXO, S.A., of which the director Domingos José Vieira de Matos is a director and dominant shareholder.

The Statutory Auditor, the members of the Statutory Audit Board and the Board of the Shareholders' General Meeting did not, at 31 December 2023, hold shares representing the share capital of Ramada Investimentos.

Interests in the share capital of the Company

On 31 December 2023 and according to the notifications received by the Company, under the terms and for the purposes of Articles 16, 20 and 29-R of the Portuguese Securities Code, it is reported that the companies and/or individuals who have a qualified social participation exceeding 5%, 10%, 15%, 20%, 25%, 33%, 50%, 66% and 90% of the voting rights, are as follows:

1 Thing, Investments, S.A.	No. of shares held on 31-Dec-2023	% Share capital with voting rights
Directly (a)	2,565,293	10,00%
Total attributable	**2,565,293**	**10,00%**

(a) - the 2,565,293 Ramada Investimentos e Indústria, S.A. shares are directly held by the company 1 Thing, Investments, S.A whose board of directors includes Ramada's director Pedro Miguel Matos Borges de Oliveira

Domingos José Vieira de Matos	No. of shares held on 31-Dec-2023	% Share capital with voting rights
Through Livrefluxo, S.A. (of which he is dominant shareholder and director)	3,118,408	12,16%
Total attributable	**3,118,408**	**12,16%**

Paulo Jorge dos Santos Fernandes	No. of shares held on 31-Dec-2023	% Share capital with voting rights
Through Actium Capital, S.A. (of which he is dominant shareholder and director)	4,009,402	15,64%
Total attributable	**4,009,402**	**15,64%**

Ana Rebelo Carvalho Menéres de Mendonça	No. of shares held on 31-Dec-2023	% Share capital with voting rights
Through PROMENDO INVESTIMENTOS, S.A. (of which she is dominant shareholder and director)	4,845,383	18,90%
Total attributable	**4,845,383**	**18,90%**

João Manuel Matos Borges de Oliveira	No. of shares held on 31-Dec-2023	% Share capital with voting rights
Through Caderno Azul, S.A. (of which he is dominant shareholder and director)	5,300,000	20,67%
Total attributable	**5,300,000**	**20,67%**

Ramada Investimentos has not been advised of any holdings with over 25% of the voting rights.

Non-financial information

As required by Directive 2014/95/EU of the European Parliament and of the Council, transposed to national law by Decree-Law No. 89/2017 of 28 July, the Group must provide information on non-financial matters. This information should be sufficient for an understanding of the evolution, performance, position and impact of the Group's activities, referring to environmental, social and worker issues, gender equality, non-discrimination, respect for human rights, combating corruption and attempts at bribery.

The non-financial information required by Decree-Law No. 89/2017 is included on the Sustainability Report regarding the year 2023.

CLOSING REMARKS

Before finishing this report, we would like to thank our stakeholders for their trust in our organization. We would also like to extend our thanks to our employees for their dedication and commitment.

Annexes

ANNEXES TO THE MANAGEMENT REPORT

STATEMENT PURSUANT TO ARTICLE 29 G(1) (C) OF THE PORTUGUESE SECURITIES CODE

The signatories individually declare that, to the best of their knowledge, the Management Report, the Consolidated and Separate Financial Statements and other accounting documents required by law or regulation were prepared in accordance with the International Financial Reporting Standards as adopted by the European Union ("IFRS-EU"), giving a true and fair view of Ramada Investimentos e Indústria, S.A.'s assets and liabilities, financial position and consolidated and separate results and the companies included in the consolidation perimeter. Also, the Management Report accurately describes the development of the business, performance and financial standing of Ramada Investimentos e Indústria, S.A. and the companies included in the consolidation perimeter, and that it contains a description of the main risks and uncertainties they face.

DECLARATION OF RESPONSIBILITY

The members of the Board of Directors of Ramada Investimentos e Indústria, S.A. declare that they take responsibility for this information and ensure that the information contained herein is true and there are no omissions that they are aware.

Pursuant to Article 210 of the Code of Contributory Schemes of the Social Security System (approved by Law 110/2009 of 16 September), we inform that there are no overdue debts to the State, in particular to Social Security.

TRANSACTIONS OF DIRECTORS

Article 447 of the Portuguese Companies Act and Article 19 of the Regulation (EU) no. 596/2014 of the European Parliament and of the Council, of 16 April

Disclosure of shares and other securities held by members of the Board of Directors and Managers, as well as by persons closely related thereto, pursuant to Article 29-R of the Portuguese Securities Code, and transactions involving these carried out during the financial year under analysis:

Board of Directors	No shares held at 31-Dec-2022	Acquisitions	Disposals	No shares held at 31-Dec-2023
João Manuel Matos Borges de Oliveira (imputation through CADERNO AZUL, S.A.)	5,300,000	—	—	5,300,000
Paulo Jorge dos Santos Fernandes (imputation through ACTIUM CAPITAL, S.A.)	4,009,402	—	—	4,009,402
Domingos José Vieira de Matos (imputation through LIVREFLUXO, S.A.)	3,118,408	—	—	3,118,408
Ana Rebelo de Carvalho Menéres de Mendonça (imputation through PROMENDO INVESTIMENTOS, S.A.)	4,845,383	—	—	4,845,383
Pedro Miguel Matos Borges de Oliveira (imputation through 1 THING, INVESTMENTS, S.A.)	2,565,293	—	—	2,565,293

Glossary

EBIT: EBITDA + Amortization and depreciation

EBIT margin: EBIT / Total revenues

EBITDA: Profit before income tax, Financial results, Amortization and depreciation and Results related to investments

EBITDA margin: EBITDA / Total revenues

Financial results: Financial income - Financial expenses

Investments: Acquisitions of property, plant and equipment and intangible assets related to the operational activity of the Industry and Real Estate segments

Net nominal indebtedness: Bank loans (nominal values) + Other loans (nominal values) – Cash and cash equivalents

Total costs: Cost of sales and production variation + External supplies and services + Payroll expenses + Other expenses + Provisions and impairment losses

Total revenues: Sales and services rendered + Other income

Corporate Governance Report

CORPORATE GOVERNANCE REPORT

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A. (hereinafter referred to as “RAMADA INVESTIMENTOS” or “Company”) hereby presents its Corporate Governance Report (“Report”) to its shareholders, customers, suppliers and other stakeholders and to society in general.

The report follows the model contained in the Portuguese Securities Market Commission (CMVM) Regulation 4/2013, and the information contained therein complies with all applicable legal requirements, including, but not limited to, Article 29-H of the Portuguese Securities Code (CVM) and is subject to compliance Corporate Governance Code of the Portuguese Institute for Corporate Governance (IPCG) from 2018 and revised in 2023 (Corporate Governance Code of IPCG).

It has properly sized teams, to which it provides high levels of training and which it constantly urges to base decision-making on sustainability criteria. These teams work together, focusing on achieving the objectives.

RAMADA INVESTIMENTOS will pursue its business strategy, based on strict and transparent management, to continue to be trusted by its shareholders, other stakeholders and the market in general like it is today, something that the company is proud of.

CORPORATE GOVERNANCE

PART I – INFORMATION ON SHAREHOLDING,

ORGANISATION AND CORPORATE GOVERNANCE

A. SHAREHOLDING

I. Share Capital Structure

1. Share Capital Structure

The share capital of RAMADA INVESTIMENTOS amounts to EUR 25,641,459.00, fully subscribed and paid up, consisting of 25,641,459 ordinary, registered and bearer shares with a nominal value of one euro each.

The distribution of the share capital and relevant voting rights among shareholders with qualifying holdings is detailed in item II.7.

All the shares representing the share capital are admitted to trading on the Euronext Lisbon regulated market, managed by Euronext Lisbon – Sociedade Gestora de Mercados Regulamentados, S.A.

2. ***Restrictions*** **on the transfer and ownership of shares**

There are no restrictions on the transfer of ownership of the Company's shares, since there are no shareholders with special rights. Hence, Ramada Investimentos shares are freely transferable in accordance with the applicable legal rules.

3. **Treasury shares**

The Company does not hold any of its treasury shares in its portfolio, at 31 December 2023.

4. **Significant agreements to which the company is a party and which come into force, are amended or terminate in the event of a change in control of the company following a takeover bid, as well as the relevant effects**

No significant agreements have been entered into by RAMADA INVESTIMENTOS that include any change of control clauses (including following a takeover bid), i.e. that come into force, are amended, determine payments, become liable for charges or terminate in such circumstances or in the event of a change in the composition of the management body. There are also no specific conditions restricting the exercise of voting rights by the Company's shareholders that may interfere with the success of takeover bids.

Some financing agreements of RAMADA INVESTIMENTOS' subsidiaries, and only of these, contain the normal standard clauses for early repayment in the event of a change in shareholder control of such subsidiaries.

5. **Rules regarding the renewal or revocation of defensive measures, in particular those that limit the number of votes that may be held or exercised by a single shareholder individually or in concert with other shareholders**

RAMADA INVESTIMENTOS has adopted no defensive measures.

6. **Shareholder agreements known to the company that may lead to restrictions on the transfer of securities or voting rights**

The existence of any shareholders' agreements concerning the Company is unknown.

II. Holdings and Bonds held

7. Qualified shareholdings

According to notices received by the Company, the following companies and/or individuals have a qualifying holding of more than 5%, 10%, 15%, 20%, 25%, 33%, 50%, 66% and 90% of the voting rights, at 31 December 2023, pursuant to and for the purposes of Articles 16, 20 and 29-R of the Portuguese Securities Code:

1 Thing, Investments, S.A.	No. of shares held on em 31-Dec-2023	% Share capital with voting rights
Directly [(a)]	2,565,293	10.00 %
Total attributable	**2,565,293**	**10.00 %**

(a) - the 2,565,293 Ramada Investimentos e Indústria, S.A. shares are directly held by the company 1 Thing, Investments, S.A. w hose board of directors includes Ramada's director Pedro Miguel Matos Borges de Oliveira

Domingos José Vieira de Matos	No. of shares held on em 31-Dec-2023	% Share capital with voting rights
Through Livrefluxo, S.A. (of which he is dominant shareholder and director)	3,118,408	12.16%
Total attributable	**3,118,408**	**12.16%**

Paulo Jorge dos Santos Fernandes	No. of shares held on em 31-Dec-2023	% Share capital with voting rights
Through Actium Capital, S.A. (of which he is dominant shareholder and director)	4,009,402	15.64%
Total attributablel	**4,009,402**	**15.64%**

Ana Rebelo Carvalho Menéres de Mendonça	No. of shares held on em 31-Dec-2023	% Share capital with voting rights
Through Promendo Investimentos, S.A. (of which she is dominant shareholder and director)	4,845,383	18.90%
Total attributable	**4,845,383**	**18.90%**

João Manuel Matos Borges de Oliveira	No. of shares held on em 31-Dec-2023	% Share capital with voting rights
Through Caderno Azul, S.A. (of which he is dominant shareholder and director)	5,300,000	20.67%
Total attributable	**5,300,000**	**20.67%**

Ramada Investimentos has not been advised of any holdings with over 25% of the voting rights.

This matter is also addressed in the Annual Management Report.

Up-to-date information on qualifying holdings is available on http://www.ramadainvestimentos.pt/en/investors/shareholder-structure/estrutura-accionista_.html.

8. Number of shares and bonds held by members of the statutory management and supervisory bodies, pursuant to paragraph 5 of article 447 of the Portuguese Companies Act (CSC)

The shares and bonds held by members of the management and supervisory bodies in the Company and in companies subject to a control or group relationship with the Company, directly or through related parties, are disclosed in an appendix to the Annual Management Report pursuant to Article 447 of the Companies Act and Article 19 of Regulation (EU) No. 596/2014 of the European Parliament and of the Council of April 16, 2014.

9. Powers of the Board of Directors on share capital increases

The Board of Directors has no special powers, having the responsibilities and powers conferred upon it by the CSC and the Company's Articles of Association.

It should be noted that article 4 of the Company's Articles of Association, as amended by the last Annual General Meeting of the Company (30 April 2021), granted the Board of Directors the possibility to resolve to increase the share capital, on one or more occasions, up to a limit of 35 million Euros, establishing in that resolution the conditions of subscription and the categories of shares to be issued, from among the existing ones.

This statutory provision, in accordance with article 456(2)(b) of the CSC, will be in force for a period of five years, so that on April 30, 2026 it will cease to be in force, date from which such powers will reside, exclusively, in the General Meeting, if the renewal of that statutory clause is not resolved.

10. Relevant business relationship between owners of qualified shareholdings and the Company

No significant business or commercial transactions were conducted between the Company and the holders of qualifying holdings reported to the Company, in 2023, except those which, under the normal Company business, were carried out under normal market conditions for similar transactions. It should be noted, however, that the amounts involved are not important.

Information on business between the Company and related parties can be found in note 34 of the Notes to the Consolidated Accounts and note 24 of the Notes to the Separate Accounts of the Company relating to transactions with related parties.

B. GOVERNING BODIES AND COMMITTEES

I. SHAREHOLDERS' GENERAL MEETING

a) Composition of the Board of the Shareholders' General Meeting

11. Identification and positions of the members of the Board of the of the Shareholders' General Meeting and their term of office

The Board of the Shareholders' General Meeting of Ramada Investimentos is formed, in accordance with the provisions of article 11 of the Company's Bylaws and article 374 of the CSC, by a chairman and a secretary elected by the General Meeting, for each term of office corresponding to three years, coinciding with the term of office of the governing bodies.

The Board of the Shareholders' General Meeting was composed of the following members, at 31 December 2023:

Chairman: Manuel Eugénio Pimentel Cavaleiro Brandão

Secretary: Maria Conceição Henriques Fernandes Cabaços

The term of office began in 2023 and ends in 2025.

b) Exercise of voting rights

12. Possible restrictions on voting rights

At Ramada Investimentos there are no statutory limitations to the exercise of voting rights.

The Company's share capital is fully represented by a single share class, each share corresponding to one vote. There are no limitations on the number of votes that can be held or cast by any shareholder.

The Company has not issued any non-voting preferred shares, nor any kind of actions with special right to plural vote.

Shareholders may not attend the General Meeting unless they prove they are a shareholder, with reference to the "Registration Date", under the applicable legal terms and as defined in the Notice of Meeting. The Company does not establish any additional requirements other than those imposed by law.

It should also be noted that, in line with the provisions of Article 23-C.(2) of the Portuguese Securities Code, exercising the right to attend and vote in the Shareholders' General Meeting is not jeopardised by the transfer of shares after the registration date, nor depends on their blocking of shares between that date and the date of the Shareholders' General Meeting.

Individual shareholders and legal persons may be represented by whomever they appoint for this purpose, by means of written proxy addressed to the Chairman of the Board of the Shareholders' General Meeting, in the form of a letter delivered to the registered office before the end of the third business day prior to the date of the Shareholders' General Meeting.

In accordance with applicable law, a shareholder may also appoint different representatives in relation to the shares held in different securities accounts, without prejudice to the principle of voting unity and also voting in differently, as legally provided for in relation to professional shareholders.

The Company's shareholders may vote by mail in relation to all matters for appraisal by the Shareholders' General Meeting. This is done by a written statement with the identification of the shareholder, for a natural person, sending a certified copy of their identity card/citizen's card or passport, as requested in compliance with Article 5 (2) of Law 7/2007 of 5 February, as amended by Law 61/2021 of 19 August. In the case of legal persons, the duly authenticated signature is required, pursuant to applicable legislation.

In accordance with the Company's Articles of Association:

- Without prejudice to the proof of quality of shareholder in compliance with the terms and deadlines provided by law, only postal votes sent by registered mail to the Company's registered office, addressed to the Chairman of the Board of the General Meeting and received by the latter by the end of the third business day prior to the date of the General Meeting, will be admitted;
- The voting statement must be signed by the holder of the shares or by the person legally representing him/her, and the shareholder, if a natural person, must accompany the voting statement with a certified copy of his/her identification document and, if a legal entity, its signature must be recognized as such and its powers for the act;
- Voting statements must (i) indicate the item or items on the agenda to which they refer, (ii) indicate the specific proposal to which they refer, indicating the proponents, as well as (iii) contain a precise and unconditional indication of the voting direction for each proposal;
- Postal votes count for the verification of the constitutive quorum of the General Meeting, being the result of the vote by correspondence in relation to each item of the agenda disclosed in the item to which it refers;
- The postal vote is considered revoked in the case of the presence in the General Meeting of the shareholder who issued it or of the representative designated by him/her;
- If the vote declarations omit the vote in relation to proposals presented prior to the date on which the same votes were issued, the shareholder will be considered to have abstained in relation to those proposals;
- Postal votes count as negative votes in relation to deliberative proposals presented subsequent to the date on which those votes were issued.

The Chairman of the Board of the Shareholders' General Meeting is responsible for checking the conformity of the postal voting statements. Votes corresponding to statements that are not accepted shall be deemed to have not been cast.

RAMADA INVESTIMENTOS has been encouraging the physical attendance of its shareholders, either directly or through representatives, in its general meetings, without prejudice to the ongoing monitoring of whether its model is adequate and immediately responding to any different request addressed to. This is because it considers such general meetings as ideal occasions for its shareholders and the management team to exchange views, taking advantage of the presence of the members of the other governing bodies, namely the Statutory Audit Board and the Statutory Auditor, as well as the members of the Remuneration Committee. This approach has proved fruitful within the Company.

In this sense, the Company has not implemented the mechanisms required to exercise the right to vote by electronic means, nor the attendance of shareholders in meetings by telematic means. The Company has never been requested by any shareholder to provide such types of voting and attendance, therefore the absence of such means of voting and attendance does not comprise any constraint or restriction to the exercise of the right to vote in and attend the Shareholders' General Meeting.

It should also be noted that the Company discloses, within the applicable legal deadlines, and in all locations required by law, the notice of Shareholders' General Meetings. It contains information on how to enable shareholders to attend and exercise their right to vote, as well as the procedures to be adopted for exercising voting by mail or for appointing a representative.

In addition, the Company discloses, in accordance with applicable law, the proposals for resolutions, the preparatory information required by law, draft representation letters and ballot papers for the exercise of postal voting, all in order to ensure, promote and encourage the attendance of shareholders in the General Meetings, either by themselves or through representatives appointed by them.

Accordingly, the Company believes that the current model promotes and encourages, in the terms fully described in this Report, Shareholders to attend General Meetings.

13. Maximum percentage of voting rights that may be exercised by a single shareholder or by shareholders that are related to the latter as set forth in Article 20(1) of the Portuguese Securities Code

There is no limitation on the number of votes that may be held or exercised by a single shareholder or group of shareholders.

14. Shareholder decisions which, by statutory imposition, can only be taken with a qualified majority

Corporate resolutions, in accordance with the Company's Articles of Association, are approved by a majority of votes cast, irrespective of the percentage of share capital represented at the meeting, unless a different majority is required by law.

When convened on a second call, the Shareholders' General Meeting may approve resolutions regardless of the number of shareholders present and of the share capital they represent.

The quorum required to adopt decisions of the Shareholders' General Meeting follows the provisions of the Companies Act.

II. MANAGEMENT AND SUPERVISION

a) Composition

15. Identification of the governance model adopted

RAMADA INVESTIMENTOS adopts a governance model which includes a Board of Directors and a Statutory Audit Board, as provided for in Article 278 (1)(a) of the Companies Act and a Statutory Auditor, in compliance with Article 413 (2)(a) of the Companies Act, by reference to paragraph 3 of the above-mentioned Article 278.

The Board of Directors is therefore the body responsible for managing the Company's business in pursuit of its corporate purpose, determining its strategic direction, without prejudice to the monitoring and evaluation of management by the Statutory Audit Board, within the scope of its powers.

The Company continuously monitors whether the model adopted is suitable, which has proved to be perfectly adequate and a key basis for the Group's good performance, ensuring an adequate flow of information between the various company bodies.

It should be noted that, with regard to the diversity policy in the corporate bodies, this is not a new topic for the RAMADA Group.

In fact, and taking into account that the business of the Group's companies is an industrial activity in which men historically dominate, the Company has promoted women to senior positions from early on in its existence.

Additionally, RAMADA INVESTIMENTOS published, during the year of 2023, the Plan for Gender Equality, to be executed during the year of 2024, which has as its fundamental objective, under the terms and for the purposes set out in article 7 (1) of Law 62/2017, of August 1, contribute even more to achieving effective equality of treatment and opportunities between women and men, promoting the elimination of discrimination based on sex and promoting reconciliation between personal, family and professional life.

Likewise, RAMADA INVESTIMENTOS continued its activities in strict compliance with legal requirements, namely when electing new members to join the governing bodies, regarding the beginning of a new mandate, which happened at the Annual General Meeting, held in April 28, 2023.

The members of the Board of Directors who are in office have disclosed, and have already proved to this effect, that they have the individual characteristics (namely expertise, independence, integrity, availability and experience, as mentioned above) to fully and completely discharge the duties assigned to them in a manner aligned with the interests of the Company and its Shareholders, given their seniority and experience.

On the other hand, last but not least, RAMADA INVESTIMENTOS considers that gender balance within its management body, which preceded the relevant law, shows that the diversity policy is not a new topic for the Group; with sticking to meritocracy principles, it has been awarding top management positions to women for many years now.

16. Statutory rules on procedural and material requirements applicable to the appointment and replacement of members of the Board of Directors

The election of members to the Company's Board of Directors is the responsibility of the Shareholders, by resolution adopted at the Shareholders' General Meeting. Members are elected for three-year terms and they may be re-elected on one or more occasions. The Board of Directors is composed of an odd or even number of members, a minimum of three and a maximum of twelve members, shareholders or not, elected at the Shareholders' General Meeting, which may immediately appoint its President.

The market positioning that the Group has been achieving and the results presented to the market prove that the Company's management team has carried out its function thoroughly and skilfully.

With regard to the election of members to the Board of Directors, it is worth noting the statutory rule set out in Article 15 of the Articles of Association, according to which, at the electoral General Meeting, one director may be elected from persons proposed on the lists subscribed by groups of shareholders, provided that none of these groups holds shares representing more than twenty per cent and less than ten per cent of the share capital. If there are proposals to that effect, the election will be held separately before the election of the other directors. Each of the lists referred to above shall propose at least two eligible persons for each of the positions to be filled. No shareholder may subscribe to more than one such list. If, in a single election, lists are submitted by more than one group, the voting will be based on all of these lists.

The Shareholders' General Meeting may not elect any other directors until one director have been elected in accordance with the above-stated, unless such lists are not submitted. In an elected director under the above-stated terms is absent, the relevant alternate will be called. If there is no such alternate, a new election will be held governed by the above- stated rules, with the necessary adaptations. However, these rules will only apply if, under any circumstances, the Company is considered to be a public company, a State concessionary or an entity equivalent to it.

17. Composition of the Board of Directors

The Board of Directors, currently made up of six members, is the body responsible for managing the Company's business in pursuit of its corporate purpose, determining its strategic orientation. It shall always act in the manner it considers best to defend the interests of the Company and for the permanent creation of value for its shareholders and other stakeholders.

The members of this body on 31 December 2023 were:

- João Manuel Matos Borges de Oliveira – Chairman
- Paulo Jorge dos Santos Fernandes – Director
- Domingos José Vieira de Matos – Director
- Pedro Miguel Matos Borges de Oliveira – Director
- Ana Rebelo de Carvalho Menéres de Mendonça – Non-Executive Director
- Laurentina da Silva Martins – Non-Executive Director

All members of the Board of Directors were elected at the Shareholders' General Meeting of 28 April 2023 for the three-year period that began in 2023 and will end in 2025.

NAME	FIRST APPOINTED	DATE OF END OF TERM OF OFFICE
João Manuel Matos Borges de Oliveira	June, 2008	December 31, 2025
Paulo Jorge dos Santos Fernandes	June, 2008	December 31, 2025
Domingos José Vieira de Matos	June, 2008	December 31, 2025
Pedro Miguel Matos Borges de Oliveira	May, 2009	December 31, 2025
Ana Rebelo de Carvalho Menéres de Mendonça	May, 2009	December 31, 2025
Laurentina da Silva Martins	April, 2020	December 31, 2025

18. Distinction between executive and non-executive members of the Board of Directors and, in relation to non- executive members, identification of the members who may be considered independent

On 31 December 2023, the Board of Directors composed of six members, included four executive members: João Manuel Matos Borges de Oliveira, Paulo Jorge dos Santos Fernandes, Domingos José Vieira de Matos and Pedro Miguel Matos Borges de Oliveira and two non-executive members: Ana Rebelo de Carvalho Menéres de Mendonça and Laurentina da Silva Martins.

The number of executive directors over 2023 corresponded to 66% of the members of the Board of Directors, and this number, when compared to the total number of members of the body, is appropriate and balanced in view of the nature and size of the Company.

This conclusion results, in particular, from the consideration of the experience, background, profile and knowledge of the executive directors, including the specific skills of each of the executive directors, considering that this number of members, in light of the risks and requirements inherent to their activity, is adequate to ensure an effective, efficient and prudent management of the Company.

The activity of the executive directors is carried out in articulation with the work of the other members of the Board of Directors of RAMADA INVESTIMENTOS (i.e. the non-executive directors), who, also considering their personal profile, career and professional experience, are sufficient in number, adequate and balanced to the nature and size of the Company.

In fact, RAMADA INVESTIMENTOS considers that two non-executive directors are sufficient to ensure an effective follow-up, as well as a real supervision and inspection, of the activity carried out by the executives, especially considering that the Company has developed mechanisms to allow non-executive directors to make independent and informed decisions, such as:

- Availability of the executive directors to provide the non-executive directors with all additional information deemed relevant or necessary, as well as to carry out further studies and analyses in relation to all matters that are the object of a resolution or which, if not, are in any way under consideration by the Company;

- Prior and timely dispatch to all members of the Board of Directors of the notices of meetings of that body, including the agenda of the meeting, even if provisional, as well as other relevant information and documentation;

- Making the Company's and subsidiaries' books permanently available for examination, namely the minutes books, share registry books, contracts and other supporting documentation of operations carried out by the Company or its subsidiaries, as well as providing and promoting a direct channel for obtaining information from the directors and operational and financial managers of the various companies in the Group, without the need for any intervention by executive directors in this process.

The Company also carries out, as it does in other matters, an ongoing assessment of the adequacy of the current model. It has concluded that it has proven to be adequate and efficient.

The management report includes the “Activity of the non-executive members of the Board of Directors”, a description of the activity performed by the non-executive members during 2023.

19. Professional qualifications of the members of the Board of Directors:

The curricula vitae of the members of the Board of Directors are presented in Appendix I of the Governance Report.

20. Significant family, business and commercial relationships between members of the Board of Directors and shareholders having qualified holding with more than 2% of the voting rights

As of 31 December 2023, the Chairman of the Board of Directors João Manuel Matos Borges de Oliveira is a director and dominant shareholder of CADERNO AZUL, S.A., a company which holds a 20.67% stake in RAMADA INVESTIMENTOS. Additionally, that director is the brother of Pedro Miguel Matos Borges de Oliveira, who is Chairman of the Board of Directors of 1 THING, INVESTMENTS, S.A., a company with a 10.004% stake in RAMADA INVESTIMENTOS.

The director Paulo Jorge dos Santos Fernandes is a director and dominant shareholder of ACTIUM CAPITAL, S.A., a company that holds a 15.64% stake in RAMADA INVESTIMENTOS.

Ana Rebelo de Carvalho Menéres de Mendonça, a non-executive director of RAMADA INVESTIMENTOS, is the director and dominant shareholder of PROMENDO INVESTIMENTOS, S.A., which holds 18.90% of the capital of RAMADA INVESTIMENTOS.

The director Domingos José Vieira de Matos is a director and dominant shareholder of LIVREFLUXO, S.A., a company that holds a 12.162% stake in RAMADA INVESTIMENTOS.

RAMADA INVESTIMENTOS has a policy of preventing situations of conflict of interest, which is enshrined in the Regulation on Transactions with Related Parties and Conflicts of Interest, approved by the Board of Directors on May 31, 2023 for the new three-year term 2023-2025, having obtained the respective prior favorable opinion of the Company's Statutory Audit Board. There is also a Code of Ethics and Conduct, which is also applicable to all levels of the organization, including members of the corporate bodies.

According to the Code of Ethics and Conduct, one of RAMADA INVESTIMENTOS's values is integrity. Integrity implies total correctness in the relationship with others and with the company, presupposing loyalty and transparency in behavior. RAMADA INVESTIMENTOS trusts in the integrity of all its employees and, therefore, demands loyalty and transparency from all of them.

Therefore, it does not allow situations of conflict of interest between any employee or partner and RAMADA INVESTIMENTOS.

A conflict of interest exists when (i) the Employee's or Partner's private interest interferes, or appears to interfere, in any way, with the interests of the company as a whole and/or (ii) an Employee or Partner, or close family members or friends, receive an improper personal benefit as a result of the position that such Employee or Partner holds within the company.

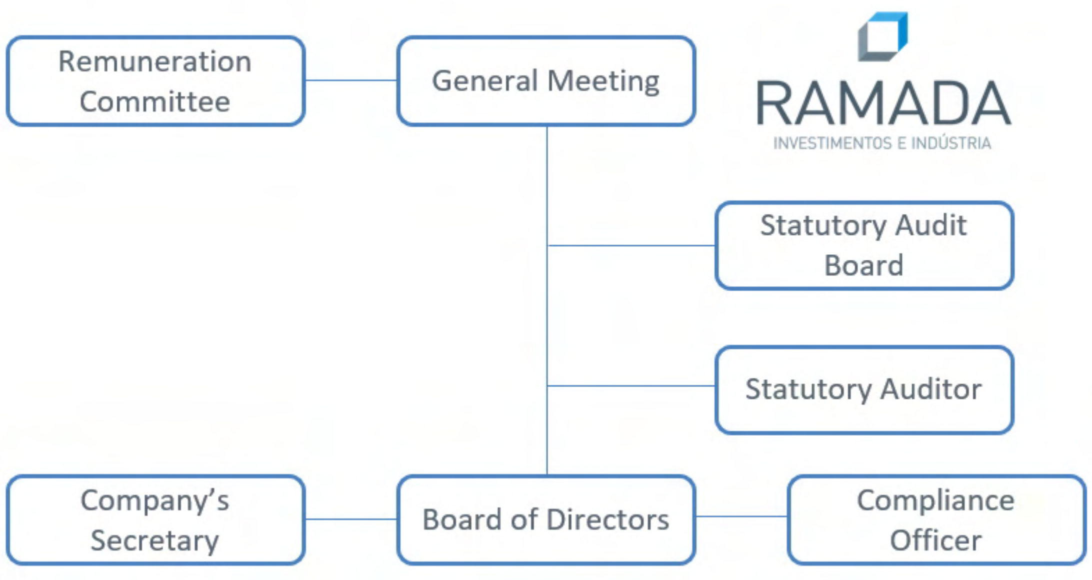
When faced with a potential conflict of interest situation, Employees or Partners must:

a. inform their direct supervisors, in writing, of the conflict of interest in which they are or may be involved, before undertaking any transaction or concluding the business in question;

b. abstain from (i) intervening or influencing, directly or indirectly, the taking of decisions that may affect the entities with which there may be a conflict of interest, and (ii) participating in meetings where such decisions are discussed or confidential information affecting such conflict is evaluated.

The Employee or the Partner must refrain from acting, at all times, on the basis of their own motivations, not giving priority to their own interests or those of third parties, whenever this may jeopardize RAMADA INVESTIMENTOS's interests.

21. Organisation charts or functional charts relating to the division of powers among the various governing bodies, committees and/or departments of the Company, including information on the delegation of powers, particularly with regard to the delegation of Company's daily management



The Board of Directors, according to the current governance structure of RAMADA INVESTIMENTOS, is the body responsible for managing the Company's business in pursuit of its corporate purpose, determining its strategic orientation. It shall always act in the manner it considers best to defend the interests of the Company and for the permanent creation of value for its shareholders and other stakeholders. The Board of Directors currently consists of six members, elected at the Shareholders' General Meeting, one of whom is chairman and five directors, two of whom is non-executive and one independent.

The Board of Directors, in the performance of its duties, establishes a permanent link with the Statutory Audit Board and the Statutory Auditor, in cooperation with the supervisory body in a transparent and thorough manner, in compliance with the respective operating regulations and the best corporate governance practices.

There is no limit to the maximum number of positions that may be held by directors in the management bodies of other companies. The members of the Board of Directors of RAMADA INVESTIMENTOS are, in most cases, members of the management bodies of the Group's most relevant subsidiaries, thus ensuring close and permanent monitoring of the respective activities.

The Board of Directors of RAMADA INVESTIMENTOS encourages all departments and operational areas to create multidisciplinary teams with a view to develop projects that are relevant to the Group. This multidisciplinary approach ensures the identification of issues and the analysis of how to solve them from different perspectives, ensuring a broader view of the issues under analysis. RAMADA INVESTIMENTOS believes that setting up expeditious and effective channels of communication between the Company's departments, between these and the operational areas, and between all these and the boards of directors of each subsidiary and the Company itself, is the best way to implement projects, identify associated risks, and develop the necessary mechanisms to mitigate them from a truly comprehensive perspective and analysed according to various points of view.

RAMADA INVESTIMENTOS considers that an effective information flow within the organisation is the only way to ensure an equally adequate information flow from the multidisciplinary teams to the governing bodies and, consequently, from them to shareholders, investors, other stakeholders, financial analysts and the market in general.

RAMADA INVESTIMENTOS has ensured the thorough and timely disclosure of information to the market, in compliance with this Group policy and the law, which is perfectly aligned with recommendation II.1.1. of the IPCG Code. The information is disclosed through the CMVM Information Disclosure System (CMVM SDI), which guarantees for its shareholders, other stakeholders and the market in general, access to this information at the same time and with the same level of detail.

In line with the above-stated, RAMADA INVESTIMENTOS describes below the Company's committees and/or departments and their respective powers and duties:

Remuneration Committee

The Board of Directors considers that the only specialised committee required is the Remuneration Committee, given the Company's organisational structure and its size and complexity (as explained in detail in section 28 below).

The Remuneration Committee is responsible for assessing performance and approving the remuneration of members of the Board of Directors and other governing bodies. This committee, in compliance with the provisions of Article 26-A and following of the Portuguese Securities Code and recommendation VI.2.2. of the Corporate Governance Code of the IPCG, is responsible for preparing the Statement of Governing Bodies' Remuneration and Compensation Policy as well as, through the preparation of a proposal for approval, submitting it for approval by the deliberative body defined for this matter, which is the Shareholders' General Meeting.

If the Governing Bodies’ Remuneration and Compensation Policy is approved by the Shareholders at the General Meeting, it is the responsibility of this committee to work towards its implementation, monitoring its permanent adequacy to the Company's real situation.

RAMADA INVESTIMENTOS highlights the following corporate management areas:

Corporate Finance Area

RAMADA INVESTIMENTOS' Corporate Finance area is responsible, given its integrated and wide vision at the level of all Group companies, for defining financial management strategies and policies and, also, for ensuring the interface with the capital, debt and banking markets. It is also responsible for developing the mechanisms required for the implementation of the established financial management strategies and policies.

Management Planning and Control Area

RAMADA INVESTIMENTOS' management planning and control area provides support in the implementation of the corporate and/or business strategies followed by the Group. This area prepares and analyses management information for all Group companies, as well as consolidated information, whether monthly, quarterly, half-yearly or annually. It monitors deviations from the budget and proposes the necessary corrective measures. It is also responsible for the construction of business plans, joining the multidisciplinary work teams created for this purpose. It conducts these activities together with the permanent carrying out of technical studies and benchmarking of existing businesses, in order to monitor the performance of RAMADA INVESTIMENTOS taking into account its strategic position in the market.

Legal Area

RAMADA INVESTIMENTOS' legal department provides legal support in all of the group's areas of activity, monitoring and guaranteeing, on the one hand, the legality of the activities carried out and, on the other hand, assuring relations with Euronext Lisbon, with CMVM and with the shareholders whenever legal issues are at stake. This area is also responsible for monitoring the corporate governance policy in order to comply with best practices in this area. It is also responsible for the preparation and/or analysis of contracts that maximise security and reduce legal risks and potential costs, the management of aspects related to the intellectual and industrial property used by the group, such as trademarks and patents, logos, domains and copyrights, also exercising the duties of corporate secretariat and constantly monitoring legal compliance, providing support to the Board of Directors in the implementation of its strategies.

Compliance Area

The Compliance area assumes the responsibilities provided for in the legislation and regulations in force, in order to ensure that the management and board of directors, as well as all employees, are aware of the applicable legal and regulatory rules, including codes, standards and policies, internal and external, relevant to the various areas of activity of the Ramada Group, in order to mitigate financial, economic, legal and reputational risks.

Investor Relations Area

RAMADA INVESTIMENTOS' investor relations area establishes the relationship between the Group and the financial community, constantly disclosing relevant and updated information on its activity. It is also responsible for supporting the Board of Directors by providing updated information on the capital market, as well as supporting the management of RAMADA INVESTIMENTOS' institutional relations, by establishing permanent contact with institutional investors, shareholders and analysts and representing the Group in associations, forums or events (national or international).

The Board of Directors of RAMADA INVESTIMENTOS is organised as follows:

- João Manuel Matos Borges de Oliveira – Chairman
- Paulo Jorge dos Santos Fernandes – Director
- Domingos José Vieira de Matos – Director
- Pedro Miguel Matos Borges de Oliveira – Director
- Ana Rebelo de Carvalho Menéres de Mendonça – Non-Executive Director
- Laurentina da Silva Martins – Non-Executive Director

Basically, the activity of the directors of RAMADA INVESTIMENTOS focus on managing the Group's holdings and defining its strategic lines. The Board of Directors, as a collective body composed of all its members, executive and non-executive, in the normal discharge of their duties, makes decisions on matters that are structural to the Group's activity.

The day-to-day management of the operational companies is carried out by the management of each subsidiary, which also includes, as a rule, some of the directors of RAMADA INVESTIMENTOS, in addition to other directors with specifically defined duties and areas of responsibility.

It should be noted that the performance of management functions in the subsidiary companies by the Company's directors results in an in-depth knowledge of the business, ensuring they are close to the operations and people. This means that the decisions made at the holding company level of the group, RAMADA INVESTIMENTOS, are even more aware and informed.

RAMADA INVESTIMENTOS believes that the greater the knowledge the Company's directors have about the specificities and subtleties of the business, the more correct their decisions will be regarding the strategic lines and, consequently, the success of the decisions at top management level.

Accordingly, and taking into account the development of the activity of the members of the Board of Directors both in RAMADA INVESTIMENTOS and its subsidiaries, the functional organisation chart can be presented as follows:

<table>
<tr><td colspan="4">RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.
João Borges de Oliveira
Paulo Fernandes
Domingos Matos
Pedro Borges de Oliveira
Ana Mendonça
Laurentina da Silva Martins</td></tr>
<tr><td>RAMADA AÇOS
João Borges de Oliveira
Paulo Fernandes
Domingos Matos
Pedro Borges de Oliveira
Ana Mendonça</td><td>F. RAMADA II IMOBILIÁRIA
João Borges de Oliveira
Paulo Fernandes
Domingos Matos
Pedro Borges de Oliveira
Ana Mendonça</td><td>UNIVERSAL AFIR
João Borges de Oliveira
Domingos Matos
Pedro Borges de Oliveira</td><td>SOCITREL
Carlos Faria
Joaquim Pereira
Alfredo Luís Portocarrero</td></tr>
</table>

b) Operation

22. Existence of procedural rules for the Board of Directors and place where they can be consulted

The rules of procedure of the Board of Directors are available for consultation on the Company's website (www.ramadainvestimentos.pt) (“Investors” tab, “Corporate Governance” section).

23. Number of meetings held and attendance level of each member of the Board of Directors

Article 17 of the Company's Articles of Association provides that the Board of Directors shall meet whenever convened by its Chairman, on his own initiative or at the request of any two directors, and at least once a quarter.

The quorum required to hold any meeting of the Board of Directors is deemed to exist provided that the majority of its members are present or duly represented.

The Board of Directors met eight times during 2023, and attendance was 100%.

The meetings of the Board of Directors are scheduled and prepared in advance. Documentation is made available as much in advance as deemed necessary, to support the proposals on the agenda. This ensures the conditions exist for the full performance of functions and the adoption of resolutions in a manner that is fully informed.

Likewise, the relevant notices of meeting and, subsequently, the minutes of the meetings are made availablet to the chairman of the Statutory Audit Board. This regular flow of information enables the performance of active and constant supervision.

24. Indication of the governing bodies competent to assess the performance of the executive directors

The Remuneration Committee, in line with item 21 above, is the body responsible for assessing the performance and approving the remuneration of members of the Board of Directors and other governing bodies. This committee, in compliance with the provisions of Article 26-A of the Portuguese Securities Code and recommendation VI.2.2. of the Corporate Governance Code of the IPCG, is responsible for preparing the Statement of Governing Bodies' Remuneration and Compensation Policy as well as, through the preparation of a proposal for approval, submitting it for approval by the deliberative body defined for this matter, which is the Shareholders' General Meeting.

At least one member of the Remuneration Committee shall attend the Annual General Meetings where the Governing Bodies' Remuneration and Compensation Policy Statement is discussed, in order to ensure the clarification of any issues that may arise in relation to that statement. A member of that committee was present at the Annual General Meeting held in 2023, namely Pedro Pessanha.

If the Governing Bodies' Remuneration and Compensation Policy is approved by the Shareholders at the General Meeting, it is the responsibility of this committee to work towards its implementation, monitoring its permanent adequacy to the Company's real situation.

25. Predetermined criteria for assessing the performance of the executive directors

The performance assessment of executive directors is based on pre-determined criteria, subject to performance indicators objectively established for each term of office. These indicators are aligned with the medium/long term strategy of the Company's performance and the business growth.

The remuneration of the executive members of the Board of Directors includes a medium term variable component and is intended to more sharply align the interests of executive directors with those of shareholders, with a view to increasing awareness of the importance of their performance for the overall success of the Company and will be calculated covering the period corresponding to a term of office, based on objective and pre-determined criteria, namely: (i) total return to the shareholder (performance of shares plus dividend paid); (ii) sum of the consolidated net profit of the 5 years (2020 to 2025) and; (iii) performance of the Company's business.

The total value of the medium-term component cannot exceed 50% of the fixed remuneration earned during the 5-year period.

The variable component (short and medium term) is determined according to the individual performance of each executive director, taking into account the respective annual individual assessment, in accordance with previously defined quantitative (financial and non-financial) and qualitative objectives. Quantitative and qualitative objectives are long-term in nature and therefore have a timeframe that may extend over one or more years.

Individual quantitative objectives should reflect the Company's financial performance, namely its growth and the return generated for shareholders, and the achievement of environmental, social and corporate governance indicators. The financial indicators shall take into account the strategic objectives of the Company, in particular the evolution of the Company's turnover and results and the financial and capital strength of the Company. The qualitative individual objectives must reflect the achievement of environmental, social and corporate governance indicators.

The individual performance assessment process for each executive director is annual and must be supported by concrete evidence, made available to the RAMADA INVESTIMENTOS Remuneration Committee.

26. Availability of each member of the Board of Directors, indicating the positions held simultaneously in other companies, inside and outside the Group, and other relevant activities carried out by the members of those bodies during the year

The RAMADA INVESTIMENTOS directors are fully committed to the nature and requirements of the positions they have agreed to hold. In this sense, the Group's top management is ever present, close to the people and the business.

Their professional activities, description of other companies where they discharge management functions and the indication of other relevant activities performed by them, are described in Appendix I of the Governance Report.

c) Committees within the management or supervisory body and delegated administrators

27. Identification of the Committees established within the Board of Directors and the place where the procedural rules can be consulted

The Board of Directors considers that the only specialised committee required is the Remuneration Committee, given the Company's organisational structure and its size and complexity (as explained in detail in section 28 below).

RAMADA INVESTIMENTOS has therefore formally established a Remuneration Committee, elected by the Shareholders' General Meeting for the three-year term which began in 2023 and that will end in 2025. The members of that committee is as follows:

- João da Silva Natária – Chairman
- André Seabra Ferreira Pinto – Member
- Pedro Nuno Fernandes de Sá Pessanha da Costa – Member

The Remuneration Committee has valid rules of procedure for the current term of office, approved at the meeting of that committee, and which is available for consultation on the company's website (www.ramadainvestimentos.pt) ("Investors" tab, "Governance" section).

28. Composition, if applicable, of the executive committee and/or identification of the chief executive(s)

RAMADA INVESTIMENTOS continuously monitors the adequacy of the current model, as has already been widely explained throughout this Report. Accordingly, and as a result of this permanent monitoring, it has come to the conclusion that its organisational structure, and given the small size of the Board of Directors, which is composed of six members, it does not require the formal appointment of an Executive Committee from among the Board of Directors.

However, as mentioned in item 18 of this Report, four of the six members of the Board of Directors carry out duties that can be considered of an executive nature – more practical or operational. As such, the following is complied with:

- Prior and timely dispatch to all members of the Board of Directors of the notices of meetings of that body, including the agenda of the meeting, even if provisional, as well as other relevant information and documentation;

- Availability to provide the referred non-executive directors with all additional information deemed relevant or necessary, as well as to carry out further studies and analyses in relation to all matters that are the object of a resolution or which, if not, are in any way under consideration by the Company; and also

- Making the Company's and subsidiaries' books available for review, such as the minutes books, share registry books, and supporting documentation of operations carried out by the Company or its subsidiaries, for control and verification purposes, as well as providing and promoting a direct channel for obtaining information from the directors and operational and financial managers of the Group's subsidiaries, without the need for any intervention by the referred executive directors in this process.

Hence, the Company considers that the necessary conditions are guaranteed so that decisions on strategic matters are made, just as they are, by the Board of Directors as a collective body composed of all its members, executive and non- executive, in the normal discharge of their duties. This also ensures that such decisions are made in a clear and informed manner, fully focused on the creation of value for shareholders.

Nevertheless, and as mentioned above, the Board of Directors has regularly pondered over the adequacy of its organisational structure. The conclusions of these reflections have always been that the structure complies with the best corporate governance practices, which has been reflected in the positive performance of the Company, as can be established from the Annual Report and Accounts.

29. Indication of the powers of each of the committees created and a summary of the activities carried out in the exercise of those powers

The Remuneration Committee, in line with items 21 and 24 above, is responsible for assessing the performance and approving the remuneration of members of the Board of Directors and other governing bodies. This committee, in compliance with the provisions of Article 26-A of the Portuguese Securities Code and recommendation VI.2.2. of the Corporate Governance Code of the IPCG, is responsible for preparing the Statement of Governing Bodies' Remuneration and Compensation Policy as well as, through the preparation of a proposal for approval, submitting it for approval by the deliberative body defined for this matter, which is the Shareholders' General Meeting.

If the Governing Bodies' Remuneration and Compensation Policy is approved by the Shareholders at the General Meeting, it is the responsibility of this committee to work towards its implementation, monitoring its permanent adequacy to the Company's real situation.

During the year 2023, the Remuneration Committee met twice, with an attendance rate corresponding to 100%. The minutes of the aforementioned meetings are recorded in the Remuneration Committee minutes book, as required by law.

Company Secretary

The Company Secretary exercises the powers attributed to him/her by law, namely the provisions of article 446-B of the Portuguese Companies Code and which are, among others, the following: a) Act as secretary for the meetings of the corporate bodies; b) Draw up the minutes and sign them jointly with the members of the respective corporate bodies and the chairman of the board of the general meeting, when this is the case; c) Keep and maintain in order the books and sheets of minutes, the attendance lists, the share registration book, as well as the related expedient; d) Issue the legal notices of meetings for all company bodies; e) Recognize the signatures of the members of the company bodies on the company's documents; f) Certify that all copies or transcriptions extracted from the company's books or filed documents are true, complete and up-to-date g) Satisfy, within the scope of his/her powers, any requests made by shareholders exercising their right to information and provide the information requested of the members of the corporate bodies performing supervisory functions regarding resolutions of the board of directors or the executive committee h) Certify the content, total or partial, of the articles of association in force, as well as the identity of the members of the various company bodies and the powers they hold; i) Certify the updated copies of the articles of association, of the resolutions of the shareholders and of the administration and of the entries in force in the company's books, as well as ensure that they are delivered or sent to the holders of shares who have requested them and who have paid the respective cost. He/she is also responsible for supporting the flow of information between the Board of Directors and the Supervisory Body and ensuring the timely registration of corporate resolutions with the Commercial Registry Office.

The Company's secretarial duties were accurately and regularly performed during 2023.

III. SUPERVISION

a) Composition

30. Identification of the supervisory body corresponding to the adopted model

The Statutory Audit Board and the Statutory Auditor are the Company's supervisory bodies in the governance model adopted.

31. Composition of the Statutory Audit Board, indicating the minimum and maximum statutory number of members, duration of term of office, number of effective members, date of first appointment, and date of end of term of office of each member

The Statutory Audit Board is appointed by the Shareholders' General Meeting for three-year terms and may be re-elected one or more times. It is composed by three members and one to two substitutes, to be decided by the General Meeting, and it fully takes on the duties assigned to it by law, which include making a proposal for the appointment of the Statutory Auditor or Audit Firm, in compliance with the provisions of Article 413(1)(b) of the CSC, fulfilling a duty that it also assigned to it pursuant to Article 420(2)(b) of the CSC.

This body is composed of the following members in the three-year period which began in 2023 and ends in 2025:

- Carlos Manuel Portela Enes Epifânio – Chairman
- Jorge Manuel de Sousa Marrão – Member
- Ana Paula dos Santos Silva e Pinho – Member
- André Seabra Ferreira Pinto – Alternate

The Chairman of the Statutory Audit Board was elected for the first time in April 2023, for the term that started in 2023 and will end in 2025. The member Jorge Marrão was elected for the first time to the described position in April 2023, for the three-year period that started in 2023 and will end in 2025, being in the first term. The member Ana Paula dos Santos Silva e Pinho, who was elected, for the first time, in April 2020, for the three-year term started in 2020 and ended in 2022 and was re-elected for her second term, for the three-year term, that started in 2023 and will end in 2025.

The Company believes that the number of members of the Statutory Audit Board is fully aligned with the nature, size, risks and activity of the Company and allows ensuring that its (the Statutory Audit Board members') duties are performed in accordance with the powers and competences assigned.

This analysis also took into account the structure of RAMADA INVESTIMENTOS and the articulation that exists between the members of this body and the other corporate bodies, especially the Statutory Auditor (identified in item 39 below) and the External Auditor (identified in item 42 below).

32. Identification of the members of the Statutory Audit Board who consider themselves independent, pursuant to Article 414 (5) of the Companies Act

The assessment of the independence of the Statutory Audit Board, as a collective body, is made in relation to all its members, assessing the independence of each of its members in accordance with the definition given in Article 414 (5). Any incompatibilities are assessed in accordance with the definition of Article 414-A (1), both of the Companies Act.

All the members of the Company's Statutory Audit Board thus comply with the independence rules specified above and are not in any of the situations of incompatibility provided for by law. This compliance is declared by the respective members in a statement that they individually sign and deliver to the Company.

33. Professional qualifications and curricular references of each member of the Statutory Audit Board and other relevant curricular elements

All the members of RAMADA INVESTIMENTOS' Statutory Audit Board have the training, expertise and experience necessary for the full exercise of their functions, in accordance with the provisions of Article 414 (4) of the Companies Act and Article 3 (2) of Law 148/2015 of 9 September. The Chairman of this body is adequately supported by the other members of the Statutory Audit Board.

Appendix I of the Governance Report describes the professional qualifications and other activities carried out by the members of the Statutory Audit Board.

b) Operation

34. Existence of procedural rules for the Statutory Audit Board and place where they can be consulted

The rules of procedure of the Statutory Audit Board are available for consultation on the Company's website (www.ramadainvestimentos.pt) ("Investors" tab, "Governance" section).

35. Number of meetings held and meeting attendance by each member of the Statutory Audit Board

The Company's Statutory Audit Board met six times during 2023, and attendance was 100%. The corresponding minutes are registered in the Statutory Audit Board's minute book.

36. Availability of each member of the Statutory Audit Board, indicating the positions held simultaneously in other companies, inside and outside the Group, and other relevant activities carried out

The members of the Statutory Audit Board have made a commitment to the Company, which they have strictly complied with and which is reflected in a level of availability that is fully in line with the interests of the Company. The information on other positions held, qualifications and professional experience of the members of the Statutory Audit Board is detailed in Appendix I of the Governance Report.

c) Powers and duties

37. Description of the procedures and criteria applicable to the intervention of the Supervisory Body for the purpose of contracting additional services from the external auditor

The Statutory Audit Board is responsible for approving in advance the provision of services other than audit services to be contracted from the External Auditor.

It should first be noted that the Board of Directors itself, when questioning the possibility of hiring additional services from the External Auditor or the Statutory Auditor, and before reporting its decision to the Statutory Audit Board, shall ensure that services are not hired from these auditors or the entities that make up their network which, under the terms of European Commission Recommendation no. C (2002) 1873, of 16 May, may jeopardise their independence.

If the Board of Directors considers that the conditions exist to present the matter to the Statutory Audit Board, the Statutory Audit Board analyses, in a preliminary and in-depth manner, the scope of such additional services to be provided by the External Auditor and by the Statutory Auditor. It may make a favourable decision if, from the analysis carried out: (i) the hiring of the additional services does not jeopardize the independence of the External Auditor; (ii) a healthy balance is ensured between the normal audit services and the additional services under analysis that may be provided, and that (iii) the proposed additional services are not services prohibited under the terms of Article 77 (8) of Law 140/2015. The analysis of the Statutory Audit Board also includes whether (iv) the additional services will be provided in compliance with the quality levels in force in the Group, always with the underlying purpose that the provision of such services, should they occur, do not jeopardise the independence required in the exercise of the audit functions.

It should be noted in this regard that Deloitte & Associados, SROC, S.A., before accepting the award of the services, also carries out a meticulous internal assessment to ensure the services it proposes to provide do not affect, under any circumstances, the independence criteria that it agreed to comply with when accepting its election to perform the audit duties.

The Company therefore considers that a demanding degree of control is ensured in verifying non-compliance with the independence criteria, when deciding to hire additional services from the External Auditor.

It should also be noted that the Statutory Audit Board also every year receives the statement of independence from the External Auditor and the Statutory Auditor, which describe the services it provides and those provided by other entities of the same network, as well as the fees paid, any threats to their independence and any safeguard measures to address those threats.

All potential threats to the independence of the External Auditor, when if any, as well as the respective safeguard measures are assessed and discussed in an open and transparent manner by the Statutory Audit Board and the External Auditor.

38. Other duties of the supervisory bodies

The Statutory Audit Board supervises the Company, with the responsibilities in RAMADA INVESTIMENTOS as provided for in Article 420 of the Companies Act and its Regulation (referred to in item 34 of this report and accessible on the Company's website (www.ramadainvestimentos.pt) (“Investors” tab, “Governance” section), highlighting the following statutory and legally attributed competencies:

a) Supervises the Company’s management;
b) Monitor compliance with the law and the articles of association;
c) Report annually on its supervisory action and give an opinion on the report, accounts and proposals submitted by the management;
d) Convene the General Meeting, when the chairman of the General Assembly does not convene, and shall do so;
e) Monitor the effectiveness of the risk management system, internal control system and internal audit system, if any;
f) Receive reports of irregularities submitted by shareholders, employees of the company or others;
g) Contract the provision of services of experts assisting one or more of its members in the performance of their duties, and the hiring and remuneration of experts shall take into account the importance of the matters committed to them and the economic situation of the company;
h) Fulfil the other tasks laid down in the law or articles of association;
i) Monitor the process of preparing and disseminating financial information;
j) Propose to the General Assembly the appointment of the Statutory Auditor;
k) Inspect the audit of the company’s accounts;
l) Monitor the independence of the Statutory Auditor, in particular with regard to the provision of additional services.

The Statutory Audit Board also represents the Company before the External Auditor and Statutory Auditor, and is responsible for proposing the entity that will provide these services and the respective remuneration, also ensuring that adequate conditions for the provision of these services are provided within the Group.

The Statutory Audit Board is the first recipient of the reports issued by the External Auditor and Statutory Auditor, as well as the Group's liaison in the relationship with those entities. It is also responsible for appraising relevant projects and work plans and on the adequacy of the resources allocated for the performance of those projects.

The Statutory Audit Board is therefore responsible for preparing an annual report on its supervisory action and issuing an opinion on the report and accounts and proposals presented by management, as well as for monitoring the effectiveness of the risk management and internal control system.

This body, in conjunction with the Board of Directors, regularly reviews and supervises the preparation and disclosure of financial information, providing all necessary support to the Company's management team and expressly undertaking the commitment that there will be no undue and untimely access by third parties to relevant information.

Moreover, the supervisory body is requested to intervene in order to issue an opinion whenever there are transactions between directors of RAMADA INVESTIMENTOS and the Company itself or between RAMADA INVESTIMENTOS and companies that are in a control or group relationship with it, in which the intervening party is a director, in accordance with Article 397 of the Companies Act.

This action by the Statutory Audit Board will be requested regardless of the importance of the transaction in question.

The External Auditor, as part of the Company's supervisory body, within the scope of the annual audit process, analyses (i) the functioning of internal control mechanisms and reports any deficiencies it identifies; (ii) verifies whether the main elements of the internal control and risk management systems implemented in the Company in relation to the process of disclosure of financial information are presented and disclosed in the annual information on Corporate Governance and (iii) issues a legal certification of the accounts and the Audit Report, in which it states whether the report disclosed on the structure and practices of corporate governance includes the elements and information referred to in Article 66-B of the Companies Act, in its current wording, or if it does not include such information, it shall ensure that such information is included in a separate report also made available to shareholders, complying with the provisions of Article 29-H of the Portuguese Securities Code, complying with the structure of CMVM Regulation no. 4/2013 and also including, in the information stated therein, a statement on compliance with the Corporate Governance Code of IPCG.

The Statutory Auditor monitored the development of the Company's activity in the 2023 financial year, carrying out the examinations and checks deemed necessary for the review and legal certification of the accounts, in liaison with the Statutory Audit Board. It always relied on the prompt and expeditious full cooperation of the Board of Directors to access the information requested.

In line with the above, the Statutory Auditor has also reported on its activities in the 2023 financial year. This information was included in its annual audit report, which will be approved by the Shareholders at the Annual General Meeting.

The supervisory body monitors and ensures compliance by RAMADA INVESTIMENTOS and its subsidiaries with the legislation applicable at all times in order to assess the Group's compliance levels in this regard, which has been classified as high and aligned with the interests of the Company and its Shareholders.

IV. STATUTORY AUDITOR

39. Identification of the statutory audit firm and the statutory auditor that represents it

The Statutory Auditor of the Company for the mandate corresponding to the three-year term that began in 2023 and will end in 2025 is Deloitte & Associados, SROC, S.A., represented by António Manuel Martins Amaral.

40. Indication of the number of consecutive years in which the statutory auditor has performed duties for the company and/or group

Deloitte & Associados, SROC, SA is responsible for the statutory audit of the Company and the Group's companies since 2021, having been elected for a first annual term on a proposal from the Statutory Audit Board, at the General Meeting of April 30, 2021, for its second annual term at the General Meeting of Shareholders on April 29, 2022 and for its third three-year term that began in 2023 and will end in 2025, in April 2023.

41. Description of other services provided by the Statutory Auditor to the company

The Statutory Auditor is also the Company's external auditor as detailed in the items below.

V. EXTERNAL AUDITOR

42. Identification of the external auditor appointed for the purposes of Article 8 and of the partner that represents it in the performance of these duties, as well as its CMVM registration number

The external auditor of the Company, appointed for the purposes of Article 8 of the Portuguese Securities Code, is Deloitte & Associados, SROC, S.A., registered under no. 20161389 with the CMVM, represented by António Manuel Martins Amaral.

43. Indication of the number of consecutive years in which the external auditor, and the statutory auditor partner representing the external auditor in the performance of its duties, have performed duties with the company and/or the group

The External Auditor was elected, as well as the partner who represents him, for a first annual term in 2021, for a second annual term in 2022 and is fulfilling its third term, corresponding to the three-year term 2023-2025.

44. Policy and frequency of rotation of the external auditor and the statutory auditor partner representing it

With regard to the rotation of the External Auditor, the Company had not established, by the date of entry into force of the new Statutes of the Association of Statutory Auditors, approved by Law 140/2015 of 7 September, a policy of rotation of the External Auditor. This policy is based on a predetermined number of terms of office, taking into account, in particular, the fact that such rotation policy is not a common or usual practice and that the Company, while permanently monitoring the adequacy and fairness of the current model, has never identified situations of loss of independence or any other situations that might advise the adoption of a formal policy that would require such rotation.

The entry into force of the new Association of Statutory Auditors By-Laws, on 1 January 2016, established a new scheme for the rotation of statutory auditors applicable to companies whose shares are admitted to trading on a regulated market, as is the case of the Company. Hence, the Statutory Audit Board began a selection process in 2016 for the election of a new Statutory Auditor who, complying with all legal requirements in terms of technical skills and independence, could be elected at the Annual General Meeting. And this was materialized in the Annual General Meeting of 2017, where Ernst & Young Audit & Associados - SROC, S.A. was elected for a first three-year term. Ernst & Young Audit & Associados - SROC, S.A. was subsequently re-elected for a second annual mandate (2020), and the Annual General Meeting of 2021 resolved to elect Deloitte & Associados, SROC, S.A., for a first term corresponding to the year 2021, for a second term corresponding to the year 2022 and is currently in the third term corresponding to the three-year term, that began in 2023 and will end in 2025.

In this sense, the Company does not have a formal, internal policy that provides for the rotation of the External Auditor, considering it unnecessary, as it fully complies with the legal requirements in this matter.

45. Indication of the body responsible for assessing the external auditor and the frequency at which this assessment is carried out

The Statutory Audit Board, in discharging its functions, monitors the performance of the External Auditor throughout the year, and carries out an annual assessment of its independence. In addition, the Statutory Audit Board promotes, whenever necessary or appropriate in the light of developments in the Company's activity or legal or market requirements, a reflection on the suitability of the External Auditor for the level required for the performance of its duties.

46. Identification of work, other than audit work, carried out by the external auditor, as well as an indication of the internal procedures for the purpose of approving the contracting of such services and an indication of the reasons for contracting them

During 2023, different auditing services were provided by the External Auditor, in particular, other services were provided, in particular, support services for the identification of financial incentives and the survey of investments made by the Group with research and development and innovation projects with periodic reporting attentive to the preparation of statistical surveys of a mandatory nature. Services were also provided, financial and tax due diligence of subsidiaries, as well as support services in the implementation of processes to comply with the requirements of the Carbon Border Adjustment Mechanism legislation. These services were approved by the Statutory Audit Board, which evaluated and concluded that the performance of such services did not affect the independence of the External Auditor, a key element for considering the provision of these services. Safeguarding this first criterion, the Statutory Audit Board decided to authorize them because their provision corresponds to the interests of the Company, given the experience, specialization and quality of the provider in the matters at issue, the recognized quality of the services and knowledge of the various areas of the Company and its Group.

47. Indication of the amount of annual remuneration paid to the auditor and other natural or legal persons belonging to the same network and a breakdown of the percentage related to the following services:

	31.12.2023		31.12.2022	
Company				
Annual audit services value (€)	38,500	11.6%	36,600	11.7%
Group entities				
Annual audit services value (€)	84,600	25.4%	100,500	32.0%
Value of reliability assurance services (€)	—	—%	3,000	1.0%
Value of other services (€)	210,000	63.0%	174,000	55.4%
Total				
Audit and statutory audit (€)	123,100	37.0%	137,100	43.6%
Other assurance services (€)	—	—%	3,000	1.0%
Value of other services (€)	210,000	63.0%	174,000	55.4%
	333,100		314,100	

C. INTERNAL ORGANISATION

I. Articles of Association

48. Rules applicable to the amendment of the company's Articles of Association

Amendments to the Articles of Association follow the applicable legal terms, namely the Companies Act, which require a two-thirds majority of the votes cast for the approval of this resolution.

II. Reporting irregularities (Whistleblowing)

49. Means and policy for communicating irregularities occurring in the company

The Statutory Audit Board is the body to which any irregularities should be reported by any employee, partner, supplier or any other stakeholder, in compliance with the provisions of paragraph j) of number 1 of article 420 of the CSC.

RAMADA Group has a specific mechanism for reporting irregularities that, in line with the designs of Recommendation number II.2.4. of the IPCG Corporate Governance Code, constitute ethical or legal violations with significant impact in the fields of accounting, the fight against corruption and banking and financial crime (Whistleblowing), which safeguards the confidentiality of the information transmitted and the identity of the transmitter, whenever requested.

If the Board of Directors receives any request for clarification or expression of concern regarding the Whistleblowing system, it will immediately refer it to the Statutory Audit Board.

The report to the Statutory Audit Board of any irregularity or indication of irregularity should be made by letter in a sealed envelope mentioning its confidentiality, to the following address: Rua Manuel Pinto de Azevedo, number 818, 4100-320 Porto. Anonymous complaints will only be accepted and treated on an exceptional basis.

It should be noted that, throughout the 2023 financial year, no reports of irregularities were reported to the Company's Statutory Audit Board.

In this context, it should be noted that Ramada also has an online complaints channel on its website for the purposes of Decree-Law 109-E/2021 of 9 December, to which any and all complaints relating to the scope of application of that law may be addressed, whether anonymous or not. The Company ensures and guarantees the necessary mechanisms for the referral and treatment of such complaints, safeguarding the strict confidentiality and protection of the whistleblower, in the applicable legal terms.

In 2023 no complaints were received for the purposes of this Law.

III. Internal control and risk management

50. Individuals, boards or committees responsible for the internal audit and/or implementation of internal control systems

Risk management, as a cornerstone of the principles of good corporate governance, is an area considered fundamental by RAMADA INVESTIMENTOS, which promotes permanent awareness of all its employees, at the different levels of the organisation, instilling such responsibility in all decision-making processes.

Risk management is carried out with a view to creating value, with a clear identification of the situations that constitute a threat likely to affect business objectives.

Environmental management, based on sustainability criteria, and Social Responsibility play an increasingly decisive role within the organisation. Risk management is also monitored in these areas with increasing focus.

Although risk management is not a formally established department, it is ensured in the RAMADA Group at the level of each of the departments, which are sufficiently and deeply aware of the need to identify and quantify the risk associated with all decisions, with well-defined criteria that allow them to judge, autonomously and in each specific case, whether the risk can be taken by the management or whether the decision to take it must be made by the Board of Directors of the company in question, either RAMADA INVESTIMENTOS or any of its subsidiaries, based on materiality criteria or the Group's exposure. Accordingly, the Group's operational teams act based on clear criteria of (i) levels of risk assumption and who should make the decision to take them or not and (ii) the identification of ways to mitigate them.

Risk management is thus ensured by all RAMADA INVESTIMENTOS departments, based on the following methodology, which includes several stages:

- Initially, internal and external risks that may materially affect the pursuit of the Group's strategic objectives are identified and prioritised;
- The operational managers of the Group's various departments identify the risk factors and events that may affect RAMADA INVESTIMENTOS' operations and activities, as well as any control processes and mechanisms;
- Additionally, the impact and likelihood of occurrence of each risk factor are weighted and, depending on the level of exposure, the need to respond to the risk is assessed; and
- Risk mitigation actions are monitored and the level of exposure to critical factors is constantly monitored.

The Board of Directors is responsible for deciding, at all times, the level of exposure assumed by the Group in its different activities and, without prejudice to the delegation of functions and responsibilities, defining overall risk limits and ensure that risk management policies and procedures are followed.

In monitoring the risk management process, the Board of Directors, as the body responsible for RAMADA INVESTIMENTOS' strategy, has the following objectives and responsibilities:

- Know the most significant risks affecting the Group;
- Ensure the existence, within the Group, of appropriate levels of knowledge of the risks that affect operations and how to manage them;
- Ensure the dissemination of the risk management strategy at all hierarchical levels;
- Ensure the Group has the capacity to minimize the probability of occurrence and impact of risks on the business; and
- Ensure that the risk management process is adequate and that thorough monitoring is maintained of the risks with the greatest probability of occurrence and impact on the Group's operations;
- Ensure permanent communication with the Statutory Audit Board, making it aware of the level of risk exposure assumed and requesting, whenever necessary, the opinions of this body that it deems necessary

for conscious and informed decision-making, ensuring that the risks identified and the policies defined are analysed from the multidisciplinary perspectives that guide the Group's operations.

The subsidiaries manage the risks within the established criteria and delegations.

The Statutory Audit Board continuously monitors the performance of the group in this area.

RAMADA INVESTIMENTOS has come to the conclusion that it has been able to ensure greater awareness in decision making at all levels of the organisation, based on this methodology, taking into account the inherent responsibility of each player within the company, which contributes to people feeling empowered, truly involved and with an active participation in the development of the Group's business.

RAMADA INVESTIMENTOS, as stated earlier several times in this report, continuously monitors the adequacy of its model also in this area of risk management and has concluded, to date, that it has proven to be totally adequate in view of its organisational structure.

51. Explanation of the hierarchical and/or functional dependency relationships with other company bodies or committees

The Statutory Audit Board is responsible for assessing the operation of risk management mechanisms, and it is to this body that the control procedures considered appropriate for the respective mitigation are reported. This body is therefore responsible for supervising the actions taken by the Company in these matters and to periodically check that the risks effectively incurred by the Company are consistent with those defined by the Board of Directors.

The External Auditor, while discharging its duties, checks the adequacy of the mechanisms and procedures in question, ensuring the reporting of its conclusions to the Statutory Audit Board.

The Board of Directors is responsible for monitoring such mechanisms and procedures.

52. Existence of other functional areas with risk control competencies

Risk management is ensured, in RAMADA INVESTIMENTOS, by all the operational departments and units, in the terms broadly described in item 51 above. The Company, as stated earlier several times in this report, continuously monitors the adequacy of its model also in this area of risk management and has concluded, to date, that it has proven to be totally adequate for the Company's organisational structure.

53. Identification and description of the main types of risks (economic, financial and legal) to which the company is exposed in the performance of its activities

The Board of Directors considers that the Group is exposed to the normal risks arising from its activity, namely at the level of its operating units. The following financial risk factors are highlighted, which are detailed and analyzed in the Annex to the Consolidated Financial Statements:

1. Market Risk:
    1.1. Interest rate risk;
    1.2. Risk of variability in commodity prices.
2. Liquidity risk;
3. Credit risk;
4. Exchange rate risk;
5. Capital risk.

54. Description of the process of risk identification, evaluation, monitoring, control and management

The Board of Directors, as described in item 52, is the body responsible for defining the Group's general strategic policies, including the risk management policy. It is duly supported by the management teams of the subsidiaries, which ensure not only the permanent monitoring, but also the reporting to the Board of Directors of RAMADA INVESTIMENTOS of any situations detected, in order to ensure permanent and effective risk control.

The process in RAMADA INVESTIMENTOS of identifying and assessing, monitoring, controlling and managing risks operates as follows:

The risks the Group faces in the normal performance of its activity are identified. The impact on the financial performance and value of the Group is measured for all risks identified as material. Subsequently, a comparative study is made of the value at risk with the costs of the hedging instruments, if available, and, consequently, the evolution of the identified risks and of the hedging instruments is monitored, which more or less follows the methodology below:

- Initially, internal and external risks that may materially affect the pursuit of the Group's strategic objectives are identified and prioritised;

- The operational managers of the Group's various operating units identify the risk factors and events that may affect RAMADA INVESTIMENTOS' operations and activities, as well as any control processes and mechanisms;

- Additionally, the impact and probability of occurrence of each risk factor are weighted and, depending on the level of exposure, the need to respond to the risk is assessed; and

- Risk mitigation actions are monitored and the level of exposure to critical factors is constantly monitored.

The Company has been implementing additional risk management strategies aimed at essentially ensuring that the control systems and procedures and the policies in place allow it to meet the expectations of management bodies, shareholders and other stakeholders.

The following stand out among these strategies:

- The control systems and procedures and the policies in place are in accordance with all applicable laws and regulations and are effectively applied;
- Financial and operational information is complete, reliable, secure and reported periodically and in a timely manner;
- RAMADA INVESTIMENTOS' resources are used in an efficient and rational manner; and
- Shareholder value is maximised and operational management takes the necessary measures to correct reported issues.

After this entire process has been completed, the Board of Directors, in its capacity as executive body, is responsible for deciding on the matter, acting according to what it considers will, at all times, best ensure the interests of the Company and its Shareholders.

As regards the fulfilment of the environmental and social objectives outlined by RAMADA INVESTIMENTOS, it should be noted that, in May 2023, two policies were developed and implemented in this regard: (i) the Human Rights Policy, which aims to ensure respect for human and labour rights by the entire Ramada Group by formalising the commitments it has made in the meantime to safeguard human dignity, non-discrimination, equal rights, security and well-being, education, personal and professional development, as well as freedom of conscience, religion, organisation, association, opinion and expression, and (ii) the Community Participation Policy, which aims to promote solutions that respond to the challenges that arise in the social, environmental and corporate governance spheres, seeking to align decision-making and the pursuit of the RAMADA Group's activity with internationally defined sustainability principles.

The Human Rights Policy and the Community Participation Policy are available for consultation at www.ramadainvestimentos.pt ("Investors" tab, "Governance" section), which should be complemented by the Code of Ethics and Conduct, also available at www.ramadainvestimentos.pt ("Investors" tab, "Governance" section).

55. Main elements of the internal control and risk management systems implemented in the company with regard to the financial information disclosure process

In terms of risk control in the process of disclosing financial information, only a very limited number of RAMADA INVESTIMENTOS employees are involved in the process of disclosing financial information.

All those involved in the Company's financial analysis process are considered to have access to inside information and are formally informed about the content of their obligations as well as about the penalties resulting from the improper use of such information.

The internal rules applicable to the disclosure of financial information aim to ensure its timely disclosure and prevent asymmetric access to information by the market.

The internal control system in the areas of accounting and preparation and disclosure of financial information is based on the following key elements:

- The use of accounting principles, which are detailed throughout the notes to the financial statements, is one of the bases of the control system;
- The plans, procedures and records of the Company and its subsidiaries provide reasonable assurance that only duly authorised transactions are recorded and that these transactions are recorded in accordance with generally accepted accounting principles;
- The financial information is analysed, on a systematic and regular basis, by the management of the operating units, ensuring permanent monitoring and the respective budgetary control;
- During the process of preparation and review of financial information, a schedule of closure of accounts is previously shared with the different areas involved, and all documents are reviewed in depth;
- In relation to the separate financial statements of the various Group companies, the administration and accounting services ensure the accounting records and the preparation of the financial statements. The financial statements are prepared by the chartered accountants and reviewed by the financial management of each subsidiary. After approval, the documents are sent to the External Auditor, who issues its Legal Certification of Accounts;
- The consolidated financial statements are prepared on a quarterly basis by the consolidation team. This process is an additional element to control the reliability of the financial information, namely by ensuring the consistent application of the accounting principles and cut-off procedures for operations as well as the verification of balances and transactions between Group companies;
- The consolidated financial statements are prepared under the supervision of the financial department. The documents comprising the annual report are sent for review and approval by the Board of Directors. After approval, the documents are sent to the External Auditor, who issues its Legal Certification of Accounts and the Audit Report; and
- The process of preparing the separate and consolidated financial information and the Management Report is coordinated by the Board of Directors and supervised by the Statutory Audit Board. These bodies analyse the Company's consolidated financial statements on a quarterly basis.

We highlight, with regard to the risk factors that may materially affect the accounting and financial reporting, the use of accounting estimates that are based on the best information available at the date of preparation of the financial statements as well as knowledge and experience of past and/or present events. We also highlight the balances and transactions with related parties of the RAMADA Group. The balances and transactions with related parties refer basically to the current operating activities of the Group companies, as well as the granting and obtaining of loans at market rates.

The Board of Directors regularly analyses and supervises the preparation and disclosure of financial information, in conjunction with the Statutory Audit Board, in order to prevent undue and untimely access by third parties to relevant information.

IV. Investor Support

56. Service responsible for investor support, composition, duties, information made available by this service and contact information

In compliance with the applicable legal provisions, as well as the CMVM's regulations on this matter, RAMADA INVESTIMENTOS ensures, always at first hand, the disclosure to its shareholders and to the market in general, of all the information relating to the business of group companies that falls within the concept of privileged information. Hence, RAMADA INVESTIMENTOS has been ensuring, on a permanent and timely basis, the disclosure of information to its shareholders and to the market in general, at the precise moment when it takes on the nature of privileged information.

The Company has an Investor Relations Office, which includes the Market Relations Representative and Investor Relations. Contacts in order to obtain information from investors may be made through the following channels:

Rua Manuel Pinto de Azevedo, 818 4100-320 Porto
Telephone: 22 83 47 100
E-mail: mvalente@ramadainvestimentos.pt

Ramada Investimentos provides financial information on its separate and consolidated activities, as well as on its subsidiaries through its official website (www.ramadainvestimentos.pt). This website is also used by the company to disclose press releases with an indication of any relevant facts for the company's life, which are always subject to prior disclosure on the CMVM's Information Disclosure System. This page also contains the Group's financial statements for the last financial years. Most of the information is available on the Company's website in Portuguese and English.

57. Representative for market relations

Miguel Valente is the market relations representative.

58. Information on proportions and the deadline for replying to information requests received during the year or pending from previous years.

Whenever necessary, the market relations representative ensures the provision of all relevant information in relation to significant events, facts that may be considered relevant facts, quarterly disclosure of results and replies to any requests for clarification by investors or the general public concerning financial information in the public domain. All information requested by investors is analysed and answered within a maximum period of five business days.

V. Website

59. Address (es).

Ramada Investimentos has a website with information about the Company and the Group. The address is www.ramadainvestimentos.pt.

60. Place where information on the company's name, public company status, registered office and other information referred to in Article 171 of the Portuguese Companies Act is available

www.ramadainvestimentos.pt \ investors \ company identification

61. Place where the Articles of Association and the procedural rules of the company bodies and/or committees are available

www.ramadainvestimentos.pt \ investors \ governance

62. Place where information on the identity of members of the governing bodies, the market relations representative and the Investor Support Office, or its equivalent, their duties and means of access are available

www.ramadainvestimentos.pt \ investors \ governance

www.ramadainvestimentos.pt \ investors \ investor support

63. Place where the financial statements are made available, which must be accessible for at least five years, as well as the half-yearly calendar of company events, disclosed at the beginning of each half year, including general meetings, disclosure of annual, half-yearly and, if applicable, quarterly accounts

www.ramadainvestimentos.pt \ investors \ financial report

www.ramadainvestimentos.pt \ investors \ calendar of events

64. Place where the notice for the General Meeting of Shareholders and all related preparatory and subsequent information are disclosed

www.ramadainvestimentos.pt \ investors \ general meetings

65. Place where the records of all the decisions made at Company General Meetings, the share capital represented and the voting results for the 3 previous years are available

www.ramadainvestimentos.pt \ investors \ general meetings

D. REMUNERATION REPORT

The Board of Directors presents below a clear and understandable report that provides a comprehensive overview of the remuneration, including all benefits in whatever form, awarded or due during the last financial year to each member of the management and supervisory bodies, in accordance with the remuneration policy referred to in Article 26-A of the Portuguese Securities Code, including newly appointed and former members.

The information contained in this report complies with all applicable legal requirements, namely, but not limited to, Article 26-G of the Portuguese Securities Code.

The processing by the Company of the personal data included in this remuneration report aims to increase its level of transparency regarding the remuneration of the respective members of the management and supervisory bodies, in order to strengthen the level of accountability of the latter and the ability of shareholders to supervise the remuneration of the members of the Company's management and supervisory bodies.

This remuneration report is submitted for consideration at the annual general meeting following the financial year to which it relates and explains how the assessment made at the previous general meeting was taken into account.

After the general meeting, the remuneration report is published on www.ramadainvestimentos.pt and remains available for at least 10 years.

I. Decision-making powers

66. Indication of the powers for determining the remuneration of the governing bodies

The Remuneration Committee is responsible for approving the remuneration of the members of the Board of Directors and other governing bodies representing the shareholders, in accordance with the remuneration policy statement approved by the shareholders at the Shareholders' General Meeting.

II. Remuneration Committee

67. Composition of the Remuneration Committee, including the identification of individuals or companies contracted to provide support and a declaration on the independence of each member and consultant

Currently, Ramada Investimentos has a Remuneration Committee elected at a general shareholder meeting for a three-year term of office, starting in 2023 and ends in 2025, which is composed as follows:

- João da Silva Natária – Chairman
- André Seabra Ferreira Pinto – Member
- Pedro Nuno Fernandes de Sá Pessanha da Costa – Member

All members of the Remuneration Committee are independent from the members of the Board of Directors and from any other group of interest.

It should be noted in relation to the identification of natural or legal persons hired to provide support to this Committee, that the powers include autonomy to outsource service providers, at the Company's expense and in compliance with reasonable criteria in this regard. Those service providers may be hired to independently carry out evaluations, studies and the preparation of reports that may assist the committee in the full and complete performance of its function, as further explained in item 68 below.

This committee shall be supported by benchmarking studies on remuneration policy, ensuring that the Governing Bodies' Remuneration and Compensation Policy Statement is in line with the best practices in use in companies of equal importance and size.

In 2023, this committee did not consider it necessary to hire any persons or entities to support its decision-making.

68. Knowledge and experience of the members of the remuneration committee with regard to the remuneration policy

The experience and professional qualifications of the members of the Remuneration Committee are reflected in the curricula vitae available on the Company's website at www.ramadainvestimentos.pt, "Investors" tab, "General Meetings/2023/Appendices: Curricula vitae" section, which were made available as a result of the respective election at the 2023 Annual General Meeting and which remain there according to applicable legislation.

RAMADA INVESTIMENTOS considers that the experience and professional career of the members of the Remuneration Committee are fully adequate for the discharge of their duties, allowing them to discharge said duties with the required thoroughness and efficiency. João da Silva Natária should be highlighted, without prejudice to the qualifications of the other members, due to his high level of experience and specific knowledge in the evaluation and remuneration policy field.

Moreover, and in addition to what has already been mentioned in item 67 above, the committee uses specialised, internal or external resources, whenever necessary, to support its decisions.

In these situations, the Remuneration Committee freely decides that RAMADA INVESTIMENTOS will hire the consultancy services deemed necessary or convenient, taking care to ensure that the services are provided independently and that the respective providers are not hired to provide any other services to RAMADA INVESTIMENTOS or its subsidiaries, without the specific consent of the Remuneration Committee.

III. Remunerations structure

69. Description of the remuneration policy for the management and supervisory bodies referred to in Article 26-A of the Portuguese Securities Code

As established in Article 26-B of the Portuguese Companies Code, a statement on the remuneration policy of the management and supervisory bodies is submitted to the Shareholders' General Meeting for approval.

According to Law no. 50/2020 of August 25 and the Recommendations of the Corporate Governance Code of the Portuguese Corporate Governance Institute 2018 (and revised in 2023), the annual approval of the Remuneration Policy for the Management and Supervisory bodies is no longer mandatory and is only required during the term of office if the Issuer so wishes or if it wishes to propose for the shareholders' consideration any changes to the policy in force.

The remuneration and compensation policy of RAMADA INVESTIMENTOS' governing bodies, approved at the Shareholders' General Meeting of 28 April, 2023, in force during the three-year term 2023-2025, complies with the following principles:

PRINCIPLES OF THE REMUNERATION POLICY OF THE CORPORATE BODIES OF RAMADA INVESTIMENTOS

RAMADA's Corporate Bodies Remuneration Policy is based on the assumption that competence, dedication, availability and performance are the determining elements of good performance, and that only with good performance is it possible to ensure the necessary alignment with the company's interests and its shareholders.

In view of the Company's interest, culture and long-term strategy, RAMADA's Corporate Bodies Remuneration Policy aims, as established in article 26-C, no. 1, of the CVM, to "contribute to the company's corporate strategy, its long-term interests and its sustainability".

In particular, the Remuneration Policy aims to:

- Attract and retain the best professionals for the functions to be performed, providing the necessary conditions of stability in the exercise of functions;
- Reward performance, by means of remuneration appropriate to the mechanisms for defending the interests of Shareholders, discouraging excessive risk-taking, by providing for mechanisms for deferring variable remuneration;
- Reward the focus on continuous improvement, productivity and the creation of long-term value for shareholders;
- Reward environmental sustainability and energy efficiency of the Company.

This Policy is based on criteria aimed at the sustainability of the Company, is aligned with comparable benchmarking and, complying with legal requirements, is based on the following vectors:

1. Responsibility inherent to the functions performed

The functions performed and the responsibilities assumed by each member are, necessarily, taken into account in the definition of remuneration. Not all members are in the same position, which imposes a carefully case-by-case definition. In assessing the level of responsibility, the time of dedication, the requirement imposed by the areas under their supervision and the functions performed in the subsidiaries must be considered.

2. The Company's economic situation

The definition of remuneration must be compatible with the size and economic capacity of the Company, while ensuring adequate and fair remuneration.

3. Market standards

The observance of market rules, through a comparative exercise ("benchmark"), is essential to pay adequately and competitively, taking into account the practice of the reference market (nationally and internationally), the activity developed and the results obtained.

4. Alignment of management interests with the Company's strategic objectives

The definition of remuneration should be based on criteria for assessing performance and objectives, of a financial and non-financial nature, in line with the Company's corporate strategy and which ensure the Company's long-term sustainability.

5. ESG commitment

The objectives associated with the definition of remuneration must be associated with the performance of the Company in environmental, social and corporate governance (ESG) indicators, reflecting the commitment to sustainable development, especially in the context of environmental sustainability, of the Company, as well as the permanent fulfillment of the Company's ethical values and principles and which constitute a cornerstone in the way it is structured and related to all stakeholder

6. Conditions of employment and remuneration of workers

The defined remunerations must take into account the conditions of employment and remuneration of the Company's employees, which is achieved through a comparative exercise ("benchmark") with the reference market (nationally and internationally), with reference to functions equivalent, in order to guarantee internal equity and a high competitive level.

The RAMADA's Remuneration Committee understands that these principles are in accordance with the legislative and recommendatory framework in force, reflecting, in the same way, that which is the Company's view on this matter.

Board OF DIRECTORS:

The RAMADA's Remuneration Committee, in line with the Company's organizational model and the principles described above, took into account the following measures:

i. reinforcement of the need to maintain a process for setting goals and evaluating performance;
ii. ensure consistency between quantitative and qualitative objectives;
iii. ensure that the quantitative objectives of the Executive Directors are in line with the quantitative objectives of the most relevant staff of the Company.

Non-Executive Directors

iv. the remuneration of non-executive directors comprises only a fixed component, corresponding to a fixed monthly remuneration, the amount of which is determined by the Remuneration Committee and reviewed, if necessary, on a periodic basis taking into account best practices and the responsibilities of each non-executive director; In line with market practices, the remuneration of non-executive directors may be differentiated (i) by the special functions of representing the Company that may be assigned to each one; (ii) by the experience and know-how in executive functions previously exercised in the Company, as well as (iii) by the business knowledge and know-how in the sector of activity in which the Company operates;

v. the non-executive directors, in function of the experience acquired over the years in executive functions and the profound knowledge and know-how of the Company's business that they are recognized for, may also receive a differentiated remuneration as a result of the value they contribute to the company under the terms referred to in the previous paragraph.

Executive Directors

vi. the remuneration of executive directors includes two components:
a) fixed component, corresponding to an amount paid monthly;
b) variable component, which includes a short-term variable premium and a medium-term variable premium.

Short-Term Variable Premium

The short term variable premium is paid annually and cannot be higher than the annual fixed remuneration.

Medium Term Variable Premium

The variable component is designed to align more closely the interests of the executive directors with those of the shareholders and will be calculated covering the full period of a mandate, corresponding to the period between 2020 and 2025, based on:

- Total shareholder return (share appreciation plus dividend distributed);

- Sum of the net results of the 5 years (2020 to 2025);

- Evolution of the Group's business.

The total value of the medium-term component cannot exceed 50% of the fixed remuneration earned over the 5-year period.

Variable Remuneration Allocation Criteria

i. the variable component (short and medium term) is determined in accordance with the individual performance of each executive director, taking into account the respective annual individual assessment, in accordance with previously defined quantitative (of a financial and non-financial nature) and qualitative objectives;
ii. quantitative and qualitative objectives are long-term in nature and therefore have a timeframe that may extend over one or more years;
iii. individual quantitative objectives must reflect the Company's financial performance, namely its growth and the return generated for shareholders. The financial indicators must take into account the Company's strategic objectives, in particular the evolution of the Company's turnover and results and the financial and capital strength of the Company;
iv. individual qualitative objectives must reflect the achievement of environmental, social, corporate governance and team management capacity indicators;
v. the individual performance assessment process for each executive director is annual and must be supported by concrete evidence, made available to the RAMADA's Remuneration Committee;
vi. In addition to the variable component that may be attributed to the executive directors, no non-monetary benefits are attributed to the members of the management body, other than the means made available to them for the performance of their duties and a personal health and accident insurance policy in accordance with market practices.

Process for determining the variable remuneration:

(i) An internal evaluation process is observed, always based on the criteria of the Remuneration Policy;
(ii) In this internal evaluation process, non-executive directors may be invited to participate who may contribute, due to their experience and know-how in certain areas, to the evaluation process in question;

(iii) The Remunerations Committee analyses the internal evaluation process carried out, in light of the current Corporate Body Remuneration Policy and finally confirms, in view of the available information, the adequacy and general coherence of the process, setting the variable remuneration.

Special Rules Applicable to the Remuneration of Directors

- The overall fixed remuneration of the Board of Directors, including remuneration paid by subsidiaries to members of the Board of Directors, shall not exceed 750,000 Euros per annum;
- The variable component of the remuneration, once determined, awarded and paid, cannot be refunded by the executive director who has received it, even in the event of early termination, for whatever reason, of his functions, without prejudice to the Company's general right to compensation in the event of damage caused by the actions of the executive directors, which includes the right to withhold amounts awarded, but not yet paid, as a variable component of remuneration;
- In view of the different business areas covered by the Company, it is considered appropriate that the payment of the fixed and/or variable component of the remuneration of executive directors may be divided between the Company and subsidiary companies, or paid only by subsidiaries whose management bodies comprise them, in accordance with the terms to be defined by RAMADA's Remuneration Committee;
- If contracts are signed with members of the management or supervisory bodies for contractual regulation, such contracts shall not exceed the term of office without prejudice to the principle of contract renewal concurrently with the renewal of the term of office, and without specifically applicable notice periods.

Thus, and based on the measures listed above, and the RAMADA’s Remuneration Committee's understanding, the remuneration of executive directors (and, well, non-executive directors) is adequate and, as established in article 26.-C, no. 1, of the CVM, “contributes to the company's corporate strategy, to its long-term interests and to its sustainability.”.

SUPERVISORY BOARD

The remuneration of the members of the Supervisory Board shall be based on fixed annual amounts considered appropriate for the function.

GENERAL SHAREHOLDERS’ MEETING

The remuneration of the members of the Board of the Shareholders’ General Meeting shall be exclusively fixed and shall respect market practices.

STATUTORY AUDITOR

The Statutory Auditor shall receive a fixed remuneration that is appropriate for the function benchmarked against the market, under the supervision of the Supervisory Board.

The remuneration will be established in the respective service agreement to be entered into for this purpose, under the supervision of the Supervisory Board.

SUPPLEMENTARY PENSION OR EARLY RETIREMENT SCHEMES:

There are no supplementary pension or early retirement schemes in place at the present date.

CONFLICTS OF INTEREST:

The Remuneration Committee shall be responsible for identifying and resolving any situations of conflict of interest that may be related to the Remuneration Policy and any of the persons or entities covered by it. A conflict of interest is considered to exist whenever: (i) the applicable law and regulations so determine, as

well as when the private interest of any member of a corporate body interferes, in any way, with this Remuneration Policy and/or when (ii) the performance of the duties of any member of a corporate body may contradict or negatively impact the criteria for setting the remuneration of such member or of the other members of this corporate body.

Any situation of conflict of interest that is identified by the Remuneration Committee and that it cannot resolve within a reasonable time considering the circumstances, shall be submitted to the appreciation and decision of the General Meeting of the Company.

SCOPE OF APPLICATION:

This policy applies not only to remuneration paid directly by RAMADA, but also to all remuneration that is paid by companies directly or indirectly controlled by RAMADA, pursuant to Article 21 of the Securities Code, to members of RAMADA's Governing Bodies.

POLICY APPROVAL, AMENDMENT AND REVISION:

Approval: The Company's Remuneration Policy is prepared by the Remuneration Committee and submitted to the General Meeting for approval.

Amendment: Any amendment to the Remuneration Policy must always be proposed by the Remuneration Committee to the General Meeting of the Company for approval. Any corporate body may request to the Remuneration Committee an amendment to the Remuneration Policy, and should submit a written request, duly substantiated. The Remuneration Committee will assess the relevance and adequacy of such request, and shall submit a written response, also duly substantiated, on the conclusions of its analysis and on the procedures to be adopted.

Review: The Remuneration Committee reviews the Remuneration Policy on a three-yearly basis at the end of each term of office, making any changes it deems appropriate in the light of best governance practices, the objectives underlying the remuneration of the members of the Company's governing bodies, the recommendations of the entities with powers in this area, with a view to adapting the policy to best market practices and the sustainable development objectives of the Company.

Procedure: Amendments and revisions to the Remuneration Policy should always be contained in a proposal prepared by the Remuneration Committee and submitted to the General Meeting, in which the reasons for such proposal should be explained and the proposed changes clearly identified. The amended or revised Remuneration Policy will come into force on the first working day following its approval by the General Meeting, and the consolidated version of the Remuneration Policy should be published as required by law.

POLICY DURATION

The Remuneration Policy is in force for periods of three years, coinciding with the Company's mandates, and comes into force on the first working day following its approval by the General Meeting.

70. Information on how remuneration is structured in such a way as to align the interests of the members of the Board of Directors with the long-term interests of the company, as well as on how it is based on performance evaluation and how it discourages excessive risk-taking

The remuneration policy for executive directors aims to ensure an adequate and thorough return on the performance and contribution of each director to the success of the organisation, aligning the interests of executive directors with those of shareholders and the Company. In addition, the remuneration policy provides for a medium-term variable component, indexed to the Company's performance, aimed at aligning the interests of executive directors more closely with those of shareholders and with the long-term interests of the Company.

The proposals for the remuneration of executive directors are drawn up taking into account: (i) the functions discharged in RAMADA INVESTIMENTOS and in the different subsidiaries; (ii) the responsibility and added value for individual performance; (iii) the knowledge and experience accumulated in discharging the function; (iv) the economic situation of the Company; (v) the remuneration earned in companies of the same sector and other companies listed on Euronext Lisbon.

In relation to the latter component, the Remuneration Committee takes into account, within the limits of the accessible information, all national companies of equivalent size, namely listed on Euronext Lisbon, and also companies in other international markets with characteristics equivalent to those of RAMADA INVESTIMENTOS.

In compliance with Article 26-G(2)(c) of the Portuguese Securities Code, the annual variation in the remuneration of the directors, the Company's performance and the average remuneration of full-time equivalent employees of the Company, excluding members of the board of directors and supervisory body, during the last five fiscal years, is presented as follows:

Annual Variation	2019 vs. 2018	2020 vs. 2019	2021 vs. 2020	2022 vs. 2021	2023 vs. 2022
Remuneration of Executive Directors					
João Manuel Matos Borges de Oliveira	—%	—%	—%	—%	—%
Paulo Jorge dos Santos Fernandes	—%	—%	—%	—%	—%
Domingos José Vieira de Matos	—%	—%	—%	—%	—%
Pedro Miguel Matos Borges de Oliveira	—%	—%	—%	—%	—%
Remuneration of Non-Executive Directors					
Ana Rebelo de Carvalho Menéres de Mendonça	—%	—%	—%	—%	—%
Laurentina da Silva Martins	N/A	N/A (2)	115,38% (2)	—%	—%
Company Performance					
EBITDA	(17.37)%	(16.73)%	70.91%	31.73%	(38.84)%
Revenues (1)	(11.13)%	(10.19)%	40.28%	35.06%	(27.39)%
Net Profit	(88.34)%	(14.04)%	115.90%	32.77%	(48.02)%
Average Remuneration of Employees in Full-Time Equivalent Terms					
Group Employees	1.59%	1.19%	5.15%	4.45%	7.79%

(1) Revenues = Sales and Services Rendered + Other income

(2) The variations shown are the result of the absence of remuneration for a full calendar year in one of the reference years

71. Reference to the existence of a variable component of the remuneration and information on the possible impact of the performance assessment on this component

In the Shareholders' General Meeting of 28 April 2023, the remuneration policy was approved as detailed in item 69 above, which provides for a variable component.

There are no mechanisms that prevent executive directors from concluding contracts that undermine the basis of the variable remuneration. However, the Remuneration Committee takes these factors into account in the criteria for determining the variable remuneration.

The Company has not entered into any contracts with members of the Board of Directors that have the effect of mitigating the risk associated with the variability of remuneration, nor is it aware that there are identical contracts entered into with third parties.

72. Deferred payment of the variable component of remuneration, mentioning the deferral period

The information on the deferment of the payment of the variable component of remuneration, mentioning the deferment period, is detailed in item 69 of this Report.

73. Criteria for attribution of the variable remuneration in shares

There is no provision for the award of variable remuneration in which shares or other share-based incentive systems are awarded, thus complying with the provisions of article 26-G(2)(e) of the Portuguese Securities Code.

74. Criteria for attribution of the variable remuneration in options

There is no provision for the award of variable remuneration in which options or other option-based incentive system are awarded, thus complying with the provisions of article 26-G(2)(e) of the Portuguese Securities Code.

75. Main parameters and grounds for any annual bonus scheme and other non-cash benefits

Ramada Investimentos does not have any annual bonus scheme or non-financial benefits other than variable remuneration, as described above.

76. Main characteristics of the supplementary pension or early retirement schemes for the directors and date of their individual approval at the general meeting

Ramada Investimentos does not have a supplementary pension or early retirement schemes for members of the management and supervisory bodies and other directors.

IV. Remunerations Disclosure

77. Indication, on an aggregated and individual basis, of the annual amount of the remuneration received by the members of the company's management bodies, including fixed and variable remuneration and with reference to the different components giving rise to the variable remuneration

In compliance with the provisions of Article 26-G(2)(a) of the Portuguese Securities Code, it is hereby clarified that the remuneration earned by the members of the Board of Directors were fully paid by the subsidiaries of the Group where they perform management duties, and there are no directors directly remunerated by Ramada Investimentos, with the exception of Laurentina Martins, who is remunerated directly by Ramada Investimentos and who received 28,000 Euros, which relates only to fixed remuneration.

78. Any amounts paid by controlled or group companies or those under shared control

In compliance with Article 26-G(2)(d) of the Portuguese Securities Code, it is hereby clarified that the remuneration earned by the members of the Board of Directors of Ramada Investimentos during the year 2023, in the performance of their duties, include only fixed remunerations, paid exclusively by the subsidiary F. Ramada II, Imobiliária, S.A. and amounted to 523,500 Euros, distributed as follows: João Borges de Oliveira - 123,000 Euros; Paulo Fernandes - 123,000 Euros; Domingos Matos - 109,000 Euros; Pedro Borges de Oliveira - 109,000 Euros; Ana Mendonça - 59,500 Euros.

79. Remuneration paid in the form of profit-sharing and/or payment of bonuses and the reasons for granting such bonuses and/or profit-sharing

No remuneration was paid as profit sharing or in the form of bonuses during the financial year.

80. Payments made or owed to former executive directors as a result of Loss of Office during the financial year

No amounts were paid or owed during the financial year in respect of compensation to directors whose functions have terminated.

81. Indication, on an aggregated and individual basis, of the annual amount of the remuneration received by the members of the Company's supervisory bodies

The remuneration of the members of the Statutory Audit Board is composed of a fixed annual amount based on Ramada Investimentos' situation and current market practices. The remuneration of the members of the Statutory Audit Board amounted to EUR 28,620 in the year ended 31 December 2023, distributed as follows: Carlos Epifânio - 8,000 Euros; Jorge Marrão - 5,540 Euros; Ana Paula Pinho - 8,310 Euros; Pedro Pessanha – EUR 4,000; António Pinho – EUR 2,770.

The remuneration earned by the Statutory Auditor is described in item 47 above.

In compliance with Article 26-G(2)(c) of the Portuguese Securities Code, the annual variation in the remuneration of the Statutory Audit Board, the Company's performance and the average remuneration of full-time equivalent employees of the Company, excluding members of the board of directors and supervisory body, during the last five fiscal years, is presented as follows:

Annual Variation	**2019 vs. 2018**	**2020 vs. 2019**	**2021 vs. 2020**	**2022 vs. 2021**	**2023 vs. 2022**
Remuneration of Statutory Audit Board Members					
Carlos Manuel Portela Enes Epifânio	N/A	N/A	N/A	N/A	N/A (2)
Jorge Manuel de Sousa Marrão	N/A	N/A	N/A	N/A	N/A (2)
Ana Paula dos Santos Silva e Pinho	N/A	N/A (2)	50,00% (2)	—%	—%
Pedro Nuno Fernandes de Sá Pessanha da Costa	—%	—%	—%	—%	(67%) (2)
António Luís Isidro de Pinho	—%	—%	—%	—%	(67%) (2)
Guilherme Paulo Aires da Mota Correia Monteiro	—%	(66,67%) (2)	(100%) (2)	N/A	N/A
Company Performance					
EBITDA	(17.37)%	(16.73)%	70.91%	31.73%	(38.84)%
Revenues (1)	(11.13)%	(10.19)%	40.28%	35.06%	(27.39)%
Net Profit	(88.34)%	(14.04)%	115.90%	32.77%	(48.02)%
Average Remuneration of Employees in Full-Time Equivalent Terms					
Group Employees	1.59%	1.19%	5.15%	4.45%	7.79%

(1) Revenues = Sales and Services Rendered + Other income

(2) The variations shown result from the absence of remuneration for a full calendar year in one of the reference years

82. Indication of the remuneration of the chairman of the general meeting of shareholders in the year under review

The remuneration of the Chairman of the Board of the Shareholders' General Meeting for the year ended 31 December 2023 amounted to EUR 3,500.00 and the remuneration of the Secretary of the Board amounted to EUR 1,500.00.

V. Agreements with remuneration implications

83. Contractual restrictions on compensation payable for unfair removal of a director and its relationship with the variable component of the remuneration

The remuneration policy maintains the principle of not including the payment of compensation to directors, or members of other governing bodies, associated with the early termination of their duties or at the end of their respective terms of office, without prejudice to compliance by the Company with the legal provisions in force in this area.

84. Reference to the existence and description, with an indication of the amounts involved, of agreements between the company and the members of the board of directors and managers, under article 29-R(1) of the Portuguese Securities Code, which provide for compensation in the event of resignation, unfair dismissal or termination of the employment relationship, following a change in the control of the company

There are no agreements between the Company and the members of the management bodies or other managers of RAMADA INVESTIMENTOS, within the meaning of Article 29-R(1) of the Portuguese Securities' Code, that envisage the payment of compensation in the event of a request for resignation, dismissal without just cause or severance of the employment contract in the wake of a change of control of the Company. Neither are there are agreements with the directors to ensure any compensation in the event of non-renewal of the term of office.

VI. Share or stock option award plans

85. Identification of the plan and those it applies to

RAMADA INVESTIMENTOS does not have any share or stock option award plan for the members of its governing bodies or its employees, thus complying with the provisions of Article 26-G(2)(e) of the Portuguese Securities Code.

86. Description of the plan

RAMADA INVESTIMENTOS does not have any share or stock option award plan.

87. Stock option rights attributed to company employees

There are no stock option plans to the benefit of the company employees and staff, thus complying with the provisions of Article 26-G(2)(e) of the Portuguese Securities Code.

88. Control mechanisms included in any employee share scheme where the voting rights are not exercised directly by the employees

Not applicable as explained above.

E. TRANSACTIONS WITH RELATED PARTIES

I. Control mechanisms and procedures

89. Mechanisms implemented by the company for the purpose of controlling transactions with related parties

Transactions with related parties, if any, and when they are materially relevant, comply with all legal requirements, namely obtaining a prior favourable opinion from the Company's supervisory body.

The Company's supervisory body has access to the terms of the potential transaction to be carried out, with a rigorous level of detail, and may also request any clarifications and additional information it deems appropriate or necessary.

Its opinion is, of course, binding.

On the other hand, the Company's actions in all areas, and especially in this area, are guided by criteria of rigour and transparency.

The Company approved, by resolution of the Board of Directors on May 31, 2023, after a prior opinion of the Statutory Audit Board on May 22, 2023, the Regulation on Transactions with Related Parties and Conflicts of Interest, which is available at Company website (www.ramadainvestimentos.pt ("Investors" tab, "Governance" section).

It should also be noted that the Company provides the Statutory Audit Board, at least quarterly, with all the information it may request, and that no transaction that could jeopardise the rigour and transparency of the Company's operations has ever been executed without having followed the procedure for requesting a prior opinion from the Statutory Audit Board.

90. Indication of the transactions subject to control in the year under review

No significant business or operations were carried out between the Company and members of its governing bodies (management and supervisory), holders of qualifying holdings or companies in a control or group relationship, except for those which, being part of the current activity, were carried out under normal market conditions for operations of the same type.

There were no deals or transactions with members of the Statutory Audit Board.

Transactions with companies in a control or group relationship are not relevant, were carried out under normal market conditions and are part of the Company's current activity, and are therefore not subject to separate disclosure.

91. Description of the procedures and criteria applicable to the intervention of the supervisory body for the purpose of conducting a prior assessment of the transactions to be concluded between the company and holders of qualified holding or entities with whom they are in a relationship

Transactions with directors of RAMADA INVESTIMENTOS or with companies that are in a group or control relationship with the one in which the party thereto is a director, regardless of the amount, are subject to the prior consent of the Board of Directors with the favourable opinion of the supervisory body, pursuant to Article 397 of the Companies Act.

Transactions with related parties, when they exist, and when they assume a material relevance, comply with all legal requirements, namely, obtaining a prior favorable opinion from the Company's Supervisory Body.

In 2023 the Statutory Audit Board was not required to issue any opinion as there were no transactions that could be subject to the assessment of that body.

II. Elements related to businesse

92. Indication of the place where the information on the accounting documents of related party business relationships is available

Information on business between related parties can be found in note 34 of the Notes to the Consolidated Accounts and note 24 of the Notes to the Separate Accounts of the Company.

PART II – ASSESSMENT OF CORPORATE GOVERNANCE

1. Identification of the corporate governance code adopted

This corporate governance report presents a description of the corporate governance structure in force at RAMADA INVESTIMENTOS, as well the policies and practices whose adoption under this model is necessary and appropriate to ensure governance in line with the best practices in this area.

The assessment performed complies with the legal requirements of Article 29-H of the Portuguese Securities Code and also discloses, in light of the comply or explain principle, the degree of compliance with the IPCG Recommendations included in the Corporate Governance Code of IPCG, as this is the Corporate Governance Code adopted by the Company.

The information obligations required by Law 50/2020 of 25 August, as well as by Article 447 of the Portuguese Companies Act, by CMVM Regulation no. 1/2023 of 26 April 2023 and by the Regulation (EU) no. 596/2014, of the European Parliament and of the Council of 16 April, are fully complied with.

All the legal provisions mentioned in this Report and the Recommendations contained in the IPCG Corporate Governance Code, can be consulted at www.cmvm.pt and https://cgov.pt/images/ficheiros/2023/cgs-revisao-de-2023-ebook.pdf, respectively.

This Report shall be read as an integral part of the Annual Management Report and Separate and Consolidated Financial Statements for the 2023 financial year, as well as with the Sustainability Report that complies with the provisions of Article 66(B) of the Companies Act, as amended by Decree-Law 89/2017 of 28 July.

2. Analysis of compliance with the Corporate Governance Code adopted

RAMADA INVESTIMENTOS has been encouraging and promoting all actions aimed at the adoption of the best Corporate Governance practices, basing its policy of high ethical standards of social and environmental responsibility and with decisions increasingly based on sustainability criteria.

RAMADA INVESTIMENTOS' Board of Directors is committed to the integrated and effective management of the Group. The Group's performance, by encouraging transparency in relations with investors and the market, has been guided by the constant search for the creation of value and the promotion of the legitimate interests of shareholders, the Company's employees and other stakeholders.

For the purposes of compliance with the provisions of Article 29-H(1)(m) of the Portuguese Securities Code, the following are the Recommendations contained in the Corporate Governance Code of IPCG which the Company proposes to comply with.

RECOMMENDATIONS	COMPLIANCE	REMARKS
GENERAL PRINCIPLES		
A. Corporate governance promotes and fosters the pursuit of the respective long-term interests, performance and sustained development, and is structured in order to allow the interests of shareholders and other investors, staff, clients, creditors, suppliers and other stakeholders to be weighed, contributing to the strengthening of confidence in the quality, transparency and ethical standards of administration and supervision, as well as to the sustainable development of the community the companies form part of and to the development of the capital market **B.** The Code is voluntary and compliance is based on the comply or explain principle, applicable to all Recommendations		
Chapter I · COMPANY'S RELATIONSHIP WITH SHAREHOLDERS, INTERESTED PARTIES AND THE COMMUNITY AT LARGE		
Principles:		
I.A. *In their organisation, operation and in the definition of their strategy, companies shall contribute to the pursuit of the Sustainable Development Goals defined within the framework of the United Nations Organisation, in terms that are appropriate to the nature of their activity and their size.*		
I.B. *The company periodically identifies, measures and seeks to prevent negative effects related to the environmental and social impact of the operation of its activity, in terms that are appropriate to the nature and size of the company.*		
I.C. *In its decision-making processes, the management body considers the interests of shareholders and other investors, employees, suppliers and other stakeholders in the activity of the company.*		
Recommendations:		
I.1.(1) The company specifies in what terms its strategy seeks to ensure the fulfilment of its long-term objectives	Adopted	Part 1, item 21, 50 and 54
I.1.(2) and what are the main contributions resulting herefrom for the community at large.	Adopted	Part 1, item 21, 50 and 54
I.2.(1) The company identifies the main policies and measures adopted with regard to the fulfilment of its environmental objectives	Adopted	Part 1, item 54
I.2.(2) and for the fulfilment of its social objectives.	Adopted	Part 1, item 54
Chapter II · COMPOSITION AND FUNCTIONING OF THE CORPORATE BODIES		
II.1. Information		
Principle:		
II.1.A. *Companies and, in particular, their Directors treat shareholders and other investors in an equitable manner, namely by ensuring mechanisms and procedures for the adequate treatment and disclosure of information.*		
Recommendation:		
II.1.1. The company establishes mechanisms to adequately and rigorously ensure the timely circulation or disclosure of the information required to its bodies, the company secretary, shareholders, investors, financial analysts, other stakeholders and the market at large.	Adopted	Part 1, item 21, 29, 38, 56 to 65
II.2. Diversity in the Composition and Functioning of the Corporate Bodies		
Principles:		
II.2.A. *Companies have adequate and transparent decision-making structures, ensuring maximum efficiency in the functioning of their bodies and committees*.*		
II.2.B. *Companies ensure diversity in the composition of their management and supervisory bodies and the adoption of individual merit criteria in the respective appointment processes, which shall be the exclusive responsibility of shareholders.*		

II.2.C. *Companies ensure that the performance of their bodies and committees is duly recorded, namely in minutes of meetings, that allow for knowing not only the sense of the decisions taken but also their grounds and the opinions expressed by their members.*		
Recommendations:		
II.2.1. Companies establish, previously and abstractly, criteria and requirements regarding the profile of the members of the corporate bodies that are adequate to the function to be performed, considering, notably, individual attributes (such as competence, independence, integrity, availability and experience), and diversity requirements (with particular attention to equality between men and women), that may contribute to the improvement of the performance of the body and of the balance in its composition.	Adopted	Part 1, item 15, 16, 17, 19, 26, 31, 33 and 36
II.2.2.(1) The management body is governed by regulations – notably regarding the exercise of its powers, chairmanship, the frequency of meetings, operation and the duties framework of its members - fully disclosed on the website of the company	Adopted	Part 1, item 22 and 61
II.2.2.(2) *Idem* for the supervisory body.	Adopted	Part 1, item 34 and 61
II.2.2.(3) *Idem* for internal committees.	Adopted	Part 1, item 27, 29 and 61
II.2.2.(4) Minutes of the meetings of the management body shall be drawn up.	Adopted	Part 1, item 22 and 61
II.2.2.(5) *Idem* for the supervisory body.	Adopted	Part 1, item 34 and 61
II.2.2.(6) *Idem* for internal committees.	Adopted	Part 1, item 27, 29 and 61
II.2.3.(1) The composition of the management and supervisory bodies and of their internal committees are disclosed on the website of the company.	Adopted	Part 1, item 17, 27 and 31
II.2.3.(2) The number of meetings for each year of the management and supervisory bodies and of their internal committees are disclosed on the website of the company.	Adopted	Part 1, item 23, 29 and 35
II.2.4.(1) The companies adopt a whistle-blowing policy that specifies the main rules and procedures to be followed for each communication.	Adopted	Part 1, item 38 and 49
II.2.4.(2) and an internal reporting channel that also includes access for non-employees, as set forth in the applicable law.	Adopted	Part 1, item 49
II.2.5.(1) The companies have specialised committees for matters of corporate governance.	Not Adopted	Part 1, item 27 and 28
II.2.5.(2) *Idem* on remuneration	Adopted	Part 1, item 21, 29 and 67
II.2.5.(3) *Idem* on the appointment of members of the corporate bodies	Not Adopted	Part 1, item 27 and 28
II.2.5.(4) *Idem* on performance assessment	Adopted	Part 1, item 21, 24 and 29
II.3. Relations between Corporate Bodies		
Principle:		
II.3.A. *The corporate bodies create the conditions for them to act in a harmonious and articulated manner, within the scope of their responsibilities, and with information that is adequate for carrying out their functions.*		
Recommendations:		

II.3.1. The Articles of Association or equivalent means adopted by the company set out the mechanisms to ensure that, within the limits of the applicable laws, the members of the management and supervisory bodies have permanent access to all necessary information to assess the performance, situation and development prospects of the company, including, specifically, the minutes of the meetings, the documentation supporting the decisions taken, the convening notices and the archive of the meetings of the executive management body, without prejudice to access to any other documents or persons who may be requested to provide clarification.	Adopted	Part 1, item 18, 28, 38, 59 to 65
II.3.2. Each body and committee of the company ensures, in a timely and adequate manner, the interorganic flow of information required for the exercise of the legal and statutory powers of each of the other bodies and committees.	Adopted	Part 1, item 18, 23, 28 and 38
II.4. Conflicts of Interest		
Principle:		
II.4.A. *The existence of current or potential conflicts of interest between the members of bodies or committees and the company shall be prevented, ensuring that the conflicted member does not interfere in the decision-making process.*		
Recommendations:		
II.4.1. By internal regulation or an equivalent hereof, the members of the management and supervisory bodies and of the internal committees shall be obliged to inform the respective body or committee whenever there are any facts that may constitute or give rise to a conflict between their interests and the interest of the company.	Adopted	Part 1, item 20
II.4.2. The company adopts procedures to ensure that the conflicted member does not interfere in the decision-making process, without prejudice to the duty to provide information and clarification requested by the body, committee or respective members.	Adopted	Part 1, item 20
II.5. Transactions with Related Parties		
Principle:		
II.5.A. *Transactions with related parties shall be justified by the interest of the company and shall be carried out under market conditions, being subject to principles of transparency and adequate supervision.*		
Recommendation:		
II.5.1. The management body discloses, in the corporate governance report or by other publicly available means, the internal procedure for verification of transactions with related parties.	Adopted	Part 1, item 89
Chapter III — SHAREHOLDERS AND GENERAL MEETING		
***Principles*:**		
III.A. *The adequate involvement of shareholders in corporate governance constitutes a positive factor for the efficient functioning of the company and the achievement of its corporate objective.*		
III.B. *The company promotes the personal participation of shareholders at general meetings as a space for reflection on the company and for shareholders to communicate with the bodies and committees of the company.*		
III.C. *The company implements adequate means for shareholders to attend and vote at the general meeting without being present in person, including the possibility of sending in advance questions, requests for clarification or information on the matters to be decided on and the respective proposals.*		
Recommendations:		
III.1.(1) The company does not set an excessively large number of shares to be entitled to one vote,	Adopted	Part 1, item 12

III.1.(2) and informs in the corporate governance report of its choice whenever each share does not carry one vote.	Adopted	Part 1, item 12
III.2. The company that has issued special plural voting rights shares identifies, in its corporate governance report, the matters that, pursuant to the company´s Articles of Association, are excluded from the scope of plural voting.	Not Applicable	Part 1, item 12
III.3. The company does not adopt mechanisms that hinder the passing of resolutions by its shareholders, specifically fixing a quorum for resolutions greater than that required by law.	Adopted	Part 1, item 14
III.4. The company implements adequate means for shareholders to participate in the general meeting without being present in person, in proportion to its size.	Partially Adopted	Part 1, item 12 (Clarification on recommendation partially adopted below)
III.5. The company also implements adequate means for the exercise of voting rights without being present in person, including by correspondence and electronically	Partially Adopted	Part 1, item 12 (Clarification on recommendation partially adopted below)
III.6. The Articles of Association of the company that provide for the restriction of the number of votes that may be held or exercised by one single shareholder, either individually or jointly with other shareholders, shall also foresee that, at least every five years, the general meeting shall resolve on the amendment or maintenance of such statutory provision - without quorum requirements greater than that provided for by law - and that in said resolution, all votes issued are to be counted, without applying said restriction.	Not Applicable	Clarification on recommendation not adopted below
III.7. The company does not adopt any measures that require payments or the assumption of costs by the company in the event of change of control or change in the composition of the management body and which are likely to damage the economic interest in the transfer of shares and the free assessment by shareholders of the performance of the Directors.	Adopted	Part 1, item 4 and 84
Chapter IV — MANAGEMENT		
IV.1. Management Body and Executive Directors		
Principles:		
IV.1.A. *The day-to-day management of the company shall be the responsibility of executive directors with the qualifications, skills, and experience appropriate for the position, pursuing the corporate goals and aiming to contribute to its sustainable development*		
IV.1.B. *The determination of the number of executive directors shall take into account the size of the company, the complexity and geographical dispersion of its activity and the costs, bearing in mind the desirable flexibility in the running of the executive management*		
Recommendations:		
IV.1.1.(1) The management body ensures that the company acts in accordance with its object and does not delegate powers, notably with regard to: i) definition of the corporate strategy and main policies of the company	Adopted	Part 1, item 21 and 28
IV.1.1.(2) ii) organisation and coordination of the corporate structure	Adopted	Part 1, item 21 and 28
IV.1.1.(3) iii) matters that shall be considered strategic due to the amounts, risk and particular characteristics involved	Adopted	Part 1, item 21 and 28

IV.1.2. The management body approves, by means of regulations or through an equivalent mechanism, the performance regime for executive directors applicable to the exercise of executive functions by them in entities outside the group	Not Applicable	Clarification on recommendation not applicable below
IV.2. Management Body and Non-Executive Directors		
***Principles*:**		
IV.2.A. *For the full achievement of the corporate objective, the non-executive directors shall exercise, in an effective and judicious manner, a function of general supervision and of challenging the executive management, whereby such performance shall be complemented by commissions in areas that are central to the governance of the company*		
IV.2.B. *The number and qualifications of the non-executive directors shall be adequate to provide the company with a balanced and appropriate diversity of professional skills, knowledge and experience*		
Recommendations:		
IV.2.1. Notwithstanding the legal duties of the chairman of the board of directors, if the latter is not independent, the independent directors - or, if there are not enough independent directors, the non-executive directors - shall appoint a coordinator among themselves to, in particular (i) act, whenever necessary, as interlocutor with the chairman of the board of directors and with the other directors, (ii) ensure that they have all the conditions and means required to carry out their duties, and (iii) coordinate their performance assessment by the administration body as provided for in Recommendation VI.1.1.; alternatively, the company may establish another equivalent mechanism to ensure such coordination	Not Applicable	Clarification on recommendation not applicable below
IV.2.2. The number of non-executive members of the management body shall be adequate to the size of the company and the complexity of the risks inherent to its activity, but sufficient to ensure the efficient performance of the tasks entrusted to them, whereby the formulation of this adequacy judgement shall be included in the corporate governance report	Adopted	Part 1, item 18
IV.2.3. The number of non-executive directors is greater than the number of executive directors	Not Adopted	Clarification on recommendation not adopted below

IV.2.4. The number of non-executive directors that meet the independence requirements is plural and is not less than one third of the total number of non-executive directors. For the purposes of the present Recommendation, a person is deemed independent when not associated to any specific interest group in the company, nor in any circumstances liable to affect his/her impartiality of analysis or decision, in particular in virtue of: i. Having carried out, continuously or intermittently, functions in any corporate body of the company for more than twelve years, with this period being counted regardless of whether or not it coincides with the end of the mandate; ii. Having been an employee of the company or of a company that is controlled by or in a group relationship with the company in the last three years; iii. Having, in the last three years, provided services or established a significant business relationship with the company or with a company that is controlled by or in a group relationship with the company, either directly or as a partner, director, manager or officer of a legal person; iv. Being the beneficiary of remuneration paid by the company or by a company that is controlled by or in a group relationship with the company, in addition to remuneration stemming from the performance of the functions of director; v. Living in a non-marital partnership or being a spouse, relative or kin in a direct line and up to and including the 3rd degree, in a collateral line, of directors of the company, of directors of a legal person owning a qualifying stake in the company or of natural persons owning, directly or indirectly, a qualifying stake; vi. Being a holder of a qualifying stake or representative of a shareholder that is holder of a qualifying stake.	Not Adopted	Clarification on recommendation not adopted below
IV.2.5. The provisions of paragraph (i) of the previous Recommendation do not prevent the qualification of a new Director as independent if, between the end of his/her functions in any corporate body and his/her new appointment, at least three years have elapsed (cooling-off period)	Not Applicable	Clarification on recommendation not applicable below
Chapter V — SUPERVISION		
***Principles**:*		

V.A. *The supervisory body carries out permanent supervision activities of the administration of the company, including, also from a preventive perspective, the monitoring of the activity of the company and, in particular, the decisions of fundamental importance for the company and for the full achievement of its corporate object*		
V.B. *The composition of the supervisory body provides the company with a balanced and adequate diversity of professional skills, knowledge and experience*		
Recommendations:		
V.1.(1) With due regard for the competences conferred to it by law, the supervisory body takes cognisance of the strategic guidelines, prior to its final approval by the administration body.	Adopted	Part 1, item 15 and 38
V.1.(2) With due regard for the competences conferred to it by law, the supervisory body evaluates and renders an opinion on the risk policy, prior to its final approval by the administration body	Adopted	Part 1, item 15 and 38
V.2.(1) The number of members of the supervisory body shall be adequate in relation to the size of the company and the complexity of the risks inherent to its activity, but sufficient to ensure the efficiency of the tasks entrusted to them, and this adequacy judgement shall be included in the corporate governance report.	Adopted	Part 1, item 31
V.2.(2) *Idem* for the number of members of the financial matters committee	Adopted	Part 1, item 27 and 67
Chapter VI · PERFORMANCE ASSESSMENT, REMUNERATION AND APPOINTMENTS		
VI.1. Annual Performance Assessment		
***Principle**:*		
VI.1.A. *The company promotes the assessment of performance of the executive body and its individual members as well as the overall performance of the management body and its specialised committees.*		
Recommendations:		
VI.1.1.(1) The management body - or committee with relevant powers, composed of a majority of non-executive members - evaluates its performance on an annual basis, taking into account the compliance with the strategic plan of the company and of the budget, the risk management, its internal functioning and the contribution of each member to that end, and the relationship between the bodies and committees of the company.	Adopted	Clarification on recommendation adopted below
VI.1.1.(2) *Idem* for the performance of the executive committee / executive directors	Adopted	Clarification on recommendation adopted below
VI.1.1.(3) *Idem* for the performance of the company committees	Adopted	Clarification on recommendation adopted below
VI.2. Remunerations		
Principles:		
VI.2.A. *The remuneration policy for members of the management and supervisory bodies shall allow the company to attract qualified professionals at a cost that is economically justified by their situation, provide for the alignment with the interests of the shareholders – taking into consideration the wealth effectively created by the company, the economic situation and the market situation – and shall constitute a factor for developing a culture of professionalism, sustainability, merit promotion and transparency in the company*		
VI.2.B*. Taking into consideration that the position of directors is, by nature, a remunerated position, directors shall receive a remuneration* *i) that adequately rewards the responsibility undertaken, the availability and competence placed at the service of the company;* *ii) that ensures a performance aligned with the long-term interests of shareholders and promotes the sustainable performance of the company; and* *iii) that rewards performance.*		

Recommendations:		
VI.2.1. The company constitutes a remuneration committee, whose composition shall ensure its independence from the board of directors, whereby it may be the remuneration committee appointed pursuant to Article 399 of the Portuguese Companies Code.	Adopted	Part 1, item 66, 67 and 68
VI.2.2. The remuneration of the members of the management and supervisory bodies and of the company committees is established by the remuneration committee or by the general meeting, upon proposal of such committee.	Adopted	Part 1, item 66, 67 and 68
VI.2.3. The company discloses in the corporate governance report, or in the remuneration report, the termination of office of any member of a body or committee of the company, indicating the amount all costs related to the termination of office borne by the company, for any reason, during the financial year in question.	Adopted	Part 1, item 80
VI.2.4. In order to provide information or clarification to shareholders, the president or another member of the remuneration committee shall be present at the annual general meeting and at any other general meeting at which the agenda includes a matter related to the remuneration of the members of bodies and committees of the company, or if such presence has been requested by the shareholders.	Adopted	Part 1, item 24
VI.2.5. Within the budget constraints of the company, the remuneration committee may freely decide to hire, on behalf of the company, consultancy services that are necessary or convenient for the performance of its duties.	Adopted	Part 1, item 67
VI.2.6. The remuneration committee ensures that such services are provided independently	Adopted	Part 1, item 67 and 68
VI.2.7. The providers of said services are not hired by the company itself or by any company controlled by or in group relationship with the company, for the provision of any other services related to the competencies of the remuneration committee, without the express authorisation of the committee	Adopted	Part 1, item 67 and 68
VI.2.8. In view of the alignment of interests between the company and the executive directors, a part of their remuneration has a variable nature that reflects the sustained performance of the company and does not encourage excessive risk-taking	Adopted	Part 1, item 67 to 76
VI.2.9. A significant part of the variable component is partially deferred over time, for a period of no less than three years, and is linked to the confirmation of the sustainability of performance, in terms defined in the remuneration policy of the company	Not Adopted	Clarification on recommendation not adopted below
VI.2.10. When the variable remuneration includes options or other instruments directly or indirectly subject to share value, the start of the exercise period is deferred for a period of no less than three years	Not Applicable	Clarification on recommendation not applicable below
VI.2.11. The remuneration of non-executive directors does not include any component whose value depends on the performance of the company or of its value	Adopted	Clarification on recommendation adopted below
VI.3. Appointments		

Principle:		
VI.3.A. *Regardless of the method of appointment, the knowledge, experience, professional background, and availability of the members of the corporate bodies and of the senior management** shall be adequate for the job to be performed.*		
Recommendations:		
VI.3.1. The company promotes, in the terms it deems adequate, but in a manner susceptible of demonstration, that the proposals for the appointment of members of the corporate bodies are accompanied by grounds regarding the suitability of each of the candidates for the function to be performed	Adopted	Part 1, item 16, 19, 22, 29, 31 and 33
VI.3.2. The committee for the appointment of members of corporate bodies includes a majority of independent directors	Not Applicable	Part 1, item 27 and 28 (Clarification on recommendation not applicable below)
VI.3.3. Unless it is not justified by the size of the company, the task of monitoring and supporting the appointments of senior managers shall be assigned to an appointment committee	Not Applicable	Part 1, item 27 and 28 (Clarification on recommendation not applicable below)
VI.3.4. The committee for the appointment of senior management provides its terms of reference and promotes, to the extent of its powers, the adoption of transparent selection processes that include effective mechanisms for identifying potential candidates, and that for selection those are proposed who present the greatest merit, are best suited for the requirements of the position and promote, within the organisation, an adequate diversity including regarding gender equality	Not Applicable	Part 1, item 27 and 28 (Clarification on recommendation not applicable below)
Chapter VI — INTERNAL CONTROL		
Principle*:*		
VII.A. *Based on the medium and long-term strategy, the company shall establish a system of internal control, comprising the functions of risk management and control, compliance and internal audit, which allows for the anticipation and minimisation of the risks inherent to the activity developed.*		
Recommendations:		
VII.1.(1) The management body discusses and approves the strategic plan	Adopted	Part 1, item 21
VII.1.(2) The management body discusses and approves the risk policy of the company, which includes setting limits in matters of risk-taking	Adopted	Part 1, item 21, 50 to 54
VII.2. The company has a specialised committee or a committee composed of specialists in risk matters, which reports regularly to the management body	Not Adopted	Part 1, item 50, 51 and 52
VII.3. The supervisory body is organised internally, implementing periodic control mechanisms and procedures, in order to ensure that the risks effectively incurred by the company are consistent with the objectives set by the admnistration body	Adopted	Part 1, item 51
VII.4. The internal control system, comprising the risk management, compliance and internal audit functions, is structured in terms that are adequate to the size of the company and the complexity of the risks inherent to its activity, whereby the supervisory body shall assess it and, within the ambit of its duty to monitor the effectiveness of this system, propose any adjustments that may be deemed necessary	Adopted	Part 1, item 38, 50 to 54

VII.5. The company establishes procedures for the supervision, periodic assessment and adjustment of the internal control system, including an annual assessment of the degree of internal compliance and performance of such system, as well as the prospects for changing the previously defined risk framework	Adopted	Part 1, item 38, 50 to 54
VII.6.(1) Based on its risk policy, the company sets up a risk management function, identifying (i) the main risks to which it is subject in the operation of its business	Adopted	Part 1, item 53
VII.6.(2) (ii) the probability of their occurrence and respective impact	Adopted	Part 1, item 50, 53 and 54
VII.6.(3) (iii) the instruments and measures to be adopted in order to mitigate such risks an	Adopted	Part 1, item 50 and 54
VII.6.(4) (iv) the monitoring procedures, aimed at following them up	Adopted	Part 1, item 50 and 54
VII.7. The company establishes processes to collect and process data related to the environmental and social sustainability in order to alert the management body to risks that the company may be incurring and propose strategies for their mitigation	Adopted	Part 1, item 50, 53 and 54
VII.8. The company reports on how climate change is considered within the organisation and how it takes into account the analysis of climate risk in the decision-making processes	Adopted	Part 1, item 50, 53 and 54
VII.9. The company informs in the corporate governance report on the manner in which artificial intelligence mechanisms have been used as a decision-making tool by the corporate bodies	Not Applicable	Clarification on recommendation not applicable below
VII.10. The supervisory body pronounces on the work plans and resources allocated to the services of the internal control system, including the risk management, compliance and internal audit functions, and may propose adjustments as deemed necessary	Adopted	Part 1, item 37, 38 and 50
VII.11. The supervisory body is the addressee of reports made by the internal control services, including the risk management, compliance and internal audit functions, at least when matters related to accountability, identification or resolution of conflicts of interest and detection of potential irregularities are concerned	Adopted	Part 1, item 37, 38, 49 and 50
Chapter VIII — INFORMATION AND STATUTORY AUDIT OF ACCOUNTS		
VIII.1 Information		
Principles:		
VIII.1.A. *The supervisory body, diligently and with independence, ensures that the management body observes its responsibilities in choosing policies and adopting appropriate accounting criteria and establishing adequate systems for financial and sustainability reporting, and for internal control, including risk management, compliance and internal audit*		
VIII.1.B. *The supervisory body promotes a proper articulation between the work of the internal audit and that of the statutory audit of accounts*		
Recommendation:		

VIII.1.1. The regulations of the supervisory body requires that the supervisory body monitors the suitability of the process of preparation and disclosure of information by the management body, including the appropriateness of accounting policies, estimates, judgements, relevant disclosures and their consistent application from financial year to financial year, in a duly documented and reported manner	Adopted	Part 1, item 34 and 38
VIII.2 Statutory Audit and Supervision		
Principle:		
VIII.2.A. *It is the responsibility of the supervisory body to establish and monitor formal, clear, and transparent procedures as to the relationship between the company and the statutory auditor and the supervision of compliance, by the statutory auditor, with the rules of independence imposed by law and by professional standards.*		
Recommendations:		
VIII.2.1. By means of regulation, the supervisory body defines, in accordance with the applicable legal regime, the supervisory procedures to ensure the independence of the statutory auditor	Adopted	Part 1, item 34, 37, 38, 42 to 47
VIII.2.2.(1) The supervisory body is the main interlocutor of the statutory auditor within the company and the first addressee of the respective reports	Adopted	Part 1, item 37 and 38
VIII.2.2.(2) and is competent, namely, for proposing the respective remuneration and ensuring that adequate conditions for the provision of the services are in place within the compan	Adopted	Part 1, item 37 and 38
VIII.2.3. The supervisory body annually evaluates the work carried out by the statutory auditor, its independence and suitability for the exercise of its functions and shall propose to the competent body its dismissal or termination of the contract for the provision of its services whenever there is just cause to do so	Adopted	Part 1, item 37, 38 and 45

- **Recommendation III.4. The company implements adequate means for shareholders to participate in the general meeting without being present in person, in proportion to its size.**

As mentioned in item 12 of Part 1 of this Report, the Company has implemented the necessary means to ensure the right to vote by mail (postal voting).

The Company has not implemented the necessary mechanisms for the implementation of electronic voting because (i) this method has never been requested by any shareholder, and (ii) it considers that such a circumstance is not any constraint or restriction on the exercise of voting rights by shareholders, which the Company promotes and encourages.

RAMADA INVESTIMENTOS has been encouraging the physical attendance of its shareholders, directly or through representatives, in its general meetings. This is because it considers such general meetings as excellent occasions for contact between its shareholders and the management team, taking advantage of the presence of the members of the other governing bodies, namely the Statutory Audit Board and the Statutory Auditor, as well as the members of the Remuneration Committee. This approach has proved fruitful within the Company.

- **Recommendation III.5. The company also implements adequate means for the exercise of voting rights without being present in person, including by correspondence and electronically.**

As mentioned in item 12 of Part 1 of this Report, the Company has implemented the necessary means to ensure the right to vote by mail (postal voting).

The Company has not implemented the necessary mechanisms for holding the Shareholders' General Meeting by telematic means because (i) this method has never been requested by any shareholder, and (ii) the costs of implementing a telematic solution are very high, and (iii) because it considers that such a circumstance is not any constraint or restriction on the exercise of voting rights by shareholders, which the Company promotes and encourages.

Referring to and reinforcing that stated in the previous item, RAMADA INVESTIMENTOS has been encouraging the physical attendance of its shareholders, directly or through representatives, in its general meetings. This is because it considers such general meetings as excellent occasions for contact between its shareholders and the management team, taking advantage of the presence of the members of the other governing bodies, namely the Statutory Audit Board and the Statutory Auditor, as well as the members of the Remuneration Committee. This approach has proved fruitful within the Company.

It is deemed, in this way, that all the necessary and appropriate means to ensure attendance in the General Meeting are already in place.

- **Recommendation III.6. The Articles of Association of the company that provide for the restriction of the number of votes that may be held or exercised by one single shareholder, either individually or jointly with other shareholders, shall also foresee that, at least every five years, the general meeting shall resolve on the amendment or maintenance of such statutory provision – without quorum requirements greater than that provided for by law – and that in said resolution, all votes issued are to be counted, without applying said restriction.**

The Company's Articles of Association do not provide for any limitation on the number of votes that may be held or exercised by any single shareholder, individually or in conjunction with other shareholders.

- **Recommendation IV.1.2. The management body approves, by means of regulations or through an equivalent mechanism, the performance regime for executive directors applicable to the exercise of executive functions by them in entities outside the group.**

RAMADA INVESTIMENTOS, considering its organizational structure, and the small size of the Board of Directors that is composed of six members, considers unnecessary a formal designation of an Executive Committee within the Board of Directors.

However, as mentioned in paragraph 28 of this Report, of the 6 members of the Board of Directors, 4 perform executive functions - more practical or operational -, therefore it is considered that the necessary conditions are guaranteed for decisions on strategic matters to be, as they are, taken by the Board of Directors as a collegial body composed of all its members, executive and non-executive, the normal performance of its functions, in an informed and informed manner, fully focused on creating value for shareholders.

- **Recommendation IV.2.1. Notwithstanding the legal duties of the chairman of the board of directors, if the latter is not independent, the independent directors – or, if there are not enough independent directors, the non executive directors – shall appoint a coordinator among themselves to, in particular (i) act, whenever necessary, as interlocutor with the chairman of the board of directors and with the other directors, (ii) ensure that they have all the conditions and means required to carry out their duties, and (iii) coordinate their performance assessment by the administration body as provided for in Recommendation VI.1.1.; alternatively, the company may establish another equivalent mechanism to ensure such coordination.**

RAMADA INVESTIMENTOS considers that the designation of a Lead Independent Director only for the purpose of compliance with a merely formal criterion would not add relevant value, given the size and structure of the Company, namely taking into account the concentration of the respective capital structure and the total number of directors that make up the Board, which is only 6, and also taking into account the performance of the current Chairman of the Board, proven to be perfectly suitable and aligned with the interests of the Company and its shareholders

- **Recommendation IV.2.3. The number of non-executive directors is greater than the number of executive directors.**

Taking into account the personal profile, the trajectory and the professional experience of the members that integrate the Board of Directors of RAMADA INVESTIMENTOS, it is considered that the number of non-executive directors, in relation to the total number of members that make up the body, proves to be adequate and balanced in view of the nature and dimension of the Company. In this sense, RAMADA INVESTIMENTOS considers that two non-executive directors is adequate and sufficient to guarantee an effective follow-up, as well as a supervision and inspection, to the activity carried out by the executives, especially considering that the Society has developed mechanisms to allow non-executive directors to make decisions independent and informed as further detailed in point 18 of this Report.

- **Recommendation IV.2.4. The number of non-executive directors that meet the independence requirements is plural and is not less than one third of the total number of non-executive directors. For the purposes of the present Recommendation, a person is deemed independent when not associated to any specific interest group in the company, nor in any circumstances liable to affect his/her impartiality of analysis or decision, in particular in virtue of:**

i. Having carried out, continuously or intermittently, functions in any corporate body of the company for more than twelve years, with this period being counted regardless of whether or not it coincides with the end of the mandate;

ii. Having been an employee of the company or of a company that is controlled by or in a group relationship with the company in the last three years;

iii. Having, in the last three years, provided services or established a significant business relationship with the company or with a company that is controlled by or in a group relationship with the company, either directly or as a partner, director, manager or officer of a legal person;

iv. Being the beneficiary of remuneration paid by the company or by a company that is controlled by or in a group relationship with the company, in addition to remuneration stemming from the performance of the functions of director;

v. Living in a non-marital partnership or being a spouse, relative or kin in a direct line and up to and including the 3rd degree, in a collateral line, of directors of the company, of directors of a legal person owning a qualifying stake in the company or of natural persons owning, directly or indirectly, a qualifying stake;

vi. Being a holder of a qualifying stake or representative of a shareholder that is holder of a qualifying stake.

The Board of Directors does not include one third of members who complies with the independence criteria, notwithstanding this circumstance, the Company has developed mechanisms to allow the non-executive directors to make independent and informed decisions, such as:

- Prior and timely notification to all members of the Board of Directors of meetings of that body, including the agenda, even if provisional, of the meeting, accompanied by other relevant information and documentation;

- Availability of executive directors to provide non-executive directors with all additional information deemed relevant or necessary, as well as for carrying out further studies and analyses in relation to all matters that are the subject of deliberation or that are in any way under consideration in the Company;

- Availability of the minutes books, records, documents and other information on operations carried out in the Company or its subsidiaries, for examination, as well as the availability and promotion of a direct channel for obtaining information from the directors and operations and financial managers of the various companies in the group, without requiring any intervention by executive directors in this process.

The Company weighed and reflected on this circumstance considering, on the one hand, the corporate model adopted and, on the other hand, the composition and operation of its governing bodies as a whole, (namely the Board of Directors as a collegiate body, the Statutory Audit Board and the Statutory Auditor, with their inherent independence) having concluded that the possible appointment, for merely formal reasons, of independent directors would not bring significant benefits to the performance of the Company, or to (possible) better functioning of the adopted model, considering that both this one and the other one have proven to be positive, relevant, adequate and efficient.

It should be added that the management report includes, the “Activities carried out by non- executive members of the Board of Directors”, a description of the activity carried out by non-executive directors during the 2023 financial year.

- **Recommendation IV.2.5. The provisions of paragraph (i) of the previous Recommendation do not prevent the qualification of a new Director as independent if, between the end of his/her functions in any corporate body and his/her new appointment, at least three years have elapsed (cooling-off period).**

The Company does not have any director in the circumstances described.

- **Recommendation VI.1.1. The management body – or committee with relevant powers, composed of a majority of non-executive members – evaluates its performance on an annual basis, as well as the performance of the executive committee, of the executive directors and of the company committees, taking into account the compliance with the strategic plan of the company and of the budget, the risk management, its functioning and the contribution of each member to that end, and the relationship between the bodies and committees of the company.**

The assessment of the performance of the Board of Directors is submitted to the Shareholders' General Meeting in accordance with the law. It shall also assess compliance with the Company's strategic plan and budget, its risk management, internal operation and its relations with the other governing bodies. The Board of Directors does not choose a time to formally carry out this self-assessment in a documented manner, but this self-assessment is carried out regularly, in a body that meets at least once per quarter, and that carries out such close and regular monitoring of the company's activity, which reflects the fairness and adequacy of the performance of the body.

In addition, and as provided for in the Companies Act (Article 376), the Shareholders' General Meeting conducts an annual general appraisal of the management of the Company.

- **VI.2.9. A significant part of the variable component is partially deferred over time, for a period of no less than three years, and is linked to the confirmation of the sustainability of performance, in terms defined in the remuneration policy of the company.**

The Company's Remuneration Committee has not defined a variable remuneration whose payment has been deferred.

- **Recommendation VI.2.10. When the variable remuneration includes options or other instruments directly or indirectly subject to share value, the start of the exercise period is deferred for a period of no less than three years.**

The variable component of the Company's remuneration does not include the allocation of options or other instruments directly or indirectly dependent on the value of the shares.

- **Recommendation VI.2.11. The remuneration of non-executive directors does not include any component whose value depends on the performance of the company or of its value.**

The remuneration policy approved by the General Meeting following a proposal from the Remuneration Committee establishes that the individual remuneration of any non-executive director is exclusively fixed in nature.

- **Recommendation VI.3.2. The committee for the appointment of members of corporate bodies includes a majority of independent directors.**

The Company does not have an appointment committee for the reasons set out in points 27, 29 and 67 of Part I of this report.

- **Recommendation VI.3.3. Unless it is not justified by the size of the company, the task of monitoring and supporting the appointments of senior managers shall be assigned to an appointment committee.**

The Company does not have a nomination committee, for the reasons listed in points 27, 29 and 67 of Part I of this Report.

- **Recommendation VI.3.4. The committee for the appointment of senior management provides its terms of reference and promotes, to the extent of its powers, the adoption of transparent selection processes that include effective mechanisms for identifying potential candidates, and that for selection those are proposed who present the greatest merit, are best suited for the requirements of the position and promote, within the organisation, an adequate diversity including regarding gender equality.**

The Company does not have a nomination committee, for the reasons listed in points 27, 29 and 67 of Part I of this Report.

- **Recommendation VII.9. The company informs in the corporate governance report on the manner in which artificial intelligence mechanisms have been used as a decision-making tool by the corporate bodies.**

The Company has not implemented artificial intelligence mechanisms for decision-making, considering that (i) the creation of these mechanisms has never been requested by any social body, (ii) the costs of implementing these mechanisms are high and (iii) the non-use of artificial intelligence for decision-making does not lead to any restriction on the exercise of mandates by members of the governing bodies.

3. **Further information**

In line with what has been said, RAMADA INVESTIMENTOS would like to point out that the number of recommendations adopted and contained in the IPCG Corporate Governance Code is very significant, which is materialized in a diligent and cautious management, absolutely focused on creating value for the Company and, consequently, for the shareholders.

APPENDIX I

1. **Board of Directors**

Qualifications, experience and positions held in other companies by members of the Board of Directors:

João Manuel Matos Borges de Oliveira

Graduated from the Porto University with a degree in Chemical Engineering, holds an MBA from INSEAD.

He is one of the founders of RAMADA INVESTIMENTOS E INDÚSTRIA, the current holding company of the Ramada group, a group that was acquired in the 1990s, of which he has been a shareholder and executive director (Chairman and CEO) since then. Ramada Investimentos' activity includes, within the industrial area, which is its core area of activity, steel, machining and manufacturing of structures for molds and wire drawing. It also develops a strong activity in the Real Estate area, focused on the management of real estate assets, especially forestry, and on the management of financial investment

He is also one of the founders of COFINA, a group of which he is a shareholder and director, having been directly involved in the construction and management of the group since its creation, which is a reference in the media sector in Portugal.

He is also one of the founders of ALTRI, which resulted from a process of spin-off of Cofina, being also a shareholder and director (Vice-President), assuming executive functions in the construction of the group since its foundation, a group that has registered a remarkable growth through the realization of large and complex M&A transactions. Its industrial units are today a world benchmark for technology and innovation and operate in the cellulosic fiber production sector and in the forest-based renewable energy sector, namely industrial cogeneration through black liquor and biomass.

More recently, and also as one of the founders, he promoted the Initial Public Offering (IPO) of the ALTRI subsidiary, then called Bioelétrica da Foz, currently GREENVOLT, through an extraordinarily successful operation with unique contours in the Portuguese capital market. He is also a shareholder and director. This group is dedicated to the production of renewable energy from biomass, sun, wind and decentralized.In addition to the companies where he currently holds management functions, his professional experience includes:

1982/1983	Assistant Director of Production of Cortal
1984/1985	Production Director of Cortal
1987/1989	Marketing Director of Cortal
1989/1994	General Director of Cortal
1989/1995	Vice President of the Board of Cortal
1989/1994	Director of Seldex
1996/2000	Non-executive Director of Atlantis, S.A.
1997/2000	Non-executive Director of Vista Alegre, S.A.
1998/1999	Director of Efacec Capital, S.G.P.S., S.A.
2008/2015	Chairman of the Supervisory Council of Porto Business School
2008/2011	Non-executive director of Zon Multimédia, S.G.P.S., S.A.
2011/2013	Member of University Library CFO Advisory Forum
2019 – present date	Member of the Remuneration Committee of the Serralves Foundation
2023 - present date	Member of the General Council of the Porto Business School

The other companies where he holds management functions at 31 December 2023 are:

- Altri, S.G.P.S., S.A (a)
- Caderno Azul, S.A. (a)
- Cofina, S.G.P.S., S.A. (a)
- Cofihold, S.A. (a)
- Elege Valor, Lda. (a)
- F. Ramada II Imobiliária, S.A.
- Greenvolt – Energias Renováveis, S.A. (a)
- Indaz, S.A. (a)
- Préstimo – Prestígio Imobiliário, S.A. (a)
- Ramada Aços, S.A.
- Universal – Afir, S.A.

a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Paulo Jorge dos Santos Fernandes

Paulo Fernandes is an entrepreneur and investor; he has actively participated in an intense activity of mergers and acquisitions, as well as in the creation of business projects in various areas and sectors.

Its involvement covers industry such as manufacturing, media, renewable energy, forestry, real estate and healthcare.

Throughout his career, started in 1982, he has played management and leadership roles, assuming a central role in several renowned Portuguese public companies, including Altri, Cofina, Ramada and Greenvolt.

He holds an MBA from the Nova School of Business and Economics.

The other companies where he holds management functions at 31 December 2023 are:

- Actium Capital, S.A. (a)
- Altri, S.G.P.S., S.A. (a)
- Articulado – Actividades Imobiliárias, S.A. (a)
- Cofihold, S.A. (a)
- Cofina, S.G.P.S, S.A. (a)
- Elege Valor, Lda. (a)
- Expressão Livre, SGPS, S.A. (a)
- Expressão Livre II, SGPS, S.A. (a)
- F. Ramada II Imobiliária, S.A.
- Greenvolt – Energias Renováveis, S.A. (a)
- MediaLivre, S.A. (a)
- Préstimo – Prestígio Imobiliário, S.A. (a)
- Ramada Aços, S.A.
- Santos Fernandes & Vieira Matos, Lda. (a)

On December 31 2023, the other companies where he carries out supervision functions are as follows:

- Fisio Share - Gestão De Clínicas, S.A. (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Domingos José Vieira de Matos

Holds a degree in Economics from the Faculty of Economy of the University of Porto. Initiated his carrier in management in 1978.

He is one of the founders of RAMADA INVESTIMENTOS E INDÚSTRIA, the current holding company of the Ramada group, a group that was acquired in the 90s, of which he has been a shareholder and director since then. The activity of Ramada Investimentos e Indústria includes, within the industrial area, which is its core area of activity, steel, machining and fabrication of structures for molds and wire drawing. It also develops a strong activity in the Real Estate area, focused on the management of real estate assets, especially forestry, and on the management of financial investment

He is also one of the founders of COFINA, a group of which he is a shareholder and director, having been directly involved in the construction and management of the group since its foundation, which is a reference in the media sector in Portugal.

He is also one of the founders of ALTRI, which resulted from a process of spin-off of Cofina, being also a shareholder and director, and having participated in the construction of the group since its foundation, a group that has registered a remarkable growth through the completion of large and complex operations. of M&A. Its industrial units are today a world benchmark for technology and innovation and operate in the cellulosic fiber production sector and in the forest-based renewable energy sector, namely industrial cogeneration through black liquor and biomass.

More recently, and also as one of the founders, he promoted the Initial Public Offering (IPO) of the ALTRI subsidiary, then called Bioelétrica da Foz, currently GREENVOLT, through an extraordinarily successful operation with unique contours in the Portuguese capital market. He is also a shareholder and director. This group is dedicated to the production of renewable energy from biomass, sun, wind and decentralized.

In addition to the companies where he currently holds management functions, his professional experience includes:

1978/1994	Director at Cortal, S.A.
1983	Founding Partner at Promede – Produtos Médicos, S.A.
1998/2000	Director at Electro Cerâmica, S.A.

The other companies where he holds management functions at 31 December 2023 are:

- Altri, S.G.P.S., S.A. (a)
- Cofina, S.G.P.S., S.A. (a)
- Cofihold, S.A. (a)
- Elege Valor, Lda. (a)
- Expressão Livre, SGPS, S.A. (a)
- Expressão Livre II, SGPS, S.A. (a)
- F. Ramada II Imobiliária, S.A.
- Greenvolt – Energias Renováveis, S.A. (a)
- Livrefluxo, S.A. (a)
- Media Livre, S.A. (a)
- Préstimo – Prestígio Imobiliário, S.A. (a)
- Ramada Aços, S.A.
- Santos Fernandes & Vieira Matos, Lda. (a)
- Sociedade Imobiliária Porto Seguro – Investimentos Imobiliários, S.A. (a)
- Universal - Afir, S.A.

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Ana Rebelo de Carvalho Menéres de Mendonça

Holds a degree in Economics by the Universidade Católica Portuguesa of Lisbon.

She is a shareholder and manager of RAMADA INVESTIMENTOS E INDÚSTRIA, the current holding of the Ramada group, a group that was acquired in the 90s. The activity of Ramada Investimentos e Indústria includes, within the industrial area, which is its core area of activity, steel, machining and fabrication of structures for molds and wire drawing. It also develops a strong activity in the Real Estate area, focused on the management of real estate assets, especially forestry, and on the management of financial investments.

She is also a shareholder and director of COFINA, a group that is a reference in the media sector in Portugal.

She is as well a shareholder and director of ALTRI, which resulted from a spin-off process from Cofina, a group that has registered remarkable growth through the completion of large and complex M&A operations. Its industrial units are today a world benchmark for technology and innovation and operate in the cellulosic fiber production sector and in the forest-based renewable energy sector, namely industrial cogeneration through black liquor and biomass.

More recently, and as one of the founders, she promoted the Initial Public Offering (IPO) of the ALTRI subsidiary, then called Bioelétrica da Foz, currently GREENVOLT, through an extraordinarily successful operation with unique contours in the Portuguese capital market. She is also a shareholder and administrator. This group is dedicated to the production of renewable energy from biomass, sun, wind and decentralized.

In addition to the companies where he currently holds management functions, his professional experience includes:

1995	Journalist in the economy area for the Semanário Económico newspaper
1996	Citibank Commercial Department
1996	Director at Promendo, S.A.
2009	Director at Promendo, S.G.P.S., S.A.

The other companies where she holds management functions at 31 December 2023 are:

- Altri, S.G.P.S., S.A. (a)
- Cofihold, S.A. (a)
- Cofina, S.G.P.S., S.A. (a)
- F. Ramada II Imobiliária, S.A.
- Greenvolt – Energias Renováveis, S.A. (a)
- Promendo Investimentos, S.A. (a)
- Préstimo – Prestígio Imobiliário, S.A. (a)
- Ramada Aços, S.A.

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Pedro Miguel Matos Borges de Oliveira

Holds a degree in Financial Management by the Institute of Administration and Management of Porto. In 2000 completed the Executive MBA in the Enterprise Institute Porto in partnership with ESADE Business School, Barcelona, currently Catholic Porto Business School. In 2009 completed the Business Valuation Course in EGE-Business Management School.

He is a shareholder and director of RAMADA INVESTIMENTOS E INDÚSTRIA, the current holding company of the Ramada group, a group that was acquired in the 90s. The activity of Ramada Investimentos e Indústria includes, within the industrial area, which is its core area of activity, steel, machining and fabrication of structures for molds and wire drawing. It also develops a strong activity in the Real Estate area, focused on the management of real estate assets, especially forestry, and on the management of financial investments.

He is also a shareholder and director of COFINA, a group that is a reference in the media sector in Portugal.

He is also a shareholder and director of ALTRI, which resulted from a spin-off process from Cofina, a group that has recorded remarkable growth through the completion of large and complex M&A operations. Its industrial units are today a world benchmark for technology and innovation and operate in the cellulosic fiber production sector and in the forest-based renewable energy sector, namely industrial cogeneration through black liquor and biomass.

More recently, and as one of the founders, he promoted the Initial Public Offering (IPO) of the ALTRI subsidiary, then called Bioelétrica da Foz, currently GREENVOLT, through an extraordinarily successful operation with unique contours in the Portuguese capital market. He is also a shareholder and director. This group is dedicated to the production of renewable energy from biomass, sun, wind and decentralized.

In addition to the companies where he currently holds management functions, his professional experience includes:

1986/2000	Advisor to management at FERÁGUEDA, Lda.
1992	Manager at Bemel, Lda.
1997/1999	Assistant to the Board of GALAN, Lda.
1999/2000	Deputy Director of the Saws and Tools Department of F. Ramada, Aços e Indústrias, S.A.
2000	Director of the Saws and Tools Department of F. Ramada, Aços e Indústrias, S.A.
2006	Director at Universal Afir, Aços Especiais e Ferramentas, S.A.
2009	Director at COFINA, S.G.P.S., S.A.
2014	Director at Altri, S.G.P.S., S.A.

The other companies where he holds management functions at 31 December 2023 are:

- Altri, S.G.P.S., S.A. (a)
- Cofihold, S.A. (a)
- Cofina, S.G.P.S., S.A. (a)
- F. Ramada II Imobiliária, S.A.
- Greenvolt – Energias Renováveis, S.A. (a)
- Préstimo – Prestígio Imobiliário, S.A. (a)
- Ramada Aços, S.A.
- Universal - Afir, S.A.
- Valor Autêntico, S.A. (a)
- Título Singular, S.A. (a)
- 1 Thing, Investments, S.A. (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Laurentina da Silva Martins

With formation in Finance and Administration from Instituto Superior do Porto. She was designated Director in April 2020.

Her professional experience includes:

1965/1990	Finance Director Assessor of Companhia de Celulose do Caima, S.A.
1990/2011	Finance Director of Companhia de Celulose do Caima, S.A.
2001/2012	Director of Cofina Media, S.G.P.S., S.A.
2001/2011	Director of Caima Energia – Empresa de Gestão e Exploração de Energia, S.A.
2004/2012	Director of Grafedisport – Impressão e Artes Gráficas, S.A.
2005/2011	Director of Silvicaima – Sociedade Silvícola do Caima, S.A. (currently Altri Florestal, S.A.)
2006/2020	Director of EDP – Produção Bioeléctrica, S.A. / Bioelétrica da Foz, S.A.

The other companies where she holds management functions at 31 December 2023 are:

– Altri, S.G.P.S., S.A. (a)
– Cofina, S.G.P.S., S.A. (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

2. Statutory Audit Board

Qualifications, experience and positions held in other companies by members of the Statutory Audit Board:

Carlos Manuel Portela Enes **Epifânio**

Qualifications:

1976-1981	Degree in Economics from FEP, Eng. António de Almeida award for the best ranked student in 1980-1981
1981-1982	Partial attendance of the Master in Economics of the New University of Lisbon
1.993	Curso Geral de Gestão Universidade do Porto ISEE (atual Porto Business School)
1.996	The INSEAD Inter-Alpha Banking Program
2.022	Advanced Program for Non-Executive Directors IPCG – Portuguese Institute of Corporate Governance

Professional Activity:

1981-1982	Intern Assistant at the Faculty of Economics of Universidade Nova de Lisboa
1982-1983	Intern Assistant at the Faculty of Economics Porto
1985-1988	National Development Bank Technician
1986-1990	Guest assistant at the Faculty of Economics of Porto
1988-1990	Deputy Director of the Northern Operations Department of Banco Espírito Santo
1990-1993	Director of the North Branch of Deutsche Bank
1993-2014	Deputy Director, Director and Coordinating Director of Banco Espírito Santo
1994-2004	Professor at the Higher Institute of Banking Management
2004-2007	Chairman of the Supervisory Board of PME Capital – Portuguese Venture Capital Society
2005-2015	Executive Director of Norgarante – Sociedade Portuguesa de Garantia Mútua, SA
2014-2018	Coordinating Director of Novo Banco, S.A.
2016-2019	Non-Executive Director of Banco Best – Banco Eletrônico Serviços Total SA

Other companies where he carries out functions:

Cofina, S.G.P.S., S.A. (President of the Statutory Audit Board) (a)
Administrador não Executivo e Vogal da Comissão de Auditoria do Banco Português de Fomento, S.A. (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Jorge Manuel de Sousa **Marrão**

Qualifications:

Graduated in Organization and Business Management from the Higher Institute of Economics (currently ISEG).

Professional Activity:

- He has a degree in Business Organization and Management from Instituto Superior de Economia (currently ISEG).
- Professional Activity:
- President of the Executive Board of the Civic Association - Mission Growth, since February 2019 - In process of extinction;
- Non-Executive Director of APIS Companhia, S.A., from December 2006 to April 2023;
- President of the Civic Association Executive Board - Farol Project, from March 2013 to May 2022;
- Partner in charge of Marketing, Communications, Business Development & Knowledge Management at Deloitte Consultores, S.A. (May 2012 - May 2022);
- Partner in charge of Acquisitions Mergers in the Real Estate & Tourism sector of Deloitte Corporate Finance, S.A (May 2012 - May 2022);
- Director of APIS Alimentar, S.A. (February 2008 to March 2023).

Other companies where he carries out functions:

Altri, S.G.P.S., S.A. (President of the Statutory Audit Board) (a)
Cofina, S.G.P.S., S.A. (Member of the Statutory Audit Board) (a)
Fidelidade Seguros, S.A. (Member of the Statutory Audit Board) (a)
Longrun, S.A. (Member of the Statutory Audit Board) (a)
Associação Cívica – Movimento Europa e Liberdade (President) (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Ana Paula dos Santos Silva e **Pinho**

Qualifications:	Degree in Economics – Faculdade de Economia do Porto Statutory Auditor (ROC nr. 1 374) Post Graduate in Finance and Tax – Porto Business School Post Graduate in Tax Law – Faculdade de Direito da Universidade do Porto
Professional Experience:	Between September 2001 and September 2010 Auditor at Deloitte & Associados, SROC, S.A. (initially as staff member and later as Manager) Between October 2010 and October 2019 Manager at the Corporate Centre of the Altri Group with responsibility for financial reporting, consolidation of accounts and tax Between November 2019 and February 2023 Head of accounting at MC Sonae's shared services center Since February 2023 Senior Head of financial accounting & controllership at Farfetch

Other companies where she carries out functions:

Altri, SGPS, S.A. (Member of the Statutory Audit Board) (a)
Cofina, S.G.P.S., S.A. (Member of the Statutory Audit Board) (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

André Seabra Ferreira **Pinto**

Qualifications:	Degree in Economics at University Portucalense Chartered Accountant (ROC no. 1,243) Executive MBA - Management School of Porto - University of Porto Business School
Professional Experience:	Between September 1999 and May 2008, worked in the Audit Department of Deloitte & Associados, SROC, S.A. (initially as a member of staff and since September 2004 as Manager). Between June 2008 and December 2010, Senior Manager of Corporate Finance department - Transaction Services at Deloitte Consultores. Between January 2011 and March 2013, financial director of the WireCoWorldGroup companies in Portugal (a) Between April 2013 and February 2022, director (CFO) of the Mecwide Group Since March 2022, became CEO of Mecwide Group (a) Director of MWIDE, SGPS, S.A., as well as of the other companies comprising the Mecwide Group (a)

Other companies where he carries out functions:

Member of the Remuneration Committee of Altri, S.G.P.S., S.A. (a)
Member of the Remuneration Committee of Cofina, S.G.P.S., S.A. (a)
Alternate of the Statutory Audit Board of Altri, S.G.P.S., S.A. (a)
Alternate of the Statutory Audit Board of Cofina, S.G.P.S., S.A. (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

3. Remuneration Committee

Qualifications, experience and positions held in other companies by members of the Remuneration Committee:

João da Silva Natária

Qualifications: Degree in Law from University of Lisbon

Profissional Experience:

1979	Managing Director of the Luanda/Viana branch of F. Ramada, by joint nomination of the Board and the Ministry of Industry in Angola
1983	Director of the Polyester and Buttons Department at F. Ramada, Aços e Indústrias, S.A.
1984/2000	Human Resources Director at F. Ramada, Aços e Indústrias, S.A.
1993/1995	Board Member of Universal – Aços, Máquinas e Ferramentas, S.A.
2000/2018	Lawyer with an independent practice, specialised in labour law and family law
	Retired

Other companies where he carries out functions:

President of the Statutory Audit Board of Celbi, S.A. (a)
President of the Remuneration Commission of Altri, SGPS, S.A. (a)
President of the Remuneration Commission of Cofina, SGPS, S.A. (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Pedro Nuno Fernandes de Sá **Pessanha** Da Costa

Qualifications:	Degree in Law from the Faculty of Law of the University of Coimbra in 1981 Complementar training in Company Management and Economic and Financial Analysis at the School of Law of the Portuguese Catholic University, Porto, 1982 and 1983
Professional Experience:	Member of the Bar Association since 1983 Chairman of the Statutory Audit Board of a public company from 1996 to 2010 Chairman of the Statutory Audit Board of Banco Português de Investimento S.A. since 2016 and BPI Private Equity - Sociedade de Capital de Risco, S.A. from 2018 to August 2019, the date on which both companies were extinguished by merger into Banco BPI, S.A. Chairman of the board of the general meeting of several listed and unlisted companies Continuous law practice since 1983, with a special focus on commercial law and corporate law, mergers and acquisitions, foreign investment and international contracts Co-author of the chapter on Portugal in “Handbuch der Europäischen Aktien-gesellschaft – Societas Europaea” by Jannot / Frodermann, published by C.F. Müller Verlag

Other companies where he carries out functions:

Altri, S.G.P.S., S.A. (Member of the Statutory Audit Board) (a)
Cofina, S.G.P.S., S.A. (Member of the Remuneration Committee) (a)
Altri, S.G.P.S., S.A. (Member of the Remuneration Committee) (a)
SOGRAPE S.G.P.S., S.A. (Chairman of the General Shareholders Meeting) (a)
SOGRAPE Vinhos, S.A. (Chairman of the General Shareholders Meeting) (a)
SOGRAPE Distribuição S.A. (Chairman of the General Shareholders Meeting) (a)
SOGRAPE S.G.P.S., S.A. (Member of the Remuneration Committee) (a)
Adriano Ramos Pinto, S.A. (Chairman of the General Shareholders Meeting) (a)
Aquitex – Acabamentos Químicos Têxteis, S.A. (Chairman of the General Shareholders Meeting) (a)

Partner at Abreu Advogados – Sociedade de Advogados, SP, RL. (a)
Honorary Consul of Belgium in Porto (a)
Knight of the Order of the Crown by appointment of His Majesty the King of the Belgians (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

André Seabra Ferreira **Pinto**

Qualifications: Degree in Economics at University Portucalense
Chartered Accountant (ROC no. 1,243)
Executive MBA - Management School of Porto - University of Porto Business School

Professional Experience: Between September 1999 and May 2008, worked in the Audit Department of Deloitte & Associados, SROC, S.A. (initially as a member of staff and since September 2004 as Manager).

Between June 2008 and December 2010, Senior Manager of Corporate Finance department - Transaction Services at Deloitte Consultores.

Between January 2011 and March 2013, financial director of the WireCoWorldGroup companies in Portugal (a)

Between April 2013 and February 2022, director (CFO) of the Mecwide Group

Since March 2022, became CEO of Mecwide Group (a)

Director of MWIDE, SGPS, S.A., as well as of the other companies comprising the Mecwide Group (a)

Other companies where he carries out functions:
Member of the Remuneration Committee of Altri, S.G.P.S., S.A. (a)
Member of the Remuneration Committee of Cofina, S.G.P.S., S.A. (a)
Alternate of the Statutory Audit Board of Altri, S.G.P.S., S.A. (a)
Alternate of the Statutory Audit Board of Cofina, S.G.P.S., S.A. (a)

(a) – companies that, at 31 December 2023, cannot be considered part of the Ramada Investimentos e Indústria, S.A. group

Sustainability Report

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RAMADA IN 2023

ECONOMIC INDICATORS

141,220,756 €
Total revenues
-27% than in 2022

17,844,536 €
EBITDA
-39% than in 2022

10,413,341 €
Net Income
-48% than in 2022

ENVIRONMENTAL INDICATORS

64,869 tons
Steel Consumed
-24% than in 2022

71%
Waste sent for recovery/ recycling
72% in 2022

SOCIAL INDICATORS

484
Employees
-1 employee than in 2022

+ 4% Women in 2023

Message from the Chairman of the Board of Directors

The social context that surrounds us is tremendously demanding - atrocious wars, climate emergency, escalating social conflicts. These problems require effective, quick and almost always difficult responses. Giving these answers is not just up to political agents. It is also up to economic and social agents. Everyone is called to rethink and redesign the functioning of modern societies.

At the Ramada Group we are aware of our role as an economic and social agent. We care about the well-being of our people, their families, the community that surrounds us and society in general.

We remain firm in fulfilling our commitment to sustainability, to the good and prudent use of resources, and to making decisions based on respect for the environment and human rights.

The Ramada Group wants to continue to be an agent of change to make its maximum contribution to building a better and more sustainable society.

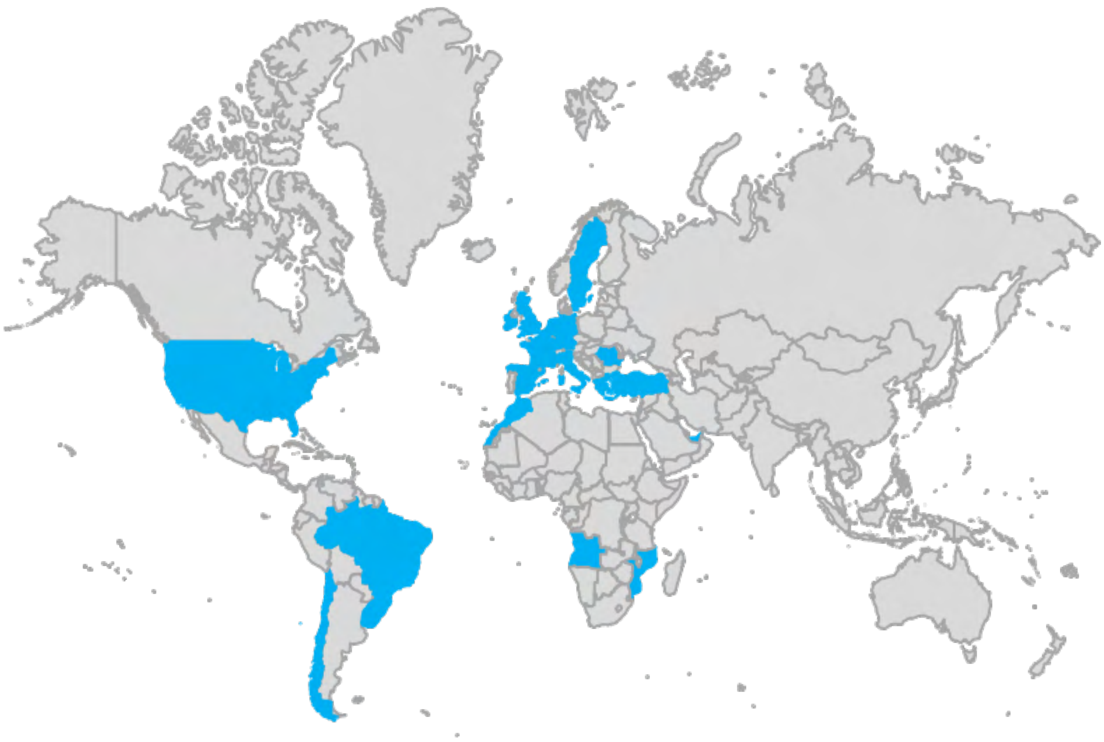
João Borges de Oliveira
Chairman of the Board of Directors

ABOUT RAMADA

History

Ramada Investimentos e Indústria, SA (hereinafter referred to as "Grupo Ramada", "Group", "Ramada"), established in 2008 as part of a corporate reorganization project, assumes the position of a holding company of a business group that began its activity in the saw and tool sector for over 85 years.

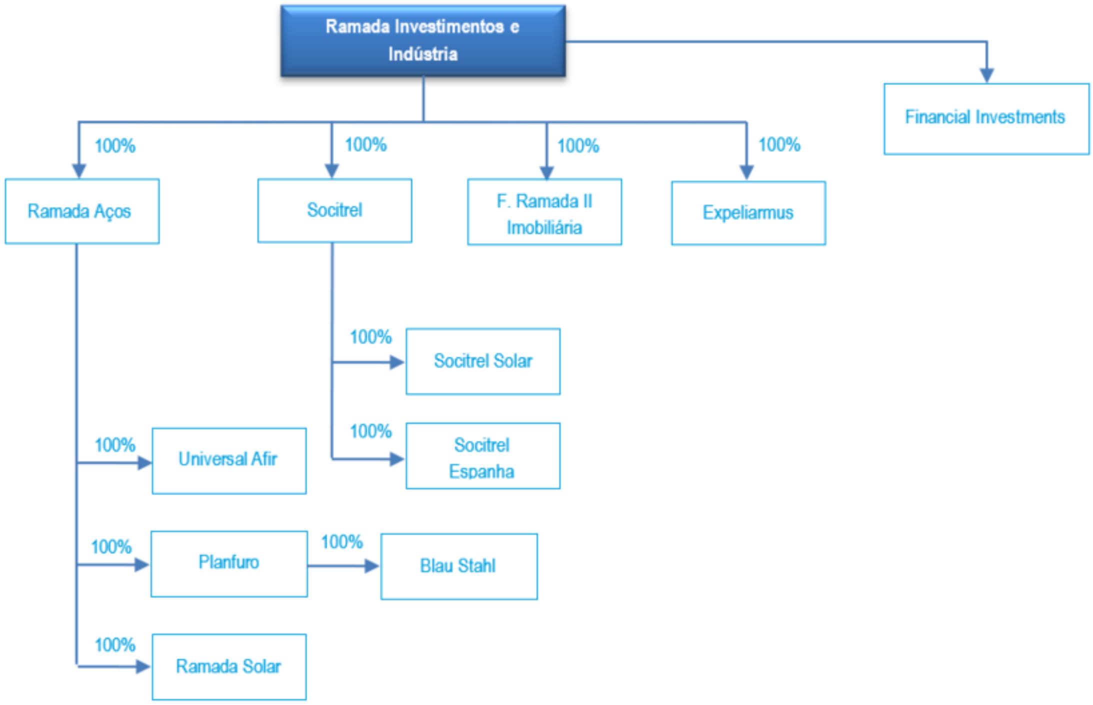
Currently, the Group has a prominent position in the steel retail trade, selling thousands of tons of steel to 21 countries and focusing on diversifying its business portfolio, developing innovative solutions and designing unique responses to challenges of an increasingly competitive market.



In May 2023, the Ramada Group, committed to strengthening its positioning and consolidating its business, acquired a new company, Blau Stahl. This acquisition provided the special steels activity with greater responsiveness in Steel Cutting and Machining, as well as strong competence in the manufacture of customized and assembled structures.

The Group also has a commercial network with logistics installed in various parts of the country, which allows it to distribute products and services with greater cost and time profitability.

The structure of the Ramada Group's holdings is presented below, with reference to the date of 31 December 2023:



Business Areas

From steel to forestry assets management, passing through wire drawing, Ramada Group has grown in size and, currently, two business segments can be distinguished:

INDUSTRY SEGMENT **REAL ESTATE SEGMENT**

The Ramada Group is present from north to south of Portugal:

UNIVERSAL AFIR

Headquarters: Porto
Branch: Marinha Grande

RAMADA AÇOS
SPECIAL STEEL SOLUTIONS

Headquarters: Ovar
Branches: Braga, Águeda, Marinha Grande e Palmela

PFG
MACHINING SERVICES

Headquarters: Vieira de Leiria

SOCITREL

Headquarters: São Romão do Coronado

F. RAMADA
F. RAMADA, II IMOBILIÁRIA, S.A.

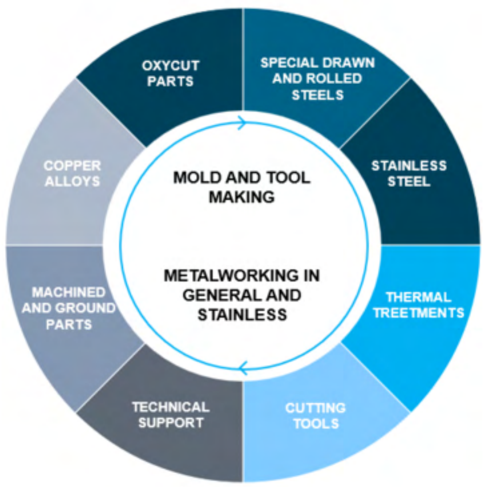
Headquarters: Ovar

blau Stahl

Headquarters: Estarreja

Industry Segment

The Industry segment, which constitutes the core of the Ramada Group, includes the steel and wire drawing activities and also the activity related to the management of financial investments relating to shares in which the Group is a minority. It is made up of the companies Ramada Investimentos e Indústria, Ramada Aços, Universal Afir, Planfuro Global, Socitrel and Blau Stahl.



STEEL

The activity is mainly developed in the sector of steel for molds, as well as in the construction of machines and their components and tool production sector, with a solid prominent position in the national market.

Ramada Aços, S.A.

A company with more than eight decades of history that began by producing and distributing woodworking tools, but which, in a short time, began distributing special steels and producing drawn and rolled steels, making available, since then, a wide range of products, services and applications.

Ramada Aços is a market leader and recognized for its high know-how, prestige and credibility in its areas of activity.

Ovar | Braga | Águeda | Marinha Grande | Lisbon

Universal Afir, S.A.

It has been operating for over forty years, supplying high-speed steels, tool steels, mold steels and special materials, as well as a series of related services. It has a strong prestige in the market in which it operates, and is also a reference for know-how and quality.

Porto e Marinha Grande

Planfuro Global, S.A.

Acquired in 2016 and specialized in providing services to the mold industry, it focuses its activity on the machining and manufacturing of mold structures.

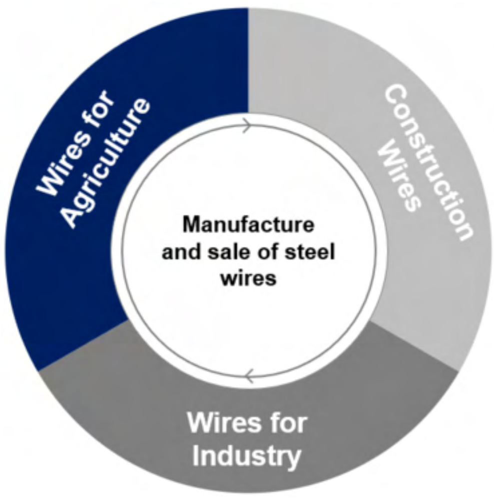
It operates from the Vieira de Leiria unit, standing out as a leading company in the sector.

Vieira de Leiria

Blau Stahl, Unipessoal, Lda.

Acquired in 2023, it operates in two areas of activity: Superior quality Special Steels and Structure Machining Services for the mold industry and Stainless Steels, Nickel and Titanium Alloys.

Estarreja



WIRE DRAWING

The wire drawing activity is based on the manufacture and sale of steel wires for application in the most diverse areas of activity, namely, industry, agriculture and civil construction.

SOCITREL

Socitrel – Sociedade Industrial de Trefilaria, S.A.

Acquired in 2017, it is dedicated to the manufacture and sale of steel wires for use in industry, agriculture and civil construction, being the only company to produce zinc-coated wire in Portugal and one of the most modern in Europe.

It is an eminently exporting company, which has been operating from its factory in São Romão do Coronado, in Trofa, for over fifty years.

S. Romão do Coronado

Real Estate Segment

The **Real Estate** segment is aimed at the management of real estate assets, with emphasis on forestry assets leased to the paper pulp production industry, and is developed by the company F. Ramada II - Imobiliária, SA.

FOREST ASSETS

Area that concentrates the Group's real estate activity, mainly through the acquisition and leasing of forestry assets.

F. RAMADA

F. RAMADA, II IMOBILIÁRIA, S.A.

F. Ramada II – Imobiliária, S.A.

Established in 2004 to concentrate the Group's real estate activity, mainly through the acquisition and leasing of forestry assets, it owns forestry land currently leased to the paper pulp production industry.

Ovar

Strategic Objectives

Committed to long-term sustainability, the Ramada Group has established Strategic Objectives that reflect its commitment to continuous business improvement, as well as to improving its environmental, social and governance practices. This holistic approach aims to create a positive impact and mitigate negative impacts on society and the environment.

	Developments in 2023
Maintain market leadership with share growth.	The market experienced a drop in volume and price, causing a reduction in the Group's sales. However, its leadership position did not change significantly, as the decline was widespread across the sector.
Improve customer service by reducing delivery times.	Invest in innovation and continuous improvement processes to reduce Service-Level Agreements. Kaizen processes and production and logistics projects, such as Dreamstation and full deliveries, continued to contribute to meeting delivery deadlines.
Increase export turnover.	Exports increased compared to 2022, with the conquest and growth in new markets.
Maintain investment in the modernization and digitalization of the organization.	Implementation of new projects and investment in existing ones, with a view to continuous improvement. Development of Customer Portal, Internal Portal and ERP (SAP) platforms and tools such as PowerBi.
Continue to develop the diversification of the steel business.	Diversification and increase in installed capacity, which allowed greater market coverage and responsiveness.
Continue to develop a Lean culture, supported by the Quality, Environment and Safety Management System and the Kaizen philosophy.	Commits to the certification of the Group's companies in Quality, Environment and Safety. Maintenance and improvements of the Kaizen methodology.
Invest in the training and well-being of our employees, promoting increased performance and retention levels.	Increase in the number of training hours in various areas with the aim of promoting the development and growth of people within the Group.
Reduce energy consumption.	Reduction in energy consumption by 13%.
Reduce occupational accidents.	Safe Behaviors Project Reduction in the number of work accidents.

The strategic objectives are medium/long term, meaning they do not incorporate market variations.

Mission, Vision and Values

For the Ramada Group, defining an operating mission, based on an ambitious vision and reference values, is essential to achieving its organizational purpose.

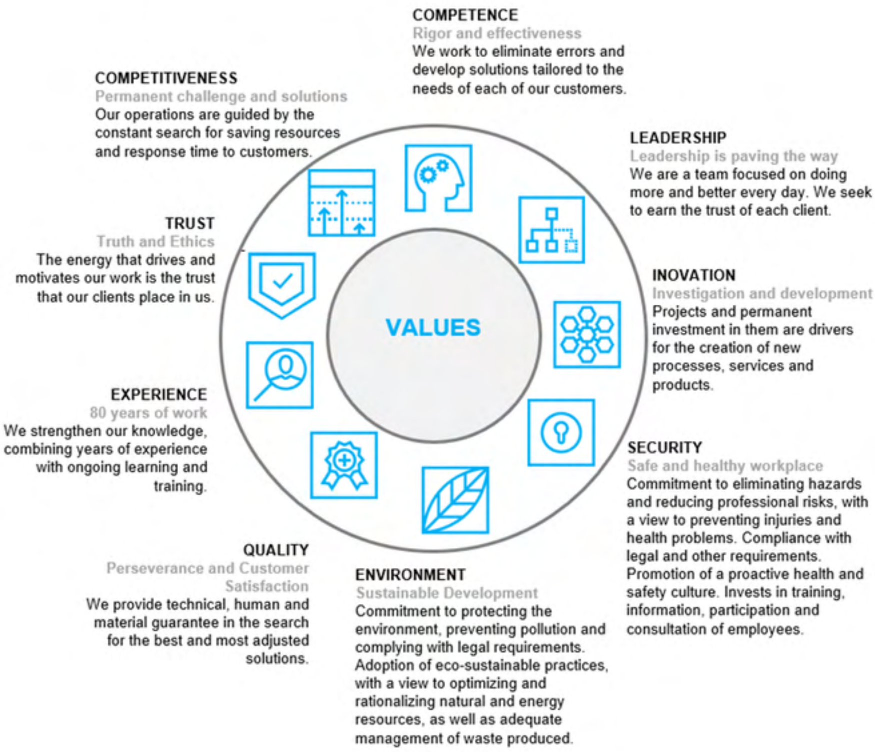
Mission

To be the market leader in the products and services we provide. Exceed our customers' expectations, being the market reference in quality and competitiveness of our solutions. Strengthen our clients' business, maximizing our results and establishing lasting and responsible relationships with our partners.

Vision

Maintain market leadership, supported by our values and increasingly achieving a consolidated position with improved and more diversified services available to the market.

Values



Risk Management

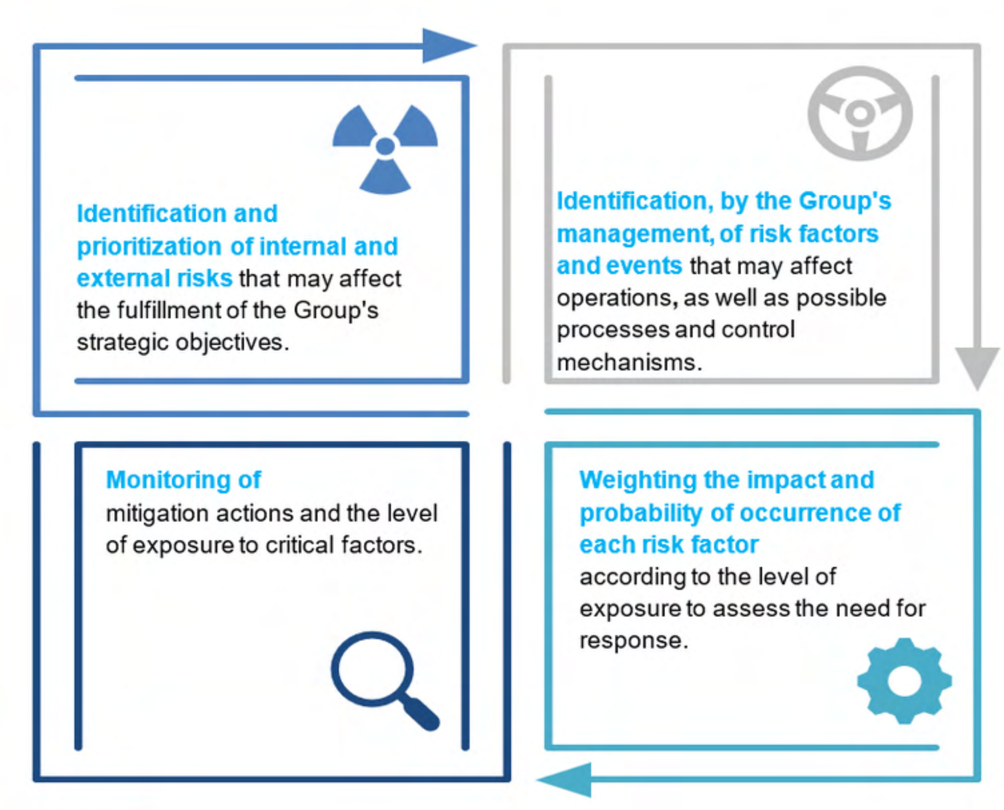
Aware of the importance of efficient risk control, particularly for business resilience, value creation, reputation and market positioning, the Ramada Group makes it a priority to adopt a holistic view of risk management.

This approach allows you to identify, evaluate and control impacts that may impede the achievement of your strategic objectives, recognize possible threats, define mitigation plans, make informed decisions and leverage opportunities.

In addition, the Group's sector of activity presents its own risks and challenges, which can influence operations and the level of performance, of which the following stand out:

Regulation	Supply Chain	Energy Cost
Increased environmental regulation, particularly with regard to reducing emissions, energy consumption and waste production.	Volatility of supply chains and raw materials with a significant impact on production.	Sector with high energy consumption, being particularly affected by the costs, and respective fluctuations, associated with this resource.

Health and Safety	Waste Management	Innovation
The intrinsically dangerous nature of operations, the use of heavy machinery and high temperatures present significant risks of accidents and impacts on workers' health.	High production of waste, which, if not reused in the operation, must be used in the form of by-products and raw materials from other industries.	Constant need to innovate, as a way to reduce costs, improve the use of resources and increase process efficiency. Need for transversal application in the value chain.



In this context, the Ramada Group implemented a risk management methodology comprised of four phases, allowing it to act quickly and effectively to mitigate risks.

In terms of the risk management governance model, it is the responsibility of the Board of Directors, as the group's strategy oversight body, to monitor this process. In this sense, it establishes the degree of risk exposure for each activity, complying with the policies and procedures specific to risk management, as well as the following obligations:

- Know the most significant risks for the Group.
- Ensure the internal existence of appropriate levels of knowledge of risks and how to manage them.
- Ensure the dissemination of the risk management strategy to all hierarchical levels.

Ensure that the Group is able to minimize the probability of occurrence and impact of risks on its business.	Ensure that the risk management process is adequate and that there is rigorous monitoring of the risks most likely to occur and have an impact on operations.	Ensure permanent communication with the Supervisory Board, making it aware of the level of risk exposure assumed and requesting opinions, whenever necessary, for conscious and informed decision-making, ensuring that the risks identified and the policies defined are analyzed under multidisciplinary perspectives that guide the Group's operations.

In this context, credit, liquidity and capital risks, environmental and social risks and market risks are assessed, particularly those relating to interest rates and fluctuations in commodity prices.

The Ramada Group promotes, among its employees, the importance of actively participating in risk management and, in this context, Information Security is a fundamental element. In this regard, the Group has four policies that aim to reinforce internal procedures:

Backup Policy

Formal data backup and restoration policy with supporting procedures helps ensure the safety and security of IT systems and all supporting assets.

Password Management Policy

The policy addresses: creation of new users, complexity of user passwords , changingtion of passwords, failed login attempts, review of user access rights at regular intervals and exceptions.

Access Control Policies

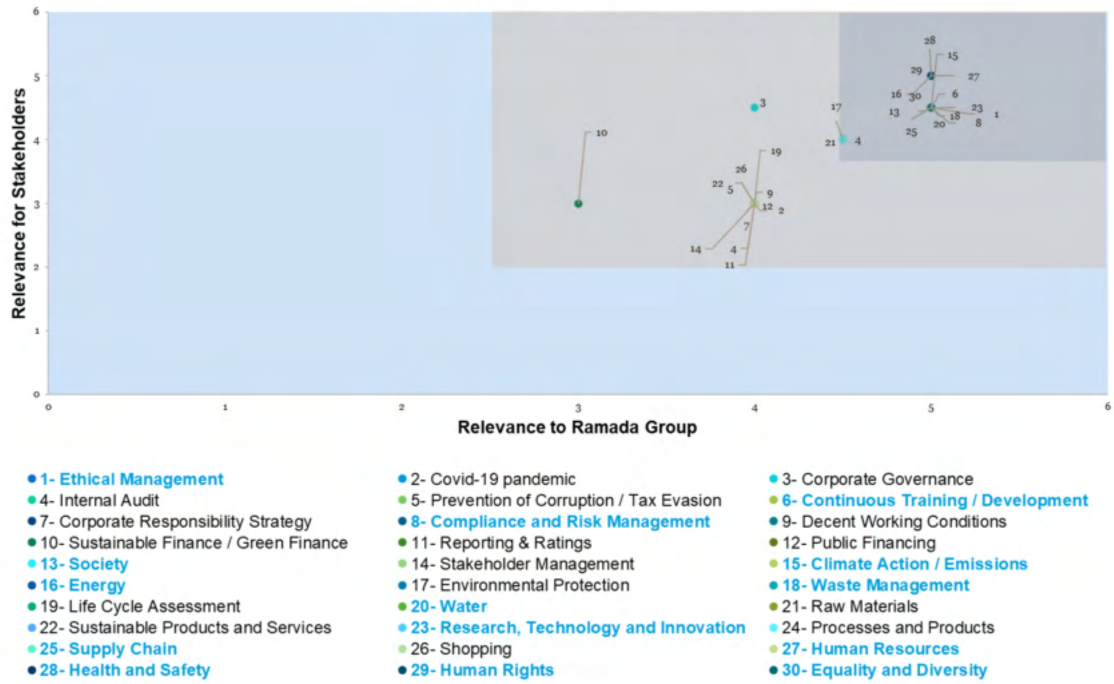
Access control aims to respect the following information security principles:
1 - Access to information will be controlled and guided by business requirements. Access will be granted or changed for users according to their role, only up to a level that allows them to fulfill their roles;
2 - A formal registration and cancellation procedure will be maintained for access to all information systems and services. This includes mandatory authentication methods based on the confidentiality of the information accessed, which will include consideration of various factors as appropriate;
3 - Specific controls will be implemented for users with privileged access, in order to reduce the risk of negligent or deliberate use of the systems. Segregation of duties will be implemented whenever possible.

Business Continuity and Incident Management Policy
Describes the management processes and life cycle of security incidents, as well as those responsible and stakeholders in the life cycle. The policy also describes the type of incident treatment, according to its categorization, and determines the principles and procedures of Incident Management, Security Incident Management and Recovery and Disaster Recovery Plans.

Materiality

The Ramada Group's Materiality Matrix results from the crossing between a set of themes previously identified through benchmarking analysis of various peers and reference documentation for the sector and the importance attributed to the themes by the Group, thus allowing the identification of Topics that should be addressed as a priority:

Materiality Matrix of Ramada Group



Sustainable Development Goals

The Ramada Group is committed to contributing to the fulfillment of the UN Agenda 2030, which defines the priorities for global sustainable development by 2030 in the social, environmental and economic spheres, while promoting peace, justice and effective institutions and seeking to mobilize efforts around its 17 objectives and 169 targets.

To this end, the Ramada Group identifies 7 priority SDGs, seeking to contribute to each of them.

ODS 5 - Achieve gender equality and empower all women and girls.

ODS 6 - Ensure the availability and sustainable management of drinking water and sanitation for all.

ODS 7 - Ensure access to affordable, reliable, sustainable and modern energy for all

ODS 8 - Promote inclusive and sustainable economic growth, full and productive employment and decent work for all.

ODS 9 - Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation.

ODS 12 - Ensure sustainable consumption and production patterns.

ODS 13 - Take urgent action to combat climate change and its impacts

MATERIAL TOPICS	PRIORITY SDG	
Ethics **Employees** **Equal Opportunities and Diversity** **Human rights**	5 GENDER EQUALITY 8 DECENT WORK AND ECONOMIC GROWTH	Ramada Group undertakes efforts to guarantee gender equality, non-discrimination and equal opportunities and participation in decision-making processes. Likewise, it ensures compliance with human rights and promotes dignified, safe, productive employment based on the principles of equality.
Compliance **Well-being, Health and Safety**	8 DECENT WORK AND ECONOMIC GROWTH	Ramada Group promotes the safety, health and well-being of its employees, while focusing on development and economic growth, improving efficiency and productivity, always in compliance with the certifications obtained and the legislation in force.
Risk Management	8 DECENT WORK AND ECONOMIC GROWTH 13 CLIMATE ACTION	Economic sustainability, increased efficiency and productivity, safety at work and the identification and mitigation of negative impacts, namely environmental, rely on a strong risk management approach, a matter of great importance to Ramada Group that develops efforts and methodologies to assist the process.
Responsible Supply Chain	8 DECENT WORK AND ECONOMIC GROWTH 9 INDUSTRY, INNOVATION AND INFRASTRUCTURE 12 RESPONSIBLE CONSUMPTION AND PRODUCTION	The Group is committed to improving its production and acquisition processes, namely in terms of evaluating suppliers, purchasing certified steel and increasing consumption of recycled scrap steel.
Emissions Reduction **Energy, Consumption and Renewable Solutions**	7 AFFORDABLE AND CLEAN ENERGY 9 INDUSTRY, INNOVATION AND INFRASTRUCTURE 12 RESPONSIBLE CONSUMPTION AND PRODUCTION 13 CLIMATE ACTION	Ramada Group is focused on producing and increasing consumption of renewable energy, improving its energy efficiency and sustainable use of resources, in order to improve its environmental performance.
Waste	12 RESPONSIBLE CONSUMPTION AND PRODUCTION 13 CLIMATE ACTION	Waste management is understood by Ramada Group as essential to reduce the environmental impacts resulting from its activity, investing in recycling and waste recovery.

<table>
<tr><td>Water</td><td>
</td><td>Ramada Group's concern with improving efficiency in the use of water and in the management of effluents translates into a growing effort in internal monitoring.</td></tr>
<tr><td>Training</td><td>
</td><td>Ramada Group has developed mechanisms and methodologies to increase training and enhance the development of its employees, along with a growing awareness of issues related to the environment, health and safety at work.</td></tr>
<tr><td>Technological innovation</td><td>
</td><td>Ramada Group has continuously invested in research and development, through various projects and initiatives, contributing to its current prominent position in the industrial sector.</td></tr>
<tr><td>Society</td><td colspan="2">Ramada Group is committed to contributing to a stronger and more resilient society, enhancing its involvement with local communities and continuously improving its social and environmental performance, in line with the Sustainable Development Goals.</td></tr>
</table>

Our *Stakeholders*

Engagement Model

Consolidate the co-involvement model its stakeholders has been a continuous priority for the Ramada Group, which recognizes the importance of active listening and sharing to respond to the needs and expectations of its stakeholders, but also to identify risks and opportunities, promote a culture of innovation, strengthen reputation and consolidate its presence in the market, ensuring competitive differentiation.

The Group therefore assumes involvement with its stakeholders and the establishment of relationships of proximity, trust and partnership as one of the success factors for its activities. In this sense, it identified the most relevant internal and external stakeholders, mapping the different involvement actions, and implemented a set of communication channels transversal to all stakeholder groups, namely: websites, social networks, email, newsletter, surveys, communications, meetings and investor support office. At the same time, it developed and promoted channels, methodologies and frequency of communication adapted to the characteristics and specificities of each group, to enhance its reach.

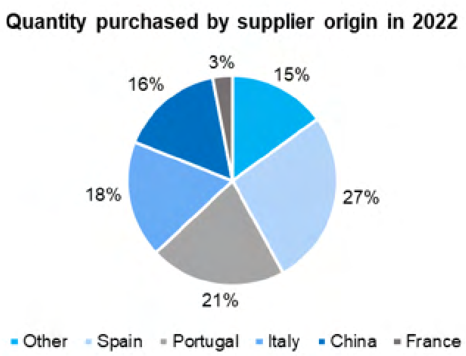
Stakeholder Group	Ways to get Involved
Shareholders	General assemblies Websites of Ramada Group companies Publications on the CMVM and Euronext websites Representative for market relations
Customers	Ramada Academy Participation in fairs External Customer Portal Ramada Website and Newsletter Social media Complaints and suggestions management Satisfaction survey Technical and commercial visits Technical advice from product managers
Employees	Intranet Internal portal Email Announcements and billboards Meetings Consultation and satisfaction survey Training actions Internal initiatives and events
Local Community	Donations and sponsorships Participation in projects and events Communication campaigns Community Participation Policy
Official Entities	Inspections Visits from Competent Entities Mandatory communications

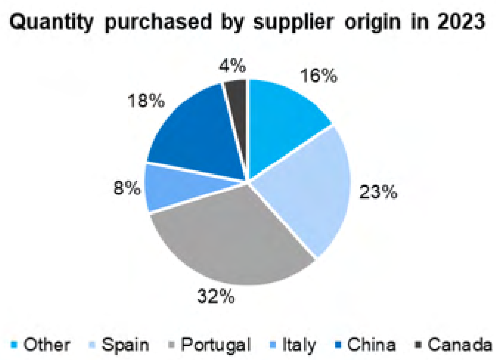
	Suppliers	Supplier Portal with accessible documentation Production and procurement processes Supplier performance assessment SAP Platform
	Non-Governmental Organizations	Participation in projects and partnerships Sponsorships Communication and awareness campaigns
	Other Communities	Working groups Specific initiatives
	Universities, Schools, Knowledge and Innovation Centers	Participation in projects and working groups Teaching protocols Field trips Participation in conferences and events

Suppliers

The last two years have been marked by the war in Ukraine, which has led to a shortage of raw materials and increased difficulties in supply chains. For this reason, in 2023, the Ramada Group was faced with an increase in demand for raw materials and delays in supply chains, which, like transport, became more costly with inevitable consequences for companies and the market. The restructuring of the automotive industry, on which the Group depends heavily, is a clear example of this. The current situation has therefore encouraged the Ramada Group to be even more alert and aware of the difficulties, focusing on looking for new customers, new markets and new sectors as a way of strengthening the business. If, on the one hand, investment in exports to markets with a higher growth rate than the national one can be the solution to overcome these difficulties, on the other hand it is essential to continue investing in innovation and technological development, combined with existing know - how, in order to make the Group even more competitive.

In this context, the Ramada Group has sought to diversify its sources of supply, turning to suppliers from various countries.





In 2023, 68% of the Ramada Group's purchases took place in the foreign market, with 46% of these purchases taking place in Europe.

The increase in purchases in Portugal meant fewer distances covered with important environmental benefits, namely through the reduction of greenhouse gas emissions and other pollutants. At the social level, purchases in the national territory also contributed to supporting the economy and local communities, promoting their development.

A factor that enhances stability, within the commercial process, is the ability of the Ramada Group to maintain a long-standing relationship with its main commercial partners, based on the promotion of transparency and equal opportunities.

Furthermore, the Group has implemented several management systems in accordance with ISO standards - 9001:2015, 14001:2015 and 45001:2018 - meaning that knowledge of the performance of its suppliers, in terms of quality, the environment (namely products chemicals, water and effluents, energy, waste, emissions and noise) and occupational safety, measuring services, accidents and operational control is extremely important.

The Group's methodology for assessing and managing risks in the supply chain encompasses the following phases: Pre-Qualification, Qualification and Assessment. The product acquisition process includes the assessment of quality standards, delivery times and social and environmental responsibility indexes. Suppliers of products purchased for processing and/or commercialization are evaluated annually, according to the analysis of the combination of four indicators:

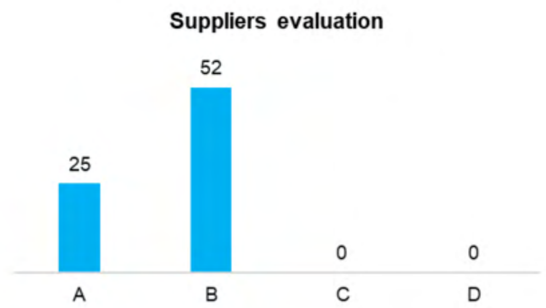
- SQI – Supply Quality Index;
- STI – Supply Term Index;
- SFI – Supplier Flexibility Index;
- QHSE – Quality, Environment, Safety and Health at Work Management System Index (QHSE).

This combination results in the classification translated by the Supplier Index (SI).

The Group also seeks to know the type of raw material used to understand the environmental impact of production, allowing it, if necessary and without compromising the business, to opt for a more sustainable solution. Suppliers are also asked for certification certificates, in order to monitor and guarantee their validity and check for possible renewals.

The Ramada Group aims to include more sustainability requirements in the supplier management process, as well as mechanisms for measuring social, energy and transport impacts in the performance evaluation process of these suppliers, to implement the best social responsibility practices and environmental aspects in its value chain.

In 2023, 25 suppliers were rated A, 52 suppliers were rated B, and no suppliers were rated C or D.



A – Apt - No Limitations, B – Apt – Acceptable with internal monitoring, C – Insufficient – Accepted subject to reservation, D – Excluded – Search for an Alternative Supplier

The steel is certified and comes mainly from Europe, and certification can be requested from suppliers when uncertainties arise regarding the safeguarding of adequate conditions of respect for human or labour rights and, also, for environmental issues. Additionally, the fact that the steel consumed mainly results from the recycling of steel scrap alleviates some concerns related to the supply chain. This way, there are not as many social and environmental risks linked to the purchase of this raw material.

Clients

Customers are the Ramada Group's greatest allies, which is why their needs are a priority, which it seeks to respond to through increasingly complete and competitive solutions.

With customers in 21 countries, the Ramada Group concentrated its sales in 2023 mainly in the domestic market (72.9%), a figure higher than in 2022 (68.2%).

North America
USA

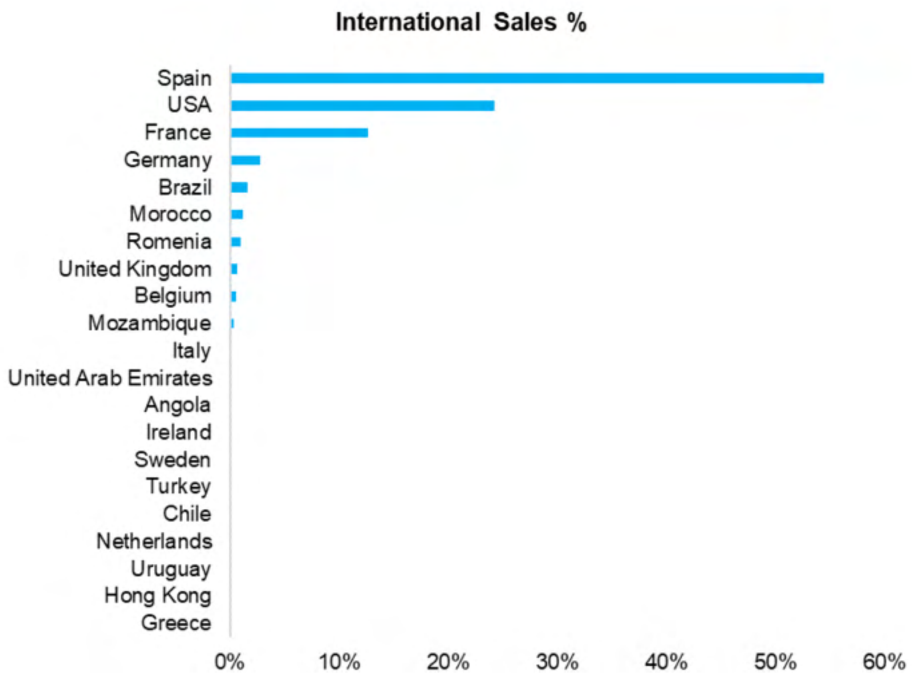
South America
Brazil
Chile
Uruguay

Asia
United Arab Emirates
Hong Kong

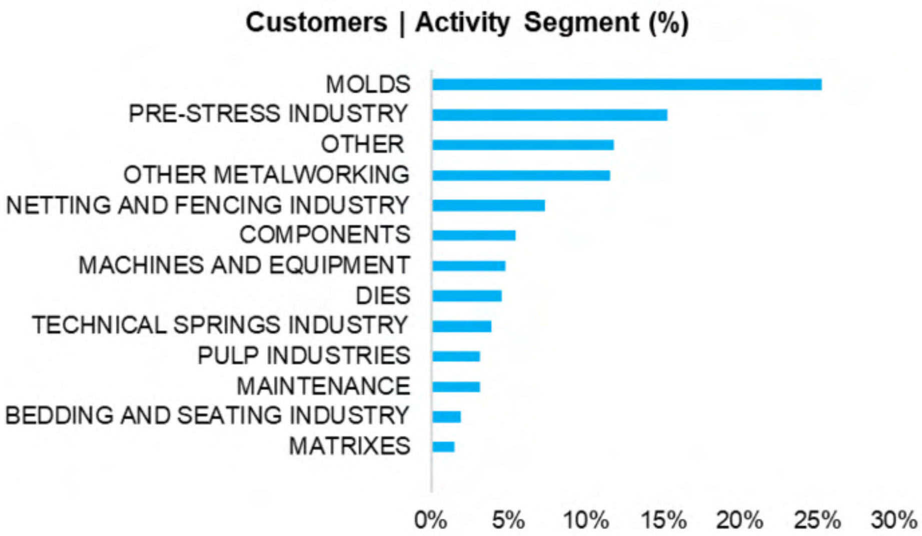
Europe
Germany
Spain
Belgium
France
Greece
Netherlands
Ireland
Italy
United Kingdom
Romania
Sweden
Turkey

Africa
Angola
Mozambique
Morocco

In terms of the external market, Spain and the USA occupy a prominent position, followed by France, Germany and Brazil.



Molds maintains, as in 2022, its leading role in the customer activity segment (25.3%).



Ramada Academy

Attentive to the needs and expectations of its customers, the Ramada Group is increasingly focused on providing excellent products and services, particularly through initiatives such as the Ramada Academy, which aims to share technical information about products and processes with customers, so that they can make more informed purchases and according to your needs.

In this sense, in 2023, Ramada Steels organized sessions on Tool Steels, Metalworking and Heat Treatments, with more than 90 participants in 6 sessions:

- **1 – Introduction Steels** (General information; Applications)
- **2 – Cold Work** (Failure Mechanisms; Manufacturing Techniques; Material Selection)
- **3 – Plastic Molds** (Failure Mechanisms; Manufacturing Techniques; Material Selection)
- **4 - Metalworking**
- **5 – Thermal Treatments**

The Ramada 2024 Academy is already in the preparation phase and will cover the topics of Steel - Cold Working, Plastic Molds and Hot Working, Metalworking and Heat Treatments.

International Representation

Presence and participation in fairs and competitions is, for the Ramada Group, an opportunity for networking and monitoring current and future business trends and challenges.

Ramada Aços and Planfuro at Moulding Expo	Universal Afir at Plastimagen Mexico
Ramada Aços and Planfuro were present at the 2023 edition of the international fair Molding Expo, in Germany. Molding Expo brings together the tool, die and mold industry and its suppliers.	In November 2023, Universal Afir was present at Plastimagen México, the largest event in the plastics processing industry in Latin America. The company had the opportunity to showcase its solutions, establish new contacts in the industry and learn about market trends.

Commitments and Initiatives

The Ramada Group cooperates with various business and sector entities, in order to continually enhance its technical development in the markets in which it operates.

Ramada Aços	Socitrel
• Industrial Association of the District of Aveiro • Pool-Net-Portuguese Tooling Network Association • Braga Business Association • SPM - Portuguese Society of Materials • Cefamol - National Mold Industry Association • CODIPOR - Portuguese Association for Product Identification and Coding • AIMMAP - Association of Metallurgical, Metalworking and Related Industries of Portugal	• ATP - Associação dos Trefiladores de Portugal • AEP - Associação Empresarial de Portugal • APGEI - Associação Portuguesa de Gestão e Engenharia Industrial • APQ - Associação Portuguesa para a Qualidade • AIMMAP - Associação dos Industriais Metalúrgicos Metalomecânicos e Afins de Portugal • ESIS/ATA – European Stress Information Service / Asociación de Trefiladores del Acero
Ramada Investimentos e Indústria	
• APGEI - Portuguese Association of Management and Industrial Engineering	

Research, Development and Innovation

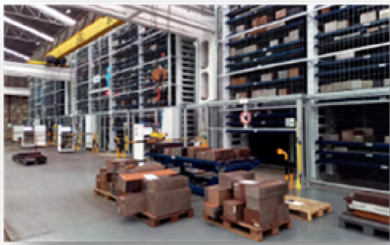
Faced with new consumer demands and a more competitive market, the Ramada Group plays a fundamental role in offering quality services and products, which is only possible through the acceleration of processes, investment in innovation and technological development and presentation of solutions that allow companies to respond to the challenges of a global market. The Ramada Group invests heavily in this area, which is why it currently holds a reference position in its sector of activity.

In 2023, the Group continued to invest in the adoption and construction of more efficient technical and procedural solutions, in the development of a Lean culture supported by the Integrated Quality, Environment and Safety Management System and in the application of the Kaizen philosophy, continuing the strategic objectives of the Ramada Group in terms of R&D, with a view to innovation and digitalization.

Main projects - Innovation

Automatic Warehouse

In February 2023, the Automatic Warehouse capacity was increased by 20%, through the acquisition of more platform pallets. The increase in capacity allowed us to go from 550 pallets, which is equivalent to a maximum weight of 1650 tons, to 660 pallets, which allows a capacity of 1980 tons. The investment in strengthening the Automatic Warehouse allows the freeing up of space on the factory floor and better organization and availability of batches for cutting, allowing savings in operations and logistics.



Steel Warehouse | 1D cell

The Automatic Association project batches in Cell 1D at the Steel Warehouse in Ovar encompasses bar and bar cutting operations. With automatic batch association, the process of choosing the most suitable piece to cut is now defined by the system. This way, the collection of parts is faster and optimal use of batches of raw materials is made. Furthermore, there is greater inventory control, increased productivity and a lower rate of waste, making customer service more effective.

Reinforcement of cutting and handling capacity

In December, the Industrial Management team transferred the FRIGGI saw and the MORELLO turner that were located at Blau Stahl's facilities and which are now located at the Ovar industrial hub. The MORELLO turner, with the capacity to handle parts weighing up to 25 tons, made it possible to double the installed capacity in the conventional Machining sector, replacing the 12-ton turner. This exchange enables other areas of Warehouse Steel to be trained and contribute to faster and safer parts turning operations. The transfer of the FRIGGI vertical cutting saw made it possible to increase the installed capacity for parts weighing up to 7 tons. The review and installation of the equipment has been completed, and its start-up is planned for January 2024.

Serrote FRIGGI de corte vertical

Virador MORELLO

Saws: updating cleaning procedures

As part of continuous improvement and with a view to facilitating equipment maintenance, the saws were cleaned at the Steel Warehouse in Ovar.

New whole moving machine

The Logistics area invested in a new "Cleco", an integer handling machine. In addition to moving entire material in Cell 1 to supply the saws, the new 'Cleco' also has the capacity to load trucks.

Quality Laboratory | New Durometer

The Quality, Environment and Safety Department recently invested in new, fully automated hardness measuring equipment for Vickers or Brinell tests, thus improving the analysis capacity and assured Quality control. This equipment improves measurement capacity with loads from 10g to 30kg and has 3 different lenses (2.5x, 10x and 50x), whereas the previous equipment only allowed measurements up to 10kg. Additionally, this equipment has a wide variety of software options, features and accessories that improve the reliability of results and reduce measurement time.

Peak Load Management (PLM)

The installed PLM monitors the power consumed in the industrial hub every minute and if the total power of the industrial hub approaches the contracted power, information is automatically generated for the heat treatment furnaces to reduce the power consumed. Therefore, it is necessary to ensure that the maximum contracted power does not exceed 15 consecutive minutes. However, not all ovens can reduce their power consumption as they may be in a heat treatment phase where reducing power would jeopardize its quality. In this way, the programming of the furnaces was changed so that, in each heat treatment cycle, it was possible to define priority and other non-priority phases, in terms of electrical power consumption.

Signage of the stretched raw materials park

With the aim of facilitating consultation on the location of Stirados raw materials, the Industrial Management team created a physical and digital signage system for these materials. Although employees who deal with these materials on a daily basis know the location and layout of the raw material parks, the lack of signage made it difficult for the rest of the organization to find out the location of the material. The material now has an associated location system that allows anyone to find the necessary raw materials.

BEFORE

AFTER

Improving waste management from shot blasting machines

Metal stripping machines from drafts (called shot blasters) have an outlet for powdered metal waste. In 2023, the metal drums for collecting powdered waste were replaced by Big Bags adapted to the needs of the operation, improving the waste management process. This solution allowed to:

- substantially reduce particle suspension, contributing to the improvement of air quality;
- eliminate the task of preparing drums and the costs associated with them;
- achieve greater safety in the waste management process;
- achieve transversal improvement, which also affects the Logistics areas (with shorter loading times) and the Commercial area (eliminating commercial contact to request drums).

Main projects - Commercial Culture

SPINE Project

A project that aims to develop a sales culture based on creating benefits for customers. The objective is for customers to understand the Group's characteristics and advantages as added value for their organizations. With this objective, the training process in the methodology began, focusing on the customer's purchasing cycle and the different stages of a SPINE sales approach; customer needs (demonstration of responsiveness); and the customer's perception of value in relation to the solution that the company suggests, commitment and performance.

1st phase

- Training session aimed at directors and internal team who will monitor the project internally.

Project Stages Completed

- Coach Training - Training of key players and coaches through an external entity. The commercial management and marketing team will also be trained to evolve into coaches.
- Team training - Through an external entity, but with the support of internal trainers, training sessions were held for the entire external and internal commercial team.
- On-site monitoring - Training will be regular to achieve a successful culture. All members of the commercial team will be accompanied by various internal trainers in a real environment.
- Content: Concepts and training aimed at our product: steel.

Main projects – Export

Export	
The export project is structuring and fundamental for the future of the organization and will mean an increase in performance and quality of service, a greater development of packaged shipping and international transport, along with the development of a team of agents (France, Morocco and Germany).	

Kaizen

The adoption of the Kaizen philosophy at the Ramada Group arose from the search for an efficient work methodology and continuous improvement, combined with the QASST Management System. The Kaizen methodology, implemented in three cycles, allows us to identify what went well, the various constraints, points to improve and next steps to take. Through its use, the Ramada Group aims to reduce errors and the supply cycle, increase team productivity, reduce the bureaucratization of processes, control the stock of tools, calculate the energy cost, carry out a predictive analysis of consumption, among others.

In 2023

- The creation of a production planning tool, the optimization of the picking and shipping process and the implementation of an excellent purchasing process were some of the improvement initiatives applied to operations.
- The teams implemented process improvements that combine the KAIZEN methodology and advanced analytical tools. An upgrade was made to the oven control software and the way machine data is acquired.
- Analysis of the factory layout, in order to make the movement of cargo and people more efficient, with the removal of obsolete equipment;
- End of production of saw handles due to environmental and safety issues and lack of market interest;
- Carrying out machining tests on AMADA equipment in Marinha Grande, in order to reduce lead time and costs in blade production;
- Subcontracting of the seesaw service in the production of hammers for safety reasons;
- Replacement of the various partial electrical panels and analysis of equipment needs and respective changes, taking into account DL50:2005;
- Quantification of various KPIs and the application of the 5S methodology in practically all jobs;
- Qualification of special welding processes;
- Integration of the area into NP EN ISO 9001:2015 in the next audit in November.

The Kaizen project thus allows us to improve customer service and raise market standards, impacting sales and results.

Advantages of adopting the Kaizen methodology	
Capacity Planning	RAMProd sequencer for load-capacity management and production sequence according to priorities.
Improvements in the Commercial Department	Reduction in execution time and the number of errors in the quote and order process, to improve commercial KPIs and customer monitoring.
Reducing loading and reception times	Reduction of non-added value times, by improving space organization and reducing part search times. Optimization of information flows.
Implement a culture of improvement in teams	Introduction of control dynamics and daily improvement in teams.
Optimization of purchasing processes	Cockpit development for order tracking. System parameterization to optimize purchasing processes.

Studies and Partnerships

Studies

Thermal treatments

The Heat Treatments Department is continually investing in research & development projects, fostering economic and organizational growth through innovation.

5 R&D projects were completed covering the following topics:

- Low pressure nitriding without white layer, for later comparison with plasma nitriding;
- Study of cooling in different types of oil after carburizing treatment of G15, RMC16 and RMC20 steels, with the aim of serving as support for the choice of quenching oil for the new carburizing line;
- Influence of various types of heat treatment on the properties of C265 steel with different specifications;
- Automatic approval of tempering cycles in PowerBI, for different load sizes and types of steel, which should lead to greater efficiency in the approval of Heat Treatments;
- The HighLight project, running since the beginning of 2021, focuses on investigating a new additive process application for the creation of new cooling systems, as well as the creation of a new tool steel with a new chemical composition and compatible with ultra-high polishing shine.

In 2023, the Heat Treatments Department received the two largest pieces on record to carry out the ALLNIT® Nitriding service.

HIGHLIGHT Project

The project with solutions for ultra-gloss injection molds was presented in September, at the Marinha Grande Business Centre at the event 'Reflection on molds and additive technologies: challenges and limits'. At the event, learning and difficulties were shared in a space open to debate and contributions from the public. Started in 2021, Highlight is a project led by the company ITJ in partnership with Ramada Steels, CENTIMFE and the University of Coimbra. Industrial research allowed the study of the selection of powdered steel and the development of a new material that guarantees polishing and hardness properties superior to what the market has to offer today. A new application of additive processes was also explored to create cooling systems, with greater heat flow efficiency resulting from a new design of refrigeration channels through fluid circulation.

Partnerships

Vacuum Furnace Transformer

This project, in partnership with the professional school of Aveiro, in addition to being an innovative development project between industry and secondary students, has the following main objectives:

- Know in detail the concept, the production method as well as the materials used in the manufacture of this type of transformers;
- Compare with the state of the art on the market in this range of equipment;
- Measure transformer efficiency;
- Evaluate the actions necessary to increase the efficiency of the transformer, such as changing the materials used, optimizing insulation, etc.
- Reduce the energy consumption of vacuum furnaces in heat treatment facilities.

FutureForMe: Ramada Steels joins consortium with professional school in Aveiro

Ramada Steels, together with other companies in the region, formed a consortium in partnership with the Escola Profissional de Aveiro (EPA). FutureForMe was created with the aim of providing access to practical training for school students in the areas of metallurgy, metalworking, automation, electronics and electricity. This is a way to actively contribute to the quality education of young people in the community. The training had a theoretical component and a practical component in the Maintenance department, in the Heat Treatment and Industrial areas of Ramada Steels.

Upgrade of the vacuum oven management system

The Heat Treatments team, with the support of the Information Systems Department and the partner company BMI, developed, in 2023, a project to update the vacuum furnace management system. This upgrade allowed for the improvement of IT security and the collection of data from equipment in real time, which can be monitored through the Kaizen project, with a view to greater efficiency and reduced operating costs.

DIGITALIZATION

Customer Portal | Internal - In 2023, the Group maintained its focus on improving the service of the Customer Portal and the Internal Portal, in order to increase performance, namely with the creation of the Qu modularity/Complaints;

Online Production - The Group maintained its focus on opening and closing operations, improving available information and the ability to manage production without using paper;

Digital Internal Logistics - Visibility of movements was created, focusing on zero errors in deliveries, increased productivity and the availability of information on the Internal Portal.

AUTOMATION

Project that automatically takes parts to the saws, for this purpose we studied how to pick parts at STOPA Stations, removing and placing them from and to pallets. These pallets moved around the factory floor using AGV pallet trucks. The saw transport operations to the expedition parks take advantage of the same AGV technology.

Economic Performance

The Group's economic performance summarizes its ability to create value. The Ramada Group continues to invest in innovation, expanding the range of its products and services, expanding its industrial units and gaining market share, diversifying its business portfolio and assuming a leadership position.

The Ramada Group identifies key factors for its success, solid and sustained growth as its management model and strong relationships with customers, suppliers and other important partners.

Direct economic value generated and distributed	2023	2022
Direct economic value generated (€)	**141,220,756**	**194,479,939**
Revenue (1)	141,220,756	194,479,939
Distributed economic value (€)	**151,091,144**	**180,164,479**
Operating Costs (2)	109,165,711	148,605,649
Employee Salaries and Benefits (3)	14,715,577	15,018,304
Payments to Investors (4)	21,025,996	15,384,875
Payments/(Receipts) to the State (5)	6,155,054	1,128,863
Donations and other Community Investments (6)	28,806	26,788
Accumulated economic value (€)	**-9,870,388**	**14,315,460**

(1) Sales + Services rendered + Other income (excluding intra-group transactions) (2) Cost of sales + Provision of external services + Other expenses (excluding intra-group transactions) (3) Personnel costs (excluding intra-group transactions) (4) Dividends distributed by Ramada Investimentos (5) Payments/(Receipts) of Collective Income Tax (6) Donations

Product Liability

Certification is increasingly a mechanism for guiding and demonstrating organizations' commitment to continuous improvement before employees, customers, suppliers and the community. In this sense, the Ramada Group has continually invested in obtaining certifications that demonstrate its commitment and know-how in the areas of quality, environment, safety and occupational health, dedicating itself to the excellence and differentiation of its products and services and permanently investing in optimization of its performance.

Ramada Aços	
ISO 9001:2015 – Quality Certification	1st certification in 1998
ISO 14001:2015 – Environmental Certification	1st certification in February 2020 – renewal in 2023
ISO 45001:2018 - Occupational Health and Safety Certification	1st certification in February 2022 – renewal in 2025
Universal Afir e Planfuro	
ISO 9001:2015 – Quality Certification	Universal Afir – 1st certification in 2016 Planfuro – 1st certification in 2022
ISO 14001:2015 – Environmental Certification	1st certification in February 2023
ISO 45001:2018 - Occupational Health and Safety Certification	Planfuro – 1st certification in February 2024 Universal Afir - Audit scheduled for September 2024 and certification scheduled for February of 2025
Socitrel	
NP EN ISO 9001:2015 1st certification in 1995 **NP EN ISO 14001:2015** 1st certification in 2010 **ISO 45001:2018** 1st certification in 2012 **BS EN ISO 9001:2015** 1st certification in 2012	**Fio de Aço para Pré-esforço** CERTIF - 1st certification in 1990 AENOR - 1st certification in 2013 CARES - 1st certification in 2012 ASQPE - 1st certification in 2012 **Cordão de Aço para Pré-esforço** CERTIF - 1st certification in 2009 AENOR - 1st certification in 2011 CARES - 1st certification in 2012 ASQPE - 1st certification in 2012 NORDCERT - 1st certification in 2012

Blau Stahl, acquired by the Ramada Group in May 2023, is in the preparation phase for Quality (ISO 9001:2015), Environment (ISO 14001:2015) and Occupational Health and Safety (ISO 45001:2018) certifications) with audits scheduled for 2024 and certifications in 2025.

ENVIRONMENT

The Environment is one of the nine values recognized by the Ramada Group, which demonstrates that the Group is aware of the impacts of its operations, as well as the path to take to enhance its contribution to sustainable development. In this sense, the Group has invested in the continuous improvement of its environmental performance, seeking to reduce negative impacts directly linked to its operations and activities. To this end, it established five commitments:

- Improve environmental performance;
- Mitigate the potential adverse effects of environmental conditions;
- Enhance projects with financial and operational benefits that result in the implementation of alternatives and environmental improvements;
- Protect the environment by preventing negative environmental impacts;
- Control or influence the way the Group's products and services are designed, manufactured, distributed, consumed and discarded, using a life cycle perspective.

This aspect is also proven by the material topics identified, as five topics of an environmental nature were identified, namely Emissions Reduction, Energy, Consumption of Renewable Solutions, Waste and Water.

It should be noted that the companies Ramada Aços, Socitrel, Planfuro Global and Universal Afir are certified by ISO 14001, with Ramada Aços having its certification renewed in 2023 and, for the first time, Planfuro Global and Universal Afir receiving environmental certification. After a favorable opinion given by APCER, the companies became certified by ISO 14001, a certification that guarantees the correct application of an environmental management system and allows effective management of the impacts of activities, reducing negative impacts. Additionally, Blau Stahl intends to obtain certification in 2025.

Risks and Opportunities

The management of environmental risks and opportunities is of great importance to the Ramada Group, mainly in terms of legal compliance, operational efficiency, reduction of negative environmental impacts and development of new solutions resulting from identified opportunities. Furthermore, as a matter of social responsibility, the Group has been reinforcing its commitment to improving its environmental performance, which is only possible through the identification and mapping of environmental risks and opportunities.

A good capacity to manage environmental risks allows you to identify opportunities for improvement, promoting the development of new, more sustainable and effective processes. It is in this context that the Group identifies the main environmental risks through the Environmental Aspects Identification Matrix, the various Environmental Impact Assessments and the global SWOT analysis of the area.

The table below identifies the main risks and opportunities related to the environment.

RISKS
Legal situations in regularization
Changing people
Lack of data that allows accurate distribution of water consumption by users in the industrial complex in Ovar
Distant monitoring of branches: Universal Afir, Planfuro Global and Blau Stahl
OPPORTUNITIES
Offering market recovery solutions for waste generated in the Group
Dematerialization of waste classification procedures and reduction of the associated fee
Diverse supplier community
Investment in technology, such as solar parks and carburizing furnaces, which help to reduce the carbon footprint
Environmental certification for Blau Stahl

Climate Change

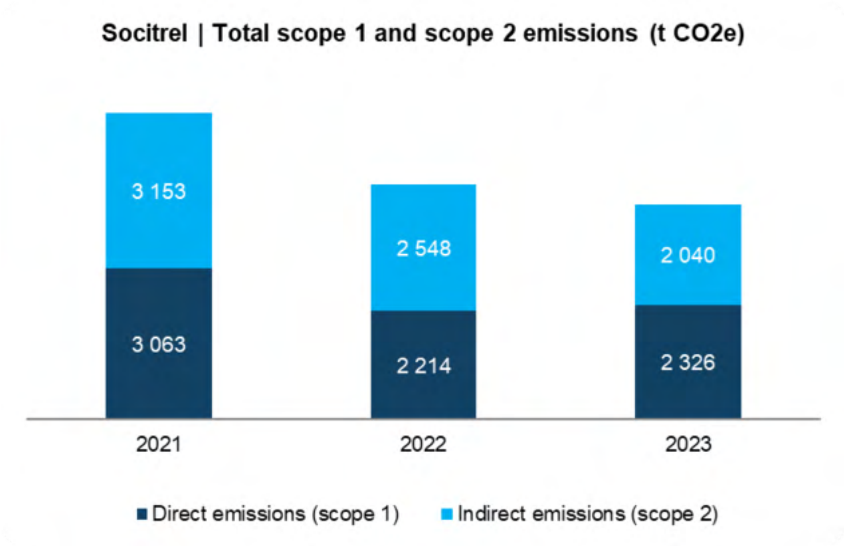
Greenhouse Gas (GHG) Emissions

The Ramada Group is aware of the impacts that the industrial sector has on climate change and, in this sense, has been investing in more sustainable solutions such as, for example, renewable energy, increased process efficiency, implementation and promotion of more sustainable practices around the world. throughout the supply chain and, also, the introduction of steels with completely green production on the market. This effort carried out by the Group is linked to the need to comply with what is established in the Paris Agreement and reinforced by the Glasgow Pact – keeping the increase in the global average temperature well below 2ºC and making efforts to limit the increase in global warming at 1.5ºC.

The Ramada Group seeks to minimize GHG emissions and reduce their impacts through control measures such as, for example, periodic monitoring of all sourcesfixed emission levels, chimney filtration systems, preventive maintenance on all equipment associated with fixed sources, annual preventive maintenance and carrying out checks for fluorinated greenhouse gases (GFEE) and ozone depleting substances (ODS) on all equipment fixed refrigeration, air conditioning and heat pumps.

As mentioned in the 2022 Sustainability Report, the Group carries out monitoring of the chimneys at Ramada Aços every five years, with the next scheduled for 2025. The objective of this monitoring is to understand whether the emission limit values are exceeded, and in the last monitoring, in 2020, there was no record in this regard.

In 2023, Socitrel saw a 5% increase in scope 1 emissions - emissions resulting from sources owned or controlled by the organization, recording 2,326 tCO2e. However, scope 2 emissions, emissions from the production of electricity, steam or heat/cold purchased by the organization, decreased by 20%, from 2,548 tCO2e to 2,040 tCO2e.



It is important to highlight the installation of two photovoltaic plants for self-consumption production, one at Planfuro Global, in Vieira de Leiria, and the other in the industrial hub of Marinha Grande, where the branches of Ramada Aços and Universal Afir are located. The installation made it possible to avoid around 266 tCO_2 in Vieira de Leira and 41 tCO_2 in Marinha Grande, demonstrating the Group's commitment to becoming self-sustainable from an energy point of view, and starting to depend exclusively on the energy it produces, thus reducing its emissions.

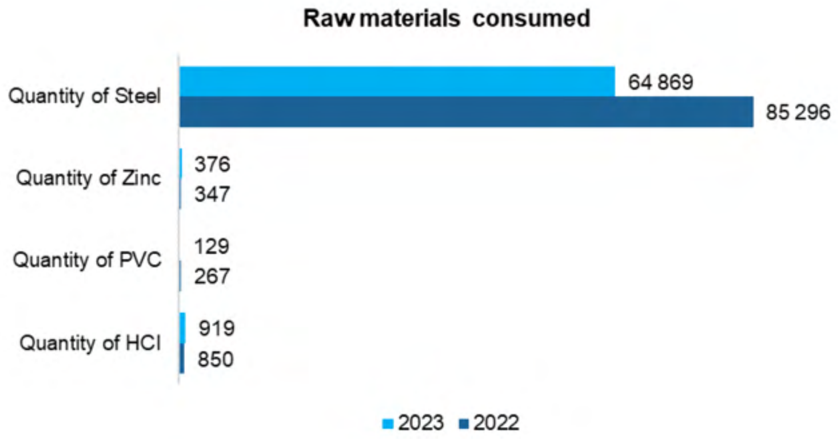
In this sense the Group intends to monitor the evolution of solar technology and investigate the possibility of expanding existing solar installations, increasing their production capacity. At the same time, investment in batteries is being considered to accumulate surplus for nighttime consumption and charging employees' electric or hybrid vehicles.

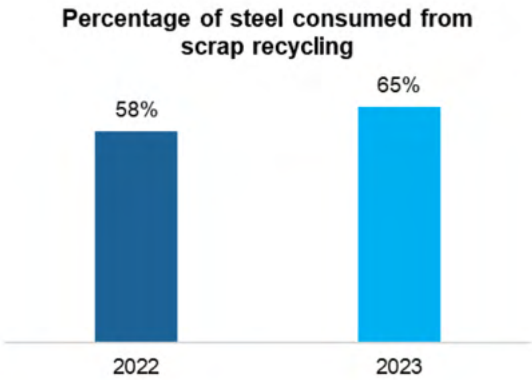
Consumption Efficiency

Raw material

In 2023 there was a 24% reduction in the total materials consumed, recording a total consumption of 66 thousand tons. However, in the opposite direction, zinc and HCl each increased by 8% compared to the previous year, reaching 376 and 919 tons, respectively. In turn, steel consumption decreased by around 24%, standing at 64 thousand tons, justified by the decrease in the Group's activity, however, it maintained its expression compared to the total recorded last year, representing 98% of materials. raw materials processed within the scope of the activities and operations carried out by the Ramada Group.

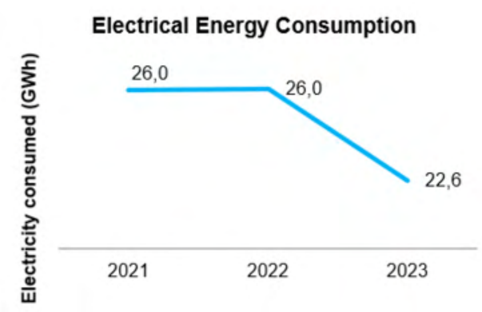
It is also important to highlight that 65% of the steel consumed comes from scrap recycling, supporting the trend seen last year in which dependence on iron ore production (blast furnace) is decreasing, while production is increasingly used from scrap (electric furnace), allowing cleaner and more economical production, while providing a solution to the scrap on the market and focusing on energy rationalization.

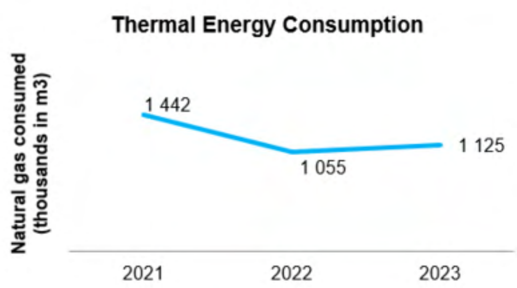




Energy

As mentioned in the subchapter “Greenhouse Gas (GHG) Emissions”, the Group concluded in 2023 the installation of two Production Units for Self-Consumption (UPAC) with a combined installed solar power of 0.5 MWp (in addition to the UPAC with a capacity of 1MWp, whose installation was starting in the course of 2022). 756 panels were installed in Vieira de Leiria (Planfuro), 112 in Marinha Grande (Ramada Aços), which allowed an annual production of 652 MWh. At Socitrel, in addition to the 3 MWp of production activity, 1 MWp was installed. The reduction in widespread activity, together with more efficient management, contributed to a reduction in electricity consumption by around 13%, reducing consumption from 26 GWh to 22.6 GWh. Regarding thermal energy, coming from the consumption of natural gas, there was an increase of 7%, going from 1,055 m 3 to 1,125 m 3 . In terms of energy intensity, there was 0.6 GJ/turnover (M€), which demonstrates the efforts made by the entire Group in seeking more sustainable solutions.





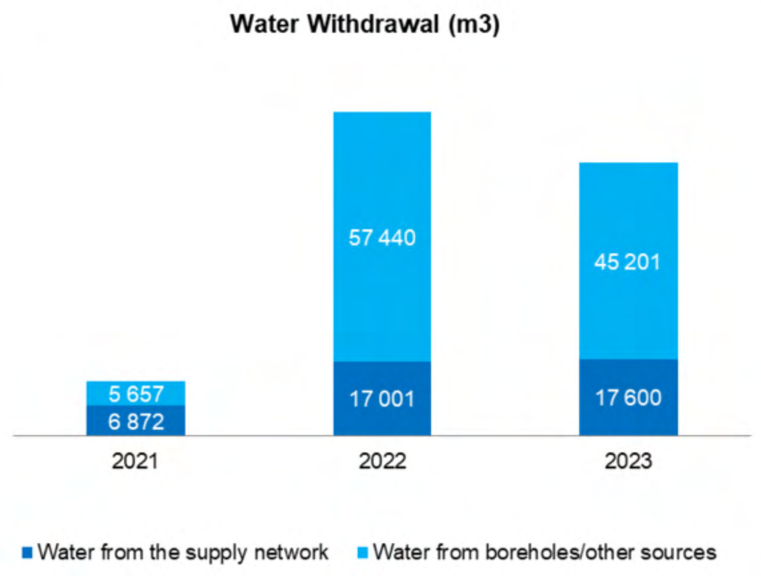
Water

Water consumption in the Ramada Group is predominantly made through water from boreholes/ other sources, with only 28% referring to water from the public network. In this sense, the management of this natural resource is of high importance for all Group companies, and it is necessary to comply with the general and specific conditions set out in the Water Resources Use Authorization and in the Exploration License issued by the competent entities.

As a result of responsible management and the decrease in the Group's activity, in 2023, consumption total water decreased by 16%, from 74 thousand m 3 to 62 thousand m 3. This decrease is because the water from boreholes has decreased by around 21%, now representing a consumption of 45 thousand m 3. However, water from the public network increased by 4% compared to 2022, recording a consumption of 17.6 thousand m 3. Regarding the captured water, it is for exclusive industrial use and is used for chemical baths and cooling towers, with part lost through evaporation and the remainder treated at the Group's facilities (ETARI) and subsequently sent for online discharge. of water, where there is an associated authorization title.

In the Ramada Group there are eight underground catchments, one more compared to the previous year, where water is extracted for the industrial process. In relation to Socitrel's industrial effluents, 50% of the effluents are treated in its own WWTP. In turn, effluents, after treatment, are monitored by carrying out systematic and periodic control of wastewater rejection points.

Additionally, the Ramada Group has been implementing several measures to improve water management, such as optimizing refrigeration systems, replacing cooling towers, reusing ETARI water for chemical pickling washing baths and carrying out of awareness-raising actions about water waste, mainly in social areas.



Resource Use and Circular Economy

Waste Management

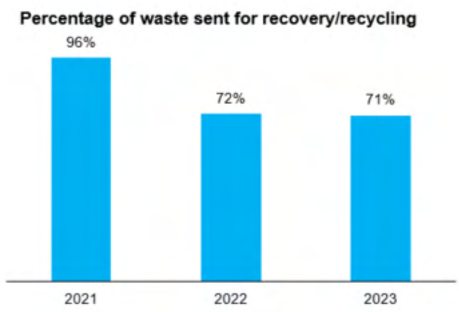
The efficient management of waste generated by the Group's activities is a key aspect for the development of solutions for valuing the waste market, allowing these materials to be used as by-products and/or as raw materials for another industry. In this sense, the Group prioritizes and invests in reuse, as well as recycling, to the detriment of sending it to landfill or final destination, however, if it is necessary to send waste to landfill or final destination, this waste is monitored annually and sent to an operator licensed.

In 2023, the total waste produced, as a result of the Group's production process, was 8,484 tons, a reduction of 4%, compared to the 8,823 tons produced in 2022, with 97% corresponding to non-hazardous waste, which now accounts for 8,205 tons, a decrease of 2%. Even so, the biggest drop was seen in hazardous waste, with a 41% reduction recorded, from 477 tones to 280 tones and, for this reason, corresponding to just 3% of the total waste produced. It is also important to highlight that of the non-hazardous waste produced, 72%[1] corresponds to steel shavings and filings.

In relation to waste sent for recovery/recycling or final destination, in addition to the waste generated as a result of the process produced, waste is also sent, for example, from the conservation and repair of equipment, and of the 10,111 tons of total waste, 71%[2] is sent for recovery/recycling and 29% for final destination.

[1] The formula for calculating the percentage of steel shavings and filings was changed in 2023.

[2] The formula for calculating the percentage of waste sent for recovery/recycling was changed in 2023.



At the same time, the Ramada Group is aware that effective waste management begins with raising employee awareness, implementing improvements in waste separation and the correct use of spill absorbents, which are available in all sectors and facilities of the Group. In this context, the Group developed three initiatives:

- Internal training on Separation and Waste and Procedure in the event of an environmental incident;
- Initial environment training;
- Environmental drills and monthly operational audits.

European Taxonomy

1. Framework for the European Environmental Taxonomy

The European Union Environmental Taxonomy was implemented in 2020 as part of the EU's plan to achieve carbon neutrality by 2050 and comply with the European Green Deal. Regulation (EU) 2020/852 of the European Parliament and of the Council of 18 June 2020 on the establishment of a regime for the promotion of sustainable investment and amending Regulation (EU) 2019/2088 establishes the criteria for determining whether an economic activity is qualified as environmentally sustainable, aiming to establishing the degree to which an investment is environmentally sustainable. The regulation applies to Ramada Group, as a company subject to the obligation to publish a non-financial statement under the terms of the Directive 2013/34/EU of the European Parliament and of the Council and the Decree-Law no. 89/2017.

For an activity to be in line with the Taxonomy and, thus, be considered environmentally sustainable, it must meet the following criteria:

1. Be eligible, that is, it must be included in the list of activities included in the Climate Delegated Act (Delegated Regulation (EU) 2021/2139) or in the Complementary Delegated Act (Delegated Regulation (EU) 2022/1214) regarding certain activities in the energy sector;
2. Contribute to, at least, one of the six environmental objectives, namely, climate change mitigation, climate change adaptation, protection of water and marine resources, transition to a circular economy; pollution prevention and control; protection and restoration of biodiversity and ecosystems;
3. It cannot significantly harm any of the objectives to which it does not contribute; and
4. Comply with the minimum social safeguards indicated in the taxonomy regulation.

The list of activities that can contribute to mitigation and adaptation objectives was the first to be published in the Climate Delegated Act and Complementary Delegated Act. In 2023, the

Delegated Environmental Act was published, describing the activities that can contribute to the remaining objectives. New activities were also introduced in the Climate Delegated Act (through Delegated Regulation (EU) 2023/2485). Regarding new activities introduced in 2023, companies only need to report eligibility, alignment will only be necessary next year.

In the 2023 Taxonomy report, the Ramada Group performs the eligibility analysis for all environmental objectives and the alignment analysis only for the mitigation and adaptation objectives. In this section we describe the application of the taxonomy regulation in Ramada Group in accordance with the Delegated Act of Article 8 (Delegated Regulation (EU) 2021/2178).

2. Eligibility Analysis

The main activity of Ramada Group, special steels and wire drawing, is not included in the list of activities in the taxonomy. For this reason, only operations support activities are listed as eligible (table below) and not necessarily the main activities carried out by Ramada Group.

Activity	Description
5.1. Construction, extension and operation of water collection, treatment and supply systems	In 2023, the Group made investments and has operational costs applicable to this activity (water collection holes, maintenance of cooling towers).
5.2. Renewal of water collection, treatment and supply systems	In 2023, the Group made investments and has operational costs applicable to this activity (water supply circuit for the production process).
5.4. Renewal of waste water collection and treatment	In 2023, the Group made investments and has operational costs applicable to this activity (eg improvement of the ETARI).
6.5 - Transport by motorbikes, passenger cars and light commercial vehicles	In 2023 Ramada Group made investments in the mobile fleet by acquisitions and by rental contracts.
7.6 - Installation, maintenance and repair of energy technologies from renewable sources	In 2023 Ramada Group investments in the production of photovoltaic renewable energy (installation of a Production Unit for Self-Consumption (UPAC).

Ramada Group considers that the activities described above are applicable to the Climate Delegated Act (Annex I – Mitigation). The Complementary Delegated Act (relating to certain activities of fossil gas and nuclear energy) was analysed does not apply to the activities of Ramada Group in 2023.

3. Alignment Analysis

a. *Substantial Contribution" and "Do not significant harm*

The application of the Climate Delegated Act implies the verification of technical screening criteria that make it possible to assess whether the eligible activity substantially contributes to an environmental objective and does not significantly harm the environment and none of the other environmental objectives. Ramada Group analysed the technical screening criteria for all eligible activities and concluded that, at this stage, it still does not have the necessary conditions and data to demonstrate compliance with all the technical criteria. In this way, it classifies its activities as non-aligned. In 2024 and in the coming years, Ramada Group will monitor this matter to review the taxonomy reporting and the alignment of its activities with the regulation.

b. Minimum Safeguards

Article 18 of the Taxonomy states that companies must comply with the OECD Guidelines for Multinational Enterprises and the United Nations Guiding Principles on Business and Human Rights to comply with the Minimum Safeguards. To help meet the necessary requirements, the European Commission's Sustainable Finance Platform published, in October 2022, the Final Report on Minimum Safeguards. In this document, four crucial areas are indicated that companies must address to ensure compliance with the Minimum Safeguards: : Human Rights, Corruption, Taxation and Fair Competition. The European Commission, in the Communication on the interpretation of Minimum Safeguards of June 2023, highlights this report as an example of good practice.

Human Rights

Ramada Group's Human Rights Policy (DH) incorporates the principles of human and labour rights established in the Code of Ethics and Conduct and in the Plan for Gender Equality. The Policy transposes the human and labour rights rules published by community and international entities, namely the United Nations Global Compact, the United Nations Guiding Principles on Business and Human Rights, the Organization for Economic Co-operation and Development (OECD) Due Diligence Guidance for Responsible Business Conduct, and the Directive of the European Parliament and of the Council on Corporate Sustainability Due Diligence.

The Policy aims to ensure respect for human and labour rights by the entire Ramada Group, formalizing the commitments made in the meantime with a view to safeguarding human dignity, on-discrimination, equal rights, safety and well-being , education, personal and professional development, as well as freedoms of conscience, religion, organization, association, opinion and expression. This Policy applies to all employees and corporate bodies of the Ramada Group. It is also intended for all companies that have an economic, institutional or social relationship with the Ramada Group, who are required to adhere to this Policy, to the extent that it is applicable.

Corruption, Taxation and Fair Competition

The Code of Conduct for the Prevention of Corruption and Related Infractions and the Code of Ethics and Conduct stipulate the principles, values and rules of action for Employees and all those who represent or relate to the Group. The Code of Conduct for the Prevention of Corruption and Related Offenses encompasses the applicable national and international rules on competition matters, ensuring that it is sound and fair. For its part, the Policy to Prevent and Combat Money Laundering and Terrorist Financing establishes the rules to prevent and mitigate money laundering and terrorist financing, applying to the management bodies, employees and service providers of Ramada Group. With regard to taxation, the Supervisory Board is responsible for ensuring compliance with all legal and regulatory requirements in force.

During 2023, there were no material convictions in the aforementioned matters. Ramada Group provides, on its website, a Complaint Reporting Channel available to all who wish to complain, report, clarify or expose any situation. In turn, the areas of sustainability and human resources implement and monitor regularly the Human Rights Policy, as well as any other related issues. Ramada Group is, therefore, committed to complying with Human Rights and all applicable legislation in this area.

Disclosure of KPIs

The Delegated Act of Article 8 defines three KPIs that companies must present: Turnover, Capital Expenditure (Capex) and Operating Expenses (Opex). Ramada Group discloses these indicators through the three tables below.

a. *Turnover Table*

Financial year 2023	2023			Substancial Contribution Criteria						DNSH Criteria (Do Not Significantly Harm)									
Economic activities (1)	Code (a) (2)	Absolute Turnover (3)	Proportion of turnover, year N (4)	Climate Change Mitigation (5)	Climate Change Adaptation (6)	Water (7)	Pollution (8)	Circular Economy (9)	Biodiversity (10)	Climate Change Mitigation (11)	Climate Change Adaptation (12)	Water (13)	Pollution (14)	Circular Economy (15)	Biodiversity (16)	Minimum Safeguards (17)	Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) turnover, year N-1 (18)	Category — enabling activity (19)	Category — transitional activity (20)
Text		*Currency*	*%*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*%*	*E*	*T*
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)		- €	0%	0%	0%	0%	0%	0%	0%	Y	Y	Y	Y	Y	Y	Y	0%		
Of which Enabling		- €	0%	0%	0%	0%	0%	0%	0%	Y	Y	Y	Y	Y	Y	Y	0%	E	
Of which Transitional		- €	0%	0%						Y	Y	Y	Y	Y	Y	Y	0%		T
A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (g)																			
Turnover of Taxonomy eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		- €	0%	0%	0%	0%	0%	0%	0%								0%		
A. Turnover of Taxonomy eligible activities (A.1 + A.2)		- €	0%	0%	0%	0%	0%	0%	0%								0%		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
Turnover of Taxonomy non-eligible activities (B)		140,238,275 €	100%																
Total (A + B)		140,238,275 €	100%																

The turnover ratio is calculated as the portion of the annual net turnover resulting from products or services, including intangibles, associated with economic activities in line with the taxonomy (numerator) divided by the net turnover (denominator) within the meaning of the Article 2(5) of the Directive 2013/34/EU. Net turnover includes income recognized under International Accounting Standard (IAS) 1, paragraph 82, point a), as adopted by Commission Regulation

(EC) No. 1126/2008. In 2023, the denominator of the proportion of turnover corresponds to the total of sales and services provided according to the item presented in the consolidated statements of income by nature. Information on sales and services rendered is included in Note 36 of the consolidated financial statements and accompanying notes, with the respective accounting policy detailed in Note 2.17. The numerator corresponds to the amount of the denominator resulting from economic activities aligned with the taxonomy. As mentioned in section 2 above, the main activity of Ramada Group is not on the current list of activities eligible for the taxonomy and, therefore, no turnover was considered in the eligibility of Ramada Group in 2023.

b. CapEx table

Financial year 2023	**2023**			**Substancial Contribution Criteria**						**DNSH Criteria (Do Not Significantly Harm)**									
Economic activities (1)	**Code (a) (2)**	**Capex(3)**	**Proportion of Capex, year N (4)**	**Climate Change Mitigation (5)**	**Climate Change Adaptation (6)**	**Water (7)**	**Pollution (8)**	**Circular Economy (9)**	**Biodiversity (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water (13)**	**Pollution (14)**	**Circular Economy (15)**	**Biodiversity (16)**	**Minimum Safeguards (17)**	**Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) Capex, year N-1 (18)**	**Category — enabling activity (19)**	**Category — transitional activity (20)**
Text		*Currency*	*%*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*%*	*E*	*T*
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Capex of environmentally sustainable activities (Taxonomy-aligned) (A.1)		- €	0%	0%	0%	0%	0%	0%	0%	Y	Y	Y	Y	Y	Y	Y	0%		
Of which Enabling		- €	0%	0%	0%	0%	0%	0%	0%	Y	Y	Y	Y	Y	Y	Y	0%	E	
Of which Transitional		- €	0%	0%						Y	Y	Y	Y	Y	Y	Y	0%		T

A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (g)												
Construction, extension and operation of water collection, treatment and supply systems	CCM 5.1	10,625 €	0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		0%	
Renewal of water collection, treatment and supply systems	CCM 5.2	4,545 €	0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		0%	
Renewal of waste water collection and treatment	CCM 5.4	20,128 €	0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		0%	
Transport by motorbikes, passenger cars and light commercial vehicles	CCM 6.5	194,120 €	3%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		6 %	
Construction of new buildings	CCM 7.1	- €	0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		14 %	
Installation, maintenance and repair of energy technologies from renewable sources	CCM 7.6	761,309 €	12%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		8 %	
Acquisition and ownership of buildings	CCM 7.7	- €	0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		23 %	
Capex of Taxonomy eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		990,727 €	16%	16%	0	0	0	0	0		51 %	
A. Capex of Taxonomy eligible activities (A.1 + A.2)		990,727 €	16%	16%	0	0	0	0	0		51 %	
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES												
Capex of Taxonomy non-eligible activities (B)		5,347,911 €	84%									
Total (A + B)		6,338,638 €	100%									

The capital expenditure ratio is defined as taxonomy-aligned Capex (numerator) divided by total Capex (denominator). Under the terms of the Delegated Act of Article 8 of the Taxonomy, total Capex consists of the value of additions to tangible and intangible assets during the year, including business combinations, before considering depreciation, amortization and any remeasurements, namely resulting from revaluations and impairments, and excluding changes in fair value. Additions of tangible fixed assets (IAS 16), intangible fixed assets (IAS 38), assets under right of use (IFRS 16), investment property (IAS 40) and biological assets (IAS 41) are included. Goodwill additions are not included.

The numerator corresponds to the portion of capital expenditure included in the denominator that:

a. is related to assets or processes associated with economic activities aligned by the taxonomy;
b. is part of a plan to expand taxonomy-aligned economic activities or to allow taxonomy-eligible economic activities to become taxonomy-aligned; or
c. is related to the acquisition of output from economic activities aligned with the taxonomy and with individual measures that enable the transformation of the activities in question into low-carbon activities or that allow reductions in greenhouse gas emissions, provided that these measures are implemented and are operational within a period of 18 months.

In 2023, the Capex KPI denominator consists of the total annual increases to property, plant and equipment, intangible assets, assets under right of use and investment property, including business combinations. The denominator can be reconciled with the total increases and changes in perimeter (when applicable) presented in Notes 11, 13, 12 and 10, respectively, of the consolidated financial statements and accompanying notes, with the respective accounting policies detailed in Notes 2.5, 2.4, 2.6 and 2.19, respectively. In 2022, the numerator corresponds to the part of the denominator associated with economic activities aligned with the taxonomy, including activities intended for Ramada Group's internal consumption.

d. OpEx Table

Financial year 2023	2023			Substancial Contribution Criteria						DNSH Criteria (Do Not Significantly Harm)									
Economic activities (1)	**Code (a) (2)**	**Opex (3)**	**Proportion of Opex, year N (4)**	**Climate Change Mitigation (5)**	**Climate Change Adaptation (6)**	**Water (7)**	**Pollution (8)**	**Circular Economy (9)**	**Biodiversity (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water (13)**	**Pollution (14)**	**Circular Economy (15)**	**Biodiversity (16)**	**Minimum Safeguards (17)**	**Proportion of Taxonomy aligned (A.1.) or eligible (A.2.) Opex, year N-1 (18)**	**Category — enabling activity (19)**	**Category — transitional activity (20)**
Text		*Currency*	*%*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y; N; N/EL (b) e (c*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*Y/N*	*%*	*E*	*T*
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Opex of environmentally sustainable activities (Taxonomy-aligned) (A.1)		- €	0%	0%	0%	0%	0%	0%	0%	Y	Y	Y	Y	Y	Y	Y	0%		
Of which Enabling		- €	0%	0%	0%	0%	0%	0%	0%	Y	Y	Y	Y	Y	Y	Y	0%	E	
Of which Transitional		- €	0%	0%						Y	Y	Y	Y	Y	Y	Y	0%		T

A.2 Taxonomy-Eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (g)												
Construction, extension and operation of water collection, treatment and supply systems	CCM 5.1	29,334 €	1%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		0%	
Renewal of water collection, treatment and supply systems	CCM 5.2	9,441 €	0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		0%	
Renewal of waste water collection and treatment	CCM 5.4	7,404 €	0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL		0%	
Opex of Taxonomy eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		46,179 €	2%	2%	0	0	0	0	0		0%	
A. Opex of Taxonomy eligible activities (A.1 + A.2)		46,179 €	2%	2%	0	0	0	0	0		0%	
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES												
Opex of Taxonomy non-eligible activities (B)		2,429,704 €	98%									
Total (A + B)		2,475,883 €	100 %									

The operating expense ratio is defined as taxonomy-aligned Opex (numerator) divided by total Opex (denominator). Under the terms of the Delegated Act of Article 8 of the Taxonomy, total Opex consists of direct costs not capitalized during the year related to research and development, building renovation measures, short-term leases, maintenance and repair, and other direct expenses related to the daily maintenance of tangible fixed assets necessary to ensure their operation.

The numerator corresponds to the portion of operating expenses included in the denominator that:

a. is related to assets or processes associated with economic activities aligned with the taxonomy, including training needs and other human resource adaptation needs;
b. is part of a plan to expand taxonomy-aligned economic activities or to allow taxonomy eligible economic activities to become taxonomy-aligned; or
c. is related to the acquisition of production from economic activities aligned with the taxonomy and with individual measures that enable the transformation of the activities in question into low-carbon activities or that allow reductions in greenhouse gas emissions, provided that these measures are applied and are operational within 18 months.

In 2023, the Opex KPI denominator includes 1,990,313 Euros of maintenance and repair costs and 485,570 Euros of expenses with rents and leases, recognized in accordance with the accounting policies detailed in Notes 2.5 and 2.6, of the consolidated financial statements and accompanying notes. The above amounts are included in the consolidated income statement by nature under the caption “Supplies and External services” (Note 29 of the consolidated financial statements and accompanying notes). Amounts under the heading “Personnel costs” are not included, as they do not include expenses of a nature that meet the definition of total Opex in the taxonomy.

Total Opex, as shown in the table above, is not considered material to Ramada Group's business model since it represents only 2.0% of its total operating expenses in 2023, due to the fact that the Group does not incur significant expenditure on research and development within the scope of IAS 38, nor are expenditure on maintenance and repair of assets and short-term leases material.

d. Nuclear and fossil gas related activities (Template 1)

The Group considers that it does not carry out, finance or have exposures related to nuclear energy and fossil gas presented in template 1 below.

Row	Nuclear energy related activities	
1.	The undertaking carries out, funds or has exposures to research, development, demonstration and deployment of innovative electricity generation facilities that produce energy from nuclear processes with minimal waste from the fuel cycle.	No
2.	The undertaking carries out, funds or has exposures to construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production, as well as their safety upgrades, using best available technologies.	No
3.	The undertaking carries out, funds or has exposures to safe operation of existing nuclear installations that produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production from nuclear energy, as well as their safety upgrades.	No
Row	**Fossil gas related activities**	
4.	The undertaking carries out, funds or has exposures to construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels.	No
5.	The undertaking carries out, funds or has exposures to construction, refurbishment, and operation of combined heat/cool and power generation facilities using fossil gaseous fuels.	No
6.	The undertaking carries out, funds or has exposures to construction, refurbishment and operation of heat generation facilities that produce heat/cool using fossil gaseous fuels.	No

4. Next steps in the application of the Taxonomy

During the year of 2024, Ramada Group will continue to develop actions to adequately respond to the requirements of the taxonomy regulation and application of the Alignment Criteria of the Climate Delegated Act and the Delegated Environmental Act. Ramada Group will also monitor updates regarding the remaining four environmental objectives, possible extensions to other economic activities and the implementation of European Commission guidelines that may have a significant impact on Ramada Group's eligibility ranking and alignment.

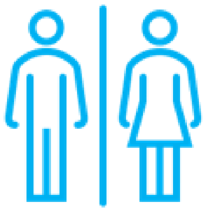
SOCIAL

Human Capital

For the Ramada Group, employees are its main asset and an essential factor for the continued success of the business and operations in the market in which it operates. As such, it seeks to provide its 484 employees with an inclusive, safe working environment that promotes training and personal development, surrounded by a culture of proximity and appreciation.

85,12%

MEN



14,88%

WOMAN

At the end of 2023, women constituted around 15% of the Ramada Group's employees, 4% more than in 2022. Among all employees, 54% are under 44 years old and 19% have a higher education degree.

Given the predominant level of education (secondary education), the Ramada Group supports the education of employees and their families by awarding, annually, study grants, various scholarships and awards for merit and excellence, promoting their continuous development.

125 employees and 251 children of employees benefited from scholarships and/or merit

The Board of Directors of Ramada Investimentos e Indústria, SA is made up of 6 members, all over 50 years old.

33.33%

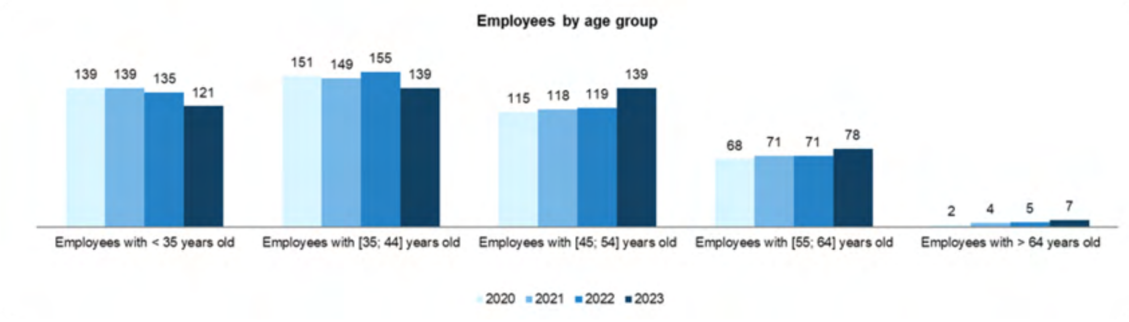
WOMEN

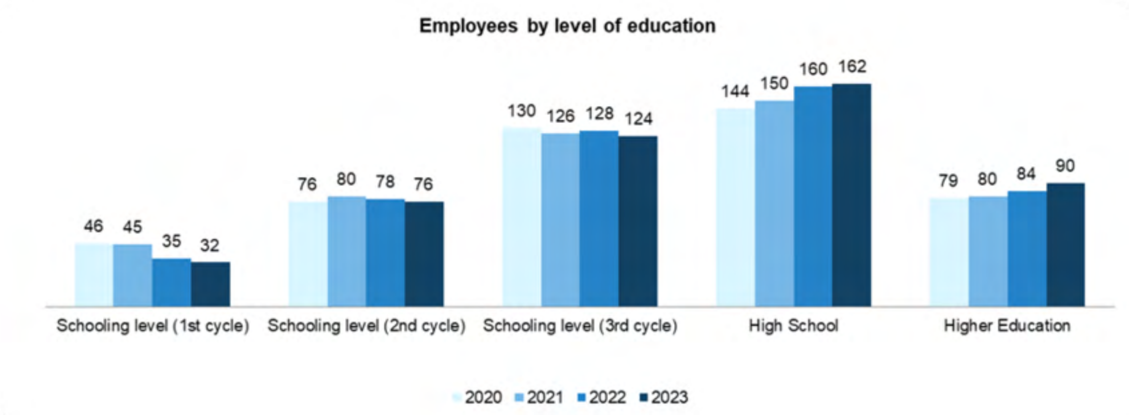
Ages 100% > 50 years old

66.67%

MEN

Ages 100% > 50 years old





Equal Opportunities and Diversity

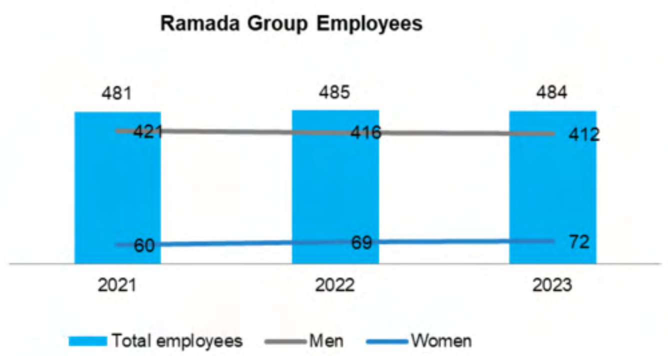
To ensure the maintenance of a dignified and fair workplace, the Ramada Group actively promotes the dignity and physical and mental well-being of its employees, respect for human rights, inclusion, and diversity, ensuring equal opportunities for all. For the Group, these are undoubted and non-transferable values, of capital importance, which is why it is committed to adopting practices, processes and procedures that repudiate discrimination and any differentiated treatment based on ancestry, age, sex, sexual orientation, gender identity , marital status, family situation, economic situation, education, origin or social condition, genetic heritage, reduced work capacity, disability, chronic illness, nationality, ethnic origin or race, territory of origin, language, religion, political or ideological beliefs and union membership.

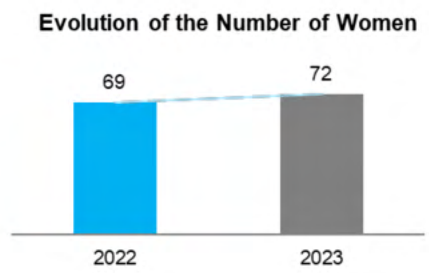
Respect for human dignity and strict compliance with all applicable legislation in this matter are, moreover, basic principles for the Ramada Group, with the human resources area guaranteeing compliance with human rights and other legal requirements, along with the Conventions of International Labor Organization.

In the field of diversity, the Board of Directors of the Ramada Group operates on two important axes:

Human Resources	To: a. Career progression, performance evaluation and salary review policies are defined based on diversity promotion concerns; b. In recruitment processes, try to promote this diversity, always presenting lists of potential employees to be recruited that are sufficiently representative of both genders.
Operational Areas	To: a. Multidisciplinary teams formed within the scope of the most varied projects are always formed based on the concern for balanced representation.

Mirroring the importance that the Ramada Group attaches to the principle of Equality, every year the Plan for Gender Equality is prepared and presented, with a view to contributing to the promotion of more dynamic, productive and balanced teams. Nevertheless, the Group continues to work to reduce its gender gap, with an increase of 4% in women in 2023, compared to 2022.





The Ramada Group marked **International Women's Day** with the distribution of a commemorative postcard highlighting 4 historical female figures, who had a relevant and positive impact on society, from a perspective of supporting gender equality and celebrating everything that has been achieved by women.

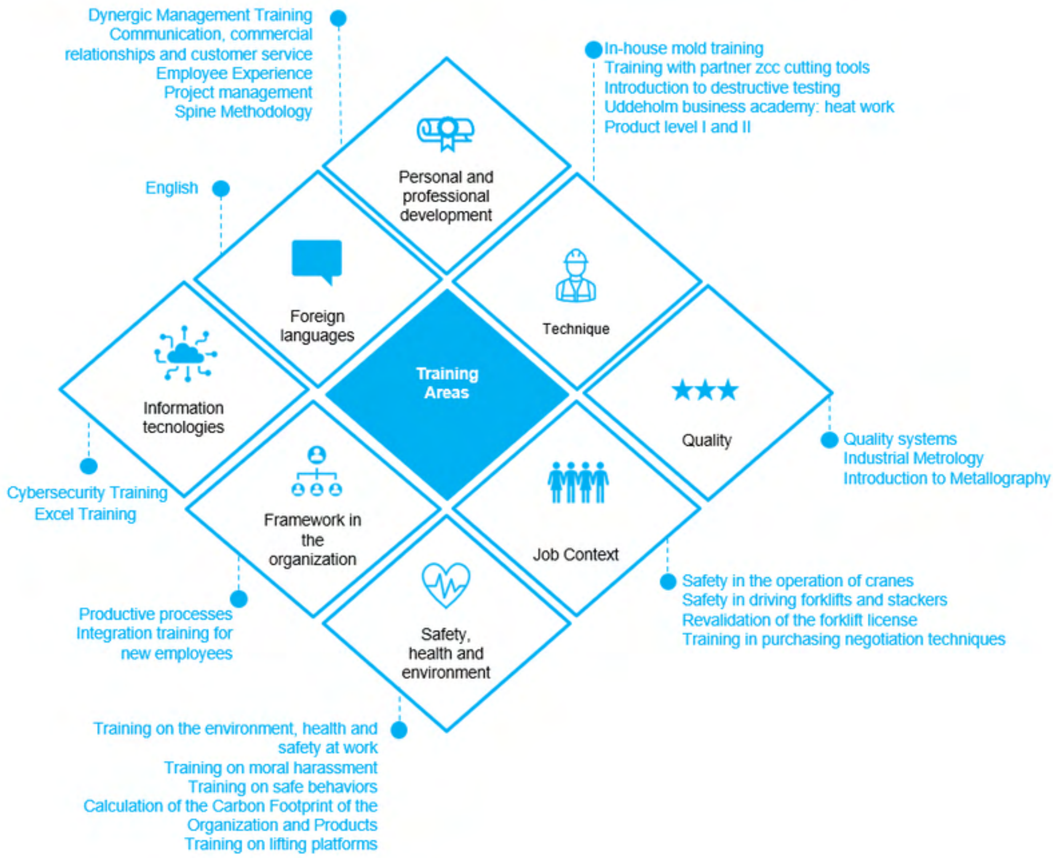
Training and Development

The Ramada Group recognizes its employees as a key element and, therefore, invests in attracting and retaining talent, developing skills and abilities, enabling its people to respond to current and future challenges.

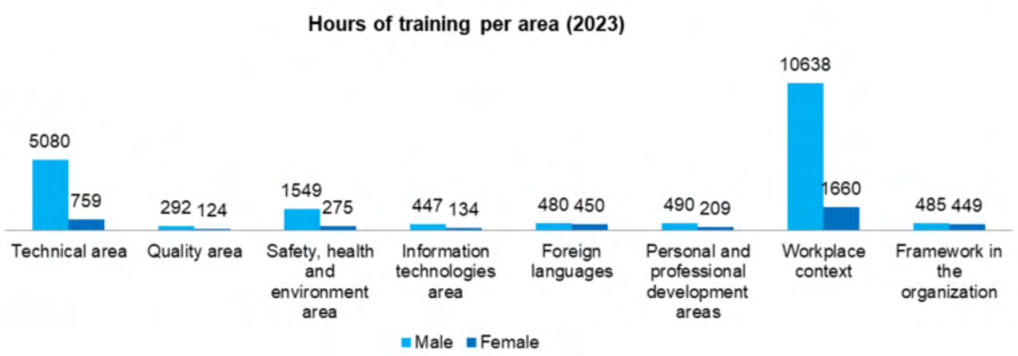
The Group operates, moreover, in a sector in which experience and technical knowledge are fundamental, meaning that the potential of each employee must be fully realized. As such, it invests in ongoing training, a material topic for the Group, and in evaluating the performance of its employees. Training therefore plays an essential and strategic role in the development and growth not only of people, but of the business itself. In 2023, as a result of this investment, more than 23,518 hours of training were provided in various areas, highlighting the action in the Workplace Context which represented approximately 52% of the total.

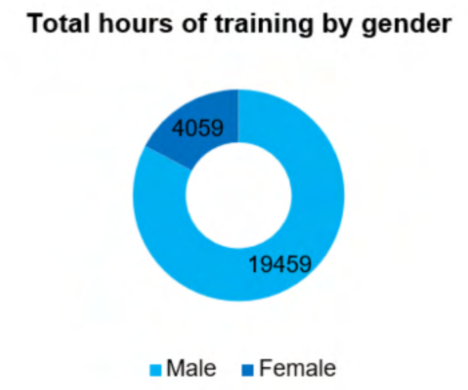
The slight increase in the number of training hours (23,231 hours in 2022 and 23,518 hours in 2023) is justified by the reduction in the company's economic activity and the lower number of hires, given that a significant part of the total training hours is carried out in an initial learning context and through shorter in-house training.

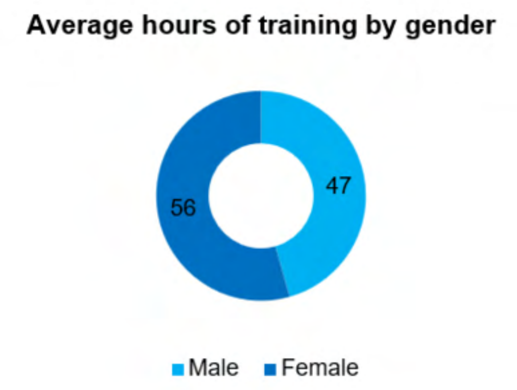
In 2023, the Ramada Group promoted training actions in several areas:



The Ramada Group, through the Annual Training Plan, implements specific mechanisms for the development of training throughout the year. The Plan is appropriate and defined according to the survey of employees' training needs for different areas of the business and is supported by training management software.







For the Ramada Group, carrying out internships is a way of contributing to the training of young people, sharing knowledge and discovering new talents. In 2023, two interns were welcomed and trained by the Group's teams.

In 2023, the Ramada Group launched a new IT platform - Cosmos - to optimize the Annual Performance Assessment process, making data storage and consultation more efficient and systematized. For the employee, the new platform is of particular importance, as the information is now permanently available. Each person has their own account, which they can access at any time, making the process much more agile and straightforward.

The Ramada Group also implements a Personal Development Plan for employees whose performance was below expectations, aiming to improve their productivity and the quality of their work. The Personal Development Plan also serves to leverage talent skills within the organization, through financing long-term training, namely degrees, bachelor's degrees, MBAs, and others. In this way, the organization seeks to encourage the growth and development of its employees, highlighting their importance within the Ramada Group and in the job market through: greater versatility, trust and knowledge; positive evolution in the quality and quantity of work; and improving organization, daily planning and teamwork. The Plan is also optional for all employees who propose, or are proposed by their line managers, to improve specific areas of knowledge or to advance in their schooling or higher education.

96% of employees covered by the assessment of performance in 2023

Socitrel implements an Annual Training Plan, alongside Behavioral and Performance Assessment, on a quarterly basis for most factory floor employees (up to team leaders level) and annually for other permanent employees. In 2023, the training plan had implemented around 80% of the planned actions.

Well-being, Health and Safety

The Ramada Group operates in a sector of activity where concern for the well-being, health and safety of its employees is heightened, which is why this topic is considered material for the organization. The Group develops several initiatives and actions with a view to maintaining safe working conditions for everyone and increasing awareness of health and safety at work.

Facility improvements	Medical, nursing and physiotherapy services
To improve safety conditions, electrical panels were replaced within the scope of Decree-Law No. 50/2005, the roof of the ships was remodeled and the lighting was changed in Planfuro Global.	With the aim of promoting well-being and easy access to healthcare for employees, Planfuro Global carried out work to create a space for a medical office.

Audits	Drills
As a result of the November 2022 audit, the opinion also included the renewal of Ramada Aços' Environment and Safety certification. The teams continue to work on ISO 45001:2018 security certification, ensuring compliance with Decree-Law No. 50/2005. Over the last quarter, the racking present in the Industrial Department was certified, as were several slings and the GOODA machine, recently acquired for the Machining sector.	Carrying out periodic Environmental simulations at the Planfuro Global, Universal Afir and Ramada Aços units in Braga, Marinha Grande and Ovar, with the aim of verifying procedures and testing human and material resources. These drills focused essentially on containment in the event of a spill and are essential to guarantee a better response and preparation of the teams.

Projects in "Safe Behaviors"

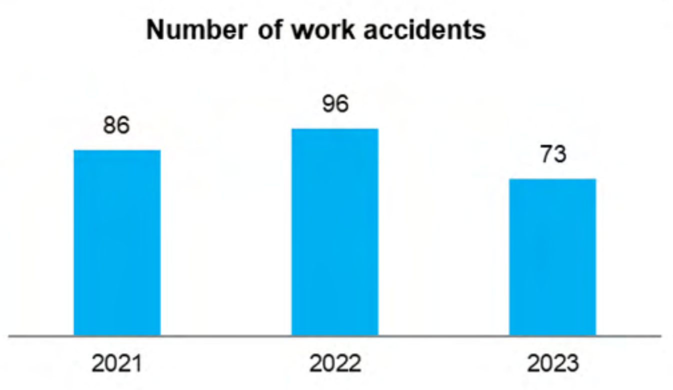
With the aim of raising awareness in a practical and dynamic way about safety procedures and safe behaviors, the Group celebrated National Occupational Safety and Health Day with a series of tests that covered topics such as Mechanical Cargo Handling, Cashier Aid, Forklift Driving Safety, Workplace Organization and Personal Protective Equipment.

In 2023, Ramada Aços integrated work exercises to prevent musculoskeletal injuries into the Safety Dialogues, an initiative that brings together teams in a 5-minute conversation on the topic of Safety.

In the last quarter of 2023, the Ramada Group marked the Health and Safety Fortnight, an initiative that aims to promote the health, well-being and safety of employees and combat psychosocial risks through different activities. In this context, the 'We are in shape' challenge encouraged employees to exercise regularly, adopt healthy eating habits by holding a Fruit and Vegetable Market and distributing fruit or healthy snacks . It was also during the Health and Safety Fortnight that Ramada Aços revealed its new mascot: Steelo, who will serve as a 'spokesperson' for the topics of safety, environment, and quality.

At Socitrel, in addition to training in Occupational Safety and the medical services available, assessments are carried out in the areas of ergonomics, chemical contaminants, noise and luminance.

In 2023, the objective of zero fatalities as a result of work accidents was once again achieved. The number of accidents decreased by 24% compared to 2022, and at Ramada Aços, in Ovar, there were 3 serious work accidents, which were reported to ACT, in the 2nd half of 2023.



	2022	2023
Accident Frequency Rate[1]	45.27	65.97
Accident severity rate[2]	1.33	1.48
Work accident index[3]	117.46	84.49

[1] Calculated taking into account the number of work accidents resulting in sick leave and the number of hours worked
[2] Calculated taking into account the number of days lost and the number of hours worked
[3] Calculated taking into account the number of work accidents per number of hours worked

There is a reduction in the rate of accidents at work from 2022 to 2023 due to the reduction in accidents per hours worked, justified by the increase in the safety culture through training/ raising awareness among employees on safety issues.

Benefits, Compensation and Initiatives

The Ramada Group is aware of the importance of human capital in achieving a sustained success strategy and, for this reason, is committed to offering a healthy, safe and motivating work environment. As such, throughout 2023, benefits and compensation were offered and initiatives were carried out that promoted the well-being, health and safety of all employees.

Gift Card	Health insurance	"My Ramada day"
In order to express good wishes for happy holidays and contribute to the Christmas celebrations, the Group distributed gift cards to employees, also delivering a card to children up to 10 years of age.	The health insurance for employees of the companies Planfuro Global, Ramada Aços and Universal Afir was updated: the price of insurance that includes spouses and descendants was changed; insurance was extended for descendants over 25 years of age; an adjustment was made to the copayment for emergency consultations; There is no longer a limit on the number of Psychiatry consultations; and access to agreed prices in stomatology was given.	The videos from the 'My Ramada Day' initiative continued, in 2023, to reveal the day-to-day life of the different professions and functions of the Ramada Group from the perspective of those who live them. At the same time, these are also shared externally as a way of promoting the Group as an employer.
Photography Contest	***Newsletter* + Ramada**	**TimeWeb**
With the aim of making employees' days happier, at the same time encouraging creativity, sharing and companionship, another edition of the Christmas Photography Competition was held in 2023, this time with the theme "How to spend a safe Christmas at the Ramada Group?" The Christmas images full of creativity and sense of humor were voted on and 3 winning teams emerged, which received a Christmas Hamper with food products as a prize.	The Ramada Group has quarterly newsletters that promote regular and consistent sharing of projects, initiatives, strategies and good practices.	Explanatory videos were released about TimeWeb, an employee attendance management platform. The short videos explain, step-by-step, how TimeWeb works, and employees can access the platform at any time and save time in their human resources processes. TimeWeb is also being implemented at Planfuro Global.

In terms of benefits, compensations and initiatives, Socitrel highlights the attribution of quarterly Attendance and Performance Awards, Balance Sheet Bonuses, Pension Fund and Life Insurance.

Throughout 2023, the Group adopted a series of initiatives:

On Earth Day, with the aim of recognizing the importance of the planet and raising awareness of the need to preserve the world's natural resources, reusable bottles were distributed to all employees.

The Ramada Group celebrated the Company Party and the event was attended by 426 employees and family members.

Universal Afir celebrated its 80th anniversary and brought together employees and former employees on a day full of socializing and activities.

Community Development and Support

Throughout 2023, the Ramada Group continued to provide support to the community, through the attribution of donations, both monetary and in kind, to 46 social entities and initiatives, which provide services to society in the areas of:

Support for Sports Clubs
UNICEF
Liga Portuguesa Contra o Cancro
Serralves Foundation
University education
Social Solidarity Institutions

In December 2023, Planfuro Global made a donation to the Vieira de Leiria Volunteer Firefighters, for the purchase of an Emergency Plug, a safety equipment used in the Rescue and Extrication area.

GOVERNANCE

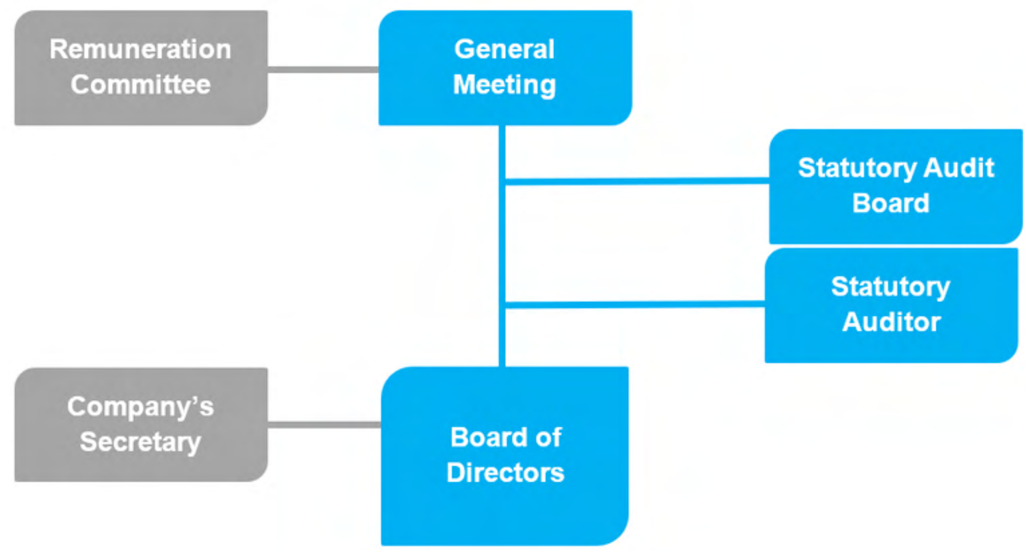
Business Conduct

The Ramada Group adopts a set of principles and ethical values that enhance the success of its business, consolidating the relationship of trust and proximity with its stakeholders.

Governance and Ethics

The governance model applied by the Ramada Group holding - Ramada Investimentos e Indústria, SA - is in accordance with the size and requirements of the Company, promoting active communication between corporate bodies and integrated management based on ethics and transparency, which involves multidisciplinary teams within the various departments and operational areas. The Group thus ensures greater process efficiency, focused on developing the business and its people, identifying risks and opportunities, designing new strategies and creating value for its stakeholders.

The Group's governance structure is made up of four corporate bodies, also including a Remuneration Committee.



The **Board of Directors** is the body responsible for defining and executing the management model and making strategic and operational decisions, with a President who also performs the role of CEO. This body is in constant coordination with the other management teams, defining control mechanisms and identifying risks and mitigation measures in the impact management process, whilst ensuring, at the same time, the well-being of employees. The Board of Directors is also responsible for defining and adopting codes and policies that comply with legal requirements, consolidating its provision in terms of legal and regulatory compliance.

The Ramada Group's Board of Directors comprises 6 members, 4 executives and 2 non-executives, elected by the shareholders at the General Meeting, with one independent member. The term of office of Board of Directors members lasts three years, renewable one or more times. All members have a high level of seniority, experience and knowledge, and are responsible for carrying out all management acts in the interests of the Company, shareholders and workers, as well as other interested parties, contributing to stability and success of the Ramada Group business.

In order to monitor the impact of its activities, the Ramada Group adopts sustainable conduct at an environmental, social and economic/ governance level. It is therefore up to the Board of Directors to ensure continued compliance with the Ramada Group's ESG objectives and validate the annual sustainability report.

The definition of their remuneration is based on criteria for evaluating performance and objectives, of a financial and non-financial nature, namely environmental, social and governance, aligned with the Group's business strategy, its commitment to sustainable development and compliance with values and ethical principles that guide it.

The remuneration of the executive members of the Board of Directors has a variable component to align their interests with those of the shareholders. These are based on objective and pre-defined criteria, based on performance indicators for each mandate, aligned with the performance strategy and business growth.

Remuneration Committee

- Elected by shareholders at the General Meeting;
- Responsible for evaluating performance and designing remuneration policies for corporate bodies, in accordance with the legal requirements imposed by the Securities Code and aligned with the policies of the Group's peers and best market practices;
- Responsible for applying remuneration policies, monitoring their continuous adequacy to the Company's reality.

The preparation of the Declaration on the Remuneration and Compensation Policy of Governing Bodies is subject to approval by the General Assembly, which includes the participation of one of the members of the Remuneration Committee whenever the Policy is included in the Agenda.

Ethical Culture, Protection of Human Rights and Combating Corruption and Bribery

The Ramada Group recognizes ethics as a pillar that supports all its relationships, internal and external. For this reason, the Board of Directors implemented the **Code of Ethics and Conduct**, in accordance with the United Nations Universal Declaration of Human Rights, which establishes common principles and rules, such as integrity, ethics, transparency and honesty in decision-making, cooperation and professionalism in relationships, strict compliance with the law and external and internal regulations, loyalty, rigor and good faith in conducting business, confidentiality in the processing of information and the treatment diligent and moderate transfer of all working instruments and assets of the Group, to all its employees and Group representatives.

The **Code of Ethics and Conduct**, applicable across all levels of the organization, regulates the Ramada Group's relationship with its stakeholders.

i. All Ramada Group Employees must guide their conduct by the following principles:

- Strict compliance with the law, regulations, recommendations and statutory provisions, as well as the internal rules, policies and guidelines of the Ramada Group;
- Integrity, ethics, transparency and honesty in decision-making;
- Cooperation and professionalism in relations with Partners and the local communities in which each Ramada Group company operates;
- Conducting business within a framework of loyalty, rigor and good faith in fulfilling the Ramada Group's objectives;
- High awareness of the need for confidential treatment of all information produced or to which one has access in the performance of functions;
- Diligent and parsimonious treatment of all work instruments or assets of Ramada Group companies, ensuring their protection and good condition, refraining from any use for personal benefit.

ii. Rules of Behavior and Group Relations with stakeholders:

<table>
<tr><th>Relations with Employees</th><th>Relations with Authorities, Institutions and Local Communities</th></tr>
<tr><td>• Human Rights: The Ramada Group rejects discrimination and any differentiated treatment based on race, gender, ethnic or social origin, sexual orientation, politics, trade union membership or religious conviction;
• Gifts, Bribery and Corruption: The Ramada Group requires open and transparent action, free from corruption and bribery, from employees and partners;
• Conflicts of Interest: The Ramada Group makes it impossible to intervene in decision-making processes in which there is an economic or personal interest.

All Ramada Group employees must adopt integrity, honest and transparent behavior and comply with applicable national and international standards to combat corruption.</td><td>• Promotion of fair competition, as a driver of development and innovation;
• Promotion of the socioeconomic development of the communities in which it operates;
• Cooperation with Public Authorities, Institutions and Local Communities.</td></tr>
<tr><th>Shareholder Relations</th><th>Relations with Partners</th></tr>
<tr><td>• Create value, promoting excellence in professional performance, good resource management, social responsibility and sustainable development.</td><td>• Comply with contractual obligations assumed, through good commercial and ethical practices.</td></tr>
</table>

100 %	Employees receive the Code of Ethics and Conduct at the time of hiring
0	Reports regarding harassment at work

The Ramada Group has a specific mechanism for reporting irregularities that substantiate violations of an ethical or legal nature with a significant impact in the areas of accounting, the fight against corruption and banking and financial crime (Whistleblowing). If the Board of Directors receives any request for clarification or expression of concern regarding the Whistleblowing system, it will immediately forward it to the Supervisory Board.

0	Complaints regarding irregularities related to the provisions of the Code of Ethics and Conduct

The Ramada Group also has a series of other policies that it considers essential[3]:

Human Rights Policy	**Community Participation Policy**	**Policy for Preventing and Combating Money Laundering and Terrorism Financing**
Plan for Gender Equality	**Code of Conduct for the Prevention of Corruption and Related Offenses**	**Regulation of Transactions with Related Parties and Conflicts of Interest**

The **Code of Conduct for the Prevention of Corruption and Related Offenses** defines a set of principles and rules of action for all employees of the Ramada Group, regardless of position, and for everyone who represents or has relationships with the Group, always taking into account the standards criminal offenses relating to corruption and related offenses and the risks of exposure to this type of crime.

The Group also has a **Regulatory Compliance Program**, in accordance with the RGPC – General Corruption Prevention Regime, which aims to prevent, detect and sanction acts of corruption and related infractions, being subjected to evaluations to analyze its effectiveness and ensure improvements. The Board of Directors of the Ramada Group appointed a Regulatory Compliance Officer (RCO), in accordance with the RGPC, whose objective is to ensure and control the execution of the Regulatory Compliance Program, carrying out its functions independently, permanently and autonomously. This program includes:

[3] The documents mentioned are publicly available and can be consulted on the Ramada Investimentos website

Code of Ethics and Conduct	It should be read in conjunction with the Code of Conduct for Preventing Corruption and Related Offenses.
Risk Prevention Plan for Corruption and Related Infractions (PPR)	Covers the entire organization and activities, including administration, direction, operational or support areas. Integrates: • The identification, analysis and classification of risks and situations that may expose the Group to acts of corruption and related infractions, taking into account the reality of the sector and the geographic areas in which the organization operates; • Preventive and corrective measures to reduce the probability of occurrence and impact of identified risks and situations.
Training Program	Internal training program for all employees, so that they know and understand the policies and procedures implemented to prevent corruption and related infractions.
Internal Reporting Channel	Ensures the receipt, processing and handling of complaints, in conjunction with the supervisory body, in accordance with the legal and regulatory provisions in force and with the principles and rules contained in the Code of Ethics.

Corruption Prevention Code and Related Offenses

Failure to comply with the Code of Conduct for the Prevention of Corruption and Related Offenses may constitute a disciplinary offense and/or a contractual breach.

The resulting consequences may include changes to procedures, training needs, contract resolutions and disciplinary sanctions, whilst always being appropriate and proportionate to the seriousness of the infraction committed and the culpability of the offender, or civil and/or criminal liability of each employee, before Ramada Group companies or third parties.

For each infraction, a report is drawn up that includes the rules violated, the sanction applied and the measures adopted or to be adopted. The Code of Conduct is reviewed every three years or whenever changes are necessary in the Group's responsibilities or organic or corporate structure, which justify its review. To date, there are no known instances of corruption and bribery in the Group's companies.

Human Rights are legal guarantees for true respect for human dignity and are inherent to everyone, without any exception. As such, the Ramada Group implements the **Human Rights Policy (HR)**, through which it ensures respect for human and labor rights, namely:

- non-discrimination;
- human dignity;
- equal rights;
- safety and well-being;
- the education;
- personal and professional development;

- freedom of conscience, organization, association, opinion, expression and religion.

The HR Policy is in accordance with the Code of Ethics and Conduct and the Plan for Gender Equality defined by the Group, available on the holding 's website , and transposes the rules published by community and international entities, namely the United Nations Global Compact, the United Nations Guiding Principles on Business and Human Rights, the Organization for Economic Co-operation and Development (OECD) Guide on Due Diligence for Responsible Business Conduct and the European Parliament and Council Directive on to Corporate Due Diligence and Corporate Responsibility. The HR Policy is periodically reviewed, based on the information disclosed in the annual reports, with changes being communicated, and applies to all employees and other entities with which they have economic, institutional or social relationships.

In this context, the Ramada Group has a Whistleblower Reporting Channel, publicly accessible to everyone, facilitating the exposure of potentially negative situations in this matter. The HR Policy is available on the holding company's website and is also communicated directly to employees via email. Teams in the sustainability and human resources areas are responsible for implementing and monitoring the Policy and promoting human and labor rights.

The Ramada Group relies on its Gender Equality Plan, reviewed annually, to substantiate its efforts in terms of equal treatment and opportunities between men and women. The Plan operates in 5 dimensions:

	Equal Access to Employment
Objective	Ensure compliance with the principles of equality and nondiscrimination in selection and recruitment processes and procedures.
Measures	Continue to ensure that recruitment processes always present lists of potential employees, sufficiently representative of both sexes. Foster and promote balance between teams, especially in areas where traditionally one gender predominates. Reinforce the principles of equality and non-discrimination within the scope of the training plan.
	Equality in Working Conditions
Objective	Ensure that all employees perform their activity under equal conditions and that assessment and progression fully respect the principles of equality and non-discrimination.
Measures	Continue to ensure that career progression and performance assessment policies are defined based on concerns to promote diversity for the same functions. Continue to ensure that progression does not depend on criteria related to the availability of employees or their family responsibilities. Strengthen gender equality within the plans for developing management and leadership skills.
	Equal Remuneration
Objective	Ensure a remuneration management policy based on merit and on the principles of equality and non-discrimination.

Measures	Continue to ensure that the rules on equality and nondiscrimination are observed in the definition of functional contents. Continue to ensure equality and non-discrimination in the attribution of benefits, which must be associated with objective criteria.
	Parental Protection
Objective	Guarantee the protection of parenting and full respect for the principles of equality and non-discrimination in parenting.
Measures	Promote the enjoyment of rights related to parenthood in different dimensions. Continue to ensure equality and non-discrimination in the attribution of benefits related to parenthood, which must be associated with objective criteria. Continue to ensure the dissemination of information on legislation relating to the protection of parenthood.
	Work-life Balance
Objective	Ensure the promotion of ways of balancing professional activity with family and personal life.
Measures	Encourage employees to participate in their children's school activities. Allow, whenever necessary and proven to be possible and compatible with the activity performed, working from home. Use non-discriminatory and gender-inclusive language and image in the promotion and dissemination of policies and practices in terms of balancing professional, family and personal life.

For the Ramada Group, social responsibility involves the positive impact on local communities in alignment with the sustainable growth of its business. As such, it developed the **Community Participation Policy**, publicly available and applicable to all Group employees and other entities with which it interacts at an economic, institutional and social level, which promotes the development of health and well-being services, entrepreneurship and other cultural, educational and social initiatives.

The Ramada Group has tools that facilitate the recognition and management of the needs and interests of local communities and also the identification of long-term investment opportunities for sustainable, socially inclusive and environmentally responsible development.

The **Regulation on Transactions with Interested Parties and Conflicts of Interest**, in force, establishes the rules relating to transactions with interested parties in which Ramada Investimentos e Indústria, SA, or another company controlled by it, is a party, being applicable, without prejudice to the obligations legal and regulatory standards of Ramada Investimentos and its directors, particularly with regard to the disclosure of privileged information. It is the responsibility of the Group's directors to ensure that transactions are previously submitted to the deliberations provided for in the Regulations and to communicate to the Company the existence of conflicts of interest that may affect its independence in decision-making. Every six months, the Supervisory Board is informed about deliberations regarding transactions with related parties in which it did not participate.

0	Conflict of interest situations

Ramada's culture is also based on the principles of transparency, responsibility and integrity ensured by the Policy **for Preventing and Combating Money Laundering and Financing of Terrorism**. In this area, the Group defines guidelines regarding knowledge of the identity of its customers, suppliers and partners, by its employees and corporate bodies. The Policy includes ethical standards and values common to all members of the Group's management and supervisory bodies, employees and service providers. It should be noted that compliance with the policy does not affect the subjection of companies in which Ramada participates to applicable local legislation, meaning that risk models appropriate to legal, commercial and operational realities must be adopted.

How does the Group monitor and identify possible risk situations?

- It has reporting channels for receiving, processing and recording communications of irregularities associated with the Policy;
- Implement a Risk Management Model that tracks the identification data of potential customers, suppliers, partners and, when applicable, their shareholders, legal representatives and beneficial owners.

Before starting the business relationship, the Model applies a preventive approach based on these procedures, subsequently monitoring possible future risks:

Know Your Client (KYC) | **Know Your Provider (KYP)** | **Know Your Business Partner (KYBP)**

At the same time, the Group's companies must adopt a collaborative and transparent stance in sharing information, enabling efficient control of money laundering and terrorist financing. Based on the results of the management procedures, the Group assesses the possibility of maintaining or terminating the business relationships in question.

As part of the implementation of all these Ramada Group policies, employees have at their disposal an open channel of communication with the Human Resources area to clarify doubts, provide advice and help in applying the policies in force.

The Ramada Group also promotes permanent monitoring by the Board of Directors of top management, in order to guarantee the continuous recording of situations that require immediate responses, namely critical concerns, and in 2023 there was nothing relevant in this area.

ABOUT THE REPORT

Scope, Period and Reporting Structure

Ramada Investimentos e Indústria, S.A. publishes annually its Sustainability Report, and this Report refers to the period period between January 1, 2023 and December 31, 2023, on an annual basis.

The Report presents consolidated information of Ramada Investimentos e Indústria, S.A. (Ramada Aços, S.A. | Universal Afir, S.A. | Planfuro Global, S.A. | F. Ramada II – Imobiliária, S.A. | Socitrel – Sociedade Industrial de Trefilaria, S.A. | Blau Stahl).

It is important to highlight that the Ramada Group's financial information also includes the following companies: Socitrel Espana, S.A., Expeliarmus - Consultoria, Unipessoal, Lda., Socitrel Solar, Unipessoal, Lda., Ramada Solar, Unipessoal, Lda. and FisioShare - Gestão de Clínicas, S.A..

Global Reporting Initiative (GRI)

This Report was prepared in accordance with the Global Reporting Initiative Standards, in their 2021 version. For more information, consult the GRI Table.

Additionally, whenever possible and relevant, information regarding to previous years was presented, providing a comparative view and evolution of performance in terms of sustainability.

Non-financial information

As stipulated by the Directive 2014/95/EU of the European Parliament and of the Council, transposed into the domestic legal system by Decree-Law no. 89/2017 of 28 July, the Group must provide information on non-financial matters. Such information should be sufficient for an understanding of the evolution, performance, position and impact of its activities, referring, at least, to environmental, social and employee-related issues, equality between women and men, non-discrimination, respect for human rights, combating corruption and attempted bribery.
The non-financial information provided for in Decree-Law No. 89/2017 for the period 2022 is included in this report, and is included in the Correspondence Table with the requirements defined in this diploma (*vide* DL Table 89/2017).

Taxonomy

This report is also prepared in accordance with the legal requirements laid down in the EU Taxonomy Regulation, namely the disclosure of specific Key Performance Indicators on the eligibility and alignment of environmental activities (*vide* subchapter European Taxonomy).

External Verification
This Report is not subject to verification by an external entity.

Contacts
For any questions, clarifications or doubts about this Report or the performance of Ramada Investimentos e Indústria, SA in matters of sustainability, you can contact us via email sustentabilidade@ramadainvestimentos.pt.

COMPLEMENTARY INFORMATION

GRI 2-7 Employees

Employee Information			
	2023		
	Men	Women	**Total**
Employees with an indefinite contract	379	61	440
Employees with a fixed-term contract	33	11	44
Full-time	411	70	481
Part-time	1	2	3

GRI 2-8 Workers who are not employees

Workers who are not employees			
	2023		
	Men	Women	**Total**
Total number of workers who are not employees	25	6	**31**

GRI 2-16 Communication of critical concerns to the highest governance body

Communication of critical concerns to the highest governance body	
	2023
Number of critical concerns communicated to the highest governance body	0

GRI 2-21 Annual total compensation ratio[4]

Annual total compensation ratio	
	2023
Ratio of annual total compensation of the organization's highest paid individual to average annual total compensation of employees (excluding the highest paid)	
Ramada Group	7

[4] For the indicator "Ratio of total annual remuneration of the organization's highest paid individual and average annual total remuneration of employees (excluding the highest paid)" the companies included in the calculation are: Ramada Aços, SA; Planfuro Global, SA; Universal Afir, SA; F. Ramada II – Imobiliária, SA; Socitrel – Sociedade Industrial de Trefilaria, SA and Blau Stahl, Unipessoal, Lda.
For the indicator "Ratio between the percentage increase in the total annual remuneration of the highest paid individual in the organization and the average percentage increase in the total annual remuneration of all employees (excluding the highest paid)" the only company to report this value, in 2023, is Socitrel.

Ratio of the percentage increase in total annual compensation for the organization's highest-paid individual to the median percentage increase in annual total compensation for all employees (excluding the highest-paid individual)	
Socitrel	-3

GRI 2-27 Compliance with laws and regulations

Compliance with laws and regulations	
	2023
Total number of significant cases of non-compliance with laws and regulations during the reporting period	0
Total number and monetary value of fines for instances of noncompliance with laws and regulations that were paid during the reporting period	0

GRI 2-30 Collective bargaining agreements

Collective bargaining agreements			
	2023		
	Men	Women	**Total**
Percentage of total employees covered by collective bargaining agreements	92%	92%	**92%**

Unionized Employees						
	2022			2023		
	Men	Women	**Total**	Men	Women	**Total**
Percentage of unionized employees	11.0%	2.9%	**9.9%**	8.5%	2.8%	**7.6%**

GRI 401-1 New employee hires and employee turnover

New employee hires and employee turnover						
	2022			2023		
	Men	Women	**Total**	Men	Women	**Total**
Number of hires and departures (turnover)						
Employee hires	**44**	**12**	**56**	**36**	**13**	**49**
up to 30 years old	21	7	**28**	7	4	**11**
30-50 years old	18	5	**23**	24	7	**31**
over 50 years old	5	1	**6**	5	2	**7**
Employee departures	**45**	**3**	**48**	**67**	**17**	**84**
up to 30 years old	21	1	**22**	22	3	**25**
30-50 years old	16	1	**17**	29	13	**42**
over 50 years old	8	1	**9**	16	1	**17**

Employee hires and employee turnover rate						
Employee hires	**11%**	**17%**	**12%**	**9%**	**18%**	**10%**
up to 30 years old	5%	10%	**6%**	2%	6%	**2%**
30-50 years old	4%	7%	**5%**	6%	10%	**6%**
over 50 years old	1%	1%	**1%**	1%	3%	**1%**
Employee departures	**11%**	**4%**	**10%**	**16%**	**24%**	**17%**
up to 30 years old	5%	1%	**5%**	5%	4%	**5%**
30-50 years old	4%	1%	**4%**	7%	18%	**9%**
over 50 years old	2%	1%	**2%**	4%	1%	**4%**

GRI 403-9 Work-related injuries

Work-related injuries		
	2022	**2023**
Fatalities as a result of work-related injuries	0	0
Number of recordable work-related injuries	96	73
Number of high-consequence work-related injuries, excluding fatalities	1	3
Rate of fatalities as a result of work-related injuries	0	0
Rate of recordable work-related injuries	117.5	84.0
Rate of high-consequence work-related injuries, excluding fatalities	1.2	3.5
Number of hours worked	817,294	863,996

GRI 404-1 Average hours of training per year per employee

Average hours of training per year per employee						
	2022			2023		
	Men	Women	**Total**	Men	Women	**Total**
Average hours of training that the employees have undertaken during the reporting period	48.4	44.9	**47.9**	47.0	56.0	**49.0**

Average hours of training per year per training area			
	2023		
	Men	Women	**Total**
Average hours of training in the technical area	12	11	**12**
Average hours of training in the area of quality	1	2	**1**
Average hours of training in the area of safety, health and environment	4	4	**4**
Average hours of training in the area of information technologies	1	2	**1**
Average hours of training in foreign languages	1	6	**2**
Average hours of training in the area of personal and professional development	1	3	**1**
Average hours of training in the workplace context	26	23	**25**
Average hours of training on framing the organization	1	6	**2**

GRI 405-1 Diversity of governance bodies and employees

Diversity of governance bodies and employees			
	Men	**Women**	**Total**
Management of Ramada Group (Holding Company: Ramada Investimentos e Indústria, S.A.)			
up to 30 years old	0.0%	0.0%	**0.0%**
30-50 years old	0.0%	0.0%	**0.0%**
over 50 years old	66.7%	33.3%	**100.0%**
Employees			
up to 30 years old	10.12%	2.48%	**12.60%**
30-50 years old	49.59%	9.71%	**59.30%**
over 50 years old	25.41%	2.69%	**28.10%**

GRI TABLE

Declaration of use	Ramada Investimentos e Indústria, S.A. reported in accordance with the GRI Standards for the period between 1 January 2023 and 31 December 2023.
GRI 1 used	GRI 1: Foundation 2021
Applicable industry standard	N/A

GRI 2 - General Disclosures

GRI	Disclosures	Location	Omission		
			Omitted requirements	Reason	Explanation
GRI 2: General Disclosures	**ORGANIZATIONAL PROFILE**				
	2-1 Organizational details	Ramada Investimentos e Indústria, S.A. Rua Manuel Pinto de Azevedo, n.º 818, 4100-320 Porto	-	-	-
	2-2 Entities included in the organization's sustainability reporting	About the Report	-	-	-
	2-3 Reporting period, frequency and contact point	About the Report	-	-	-
	2-4 Restatements of information	Information regarding reformulations is presented and identified throughout this Report	-	-	-
	2-5 External assurance	About the Report	-	-	-
	ACTIVITIES AND WORKERS				
	2-6 Activities, value chain and other business relationships	About Ramada Group > History; Business Areas	-	-	-
	2-7 Employees	Social > Human capital > Our people Additional Information	-	-	-
	2-8 Workers who are not employees	Additional Information	-	-	-
	GOVERNANCE				
	2-9 Governance structure and composition	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-10 Nomination and selection of the highest governance body	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-11 Chair of the highest governance body	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-12 Role of the highest governance body in overseeing the management of impacts	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-13 Delegation of responsibility for managing impacts	Governance > Corporate Conduct > Governance and Ethics	-	-	-

GRI 2: General Disclosures	2-14 Role of the highest governance body in sustainability reporting	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-15 Conflicts of interest	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-16 Communication of critical concerns	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-17 Collective knowledge of the highest governance body	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-18 Evaluation of the performance of the highest governance body	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-19 Remuneration policies	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-20 Process to determine remuneration	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-21 Annual total compensation ratio	Additional Information	-	-	-
	STRATEGY, POLICIES AND PRACTICES				
	2-22 Statement on sustainable development strategy	Ramada in 2023 > Message from the Chairman of the Board of Directors	-	-	-
	2-23 Policy commitments	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-24 Embedding policy commitments	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-25 Processes to remediate negative impacts	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-26 Mechanisms for seeking advice and raising concerns	Governance > Corporate Conduct > Governance and Ethics	-	-	-
	2-27 Compliance with laws and regulations	Governance > Corporate Conduct > Governance and Ethics Additional Information	-	-	-
	APPROACH TO STAKEHOLDER ENGAGEMENT				
	2-28 Membership associations	About Ramada > Sustainability Approach > Commitments and Initiatives	-	-	-
	2-29 Approach to stakeholder engagement	About Ramada > Sustainability Approach > Our Stakeholders: Engagement Model	-	-	-
	2-30 Collective bargaining agreements	Additional Information	-	-	-

GRI 3 - Material Topics

GRI	Disclosures	Location	Omission		
			Omitted requirements	Reason	Explanation
GRI 3: Material Topics	3-1 Process to determine material topics	About Ramada > Sustainability Approach > Materiality	-	-	-
	3-2 List of material topics	About Ramada > Sustainability Approach > Materiality	-	-	-
	ETHICS				
	3-3 Management of material topics	Governance > Corporate Conduct> Governance and Ethics	-	-	-
	Complaints regarding irregularities, in view of the provisions of the Code of Ethics and Conduct	Governance > Corporate Conduct> Governance and Ethics	-	-	-
	RISK MANAGEMENT				
	3-3 Management of material topics	About Ramada > Sustainability Approach> Risk Management	-	-	-
	COMPLIANCE				
	3-3 Management of material topics	Governance > Corporate Conduct> Governance and Ethics	-	-	-
	RESPONSIBLE SUPPLY CHAIN				
	3-3 Management of material topics	About Ramada > Sustainability Approach> Suppliers	-	-	-
	204-1 Proportion of spending on local suppliers	About Ramada > Sustainability Approach> Suppliers	-	-	-
	308-1 New suppliers that were screened using environmental criteria	About Ramada > Sustainability Approach> Suppliers	-	-	-
	414-1 New suppliers that were screened using social criteria	About Ramada > Sustainability Approach> Suppliers	-	-	-
	EMISSIONS REDUCTION				
	3-3 Management of material topics	Environment > Climate Change> GHG Emissions	-	-	-
	305-1 Direct (Scope 1) GHG emissions	Environment > Climate Change> GHG Emissions	-	-	-
	305-1 Direct (Scope 1) GHG emissions	Environment > Climate Change> GHG Emissions	-	-	-
	ENERGY, CONSUMPTION AND RENEWABLE SOLUTIONS				
	3-3 Management of material topics	Environment > Climate Change> Consumption Efficiency	-	-	-
	302-1 Energy consumption within the organization	Environment > Climate Change> Consumption Efficiency	-	-	-

GRI 3: Material Topics	302-3 Energy intensity	Environment > Climate Change> Consumption Efficiency	-	-	-
	WASTE				
	3-3 Management of material topics	Environment > Resource Use and Circular Economy> Waste Management			
	306-1 Waste generation and significant waste-related impacts	Environment > Resource Use and Circular Economy> Waste Management	-	-	-
	306-2 Management of significant waste-related impacts	Environment > Resource Use and Circular Economy> Waste Management	-	-	-
	306-3 Waste generated	Environment > Resource Use and Circular Economy> Waste Management	-	-	-
	WATER				
	3-3 Management of material topics	Environment > Climate Change> Consumption Efficiency			
	303-1 Interactions with water as a shared resource	Environment > Climate Change> Consumption Efficiency	-	-	-
	303-2 Management of water discharge-related impacts	Environment > Climate Change> Consumption Efficiency	-	-	-
	303-3 Water withdrawal	Environment > Climate Change> Consumption Efficiency	-	-	-
	EMPLOYEES				
	3-3 Management of material topics	Social > Human Capital	-	-	-
	401-1 New employee hires and employee turnover	Social > Human Capital Additional Information			
	WELL-BEING, HEALTH AND SAFETY				
	3-3 Management of material topics	Social > Human Capital > Well-being, health and safety			
	403-1 Occupational health and safety management system	Social > Human Capital > Well-being, health and safety	-	-	-
	403-2 Hazard identification, risk assessment, and incident investigation	Social > Human Capital > Well-being, health and safety	-	-	-
	403-3 Occupational health services	Social > Human Capital > Well-being, health and safety	-	-	-
	403-4 Worker participation, consultation, and communication on occupational health and safety	Social > Human Capital > Well-being, health and safety	-	-	-
	403-5 Worker training on occupational health and safety	Social > Human Capital > Well-being, health and safety	-	-	-
	403-6 Promotion of worker health	Social > Human Capital > Well-being, health and safety	-	-	-
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	Social > Human Capital > Well-being, health and safety	-	-	-

	403-9 Work-related injuries	Social > Human Capital > Well-being, health and safety Additional Information	-	-	-
	EQUAL OPPORTUNITIES AND DIVERSITY				
	3-3 Management of material topics	Social > Human Capital > Equal Opportunities and Diversity	-	-	-
	405-1 Diversity of governance bodies and employees	Social > Human Capital > Equal Opportunities and Diversity Additional Information	-	-	-
	TRAINING AND DEVELOPMENT				
	3-3 Management of material topics	Social > Human Capital > Training and Development			
GRI 3: Material Topics	404-1 Average hours of training per year per employee	Social > Human Capital > Training and Development Additional Information	-	-	-
	404-3 Percentage of employees receiving regular performance and career development reviews	Social > Human Capital > Training and Development	-	-	-
	HUMAN RIGHTS				
	3-3 Management of material topics	Governance > Corporate Conduct> Governance and Ethics	-	-	-
	COMMUNITY				
	3-3 Management of material topics	Social > Community Support and Development	-	-	-
	TECHNOLOGICAL INNOVATION				
	3-3 Management of material topics	Social > Community Support and Development	-	-	-

GRI 200 - Economic Disclosures

GRI	Disclosures	Location	Omission		
			Omitted requirements	Reason	Explanation
GRI 200: Economic Disclosures	**ECONOMIC PERFORMANCE**				
	201-1 Direct Economic Value Generated and Distributed	Social > Community Support and Development	-	-	-
	PURCHASE PRACTICES				
	204-1 Proportion of spending on local suppliers	About Ramada > Sustainability Approach > Suppliers	-	-	-

GRI 300 - Environmental Disclosures

GRI	Disclosures	Location	Omission		
			Omitted requirements	Reason	Explanation
GRI 300: Environmental Disclosures	**MATERIALS**				
	301-2 Recycled input materials used	Environment > Climate Change> Consumption Efficiency	-	-	-
	ENERGY				
	302-1 Energy consumption within the organization	Environment > Climate Change> Consumption Efficiency	-	-	-
	302-3 Energy intensity	Environment > Climate Change> Consumption Efficiency	-	-	-
	WATER AND EFFLUENTS				
	303-1 Interactions with water as a shared resource	Environment > Climate Change> Consumption Efficiency	-	-	-
	303-2 Management of water discharge-related impacts	Environment > Climate Change> Consumption Efficiency	-	-	-
	303-3 Water withdrawal	Environment > Climate Change> Consumption Efficiency	-	-	-
	EMISSIONS				
	305-1 Direct (Scope 1) GHG emissions	Environment > Climate Change> GHG Emissions	0	0	0
	305-2 Energy indirect (Scope 2) GHG emissions	Environment > Climate Change> GHG Emissions	-	-	-
	WASTE				
	306-1 Waste generation and significant waste-related impacts	Environment > Resource Use and Circular Economy> Waste Management	-	-	-
	306-2 Management of significant waste-related impacts	Environment > Resource Use and Circular Economy> Waste Management	-	-	-
	306-3 Waste generated	Environment > Resource Use and Circular Economy> Waste Management	-	-	-
	ENVIRONMENTAL ASSESSMENT OF SUPPLIERS				
	308-1 New suppliers that were screened using environmental criteria	About Ramada > Sustainability Approach > Suppliers	-	-	-

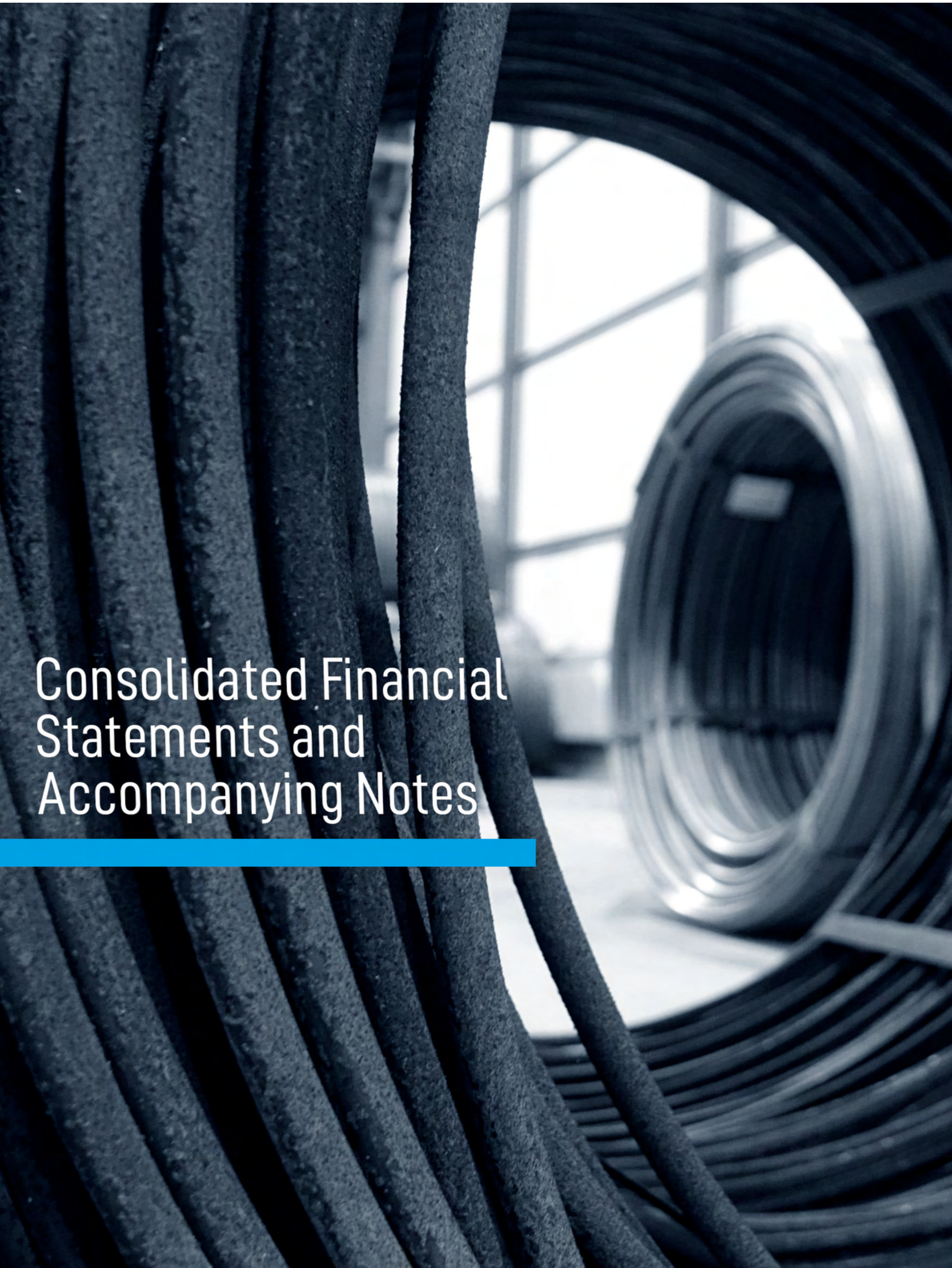
GRI 400 - Social Disclosures

GRI	Disclosures	Location	Omission		
			Omitted requirements	Reason	Explanation
GRI 400: Social Disclosures	**JOB**				
	401-1 New employee hires and employee turnover	Social > Human Capital Additional Information	-	-	-
	OCCUPATIONAL HEALTH AND SAFETY				
	403-1 Occupational health and safety management system	Social > Human Capital > Well-being, health and safety	-	-	-
	403-2 Hazard identification, risk assessment, and incident investigation	Social > Human Capital > Well-being, health and safety	-	-	-
	403-3 Occupational health services	Social > Human Capital > Well-being, health and safety	-	-	-
	403-4 Worker participation, consultation, and communication on occupational health and safety	Social > Human Capital > Well-being, health and safety	-	-	-
	403-5 Worker training on occupational health and safety	Social > Human Capital > Well-being, health and safety	-	-	-
	403-6 Promotion of worker health	Social > Human Capital > Well-being, health and safety	-	-	-
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	Social > Human Capital > Well-being, health and safety	-	-	-
	403-9 Work-related injuries	Social > Human Capital > Well-being, health and safety Additional Information	-	-	-
	TRAINING AND EDUCATION				
	404-1 Average hours of training per year per employee	Social > Human Capital > Training and Development Additional Information	-	-	-
	404-3 Percentage of employees receiving regular performance and career development reviews	Social > Human Capital > Training and Development	-	-	-
	DIVERSITY AND EQUAL OPPORTUNITIES				
	405-1 Diversity of governance bodies and employees	Social > Human Capital > Equal Opportunities and Diversity Additional Information	-	-	-
	SOCIAL EVALUATION OF SUPPLIERS				
	414-1 New suppliers that were screened using social criteria	About Ramada > Sustainability Approach > Suppliers	-	-	-

TABLE DL 89/2017

Requirement Response	Requirement Response
BUSINESS MODEL	
DL 89/2017 - Article 3 (Referred to the No. 2 of Art. 508 - G of the CCC) - Directive 2014/95/EU- Art. 19a (1)(a)	
Company Business Model	About Ramada Group > History; Business Areas
DIVERSITY IN GOVERNMENT BODIES	
DL 89/2017 - Article 4 (Referred to the Art. 245 - No. 1 r) and No. 2 of the SMC) - Directive 2014/95/EU - Art. 20 (1)(g)	
Diversity policy applied by the company in relation to its management and supervisory bodies	Social > Human Capital > Equal Opportunities and Diversity Governance > Corporate Conduct > Governance and Ethics
ENVIRONMENTAL ISSUES	
DL 89/2017 - No. 2 of Art. 3 (Referred to the No. 2 of Art. 508 of the CCC) - Directive 2014/95/EU - Art. 19a (1) (a-e)	
Specific policies related to social and employees' issues	Environment
Results of policy application	Environment
Main associated risks and how these risks are managed	Environment
Key performance indicators	Ramada in 2023 Environment
SOCIAL AND OTHER EMPLOYEE-RELATED ISSUES	
DL 89/2017 - No. 2 of Art. 3 (Referred to the No. 2 of Art. 508 of the CCC) - Directive 2014/95/EU - Art. 19a (1) (a-e)	
Specific policies related to social and employees' issues	Social > Human Capital
Results of policy application	Social > Human Capital
Main associated risks and how these risks are managed	Social > Human Capital
Key performance indicators	A Ramada in 2023 Social > Human Capital Additional Information
EQUALITY BETWEEN WOMEN AND MEN AND NON-DISCRIMINATION	
No. 2 of Art. 3 of DL 89/2017 (Referred to the No. 2 of Art. 508 of the CCC) - Directive 2014/95/EU - Art. 19a (1)(a-e)	
Specific policies related to issues of equality between women and men and non-discrimination	Social > Human Capital > Equal Opportunities and Diversity Governance > Conduta Empresarial > Governação e Ética
Results of policy application	Social > Human Capital
Main associated risks and how these risks are managed	Social > Human Capital
Key performance indicators	A Ramada in 2023 Social > Human Capital Additional Information
RESPECT FOR HUMAN RIGHTS	
No. 2 of Art. 3 of DL 89/2017 (Referred to the No. 2 of Art. 508 of the CCC) - Directive 2014/95/EU - Art. 19a (1)(a-e)	
Specific policies related to respect for Human Rights	Governance > Corporate Conduct> Governance and Ethics
Results of policy application	Governance > Corporate Conduct> Governance and Ethics
Main associated risks and how these risks are managed	Governance > Corporate Conduct> Governance and Ethics

FIGHTING CORRUPTION AND BRIBERY ATTEMPTS	
No. 2 of Art. 3 of DL 89/2017 (Referred to the No. 2 of Art. 508 of the CCC) - Directive 2014/95/EU - Art. 19a (1)(a-e)	
Specific policies related to combating corruption and bribery attempts	Governance > Corporate Conduct> Governance and Ethics
Results of the application of policies	Governance > Corporate Conduct> Governance and Ethics
Main associated risks and how these risks are managed	Governance > Corporate Conduct> Governance and Ethics



Consolidated Financial Statements and Accompanying Notes

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 41)
(Amounts expressed in Euro)

ASSETS	Notes	31.12.2023	31.12.2022
NON-CURRENT ASSETS:			
Investment properties	10	88,725,246	88,818,380
Property, plant and equipment	11	25,342,887	23,725,084
Intangible assets	13	18,199	11,333
Right-of-use assets	12	1,215,493	669,613
Goodwill	8	11,257	—
Investments in associates	6	5,788,779	5,231,294
Other investments	7	—	—
Other financial assets		28,815	29,410
Other non-current assets	14	—	1,250,324
Deferred tax assets	15	1,716,774	2,090,652
Total non-current assets		122,847,450	121,826,090
CURRENT ASSETS:			
Inventories	16	24,305,290	35,186,240
Trade receivables	17	36,225,831	49,385,336
Other receivables	19	2,912,551	4,238,452
Income tax	18	2,946,721	—
Other current assets		130,844	39,308
Cash and cash equivalents	20	16,162,326	28,545,215
Total current assets		82,683,563	117,394,551
Total assets		205,531,013	239,220,641

EQUITY AND LIABILITIES	Notes	31.12.2023	31.12.2022
EQUITY:			
Share capital		25,641,459	25,641,459
Legal reserve		7,193,058	7,193,058
Other reserves		80,537,220	81,252,383
Consolidated net profit for the period		10,413,341	20,033,547
Total equity attributable to Equity holders of the parent	21	123,785,078	134,120,447
Non-controlling interests	22	—	—
Total equity		123,785,078	134,120,447
LIABILITIES:			
NON-CURRENT LIABILITIES:			
Bank loans	23	19,500,000	25,487,401
Other loans	23	357,224	612,651
Lease Liabilities	12	849,575	414,409
Provisions	27	2,185,467	2,160,000
Deferred tax liabilities	15	912,916	914,355
Total non-current liabilities		23,805,182	29,588,816
CURRENT LIABILITIES:			
Bank loans	23	5,987,401	6,000,000
Other loans	23	20,358,932	21,997,988
Lease Liabilities	12	371,614	255,205
Trade payables	24	23,364,025	34,292,135
Other payables	25	3,214,353	5,530,780
Income tax	18	—	2,358,292
Other current liabilities	26	4,644,428	5,076,978
Total current liabilities		57,940,753	75,511,378
Total liabilities		81,745,935	105,100,194
Total liabilities and equity		205,531,013	239,220,641

The accompanying notes are an integral part of the consolidated financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

CONSOLIDATED INCOME STATEMENTS FOR THE PERIODS ENDED 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 41)
(Amounts expressed in Euros)

	Notes	31.12.2023	31.12.2022
Sales and services rendered	36	140,238,275	193,690,105
Other income	28	982,481	789,834
Cost of sales and variation in production	16	(91,227,450)	(117,887,275)
External supplies and services	29	(16,369,462)	(27,581,185)
Payroll expenses	30	(14,715,577)	(15,018,304)
Amortization and depreciation	31	(3,596,250)	(3,337,335)
Provisions and impairment losses	27	505,068	(1,677,931)
Other expenses	32	(1,568,799)	(3,137,189)
Results related to investments	6	557,485	391,505
Financial expenses	33	(2,835,510)	(1,708,878)
Financial income	33	240,749	498,276
Profit before income tax		**12,211,010**	**25,021,623**
Income tax	15	(1,797,669)	(4,988,076)
Consolidated net profit for the period		**10,413,341**	**20,033,547**
Attributable to:			
Equity holders of the parent		10,413,341	20,033,547
Non-controlling interests		—	—
Earnings per share:			
Basic	35	0.41	0.78
Diluted	35	0.41	0.78

The accompanying notes are an integral part of the consolidated financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE PERIODS ENDED 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 41)
(Amounts expressed in Euros)

	Notes	31.12.2023	31.12.2022
Consolidated net income for the period		**10,413,341**	**20,033,547**
Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
Changes in pension liabilities - gross amount	14	(74,714)	(55,851)
Changes in pension liabilities - deferred tax		—	—
Items that may be reclassified to profit or loss in the future:			
Others		—	—
Other comprehensive income for the period		**(74,714)**	**(55,851)**
Total consolidated comprehensive income for the period		**10,338,627**	**19,977,696**
Attributable to:			
Equity holders of the parent		10,338,627	19,977,696
Non-controlling interests		—	—

The accompanying notes are an integral part of the consolidated financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDUSTRIA, S.A.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIODS ENDED 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 41)
(Amounts expressed in Euros)

		Attributable to Equity holders of the parent						
	Notes	Share capital	Legal reserve	Other reserves	Net profit for the period	Total	Non-controlling interests	Total Equity
Balance as at 1 January 2022		25,641,459	7,193,058	81,604,458	15,088,651	129,527,626	—	129,527,626
Total consolidated comprehensive income for the period		—	—	(55,851)	20,033,547	19,977,696	—	19,977,696
Appropriation of consolidated result for 2021:								
Transfer to the legal reserve and other reserves		—	—	15,088,651	(15,088,651)	—	—	—
Distribution of dividends		—	—	(15,384,875)	—	(15,384,875)	—	(15,384,875)
Others		—	—	—	—	—	—	—
Balance as at 31 December 2022	**21**	**25,641,459**	**7,193,058**	**81,252,383**	**20,033,547**	**134,120,447**	**—**	**134,120,447**
Balance as at 1 January 2023		25,641,459	7,193,058	81,252,383	20,033,547	134,120,447	—	134,120,447
Total consolidated comprehensive income for the period		—	—	(74,714)	10,413,341	10,338,627	—	10,338,627
Appropriation of consolidated result for 2022:								
Transfer to the legal reserve and other reserves		—	—	20,033,547	(20,033,547)	—	—	—
Distribution of dividends		—	—	(21,025,996)	—	(21,025,996)	—	(21,025,996)
Others		—	—	352,000	—	352,000	—	352,000
Balance as at 31 December 2023	**21**	**25,641,459**	**7,193,058**	**80,537,220**	**10,413,341**	**123,785,078**	**—**	**123,785,078**

The accompanying notes are an integral part of the consolidated financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE PERIODS ENDED 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 41)
(Amounts expressed in Euros)

	Notes	31.12.2023		31.12.2022	
Operational activities:					
Receipts from costumers		180,008,832		215,687,565	
Payments to suppliers		(118,956,312)		(178,835,951)	
Payroll expenses		(9,464,083)		(8,309,130)	
Paid/Received corporate income tax		(6,155,054)		(1,128,863)	
Other receipts/payments relating to operating activities		(19,017,411)	26,415,972	(27,236,299)	177,322
Cash flows generated by operating activities (1)			26,415,972		177,322
Investment activities:					
Receipts arising from:					
Property, plant and equipment		658,245		85,381	
Investment properties	10	93,134		10,500	
Investments	6	—		—	
Investment grants		—		—	
Other assets	14	833,413			
Interest and similar income		256,235	1,841,027	7,513	103,394
Payments relating to:					
Financial investments	7	—		(781,812)	
Investments in subsidiaries net of cash and cash equivalents acquired	5	(2,231,760)		—	
Intangible assets		—		—	
Property, plant and equipment		(7,645,645)		(4,347,366)	
Investment properties	10	—		(141,750)	
Loans granted		—	(9,877,405)	—	(5,270,928)
Cash flows generated from investment activities (2)			(8,036,378)		(5,167,534)
Financing activities:					
Receipts arising from:					
Other financing transactions				—	
Loans obtained		198,262,659	198,262,659	179,589,085	179,589,085
Payments relating to:					
Interest and similar expenses		(1,490,062)		(724,856)	
Dividends	38	(21,025,996)		(15,384,875)	
Lease Liabilities	12	(391,205)		(309,993)	
Loans obtained		(207,478,823)	(230,386,086)	(187,934,512)	(204,354,236)
Cash flows generated from financing activities (3)			(32,123,427)		(24,765,151)
Cash and cash equivalents at the beginning of the period	20		**24,802,654**		**54,558,017**
Cash and cash equivalents variation: (1)+(2)+(3)			(13,743,833)		(29,755,363)
Cash and cash equivalents at the end of the period	20		11,058,821		24,802,654

The accompanying notes are an integral part of the consolidated financial statements.

The Chartered Accountant

The Board of Directors

1. INTRODUCTORY NOTE

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A. ('Ramada Investimentos', 'Ramada Group' or 'Group') is a limited liability company incorporated on 1 June 2008, in Portugal, with headquarters at Rua Manuel Pinto de Azevedo, 818, in Porto, in Portugal, and whose main activity is the management of investments, being its shares listed in the Euronext Lisbon Stock Exchange, since 2018.

Ramada Investimentos is the parent company of the group of companies disclosed in Note 6 (Ramada Group) which, as a whole, operate in two different business segments: i) the Industry Segment, which includes the Special Steels and Wire Drawing activities, as well as activities related to the management of investments associated with financial interests in which the Group is a minority shareholder; and ii) the Real Estate Segment, focused on real estate assets management.

The consolidated financial statements of the Ramada Group are presented in Euros (rounded to units), which is the currency used by the Group in its operations and, therefore, is considered to be its functional currency.

The financial statements were approved by the Board of Directors and authorized for reporting on 11 April 2024. Final approval of the financial statements is still subject to acceptance by the Shareholders' General Meeting. The Board of Directors, however, believes that the financial statements will be approved without any significant changes.

2. MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted in preparing the accompanying consolidated financial statements are described below. These policies were consistently applied during the periods being compared.

In addition, there were no significant changes to the main estimates used by the Group in preparing the consolidated financial statements.

2.1. Basis of Presentation

The attached consolidated financial statements were prepared in accordance with the International Financial Reporting Standards, as adopted by the European Union ('IFRS-EU') in force for the period beginning on 1 January 2023. These correspond to the International Financial Reporting Standards, as issued by the International Accounting Standards Board ('IASB') and interpretations issued by the IFRS Interpretations Committee ('IFRS - IC') or by the former Standing Interpretations Committee ('SIC'), which have been adopted by the European Union on the account publication date.

The Board of Directors assessed the capacity of the Group, its subsidiaries and associates to operate on a going concern basis, based on the entire relevant information, facts and circumstances, of a financial, commercial or other nature, including events subsequent to the financial statements' reference date, as available regarding the future. As a result of the assessment conducted, the Board of Directors concluded that it has adequate resources to keep up its operations, which it does not intend to cease in the short term. Therefore, it was considered appropriate to use the going concern basis in preparing the financial statements.

The attached consolidated financial statements were prepared from the accounting books and records of the company, its subsidiaries and associates, adjusted in the consolidation process, in the assumption of going concern basis. The Group prepared the financial statements under the historical cost basis.

The preparation of financial statements under IFRS-EU requires the use of estimates, assumptions, and critical judgements in the process of determining accounting policies to be adopted by the Group, with significant impact on the book value of assets and liabilities, as well as on income and expenses for the period. Although these estimates are based on the best experience of the Board of Directors and on its best expectations regarding current and future events and actions, current and future results may differ from these estimates. Areas involving a higher degree of judgement or complexity, or areas with significant assumptions and estimates are disclosed in Note 3.

In addition, for financial reporting purposes, fair-value measurement is categorized in three levels (Level 1, 2 and 3), taking into account, among others, whether the data used are observable in an active market, as well as their meaning in terms of valuing assets / liabilities or disclosing them.

Fair value is the amount for which an asset can be exchanged or a liability can be settled, between knowledgeable and willing parties, in a transaction not involving a relationship between them, regardless whether this price can be directly observable or estimated, using other valuation techniques. When estimating the fair value of an asset or liability, the Group considers the features that market participants would also take into account when valuing the asset or liability on the measurement date.

Assets measured at fair value following initial recognition are grouped into 3 levels according to the possibility of observing their fair value in the market:

Level 1: fair value is determined based on active market prices for identical assets/liabilities;

Level 2: fair value is determined based on evaluation techniques. The assessment models' main inputs are observable in the market; and

Level 3: fair value is determined based on assessment models, whose main inputs are not observable in the market.

(i) Adoption of new standards and interpretations, amendments, or reviews

Up to the date for approving these financial statements, the European Union endorsed the following accounting standards, interpretations, amendments, and revisions, mandatorily applied to the financial year beginning on 1 January 2023:

Standard / Interpretation	Applicable in the European Union in the financial years begun on or after	
IFRS 17 - Insurance Contracts (including amendments to IFRS 17)	1-Jan-23	IFRS 17 replaces IFRS 4 and applies to all insurance contracts (i.e. life, non-life, direct insurance and reinsurance), regardless of the type of entity issuing them, as well as some guarantees and some financial instruments with discretionary participation characteristics. In general terms, IFRS 17 provides a more useful and consistent accounting model for insurance contracts for issuers. In contrast to the requirements of IFRS 4, which are based on previously adopted local accounting policies, IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects.

Amendments to IFRS 17 - Insurance Contracts - Initial application of IFRS 17 and IFRS 9 - Comparative Information	1-Jan-23	This amendment to IFRS 17 relates to the presentation of comparative information for financial assets in the initial application of IFRS 17. The amendment adds a transition option that allows an entity to apply an 'overlay' to the classification of a financial asset in the comparative period(s) presented in initially applying IFRS 17. The overlay allows all financial assets, including those held in relation to non-contractual activities within the scope of IFRS 17 to be classified, instrument by instrument, in the comparative period(s) in a manner aligned with how the entity expects those assets to be classified on initial application of IFRS 9.
Amendments to IAS 1 - Presentation of financial statements and IFRS Practice Statement 2 - Disclosure of accounting policies	1-Jan-23	These amendments aim to assist the entity in disclosing 'material' accounting policies, previously referred to as 'significant' policies. However, due to the absence of this concept in IFRS, it was decided to replace it by the concept "materiality", a concept already known to users of financial statements. In assessing the materiality of accounting policies, the entity has to consider not only the size of the transactions but also other events or conditions and the nature of these.
Amendments to IAS 8 - Accounting policies, changes in accounting estimates and errors - Definition of accounting estimates	1-Jan-23	The amendment clarifies the distinction between change in accounting estimate, change in accounting policy and correction of errors. In addition, it clarifies how an entity uses measurement techniques and inputs to develop accounting estimates.

Amendments to IAS 12 - Income taxes - Deferred taxes related to assets and liabilities arising from a single transaction	1-Jan-23	IAS 12 now requires an entity to recognize deferred tax when its initial recognition gives rise to equal amounts of taxable temporary differences and deductible temporary differences. However, it is a matter of professional judgment whether such deductions are attributable to the liability that is recognized in the financial statements or to the related asset. This is particularly important when determining the existence of temporary differences on initial recognition of the asset or liability, as the initial recognition exception does not apply to transactions that give rise to equal taxable and deductible temporary differences. Among the applicable transactions are the recording of (i) right-of-use assets and lease liabilities; (ii) provisions for dismantling, restoration or similar liabilities, and the corresponding amounts recognized as part of the cost of the related asset, when on the date of initial recognition they are not relevant for tax purposes. This amendment applies retrospectively.
Amendments to IAS 12 - International Tax Reform - Pillar Two Model Rules	Immediately and 1-Jan-23[1]	These changes come as part of the implementation of the OECD's Global Anti-Base Erosion ("Globe") rules, which may have significant impacts on the calculation of deferred taxes that are difficult to estimate at the time these amendments were issued. These amendments introduce a temporary exception to the accounting of deferred taxes arising from the application of the model rules of the pillar two of the OECD, and additionally establish new specific disclosure requirements for the affected entities.

[1] Companies should apply the exception immediately, but disclosure requirements are required for annual periods beginning on or after 1 January 2023.

There were no significant effects on the Group's financial statements for the year ended 31 December 2023, from the adoption of the above standards, interpretations, amendments and revisions.

(ii) Standards, interpretations, amendments, and revisions that will have mandatory application in the future economic exercises.

On the approval date of these financial statements, the following accounting standards, and interpretations, to be mandatorily applied in future financial years, were endorsed by the European Union:

Standard / Interpretation	Applicable in the European Union in the financial years initiated in or after	
Amendments to IAS 1 Presentation of financial statements - Classification of liabilities as current and non-current	1-Jan-24	This amendment aims to clarify the classification of liabilities as current or non-current balances according to the rights an entity has to defer its payment at the end of each reporting period. The classification of liabilities is not affected by the entity's expectations (the assessment should determine whether a right exists but should not consider whether the entity will or will not exercise that right), or by events occurring after the reporting date, such as the breach of a covenant. However, if the right to defer settlement for at least twelve months is subject to certain conditions being met after the reporting date, those criteria do not affect the right to defer settlement for the purpose of classifying a liability as current or non-current. This amendment also includes a new definition of "settlement" of a liability, and it is of retrospective application.
Amendments to IFRS 16 - Leases - Lease liabilities in sale and leaseback transactions	1-Jan-24	This amendment to IFRS 16 introduces guidance on the subsequent measurement of lease liabilities related to sale and leaseback transactions that qualify as a "sale" according to the principles of IFRS 15, with a greater impact when some or all of the lease payments are variable lease payments that do not depend on an index or a rate. In subsequently measuring lease liabilities, seller-lessees shall determine "lease payments" and "revised lease payments" in a manner that does not recognize any gain or loss related to the retained right-of-use. This amendment is of retrospective application.

These amendments, although endorsed by the European Union, were not adopted by the Group in 2023, because its application is not yet mandatory. It is not expected that the future adoption of these amendments will have significant impacts on the financial statements.

(iii) New, amended, or revised standards and interpretation not adopted by the European Union

The following accounting standards and interpretations were issued by IASB and are not yet endorsed by the European Union:

Standard / Interpretation	Applicable in the European Union in the financial years begun on or after	
Amendments to IAS 7 and IFRS 7 - Disclosures: Supplier financing arrangements	1-Jan-24	These amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures, aim to clarify the characteristics of a supplier financing arrangement and introduce additional disclosure requirements when such arrangements exist. The disclosure requirements are intended to help users of financial statements understand the effects of supplier financing arrangements on the entity's liabilities, cash flows and exposure to liquidity risk. The amendments come into force for the period beginning on or after 1 January 2024. Early adoption is permitted, but must be disclosed.
Amendments to IAS 21 - The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability	1-Jan-25	This amendment aims to clarify how to assess the exchangeability of a currency, and how the exchange rate should be determined when it is not exchangeable for a long period. The amendment specifies that a currency should be considered exchangeable when an entity is able to obtain the other currency within a period that allows for normal administrative management, and through an exchange or market mechanism in which an exchange transaction creates enforceable rights and obligations. If a currency cannot be exchanged for another currency, an entity must estimate the exchange rate at the measurement date of the transaction. The objective is to determine the exchange rate that would be applicable on the measurement date for a similar transaction between market participants. The amendments also state that an entity may use an observable exchange rate without making any adjustment. The amendments come into force for the period beginning on or after 1 January 2025. Early adoption is permitted, however the transition requirements applied must be disclosed.

These standards are yet to be endorsed by the European Union. As such, they were not applied by the Group in the fiscal year ended 31 December 2023.

Regarding these standards and interpretations, as issued by the IASB but yet to be endorsed by the European Union, it is not believed that their future adoption will entail significant impacts on the attached financial statements.

2.2. Consolidation Principles

The consolidation principles adopted by the Ramada Group in preparing its consolidated financial statements include the following:

a) <u>Investments in subsidiaries</u>

Investments in companies over which the Ramada Group has direct or indirect control are included in the consolidated financial statements using the full consolidation method. The Group has control over the investees in situations where it cumulatively fulfils the following conditions: i) it has power over the investee; ii) it is exposed to, or entitled to, variable results due to its relationship with the investee; and iii) has the ability to use its power over the investee to affect the amount of its results.

In general, control is assumed to exist when the Group holds the majority of voting rights. To support this assumption, and in cases where the Group does not hold the majority of the investee's voting rights, all relevant facts and circumstances are taken into account when assessing the existence of power and control, such as: (a) Contractual agreements with other holders of voting rights; (b) Rights arising from other contractual agreements; and (c) Existing and potential voting rights.

Control is reassessed by the Group whenever there are facts and circumstances that indicate the occurrence of changes in one or more of the aforementioned control conditions.

Whenever necessary, adjustments are made to the financial statements of subsidiaries in order to adapt their accounting policies to those used by the Group. Balances and transactions and cash flows between Group entities, as well as unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated unless the transaction shows evidence of impairment of a transferred asset.

The equity and net profit of these companies corresponding to third-party shareholding therein are shown separately in the consolidated statement of financial position and in the consolidated financial statement under line items “Non-controlling interests.”

The total comprehensive income is attributed to the owners of the parent company and of the interests they do not control, even if this results in a deficit balance in terms of the interests not controlled by them.

The results of the subsidiaries acquired or sold during the period are included in the income statements from the date when control was taken or until the date when control was loss.

b) <u>Investments in associates</u>

Financial investments in associates (understanding the Group to be companies where it wields significant influence thereupon by taking part in the company’s financial and operational decisions, but in which it does not hold control or joint control, generally with investments accounting for 20% to 50% of a company’s capital) are recorded using the equity method.

According to the equity method, financial investments in associates are initially accounted for at acquisition cost. Investment in associated are subsequently adjusted annually in the amount corresponding to shareholding in net results of associates against gains or losses for the period. In addition, the dividends of these companies are recorded as a decrease in the investment amount, and the proportional part in changes to equity is recorded as a change in the Group’s equity.

After applying the equity method, the Group assesses whether there are signs of impairment. If there are, the Group calculates the recoverable amount of the investment and recognizes an impairment loss if it is lower than the book value of the investment, in the line 'Results related to investments' in the income statement. When impairment losses recognized in previous periods no longer exist, they undergo a reversal.

When the Group's share in the associates' accumulated losses exceeds the amount at which the investment is recorded, the carrying amount is reduced to zero, except when the Group has shouldered commitments towards the associate. In such cases, a provision is recorded in order to fulfil those obligations.

Unrealized gains in transactions with associates are proportionally eliminated from the Group interest in the associate against the investment in that same associate. Unrealized losses are similarly eliminated, but only to the extent there is no evidence of impairment of the transferred asset.

The accounting policies of associates are changed, whenever necessary, in order to make sure they are consistently applied by every Group company.

2.3. Business combinations and Goodwill

The differences between the acquisition price of investments in subsidiary companies, plus the value of non-controlling interests, and the amount attributed to fair value of identifiable assets and liabilities of those companies on their acquisition date, when positive, are recorded as 'Goodwill' and, when negative, following a revaluation of their calculation, are recorded directly in the income statements.

The differences between the acquisition price of investments in associates and the amount attributed to the fair value of identifiable assets and liabilities of those companies on their acquisition date, when positive, are recorded under the line item 'Investments in associates' and, when negative, following a revaluation of the determination, are recorded directly in the income statements, under the line item 'Results related to investments'.

The differences between the acquisition cost of investments in foreign subsidiaries and the fair value of identifiable assets and liabilities of those subsidiaries on their acquisition date, are recorded in the reporting currency of those subsidiaries, and are converted to the Group's reporting currency (Euro) at the applicable exchange rate on the date of the statement of financial position. The currency exchange differences generated in that conversion are recorded under the line item 'Foreign currency translation reserves' included under the line item 'Other reserves'.

The Ramada Group, on a transaction-by-transaction basis (for each business combination), chooses to measure any non-controlling interest in the acquired company either at fair value or in the proportional part of non-controlling interests in the acquired company's identifiable net assets. Until 1 January 2010, non-controlling interests were valued solely in accordance with the fair-value proportion of acquired assets and liabilities.

The amount of future contingent payments is recognized as a liability when business combination occurs according to its fair value. Any change to the initially recognized amount is recorded against the amount of Goodwill, but only if this occurs within the measuring period (12 months after the acquisition date) and if this is related to facts and circumstances that existed on the acquisition date. Otherwise, it has to be recorded against the income statement, unless said contingent payment is categorized as equity, in which case it should not be remeasured, and only at the time of the settlement thereof will the impact on equity be recognized.

Transactions involving the purchase or sale of interests in entities already controlled, without this resulting in a loss of control, are treated as transactions between holders of capital affecting only the equity line items, without impacting the line item 'Goodwill' or the income statement.

When business is combined in stages, the fair value on the previous acquisition date of interests held is remeasured to fair value on the date when control is gained, against the results of the period when control is achieved, thus affecting the determining of Goodwill or purchase price allocation.

At the time when a sales transaction generates a loss of control, that entity's assets and liabilities have to be derecognized, and any interest withheld at the disposed entity shall be remeasured at fair value, and any loss or gain resulting from this disposal is recorded in the income statement.

The Group annually tests for the existence of Goodwill impairment. The recoverable amounts of the cash flow-generating units are determined based on the calculation of values in use. These calculations call for the use of assumptions that are based on estimates of future circumstances whose occurrence could be different from the estimate. Goodwill impairment losses cannot be reversed.

2.4. Intangible assets

Intangible assets are recorded at acquisition cost, net of depreciation and accumulated impairment losses. Intangible assets are recognized only if they are likely to result in future economic benefits for the Group, if they can be controlled by the Group, and if their value can be reasonably measured.

Development expenses for which the Group is shown as being able to complete its development and begin its sell and/or use and relative to which the created asset is likely to generate future economic benefits, are capitalized. Development expenses that do not meet these criteria are recorded as cost in the period when incurred.

Internal expenses associated with software maintenance and development are recorded as costs in the income statement when incurred, except when said costs are directly associated with projects for which future economic benefits are likely to be generated for the Group. In such situations, costs are capitalized as intangible assets.

After the assets are available for use, amortization is calculated using the straight-line method in accordance with the estimated useful life period (generally 3 to 5 years).

2.5. Property, plant and equipment

Property, plant and equipment acquired until 1 January 2004 (date of transition to IFRS-EU) and transferred as a result of the spin-off (Introductory Note) are recorded at their 'deemed cost' which amounts to the acquisition cost, or reevaluated acquisition cost in accordance with the accounting principles generally accepted in Portugal up to that date, net of accumulated depreciation and impairment losses.

Property, plant and equipment acquired after that date are recorded at acquisition cost, net of the corresponding depreciation as well as accumulated impairment losses.

After the date when the assets are available for use, depreciation is calculated using the straight-line method in accordance with the estimated useful life period for each group of assets.

Depreciation rates used correspond to the following estimated useful life periods:

Type	Years
Buildings and other edifications	10 to 50
Plant and machinery	2 to 15
Vehicles	2 to 10
Tools and utensils	4 to 14
Office equipment	2 to 10
Other tangible assets	3 to 10

Maintenance and repair expenses that do not increase the assets’ useful life or result in significant upgrades or improvements to components of property, plant and equipment are recorded as costs in the period when they are incurred.

Property, plant and equipment in progress represent fixed assets still under construction, and are recorded at acquisition cost net of any impairment losses. These fixed assets are depreciated from the moment the underlying assets are completed or ready for use.

Gains or losses resulting from the sale or write-off of property, plant and equipment are determined as the difference between the sales price and the net book value on the disposal or write-off date. They are recorded in the income statement.

2.6. Leases

At the start of every agreement, the Group assesses whether the agreement is, or contains, a lease. That is, whether the right-of-use of a specific asset or assets is being transferred for a certain period of time in exchange for a payment.

The Group as lessee

The Group applies the same recognition and measurement method to every lease, except for short-term leases and leases associated with low-value assets. The Group recognizes a liability relative to lease payments and an asset identified as a right of use of the underlying asset.

(i) Right-of-use assets

On the lease start date (that is, the date from which the asset is available for use), the Group recognizes an asset relative to right of use. 'Right-of-use assets' are measured at cost, net of depreciation and accumulated impairment losses, adjusted by remeasuring lease liability. The cost comprises the initial value of the lease liability adjusted for any lease payments made on or prior to the start date, on top of any initial direct costs incurred, as well as a cost estimate for dismantling and removing the underlying asset (as applicable), net of any incentive granted (as applicable).

The right-of-use asset is depreciated using the straight-line depreciation method, based on the lease term.

If ownership of the asset is transferred to the Group at the end of the lease period, or the cost includes a purchase option, depreciation is calculated by taking into account the asset's estimated useful life.

Right-of-use assets are also subject to impairment losses.

(ii) Lease Liabilities

On the lease start date, the Group recognizes a liability measured at the present value of the lease payments to be made throughout the agreement. Lease payments included in measuring lease liability include fixed payments, net of any incentives already received (where applicable) and variable payments associated with an index or rate. Where applicable, payments also include the cost of exercising a purchase option, which shall be exercised by the Group with reasonable certainty, and payments of penalties for ending the agreement, if the lease terms reflect the Group's exercising option.

The lease liability is measured at amortized cost, using the effective interest method. It is remeasured when changes occur to future payments derived from a change to the rate or index, as well as possible modifications to the lease agreements.

Variable payments not associated with any indices or rates are recognized as an expense during the period, in the period when the event or condition leading to the payment occurs.

To calculate the present value of future lease payments, the Group uses its incremental interest rate on the lease start date, since the interest rate implicit in the agreement cannot be readily determined. After that date, the lease liability amount is increased by adding interest and reduced by lease payments made. In addition, the amount is remeasured in the event of a change in the terms of the agreement, the in lease amounts (e.g., changes in future payments caused by a change to an index or rate used in determining said payments) or a change in the assessment of a purchase option associated with the underlying asset.

(iii) Short-term leases and low-value leases

The Group applies the recognition exemption to its assets’ short-term leases (i.e., leases lasting up to 12 months and not containing a purchase option). The Group also applies the recognition exemption to leases of assets deemed to be of low value. Payments of short-term and low-value leases are recognized as an expense in the period, throughout the lease period.

The Group as lessor

In contrast to the accounting of leases for lessees, IFRS 16 substantially maintains the principles for registering leases for lessors previously provided for in IAS 17. Lessors will keep on classifying leases as operating or financial, as IFRS 16 does not entail substantial changes for such entities, given what is set forth under IAS 17.

2.7. Government grants or from other public bodies

Grants attributed as part of personal training programmes, or production support, are recorded under the line item 'Other income' in the consolidated income statement for the financial year when said programmes are conducted, regardless of the date when they are received, when all necessary conditions have been fulfilled for receiving them.

Government grants related to fixed assets are recorded in the statement of financial position as 'Other current liabilities' and 'Other non-current liabilities' regarding short-term and medium-/long-term instalments, respectively, and recognized in the income statement proportionally to the amortization of the subsidized property, plant and equipment.

2.8. Impairment of non-current assets, except Goodwill

The Group's asset impairment is assessed whenever there is an event or change in circumstances indicating that the amount for which the asset is recorded might not be recoverable.

Whenever the carrying amount for which the asset is recorded is higher than its recoverable amount, an impairment loss is recognized and recorded in the income statement under the line item 'Provisions and impairment losses.'

The recoverable amount is either the net sales price or the value in use, whichever is higher. The net sales price is the amount that would be obtained from the asset's disposal, in a transaction between independent knowledgeable entities, net of the costs directly attributable to the disposal. The use value is the present value of estimated future cash flows that are expected to arise from the continuous use of the asset and from its disposal at the end of its useful life. The recoverable amount is estimated for each asset individually or, if not possible, for the cash-generating unit to which the asset belongs.

The reversal of impairment losses recognized in previous periods is recorded when it is concluded that previously recognized impairment losses no longer exist or has decreased. This analysis is performed whenever there are indications that the impairment loss that had been previously recognized has been reversed. The reversal of impairment losses is recognized in the income statement under 'Provisions and impairment losses'. This reversal is to the extent that the new carrying amount does not exceed the carrying amount that would have been determined, net of amortization or depreciation, if no impairment charge had been recognized.

2.9. Borrowing costs

Financial expenses related to loans obtained are generally recognized as an expense in the income statement of the period on an accrual basis.

In cases where loans are taken to finance assets, the corresponding interests are capitalized, becoming part of the asset's cost. The capitalization of these expenses starts after the preparation of construction activities begins and ends once the asset is available for use or if the project is suspended.

There were no financial expenses on capitalized loans obtained on 31 December 2023 and 2022.

2.10. Inventories

The goods and raw materials, subsidiaries and consumables are valued at average acquisition cost, net of the amount of quantity discounts granted by suppliers, which is lower than the corresponding market value.

Finished and intermediate goods, sub-products and work in progress are stated valued at production cost, including the cost of raw materials, direct labour and production overheads, and which is lower than the corresponding market value.

The Group proceeds to record the corresponding impairment losses in order to reduce, where applicable, inventories at their net realizable value or market price.

2.11. Provisions

Provisions are recognized when, and only when, the Group (i) has a present obligation (legal or implicit) obligation resulting from a past event, (ii) it is likely that, to resolve this obligation an outflow of resources occurs, and (iii) the obligation's amount might be reasonably estimated. Provisions are reviewed on the date of each statement of financial position and adjusted to reflect the best estimate on that date.

Provisions for restructuring expenses are recognized by the Group whenever a formal and detailed restructuring plan exists and has been communicated to the parties involved.

2.12. Financial assets and liabilities

Financial assets and liabilities are recognized in the Group's consolidated statement of financial position when it becomes part of the instrument's contractual provisions.

Financial assets and liabilities are initially measured at their fair value. Transaction costs directly attributable to the acquisition or issue of financial assets and liabilities (which are not financial assets and liabilities measured at fair value through income statement) are added to or deducted from the fair value of the financial asset and liability, as appropriate, in the initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or liabilities recognized at fair value through the income statement are recognized immediately in the consolidated income statement.

a. Financial assets

Financial assets

All purchases and sales of financial assets are recognized on the date of signature of the respective purchase and sale contracts, regardless of the date of their financial settlement. All recognized financial assets are subsequently measured at amortized cost or at their fair value, depending on the business model adopted by the Group and the characteristics of its contractual cash flows.

Initially, assets are classified and subsequently measured at amortized cost, at fair value through other comprehensive income, and at fair value through profit or loss.

The initial classification of financial assets depends on the contractual characteristics of the cash flows and the business model adopted by the Group to manage them. Except for trade receivables that do not have a significant financial component and for which the Group adopts the practical expedient, the Group initially measures a financial asset at fair value plus transaction costs, if an asset is not classified at fair value through profit or loss.

Trade receivables that do not have a significant financial component and for which the Group adopts the practical expedient are measured at the transaction price calculated in accordance with IFRS 15.

In order for a financial asset to be classified and measured at amortized cost or at fair value through other comprehensive income, it must provide cash flows that are solely payments of principal and interest (SPPI) on the principal outstanding. This assessment, known as the "cash flows that are solely payments of principal and interest" test, is performed for each financial instrument.

The business model established for managing financial assets concerns the way financial assets are managed by the Group with a view to obtaining cash flows. The business model can be designed to obtain contractual cash flows, to dispose of financial assets or both.

Classification of financial assets

(i) Financial assets measured at amortized cost (debt instruments and receivables)

Fixed income debt instruments and accounts receivable that meet the following conditions are subsequently measured at amortized cost:

- the financial asset is held taking into account a business model whose objective is to preserve it in order to receive its contractual cash flows; and
- the contractual terms of the financial asset generate, on specific dates, cash flows that are solely payments of principal and interest on the amount of outstanding principal.

The effective interest rate method is a method of calculating the amortized cost of a financial instrument and of allocating the corresponding interest during its life.

For financial assets that are not acquired or originated with impairment (i.e. assets impaired on initial recognition), the effective interest rate is the one that accurately discounts estimated future cash flows (including fees and commissions paid or received that are an integral part of the effective interest rate, transaction costs and other premiums or discounts) over the expected life of the instrument in its gross carrying amount at the date of its initial recognition.

The amortized cost of a financial asset is the amount by which it is measured on initial recognition net of principal repayments plus the accumulated amortization, using the effective interest rate method, of any difference between that initial amount and the amount of its repayment, adjusted for any impairment losses.

Interest-related revenue is recognized in the consolidated income statement under the line item 'Financial income', using the effective interest rate method, for financial assets subsequently recorded at amortized cost or at fair value through income statement. Interest revenue is calculated by applying the effective interest rate to the financial asset's gross carrying amount.

Financial assets at amortized cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recorded in the income statement when the asset is derecognized, modified or becomes impaired.

(ii) Financial assets at fair value through other comprehensive income (debt instruments)

Debt instruments and accounts receivable that meet the following conditions are subsequently measured at fair value through other comprehensive income:

- the financial asset is held by considering a business model whose objective provides for both receiving its contractual cash flows and its disposal; and
- the contractual terms of the financial asset generate, on specific dates, cash flows that are solely payments of principal and interest on the amount of outstanding principal.

In the case of debt instruments measured at fair value through other comprehensive income, interest income, exchange differences and impairment losses and reversals are recorded in the income statement and calculated in the same way as financial assets measured at amortized cost. The remaining changes in fair value are recorded in other comprehensive income.

Upon derecognition, changes in fair value accumulated in other comprehensive income are transferred (recycled) to profit or loss.

(iii) Financial assets at fair value through other comprehensive income (capital instruments)

In the initial recognition, the Group can make an irrevocable choice (on a financial-instrument-by- financial-instrument basis) to state certain investments under equity instruments (shares) at fair value through other comprehensive income when these fulfil the definition of capital provided for under IAS 32 Financial instruments: Presentation and not held for trading. Classification is determined on an instrument-by- instrument basis.

The fair-value designation through other comprehensive income is not permitted if the investment is held for trading purposes or when resulting from a contingent consideration recognized as part of a business combination.

A capital instrument is held for trading if:
- it is acquired chiefly for the purpose of short-term disposal;
- in the initial recognition, it is part of a portfolio of identified financial instruments that the Group jointly manages and which shows an actual recent pattern of obtaining short-term gains; or
- if it is a derivative financial instrument (except if attributed to a hedging transaction).

Investments in equity instruments recognized at fair value through other comprehensive income are initially measured at their fair value plus transaction expenses. Subsequently, they are measured at their fair value with gains and losses arising from their change, as recognized under other comprehensive income. At the time of its disposal, the accumulated gain or loss generated with these financial instruments is not reclassified to the consolidated income statement, but, rather, merely transferred to the line item 'Retained Earnings.'

Dividends associated with investments in equity instruments recognized at fair value through other comprehensive income are recognized in the consolidated income statement when they are attributed/resolved on, unless they clearly represent a recovery of part of the investment cost. Dividends are recorded in the consolidated income statement under 'Financial income'.

In the first application of IFRS 9, the Group designated investments in equity instruments that were not held for trading as stated at fair value through profit or loss (read next paragraph).

(iv) Financial assets at fair value through profit or loss

Financial assets that do not meet the criteria for being measured at amortized cost or at fair value through other comprehensive income are measured at fair value through the income statement. These financial assets include financial assets held for trading, financial assets designated at the time of initial recognition as measured at fair value through profit or loss, or financial assets that are mandatorily measured at fair value.

Financial assets recorded at fair value through the income statement are measured at fair value obtained at the end of each reporting period. The corresponding gains or losses are recognized in the consolidated income statement, except if they are part of a hedging relationship.

<u>Derecognition of financial assets</u>

A financial asset (or, where applicable, a part of the financial asset or of a group of financial assets) is derecognized (i.e., removed from the Statement of Financial Position) when:
- The contractual rights to receive cash flows resulting from the financial asset expire; or
- The Group transferred its contractual rights to receive cash flows resulting from the financial asset or undertook an obligation to pay the cash flows received in full in the short term under an agreement in which the Group i) has no obligation to pay any amounts to final recipients unless it receives equivalent amounts resulting from the original asset; ii) is prohibited by the terms of the transfer agreement to sell or pledge the original asset other than as a guarantee to the final recipients due to the obligation to pay them cash flows; and iii) the Group has an obligation to remit any cash flow it receives on behalf of the final recipients without significant delays; and

- The Group substantially transferred all the risks and benefits of the asset, or the Group did not substantially transfer or retain all the assets and benefits of the asset, but has transferred control over the asset.

When the Group transfers its rights to receive cash flows from an asset or is party to an agreement that may allow derecognition, it assesses whether, and to what extent, the risks and benefits associated with the ownership of the asset have been retained.

When substantially every risk and benefit arising from ownership of an asset is neither transferred nor retained, or control over the asset has not been transferred, the Group continues to recognize the transferred asset to the extent of its continuing involvement. In this case, the Group also recognizes the corresponding liability. The transferred asset and the corresponding liability are measured on a basis that reflects the rights and obligations retained by the Group.

If the Group's continuing involvement takes the form of a guarantee on the transferred asset, the measure of continuing involvement is the lowest between the asset's original book value and the maximum amount of consideration received that the Group might pay.

Subsequently, customer balances represented by discounted bills but not due and receivables transferred in factoring at the date of each statement of financial position, except for "factoring without recourse" transactions (and for which the risks and benefits inherent to these receivables are unequivocally transferred), are recognized in the Group's financial statements up to the time they are received.

Financial asset impairment

From January 2018, the Group started to prospectively assess expected impairment losses, in accordance with IFRS 9. The Group recognizes expected impairment losses for debt instruments measured at amortized cost or at fair value through other comprehensive income, as well as for customer accounts receivable and other receivables. The expected impairment loss amount for the aforementioned financial assets is updated on every reporting date in order to reflect the credit risk changes occurred since the initial recognition of the corresponding financial assets.

According to the expected simplified approach, the Group recognizes expected impairment losses for the economic life of customer accounts receivable and other receivables ('lifetime'). Expected losses on these financial assets are estimated using an impairment matrix based on the Group's historical experience of impairment losses, affected by specific prospective factors related to the debtors' expected credit risk, by the evolving general economic conditions, and by an evaluation of current and projected circumstances on the financial reporting date. The Group considers 'default' to be 180 days after the due date.

The model used for determining impairments of accounts receivable consists of the following:

- Customer stratification by type of associated domestic (Moulds/Other) and foreign revenue;
- Structuring by seniority, that is, the number of calendar days from the billing due date to the stratification above, considering the following intervals: <0 days, 0 to 30 days, 30 to 90 days, 90 to 180 days, Not Charged up to 180 days;
- Analysis of the history of uncollectible and default for stated subpopulations;
- Segregation of outstanding balances, considering the existence of credit insurance;
- For balances not covered by credit insurance, determining the historical rate of bad debts considering invoicing for the last three years;
- Adjusting the rates obtained above with a forward looking component based on future projections that reflect the Group's expectations for developments in the market in which the Group's customers operate, namely in the automotive sector or sectors related to it or located upstream it on the value chain;
- Applying the rates obtained to customer outstanding balances on the reporting date.

Ramada Group understands that the segregation between third parties in view of their nationality and type of commercial activity is the one that best allows them to segment third parties according to their credit risk, and to define a homogeneous portfolio of accounts receivable to determine the impairment credit losses. In addition, it is the

Group's understanding that the use of billing over the past three years is the one that best reflects the experience with regard to historical credit losses.

In addition, the Group maintains and recognizes impairments on a case-by-case basis, based on specific balances and specific past events, taking into account the historical information of the counterparties, their risk profile and other observable data in order to assess whether there are objective indicators of impairment for these financial assets.

In certain cases, the Group may also consider that a financial asset is in default when there is internal and external information that indicates that it is unlikely that the Group will receive the full amount it is owed without having to call its guarantees.

For every other situation and nature of balances receivable, the Group applies the general impairment model approach. On every reporting date, it assesses whether there was a significant increase in credit risk from the asset's initial recognition date. If credit risk did not increase, the Group calculates an impairment corresponding to the amount equivalent to expected losses within a 12-month period. If credit risk did increase, the Group calculates an impairment corresponding to the amount equivalent to expected losses for every contractual cash flow up to the asset's maturity. The credit risk is assessed in accordance with the criteria disclosed in the credit risk management policies.

b. Financial liabilities and equity instruments

Classification as financial liability or as an equity instrument

Financial liabilities and equity instruments are classified as liability or as equity according to the transaction's contractual substance.

Equity
The Group considered equity instruments to be those where the transaction's contractual support shows that the Group holds a residual interest in a set of assets after deducting as set of liabilities.

The equity instruments issued by the Group are recognized at the amount received, net of costs directly attributable to their issue.

The repurchase of equity instruments issued by the Group (own shares) is accounted for at its acquisition cost as a deduction from equity. Gains or losses inherent to disposal of own shares are recorded under 'Other reserves'.

Financial liabilities
After initial recognition, every financial liability is subsequently measured at amortized cost or at fair value through income statement.

Financial liabilities are recorded at fair value through profit or loss when:

- the financial liability results from a contingent consideration arising from a business combination;
- when the liability is held for trading; or
- when the liability is designated to be recorded at fair value through profit or loss.

A financial liability is classified as held for trading if:

- it is acquired chiefly for the purpose of short-term disposal; or
- in the initial recognition, it is part of a portfolio of identified financial instruments that the Group jointly manages and which shows an actual recent pattern of obtaining short-term gains; or
- if it is a derivative financial instrument (except if attributed to a hedging transaction).

Financial liabilities recorded at fair value through consolidated income statement are measured at their fair value with the corresponding gains or losses arising from their variation, as recognized in the consolidated income statement, except if assigned to hedging transactions.

Financial liabilities subsequently measured at amortized cost

Financial liabilities not designated for recording at fair value through income statement are subsequently measured at amortized cost using the effective interest rate method.

The effective interest rate method is a method of calculating the amortized cost of a financial liability and allocating the corresponding interest during its life.

The effective interest rate is the one that accurately discounts estimated future cash flows (including fees and commissions paid or received that are an integral part of the effective interest rate, transaction costs, and other premiums or discounts) over the expected life of the instrument in its gross carrying amount at the date of its initial recognition.

Types of financial liabilities

Loans in the form of commercial paper issues are classified as non-current liabilities when they are guaranteed to be placed for at least one year, and the Group's Board of Directors intends to use this source of funding also for at least one year.

Following their initial recognition, loans are subsequently measured at amortized cost using the effective interest rate method. Gains and losses are recorded in the income statement when liabilities are derecognized and through amortization resulting from the effective interest method. The amortized cost is calculated taking into account any acquisition discount or premium and the fees and other costs that are an integral part of the effective interest rate. The effect of effective interest is recorded under financial costs in the income statement.

The other financial liabilities basically refer to factoring transactions and lease liabilities, which are initially recorded at their fair value. Following their initial recognition, these financial liabilities are measured at amortized cost, using the effective interest rate method.

Derecognition of financial liabilities

The Group derecognizes financial liabilities when, and only when, the Group's obligations are settled, cancelled or have expired.

The difference between the derecognized financial liability's carrying amount and the consideration paid or payable is recognized in the consolidated income statement.

When the Group and a given creditor exchange a debt instrument for another containing substantially different terms, said exchange is accounted for as an extinction of the original financial liability and the recognition of a new financial liability.

Likewise, the Group accounts for substantial amendments to the terms of an existing liability, or to a part thereof, as an extinction of the original financial liability and the recognition of a new financial liability.

If the modification is not substantial, the difference between: (i) the liability's carrying amount prior to the amendment; and (ii) the present value of future cash flows after the amendment is recognized in the consolidated income statement as an amendment gain or loss.

c. Derivative financial instruments and hedge accounting.

When deemed relevant, the Group uses financial derivative instruments, such as forward exchange rate contracts and interest rate swaps to hedge its foreign exchange and interest risks, respectively.

Such derivatives are initially recorded at fair value at the date they are contracted and are subsequently measured at fair value. Changes in the fair value of these instruments are recorded in equity under "Hedging reserves" and then recognized in the income account over the same period in which the hedged instrument affects profit or loss.

Derivatives are presented in assets when their fair value is positive and in liabilities when their fair value is negative.

In terms of hedge accounting, hedges are classified as:

- Fair value hedge, when the purpose is to hedge exposure to changes in the fair value of a registered asset or liability or an unregistered Group commitment.
- Cash flow hedge, when the purpose is to hedge exposure to cash flow variability arising from a specific risk associated with a recorded asset or liability, in whole or in part, or a predicted transaction which is highly likely to occur, or the foreign exchange risk associated with an unregistered Group commitment.

At the beginning of the hedge relationship, the Group formally designates and documents the hedge relationship for which it intends to apply hedge accounting, as well as the management and strategy purpose of that hedge.

These documents include the identification of the hedging instrument, the hedged item or transaction, the nature of the risk to be hedged, and how the Group assesses whether the hedging relationship complies with the hedge accounting requirements (including an analysis of the sources of hedging ineffectiveness and how it determines the hedge rate). The hedging relationship is eligible for hedge accounting if it meets all of the following hedge effectiveness requirements:

(i) There is an economic relationship between the hedged item and the hedging instrument;
(ii) The credit risk effect does not dominate the changes in value that result from this economic relationship; and
(iii) The hedge ratio of the hedging relationship is the same as that resulting from the portion of the hedged item that an entity is actually hedging and the portion of the hedging instrument that the entity actually uses to hedge that portion of the hedged item.

Hedge relationships that meet the eligibility criteria above are accounted for as follows:

Fair value hedge

The change in the fair value of the hedging instrument is recorded in the income statement. The change in the fair value of the hedged item attributable to the hedged risk is recorded as part of the book value of the hedged item and is also recorded in the income statement.

To hedge the fair value of items measured at amortized cost, any adjustment to the book value is amortized in the income statement over the remaining hedging period using the effective interest method. Amortization using the effective interest method starts when there is an adjustment and never later from the moment when the hedged item ceases to be adjusted by changes in fair value attributable to the risk that is being hedged.

If the hedged item is derecognized, the fair value to be amortized is immediately recorded in the income statement.

When an unrecorded commitment is designated as a hedged item, subsequent accumulated changes in the fair value of the Group's commitment attributable to the hedged risk are recognized as an asset or liability and the corresponding gain or loss is recorded in the income statement.

Cash flow hedge

The effective portion of the gain or loss on the hedging instrument is recognized as Other comprehensive income in the cash flow hedge reserve, while the ineffective portion is recognized immediately in the income statement. The cash flow hedge reserve is adjusted to the lower of the values between the accumulated gain or loss on the hedging instrument and the accumulated change in the fair value of the hedged item.

The Group uses forward exchange contracts to hedge exposure to foreign exchange risk in expected transactions and commitments undertaken. The ineffective portion related to exchange contracts is recognized in the income statement.

The Group designates only the sight element of forward contracts as a hedging instrument. The forward element is recognized under other comprehensive income and accumulated in a separate equity component.

Cumulative amounts under other comprehensive income are accounted for based on the nature of the corresponding hedging relationship. If the hedging relationship subsequently results in the registration of a non-financial item, the cumulative amount is removed from the separate equity component and included in the initial cost or book value of the hedged asset or liability. This is not a reclassification adjustment and should not be recorded under other comprehensive income for the period. This also applies when an expected transaction covered by a non-financial asset or a non-financial liability becomes a Group commitment subject to hedge accounting.

For all other cash flow hedges, the cumulative amount under other comprehensive income is reclassified to the income statement as a reclassification adjustment in the same period or periods during which the hedged cash flows affect the income statement.

If the cash flow hedge accounting is interrupted, the cumulative amount under other comprehensive income shall remain if hedged future cash flows are still expected to occur. Otherwise, the cumulative amount is immediately reclassified to the income account as a reclassification adjustment. After the interruption, as soon as the hedged cash flows occur, any cumulative amounts remaining under other comprehensive income should be accounted for in accordance with the nature of the underlying transaction as described above.

The Group is exposed to exchange rate risk in transactions relating to the purchase of raw materials and the sale of finished products in international markets in currencies other than the Euro.

Whenever the Board of Directors considers necessary to reduce the volatility of its results to the variability of exchange rates, exposure is controlled through a program of foreign exchange forward purchases or other exchange rate derivative instruments. The Board of Directors believes that any changes in the exchange rate would not have had a significant effect on the financial statements as of 31 December 2023.

During 2023 and 2022, no derivative financial instruments were contracted to hedge interest rate or exchange rate risks.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the corresponding net amount is shown under the consolidated statement of financial position if there is a present right of mandatory fulfilment to offset the recognized amounts and with the intention of either settling on a net basis or realizing the asset and simultaneously settling the liability.

Debts to suppliers and other third parties are recorded at their nominal value and not at amortized cost, since the discount effect is considered immaterial.

The Group contracts confirming operations with financial institutions, which are classified as reverse factoring agreements. The Group does not use these contracts as a way to manage its liquidity needs since the payment of the invoices remains on the maturity date of the invoices; on this date, the Group pays the financial institutions the amounts advanced.

Consequently, and taking into consideration that these contracts do not originate a net financial expense for the Group, the amounts of the invoices advanced to the suppliers that adhere to these contracts are maintained in liabilities under "Trade payables". The liability is only derecognized when the underlying obligations are extinguished by payment, are cancelled or expire."

2.13. Cash and cash equivalents

The amounts included under the line item 'Cash and cash equivalents' correspond to cash amounts, bank deposits, term deposits, and other treasury applications, maturing in less than three months, and are subject to insignificant risk of change in value.

In terms of statement of cash-flows, the line item 'Cash and cash equivalents' also comprises bank overdrafts included under the current liability line item 'Bank loans'.

2.14. Statement of cash flows

The statement of cash-flows is prepared according to IAS 7, using the direct method.

The statement of cash flows is categorized under operating (which include receipts from customers, payments to suppliers, payments to personnel and others related to operating activities), financing (which include payments and receipts related to borrowings, lease liabilities and dividend payments) and investment activities (which include acquisitions and disposals of investments in subsidiaries and receipts and payments arising from the purchase and sale of property, plant and equipment).

2.15. Contingent assets and liabilities

Contingent assets are possible assets that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not fully under the control of the Group.

Contingent assets are not recognized in the Group's financial statements, being disclosed only when a future economic benefit is likely to occur.

Contingent liabilities are defined by the Group as: (i) possible obligations arising from past events, whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not under full control of the Group, or (ii) present obligations arising from past events but that are not recognized because it is unlikely that a cash flow affecting economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized in the Group's financial statements and are actually disclosed unless the possibility of a cash outflow affecting future economic benefits is remote, in which case they are not disclosed at all.

2.16. Income tax

Income tax for the period is calculated based on the taxable results of the companies included in the consolidation and considers deferred taxation.

Current income tax is calculated based on the taxable results of the companies included in the consolidation in accordance with the tax regulations in force.

Most of the subsidiaries included in the Ramada Group's scope of consolidation using the full consolidation method, and which are based in Portugal, are taxed under the special taxation regime for groups, pursuant to art. 69 of the Portuguese Corporate Income Tax Code. (“Código do Imposto sobre o Rendimento de Pessoas Coletivas”).

The amount of income (current and deferred) taxes recognized in the consolidated financial statements reflects the Group's understanding of the appropriate tax treatment applied to specific transactions, according to which liabilities related to income taxes or other taxes are recognized, thus reflecting the Group's interpretation of the applicable tax scheme. In cases where such interpretations are questioned by the Tax Authorities, within the scope of their powers, because their interpretation is different from that of the Group, the interpretation in question is re-examined.

If the loss of a possible (or actual) litigation is not likely to occur, the Group treats the situation as a contingent liability, not recognizing any tax amount. In cases where such a loss is likely to occur, a provision is recognized or, if a payment has been made, the associated cost is recognized.

In cases where there were payments relating to income tax under special tax debt settlement schemes, and the Group's defense remains open and a loss is not likely to occur, such payments are recognized as an asset, as they correspond to amounts that are expected to be repaid to the Group or that may be used to pay the amount of tax determined as owed.

The Group's Board of Directors considers that any corrections resulting from reviews/inspections by the tax authorities to those tax returns will not have a material effect on the financial statements as of 31 December 2023 and 2022.

Deferred taxes are calculated using the financial position statement liability method and reflect the temporary differences between the amount of assets and liabilities for accounting reporting purposes and the respective amounts for tax purposes. Deferred tax assets and liabilities are calculated and annually assessed using the tax rates in force or substantially in force at the expected date of reversal of temporary differences.

The measurement of deferred tax assets and liabilities:

– Is conducted in accordance with the expected rates to be applied in the period the asset is realized or the liability settled, based on the tax rates approved on the date of the statement of financial position; and

– It reflects the tax consequences arising from the way the Group expects, on the date of the statement of financial position, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets are recognized only when there are reasonable expectations of sufficient future tax profits for their use, or in situations where there are taxable temporary differences that offset the temporary differences deductible in the period of their reversal. At the end of each period, a review is made of these deferred taxes, which are reduced whenever their future use is no longer likely.

Deferred taxes are not recognized in respect to temporary differences associated with investments in associates, since the following conditions are simultaneously considered to be met:
– The Group is able to control the timing of the temporary difference reversal; and
– It is likely that the temporary difference will not be reversed in the foreseeable future.

Deferred taxes are recorded as expenses or income for the period, except if they result from amounts recorded directly in equity, in which case the deferred tax is also recorded under the same line item.

2.17. Revenue from contracts with customers

Revenue is measured in accordance with the retribution specified in the agreements established with customers. IFRS 15 establishes that an entity should recognize revenue to reflect the transfer of goods and services contracted by customers, in the amount that corresponds to the payment the entity expects to be entitled to receive as consideration for the delivery of those goods or services.

Within the scope of the typification of the Group's revenue channels and the consequent identification of performance obligations, the sale of steel and similar products was identified as a performance obligation that results in the supply of goods ordered by customers. Therefore, the Group recognizes revenue from contracts with customers when it transfers control over a certain good or service to the customer. Transfer of control occurs to the same extent the associated risks are transferred, according to the set contractual conditions. Transfer of control of goods occurs when they are delivered at the customer's premises.

Considering the performance obligation that was identified, the Group, insofar as it has the capacity to direct the use of the asset and substantially obtain all the economic benefits associated with it, effectively controls the asset/service until the date of the transfer, which is why it acts as principal.

<u>Sale of steel and similar products</u>

The Group recognizes revenue in accordance with IFRS 15, based on the 5-step model below:

1. contract identification with a client;
2. performance obligation identification;
3. pricing of the transaction;
4. allocation of the transaction price to performance obligation; and
5. recognition of revenue when or as the entity meets a performance obligation.

<u>Quantity discounts</u>

The Group occasionally offers retrospective volume discounts to certain customers when a certain volume of purchases in a certain period of time exceeds a certain limit provided for in the contract. Discounts are recorded as credit in the customer's receivables. In order to estimate the variable remuneration associated with the expected amount of quantity discounts granted, the Group uses historical data relating to each customer.

(ii) Significant financial component

Using the practical procedures provided for in IFRS 15, the Group does not adjust the remuneration amount to the financial effect when it has the initial expectation that the period between the transfer of the good or service to the customer and the moment when the customer pays for that good or service is less than one year. The same happens when the Group receives short-term advances from customers - in this case, the amount of the remuneration is also not adjusted to the financial effect. In cases where the Group receives long-term advances from its customers, the transaction price of those contracts is discounted using a rate that reflects what would happen in the autonomous financing transaction between the Group and its customers at the beginning of the contract, in order to take into account the significant financial component.

Trade receivables

A receivable represents the Group's unconditional right (i.e., it depends only on the passing of time until the remuneration falls due) to receive the remuneration.

Assets associated with contracts with customers

A customer agreement asset is a right to receive a remuneration in exchange for goods or services transferred to the customer. If the Group delivers the goods or provides the services to a customer before the customer pays the remuneration or prior to the remuneration falling due, the contractual asset corresponds to the conditional remuneration amount.

Liabilities associated with contracts with customers

A contract liability is the obligation to transfer goods or services for which the Group has received (or is entitled to receive) a consideration from a customer. If the customer pays the consideration before the Group transfers the goods or services, a contractual liability is recorded when the payment is made or when it falls due (whichever happens first). Contract liabilities are recognized as revenue when the Group fulfils its contractual performance obligations.

Within the scope of IFRS 15, the item trade receivables is included in the consolidated statement of financial position, and there are no assets or liabilities related to contracts with customers other than this item.

2.18. Accrual accounting basis

The remaining income and expenses are recorded on an accrual basis, whereby they are recognized as they are generated regardless of when they are received or paid. The differences between the amounts received and paid and the corresponding income and expenses generated are recorded under the line items 'Other current assets', 'Other current liabilities', 'Other non-current assets', and 'Other non-current liabilities.'.

2.19. Investment properties

Investment properties, corresponding to assets held for the purpose of obtaining rents or capital appreciation, are measured at cost, including transaction costs.

The investment properties held by the Group are held for the purpose of obtaining rents, and are not held for administrative purposes or for sale in the course of the Group's current activity.

The leased properties are located on rustic land, most of them away from population centers, and are used for planting eucalyptus (forestry).

Whenever the Group owns property in which a part is held to obtain rents and another part held for use in the production of goods or services, these properties are accounted for separately, if they can be sold separately. If they cannot be sold separately, the property is considered investment property only if an insignificant part is held for use in the production of goods or services.

2.20. Assets held for sale and discontinued operations

This category includes assets or groups of assets whose corresponding value is realizable via a sales transaction or, jointly, as a group in a single transaction, and liabilities directly associated with these assets that are transferred in the same transaction. Assets and liabilities in this situation are measured at either the corresponding book value or the fair value net of selling costs, whichever is lower.

In order for this situation to occur, the sale needs to be highly likely (expected to be completed within 12 months), and the asset needs to be available for immediate sale under current conditions; moreover, the Group needs to have committed to said sale.

Amortization of assets under these conditions ceases from the moment when they are categorized as held for sale and are shown as current in appropriate lines for assets, liabilities and equity. A discontinued operating facility is a component (operating facilities and cash flows that can be clearly distinguished, operationally and for financial reporting purposes, of the rest of the entity) of an entity that either was disposed of or is categorized as held for sale, and:

(i) represents a major business line or separate geographical area of operations;

(ii) it is an integral part of a single coordinated plan for disposing of a major business line or separate geographical area of operations; or

(iii) it is a subsidiary acquired solely for resale purposes.

The results of discontinued operating facilities are given as a single amount in the income statement, comprising gains or losses after taxes of the discontinued operating facilities, plus gains or losses after taxes recognized in the fair-value measurement net of selling costs or in the disposal of assets or of one or more group for disposal that constitute the discontinued operating facility.

Balances and transactions between continued operations and discontinued operations are eliminated to the extent they represent the operations no longer to be carried out by the Group.

There are no assets under these conditions as at 31 December 2023 and 2022.

2.21. Balances and transactions expressed in foreign currency

All assets and liabilities expressed in foreign currency were converted to Euros using official currency exchange rates in force on the date of the statement of financial position.

Favourable and unfavourable currency exchange differences originated by the differences between currency exchange rates applicable on the transaction date and those applicable on the collection date, payments or on the date of the statement of financial position, of those same transactions, are recorded as income and expenses in the consolidated income statement for the period, except those regarding non-monetary amounts whose change in fair value is recorded directly in equity.

2.22. Subsequent events

The events occurring after the date of the statement of financial position providing additional evidence or information regarding conditions that existed on the date of the statement of financial position (adjusting events) are reflected in the Group's financial statement. Events after the date of the statement of financial position that are indicative of the conditions that arose after the date of the statement of financial position (non-adjusting events), when material, are disclosed in the Notes to the financial statements.

2.23. Information by segments

In each period, the Group identifies the most adequate segment division taking into consideration the business areas in which the Group is present. Operating segment is a group of assets and operations of the Group whose financial information is used in the decision-making process developed by Group management.

Operating segments are shown in these consolidated financial statements as they are shown internally in examining the evolution of the Group's business.

The report's accounting policies by segments are those consistently used within the Group. Intersegmental sales and service provisions are all shown at market prices, and all these are eliminated on the consolidation process.

Information on the identified segments is disclosed in Note 36.

2.24. Employee Benefits

Retirement pension plan

The subsidiary Socitrel has undertaken to provide its employees with cash benefits as supplements to old-age or disability pensions. These liabilities are covered by the corresponding autonomous pension funds, whose annual charges, determined according to actuarial calculations, are recorded as costs or income for the year, in accordance with IAS 19 - 'Employee benefits'.

Defined benefit plans

The liability recognized in the consolidated statement of financial position for a defined benefit plan is the present value of the defined benefit obligation at the balance sheet date. The defined benefit plan obligation is calculated annually by independent actuaries, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting future cash outflows, using the interest rate on high-quality bonds denominated in the same currency in which the benefits will be paid and with maturities close to those of the liability that is assumed.

All actuarial gains and losses resulting from adjustments based on experience and changes in actuarial assumptions are recognized directly in equity and presented in other comprehensive income in the year in which they occur; they are not subsequently reclassified in the income.

Net financial costs and income from plan assets are recognized in profit or loss.

Financial costs are calculated by applying the discount rate to the defined benefit liability or asset. The Group recognizes current and past service costs, gains and losses on cuts and/or settlements, as well as net financial costs under 'Payroll Expenses'.

Past service costs are immediately recognized in the income statement, unless changes in the pension plan are conditioned by the employees remaining in service for a certain period of time (the period that qualifies for the benefit). In this case, past service costs amortized on a straight-line basis over the period in question.

Gains and losses generated by a cut or settlement of a defined benefit pension plan are recognized in the income statement for the year in which the cut or settlement occurs. A cut occurs when there is a material reduction in the number of employees or there are changes in the plan that reduce the defined benefits, with a material effect, thus resulting in a reduction in the liabilities associated with the plan.

However, historically, in the case of the subsidiary Socitrel, the assets of autonomous pension funds exceed the liabilities for past services. Thus, the Ramada Group recorded an asset in its consolidated financial statements to the extent that the difference corresponds to lower needs for appropriations to the pension funds in the future. During the year ended 31 December 2023, Socitrel's Pension Fund was terminated, after obtaining the appropriate authorization from *ASF - Autoridade de Supervisão de Seguros e Fundos de Pensões* (Note 14).

Defined contribution plans

Defined contribution plans are pension plans for which defined contributions are made to independent entities (funds) and regarding which there is no legal or constructive obligation to pay any additional contribution at the time when employees enjoy these benefits.

Contributions consist of a percentage of the remuneration earned by the employees included in the plan, which is defined in the plan's Regulation and which varies only according to the seniority and position of its beneficiaries. Contributions to defined contribution plans are recorded as a cost in the period in which they are due.

2.25. Changes in accounting policies and correction of errors

Regarding new standards, interpretations, amendments and revisions to IFRS, see Note 2.1.

During the period, there were no voluntary changes in accounting policies. Likewise, no material errors were recognized in relation to previous periods.

3. JUDGEMENTS AND ESTIMATES

In preparing the consolidated financial statements, in accordance with the accounting standards in force (Note 2.1), the Group's Board of Directors adopted certain assumptions and estimates affecting assets and liabilities, as well as income and expenses incurred in relation to the reported periods. All of the estimates and assumptions by the Board of Directors were carried out based on their existing best knowledge, on the date of approval of financial statements, events, and ongoing transactions.

The main value judgements and most significant estimates conducted and used in preparing consolidated financial statements include:

a) Determining impairment losses in receivables
Impairment losses in receivables are determined as shown under Note 2.12. This way, determining impairment through individual analysis amounts to the Group’s judgement regarding the economic and financial situation of its customers and to its estimate on the value attributed to any existing guarantees, with the subsequent impact on expected future cash flows. On the other hand, expected impairment losses in credit granted are determined considering a set of historical information and assumptions, which might not be representative of the future uncollectability from the Group’s debtors.

b) Investment property valuation
Although the accounting policy followed by the Group in the valuation of investment properties is cost, for the purpose of disclosure of the market value of these assets and assessment of any impairment losses, the calculation of their market value includes relevant judgments and estimates, namely forecasts of future rents and yields.

Estimates were determined based on the best available information on the date when consolidated financial statements are prepared and on the basis of the best knowledge and on experience with past and/or current events. However, there are situations that could occur in subsequent periods which, while not foreseeable on that date, were not considered in those estimates. Changes to those estimates, which occur subsequent to the date of the consolidated financial statements, will be corrected in the income statement on a prospective basis, as provided for under IAS 8 – Accounting Policies, Changes to Accounting Estimates and Errors.

4. FINANCIAL RISK MANAGEMENT

The Ramada Group is basically exposed to: (i) market risk; (ii) liquidity risk; (iii) credit risk; and (iv) capital risk. The main objective of the Board of Directors in terms of risk management consists of reducing these risks to a level deemed acceptable for carrying on the Group's business. The risk management policy's guiding principles are outlined by Ramada's Board of Directors, which determines acceptable risk limits. The operational implementation of the risk management policy is carried out by the Management and by the Department at each investee company.

i. Market Risk

Interest rate risk and the risk of variability in commodity prices are particularly important in the market risk management context.

When it deems necessary, the Group uses derivative instruments in managing the market risks to which it is exposed as a way of guaranteeing their hedging. Derivative instruments are not used for trading or speculation purposes.

a) Interest Rate Risk

Interest rate risk is mainly the result of the Group's indebtedness being indexed to variable rates (mostly indexed to Euribor), which may expose the cost of debt to a volatility risk.

The Ramada Group's Board of Directors approves the terms and conditions of financing deemed material for the Group. As such, it examines the debt structure, the inherent risks and the different options available on the market, namely regarding the type of interest rate (fixed/variable).

The sensitivity analysis below was calculated based on the exposure to the interest rate in force on the date of the consolidated statements of financial position. The basic assumption for this analysis was that the financing structure (remunerated assets and liabilities) remained stable throughout the year and was similar to that shown on 31 December 2023 and 2022.

Therefore, in the years ended 31 December 2023 and 2022, the Group's sensitivity to changes in the interest rate index by an increase/decrease of 100 basis points, measured as the variation in financial results, can be analyzed as follows:

	31.12.2023	31.12.2022
Interest expenses (Note 33)	2,633,416	1,164,455
Positive change of 100 basis points in the interest rate applied to the entire debt	307,000	254,000
Negative change of 100 basis points in the interest rate applied to the entire debt	307,000	254,000

b) Commodity price variability risk

Because it carries out its activity in a sector where commodities (steel) are traded, the Group is particularly exposed to price variations, with the corresponding impact on results. Accordingly, where necessary to mitigate the volatility of its results, the Group may seek to hedge its exposure to price variability by contracting derivative financial instruments.

On the other hand, although the Group is indeed exposed to this risk in the context of the acquisition of raw materials, such impact is reflected in the final price charged to customers, which is why a sensitivity analysis would not be relevant in this case.

ii. Credit Risk

The Group's exposure to credit risk is mostly associated with accounts receivable arising from its commercial activity. Credit risk refers to the risk of a counterparty defaulting on its contractual obligations, resulting in a loss for the Group.

The credit risk assessment is carried out on a regular basis, taking into account the economic conditions at any given time and the specific credit position of each of the customers, adopting corrective procedures where appropriate.

The Group has no significant credit risk concentrated on any particular customer or group of customers or with similar characteristics, as accounts receivable are divided between a large number of customers, different business areas and geographical areas.

Given the amount of credit granted to customers, the Ramada Group seeks to efficiently manage its volume, establishing a set of rules that allow, on the one hand, to minimize the risk of impairment and, on the other, to maintain a healthy and active customer base to guarantee the present and future sales flow.

Credit risk is limited by managing risk combination and carefully selecting counterparties, as well as by taking out credit insurance with specialized institutions and which cover a significant part of the credit granted as a result of the business carried on by the Group. The definition and approval of plafond per customer takes into account the existing credit insurance.

When credit insurance is insufficient to meet the customer's credit needs, there is an analysis focused on payment history (in the case of existing customers) and financial indicators (new and existing customers). Both the plafond and the internal rating assigned to the customer are fine-tuned in the course of the commercial relationship.

iii. Liquidity Risk

The main objective of the liquidity risk management policy is to ensure that the Group has, at all times, the necessary financial resources to meet its responsibilities and to pursue the strategies outlined in compliance with all its commitments to third parties, as they become due, by adequately managing the maturity of the corresponding loans.

The Group defines as an active liquidity risk management policy: (i) maintaining a high level of free and readily available resources to cover current payments and their maturity, (ii) limiting the probability of default in the repayment of all its investments and loans, negotiating the range of contractual clauses, and (iii) minimizing the opportunity cost of holding excess liquidity in the short term. The Group also seeks to make the due dates of assets and liabilities compatible, through a streamlined management of their maturities. As at 31 December 2023 and 2022, the financial assets held by the Group are mainly accounts receivable from customers and cash and bank deposits, namely deposits available on demand. In addition, the Group has unused credit lines as disclosed in Note 23.

The Group keeps a liquidity reserve in the form of credit lines with the banks it deals with, in order to ensure the capacity to meet its commitments, without having to refinance itself under unfavourable conditions. As at 31 December 2023, the amount of consolidated loans maturing in 2024 is EUR 26 million, and at 31 December 2023 the Group had consolidated credit lines contracted and not used in the amount of EUR 44 million.

In view of the above, the Group expects to meet all its treasury needs by using the flows from operating activity and investments, as well as, if necessary, by using the available credit lines.

iv. Capital risk

The Ramada Group's capital structure, determined by the proportion between equity and net debt, is managed so as to make sure its operating activities continues and it carries on its business, while maximizing shareholder return and optimizing financing expenses.

The Group periodically monitors its capital structure, by identifying risks, opportunities and measured adjustment needs aimed at achieving the aforementioned goals.

As at 31 December 2023 and 2022, the Ramada Group has a conservative total equity/net debt ratio.

(net debt is the algebraic sum of the following items in the consolidated statement of financial position: other loans; bank loans; lease liability and (-) Cash and cash equivalents).

5. CHANGES IN THE CONSOLIDATION PERIMETER

During the period ended 31 December 2023, the total share capital and voting rights of the company Blau Stahl, Unipessoal, Lda, with registered office in Estarreja, were acquired, with Ramada Group now holding 100% of that company, through the subsidiary Planfuro Global, S.A.. Blau Stahl, Unipessoal, Lda. was included in Ramada Group by the full consolidation method.

The acquisition took place on 31 May 2023, so the statement of financial position of this company was taken into account on 31 December 2023 with an impact of seven month on the condensed consolidated income statement.

Accordingly, the effects of this acquisition on the condensed consolidated financial statements are detailed as follows:

	At acquisition date		
Values in Euro	**Book Values**	**Fair value adjustments**	**Net assets (Fair value)**
Net assets acquired			
Property, plant and equipment (Note 11)	1,045,445	154,555	1,200,000
Right-of-use assets (Note 12)	378,135	—	378,135
Deferred tax assets (Note 15)	218,484	276,869	495,354
Trade receivables	1,177,092	—	1,177,092
Inventories (Note 16)	1,063,844	(589,864)	473,980
Other current assets	18,146	—	18,146
Cash and cash equivalents	364,689	—	364,689
Other assets	66,394	—	66,394
Lease Liabilities (Note 12)	(378,135)	—	(378,135)
Deferred tax liabilities (Note 15)	—	(34,775)	(34,775)
Provisions (Note 27)	(499,500)	—	(499,500)
Trade payables	(80,640)	—	(80,640)
Other liabilities	(472,686)	—	(472,686)
Total net assets acquired	**2,901,268**	**(193,215)**	**2,708,054**

Non-controlling interests	—
Acquisition cost:	
Payment of Shares	(2,596,449)
Amount to be settled	(122,862)
Goodwill (Note 8)	11,257
Net cash flow resulting from the acquisition	
Payments performed	(2,596,449)
Cash and cash equivalents acquired	364,689
	(2,231,760)

Its activity focuses on Steel Cutting and Machining, as well as a strong competence in the manufacture of customized and assembled structures. This acquisition provides the activity of Special Steels with greater responsiveness in these areas of activity.

The Property, plant and equipment acquired essentially relates to the industrial facilities and warehouses located at Moita. In relation to the right-of-use assets acquired, these relate to the lease agreement for the facilities and warehouses located at Estarreja, which corresponds to the location of the company's registered office.

The balance of Trade receivables acquired relates to amounts receivable from customers arising from the company's normal operating activities.

During the year ended 31 December 2023, the Group recorded the process of allocating the acquisition price of Blau Stahl on a preliminary basis, having allocated to Goodwill the difference between the price paid and the fair value of the assets acquired and the liabilities and contingent liabilities assumed. The purchase price allocation will be carried out until the end of the twelve-month period from the acquisition date, as permitted by IFRS 3.

6. SUBSIDIARIES INCLUDED IN THE CONSOLIDATION, INVESTMENTS IN ASSOCIATES AND OTHER INVESTMENTS

6.1. Subsidiaries included in the consolidation

The companies included in the consolidation using the full consolidation method, respective offices, proportion of capital held and main activity as at 31 December 2023 and 2022 are detailed as follows:

		Effective held percentage		
Company	**Registered office**	31.12.2023	31.12.2022	**Main activity**
Parent company:				
Ramada Investimentos e Indústria S.A.	Porto			Management consulting services and shareholding management
Ramada Group				
Ramada Aços, S.A.	Ovar	100%	100%	Steel trade
Planfuro Global, S.A.	Leiria	100%	100%	Metal mould manufacturing
Universal Afir, S.A.	Ovar	100%	100%	Steel trade
F. Ramada II, Imobiliária, S.A.	Ovar	100%	100%	Real estate
Socitrel - Sociedade Industrial de Trefilaria, S.A.	Trofa	100%	100%	Steel wire manufacturing and trade
Socitrel Espana, S.A.	Spain	100%	100%	Steel wire manufacturing and trade
Expeliarmus - Consultoria, Unipessoal, Lda.	Trofa	100%	100%	Shareholding management
Socitrel Solar, Unipessoal, Lda.	Trofa	100%	100%	Management of electric energy production and sale facilities
Ramada Solar, Unipessoal, Lda.	Ovar	100%	100%	Management of electric energy production and sale facilities
Blau Stahl, Unipessoal, Lda. [(a)]	Estarreja	100%	—	Steel trade

(a) Entity acquired in the second quarter of 2023 (Note 5).

These subsidiary companies were included in the Ramada Group's consolidated financial statements using the full consolidation method, as disclosed in in Note 2.2.

6.2. Investments in associates

As at 31 December 2023 and 2022, the item 'Investments in associates' can be detailed as follows:

		31 December 2023				
Company	% Held	Opening balance	Transfers	Additions	Reductions	Closing balance
Fisio Share – Gestão de Clínicas, S.A	39.71%	5,231,294	—	557,485	—	5,788,779
		5,231,294	—	557,485	—	5,788,779

		31 December 2022				
Company	% Held	Opening balance	Transfers	Additions	Reductions	Closing balance
Fisio Share – Gestão de Clínicas, S.A	39.71%	4,839,788	—	391,505	—	5,231,294
		4,839,788	—	391,505	—	5,231,294

As at 31 December 2023 and 2022, the increase refers to the application of the equity method of the Group's participation in the incorporation of the company Fisio Share - Gestão de Clínicas, S.A.. This investee is engaged in the provision of technical and consultancy services in the areas of health management and administration.

The financial information of the consolidated accounts of the associated company as of 31 December 2023 and 2022, according to its financial statements available at that date, can be summarized as follows:

	31 December 2023 (provisional and unaudited figures)		31 December 2022 (provisional and unaudited figures)	
Associate company	Total Equity	Net profit	Total Equity	Net profit
Fisio Share - Gestão de Clínicas, S.A.	14,516,011	1,403,890	13,112,121	985,910

7. Other investments

As at 31 December 2023 and 2022, the value of 'Other investments' and the corresponding impairment losses is detailed as follows:

	31.12.2023	31.12.2022
Gross value		
Opening balance	5,749,445	4,967,633
Additions	—	781,812
Closing Balance	5,749,445	5,749,445
Accumulated impairment losses (Note 27)		
Opening balance	(5,749,445)	(4,967,633)
Additions	—	(781,812)
Closing Balance	(5,749,445)	(5,749,445)
Net value	—	—

As at 31 December 2023 and 2022, the Group held 22.52% of the company CEV, S.A. This subsidiary is engaged in the development and intellectual protection, production and trade of organic fungicides for agriculture. This investee is not listed and the Group does not have significant influence over this holding, considering, in particular, that:

- It is not represented in the subsidiary's Executive Board;
- It has no power to participate in the definition of operational and financial policies;
- It has no material transactions with the Subsidiary;
- It does not provide technical information to the Subsidiary.

In view of the above, the Group believes that, having no influence on that company's governance bodies, it should consider this holding as another investment and not as an associate.

The assessment of whether or not there are signs of impairment on investments in other investments takes into account, among others, the financial indicators of the Companies in question, their operating results and their profitability for the shareholder, namely considering their ability to distribute dividends.

7.1. Payments and receipts related to investments

As at 31 December 2023 and 2022, payments related to investments are detailed as follows:

	31.12.2023	31.12.2022
Other investments - CEV	—	781,812
	—	781,812

8. Goodwill

On 31 December 2023, Goodwill is entirely associated with the acquisition in 2023 of the company Blau Stahl, Unipessoal, Lda. (Note 5).

9. CLASSES OF FINANCIAL INSTRUMENTS

Financial instruments are classified as follows, in accordance with the policies disclosed in Note 2.12:

9.1. Financial assets

31 December 2023	Financial assets recorded at amortized cost	Total
Current assets		
Trade receivables	36,225,831	36,225,831
Other receivables	311,549	311,549
Other current assets	130,844	130,844
Cash and cash equivalents	16,162,326	16,162,326
	52,830,550	52,830,550
	52,830,550	52,830,550

31 December 2022	Financial assets recorded at amortized cost	Total
Current assets		
Trade receivables	49,385,336	49,385,336
Other receivables	1,084,027	1,084,027
Other current assets	39,308	39,308
Cash and cash equivalents	28,545,215	28,545,215
	79,053,886	79,053,886
	79,053,886	79,053,886

9.2. Financial liabilities

31 December 2023	Financial liabilities recorded at amortized cost	Total
Non-current liabilities		
Bank loans	19,500,000	19,500,000
Other loans	357,224	357,224
Lease Liabilities	849,575	849,575
	20,706,799	20,706,799
Current liabilities		
Bank loans	5,987,401	5,987,401
Other loans	20,358,932	20,358,932
Lease Liabilities	371,614	371,614
Trade payables	23,364,025	23,364,025
Other payables	794,925	794,925
Other current liabilities	4,474,355	4,474,355
	55,351,252	55,351,252
	76,058,051	76,058,051

31 December 2022	Financial liabilities recorded at amortized cost	Total
Non-current liabilities		
Bank loans	25,487,401	25,487,401
Other loans	612,651	612,651
Lease Liabilities	414,409	414,409
	26,514,461	26,514,461
Current liabilities		
Bank loans	6,000,000	6,000,000
Other loans	21,997,988	21,997,988
Lease Liabilities	255,205	255,205
Trade payables	34,292,135	34,292,135
Other payables (Note 25)	2,935,016	2,935,016
Other current liabilities (Note 26)	4,860,307	4,860,307
	70,340,651	70,340,651
	96,855,112	96,855,112

The value of financial liabilities recorded at amortized cost is close to their fair value.

10. INVESTMENT PROPERTIES

The movements occurred in this item in the periods ended 31 December 2023 and 2022 are detailed as follows:

	31.12.2023	31.12.2022
Gross opening balance	89,918,380	89,787,130
Acquisitions	—	141,750
Disposals	(93,134)	(10,500)
Gross closing balance	89,825,246	89,918,380
Impairment Losses (Note 27)	(1,100,000)	(1,100,000)
Closing balance	88,725,246	88,818,380

The lands are leased and, during the year ended 31 December 2023, generated income from rents in the amount of approximately EUR 7,600,000 (approximately EUR 6,800,000 on 31 December 2022).

Most of the investment properties held by the Ramada Group are lands under lease agreements signed in 2007 and 2008 with an average duration of twenty years (with the possibility of being extended for an additional period of four to six years, depending on the agreements, if the lessee needs this period to achieve the number of cuts expected to be made under usual conditions), the valuation method used in this case is the cost method.

Minimum future collections related to leases of forest land amount to approximately EUR 7.6 million in each of the next five years. After that period and until the end of the agreements, minimum future collections will total approximately EUR 39 million. The lease installments established in the lease agreements are updated every two years, starting from the beginning of the calendar year immediately following the one in which the corresponding agreement was signed, based on the consumer price index.

Some of these lands, in the approximate amount of EUR 74 million, are pledged as collateral for the Group's bank loans (Note 23).

As of 31 December 2023, the Group consulted an independent external valuer to support the Board of Directors in determining the fair value of the land recorded as investment property for the purpose of disclosure on this matter and also to assess the existence of any evidence of impairment.

The value studies prepared by the expert valuer aimed at identifying market references for the annual rent value per hectare and market yields (discount rates). In this way, the valuer, taking into account the geographic dispersion and specific characteristics of the land, as well as the information references available in the market, assumed three different methods to determine the value of the annual rent per hectare

- Market Analysis - based on the prices of similar land transacted or advertised;
- Land Yield Analysis - based on the estimated yield per region of the country for eucalyptus plantations;
- Lease Analysis - based on the annual rent per hectare registered in its contract databases.

Based on the information obtained from the expert valuer, the Group determined the fair value of the investment properties based on a perpetuity of the rental value of the leases currently in force discounted at a yield of 5.25% (market yield for land with biological assets), Considering that the current rents do not differ significantly from market rents and it is expected the continuous renewal of these contracts by the current lessee or other operators of the lessee's sector of activity, since the real estate assets are in limited supply, considering the current legislation about the cultivation of eucalyptus.

According to the analysis prepared by the Group, based on the information obtained from the external expert and the perspectives of use of the land by the Board of Directors, the global "fair value" of the forest investment properties was determined to be, approximately, 142 million Euro (135 million Euro on 31 December 2022).

Considering the valuation method adopted by the Group for the Investment Properties (cost method), a comparison of the fair value with the net book value per land was also performed and no evidence of impairment was identified besides the land for which an impairment of approximately 1.1 million Euros is recorded.

11. PROPERTY, PLANT AND EQUIPMENT

During the periods ended 31 December 2023 and 2022, the movement occurred in the value of property, plant and equipment, as well as in the corresponding depreciation and accumulated impairment losses, was as follows:

	2023								
	Asset gross value								
	Land and natural resources	Buildings and other edification	Plant and machinery	Vehicles	Tools and utensils	Office equipment	Other tangible assets	Property, plant and equipment in progress	**Totals**
Opening balance	6,165,131	22,345,841	51,507,442	3,636,903	1,658,828	4,579,221	805,449	1,816,999	92,515,814
Changes in perimeter (Note 5)	116,313	483,687	590,486	2,104	—	6,640	770	—	1,200,000
Additions	—	35,112	660,002	109,017	54,076	71,115	—	3,285,711	4,215,033
Disposals	(116,313)	(842,795)	(247,766)	(335,795)	(884)	(80,867)	(592)	—	(1,625,012)
Transfers and Write-offs	79,875	(79,875)	671,091	15,840	—	—	—	(686,931)	—
Closing balance	6,245,006	21,941,970	53,181,255	3,428,069	1,712,020	4,576,109	805,627	4,415,779	96,305,835
	Accumulated depreciation and impairment losses								
	Land and natural resources	Buildings and other edification	Plant and machinery	Vehicles	Tools and utensils	Office equipment	Other tangible assets	Property, plant and equipment in progress	**Totals**
Opening balance	—	16,832,102	42,574,963	3,069,290	1,534,289	4,413,295	208,694	158,097	68,790,730
Additions	—	453,708	2,371,357	215,088	31,115	55,922	98,201	—	3,225,391
Disposals	—	(387,401)	(247,766)	(335,663)	(884)	(80,867)	(592)	—	(1,053,173)
Transfers and Write-offs	—	—	—	—	—	—	—	—	—
Closing balance	—	16,898,409	44,698,554	2,948,715	1,564,520	4,388,350	306,303	158,097	70,962,948
	6,245,006	5,043,561	8,482,701	479,354	147,500	187,759	499,324	4,257,682	25,342,887

	2022								
	Asset gross value								
	Land and natural resources	Buildings and other edification	Plant and machinery	Vehicles	Tools and utensils	Office equipment	Other tangible assets	Property, plant and equipment in progress	**Totals**
Opening balance	5,845,631	21,067,841	49,580,828	3,997,871	1,649,148	5,188,663	265,449	696,583	88,292,014
Additions	319,500	1,278,000	33,146	156,231	—	68,990	—	4,448,591	6,304,458
Disposals	—	—	(836,391)	(565,835)	—	(678,432)	—	—	(2,080,658)
Transfers and Write-offs	—	—	2,729,859	48,636	9,680	—	540,000	(3,328,175)	—
Closing balance	6,165,131	22,345,841	51,507,442	3,636,903	1,658,828	4,579,221	805,449	1,816,999	92,515,814
	Accumulated depreciation and impairment losses								
	Land and natural resources	Buildings and other edification	Plant and machinery	Vehicles	Tools and utensils	Office equipment	Other tangible assets	Property, plant and equipment in progress	**Totals**
Opening balance	—	16,461,250	41,074,001	3,428,659	1,502,287	5,033,187	110,604	158,097	67,768,085
Additions	—	370,852	2,332,629	194,960	32,002	58,540	98,090	—	3,087,073
Disposals	—	—	(831,667)	(554,329)	—	(678,432)	—	—	(2,064,428)
Transfers and Write-offs	—	—	—	—	—	—	—	—	—
Closing balance	—	16,832,102	42,574,963	3,069,290	1,534,289	4,413,295	208,694	158,097	68,790,730
	6,165,131	5,513,739	8,932,479	567,613	124,539	165,926	596,755	1,658,902	23,725,084

The additions for the years ended 31 December 2023 and 2022 refer mainly to the acquisition of manufacturing equipment aimed at expanding and increasing the Group's manufacturing and productive capacity, namely in terms of steel processing, as well as the acquisition of equipment to produce energy for self-consumption.

The item "Property, plant and equipment in progress" on 31 December 2023 essentially refers to the installation of the new furnace line for Heat Treatments.

On 31 December 2023 and 2022 there was no Property, plant and equipment pledged as collateral for borrowings, nor were any financial charges capitalized.

12. RIGHT-OF-USE ASSETS

During the period ended on 31 December 2023 and 2022, the movement that occurred in the value of right-of-use assets, as well as the corresponding amortization, was detailed as follows:

	2023		
	Asset gross value		
	Buildings and other edification	Vehicles	Total
Opening balance	—	2,150,902	2,150,902
Changes in perimeter (Note 5)	378,135	—	378,135
Additions	—	526,671	526,671
Reductions	—	—	—
Closing balance	378,135	2,677,573	3,055,708
	Accumulated amortization		
	Buildings and other edification	Vehicles	Total
Opening balance	—	1,481,289	1,481,289
Additions	29,088	329,838	358,926
Reductions	—	—	—
Closing balance	29,088	1,811,127	1,840,215
	349,047	866,446	1,215,493

	2022	
	Asset gross value	
	Vehicles	Total
Opening balance	1,726,013	1,726,013
Additions	470,368	470,368
Reclassifications	—	—
Reductions	(45,479)	(45,479)
Closing balance	2,150,902	2,150,902
	Accumulated amortization	
	Vehicles	Total
Opening balance	1,236,692	1,236,692
Additions	244,597	244,597
Reclassifications	—	—
Reductions	—	—
Closing balance	1,481,289	1,481,289
	669,613	669,613

The item 'Vehicles' refers to contracts for the lease of vehicles for periods of 4 to 5 years.

During the period ended 31 December 2023 and 2022, the movement that occurred in the value of lease liabilities was detailed as follows:

	31.12.2023	31.12.2022
Opening balance as at 1 January	669,613	489,321
Changes in perimeter (Note 5)	378,135	—
Additions	526,671	470,368
Accrued interest	37,975	19,917
Payments	(391,205)	(309,993)
Closing balance as at 31 December	1,221,189	669,613
Current	371,614	255,205
Non-current	849,575	414,409

In addition, the following amounts were recognized in 2023 and 2022 as expenses related to right-of-use assets:

	31.12.2023	31.12.2022
Depreciation of right-of-use assets	358,926	244,597
Interest expenses related to lease liabilities	37,975	19,917
Total amount recognized in results	**396,901**	**264,514**

The maturity of the lease liabilities on 31 December 2023 and 2022 is as follows:

	31.12.2023					
	2024	2025	2026	2027	>2027	Total
Lease Liabilities	371,614	288,436	225,644	157,960	177,535	1,221,189
	371,614	288,436	225,644	157,960	177,535	1,221,189

	31.12.2022					
	2023	2024	2025	2026	>2026	Total
Lease Liabilities	255,205	188,860	132,397	81,673	11,479	669,614
	255,205	188,860	132,397	81,673	11,479	669,614

13. INTANGIBLE ASSETS

During the periods ended 31 December 2023 and 2022, the movements that occurred in the value of intangible assets, as well as the corresponding depreciation and accumulated impairment losses were as follows:

	2023	
	Asset gross value	
	Software	Total
Opening balance	529,558	529,558
Additions	18,799	18,799
Disposals and Write-offs	(277,422)	(277,422)
Closing balance	270,935	270,935

	Amortization and accumulated impairment losses	
	Software	Total
Opening balance	518,225	518,225
Additions	11,933	11,933
Disposals and Write-offs	(277,422)	(277,422)
Closing balance	252,736	252,736
	18,199	18,199

	2022	
	Asset gross value	
	Software	Total
Opening balance	512,559	512,559
Additions	16,999	16,999
Disposals and Write-offs	—	—
Closing balance	529,558	529,558

	Amortization and accumulated impairment losses	
	Software	Total
Opening balance	512,559	512,559
Additions	5,666	5,666
Disposals and Write-offs	—	—
Closing balance	518,225	518,225
	11,333	11,333

14. OTHER NON-CURRENT ASSETS

On 31 December 2022, the item 'Other non-current assets' corresponded to the supplementary pension scheme - Pension Plans in the subsidiary Socitrel with the following characteristics:

(i) All employees in Socitrel's staff establishment who, at the date of retirement, have at least 10 and 5 years of continuous service are eligible for the retirement (at the age established in the General Social Security Scheme) and disability benefit, respectively;

(ii) Pensionable service time is the number of full years at the Company's service at the date of retirement, up to a maximum of 20 years, and the pensionable salary is the gross monthly base salary;

(iii) The pension is calculated based on the following formula: P = 1% x N x SP (P = monthly retirement pension, N = pensionable service time, SP = monthly pensionable salary for the Company), where P will be, at most, the difference between the net monthly base salary and the monthly Social Security pension. This pension is paid 14 times a year.

In order to face the responsibilities arising from this defined benefit scheme, Socitrel created the so-called 'Socitrel Pension Fund' in previous years.

As from 1 January, 2018, with the approval of the ASF - Supervisory Authority for Insurance and Pension Funds, Socitrel changed the existing pension system from a defined benefit system to a defined contribution plan. Therefore, the Socitrel Pension Fund has two components:

(i) Defined Benefit Component - Applicable to retired employees and pensioners as at 31 December 2017, being subject to the same conditions as the Pensions that existed until that date; and

(ii) Defined Contribution Component - Applicable to all permanent employees of Socitrel, including management bodies and other management positions, on 31 December 2017 and those subsequently admitted and whose main characteristics are:

a. Socitrel's initial contribution corresponds to the amount of liabilities for past services calculated with effect from 31 December 2017 (EUR 519,984) allocated to each employee according to the actuarial calculation of the Pension Fund Management Company, for which Socitrel is not responsible;

b. Socitrel's annual contribution shall be made taking into account each employee's base salary and Socitrel's performance;

c. The employee's individual contribution corresponds to the amount that each employee can contribute to the pension plan if he/she chooses to do so.

During the year ended 31 December 2023, Socitrel's Pension Fund was terminated after the approval of the *ASF - Autoridade de Supervisão de Seguros e Fundo de Pensões* had been obtained, resulting in: (i) the elimination of the Defined Benefit component, insofar as its beneficiaries were given the option of transferring the individual value to another pension fund in the form of individual membership or by signing a life annuity insurance contract, thus eliminating, in either case, any future liability for Socitrel; and (ii) the maintenance of the pension plan in the Defined Contribution component, but without it being supported by Socitrel's Pension Fund.

The movements that occurred during the years ended 31 December 2023 and 2022 in the difference between the value of the Pension Fund and the current value of Liabilities for Past Services were detailed as follows:

	31.12.2023	31.12.2022
Excess coverage - Opening balance	1,250,324	1,399,771
Amounts recognized in the income statement:		
Interest income	46,072	8,772
Income gain/Cost of interest	(7,187)	(1,633)
Amount allocated to participants in the defined contribution component	(279,564)	—
	(240,679)	7,139
Amounts recognized directly as comprehensive income:		
Actuarial variations	(74,714)	(55,851)
Contribution allocated during the year	(101,518)	(100,735)
Excess coverage received	(833,413)	—
Excess coverage - Closing balance	—	1,250,324

In the year ending 31 December 2023, the excess coverage received corresponds to the amount that was transferred as a result of the termination of the Pension Fund.

15. CURRENT AND DEFERRED TAXES

According to current legislation, tax returns are subject to review and correction by the tax authorities during a period of four years (five years for Social Security), except when there have been tax losses, tax benefits granted, or when audits, complaints or challenges are in progress, in which cases, depending on the circumstances, the deadlines are extended or suspended. Thus, the Group’s tax returns from 2020 to 2023 may still be subject to review.

Ramada heads a group of companies based in Portugal (Ramada Group) that are taxed according to the special taxation regime for groups.

15.1. Deferred taxes

The movements that occurred in deferred tax assets and liabilities in the periods ended 31 December 2023 and 2022 were detailed as follows:

	2023		2022	
	Deferred tax assets	Deferred tax liabilities	Deferred tax assets	Deferred tax liabilities
Balance as at 1 January	2,090,652	914,355	3,740,880	915,794
Changes in perimeter (Note 5)	495,354	34,775	—	—
Effect on the income statement	(869,232)	(36,214)	(1,650,228)	(1,439)
Balance as at 31 December	1,716,774	912,916	2,090,652	914,355

Deferred taxes detailed according to the temporary differences that generated them are as follows:

	2023		2022	
	Deferred tax assets	Deferred tax liabilities	Deferred tax assets	Deferred tax liabilities
Provisions and impairment losses not accepted for tax purposes	1,288,503	—	1,613,807	—
Tax losses carried forward	80,850	—	—	—
Investment Tax Benefit	—	—	—	—
Extraordinary Fixed Asset Revaluation	199,010	—	299,034	—
Depreciation not accepted as tax cost		4,632	—	6,071
Tax benefits	—	—	29,400	—
Fair value adjustments in business combinations	148,411	908,284	148,411	908,284
	1,716,774	912,916	2,090,652	914,355

The item 'Extraordinary Fixed Asset Revaluation' corresponds to the accounting impact associated with the recognition of deferred tax assets resulting from the adoption of the fixed asset revaluation scheme published by Decree-Law No. 66/2017, of 3 November.

As at 31 December 2023 and 2022, Socitrel had reportable tax losses in the amount of approximately EUR 19.4 million, which were generated in 2015. As a result of inspections carried out by the Tax Authority for the years ended on 31 December 2014 and 2015, the Tax Authority did not consider as deductible cost the amount of approximately EUR 19,410,000 related to charges incurred in the year ended 31 December 2015, disregarding the debt of Socitrel's previous shareholder within the scope of the agreements included in Socitrel's Special Revitalization Process. Since it disagrees with the Tax Authority's decision, Socitrel filed a Judicial Objection, and the legal proceedings are currently underway.

It should be noted that the tax losses mentioned above have not been used to date, nor have they given rise to the recognition of deferred tax assets, so there will be no impact as a result of an eventual unfavorable decision. In the event of a favorable decision, deferred tax assets relating to tax losses would be recognized, as they were recoverable based on the Entity's business plan.

15.2. Current taxes

Income tax recognized in the income statement for the periods ended 31 December 2023 and 2022 is detailed as follows:

	31.12.2023	31.12.2022
Income tax for the period:		
Current tax	964,651	3,339,286
Deferred tax	833,018	1,648,789
	1,797,669	4,988,075

Income before tax and income for the financial year are reconciled as follows:

	31.12.2023	31.12.2022
Profit before income tax	12,211,010	25,021,623
Tax rate	21%	21%
	2,564,312	5,254,541
Municipal surcharge	95,839	350,694
State surcharge	98,200	501,703
Autonomous taxes	113,832	131,827
Tax Benefits	(1,244,256)	(1,410,065)
Others	169,742	159,376
Income tax	1,797,669	4,988,076

16. *INVENTORIES*

As at 31 December 2023 and 2022, the amount recorded under the line 'Inventories' is detailed as follows:

	31.12.2023	31.12.2022
Goods	375,002	339,940
Raw materials, subsidiaries and consumables	22,341,168	33,808,522
Finished products and intermediate goods	3,400,376	3,910,649
Products and works in progress	1,033,207	983,357
	27,149,753	39,042,468
Adjustments to inventories	(2,844,463)	(3,856,228)
	24,305,290	35,186,240

The amounts recorded in adjustments to inventories as at 31 December 2023 and 2022 correspond to the best estimate of the Board of Directors to reduce their value to their net realizable value or market price.

Cost of sales and variation in production for the years ended 31 December 2023 and 2022 was detailed as follows:

31 December 2023	Raw materials, consumables, goods and other inventories	Finished and intermediate products and work in progress	Total
Opening balance	34,148,462	4,894,006	39,042,468
Changes in perimeter (Note 5)	473,980	—	473,980
Purchases and regularizations	79,573,695	298,825	79,872,520
Adjustments to inventories	(846,389)	(165,376)	(1,011,765)
Closing balance	(22,716,170)	(4,433,583)	(27,149,753)
Cost of sales and variation in production	90,633,578	593,872	91,227,450

31 December 2022	Raw materials, consumables, goods and other inventories	Finished and intermediate products and work in progress	Total
Opening balance	27,772,194	4,591,425	32,363,619
Purchases and regularizations	123,738,297	32,341	123,770,638
Adjustments to inventories	771,610	23,876	795,486
Closing balance	(34,148,462)	(4,894,006)	(39,042,468)
Cost of sales and variation in production	118,133,639	(246,364)	117,887,275

As at 31 December 2023 and 2022, the adjustments to inventories that were until 2022 presented under the heading "Provisions and impairment losses" were reclassified to the caption "Cost of sales and changes in production", in the amount of 1,011,767 Euro (reversal) and 795,486 Euro (increase), respectively.

17. TRADE RECEIVABLES

As at 31 December 2023 and 2022, this item is detailed as follows:

	31.12.2023	31.12.2022
Trade receivables - Gross Value	43,372,414	57,365,685
Impairment Losses (Note 27)	(7,146,583)	(7,980,349)
Closing balance	36,225,831	49,385,336

The aging schedule of customer balances receivable can be analyzed as follows:

	31 December 2023					
	Gross Value			Net Value		
	Industry	Real estate	Total	Industry	Real estate	Total
Not due	24,532,194	7,338,688	31,870,882	23,648,001	7,338,688	30,986,689
Due						
0 - 180 days	5,815,419	—	5,815,419	5,215,431	—	5,215,431
+ 180 days	5,686,113	—	5,686,113	23,711	—	23,711
	36,033,726	7,338,688	43,372,414	28,887,143	7,338,688	36,225,831

	31 December 2022					
	Gross Value			Net Value		
	Industry	Real estate	Total	Industry	Real estate	Total
Not due	33,733,376	6,891,562	40,624,938	32,554,442	6,891,562	39,446,004
Due						
0 - 180 days	12,110,050	—	12,110,050	9,920,626	—	9,920,626
+ 180 days	4,630,699	—	4,630,699	18,705	—	18,705
	50,474,125	6,891,562	57,365,687	42,493,773	6,891,562	49,385,336

The Group's exposure to credit risk is attributable, first and to receivables from its operating activity. The amounts given in the consolidated statement of financial position are net of accumulated impairment losses that were estimated by the Group, in accordance with IFRS 9.

Of the total gross customer balances at 31 December 2023 and 2022, excluding balances with related entities, the amount that is not covered by credit insurance, bank guarantees or documentary credits is, approximately, 50%.

The Group does not charge any interest while set payment terms (90 days on average) are being complied with. Upon expiry of these time limits, contractually set interest is charged under legislation to each situation. This will tend to occur only in extreme situations. As a matter of prudence, debited interest is deferred and is only recognized in the income statement on the date it is charged.

18. STATE AND OTHER PUBLIC ENTITIES

As at 31 December 2023 and 2022, these asset and liability items were detailed as follows:

	31.12.2023	31.12.2022
Debit balances		
Income tax	2,946,721	—
Total income tax	2,946,721	—
VAT - Value Added Tax	925,331	53,269
Total other taxes (Note 19)	925,331	53,269
Credit balances		
Income tax	—	2,358,292
Total income tax	—	2,358,292
VAT - Value Added Tax	1,951,205	1,926,117
Social security contributions	240,640	287,397
Personal Income Tax	227,279	381,946
Other Taxes	304	304
Total other taxes (Note 25)	2,419,428	2,595,764

19. OTHER RECEIVABLES

As at 31 December 2023 and 2022, this line item was detailed as follows:

	31.12.2023	31.12.2022
Advance payments to suppliers	1,675,671	3,101,157
Receivables from the State and other public entities (Note 18)	925,331	53,269
Other current debtors	311,549	1,084,026
	2,912,551	4,238,452
Accumulated impairment Losses	—	—
	2,912,551	4,238,452

As at 31 December 2022, the caption "Other current debtors" relates mainly to accrued income associated with liquidated VAT on goods that were in customs at the end of the year that will be fully deducted in subsequent periodic declarations, as a result of the Group's increase in stock and orders compared to the comparative period.

As at 31 December 2023, the variance in the item "Advance payments to suppliers" is mainly explained by the normalization of the macroeconomic environment in relation to the last half of the period ended 31 December 2022. As at 31 December 2022, with the effect of demand, various advances to suppliers were made in order to ensure full supply/stock supply to the Group's operating components.

20. CASH AND CASH EQUIVALENTS

As at 31 December 2023 and 2022, the item 'Cash and cash equivalents' was detailed as follows:

	31.12.2023	31.12.2022
Cash	14,368	39,604
Bank deposits	16,147,958	28,505,611
Cash and cash equivalents in the statement of financial position	16,162,326	28,545,215
Bank overdrafts (Note 23)	(5,103,505)	(3,742,561)
Cash and cash equivalents in the cash flow statement	11,058,821	24,802,654

21. SHARE CAPITAL AND RESERVES

21.1. Share capital

As at 31 December 2023 and 2022, the Group’s share capital was fully subscribed and paid up and consisted of 25,641,459 nominative shares with a nominal unit value of EUR 1.

As at 31 December 2023 and 2022, there were no legal entities with a stake in the subscribed capital of at least 25%.

21.1. Reserves

(I) Legal reserve

Portuguese commercial legislation establishes that at least 5% of the annual net profit must be allocated to the 'Legal reserve' until it represents at least 20% of the share capital.

As at 31 December 2023 and 2022, the Group's financial statements included an amount of EUR 7,193,058 related to legal reserve, which may not be distributed among shareholders, except in the event of closing up the Group, but can be used either for absorbing losses after the other reserves have been exhausted or incorporated in capital.

(II) Other reserves

As at 31 December 2023 and 2022, the item 'Other reserves and retained earnings' is detailed as follows:

	31.12.2023	31.12.2022
Reserves of actuarial changes	—	(257,458)
Reserve DL 66/2016	1,047,315	1,047,315
Retained earnings	79,489,905	80,462,526
	80,537,220	81,252,383

As at 31 December 2023, the balance accumulated under the heading "Reserves of actuarial changes", as a result of the extinction of the Pension Fund, was transferred to the heading "Retained earnings" (Note 14).

Pursuant to Portuguese legislation, the distributable reserves amount is determined based on the Separate Financial Statements of Ramada Investimentos e Indústria, submitted in accordance with the International Financial Reporting Standards, as adopted by the European Union. As at 31 December 2023, the distributable reserves amount comes to, approximately, EUR 84 million.

22. NON-CONTROLLING INTERESTS

As of 31 December 2023 and 2022, there are no balances or movements associated with the item "Non-controlling interests".

23. BANK LOANS AND OTHER LOANS

As at 31 December 2023 and 2022, the line items 'Bank loans' and 'Other loans' were detailed as follows:

	31.12.2023		31.12.2022	
	Current	Non-current	Current	Non-current
Bank loans	5,987,401	19,500,000	6,000,000	25,487,401
Bank loans	5,987,401	19,500,000	6,000,000	25,487,401
Commercial paper	15,000,000	—	13,000,000	—
Escrow accounts	—	—	5,000,000	—
Bank overdrafts (Note 20)	5,103,505	—	3,742,561	—
Investment grants (Note 28)	255,427	357,224	255,427	612,651
Other loans	20,358,932	357,224	21,997,988	612,651
	26,346,333	19,857,224	27,997,988	26,100,052

The Board of Directors considers that there are no significant differences between the book value of loans and their fair value.

The nominal value of the bank loans recorded as liabilities has the following maturity plan:

31.12.2023			31.12.2022		
Maturity	Amount	Estimated Interest[1]	Maturity	Amount	Estimated Interest[1]
Current			**Current**		
2024	26,346,333	1,317,317	2023	27,997,988	979,930
Non-current			**Non-current**		
2025	5,857,224	789,308	2024	6,242,830	863,750
2026	5,500,000	500,280	2025	5,857,222	638,750
2027	3,500,000	253,000	2026	5,500,000	413,750
2028	5,000,000	175,000	2027	3,500,000	215,000
2029	—	—	2028	5,000,000	100,000
	19,857,224	1,717,588		26,100,052	2,231,250
	46,203,557	3,034,905		54,098,040	3,211,180

[1] Interest estimated according to the existing contractual conditions, based on the market conditions for 2023 and 2022, respectively.

The financing lines used by the Group and the corresponding maximum authorized amounts were detailed as follows:

	31 December 2023		31 December 2022	
Maturity	Contracted amount	Used Amount	Contracted amount	Used Amount
Current escrow accounts	18,000,000	—	18,000,000	5,000,000
Authorized bank overdrafts	16,000,000	5,103,505	16,000,000	3,742,561
Commercial paper programs				
06/2023	—	—	4,000,000	4,000,000
07/2023	—	—	4,000,000	2,000,000
12/2023	—	—	22,500,000	7,000,000
06/2024	4,000,000	4,000,000	—	—
07/2024	4,000,000	4,000,000	—	—
12/2024	22,500,000	7,000,000	—	—
	30,500,000	15,000,000	30,500,000	13,000,000

During the years ended 31 December 2023 and 2022, these loans earned interest at normal market rates depending on the nature and term of the loan in question.

During the periods ended 31 December 2023 and 2022, the Company did not default on any borrowing. Additionally, as at 31 December 2023, there are no 'covenants' associated with the loans that had been taken out.

Factoring

As of 31 December 2023 and 2022, there are no factoring contracts in force.

24. TRADE PAYABLES

As at 31 December 2023 and 2022, this line item was detailed by maturity as follows:

	31.12.2023			31.12.2022		
	Industry	Real estate	Total	Industry	Real estate	Total
0 to 90 days	21,908,037	1,455,988	23,364,025	30,316,955	3,975,180	34,292,135
	21,908,037	1,455,988	23,364,025	30,316,955	3,975,180	34,292,135

As at 31 December 2023 and 2022, this line item includes balances payable to suppliers arising from the Ramada Group's operating activity. The Board of Directors believes that there are no significant differences between the fair value and the book value of these balances and that the effect of updating these amounts is not material.

As at 31 December 2023, the item "Trade payables" also includes the amount of 12,561,929 Euro relative to the balance of suppliers assigned in confirming operations (20,396,429 Euro on 31 December 2022).

25. OTHER PAYABLES

As at 31 December 2023 and 2022, the line item 'Other payables' is detailed as follows:

	31.12.2023	31.12.2022
Current liabilities		
Suppliers of fixed assets	506,702	2,766,300
Payables for investments	17,500	17,500
Payables to the State and other public entities (Note 18)	2,419,428	2,595,764
Other creditors	270,723	151,216
	3,214,353	5,530,780

As at 31 December 2022, the amount in the item "Suppliers of fixed assets" was essentially related with the account payable to the former tenant of the facilities where the Group's component Planfuro Global, S.A. operates, since their acquisition occurred in the last quarter of 2022 in the amounts of, approximately, 1,100,000 Euro.

As at 31 December 2023 and 2022, the liabilities included in the item 'Suppliers of fixed assets' are due in less than 3 months.

26. OTHER CURRENT LIABILITIES

As at 31 December 2023 and 2022, the line item 'Other current liabilities' is detailed as follows:

	31.12.2023	31.12.2022
Accrued expenses:		
Wages and salaries payable, bonuses and other payroll expenses	2,553,395	3,008,676
Other accrued expenses	1,920,960	1,851,631
Deferred income	170,073	216,671
	4,644,428	5,076,978

27. PROVISIONS AND IMPAIRMENT LOSSES

The movements occurring under provisions and impairment losses during the periods ended 31 December 2023 and 2022 are detailed as follows:

2023	Provisions	Impairment losses in receivables	Impairment losses in investments	Impairment losses in investment properties	Total
		(Note 17)	(Note 7)	(Note 10)	
Opening balance	2,160,000	7,980,349	5,749,445	1,100,000	16,989,794
Changes in the perimeter (Note 5)	499,500	—	—	—	499,500
Increases	—	—	—	—	—
Reversals	(36,311)	(468,757)	—	—	(505,068)
Utilization	(437,722)	(365,008)	—	—	(802,730)
Closing balance	2,185,467	7,146,583	5,749,445	1,100,000	16,181,496

2022	Provisions	Impairment losses in receivables	Impairment losses in investments	Impairment losses in investment properties	Total
		(Note 17)	(Note 7)	(Note 10)	
Opening balance	2,160,000	7,084,325	4,967,633	1,100,000	15,311,958
Increases	—	896,119	781,812	—	1,677,931
Reversals	—	—	—	—	—
Utilization	—	(94)	—	—	(94)
Closing balance	2,160,000	7,980,349	5,749,445	1,100,000	16,989,795

The caption "Provisions" as of 31 December 2023 and 2022 includes the best estimate of the Board of Directors to face potential losses to be incurred with contingencies associated with import processes carried out in previous years (660,000 Euro) and to face other risks and contingencies that the Board of Directors believes to be probable (1,525,467 Euro on 31 December 2023 and 1,500,000 Euro on 31 December 2022).

The Board of Directors believes, based on the opinion of its legal and tax advisors, that as at 31 December 2023, there are no material assets or liabilities associated with probable or possible tax contingencies that should be subject to recognition or disclosure in the financial statements as at 31 December 2023, other than those that support the amounts that have been recorded.

28. OTHER INCOME

As at 31 December 2023 and 2022, the line item 'Other income' was detailed as follows:

	31.12.2023	31.12.2022
Supplementary income	157,262	282,711
Recovery of amounts charged to customers	—	145,704
Gains on the sale and write-off of fixed assets	239,154	137,794
Operating subsidies	18,149	10,963
Cash payment discounts obtained	10,069	9,969
Other income	557,847	202,693
	982,481	789,834

29. EXTERNAL SUPPLIES AND SERVICES

As at 31 December 2023 and 2022, the line item 'External supplies and services' is detailed as follows:

	31.12.2023	31.12.2022
Subcontracts and specialized work	2,822,662	3,894,386
Maintenance and repair	1,990,313	3,506,292
Fast-wearing tools and utensils	650,708	989,327
Electricity	1,631,573	5,596,737
Fuels and other fluids	1,208,001	1,892,317
Travel and accommodation	428,789	558,307
Transport of goods	4,311,613	6,845,303
Rents	485,570	458,252
Insurance	681,537	835,115
Other miscellaneous services	2,158,696	3,005,149
	16,369,462	27,581,185

As at 31 December 2023 and 2022, the costs recorded in item 'Subcontracts and specialized work' are mainly related to the contracting of heat treatment and machining services.

As at 31 December 2023, the change in the headings "Maintenance and repair", "Fast-wearing tools and utensils", "Electricity" and "Transport of goods" is mainly explained by the reduction in the Group's activity and the reduction in prices, which had risen substantially in 2022 as a result of the war in Ukraine and other market factors.

30. PAYROLL EXPENSES

As at 31 December 2023 and 2022, the line item 'Payroll Expenses' is detailed as follows:

	31.12.2023	31.12.2022
Remunerations	10,045,576	10,040,800
Social security contributions	2,344,911	2,350,564
Insurance expenses	278,382	215,521
Social cost	289,700	256,018
Other payroll expenses	1,757,008	2,155,401
	14,715,577	15,018,304

AVERAGE STAFF

During the periods ended 31 December 2023 and 2022, the average number of employees working for the Ramada Group was 498 and 492, respectively.

31. AMORTIZATION AND DEPRECIATION

The income statement line item 'Amortization and depreciation' regarding periods ended 31 December 2023 and 2022 is detailed as follows:

	31.12.2023	31.12.2022
Property, plant and equipment (Note 11)	3,225,391	3,087,072
Right-of-use asset (Note 12)	358,926	244,597
Intangible assets (Note 13)	11,933	5,666
	3,596,250	3,337,335

32. OTHER EXPENSES

As at 31 December 2023 and 2022, the line item 'Other expenses' is detailed as follows:

	31.12.2023	31.12.2022
Taxes and fees	318,197	272,055
Other expenses and bank commissions	100,950	138,229
Donations and contributions	39,869	31,424
Cash payment discounts granted	21,281	28,120
Other expenses	1,088,502	2,667,361
	1,568,799	3,137,189

As at 31 December 2023 and 2022, the expenses recorded under the caption "Other expenses" include the recognition of an indemnity for the early termination of a forest land lease contract in the amount of, approximately, 1 million Euro and 2.6 million Euro, respectively.

33. FINANCIAL RESULTS

The financial results for the years ended 31 December 2023 and 2022 are detailed as follows:

	31.12.2023	31.12.2022
Financial Expenses:		
Interest expenses	2,633,416	1,164,455
Other financial expenses and losses	202,094	544,423
	2,835,510	1,708,878
Financial Income:		
Interest income	113,873	866
Other financial income and gains	126,876	497,410
	240,749	498,276

All interest paid recorded in the financial statements for the years ended 31 December 2023 and 2022 is related to loans obtained.

Most of the interest income recorded in the financial statements for the years ended 31 December 2023 and 2022 results from investments made during the year.

34. RELATED PARTIES

34.1. Balances and Transactions with Related parties

Group companies have relationships with each other that qualify as transactions with related parties. All these transactions are performed at market prices.

In consolidation procedures, transactions between companies included in the consolidation using the full consolidation method (Note 6) are eliminated, since the consolidated financial statements show information on the holder and its subsidiaries as if they were a single company.

By reference to 31 December 2023, and as a result of a review of the definition of related parties, the disclosure criteria was revised. Until this date, in addition to what is referred to in IAS 24, the interpretation was also in line with the definition of special relations as defined in the Portuguese Corporate Income Tax Code. As of this date, the definition was reviewed to be fully aligned with what is foreseen by the standard IAS 24.

34.2. Remunerations of the Board of Directors

Remuneration paid to key management who, based on the Group's governance model, were members of Ramada's Board of Directors during the periods ended 31 December 2023 and 2022, amounted to EUR 551,500, and only include the fixed remuneration component. Remunerations in the 2023 and 2022 periods were fully paid by the Group.

Pursuant to Article 3 of Law no. 28/2009, of 19 June, we hereby inform that the remunerations earned by the members of the Board of Directors can be detailed as follows: João Borges de Oliveira - EUR 123,000; Paulo Fernandes – EUR 123,000; Domingos Matos – EUR 109,000; Pedro Borges de Oliveira – EUR 109,000; Ana Mendonça – EUR 59,500; Laurentina Martins - EUR 28,000.

As at 31 December 2023 and 2022, there were no: (i) incentive plans or schemes with regard to granting shares to members of the Board of Directors; (ii) supplementary pension or early retirement schemes for directors; (iii) indemnities paid or owed to former directors regarding the suspension of duties during the period; or (iv) non-monetary benefits considered remuneration.

As at 31 December 2023 and 2022, there are no outstanding balances or commitments, and the security deposit required from the directors pursuant to Article 396 of the Portuguese Companies Code is the responsibility of each director and is not a charge attributable to the Group.

Ramada Investimentos e Indústria, S.A. does not have a plan for granting shares or purchasing options for acquiring shares from members of its governing bodies or from its employees.

35. EARNINGS PER SHARE

Earnings per share for the period were calculated based on the following amounts:

	31.12.2023	31.12.2022
Result for calculating basic and diluted earnings per share	10,413,341	20,033,547
Weighted average number of shares for calculating net income per share	25,641,459	25,641,459
Earnings per share		
Basic	0.41	0.78
Diluted	0.41	0.78

The Group is not affected by any situation that could represent a reduction in earnings per share arising from options, warrants, convertible bonds or other rights associated with ordinary shares.

36. INFORMATION BY SEGMENTS

According to the origin and nature of the income generated by the Group, the following were defined as main segments:

- Industry - includes steel trading activities and activities related to the management of investments associated with holdings in which the Group is a minority shareholder;
- Real estate - includes assets and activities related to the Group's real estate business.

These segments were identified considering the units that carry out activities regarding which it is possible to identify income and expenses for which financial information is produced separately; their operating income is reviewed by management and all decisions are made based on this information.

	31 December 2023			
	Industry	Real estate	Intragroup eliminations	Total
Total assets	110,232,273	106,037,894	(10,739,154)	205,531,013
Total liabilities	37,885,546	54,599,543	(10,739,154)	81,745,935
Investments made in the period (a)	3,431,316	—	—	3,431,316
Sales and services rendered and other income from operations with external customers	132,723,369	8,497,387	—	141,220,756
Sales and services rendered and other income from operations with other segments	570,000	1,434,656	(2,004,656)	—
EBITDA (b)	11,622,455	6,222,081		17,844,536
Amortization and depreciation	(3,193,436)	(402,814)		(3,596,250)
EBIT (c)	8,429,019	5,819,267	—	14,248,286
Financial income	681,801	749	(441,800)	240,750
Financial expenses	(1,847,095)	(1,430,216)	441,800	(2,835,511)
Results related to investments	557,485	—	—	557,485
Income before tax	7,821,210	4,389,800	—	12,211,010
Income tax	(755,781)	(1,041,888)	—	(1,797,669)
Consolidated net profit for the period	7,065,429	3,347,912	—	10,413,341

	31 December 2022			
	Industry	Real estate	Intragroup eliminations	Total
Total assets	144,143,221	105,550,569	(10,473,149)	239,220,641
Total liabilities	57,791,449	57,781,894	(10,473,149)	105,100,194
Investments made in the period (a)	4,723,957	1,739,250	—	6,463,207
Sales and services rendered and other income from operations with external customers	186,653,725	7,826,214	—	194,479,939
Sales and services rendered and other income from operations with other segments	470,000	1,234,809	(1,704,809)	—
EBITDA (b)	25,539,411	3,638,644	—	29,178,055
Amortization and depreciation	(2,989,086)	(348,249)	—	(3,337,335)
EBIT (c)	22,550,325	3,290,395	—	25,840,720
Financial income	645,348	644	(147,716)	498,276
Financial expenses	(1,407,979)	(448,615)	147,716	(1,708,878)
Results related to investments	391,505	—	—	391,505
Income before tax	22,179,199	2,842,424	—	25,021,623
Income tax	(4,305,031)	(683,045)	—	(4,988,076)
Consolidated net profit for the period	17,874,168	2,159,379	—	20,033,547

(a) Acquisitions of property, plant and equipment, intangible assets and investment properties during the year.

(b) EBITDA = Income before taxes for continued operations + Financial expenses – Financial income + Amortization and depreciation

(c) EBIT = EBITDA + Amortization and depreciation

The liability attributed to the Real Estate segment is related to the debt that was specifically incurred within the scope of the acquisition of investment properties, which were actually given as collateral; the corresponding financing is being gradually settled according to the agreed settlement plans.

Geographically, the distribution of the Group's sales and services rendered by market is as follows:

	31 December 2023			31 December 2022		
	Domestic Market	Foreign Market	Total	Domestic Market	Foreign Market	Total
Sales and Services Rendered	94,832,075	37,048,596	131,880,671	123,873,216	62,026,673	185,899,889
Rents	8,357,604	—	8,357,604	7,790,216	—	7,790,216
	103,189,679	37,048,596	140,238,275	131,663,432	62,026,673	193,690,105

Sales and Services Rendered covered by IFRS 15 relate to:

- Steel and/or alloy parts, cutting tools and industrial tools trade;
- Services rendered related to steel and/or alloy parts, cutting tools and industrial tools;
- Steel wire manufacturing and trade.

37. CONTINGENT LIABILITIES AND GUARANTEES

As at 31 December 2023 and 2022, Ramada Group companies had bank guarantee liabilities in the amount of 92,401 Euro.

In addition, we should note that there are real guarantees in the amount of EUR 74 million corresponding to forest land.

Court proceedings

Taking in account the outcome of the proceedings initiated in 2002 involving European companies in the steel sector concerning possible concerted practices in that market, certain German companies have initiated proceedings against the companies condemned in the 2002, in which Socitrel is also sued, for allegedly having incurred in damages and losses by possible concerted practices in the steel market. The proceedings have been suspended since 2017 and, if necessary, Socitrel will present its defense. The Board of Directors is convinced that, as it has never supplied any materials to these German companies, the outcome of this process, if it proceeds, will not result in materially responsibilities for the Group.

In addition, under the agreements reached with the former shareholder of Socitrel included in the Company's Special Revitalization Process ("PER"), any final and unappealable decision on proceedings relating to facts occurring prior to the date of the change of shareholdes will be imputed to its former shareholder, if the liabilities have not been provisioned in Socitrel's accounting records.

38. APPROPRIATION OF NET PROFIT

Regarding the year 2022, the Board of Directors proposed, in its annual report, that the individual net result of Ramada Investimentos e Indústria, S.A. in the amount of EUR 24,329,205 should be distributed as follows:

Dividends	21,025,996
Free reserves	3,303,209

The distribution of profits for the year as proposed herein will entail the payment of a gross dividend of 0.82 Euro per share.

Regarding the year 2023, the Board of Directors proposes, in its annual report, that the individual net result of Ramada Investimentos e Indústria, S.A. in the amount of EUR 36,757,110 to be distributed as follows:

Dividends	14,872,046
Free reserves	21,885,064

The distribution of profits for the year as proposed herein will entail the payment of a gross dividend of 0.58 Euro per share.

39. STATUTORY AUDITOR'S FEES

The total fees incurred by the Ramada Group regarding services provided by companies in the universe Deloitte & Associados, SROC, S.A. in 2023 and 2022 have reached to 333,100 Euro and 314,000 Euro, respectively, and refer to auditing services and legal review of the accounts, which include, in 2023 and 2022, the amount of 210,000 Euro and 177,000 Euro, respectively, for reliability assurance and other services.

40. SUBSEQUENT EVENTS

From 31 December 2023 to the date of issue of this report, there were no other relevant facts that could materially affect the financial position and future results of the Ramada Group and its subsidiaries and associates included in the consolidation.

41. TRANSLATION NOTE

These consolidated financial statements are a translation of financial statements originally issued in Portuguese in accordance with International Financial Reporting Standards as adopted by the European Union (IFRS-EU), some of which may not conform or be required by generally accepted accounting principles in other countries. In the event of discrepancies, the Portuguese language version prevails.

The Chartered Accountant

The Board of Directors

João Manuel Matos Borges de Oliveira – Chairman

Paulo Jorge dos Santos Fernandes

Domingos José Vieira de Matos

Pedro Miguel Matos Borges de Oliveira

Ana Rebelo de Carvalho Menéres de Mendonça

Laurentina da Silva Martins

Separate Financial Statements and Accompanying Notes

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

STATEMENTS OF FINANCIAL POSITION AS AT
31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 28)
(Amounts expressed in Euros)

ASSETS	Notes	31.12.2023	31.12.2022
NON-CURRENT ASSETS:			
Property, plant and equipment		24,649	36,974
Right-of-use assets	7	6,954	110,454
Investments in subsidiaries and associates	8	109,790,553	109,790,553
Other investments	9	—	—
Total non-current assets		109,822,156	109,937,981
CURRENT ASSETS:			
Trade receivables	10	—	438,401
Income tax	11	2,992,255	—
Other receivables	12	10,885,605	13,205,301
Other current assets	24	250,000	43,651
Cash and cash equivalents	13	112,668	11,300,154
Total current assets		14,240,528	24,987,507
Total assets		124,062,684	134,925,488

EQUITY AND LIABILITIES	Notes	31.12.2023	31.12.2022
EQUITY:			
Share capital		25,641,459	25,641,459
Legal reserve		5,128,292	5,128,292
Other reserves		47,329,720	44,026,511
Net profit for the period		36,757,110	24,329,205
Total equity	14	114,856,581	99,125,467
LIABILITIES:			
NON-CURRENT LIABILITIES:			
Bank loans	15	4,000,000	6,000,000
Lease liabilities	7	2,311	6,522
		4,002,311	6,006,522
CURRENT LIABILITIES:			
Bank loans	15	2,000,000	2,000,000
Other loans	15	3,089,364	—
Lease liabilities	7	4,642	103,932
Trade payables	16	—	141,705
Other payables	17	88,971	25,066,935
Income tax	11	—	2,358,292
Other current liabilities	18	20,815	122,635
Total current liabilities		5,203,792	29,793,499
Total liabilities		9,206,103	35,800,021
Total equity and liabilities		124,062,684	134,925,488

The accompanying notes are an integral part of the separate financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

INCOME STATEMENTS FOR THE PERIODS ENDED
31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 28)
(Amounts expressed in Euros)

	Notes	31.12.2023	31.12.2022
Services rendered	19	350,000	2,404,114
Results related to investments	20	37,000,000	27,050,000
Other income		26,405	58,751
External supplies and services	21	(515,141)	(973,228)
Payroll expenses	22	(84,070)	(1,056,541)
Amortization and depreciation		(17,567)	(110,460)
Provisions and impairment losses	23	—	(2,781,812)
Other expenses		(63,492)	(81,311)
Financial expenses		(355,746)	(175,146)
Financial income		425,344	49,555
Profit before income tax		36,765,733	24,383,922
Income tax	25	(8,623)	(54,717)
Net profit for the period		36,757,110	24,329,205
Earnings per share:			
Basic	26	1.43	0.95
Diluted	26	1.43	0.95

The accompanying notes are an integral part of the separate financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE PERIODS ENDED 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 28)
(Amounts expressed in Euros)

	31.12.2023	31.12.2022
Net profit for the period	36,757,110	24,329,205
Other comprehensive income:		
Items that will not be reclassified to profit or loss	—	—
Items that may be reclassified to profit or loss in the future	—	—
Total comprehensive income for the period	36,757,110	24,329,205

The accompanying notes are an integral part of the separate financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A

STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIODS ENDED 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 28)
(Amounts expressed in Euros)

	Notes	Share capital	Treasury shares	Legal reserve	Other reserves and retained earnings	Advance payments on profit	Net profit for the period	Total Equity
Balance as at 1 January 2022		25,641,459	—	5,128,292	49,243,626	—	10,167,760	90,181,137
Total comprehensive income for the period		—	—	—	—	—	24,329,205	24,329,205
Appropriation of the net income for 2021:								
Transfer to the legal reserve and other reserves	14	—	—	—	10,167,760	—	(10,167,760)	—
Dividends distributed	14	—	—	—	(15,384,875)	—	—	(15,384,875)
Balance as at 31 December 2022		25,641,459	—	5,128,292	44,026,511	—	24,329,205	99,125,467
Balance as at 1 January 2023		25,641,459	—	5,128,292	44,026,511	—	24,329,205	99,125,467
Total comprehensive income for the period		—	—	—	—	—	36,757,110	36,757,110
Appropriation of the net income for 2022:								
Transfer to the legal reserve and other reserves	14	—	—	—	24,329,205	—	(24,329,205)	—
Dividends distributed	14	—	—	—	(21,025,996)	—	—	(21,025,996)
Balance as at 31 December 2023		25,641,459	—	5,128,292	47,329,719	—	36,757,110	114,856,581

The accompanying notes are an integral part of the separate financial statements.

The Chartered Accountant

The Board of Directors

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

STATEMENTS OF CASH FLOWS
FOR THE PERIODS ENDED 31 DECEMBER 2023 AND 2022
(Translation of financial statements originally issued in Portuguese - Note 28)
(Amounts expressed in Euros)

	Notes	31.12.2023		31.12.2022	
Operating activities:					
Receipts from costumers		1,060,313		3,110,165	
Payments to suppliers		(824,368)		(1,399,560)	
Payroll expenses		(94,838)	141,107	(516,034)	1,194,571
Income Tax (paid)/received		(2,979,924)		(194,680)	
Other receipts/payments relating to operating activities		(415,124)	(3,395,048)	(1,386,058)	(1,580,738)
Cash flows generated by operating activities (1)			(3,253,941)		(386,167)
Investing activities:					
Receipts arising from:					
Property, plant and equipment		—		65,559	
Investments	8	—		6,296,418	
Interest and similar income		61,599		7,513	
Loans granted	12	9,000,000		—	
Dividends	20	37,000,000	46,061,599	27,050,000	33,419,490
Payments relating to:					
Investments	8 and 9	(24,785,000)		(31,280,035)	
Loans granted	12	(9,000,000)		(9,000,000)	
Property, plant and equipment		—		(60,637)	
Intangible assets		—	(33,785,000)	—	(40,340,672)
Cash flows generated by operating activities (2)			12,276,599		(6,921,182)
Financing activities:					
Payments relating to:					
Interest and similar costs		(267,701)		(172,411)	
Dividends	14	(21,025,996)		(15,384,875)	
Lease liabilities		(5,811)		(53,741)	
Loans obtained		(2,000,000)	(23,299,508)	(2,000,000)	(17,611,027)
Receipts arising from:					
Loans obtained	15	—		—	
Issue of capital and other instruments of equity		—	—	—	—
Cash flows generated by operating activities (3)			(23,299,508)		(17,611,027)
Cash and cash equivalents at beginning of the period	13		11,300,154		36,218,530
Cash and cash equivalents variation: (1)+(2)+(3)			(14,276,850)		(24,918,376)
Cash and cash equivalents at the end of the period	13		(2,976,696)		11,300,154

The accompanying notes are an integral part of the separate financial statements.

The Chartered Accountant

The Board of Directors

1. INTRODUCTORY NOTE

RAMADA INVESTIMENTOS E INDÚSTRIA, S.A. ('Ramada Investimentos', or 'The Company') is a public limited company incorporated on 1 June 2008, with headquarters at Rua Manuel Pinto de Azevedo, 818, in Porto, and whose main activity is the management of investments, being its shares listed in the Euronext Lisbon Stock Exchange.

Ramada Investimentos is the parent company of the group of companies indicated in Note 8 which, as a whole, operate in two different business segments: i) the Industry Segment, which includes the Special Steels and Wire Drawing activities, as well as activities related to the management of investments associated with financial interests in which the Company is a minority shareholder; and ii) the Real Estate Segment, focused on real estate assets management.

The financial statements were approved by the Board of Directors and authorized for reporting on 11 April 2024. Final approval of the financial statements is still subject to acceptance by the Shareholders' General Meeting. The Board of Directors, however, believes that the financial statements will be approved without any significant changes.

2. MATERIAL ACCOUNTING POLICIES

The material accounting policies adopted in preparing the attached financial statements are described below. These policies were consistently applied during the periods being compared.

In addition, there were no significant changes to the main estimates used by the Company in preparing the consolidated financial statements.

2.1. Basis of Presentation

The attached financial statements were prepared in accordance with the International Financial Reporting Standards, as adopted by the European Union ("IFRS-EU") in force for the period ended beginning on 1 January 2023. These correspond to the International Financial Reporting Standards, as issued by the International Accounting Standards Board ('IASB') and interpretations issued by the IFRS Interpretations Committee ('IFRS - IC') or by the former Standing Interpretations Committee ('SIC'), which have been adopted by the European Union on the account publication date.

The Board of Directors assessed the capacity of the Company to operate on a going concern basis, based on the entire relevant information, facts and circumstances, of a financial, commercial or other nature, including events subsequent to the financial statements' reference date, as available regarding the future. As a result of the assessment conducted, the Board of Directors concluded that it has adequate resources to keep up its operations, which it does not intend to cease in the short term; therefore, it was considered appropriate to use the going concern basis in preparing the financial statements.

The attached financial statements were prepared from the accounting books and records of the company, in the assumption of going concern basis. The attached financial statements have been prepared on a historical cost basis.

The preparation of financial statements under IFRS-EU requires the use of estimates, assumptions and critical judgments in the process of determining the accounting policies to be adopted by the Company, with significant impact on the book value of assets and liabilities, as well as on income and expenses for the period. Although these estimates are based on the best experience of the Board of Directors and on its best expectations regarding current and future events and actions, current and future results may differ from these estimates. Areas involving a higher degree of judgement or complexity, or areas with significant assumptions and estimates are presented in Note 3.

In addition, for financial reporting purposes, fair-value measurement is categorized in three levels (Level 1, 2 and 3), taking into account, among others, whether the data used are observable in an active market, as well as their meaning in terms of valuing assets / liabilities or disclosing them.

Fair value is the amount for which an asset can be exchanged or a liability can be settled, between knowledgeable and willing parties, in a transaction not involving a relationship between them, regardless whether this price can be directly observable or estimated, using other valuation techniques. When estimating the fair value of an asset or liability, the Group considers the features that market participants would also take into account when valuing the asset or liability on the measurement date.

Assets measured at fair value following initial recognition are grouped into 3 levels according to the possibility of observing their fair value in the market:

Level 1: fair value is determined based on active market prices for identical assets/liabilities;

Level 2: fair value is determined based on evaluation techniques. The assessment models' main inputs are observable in the market; and

Level 3: fair value is determined based on assessment models, whose main inputs are not observable in the market.

(i) Adoption of new standards and interpretations, amendments, or reviews

Up to the date for approving these financial statements, the European Union endorsed the following accounting standards, interpretations, amendments, and revisions, mandatorily applied to the financial year beginning on 1 January 2023:

Standard / Interpretation	Applicable in the European Union in the financial years begun on or after	
IFRS 17 - Insurance Contracts (including amendments to IFRS 17)	1-Jan-23	IFRS 17 replaces IFRS 4 and applies to all insurance contracts (i.e. life, non-life, direct insurance and reinsurance), regardless of the type of entity issuing them, as well as some guarantees and some financial instruments with discretionary participation characteristics. In general terms, IFRS 17 provides a more useful and consistent accounting model for insurance contracts for issuers. In contrast to the requirements of IFRS 4, which are based on previously adopted local accounting policies, IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects.

Amendments to IFRS 17 - Insurance Contracts - Initial application of IFRS 17 and IFRS 9 - Comparative Information	1-Jan-23	This amendment to IFRS 17 relates to the presentation of comparative information for financial assets in the initial application of IFRS 17. The amendment adds a transition option that allows an entity to apply an 'overlay' to the classification of a financial asset in the comparative period(s) presented in initially applying IFRS 17. The overlay allows all financial assets, including those held in relation to non-contractual activities within the scope of IFRS 17 to be classified, instrument by instrument, in the comparative period(s) in a manner aligned with how the entity expects those assets to be classified on initial application of IFRS 9.
Amendments to IAS 1 - Presentation of financial statements and IFRS Practice Statement 2 - Disclosure of accounting policies	1-Jan-23	These amendments aim to assist the entity in disclosing 'material' accounting policies, previously referred to as 'significant' policies. However, due to the absence of this concept in IFRS, it was decided to replace it by the concept "materiality", a concept already known to users of financial statements. In assessing the materiality of accounting policies, the entity has to consider not only the size of the transactions but also other events or conditions and the nature of these.
Amendments to IAS 8 - Accounting policies, changes in accounting estimates and errors - Definition of accounting estimates	1-Jan-23	The amendment clarifies the distinction between change in accounting estimate, change in accounting policy and correction of errors. In addition, it clarifies how an entity uses measurement techniques and inputs to develop accounting estimates.

Amendments to IAS 12 - Income taxes - Deferred taxes related to assets and liabilities arising from a single transaction	1-Jan-23	IAS 12 now requires an entity to recognize deferred tax when its initial recognition gives rise to equal amounts of taxable temporary differences and deductible temporary differences. However, it is a matter of professional judgment whether such deductions are attributable to the liability that is recognized in the financial statements or to the related asset. This is particularly important when determining the existence of temporary differences on initial recognition of the asset or liability, as the initial recognition exception does not apply to transactions that give rise to equal taxable and deductible temporary differences. Among the applicable transactions are the recording of (i) right-of-use assets and lease liabilities; (ii) provisions for dismantling, restoration or similar liabilities, and the corresponding amounts recognized as part of the cost of the related asset, when on the date of initial recognition they are not relevant for tax purposes. This amendment applies retrospectively.
Amendments to IAS 12 - International Tax Reform - Pillar Two Model Rules	Immediately and 1-Jan-23[1]	These changes come as part of the implementation of the OECD's Global Anti-Base Erosion ("Globe") rules, which may have significant impacts on the calculation of deferred taxes that are difficult to estimate at the time these amendments were issued. These amendments introduce a temporary exception to the accounting of deferred taxes arising from the application of the model rules of the pillar two of the OECD, and additionally establish new specific disclosure requirements for the affected entities.

[1] Companies should apply the exception immediately, but disclosure requirements are required for annual periods beginning on or after 1 January 2023.

There were no significant effects on the Company's financial statements for the year ended 31 December 2023, from the adoption of the above standards, interpretations, amendments and revisions.

(ii) Standards, interpretations, amendments, and revisions that will have mandatory application in the future economic exercises

On the approval date of these financial statements, the following accounting standards, and interpretations, to be mandatorily applied in future financial years, were endorsed by the European Union:

Standard / Interpretation	Applicable in the European Union in the financial years initiated in or after	
Amendments to IAS 1 Presentation of financial statements - Classification of liabilities as current and non-current	1-Jan-24	This amendment aims to clarify the classification of liabilities as current or non-current balances according to the rights an entity has to defer its payment at the end of each reporting period. The classification of liabilities is not affected by the entity's expectations (the assessment should determine whether a right exists but should not consider whether the entity will or will not exercise that right), or by events occurring after the reporting date, such as the breach of a covenant. However, if the right to defer settlement for at least twelve months is subject to certain conditions being met after the reporting date, those criteria do not affect the right to defer settlement for the purpose of classifying a liability as current or non-current. This amendment also includes a new definition of "settlement" of a liability, and it is of retrospective application.
Amendments to IFRS 16 - Leases - Lease liabilities in sale and leaseback transactions	1-Jan-24	This amendment to IFRS 16 introduces guidance on the subsequent measurement of lease liabilities related to sale and leaseback transactions that qualify as a "sale" according to the principles of IFRS 15, with a greater impact when some or all of the lease payments are variable lease payments that do not depend on an index or a rate. In subsequently measuring lease liabilities, seller-lessees shall determine "lease payments" and "revised lease payments" in a manner that does not recognize any gain or loss related to the retained right-of-use. This amendment is of retrospective application.

These amendments, although endorsed by the European Union, were not adopted by the Company in 2023, because its application is not yet mandatory. It is not expected that the future adoption of these amendments will have significant impacts on the financial statements.

(iii) New, amended, or revised standards and interpretation not adopted by the European Union

The following accounting standards and interpretations were issued by IASB and are not yet endorsed by the European Union:

Standard / Interpretation	Applicable in the European Union in the financial years begun on or after	
Amendments to IAS 7 and IFRS 7 - Disclosures: Supplier financing arrangements	1-Jan-24	These amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures, aim to clarify the characteristics of a supplier financing arrangement and introduce additional disclosure requirements when such arrangements exist. The disclosure requirements are intended to help users of financial statements understand the effects of supplier financing arrangements on the entity's liabilities, cash flows and exposure to liquidity risk. The amendments come into force for the period beginning on or after 1 January 2024. Early adoption is permitted, but must be disclosed.
Amendments to IAS 21 - The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability	1-Jan-25	This amendment aims to clarify how to assess the exchangeability of a currency, and how the exchange rate should be determined when it is not exchangeable for a long period. The amendment specifies that a currency should be considered exchangeable when an entity is able to obtain the other currency within a period that allows for normal administrative management, and through an exchange or market mechanism in which an exchange transaction creates enforceable rights and obligations. If a currency cannot be exchanged for another currency, an entity must estimate the exchange rate at the measurement date of the transaction. The objective is to determine the exchange rate that would be applicable on the measurement date for a similar transaction between market participants. The amendments also state that an entity may use an observable exchange rate without making any adjustment. The amendments come into force for the period beginning on or after 1 January 2025. Early adoption is permitted, however the transition requirements applied must be disclosed.

These standards are yet to be endorsed by the European Union. As such, they were not applied by the Company in the fiscal year ended 31 December 2023.

Regarding these standards and interpretations, as issued by the IASB but yet to be endorsed by the European Union, it is not believed that their future adoption will entail significant impacts on the attached financial statements.

2.2. Intangible assets

Intangible assets are recorded at acquisition cost, net of depreciation and accumulated impairment losses. Intangible assets are recognized only if they are likely to result in future economic benefits for the Company, if they can be controlled by the Company and if their value can be reasonably measured.

Development expenses for which the Company is shown as being able to complete its development and begin its sell and/or use and relative to which the created asset is likely to generate future economic benefits, are capitalized. Development expenses that do not meet these criteria are recorded as cost in the period when incurred.

Internal expenses associated with software maintenance and development are recorded as costs in the income statement when incurred, except when said costs are directly associated with projects for which future economic benefits are likely to be generated for the Company. In such situations, costs are capitalized as intangible assets.

After the assets are available for use, amortization is calculated using the straight-line method in accordance with the estimated useful life period (generally 3 to 5 years).

2.3. Property, plant and equipment

Property, plant and equipment are recorded at acquisition cost, net of accumulated depreciation and impairment losses.

After the date when the assets are available for use, amortization is calculated using the straight-line method in accordance with the estimated useful life period for each group of assets.

Amortization rates used correspond to the following estimated useful life periods:

Type	Years
Vehicles	2 to 10
Office equipment	2 to 10

Maintenance and repair expenses that do not increase the assets' useful life or result in significant upgrades or improvements to components of property, plant and equipment are recorded as an expense in the period ended when they are incurred.

Gains or losses resulting from the sale or write-off of property, plant and equipment are determined as the difference between the sales price and the net book value on the disposal or write-off date. They are recorded in the income under 'Other income' or 'Other expenses'.

2.4. Leases

At the start of every agreement, the Company assesses whether the agreement is, or contains, a lease. That is, whether the right-of-use of a specific asset or assets is being transferred for a certain period of time in exchange for a payment.

The Company as lessee

The Company applies the same recognition and measurement method to every lease, except for short-term leases and leases associated with low-value assets. The Company recognizes a liability related to lease payments and an asset identified as a right-of-use of the underlying asset.

(i) Right-of-use assets

On the lease start date (that is, the date from which the asset is available for use), the Company recognizes an asset relative to the right of use. 'Right-of-use assets' are measured at cost, net of depreciation and accumulated impairment losses, adjusted by remeasuring lease liability. The cost comprises the initial value of the lease liability adjusted for any lease payments made on or prior to the start date, on top of any initial direct costs incurred, as well as a cost estimate for dismantling and removing the underlying asset (as applicable), net of any incentive granted (as applicable).

The right-of-use asset is depreciated using the straight-line depreciation method, based on the lease term.

If ownership of the asset is transferred to the Company at the end of the lease period, or the cost includes a purchase option, depreciation is calculated by taking into account the asset's estimated useful life.

(ii) Lease Liabilities

On the lease start date, the Company recognizes a liability measured at present value of the lease payments to be made throughout the agreement. Lease payments included in measuring lease liability include fixed payments, net of any incentives already received (as applicable) and variable payments associated with an index or rate. Where applicable, payments also include the cost of exercising a purchase option, which shall be exercised by the Company with reasonable certainty, and payments of penalties for ending the agreement, if the lease terms reflect the Company's exercise option.

The lease liability is measured at amortized cost, using the effective interest method. It is remeasured when changes occur to future payments derived from a change to the rate or index, as well as possible modifications to the lease agreements.

Variable payments not associated with any indices or rates are recognized as an expense during the period, in the period when the event or condition leading to the payment occurs.

To calculate the present value of future lease payments, the Company uses its incremental interest rate on the lease start date, since the interest rate implicit in the agreement cannot be readily determined. After that date, the lease liability amount is increased by adding interest and reduced by lease payments made. In addition, the amount is remeasured in the event of a change in the terms of the agreement, the in lease amounts (e.g., changes in future payments caused by a change to an index or rate used in determining said payments) or a change in the assessment of a purchase option associated with the underlying asset.

(iii) Short-term leases and low-value leases

The Company applies the recognition exemption to its assets' short-term leases (i.e., leases lasting up to 12 months and not containing a purchase option). The Company also applies the recognition exemption to leases of assets deemed to be of low-value. Payments of short-term and low-value leases are recognized as an expense in the period, throughout the lease period.

2.5. Borrowing costs

Financial expenses related to loans are generally recognized as an expense in the income statement in accordance with the accrual basis.

In cases where loans are taken to finance assets, the corresponding interests are capitalized, becoming part of the asset's cost. The capitalization of these expenses starts after the preparation of construction activities begins and ends once the asset is available for use or if the project is suspended.

There were no financial expenses on capitalized loans obtained on 31 December 2023 and 2022.

2.6. Provisions

Provisions are recognized when, and only when, the Company (i) has a present obligation (legal or implicit) obligation resulting from a past event, (ii) it is likely that, to resolve this obligation an outflow of resources occurs, and

(iii) the obligation's amount might be reasonably estimated. Provisions are reviewed on the date of each statement of financial position and adjusted to reflect the best estimate on that date.

When a provision is determined taking into consideration the cash flows required to settle such an obligation, it is recorded at its present value.

2.7. Investments in subsidiaries and associates

Investments in equity holdings in subsidiaries and associates are measured in accordance with 'IAS 27 - Separate Financial Statements', at acquisition cost net of any impairment losses.

Ramada realize impairment tests on financial investments in subsidiaries and associates when there are indications that the asset may be impaired, and any impairment losses are recognised as a cost in the income statement.

The impairment analysis is based on the evaluation of financial investments, using the 'discounted cash-flow' method, based on the cash-flow financial projections of cash-flow at five years of each, including the year of perpetuity starting from the fifth year, deducted from the fair value of the liabilities of the entities.

The Board of Directors believes that the methodology described above leads to reliable results on the existence of any impairment of the investments under analysis, as they take into consideration the best information available at the time of preparation of the financial statements.

Dividends received from these investments are recorded as investment income, when attributed. Dividends are recorded in the income statement under 'Results related to investments'.

2.8. Financial assets and liabilities

a. Financial assets

Initial recognition and measurement

Initially, assets are classified and subsequently measured at amortized cost, fair value through other comprehensive income, and at fair value through profit or loss.

The initial classification of financial assets depends on the contractual characteristics of the cash flows and the business model adopted by the Company to manage them. Except for customer accounts receivable that do not have a significant financial component and for which the Company adopts the practical expedient, the Company initially measures a financial asset at fair value plus transaction costs, if an asset is not classified as of fair value through profit or loss.

Customer accounts receivable that do not have a significant financial component and for which the Company adopts the practical expedient are measured at transaction price calculated in accordance with IFRS 15.

In order for a financial asset to be classified and measured at amortized cost or at fair value through other comprehensive income, it must provide cash flows that represent solely payments of principal and interest (SPPI) on the outstanding debt. This assessment, known as the 'cash flows that are solely payments of principal and interest' test, is performed for each financial instrument.

The business model established for managing financial assets concerns the way financial assets are managed by the Company with a view to obtaining cash flows. The business model can be designed to obtain contractual cash flows, to dispose of financial assets or both.

Subsequent measurement

For its subsequent measurement, financial assets are classified in four categories: i) financial assets at amortized cost (debt instruments); ii) financial assets at fair value through other comprehensive income, with recycling of accumulated gains and losses (debt instruments); iii) financial assets at fair value through other comprehensive income, without recycling of accumulated gains and losses upon derecognition (equity instrument); and iv) financial assets at fair value through profit or loss.

i) Financial assets at amortized cost (debt instrument)

The Company measures financial assets at amortized cost if both the following conditions are fulfilled:

- The financial asset is held under a business model which purpose consists on holding the financial asset to obtain the cash flows provided for contractually; and
- The contractual terms of the financial asset generate, on specified dates, cash flows that are only payments of principal and interest on the amount of principal outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recorded in the income statement when the asset is derecognized, modified or becomes impaired. Financial assets measured by the Company at amortized cost include customer accounts receivable and other receivables, and loans to related parties (Note 6.1)

ii) Financial assets at fair value through other comprehensive income (debt instruments)

The Company measures debt instruments at fair value through other comprehensive income if both the following conditions are fulfilled:

- The financial asset is held under a business model which purpose consists on holding the financial asset to obtain the cash flows provided for contractually and those resulting from its sale; and
- The contractual terms of the financial asset generate, on specific dates, cash flows that are solely payments of principal and interest on the amount of principal outstanding.

In the case of debt instruments measured at fair value through other comprehensive income, interest income, exchange differences and impairment losses and reversals are recorded in the income statement and calculated in the same way as financial assets measured at amortized cost. The remaining changes in fair value are recorded in other comprehensive income. Upon derecognition, changes in fair value accumulated in other comprehensive income are transferred (recycled) to profit or loss.

As at 31 December 2023 and 2022, the Company did not held financial assets classified under this item.

iii) Financial assets at fair value through other comprehensive income (equity instruments)

Upon initial recognition, the Company may choose to classify irrevocably the equity instruments held as equity instruments designated at fair value through other comprehensive income when they comply with the definition of equity under IAS 32 - Financial instruments: Presentation, and are not held for trading. Classification is determined on an instrument-by- instrument basis.

Gains and losses from these financial assets are never recycled for profit or loss. Dividends are recorded as financial gain in profit or loss when the right to receive a dividend payment is established, except when the Company benefits from those dividends as recovery of part of the financial asset's cost and which, in this case, the dividends are recorded in other comprehensive income. Equity instruments held as equity instruments designated at fair value through other comprehensive income are not subject to impairment assessment.

As at 31 December 2023 and 2022, the Company did not held financial assets classified under this item.

iv) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition as measured at fair value through profit or loss, or financial assets that are mandatorily measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of being sold or repurchased within a very short period. Derivatives, including separate embedded derivatives, are also classified as held for trading, except if designated as effective hedging instruments.

Financial assets with cash flows that do not correspond solely to payments of principal and interest on the amount of principal outstanding are measured at fair value regardless of the underlying business model. Notwithstanding the classification criterion for debt instruments at amortized cost or at fair value through other comprehensive income described above, debt instruments can be designated at fair value through profit or loss upon initial recognition if it would eliminate or significantly reduce a measurement or recognition inaccuracy. Financial assets at fair value through income statement are presented in the Statement of Financial Position at fair value, with the fair value net changes presented in the profit or loss.

As at 31 December 2023 and 2022, the Company did not held financial assets classified under this item.

Derecognition

A financial asset (or, where applicable, a part of the financial asset or part of a group of financial assets) is derecognized (i.e., removed from the Statement of Financial Position) when:

- The contractual rights to receive cash flows resulting from the financial asset expire; or
- The Company transferred its contractual rights to receive cash flows resulting from the financial asset or undertook an obligation to pay the cash flows received in full within a short period under an agreement in which the Company i) has no obligation to pay any amounts to final recipients unless it receives equivalent amounts resulting from the original asset; ii) is prohibited by the terms of the transfer agreement to sell or pledge the original asset other than as a guarantee to the final recipients due to the obligation to pay them cash flows; and iii) the Company has an obligation to remit any cash flow it receives on behalf of the final recipients without significant delays; and
- The Company substantially transferred all the asset's risks and benefits, or the Company did not substantially transfer or retain all the assets and benefits of the asset, but has transferred control over the asset.

When the Company transfers its rights to receive cash flows from an asset or is party to an agreement that may allow derecognition, it assesses whether, and to what extent, the risks and benefits associated with the ownership of the asset have been retained. When substantially every risk and benefit arising from ownership of an asset is neither transferred nor retained, or control over the asset is not transferred, the Company keeps on recognizing the transferred asset to the extent of its continuing involvement. In this case, the Company also recognizes the corresponding liability. The transferred asset and corresponding liability are measured on a basis that reflects the rights and obligations retained by the Company.

If the Company's continuing involvement takes the form of a guarantee on the transferred asset, the measure of continuing involvement is the lowest between the asset's original book value and the maximum amount of consideration received that the Company might pay.

Financial assets impairment

Since 1 January 2018, the Company assesses, on a prospectively basis, the expected credit losses associated with its financial assets measured at amortized cost and at fair value through other comprehensive income, in accordance with IFRS 9. The applied impairment methodology considers the receivables credit risk profile, with different approaches being applied according to their nature.

Regarding receivable balances under items 'Trade receivables' and 'Other receivables', the Company applies the simplified approach under IFRS 9, according to which the expected credit losses are recognized from the initial recognition of the receivable balances and throughout the period until its maturity, considering a matrix of historical default rates for the maturity of receivable balances, adjusted by prospective estimates. Therefore, the Company does not monitor changes to credit risk, however, it recognizes the impairment loss based on the expected credit loss throughout the duration of the asset, at every reporting date. The Company has established an impairment matrix based on the credits previously lost, adjusted by specific prospective factors from the receivables and economic environment.

The Company considers a financial asset is in default when it is overdue by more than 90 days. In certain cases, the Company may also consider that a financial asset is in default when there is internal and external information that indicates that it is unlikely that the Company will receive the full amount it is owed without having to call its guarantees.

As at 31 December 2023 and 2022, the items referred to above were mainly accounts receivable from Ramada Group's entities (Note 24).

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, upon initial recognition, as financial liabilities at fair value through profit or loss, loans, accounts payable or derivatives designated as hedging instrument in an effective hedging relationship.

Every financial liability is initially recognized at fair value and, in the case of loans and accounts payable, net of transaction costs directly attributable.

The Company's financial liabilities include trade payables, other payables and loans, including bank overdrafts.

Subsequent measurement

Financial liabilities at amortized cost

Following their initial recognition, loans are measured at amortized cost using the effective interest rate method. Gains and losses are recorded in the income statement when liabilities are derecognized and through the amortization resulting from the effective interest method.

The amortized cost is calculated taking into account any acquisition discount or premium and the fees and other costs that are an integral part of the effective interest rate. The effect of effective interest is recorded under financial expenses in the income statement. This category usually applies to trade payables, other payables and loans, including bank loans and bank overdrafts.

Loans in the form of commercial paper are classified as non-current liabilities when they are guaranteed to be placed for at least one year and the Board of Directors intends to use this financial instrument for more than one year. As at 31 December 2023 and 2022, the Company did not report loan figures in the form of commercial paper.

Derecognition
A financial liability is derecognized when the underlying obligation is fulfilled, cancelled or expires.

When an existing financial liability is replaced by another with the same counterparty and substantially different terms, or a financial liability's terms are substantially modified, the exchange or modification are treated as a derecognition of the original financial liability and the recognition of a new liability. The difference between the respective book values is recognized in the income statement.

c. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the corresponding net amount is shown under the statement of financial position if there is a present right of mandatory fulfillment to offset the recognized amounts and the intention of either settling on a net basis or realizing the asset and simultaneously settling the liability.

d. Derivative financial instruments

When deemed necessary, the Company uses derivatives, such as forward exchange contracts, interest rate swaps and forward contracts on raw materials, to cover its exchange, interest and raw material price risks, respectively. Such derivatives are initially recorded at fair value at the date they are contracted and are subsequently measured at fair value. Derivatives are presented in assets when their fair value is positive, and in liabilities when their fair value is negative.

In terms of hedge accounting, hedges are classified as:
- Fair value hedge, when the purpose is to hedge exposure to changes in the fair value of a recorded asset or liability or an unrecorded Company commitment.

- Cash flow hedge, when the purpose is to hedge exposure to cash flow variability arising from a specific risk associated with a recorded asset or liability, in whole or in part, or a highly probable transaction or the foreign exchange risk associated with an unrecorded Company commitment.
- Net investment hedge, in a foreign operation (foreign exchange risk).

At the beginning of the hedging relationship, the Company formally designates and documents the hedging relationship for which it intends to apply hedge accounting, as well as the management and strategy purpose of that hedge. These documents include the identification of the hedging instrument, the hedged item or transaction, the nature of the risk to be hedged, and how the Company assesses whether the hedging relationship complies with the hedge accounting requirements (including an analysis of the sources of hedging ineffectiveness and how it determines the hedge rate). The hedging relationship is eligible for hedge accounting if it meets all of the following hedge effectiveness requirements:

i) There is an economic relationship between the hedged item and the hedging instrument;
ii) The credit risk effect does not dominate the changes in value that result from this economic relationship; and
iii) The hedge ratio of the hedging relationship is the same as that resulting from the portion of the hedged item that an entity is actually hedging and the portion of the hedging instrument that the entity actually uses to hedge that portion of the hedged item.

During the 2023 and 2022 periods, no derivative financial instruments were contracted to hedge interest rate or foreign exchange rate risks.

(I) Financial liabilities and equity instruments

Financial liabilities and equity instruments are classified according to the transaction's contractual substance. Equity instruments are those that show a residual interest in the Company's assets after deducting liabilities, being recorded at amount received, net of costs incurred when issued.

(II) Cash and cash equivalents

The amounts included under 'Cash and cash equivalents' correspond to cash amounts, bank deposits, term deposits and other treasury applications, maturing in less than three months and are subject to insignificant risk of change in value.

In terms of statement of cash flows, the item 'Cash and cash equivalents' also comprises bank overdrafts included under the current liability item 'Bank loans'.

2.9. Contingent assets and liabilities

Contingent assets are possible assets that arise from past events and whose existence will only be confirmed by the occurrence, or non-occurrence, of one or more uncertain future events not fully under the control of the Company.

Contingent assets are not recognized in the Company’s financial statements, being disclosed only when future economic benefits are likely to occur.

Contingent liabilities are defined by the Company as (i) obligations arising from past events, the existence of which will be confirmed only by the occurrence, or non-occurrence, of one or more uncertain future events not under full control of the Company, or (ii) present obligations that arise from past events but that are not recognized because it is unlikely that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized in the Company's financial statements and are actually disclosed unless the possibility of a cash outflow affecting future economic benefits is remote, in which case they are not disclosed at all.

2.10. Income tax

Ramada Investimentos, parent company, is taxed under the special taxation regime for groups, with each of the companies covered by this regime recording the income tax in its separate accounts under the item 'Subsidiaries'. Where subsidiaries contribute with losses, the tax amount corresponding to the losses which will be offset by the profits from other companies under this regime, is recorded in the separate accounts.

Deferred taxes are calculated using the financial position statement liability method and reflect the temporary differences between the amount of assets and liabilities for accounting reporting purposes and the respective amounts for tax purposes. Deferred tax assets and liabilities are calculated and annually assessed using the tax rates in force or substantially in force at the expected date of reversal of temporary differences.

Deferred tax assets are recognized only when there are reasonable expectations of sufficient future tax profits for their use, or in situations where there are taxable temporary differences that offset the temporary differences deductible in the period of their reversal. At the end of each period a review is made of these deferred taxes, which are reduced whenever their future use is no longer likely.

Deferred taxes are recorded as expenses or income for the period, except if they result from amounts recorded directly in equity, in which case the deferred tax is also recorded under the same line item.

2.11. Revenue

Ramada recognizes revenue according to IFRS 15, which sets forth that an entity recognizes revenue in order to reflect the transfer of goods and services contracted by customers, in the amount to which the entity expects to be entitled to receive as consideration for delivery of said goods or services, based on the 5-step model below:

1) contract identification with a client;
2) performance obligation identification;
3) pricing of the transaction;
4) allocation of the transaction price to performance obligation; and
5) recognition of revenue when or as the entity meets a performance obligation.

As at 31 December 2023 and 2022, Ramada's revenue refers to corporate services rendered to other Ramada Group companies.

Revenue is recognized net of bonuses, discounts and taxes (e.g.: trade discounts), and refers to the consideration received or receivable for services sold in line with the type of business identified. Revenue is recognized by the amount of the performance obligation fulfilled. For the transaction price, this is a fixed component.

The Company considers the facts and circumstances when analyzing the terms of each contract with clients, applying the requirements that determine the recognition and measurement of revenue in a harmonized way, when dealing with contracts with similar characteristics and circumstances.

2.12. Accrual accounting basis

The remaining income and expenses are recorded on an accrual basis, whereby they are recognized as they are generated regardless of when they are received or paid. The differences between the amounts received and paid and the corresponding income and expenses generated are recorded under the items 'Other current assets', and 'Other current liabilities'.

2.13. Subsequent events

The events occurred after the date of the statement of financial position providing additional evidence or information regarding conditions that existed on the date of the statement of financial position (adjusting events) are reflected in the Company's financial statement. Events after the date of the statement of financial position that are indicative of the conditions that arose after the date of the statement of financial position (non-adjusting events), when material, are disclosed in the notes to the financial statements.

2.14. Statement of cash flows

The statement of cash flows is prepared according to IAS 7, using the direct method.

The statement of cash flows is classified under operating activities (which include receipts from costumers, payments to suppliers, payments to personnel and others related to operating activities), financing (which include, payments and receipts related to loans, finance lease contracts and dividend payments) and investment (which include, acquisitions and disposals of investments in subsidiaries and cash receipts and cash payments arising from the purchase and sale of property, plant and equipment).

3. JUDGEMENTS AND ESTIMATES

In preparing the financial statements, in accordance with the accounting standards in force (Note 2.1), the Company's Board of Directors adopted certain assumptions and estimates affecting assets and liabilities, as well as income and expenses incurred in relation to the reported periods. All of the estimates and assumptions by the Board of Directors were carried out based on their existing best knowledge, on the date of approval of financial statements, events and ongoing transactions.

The main value judgements and estimates conducted when preparing financial statements correspond to the recording of provisions and impairment losses.

Estimates were determined based on the best available information on the date when consolidated financial statements were prepared and on the basis of the best knowledge and on the experience with past and/or current events. However, there are situations that could occur in subsequent periods which, while not foreseeable on that date, were not considered in those estimates. Changes to those estimates, which occur after the date of the consolidated financial statements, will be corrected in the income statement on a prospective basis, as provided for under IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

4. FINANCIAL RISK MANAGEMENT

Ramada Investimentos is basically exposed to (i) market risk, (ii) credit risk, and (iii) liquidity risk. The main purpose of risk management is to reduce these risks to a level considered acceptable.

The general principles of risk management are approved by the Board of Directors, which determines the acceptable risk limits. The main risk to which the Company is exposed to are the following:

i) Market risk

Interest rate risk is of particular importance in market risk management.

a) Interest rate risk

Interest rate risk is mainly the result of the Company's indebtedness being indexed to variable rates (mostly indexed to Euribor), which may expose the cost of debt to a volatility risk.

The Company's Board of Directors approves the terms and conditions of financing deemed material for the Company. As such, it examines the debt structure, the inherent risks and the different existing options in the market, namely regarding the type of interest rate (fixed/variable).

Sensitivity analysis to interest rate changes

Considering the Company's financing level and financial expenses as at 31 December 2023 for the period ended on that date, the exposure to the existing interest rate at the date of the statement of financial position is relatively minor.

b) Credit risk

Credit risk is defined as the probability of a financial loss occurring as a result of a counterparty defaulting on its payment contractual obligations.

Ramada is a holding Group, having no commercial activity beyond the normal activities of a portfolio manager and services to its subsidiaries and associates. As such, on a regular basis, the Company is only exposed to credit risk arising from financial instruments (investments and deposits with banks and other financial institutions or resulting from derivative financial instruments entered into normal course of its hedging operations), or from loans granted to subsidiaries.

The outstanding amounts on loans granted are considered to have low credit risk and, consequently, the impairments for credit losses recognized during the period were limited to the estimated 12-month credit losses. These financial assets are considered to have 'low credit risk' when they have a reduced risk of default and the debtor has a high capacity to meet its short-term cash flow contractual responsibilities.

In order to reduce the probability of a counterparty defaulting on its payment contractual obligations, the Company follows the following principles:

- It only performs transactions (short-term investments and derivatives) with counterparties that have been selected in accordance with their prestige and recognition at national and international level, their ratings, and which take into consideration the nature, maturity and size of the transactions;

- No financial instruments shall be contracted unless they have been authorized in advance. The definition of eligible instruments for both excess availability and derivatives has been made on the basis of a conservative approach;

- Additionally, regarding cash surpluses: i) they shall preferably be used, whenever possible where it is most efficient, either to repay existing debt, or preferably invested in relationship banks, thereby reducing the net exposure to such institutions, and ii) they may only be applied in previously authorized instruments.

Given the above policies, the Company's Board of Directors does not foresee the possibility of any material breach of contractual payment obligations of its external counterparties.

In the case of loans to subsidiaries, there is no specific credit risk management policy, since the granting of loans to subsidiaries is part of the Company's regular activity.

c) Liquidity risk

The main goal of the liquidity risk management policy is to ensure that the Company has the capacity to settle or meet its responsibilities and to pursue the strategies outlined in compliance with all its commitments to third parties within the stipulated time frame.

The Company defines as an active policy (i) to maintain a sufficient level of free and immediately available resources to meet the necessary payments on maturity, (ii) to limit the probability of default on the repayment of all its investments and loans by negotiating the extent of the contractual clauses, and (iii) to minimize the opportunity cost of holding excess liquidity in the short-term.

It also seeks to make the due dates of assets and liabilities compatible, by streamlining the management of their maturities.

5. CHANGES IN ACCOUNTING POLICIES AND CORRECTION OF ERRORS

Regarding new standards, interpretations, amendments and revisions to IFRS, see Note 2.1.

During the period ended 31 December 2023, there were no voluntary changes in accounting policies. Likewise, no material errors were corrected in relation to previous periods.

6. CLASSES OF FINANCIAL INSTRUMENTS

In accordance with the accounting policies disclosed in Note 2.7, financial instruments were detailed as follows:

6.1. Financial assets

31 December 2023	Note	Financial assets recorded at amortized cost	Total
Current assets			
Trade receivables	10	—	—
Other receivables	12	10,815,391	10,815,391
Cash and cash equivalents	13	112,668	112,668
		10,928,059	10,928,059

31 December 2022	Note	Financial assets recorded at amortized cost	Total
Current assets			
Trade receivables	10	438,401	438,401
Other receivables	12	13,205,301	13,205,301
Cash and cash equivalents	13	11,300,154	11,300,154
		24,943,856	24,943,856

6.2. Financial liabilities

31 December 2023	Note	Financial liabilities at amortized cost	Total
Non-current liabilities			
Bank loans	15	4,000,000	4,000,000
Lease liabilities	7	2,311	2,311
		4,002,311	4,002,311
Current liabilities			
Bank loans	15	2,000,000	2,000,000
Other loans	15	3,089,364	3,089,364
Lease liabilities	7	4,642	4,642
Trade payables	16	—	—
Other payables	17	87,111	87,111
Other current liabilities	18	20,815	20,815
		5,201,932	5,201,932
		9,204,243	9,204,243

31 December 2022	Note	Financial liabilities at amortized cost	Total
Non-current liabilities			
Bank loans	15	6,000,000	6,000,000
Lease liabilities	7	6,522	6,522
		6,006,522	6,006,522
Current liabilities			
Bank loans	15	2,000,000	2,000,000
Lease liabilities	7	103,932	103,932
Trade payables	16	141,705	141,705
Other payables	17	24,848,735	24,848,735
Other current liabilities	18	122,635	122,635
		27,217,007	27,217,007
		33,223,529	33,223,529

7. RIGHT OF USE ASSETS

During the period ended on 31 December 2023 and 2022, the movement occurred in the amount of right of use assets, as well as the corresponding amortization was as follows:

	2023		
	Asset gross value		
	Buildings and other edifications	Vehicles	Total
Opening balance as at 1 January	36,380	271,058	307,438
Additions	—	—	—
Reductions	—	(98,258)	(98,258)
Closing balance	36,380	172,800	209,180
	Accumulated amortization		
	Buildings and other edifications	Vehicles	Total
Opening balance as at 1 January	36,380	160,604	196,984
Additions	—	5,242	5,242
Reductions	—	—	—
Closing balance	36,380	165,846	202,226
	—	6,954	6,954

	2022		
	Asset gross value		
	Buildings and other edifications	Vehicles	Total
Opening balance as at 1 January	81,859	242,913	324,772
Additions	—	28,145	28,145
Reductions	(45,479)	—	(45,479)
Closing balance	36,380	271,058	307,438
	Accumulated amortization		
	Buildings and other edifications	Vehicles	Total
Opening balance as at 1 January	27,285	115,885	143,170
Additions	9,095	44,719	53,814
Reductions	—	—	—
Closing balance	36,380	160,604	196,984
	—	110,454	110,454

The item 'Buildings and other edifications' mainly refers to lease contracts of assets related to one of the properties where the Company operates. Additionally, with reference to 31 December 2022, the lease contract of the property was transferred to the subsidiary, Ramada Aços, S.A..

The item 'Vehicles' refers to contracts for the lease of vehicles for periods of 4 to 5 years.

During the period ended 31 December 2023 and 2022, the movement occurred in the value of lease liabilities were detailed as follows:

	31.12.2023	31.12.2022
Opening balance as at 1 January	110,454	183,250
Additions	—	28,145
Accrued interest	569	3,668
Decreases and write-offs	(98,259)	(50,868)
Payments/Settlements	(5,811)	(53,741)
Closing balance as at 31 December	6,953	110,454
Current	4,642	103,932
Non-current	2,311	6,522

In addition, the following amounts were recognized in 2023 and 2022 as expenses related to right-of-use assets:

	31.12.2023	31.12.2022
Depreciation of right-of-use assets	5,242	53,814
Interest expenses related to lease liabilities	569	3,668
Total amount recognized in the income statement	**5,811**	**57,482**

The maturity of the lease liabilities is as follows:

	31/12/2023					
	2024	2025	2026	2027	>2027	Total
Lease Liabilities	4,642	2,311	—	—	—	6,953
	4,642	2,311	—	—	—	6,953

	31/12/2022					
	2023	2024	2025	2026	>2026	Total
Lease Liabilities	103,932	4,642	1,880	—	—	110,454
	103,932	4,642	1,880	—	—	110,454

8. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATES

As at 31 December 2023 and 2022, 'Investments in subsidiaries and associates' are detailed as follows:

		31 December 2023				
Company	% Held	Opening balance	Impairment losses (Note 23)	Additions	Reductions	Closing balance
Ramada Aços, S.A.	100%	38,000,750	—	—	—	38,000,750
Expeliarmus - Consultoria, Unipessoal, Lda.	100%	302,998	—	—	—	302,998
F. Ramada II, Imobiliária, S.A.	100%	48,000,000	—	—	—	48,000,000
Socitrel - Sociedade Industrial de Trefilaria, S.A.	100%	18,986,805	—	—	—	18,986,805
Fisio Share - Gestão de Clínicas, S.A	39.71%	4,500,000	—	—	—	4,500,000
		109,790,553	—	—	—	109,790,553

		31 December 2022				
Company	% Held	Opening balance	Impairment losses (Note 23)	Additions	Reductions	Closing balance
Ramada Aços, S.A.	100%	38,000,750	—	—	—	38,000,750
Expeliarmus - Consultoria, Unipessoal, Lda.	100%	2,302,998	(2,000,000)	—	—	302,998
F. Ramada II, Imobiliária, S.A.	100%	—	—	48,000,000	—	48,000,000
Socitrel - Sociedade Industrial de Trefilaria, S.A.	100%	25,283,223	—	—	(6,296,418)	18,986,805
Fisio Share - Gestão de Clínicas, S.A	39.71%	4,500,000	—	—	—	4,500,000
		70,086,971	(2,000,000)	48,000,000	(6,296,418)	109,790,553

As at 31 December 2022, within the scope of a reorganization of the shareholding structure, the Company acquired 100% of the shareholding in F. Ramada II, Imobiliária, S.A. to Ramada Aços, S.A. and Universal Afir, S.A., by the total amount of 48,000,000 Euro.

In addition, as at 31 December 2022, the decrease is related to the reimbursement of accessory installments by Socitrel - Sociedade Industrial de Trefilaria, S.A., in the amount of 6,296,418 Euro and the recognition of an impairment loss, in the amount of 2,000,000 Euro, related to the investment held in Expeliarmus - Consultoria, Unipessoal, Lda., after the distribution of dividends made by this company (Note 23).

The financial information of the subsidiary companies as of 31 December 2023, according to their financial statements at the aforementioned date, can be summarized as follows:

	31 December 2023		
Subsidiaries	Total Assets	Total Equity	Net profit of the period
Ramada Aços, S.A.	60,392,449	44,317,733	11,540,285
Planfuro Global, S.A.	4,274,384	3,413,359	169,135
Universal Afir, S.A.	10,423,051	9,111,220	1,882,539
F. Ramada II, Imobiliária, S.A.	106,037,894	51,439,080	3,670,406
Socitrel - Sociedade Industrial de Trefilaria, S.A.	27,245,020	10,727,500	2,591,274
Socitrel España, S.A.	25,540	25,539	(1,164)
Expeliarmus - Consultoria, Unipessoal, Lda.	1,809,427	309,426	55,647
Socitrel Solar, Unipessoal, Lda.	1,759,549	1,591,031	23,412
Ramada Solar, Unipessoal, Lda.	4,620	4,585	(251)
Blau Stahl, Unipessoal, Lda.	4,368,626	2,576,291	(1,024,264)

On this date, the Company presents consolidated financial statements, and the companies included in the consolidation by the full method, respective headquarters, proportion of capital held and activity carried out are defined in note '6.1. Subsidiaries included in the consolidation', in the notes to the consolidated financial statements.

As mentioned in note 2.7., whenever events or changes in the surrounding conditions indicate that the value for which financial investments are recorded in the financial statements is not recoverable, the Company performs impairment tests. For this analysis, financial projections of the subsidiaries are prepared based on assumptions regarding the evolution of the subsidiary's activity (and the respective cash-generating units), which the Board of Directors believes to be consistent with the history and trend of the markets, being reasonable and prudent and that reflect your vision.

During the year ended 31 December 2022, as a result of the impairment analyses made, based on the above mentioned methodologies and assumptions, the Ramada Group recognized an impairment loss, in the amount of 2,000,000 Euro, related to the investment held in Expeliarmus - Consultoria, Unipessoal, Lda. (Note 23).

During the year ended 31 December 2023 and 2022, it were additionally identified indicators of possible impairment losses related with the investment in Socitrel - Sociedade Industrial de Trefilaria, S.A. and the respective impairment test was performed. The analysis, which was performed by using the "discounted cash-flow" method and based on financial projections of cash flow and market assumptions, led to the conclusion that there was no impairment to record on this financial investment.

In 2023, the method and assumptions used in the above mentioned impairment analysis, which in the opinion of the Board of Directors are the most appropriate for the current situation, are as follows:

	31.12.2023
Method used	Discounted cash flows
Basis	Business Plan
Projection period	5 years
Weighted Average Cost of Capital	7.23%
Growth rate	1.00%

At 31 December 2023, as a result of the impairment tests made, based on the above mentioned methodologies and assumptions, no impairment losses were recognized. The Board of Directors believes that the effect of any

deviations that may occur in the main assumptions on which the recoverable amount of the investments is based does not imply, in all materially relevant aspects, the recognition of additional impairments of financial investments.

Additionally, and adopting more conservative assumptions, a 1% variation in the WACC in use, as well as, assuming a zero growth rate in perpetuity would not give rise to an insufficiency of impairment on these financial investments.

The Board of Directors believes that the effect of any deviations that may occur in the main assumptions on which the recoverable value of financial holdings is based, will not imply, in all materially relevant aspects, recognition of additional impairments of financial holdings.

8.1. Payments of investments in subsidiaries and associates

During the periods ended 31 December 2023 and 2022, the Company carried payments relating to investments in subsidiaries and associates, which are detailed as follows:

	31.12.2023	31.12.2022
Payment acquisition F. Ramada Imobiliária	24,785,000	23,215,000
Payment acquisition Socitrel	—	7,283,223
	24,785,000	30,498,223

9. OTHER INVESTMENTS

As at 31 December 2023 and 2022, the value of 'Other investments' and the corresponding impairment losses are detailed as follows:

	31.12.2023	31.12.2022
Gross value		
Opening balance	5,749,445	5,749,445
Additions	—	—
Closing Balance	5,749,445	5,749,445
Accumulated impairment losses		
Opening balance	(5,749,445)	(5,749,445)
Additions (Note 23)	—	—
Closing Balance	(5,749,445)	(5,749,445)
Net value	—	—

As at 31 December 2023 and 2022, the Company held 22.52% of the company CEV, S.A. This subsidiary is engaged in the development and intellectual protection, production and trade of organic fungicides for agriculture. This subsidiary is not listed and the Company does not have significant influence over this holding, considering, in particular, that:

- It is not represented in the subsidiary's Executive Board;
- It has no power to participate in the definition of operational and financial policies;
- It has no material transactions with the Subsidiary;
- It does not provide technical information to the Subsidiary.

In view of the above, the Company believes that, having no influence on the company's governance bodies, it should consider this holding as another investment and not as an associate.

The assessment of whether or not there are signs of impairment on investments in other investments takes into account, among others, the financial indicators of the Companies in question, their operating results and their profitability for the shareholder, namely considering their ability to distribute dividends.

9.1. Payments of other investments

During the periods ended 31 December 2023 and 2022, the Company carried payments relating to other investments, which are detailed as follows:

	31.12.2023	31.12.2022
Shareholders loans to CEV	—	781,812
	—	781,812

10. TRADE RECEIVABLES

As at 31 December 2022, the amount recorded under item 'Trade receivables' mainly refers to the amounts invoiced concerning management fees (Note 24).

At the date of the statement of financial position, there are no outstanding accounts receivables and no impairment losses were recorded, since there is no indication that the customers are not fulfilling their obligations.

11. STATE AND OTHER PUBLIC ENTITIES

As at 31 December 2023 and 2022, this line item is detailed as follows:

	31.12.2023	31.12.2022
Debit balances:		
Income tax	2,992,255	—
Total income tax	2,992,255	—
VAT - Value Added Tax	70,214	—
Total other taxes (Note 12)	70,214	—
Credit balances:		
Income tax	—	2,358,292
Total income tax	—	2,358,292
VAT - Value Added Tax	—	118,031
Personal income tax	676	51,170
Social security contributions	1,184	48,999
Total other taxes (Note 17)	1,860	218,200

12. OTHER RECEIVABLES

As at 31 December 2023 and 2022, this line item is detailed as follows:

	31.12.2023	31.12.2022
Current:		
Other debts from the Group's companies (Note 24)	10,804,932	13,197,996
Receivables from the State and other public entities (Note 11)	70,214	—
Other debts from the disposal of investments	—	—
Others	10,459	7,305
	10,885,605	13,205,301

As at 31 December 2023 and 2022, the item 'Other debts from the Group's companies' includes amounts receivable from subsidiaries, related to the tax for the period estimated individually by the taxed companies according to the special taxation regime for groups, as well as a liquidity shortage loan granted by the Company to F. Ramada II, Imobiliária, S.A., in the amount of 9,000,000 Euro.

13. CASH AND CASH EQUIVALENTS

As at 31 December 2023 and 2022, this line item 'Cash and cash equivalents' included in the statement of financial position was detailed as follows:

	31.12.2023	31.12.2022
Bank deposits immediately available	112,668	11,300,154
Cash and cash equivalents in the statement of financial position	112,668	11,300,154
Bank overdrafts (Note 15)	(3,089,364)	—
Cash and cash equivalents in the cash flow statement	(2,976,696)	11,300,154

14. SHARE CAPITAL AND RESERVES

14.1. Share capital

As at 31 December 2023 and 2022, the Company's share capital was fully subscribed and paid up, and consisted of 25,641,459 nominative shares, with a nominal value of 1 Euro each.

14.2. Reserves

Legal reserve

Portuguese commercial legislation establishes that at least 5% of the annual net profit must be allocated to the 'legal reserve' until it represents at least 20% of the share capital. This reserve is not distributable, except in the event of the liquidation of the Company, but may be used to absorb losses, after all other reserves have been exhausted, and for incorporation into capital.

In 2023 and 2022, the Company did not transfer any amount to this item, since it already represented 20% of the share capital.

Other reserves

In the General Assembly held on 28 April 2023 it was unanimously resolved to distribute a gross dividend of 0.82 Euros per share, totaling 21,025,996 Euro.

In the General Assembly held on 29 April 2022 it was unanimously resolved to distribute a gross dividend of 0.60 Euros per share, totaling 15,384,875 Euro.

15. BANK LOANS AND OTHER LOANS

As at 31 December 2023 and 2022, the line item 'Bank loans' and 'Other loans' is detailed as follows:

	31.12.2023		31.12.2022	
	Current	Non-current	Current	Non-current
Bank loans	2,000,000	4,000,000	2,000,000	6,000,000
Bank loans	2,000,000	4,000,000	2,000,000	6,000,000
Bank overdrafts (Note 13)	3,089,364	—	—	—
Other loans	3,089,364	—	—	—
	5,089,364	4,000,000	2,000,000	6,000,000

The Board of Directors considers that the loans book value does not differ significantly from its fair value, determined based on the discounted cash flow method.

The nominal value of the bank loans and other loans recorded as liabilities has the following repayment plan:

2023			2022		
Maturity	Amount	Estimated interest [1]	Maturity	Amount	Estimated interest [1]
Current			**Current**		
2024	5,089,364	445,804	2023	2,000,000	253,750
Non-current			**Non-current**		
2025	2,000,000	180,308	2024	2,000,000	183,750
2026	2,000,000	69,280	2025	2,000,000	113,750
2027	—	—	2026	2,000,000	43,750
2028	—	—	2027	—	—
	4,000,000	249,588		6,000,000	341,250
	9,089,364	695,392		8,000,000	595,000

[1] Interest estimated according to the existing contractual conditions, based on the market conditions for the period of 2023 and 2022.

During the periods ended 31 December 2023 and 2022, this loan earned interest at normal market rates depending on the nature and term of the loan obtained.

During the periods ended 31 December 2023 and 2022, the Group did not default on any borrowing.

16. TRADE PAYABLES

As at 31 December 2023 and 2022, the line item 'Trade payables' was detailed as follows:

	31.12.2023	31.12.2022
Trade payables - current account	—	136,386
Trade payables - subsidiaries (Note 24)	—	5,139
Trade payables - invoices pending	—	180
	—	141,705

As at 31 December 2022, the item "Trade payables" showed amounts to be paid within a period not exceeding 90 days, resulting from acquisitions arising from the Company's normal activity.

17. OTHER PAYABLES

As at 31 December 2023 and 2022, the line item 'Other payables' is detailed as follows:

	31.12.2023	31.12.2022
Other debts to the Group companies (Note 24)	69,611	24,822,783
Other debts for investments	17,500	17,500
Payables to the State and other public entities (Note 11)	1,860	218,200
Other debts	—	8,452
	88,971	25,066,935

As of 31 December 2022, the caption "Other debts to the Group companies" includes payables related to the debt not yet settled related to the acquisition to Ramada Aços, S.A. and Universal Afir, S.A.- of the investment in F. Ramada II, Imobiliária, S.A. occurred in the year 2022 (Notes 8 and 24).

18. OTHER CURRENT LIABILITIES

As at 31 December 2023 and 2022, the line item 'Other current liabilities' is detailed as follows:

	31.12.2023	31.12.2022
Remunerations to be settled and bonuses	11,427	117,572
Others	9,388	5,063
	20,815	122,635

19. SERVICES RENDERED

The amount related to services rendered corresponds mainly to amounts invoiced for administrative and financial services rendered to companies in Portugal (Note 24).

20. RESULTS RELATED TO INVESTMENTS

As at 31 December 2023, the item 'Results related to investments' includes dividends awarded by the subsidiaries Ramada Aços, S.A. and Socitrel - Sociedade Industrial de Trefilaria, S.A., in the amount of 35,000,000 Euro and 2,000,000 Euro, respectively (Note 24).

21. EXTERNAL SUPPLIES AND SERVICES

As at 31 December 2023 and 2022, the line item 'External supplies and services' is detailed as follows:

	31.12.2023	31.12.2022
Specialized work	472,200	659,806
Fuel	7,517	56,007
Travel and accommodation	4,063	55,154
Cleaning, Hygiene and Comfort	468	36,650
Insurance	21,666	34,352
Maintenance and repair	1,485	31,863
Fees	196	18,537
Rents	—	4,891
Other miscellaneous services	7,546	75,968
	515,141	973,228

22. PAYROLL EXPENSES

As at 31 December 2023 and 2022, the line item 'Payroll expenses' is detailed as follows:

	31.12.2023	31.12.2022
Remunerations	70,762	767,265
Remuneration expenses	12,481	176,228
Insurance expenses	525	4,994
Other payroll expenses	302	108,054
	84,070	1,056,541

On 31 December 2023, following an internal reorganization, the Company's employees were transferred to Ramada Group's subsidiaries. As of 31 December 2022, the number of employees working for Ramada Investimentos e Indústria, S.A. was 23.

23. PROVISIONS AND IMPAIRMENT LOSSES

The movement occurring under provisions and impairment losses during the periods ended 31 December 2023 and 2022 is detailed as follows:

	2023	
	Impairment losses in investments (Notes 8 and 9)	Total
Opening balance	7,749,445	7,749,445
Increases	—	—
Reversals	—	—
Closing balance	7,749,445	7,749,445

	2022	
	Impairment losses in investments (Notes 8 and 9)	Total
Opening balance	4,967,633	4,967,633
Increases	2,781,812	2,781,812
Reversals	—	—
Closing balance	7,749,445	7,749,445

During the year ended December 31, 2022, as a result of the impairment analyses performed, the Ramada Group recognized an impairment loss, in the amount of 2,000,000 Euro, related to the investment held in Expeliarmus - Consultoria, Unipessoal, Lda. (Note 8).

The Board of Directors considers, based on the opinion of its legal and tax advisors, that as at 31 December 2023, there are no material assets or liabilities associated with probable or possible tax contingencies that are not being subject to recognition or disclosure in the financial statements as at 31 December 2023.

24. RELATED ENTITIES

Balances with related entities are detailed as follows:

	31 December 2023				
	Receivables			Payables	
Group Company	Trade receivables (Note 10)	Other current assets	Other receivables (Note 12)	Trade payables (Note 16)	Other payables (Note 17)
Subsidiaries	—	250,000	10,804,932	—	69,611

	31 December 2022				
	Receivables			Payables	
Group Company	Trade receivables (Note 10)	Other current assets	Other receivables (Note 12)	Trade payables (Note 16)	Other payables (Note 17)
Subsidiaries	438,401	39,973	13,197,976	5,139	24,822,783

Transactions that occurred in the periods ended 31 December 2023 and 2022 are detailed as follows:

	2023			
Group Company	Services rendered (Note 19)	External supplies and services	Financial income	Results related to investments (Notes 8 and 20)
Subsidiaries				
Ramada Aços, S.A.	60,000	64,955	—	35,000,000
Universal Afir, S.A.	20,000	—	—	—
F.Ramada II Imobiliária, S.A.	270,000	—	380,802	—
Socitrel - Soc. Ind.Tref., S.A.	—	—	—	2,000,000
Expeliarmus Cons., Unip. Lda.	—	—	—	—
	350,000	64,955	380,802	37,000,000

	2022			
Group Company	Services rendered (Note 19)	External supplies and services	Financial income	Results related to investments (Notes 8 and 20)
Subsidiaries				
Ramada Aços, S.A.	1,410,000	68,986	—	16,350,000
Universal Afir, S.A.	470,000	16,610	—	—
F.Ramada II Imobiliária, S.A.	470,000	9,688	39,973	—
Socitrel - Soc. Ind.Tref., S.A.	48,000	—	—	5,000,000
Expeliarmus Cons., Unip. Lda.	—	—	—	5,700,000
	2,398,000	95,284	39,973	27,050,000

Remuneration of the Board of Directors

The compensation attributed to the key managers, by the company and other Ramada Group subsidiaries, which, given the Group's governance model, correspond to the members of the Board of Directors, during the year ended on 31 December 2023 amounted to 551,500 Euros and refer only to fixed remunerations.

25. INCOME TAX

According to current Portuguese legislation, tax returns are subject to review and correction by the tax authorities during a period of four years (five years for Social Security), except when there have been tax losses, tax benefits granted, or when audits, complaints or challenges are in progress, in which cases, depending on the circumstances, the deadlines are extended or suspended. Thus, the Company's tax returns from 2020 to 2023 may still be subject to review.

The Company's Board of Directors believes that any corrections resulting from reviews/audits by the tax authorities to those tax returns will not have a material effect on the financial statements as at 31 December 2023 and 2022.

Ramada Investimentos heads a group of companies (Ramada Investimentos Group) which are taxed under the special taxation regime for groups.

Income before tax and income for the financial year are detailed as follows:

	31.12.2023	31.12.2022
Profit before income tax	36,765,733	24,383,922
Tax rate	21%	21%
	7,720,804	5,120,624
Surcharge	—	1,788
Autonomous taxes	8,623	27,902
Non-taxed provisions	—	164,181
Elimination of double taxation on dividends received	(7,770,000)	(5,260,500)
Other effects	49,196	722
Income tax	8,623	54,717

26. EARNINGS PER SHARE

Earnings per share were calculated based on the following amounts:

	31.12.2023	31.12.2022
Result for calculating basic and diluted earnings per share	36,757,110	24,329,205
Weighted average number of shares for calculating earnings per share	25,641,459	25,641,459
Earnings per share		
Basic	1.43	0.95
Diluted	1.43	0.95

27. SUBSEQUENT EVENTS

From 31 December 2023 to the date of this report, there were no other relevant facts that may materially affect the financial position and future results of the Company.

28. TRANSLATION NOTE

These financial statements are a translation of financial statements originally issued in Portuguese in accordance with International Financial Reporting Standards as adopted by the European Union (IFRS-EU), some of which may not conform or be required by generally accepted accounting principles in other countries. In the event of discrepancies, the Portuguese language version prevails.

The Chartered Accountant

The Board of Directors

João Manuel Matos Borges de Oliveira – Chairman

Paulo Jorge dos Santos Fernandes

Domingos José Vieira de Matos

Pedro Miguel Matos Borges de Oliveira

Ana Rebelo de Carvalho Menéres de Mendonça

Laurentina da Silva Martins

STATUTORY AUDIT CERTIFICATION AND AUDITOR'S REPORT

(Free translation of a report originally issued in Portuguese language: In case of doubt the Portuguese version will always prevail)

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Opinion

We have audited the accompanying consolidated financial statements of Ramada Investimentos e Indústria, S.A. ("the Entity") and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at December 31, 2023 (showing a total of Euro 205,531,013 and equity of Euro 123,785,078, including a net profit of Euro 10,413,341), the consolidated statement of profit and loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and the accompanying notes to the consolidated financial statements, including a summary of the significant accounting policies.

In our opinion, the accompanying consolidated financial statements give a true and fair view, in all material respects, the consolidated financial position of Ramada Investimentos e Indústria, S.A. as at December 31, 2023 and of its financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and further technical and ethical standards and guidelines as issued by Ordem dos Revisores Oficiais de Contas (the Portuguese Institute of Statutory Auditors). Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements" section below. We are independent from the entities that constitute the Group in accordance with the law and we have fulfilled other ethical requirements in accordance with the Ordem dos Revisores Oficiais de Contas code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of the most significant risks of material misstatement identified	Summary of the auditor's response to the assessed risks of material misstatement
Impairment of the accounts receivable (Notes 2.12 a. "Impairment of financial assets" and 17 of the accompanying notes to the consolidated financial statements)	
As of 31 December 2023, the consolidated statement of the financial position includes trade receivables from costumers, net of accumulated impairment losses, by the amount of 36,225,831 Euros (49,385,336 Euros as of 31 December 2022). In each reporting date the Group recognizes expected impairment losses for the trade accounts receivable. The Group computes the expected impairment losses in trade receivables using a real matrix of bad debts taken into consideration the historic credit loss of trade accounts receivables of the Group in the past three years, adjusted by external factors of forward looking associated to the perspectives about the macroeconomic conditions and specially in the industry where their costumers operate. For this purpose, clients balances are profiling taking into consideration similar risk profiles (stratification between external and internal market and type of industry), structured by aging and segregated with collaterals such as credit insurance. Additionally, the Group recognizes impairments on a case by case basis, identifying specific balances, specific past events, or in case there is existence of internal or external information indicating it is unlikely that the Group may receive the whole amount of the credit. Considering the level of judgement performed by the Board of Directors on the determination of the recoverable value of credits receivable from costumers with evidence of impairment, as well as taking into consideration the related assumptions to the expected credit losses matrix and the case by case analysis performed, we consider this to be a relevant audit matter.	Our audit procedures on this specific area included, among others: - Measurement of impairment losses for financial assets and recognition accounting policy adopted by the Group referencing the applicable accounting standards; - Evaluation of the design and implementation of relevant controls related to the process of recognition and measurement of impairment losses for credits receivable from costumers; - Analysis of the accumulated impairment losses estimate models recognized during the period and reconciliation of the information with the balances in the consolidated financial statements of the financial position and results of the Group; - Evaluation of the accuracy of the estimates and assumptions applied by the management for the determination of the expected credit losses matrix, under the IFRS 9 – Financial Instruments, namely concerning the reasonability of the uncollectible historical rates and macroeconomic factors considered, as well as the estimated for the casuistry analysis; - Execution of management body inquiries about the assumed suppositions on the expected losses matrix and on the casuistry analysis; - Analysis of the answers given by the lawyers of the Group considering litigation situations regarding credit receivable from costumers; - Analysis of receipts from costumers after the reporting date. Apart from the procedures above mentioned , we requested balance confirmation for a sample of the Group's clients. We analyzed, when applicable, the

Description of the most significant risks of material misstatement identified	Summary of the auditor's response to the assessed risks of material misstatement
	reconciliation between the information constant on the responses obtained and the Group's accounting records. We have additionally assessed the adequacy of the applicable disclosures regarding this matter.
Impairment of Investment Properties (Notes 2.19 and 10 of the accompanying consolidated financial statements)	
As of 31 December 2023, the book value of Investment Properties amounts to 88,725,246 Euros (88,818,380 Euros as of 31 December 2022), which includes accumulated impairment losses by the amount of 1,100,000 Euros. The referred Investment Properties are essentially related with lands rented to third parties for forest exploration, aimed to the exploration of eucalyptus through contracts over a period of 20 years (with an optional additional period of 4 to 6 years). The renting of the referred Investment Properties represented a volume of income recognized on the consolidated statements of profit anf loss for the period ended in that date of, approximately, 7,6 million of Euros (6,8M Euros as of 31 December 2022). The Investment Properties are recognized at acquisition cost net of accumulated impairment losses method, and the Group has hired in 2023 independent evaluating appraisals to support the Board of Directors to compute the fair value of those assets with the purposes of identified the potential existence of impairment losses and to disclosure the respective fair value. Taking into consideration, namely the materiality of this caption on the consolidated statement of the financial position the associated judgement to the assumed assumptions on the evaluation and the possible existence of impairment losses, we consider this area as of a relevant audit matter.	Our audit procedures on this specific caption includes the evaluation of the design and implementation of relevant controls regarding the identification of impairment evidence of the Group's Investment Properties, and the analysis of the main assumptions and methodology used on the computation of the fair value of these assets. Concerning the computation of the fair value of the Investment Properties used by the Group, our analysis includes, among others: - Evaluation of the expertise of external experts appraisals; - Analysis of the current renting contracts of the Investment Properties signed namely expiration dates, rents updates and other inherent conditions; - The analysis of the external evaluations assumptions used by the Board of Directors, namely challenging the methodology, the considered assumptions, the methodology associated to the determination of the yields and market rents and the comparison with the market benchmarks available on the sector data base. Additionally our procedures included the computation of stress tests related to the main assumption; - Discussion with the Board of Directors related with the analysis made to concluded about the existence of impairment indicators related with Investments Properties. We have additionally assessed the adequacy of the applicable disclosures regarding this matter

Responsibilities of management and supervisory body for the consolidated financial statements

Management is responsible for:

- the preparation of consolidated financial statements that give a true and fair view of the Group's financial position, financial performance and cash flows in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union;
- the preparation of the management report, corporate governance report, consolidated non-financial statement and remuneration report in accordance with the applicable laws and regulations;
- designing and maintaining an appropriate internal control system to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error;
- the adoption of accounting policies and principles appropriate in the circumstances; and
- assessing the Group's ability to continue as a going concern, and disclosing, as applicable, the matters that may cast significant doubt about the Group's ability to continue as a going concern.

The supervisory body is responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our responsibility is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion;
- communicate with those charged with governance, including the supervisory body, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit;
- determine, from the matters communicated with those charged with governance, including the supervisory body, those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter; and
- provide the supervisory body with a statement that we have complied with relevant ethical requirements regarding independence, and communicate all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Our responsibility also includes the verification that the information contained in the management report is consistent with the consolidated financial statements and the verification foreseen in article 451, number 4 and 5 of the Portuguese Companies' Code ("Código das Sociedades Comerciais") in matters of corporate governance, as well as the verification that the consolidated non-financial statement and remuneration report have been presented.

REPORTING ON OTHER LEGAL AND REGULATORY REQUIREMENTS

European Electronic Format (ESEF)

The Group's consolidated financial statements for the year ended December 31, 2023 have to comply with the applicable requirements set out in Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 ("ESEF Regulation").

Management is responsible for the preparation and disclosure of the annual report in accordance with the ESEF Regulation.

Our responsibility is to obtain reasonable assurance about whether the consolidated financial statements, included in the annual report, are presented in accordance with the requirements set out in the ESEF Regulation.

Our procedures took into account the Technical Application Guide of the Portuguese Institute of Statutory Auditors ("Ordem dos Revisores Oficiais de Contas") on reporting in ESEF and included, among others:

- obtaining an understanding of the financial reporting process, including the presentation of the annual report in valid XHTML format; and
- identification and assessment of the risks of material misstatement associated with the tagging of information from the consolidated financial statements in XBRL format using iXBRL technology. This assessment was based on an understanding of the process implemented by the Group to tag the information.

In our opinion, the consolidated financial statements, included in the annual report, are presented, in all material respects, in accordance with the requirements set out in the ESEF Regulation.

On the management report

In compliance with article 451.º, n.º 3, al. e) of the Portuguese Companies' Code, we concluded that the management report was prepared, in all material respects, in accordance with the applicable legal and regulatory requirements and the information contained therein is consistent with the audited consolidated financial statements and, and considering our knowledge of the Group, we have not identified any material misstatements.

On the corporate governance report

In compliance with article 451, n.º 4, of the Portuguese Companies' Code, we concluded that the corporate governance report includes, in all material respects, the information required to the Group in accordance with article 245º-A of the Portuguese Securities Code, and we have not identified any material misstatements in the information disclosed, to comply with items c), d), f), h), i) and m) of n.º 1 of the referred article.

On the consolidated non-financial statement

In compliance with article 451, n.º 6 of the Portuguese Companies' Code, we inform that the Group has prepared a separate report from the management report, referred to as Sustainability Report, that includes the consolidated non-financial statement, as provided for in article 508.º-G of the Portuguese Companies' Code, and was disclosed together with the management report.

On the remuneration report

In compliance with article 26º-G, no. 6, of the Securities Code, we inform that the Group has prepared a report on remuneration that includes the information provided in n.º 2 of that article.

On the additional matters provided in article 10 of Regulation (EU) 537/2014

In compliance with article 10 of Regulation (EU) 537/2014 of the European Parliament and of the Council of April 16th, 2014, in addition to the key audit matters mentioned above, we also report the following:

- We were appointed auditors of the Group for the first time at the general shareholders' meeting held on April 30, 2021 for the 2021 term, followed by appointment at the general shareholders' meeting held on April 29, 2022 for a second term of 2022. We were re-elected as the Entity's auditors for the third time at the general shareholders' meeting held on April 28, 2023 for the three-year period from 2023 to 2025;

- Management has confirmed to us that they are not aware of any fraud or suspicion of fraud having occurred that has a material effect on the financial statements. In planning and executing our audit in accordance with ISAs, we maintained professional skepticism and we designed audit procedures to respond to the risk of material misstatements in the consolidated financial statements due to fraud. As a result of our work, we have not identified any material misstatement on the consolidated financial statements due to fraud;
- We confirm that the audit opinion issued is consistent with the additional report that we prepared and delivered to the Group's Statutory Supervisory Board on this same date; and
- We declare that we have not provided any prohibited services under article 5, number 1, of Regulation (EU) 537/2014, dated 16th of April 2014, and we have remained independent from the Group in conducting the audit.

Porto, April 11, 2024

Deloitte & Associados, SROC S.A.
Represented by António Manuel Martins Amaral, ROC
Registered in OROC nº 1130
Registered in CMVM nº 20160742

STATUTORY AUDIT CERTIFICATION AND AUDITOR'S REPORT

(Free translation of a report originally issued in Portuguese language: In case of doubt the Portuguese version will always prevail)

REPORT ON THE AUDIT OF THE INDIVIDUAL FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of Ramada Investimentos e Indústria, S.A. ("the Entity"), which comprise the statement of financial position as at December 31, 2023 (showing a total of Euro 124,062,684 and equity of Euro 114,856,581, including a net profit of Euro 36,757,110), the statement of profit and loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and the accompanying notes to the financial statements, including a summary of the significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view, in all material respects, the financial position of Ramada Investimentos e Indústria, S.A. as at December 31, 2023 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and further technical and ethical standards and guidelines as issued by Ordem dos Revisores Oficiais de Contas (the Portuguese Institute of Statutory Auditors). Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section below. We are independent of the Entity in accordance with the law and we have fulfilled other ethical requirements in accordance with the Ordem dos Revisores Oficiais de Contas code of ethics.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of the most significant risks of material misstatement identified	Summary of the auditor's responses to the assessed risks of material misstatement
Impairment of the financial investment in the subsidiary Socitrel – Sociedade Industrial de Trefilaria, S.A. (Notes 2.7 and 8 of the accompanying notes to the financial statements)	
As of 31 December 2023, the book value of Investments in subsidiaries and associated companies includes the amount of 18,986,805 Euros (18,986,805 Euros as of 31 December 2022) related with subsidiary Socitrel – Sociedade Industrial de Trefilaria, S.A., totally held by the Entity. That investment is measured at the acquisition cost, deducted by impairment losses. The Entity evaluate the recovery amount the investments in subsidiaries whenever exist evidence that the asset can be impaired, being the impairment losses registered as a cost, when an impairments exists. Impairment analysis are made based on discounted cash flows, taken into consideration business plans within five years, considering a perpetuity from the fifth year, which incorporate complex assumptions, discount rates, investment forecasts, future operational margins among others. Taking into considering the amount of the asset under analysis for the Entity's financial statements, the inherent complexity to the realization and analysis of the evaluation models used, supporting by estimates and assumptions based on economic and market previsions, as well as the estimates regarding the determination of impairment, we consider this area as a relevant audit matter.	Our audit procedures on this specific area included, among others: - Analysis of the evaluation model used by the Board of Directors to determine the recoverable amount of that financial investment and testing the arithmetic correction of that model; - Evaluation of the methodology used by the Entity in the process of the determination of the recovery amount namely regarding the requirements of the applicable accounting normative; - Evaluation of the main assumptions related with the methodology used to evaluate the methodology used, the discount rates and the growth rates; - Execution of stress tests to the main assumptions used by the Board of Directors and alternative valuation analysis using other indicators as well as the available additional information; - Meetings with the Board of Directors of the Entity and Socitrel – Sociedade Industrial de Trefilaria, S.A. about the reasonability of the main assumptions used on the valuation exercise; - Assessement of the adequacy of the disclosures performed about this matter on the notes to the financial statements.

Other matters

The attached individual financial statements refer to the Entity's activity on a stand-alone basis and were prepared for approval and publication under the terms of the legislation in force. As mentioned in Note 2.7 of the notes to the financial statements, the investments in subsidiaries are recorded at acquisition cost net of impairment losses. The accompanying financial statements do not include the effect of the full consolidation, which will be made in consolidated financial statements to be approved separately. In Note 8 of the notes to the financial statements its given additional information about the entity's subsidiaries and associated.

Responsibilities of management and supervisory body for the financial statements

Management is responsible for:

- the preparation of financial statements that give a true and fair view of the Entity's financial position, financial performance and cash flows in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union;
- the preparation of the management report, corporate governance report, non-financial statement and remuneration report in accordance with applicable legal and regulatory terms;
- designing and maintaining an appropriate internal control system to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error;
- the adoption of accounting policies and principles appropriate in the circumstances; and
- assessing the Entity's ability to continue as a going concern, and disclosing, as applicable, the matters that may cast significant doubt about the Entity's ability to continue as a going concern.

The supervisory body is responsible for overseeing the Entity's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our responsibility is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Entity to cease to continue as a going concern;
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that

achieves fair presentation;

- communicate with those charged with governance, including the supervisory body, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit;
- determine, from the matters communicated with those charged with governance, including the supervisory board, those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter; and
- provide the supervisory body with a statement that we have complied with the relevant ethical requirements regarding independence, and communicate all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Our responsibility also includes the verification that the information contained in the management report is consistent with the financial statements, and the verifications foreseen in article 451, number 4 and 5 of the Portuguese Companies' Code ("Código das Sociedades Comerciais") in matters of corporate governance, as well as the verification that the non-financial statement and the remuneration report have been presented.

REPORTING ON OTHER LEGAL AND REGULATORY REQUIREMENTS

European Electronic Format (ESEF)

The Entity's financial statements for the year ended December 31, 2023 must comply with the applicable requirements set out in Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 ("ESEF Regulation").

Management is responsible for the preparation and disclosure of the annual report in accordance with the ESEF Regulation.

Our responsibility is to obtain reasonable assurance about whether the individual financial statements, included in the annual report, are presented in accordance with the requirements set out in the ESEF Regulation.

Our procedures took into account the Technical Application Guide of Ordem dos Revisores Oficiais de Contas (the Portuguese Institute of Statutory Auditors) on reporting in ESEF and included obtaining an understanding of the financial reporting process, including the presentation of the annual report in valid XHTML format.

In our opinion, the individual financial statements, included in the annual report, are presented, in all material respects, in conformity with the requirements set out in the ESEF Regulation.

On the management report

In compliance with article 451.º, n.º 3, al. e) of the Portuguese Companies' Code, we concluded that the management report was prepared, in all material respects, in accordance with the applicable legal and regulatory requirements and the information contained therein is consistent with the audited individual financial statements and, having regard to our knowledge and assessment over the Entity, we have not identified any material misstatements.

On the corporate governance report

In compliance with article 451, no. 4, of the Portuguese Companies' Code, we concluded that, in all material respects, the corporate governance report includes the information required to the Entity in accordance with article 245º-A of the Portuguese Securities Code, and that no material misstatements were identified in the information disclosed to comply with the provisions of items c), d), f), h), i) and m) of no. 1 of the referred article.

On the remuneration report

In compliance with article 26º-G, n.º 6, of the Securities Code, we inform that the Entity has prepared a report on remuneration that includes the information provided in n.º 2 of that article.

On the additional matters provided in article 10 of Regulation (EU) 537/2014

In compliance with article 10 of Regulation (EU) 537/2014 of the European Parliament and of the Council of April 16, 2014, in addition to the key audit matters mentioned above, we also report the following:

- We were appointed auditors of the Group for the first time at the general shareholders' meeting held on April 30, 2021 for the 2021 term, followed by appointment at the general shareholders' meeting held on April 29, 2022 for a second term of 2022. We were re-elected as the Entity's auditors for the third time at the general shareholders' meeting held on April 28, 2023 for the three-year period from 2023 to 2025;
- Management has confirmed to us that they are not aware of any fraud or suspicion of fraud having occurred that has a material effect on the financial statements. In planning and executing our audit in accordance with ISAs, we maintained professional skepticism and we designed audit procedures to respond to the risk of material misstatement in the financial statements due to fraud. As a result of our work, we have not identified any material misstatement on the financial statements due to fraud;
- We confirm that the audit opinion issued is consistent with the additional report that we prepared and delivered to the Entity's Statutory Supervisory Board on this same date; and
- We declare that we have not provided any prohibited services under article 5, number 1, of Regulation (EU) 537/2014, dated 16th of April 2014, and we have remained independent from the Group in conducting the audit.

Porto, April 11, 2024

Deloitte & Associados, SROC S.A.
Represented by António Manuel Martins Amaral, ROC
Registered in OROC nº 1130
Registered in CMVM nº 20160742

Report and Opinion of the Statutory Audit Board
(Translation of a Report and Opinion originally issued in Portuguese.
In case of discrepancy the Portuguese version prevails)

To the Shareholders of
RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.

In compliance with the applicable legislation and in fulfilment of the mandate entrusted to us, we hereby submit for your consideration the Report and Opinion of the Statutory Audit Board, on its analysis of the Management Report and the others documents in the separate and consolidated annual report of RAMADA INVESTIMENTOS E INDÚSTRIA, S.A. ("Company") for the year ended 31 December 2023, the preparation of which is the responsibility of the Board of Directors.

1. Report over the developed activity

During the year 2023, the Statutory Audit Board accompanied regularly the operations of the Company and its subsidiaries. It analysed with the necessary detail the activity of the Board of Directors, including the evolution of the business, the quality of the process of preparation and disclosure of financial information, the accounting policies and the measurement criteria, and monitored the regularity of accounting records, the compliance with statutory and legal requirements and the effectiveness and integrity of the risk management and internal control systems.

During the year of 2023, the Statutory Audit Board, has held six meetings. The meetings of the Statutory Audit Board were held in person and by telematic means, with previously defined agendas and information circulated in advance. Whenever deemed necessary, other members of the Company's Board of Directors or subsidiaries, directors or other Company members were present, in order to obtain all the information necessary for enlightened debates and informed decisions.

The Statutory Audit Board developed its activity in permanent interaction with the other governing bodies and departments of the Company, in compliance with the applicable legal rules and recommendations. The Statutory Audit Board has not received any reports from the Statutory External Auditor regarding irregularities or difficulties in carrying out its duties. In particular, within the scope of its powers, the Statutory Audit Board has obtained the necessary information from the Board of Directors to carry out its supervisory duties and has carried out the necessary iterations in order to be able to fully exercise the powers assigned to it by law.

In compliance with article 29º-S, paragraph 1 of the Portuguese Securities Code, in its current version, on 22 May 2023, the Statutory Audit Board issued a binding and favourable prior opinion on the internal transaction policy with related parties and conflicts of interest, which, based on this favourable prior opinion, was subsequently approved by the Board of Directors at a meeting held on 31 May 2023 and it is currently in force in the Company.

During the year, transactions with related parties or qualified shareholders were within the scope of the Company´s current activity, were carried out under market conditions, complying with the applicable legal and regulatory requirements.

In the exercise of its competences, the Statutory Audit Board held regular meetings with the Statutory External Auditor's representatives in order to monitor the audit work carried out and its conclusions, and also to assess its independence. In this matter, that Statutory Audit Board also analysed the proposals submitted to it for the provision of services other than auditing by the Statutory External Auditor, having approved them, first and foremost because (i) they respect to permitted services, (ii) do not affect in any way the independence of the respective Statutory External Auditor and (iii) comply with other legal requirements.

As part of its duties, the Statutory Audit Board examined the Management Report, the Sustainability Report (which includes the Non-Financial Information), the Corporate Governance Report (which includes the Remuneration Report) and the other documents of the separate and consolidated accounts, namely the Separate and Consolidated Financial Statements of the Financial Position, Income Statements, Statements of Comprehensive Income, Changes in Equity and Cash Flows for the period ended 31 December 2023 and the corresponding notes, prepared by the Board of Directors, considering that the information disclosed meets the applicable legal standards, is appropriate for understanding the financial position and results of the Company and the consolidation perimeter, and also proceeded to the assessment of the respective Statutory and Auditor's Report, issued by the Statutory External Auditor, documents which were issued with an unmodified opinion and which deserve their agreement.

The Statutory Audit Board also appreciated the Corporate Governance Report and the Non-Financial Information Report (integrated in the Sustainability Report), under the terms and for the purposes of article 420 (5) of the Portuguese Companies Code, having analysed that they contain the elements referred to in article 29º-H of the Portuguese Securities Code.

In the meeting held on 11 April 2024, the Company's Board of Directors approved the annual report for the year and the other documents that comprise it. The Statutory Audit Board had access to all the information it deemed necessary or merely useful for carrying out its supervisory duties.

The Statutory Audit Board also analysed the Additional Report to the Statutory Audit Board and other documentation issued by the representative of Deloitte & Associados – SROC, S.A., Statutory External Auditor of the Company.

2. Declaration of Responsibility

In accordance with the provisions of subparagraph c) of number 29-G of the Portuguese Securities Code, the Statutory Audit Board declares that, to their knowledge and conviction, the documents of the separate and consolidated accounts above mentioned, were prepared in accordance with applicable accounting standards, giving a true and fair view of the assets and liabilities, financial position and the results of RAMADA INVESTIMENTOS E INDÚSTRIA, S.A. and the Group it leads, and that the Management Report adequately describes the business, performance and financial position of the Group, containing an adequate description of the major risks and uncertainties it faces.

3. Opinion

Considering the above, the Statutory Audit Board is of the opinion that the conditions are fulfilled for the Shareholders' General Meeting to approve:

a) The Management Report;
b) The Sustainability Report;
c) The Corporate Governance Report;
d) The Separate and Consolidated Financial Statements and the corresponding notes, for the period ended 31 December 2023;
e) The proposal of net profit appropriation presented by the Board of Directors.

We wish to express our appreciation to the Board of Directors and to the various services of the Company and of its subsidiaries for their collaboration.

Oporto, 11 April 2024

The Statutory Audit Board

Carlos Manuel Portela Enes Epifânio
Statutory Audit Board President

Jorge Manuel de Sousa Marrão
Statutory Audit Board Member

Ana Paula dos Santos Silva e Pinho
Statutory Audit Board Member

Shaping industry

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