

**THE NAVIGATOR COMPANY, S.A.**  
**Capital - € 500,000,000.00**  
**Corporate person no. 503025798**  
**Registered at the Setubal Companies Registry**  
**Registered Offices - Península da Mitrena, parish of Sado – Setúbal**

**NOTICE OF MEETING**

In accordance with the bylaws and the law, I hereby call the Shareholders of THE NAVIGATOR COMPANY, S.A. to meet in an Extraordinary General Meeting to be held at Hotel Ritz, Rua Rodrigo da Fonseca, 88, Lisbon, insofar as the registered office is unable to accommodate the meeting under satisfactory conditions, on **21 November 2022, at 16:00**, with the following

**ORDER OF BUSINESS**

SOLE ITEM: To resolve on the proposal to distribute Company reserves to Shareholders presented by the shareholder SEMAPA - Sociedade de Investimento e Gestão, SGPS, S.A.

If the Meeting cannot be held on that date due to lack of quorum, the Shareholders are hereby notified that the General Meeting will be held, at the second call, in accordance with Article 383, no. 4 of the Companies Code, on **8 December 2022**, in the same terms, at **12:00**, with the same order of business.

**I. Information**

As from the date of publication of this notice, the information and preparatory documents for the General Meeting concerning the Sole Item of the Order of Business provided for by law and referred to in article 21-J(1) of the Portuguese Securities Code and in article 289(1) and (2) of the Portuguese Companies Code, and the other documents and proposal(s) to be submitted to the General Meeting that are known, on that date, by the Company, will be made available for consultation by the Shareholders on the Company's website ([www.thenavigatorcompany.com](http://www.thenavigatorcompany.com)) and on

the CMVM's website ([www.cmvm.pt](http://www.cmvm.pt)).

There are no special procedures to be followed in the Company by the Shareholders for the exercise, during the course of the General Meeting, of the right to information referred to in Article 290 of the Commercial Companies Code, without prejudice, however, of the management of the available time and the judgment on the proportionality of the information requested, by the Chairman of the Board of the General Meeting, as is within his jurisdiction.

## **II. Participation in the General Meeting**

Shareholders holding one (1) share, corresponding to one (1) vote, may attend and participate in the General Meeting and exercise their voting rights, in addition to the members of the corporate bodies and the common representative of the bondholders.

In accordance with the applicable legislation, Shareholders who meet the following conditions may participate and vote in the General Meeting:

- (a) Until **23:59** (GMT) of **13 November 2022**, those Shareholders have stated their intention to participate in the meeting, by way of written document addressed to the financial intermediary with which they have opened the relevant individual securities account;
- (b) At **00:00** (GMT) of **14 November 2022** (the "**Registration Date**"), corresponding to the fifth trading day prior to the date of the General Meeting, the Shareholders hold shares entitling to at least one vote;
- (c) The respective Financial Intermediary, which has been informed of the intention of the Shareholder to attend the General Meeting, in accordance with paragraph (a) above, has transmitted to the Chairman of the Board of the General Meeting, until **23:59** (GMT) of **14 November 2022**, such intention, and sent to the latter the information on the number of shares registered in the name of such Shareholder, with reference to 00:00 hours (GMT) of the Registration Date, such information to be received no later than **23:59** hours (GMT) of **14 November 2022**, and this communication may be sent by e-mail to the address [ag.tnc@thenavigatorcompany.com](mailto:ag.tnc@thenavigatorcompany.com).

Participation and the exercise of voting rights at the General Meeting are not affected by the transfer of shares after the Registration Date, nor does it depend on their blocking between that date and the date of the General Meeting.

Shareholders who, having declared their intention to participate in the General Meeting, transfer ownership of shares between the Registration Date and the end of the General Meeting, shall immediately communicate such transfer to the Chairman of the Board of the General Meeting and the Portuguese Securities Market Commission, and, for this purpose, and in the case of the communication to be addressed to the Chairman of the Board of the General Meeting, they may send this information by email to the address [ag.tnc@thenavigatorcompany.com](mailto:ag.tnc@thenavigatorcompany.com).

Shareholders who, on a professional basis, hold shares in their own name but on behalf of clients and who wish to vote differently with their shares, in addition to the documents referred to in sub-paragraphs a) and c) above, shall submit to the Chairman of the Board of the General Meeting, at the address [ag.tnc@thenavigatorcompany.com](mailto:ag.tnc@thenavigatorcompany.com), by **23:59** (GMT) of **14 November 2022**, and using sufficient and proportionate means of proof, (i) identification of each client and the number of shares to be voted on his behalf, and also (ii) the voting instructions, specific for each item on the Order of Business, given by each client.

### **III. Representation at the General Meeting**

Shareholders may be represented at the General Meeting by whomever they wish and, to this end, may obtain a proxy form from the Company's website ([www.thenavigatorcompany.com](http://www.thenavigatorcompany.com)).

Without prejudice to the rule of unity of vote set forth in article 385 of the Portuguese Companies Code, any Shareholder may appoint different representatives in relation to the shares he/she holds in different securities accounts.

The instruments of voluntary representation of Shareholders, whether individuals or legal entities, must be delivered to the Chairman of the Board of the General Meeting, so that they may be received by **17 November 2022**, and may also be sent by email to the address [ag.tnc@thenavigatorcompany.com](mailto:ag.tnc@thenavigatorcompany.com).

### **IV. Right to include items on the Order of Business and to submit proposals for resolutions of the General Meeting**

In accordance with articles 23-A, no. 2, paragraph a), and 23-B, no. 1, of the Securities Code, shareholders who, individually or in groups pursuant to the law, hold shares that correspond to at least 2% of the Company share capital may, by written request addressed to the Chairman of the Board of the General Meeting, within 5

days from publication of this convening notice, request i) the inclusion of new items in the Order of Business, and such request shall be accompanied by a resolution proposal for each subject whose inclusion is required and by the information that must accompany it, and ii) resolution proposals regarding the subjects on the Order of Business or added to the same, such request to be accompanied by a resolution proposal and the information that must accompany it.

The written request, as well as the proposals and accompanying documents, can be sent by e-mail to [ag.tnc@thenavigatorcompany.com](mailto:ag.tnc@thenavigatorcompany.com).

#### **V. Vote by correspondence**

Shareholders who have ensured their participation in accordance with the preceding chapters of this notice may also vote by post or electronically. The Chairman of the Board of the General Meeting of Shareholders will be responsible for verifying its authenticity and regularity and ensuring confidentiality up to the moment of the vote, in accordance with the law and the Articles of Association, and voting will be processed as follows:

- (a) An envelope containing the voting statements or an electronic message containing, as an attachment, the files, in PDF format, foreseen in the following paragraphs, must be addressed to the Chairman of the Board of the General Meeting, and received at the head office or by email to the address [ag.tnc@thenavigatorcompany.com](mailto:ag.tnc@thenavigatorcompany.com) by **20 November 2022**, inclusive;
- (b) For the purposes of the preceding paragraph a):
  - (1) The envelope shall contain (i) a letter addressed to the Chairman of the Board of the General Meeting, duly signed - in accordance with the signature contained in the respective valid identification document, a copy of which shall accompany the statement - expressing the wish to vote, and (ii) the voting statements, one for each item on the Order of Business, in a closed and separate envelope with the external indication of the item on the Order of Business to which it is intended; or
  - (2) The e-mail message should contain as an attachment (i) declaration addressed to the Chairman of the Board of the General Meeting, in PDF format, duly signed - according to the signature contained in the respective valid identification document, a copy of which shall accompany the same declaration, or through a qualified digital signature, in which case the attachment of the identification document is dispensed with -, expressing the will to vote, and (ii) the voting statements, one for each

item on the Order of Business, in PDF format, with the indication in the title of the document of the item on the Order of Business to which it is destined;

- (c) Votes cast in this way will be counted together with the votes that may be cast at the meeting, and will count as negative votes in relation to the proposals presented subsequent to their issue, should the Shareholder not participate in the General Meeting, and
- (d) Shareholders may obtain the communication form to exercise their vote by post or electronically at the Company's website ([www.thenavigatorcompany.com](http://www.thenavigatorcompany.com)) or by request by e-mail to the address [ag.tnc@thenavigatorcompany.com](mailto:ag.tnc@thenavigatorcompany.com). Only the vote declarations containing the following will be considered valid:
  - (i) The indication of the item or items on the Order of Business to which it relates;
  - (ii) The precise and unconditional voting intention on each proposal;
- (e) **Only postal or electronic votes received by 23:59 (GMT) on 20 November 2022**, including, in respect of which shareholders have provided evidence of their capacity as Shareholders and have fully complied with the procedures described in this notice, **will be considered**.

Setúbal, 26 October 2022

The Chairman of the Board of the General Meeting

(Rui Manuel Pinto Duarte)