

ANEXO I

ATA DE ASSEMBLEIA GERAL ORDINÁRIA E EXTRAORDINÁRIA

VERPAR CENTROS COMERCIAIS S.A.

NIRE 35300146573

CNPJ 01.327.874/0001-10

Data, Hora, Local: 23/dezembro/2025, às 16:00, na sede da companhia, Assembleia Geral Extraordinária, regularmente convocada e instalada, nos termos do Contrato Social e da legislação aplicável.

Mesa:

Presidente: **LUIZ ANTÔNIO DE PAIVA VERÍSSIMO**, brasileiro, casado, administrador de empresas, portador da Cédula de Identidade RG nº 11.314.666-8 SSP/SP, inscrito no CPF/ME sob o nº 037.827.258-67, com endereço comercial na Rua Campos Bicudo, nº 98, 15º andar, conjunto 152, CEP 04536-010, Jardim Europa, São Paulo – SP.

Secretário: **CARMEN SILVIA PAPAZISSIS**, brasileira, solteira, empresária, portadora da carteira de identidade nº 10.952.267 SSP/SP, inscrita no CPF/MF sob o nº 064.676.338-57, com endereço comercial na Rua Campos Bicudo, nº 98, 15º andar, conjunto 152, CEP 04536-010, Jardim Europa, São Paulo – SP.

Presença e Convocação: Dispensada em razão do comparecimento do acionista representante de 100% do capital social, nos termos do 124, parágrafo 4º, da Lei nº 6.404/1976 e suas alterações posteriores (“Lei das Sociedades por Ações”) e conforme assinaturas constantes do Livro de Presença de Acionistas.

Ordem do Dia: (i) examinar, discutir e votar as demonstrações financeiras, (ii) aprovar as contas dos administradores relativas ao período intermediário de 01 de janeiro a 30 de novembro do exercício de 2025, bem como o lucro apurado no período compreendido entre a data-base indicada e (iii) distribuir os lucros e dividendos apurados no respectivo período do presente exercício e o saldo acumulado até a presente data referentes aos exercícios anteriores.

Deliberações: Por unanimidade, os acionistas presentes, representando a totalidade do capital social, deliberam aprovar, sem ressalvas e nos termos da Lei nº 6.404/1976, o quanto segue:

- i. Aprovar as demonstrações financeiras relativas ao período intermediário de 01 de janeiro a 30 de novembro do exercício de 2025, e que foram apresentadas pela administração aos acionistas na presente assembleia;
- ii. Aprovar as contas dos administradores relativas ao período intermediário de 01 de janeiro a 30 de novembro do exercício de 2025, cujo relatório foi apresentado pela administração aos acionistas na presente assembleia;

- iii. Ratificar nos exatos termos os lucros já deliberados em exercícios anteriores e aprovar as distribuições dos lucros acumulados e dividendos relativos ao período intermediário de 01 de janeiro a 30 de novembro de 2025, com base em balanço intermediário levantado nos termos do artigo 204 da Lei nº 6.404/1976, cujo montante total corresponde a **R\$ 8.747.588,30 (oito milhões, setecentos e quarenta e sete mil, quinhentos e oitenta e oito reais e trinta centavos)**;
- iv. Aprovar, ainda, a destinação do lucro apurado no período compreendido entre a data-base indicada na alínea acima, observada eventual composição de reserva legal, os quais serão distribuídos em sua totalidade e na proporção correspondente à participação atual dos acionistas.
- v. Os lucros serão distribuídos em sua integralidade aos acionistas, por meio do pagamento, crédito, emprego ou entrega de dinheiro e/ou conversão do valor a pagar em capital, respeitando o seguinte cronograma, no valor mínimo anual de: (i) R\$ 2.500.000,00 (dois milhões e quinhentos mil reais) no ano-calendário 2026, (ii) R\$ 2.500.000,00 (dois milhões e quinhentos mil reais) no ano-calendário 2027 e (iii) a parcela remanescente dos lucros a serem distribuídos/capitalizados no ano-calendário de 2028, com quitação integral até 31 de dezembro de 2028. As distribuições ocorrerão de acordo com o fluxo a ser determinado pela administração e com a disponibilidade de caixa da Sociedade para referidas distribuições;
- vi. O fluxo de distribuição dos lucros poderá ser antecipado, permitindo a quitação integral em período anterior ao estipulado na cláusula acima;

Encerramento: Nada mais havendo a tratar e como ninguém mais desejou fazer uso da palavra, foi encerrada a Assembleia Geral Ordinária e Extraordinária e lavrada a presente Ata, que após lida, foi aprovada pelos presentes que a subscrevem.

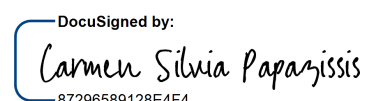
São Paulo, 23 de dezembro de 2025.

Mesa:

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LUIZ ANTÔNIO DE PAIVA VERÍSSIMO
Presidente

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CARMEN SILVIA PAPAZISSIS
Secretário

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