

PLANTA HOLDCO S.A.

NIRE 35.300.605.411

CNPJ/MF 48.818.658.0001-31

ATA DA ASSEMBLEIA GERAL EXTRAORDINÁRIA

REALIZADA EM 24 DE ABRIL DE 2024

DATA, HORA E LOCAL: Aos 24 dias do mês de abril do ano de 2024 (dois mil e vinte e quatro), na sede social da Planta Holdco S.A. ("Companhia"), localizada na Rua Amaral Gurgel, nº 338, Vila Buarque, cidade de São Paulo, Estado de São Paulo, CEP 01.221-000.

CONVOCAÇÃO E PRESENÇA: Dispensadas a convocação em razão da presença da totalidade dos acionistas da Companhia, nos termos do artigo 124, §4º, da Lei nº 6.404/1976, conforme assinaturas constantes do Livro de Presença de Acionistas da Companhia e da presente Ata.

MESA: Sr. Guil Blanche, na qualidade de Presidente; e Sr. Lucas Marques Pessôa, na qualidade de Secretário.

ORDEM DO DIA: Deliberar sobre:

(i) a realização, pela Sociedade, da sua 1ª (primeira) emissão de notas comerciais, consistindo na emissão e distribuição privada de 35.000 (cento e trinta mil) de notas comerciais, em quatro séries, no valor nominal unitário de R\$ 1.000,00 (mil reais), sendo (a) a 1ª (primeira) série composta por 12.500 (doze mil e quinhentas) notas comerciais ("Notas Comerciais 1ª Série"); (b) a 2ª (segunda) série composta por 12.500 (doze mil e quinhentas) notas comerciais ("Notas Comerciais 2ª Série" e, em conjunto com as Notas Comerciais 1ª Série, as "Notas Comerciais Sênior"); (c) a 3ª (terceira) série composta por 5.000 (cinco mil) notas comerciais ("Notas Comerciais 3ª Série"); e (d) a 4ª (quarta) série composta por 5.000 (cinco mil) notas comerciais ("Notas Comerciais 4ª Série" e, em conjunto com as Notas Comerciais 3ª Série, as "Notas Comerciais Júnior", sendo as Notas Comerciais Júnior e as Notas Comerciais Sênior, em conjunto, referidos como "Notas Comerciais"), totalizando R\$35.000.000,00 (trinta e cinco milhões de reais), na data de emissão, a serem subscritas e integralizadas pela Companhia Província de Securitização S.A., inscrita no CNPJ/MF sob o nº 04.200.649/0001-07 ("Securizadora"), no âmbito de operação estruturada de securitização de créditos imobiliários, envolvendo a emissão dos certificados de recebíveis imobiliários das 1ª, 2ª, 3ª, 4ª, séries da 58ª emissão da Securizadora ("CRI"), aos quais os créditos imobiliários decorrentes das Notas Comerciais serão vinculados;

(ii) aprovar a constituição de alienação fiduciária da totalidade de ações detidas pela Companhia e de emissão da **(a)** Planta Investimentos S.A., sociedade por ações com sede na cidade de São Paulo, Estado de São Paulo, na Rua Amaral Gurgel, nº 338, Bairro Vila Buarque, CEP 01221-000,

inscrita no CNPJ sob o nº 50.475.603/0001-18; **(b)** Planta Consultoria Imobiliária S.A., sociedade por ações com sede na cidade de São Paulo, Estado de São Paulo, na Rua Amaral Gurgel, nº 338, Bairro Vila Buarque, CEP 01221-000, inscrita no CNPJ sob o nº 37.763.953/0001-11; e **(c)** P. Ops Holding S.A., sociedade por ações com sede na cidade de São Paulo, Estado de São Paulo, na Rua Amaral Gurgel, nº 338, Bairro Vila Buarque, CEP 01221-000, inscrita no CNPJ sob o nº 49.055.722/0001-32, em favor Securitizadora, em garantia das obrigações decorrentes das Notas Comerciais, a serem subscritas e integralizadas pela Securitizadora, no âmbito de operação estruturada de securitização dos CRIs, a ser formalizada por meio da celebração de "*Instrumento Particular de Alienação Fiduciária de Ações em Garantia e Outras Avenças*", a ser celebrado entre a Companhia, na qualidade de fiduciante, e a Securitizadora, na qualidade de fiduciária, a Securitizadora, na qualidade de fiduciária, e Planta Investimentos S.A., Planta Consultoria Imobiliária S.A. e Planta Ops Holding S.A., na qualidade de intervenientes anuentes ("Alienação Fiduciária de Ações");

(iii) a autorização à administração da Companhia para que pratique todos os atos e adote todas as medidas necessárias para efetivar a emissão das Notas Comerciais e dos CRI e outorga da Alienação Fiduciária de Ações acima descritas, incluindo, mas não se limitando, a definição e negociação dos termos e condições da emissão das Notas Comerciais e dos CRI, a contratação de prestadores de serviços, a negociação e a celebração do termo de emissão de notas comerciais, do contrato de alienação fiduciária e dos demais documentos relacionados à operação, incluindo eventuais aditivos, na qualidade de parte ou interveniente, conforme o caso, bem como a expressa autorização para a outorga de procurações particulares e públicas, conforme necessário, em favor da Securitizadora.

DELIBERAÇÕES: O Sr. Presidente abriu os trabalhos e, após deliberações, foram aprovadas, por unanimidade e sem ressalvas, todas as matérias descritas na Ordem do Dia.

ENCERRAMENTO E ASSINATURAS: Nada mais havendo a tratar, o Sr. Presidente deu por encerrados os trabalhos, suspendeu a sessão para que se lavrasse esta Ata, que, depois de lida e aprovada, foi assinada por todos os acionistas, por mim, Secretário, e pelo Sr. Presidente. Presidente: Guil Blanche. Secretário: Lucas Marques Pessoa. Acionistas: Guil Blanche; e Matter Participações Ltda.


A presente é cópia fiel da ata que se acha lavrada em livro próprio.

São Paulo, 24 de abril de 2024.

Mesa:

DocuSigned by
Guil Blanche
Signed By: GUIL BLANCHE/5100097185
CPF: 0102097185
Signed In: São Paulo, 2024 | 20:18 BRT
O: ICP-Brasil, OU: Secretaria da Receita Federal do Brasil - RFB
C: BR
Issued: AC: SERASA RFB v5
10000737CAB141A

Guil Blanche
Presidente

DocuSigned by:
Lucas Marques Pessoa


F8E63BE50DDC400...
Lucas Marques Pessoa
Secretário

Acionistas:

DocuSigned by:
Guil Blanche
Signed By: GUIL BLANCHE 01002097185
CPF: 01002097185
Signed Time: April 24, 2024 12:19 BRT
O: ICP-Brasil, OU: Secretaria da Receita Federal do Brasil - RFB
C: BR
Email: AC.BERASA.RFB@5

7A8D0737CAB1411A
Guil Blanche

DocuSigned by:
Guil Blanche
Signed By: GUIL BLANCHE 01002097185
CPF: 01002097185
Signed Time: April 24, 2024 12:19 BRT
O: ICP-Brasil, OU: Secretaria da Receita Federal do Brasil - RFB
C: BR
Email: AC.BERASA.RFB@5

100000700401411A
Matter Participações Ltda.
p. Guil Blanche

Certificate Of Completion

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Source Envelope:	
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Certificate Pages: 5	Initials: 0
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Envelopeld Stamping: Enabled	Lucas Augusto Rogozyk
Time Zone: (UTC-03:00) Brasilia	LRG DO IBAM, 1 - ANDAR 3 ANDAR 4 ANDAR 5 PARTE ANDAR 6 ANDAR 7 PARTE HUMAITA , RJ 22271-070 lry@bmalaw.com.br IP Address: 189.125.64.67

Record Tracking

Status: Original April 24, 2024 15:57	Holder: Lucas Augusto Rogozyk lry@bmalaw.com.br	Location: DocuSign
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Signer Events

Guil Blanche
guil@plantainc.com
Security Level: Email, Account Authentication (None), Digital Certificate

Signature Provider Details:

Signature Type: ICP Smart Card
Signature Issuer: AC SERASA RFB v5
Signer CPF: 01002097185

Electronic Record and Signature Disclosure:

Accepted: April 24, 2024 | 20:18
ID: 24b2b64d-2dbe-4467-bded-5dcc34342222

Lucas Marques Pessoa
lucas.m.pessoa@gmail.com
Security Level: Email, Account Authentication (None)

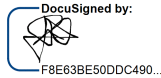
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Signature



Signature Adoption: Pre-selected Style
Using IP Address: 177.144.143.209



Signature Adoption: Drawn on Device
Using IP Address: 172.225.83.32
Signed using mobile

Timestamp

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Viewed: April 24, 2024 | 20:18
Signed: April 24, 2024 | 20:19

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Resent: April 24, 2024 | 22:27
Viewed: April 24, 2024 | 22:35
Signed: April 24, 2024 | 22:35

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

Timestamp

Agent Delivery Events

Status

Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

Status

Timestamp

Carbon Copy Events

Status

Timestamp

lucas Pessoa
lucas.m.pessoa@gmail.com
Security Level: Email, Account Authentication (None)



Sent: April 24, 2024 | 16:23
Viewed: April 24, 2024 | 16:25

Electronic Record and Signature Disclosure:

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Carbon Copy Events**Status****Timestamp**

Talita Akemi de Araujo Aragaki
 taragaki@g5partners.com
 Security Level: Email, Account Authentication
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Witness Events**Signature****Timestamp****Notary Events****Signature****Timestamp****Envelope Summary Events****Status****Timestamps**

Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	April 24, 2024 16:23
Envelope Updated	Security Checked	April 24, 2024 16:45
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Envelope Updated	Security Checked	April 24, 2024 22:35
Certified Delivered	Security Checked	April 24, 2024 22:35
Signing Complete	Security Checked	April 24, 2024 22:35
Completed	Security Checked	April 24, 2024 22:35

Payment Events**Status****Timestamps****Electronic Record and Signature Disclosure**

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