



**SHAREHOLDERS' ANNUAL GENERAL MEETING OF RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.  
TO BE HELD IN ITS HEAD OFFICE ON 29<sup>TH</sup> OF APRIL 2022  
AT 11:00 HOURS**

**PROPOSAL  
OF THE  
BOARD OF DIRECTORS  
CONCERNING  
POINT TWO ON THE AGENDA**

*(translation of a document originally issued in Portuguese)*

Under the terms of the law and the Articles of Association, the Board of Directors of Ramada Investimentos e Indústria, S.A. proposes to the General Meeting the net profit for the year amounting to € 10,167,760, to be fully distributed in the form of dividends.

The Board of Directors of Ramada Investimentos e Indústria, S.A. also proposes to the Shareholders' Meeting the distribution of free reserves in the amount of 5,217,115 Euros, in the form of dividends, in addition to said distribution of profits for the year.

The distribution of profits for the year and free reserves now proposed will imply the payment of a gross dividend of 0.60 Euros per share.

Oporto, 7<sup>th</sup> of April 2022

The Board of Directors

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AT 11:00 HOURS**

**PROPOSAL  
OF  
THE SHAREHOLDER  
PROMENDO INVESTIMENTOS, S.A.  
CONCERNING  
POINT THREE ON THE AGENDA**

*(translation of a document originally issued in Portuguese)*

**PROMENDO INVESTIMENTOS, S.A.**, as shareholder holding 4,845,383 shares representing 18.90% of the share capital and voting rights of **RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.**, proposes to the shareholders that they express their confidence in the management and supervision of the company business in 2021, approving a vote of praise for and confidence in the way that the company business was managed and supervised during the 2021 financial year.

Lisbon, 7<sup>th</sup> of April 2022

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The Board of Directors

**SHAREHOLDERS' ANNUAL GENERAL MEETING OF RAMADA INVESTIMENTOS E INDÚSTRIA, S.A.**  
**TO BE HELD IN ITS HEAD OFFICE ON 29<sup>TH</sup> OF APRIL 2022**  
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**PROPOSAL**  
**OF THE**  
**SUPERVISORY BOARD**  
**CONCERNING**  
**POINT FOUR ON THE AGENDA**

*(translation of a document originally issued in Portuguese)*

Under the terms of and for the purposes of Article 420, no. 2, b) of the Portuguese Companies Act, we propose that should be appointed as the Statutory Auditor of RAMADA INVESTIMENTOS E INDÚSTRIA, S.A for the term corresponding to the year 2022:

**Deloitte & Associados, SROC, S.A.**, with headquarter at Avenida Eng. Duarte Pacheco, 7, 1070-100 Lisbon, with the company identification no. 501 776 311, member of the Statutory Auditors Association under no. 43, represented by António Manuel Martins Amaral, divorced, with professional address at Avenida Eng. Duarte Pacheco, 7, 1070-100 Lisbon, holder of tax identification number 192 191 403, member of the Statutory Auditors Association under no. 1130.

When preparing the present proposal, the advantages and disadvantages of keeping the same audit firm for the new mandate were taken into account.

In our opinion, the quality of Deloitte's work and the experience it has accumulated in the sector in which Ramada Investimentos e Indústria, S.A. is active outweigh the possible downsides of maintaining the same company for the said term.

The information required by sub-paragraph d) of paragraph 1 of article 289 of Portuguese Companies Act is hereto attached.

Oporto, 15<sup>th</sup> of March 2022

For the Supervisory Board,

Pedro Nuno Fernandes de Sá Pessanha da Costa – President

António Luís Isidro de Pinho – Member

Ana Paula dos Santos Silva e Pinho – Member

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**PROPOSAL  
OF THE  
BOARD OF DIRECTORS  
CONCERNING  
POINT FIVE ON THE AGENDA**

*(translation a document originally issued in Portuguese)*

It is proposed that the Shareholders' General Meeting authorises the Board of Directors to acquire and sell treasury shares of the Company on the regulated market within the legal limits and within the following terms and conditions:

**One – Acquisition of treasury shares:**

- a) the maximum number of treasury shares acquired may not exceed ten percent of the share capital;
- b) the period for which this authorisation will last shall not exceed eighteen months from the date of the decision;
- c) treasury shares will always be acquired on the regulated market;
- d) the minimum and maximum acquisition prices will be eighty five percent and one hundred and ten percent, respectively, of the shares price at closing on the session immediately before the day on which the transaction is made.

**Two – Disposal of treasury shares:**

- a) the minimum number of treasury shares to be sold is one hundred shares;
- b) the period for which this authorisation will last shall not exceed eighteen months from the date of the decision;
- c) treasury shares will always be sold on the regulated market;
- d) the minimum sale price will be eighty five percent of the shares price at closing on the session immediately before the day on which the transaction is made.

Oporto, 7<sup>th</sup> of April 2022

The Board of Directors

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**PROPOSAL  
OF THE  
BOARD OF DIRECTORS  
CONCERNING  
POINT SIX ON THE AGENDA**

*(translation a document originally issued in Portuguese)*

It is proposed that the Shareholders' General Meeting authorises the Board of Directors to acquire and sell own bonds of the Company within the legal limits and within the following terms and conditions:

- a) the maximum number of bonds to be acquired corresponds to the total amount of each issue, without prejudice to the limits resulting from the law, deducting the disposals made;
- b) the minimum number of bonds to be sold corresponds to the minimum amount that, at the time of the disposal, is legally fixed for the Company's bonds or the amount less than sufficient to meet obligations assumed by the Company or by its dependent company, resulting from law, contract or issue of other securities;
- c) the period during which this authorisation will be valid cannot exceed eighteen months subsequent to the date of the resolution;
- d) own bonds will always be acquired on a regulated market;
- e) the minimum and maximum acquisition prices will be between 90% and 110%, respectively, of the bonds nominal value;
- f) the minimum and maximum sale prices will be between 90% and 110%, respectively, of the bonds nominal value.

The Board of Directors is hereby authorised to decide on the timing of the operations bearing in mind market conditions, the interests of both the Company and the shareholders.

Oporto, 7<sup>th</sup> of April 2022

The Board of Directors