



WILSON SONS S.A.
Companhia Aberta
CNPJ N°33.130.691/0001-05
NIRE 33.3.00337431

ATA DA REUNIÃO EXTRAORDINÁRIA DO CONSELHO DE ADMINISTRAÇÃO

Data, Hora e Local: A reunião foi realizada em 05 de junho de 2025, às 9:00 horas, por videoconferência.

Convocação: Dispensada nos termos do artigo 12, §2º do Estatuto Social da Companhia.

Presença: Presentes todos os membros do Conselho de Administração da Companhia, Srs. Augusto Cezar Tavares Baião, Hugues Ronan Favard, Elber Alves Justo, José Francisco Gouvêa Vieira, Mauro Moreira e Cláudio Roberto Frischtak.

Mesa: Assumiu a presidência dos trabalhos o Sr. Augusto Cezar Tavares Baião, que convidou a mim, Roberta Carvalho, para secretariá-lo.

Quórum e Instalação: Abertos os trabalhos, verificado o quórum com a presença de todos os membros do Conselho de Administração e validamente instalada a reunião, os Conselheiros presentes aprovaram a lavratura da presente ata na forma de sumário.

Ordem do Dia: Eleição de Diretores estatutários da Companhia.

Deliberações: Inicialmente, o Conselho de Administração consignou o recebimento do pedido de renúncia apresentado pelo Sr. Fernando Fleury Salek ao cargo de membro do Conselho de Administração da Companhia, Diretor Presidente e Diretor Administrativo Financeiro, com efeitos a partir desta data. Em seguida, os membros do Conselho de Administração da Companhia deliberaram, por unanimidade e sem ressalvas, aprovar a eleição dos seguintes diretores, com mandato até 7 de maio de 2027:

- (i) **Arnaldo Calbucci Filho**, brasileiro, divorciado, engenheiro, portador da identidade nº 88.572/D CREA/SP, inscrito no CPF sob o n.º 035.819.038-06, para exercer os cargos de **Diretor Presidente** e de **Diretor Administrativo Financeiro** interino da Companhia. Em razão da cumulação dos novos cargos, o Sr. Arnaldo Calbucci Filho deixa o cargo de Diretor de Operações; e
- (ii) **Luís Gustavo Bueno Machado** brasileiro, casado, engenheiro, portador da carteira de identidade nº 5060233346, expedida pelo CREA/SP, e inscrito no CPF sob o nº 135.214.588-06, para exercer o cargo de **Diretor de Operações**.

Desta forma, a composição da Diretoria da Companhia passa a ser a seguinte: (i) Arnaldo Calbucci Filho como Diretor Presidente e, interinamente, como Diretor Administrativo Financeiro; (ii) Luís Gustavo Bueno Machado como Diretor de Operações; e (iii) Michael Robert Connell como Diretor de Relações com Investidores, todos com mandato até 7 de maio de 2027.

Os Diretores eleitos serão investidos nos seus cargos mediante assinatura dos respectivos termos de posse, nos quais ratificarão que preenchem os requisitos de elegibilidade aplicáveis nos termos da Lei nº 6.404/76 e da Resolução CVM nº 80/22, na forma da legislação aplicável, bem como sua sujeição à cláusula compromissória estatutária da Companhia.

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RLDC

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Encerramento: Nada mais havendo a tratar, foram suspensos os trabalhos pelo tempo necessário para a lavratura desta ata, a qual foi lida, aprovada e assinada por todos os presentes.


Rio de Janeiro, 5 de junho de 2025.

DocuSigned by:

B8E0396C01824EA...
Augusto Cezar Tavares Baião

Signed by:

A25475808DA941C...
Hugues Ronan Favard

DocuSigned by:

FE0B1DB1754747A...
Elber Alves Justo

DocuSigned by:

051A72EB7D47412...
José Francisco Gouvêa Vieira

Signed by:

7386E3735991496...
Mauro Moreira

Assinado por:

047B07BC9D354F8...
Cláudio Roberto Frischtak

DocuSigned by:

2361A49DBD9D4ED...
Roberta Carvalho
Secretária

(Esta página é parte integrante da ata da reunião do Conselho de Administração da Wilson Sons S.A. realizada em 5 de junho de 2025, às 09:00)

Certificado de Conclusão

Identificação de envelope: C351B1DF-4089-4B60-8F7A-F114D2E90DBC
 Assunto: Signature - Minutes of Wilson Sons' Board Meeting of 5 June 2025
 Número da Requisição JO:
 Envelope fonte:
 Documentar páginas: 2
 Certificar páginas: 9
 Assinatura guiada: Ativado
 Selo com Envelopeld (ID do envelope): Ativado
 Fuso horário: (UTC-03:00) Brasília

Status: Concluído

Remetente do envelope:
 Amanda Lopes Lopes
 Praia de Botafogo 186 4º andar - Botafogo
 RJ, Rio de Janeiro 20.091-005
 amanda.silva@wilsonsons.com.br
 Endereço IP: 179.218.11.5

Rastreamento de registros

Status: Original
 05/06/2025 08:15:47

Portador: Amanda Lopes Lopes
 amanda.silva@wilsonsons.com.br

Local: DocuSign

Eventos do signatário

Augusto Cezar Tavares Baião
 cezar.baiao@wilsonsons.com.br
 Nível de segurança: E-mail, Autenticação da conta
 (Nenhuma)

Assinatura

DocuSigned by:

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Registro de hora e data

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 Visualizado: 05/06/2025 08:56:24
 Assinado: 05/06/2025 08:56:57

Adoção de assinatura: Estilo pré-selecionado
 Usando endereço IP: 189.112.164.126

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Cláudio Roberto Frischtak
 claudio.frischtak@interb.com.br
 Nível de segurança: E-mail, Autenticação da conta
 (Nenhuma)

Assinado por:

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 Assinado: 05/06/2025 08:59:52

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 Usando endereço IP: 179.218.228.226

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Elber Alves Justo
 elber.justo@msc.com
 Md
 Nível de segurança: E-mail, Autenticação da conta
 (Nenhuma)

DocuSigned by:

 FE0B1DB1754747A...

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Adoção de assinatura: Estilo pré-selecionado
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Termos de Assinatura e Registro Eletrônico:

Aceito: 05/06/2025 09:11:28
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Hugues Ronan Favard
 hugues.favard@mscgroup.com
 Nível de segurança: E-mail, Autenticação da conta
 (Nenhuma)

Signed by:


 A25475808DA941C...

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Eventos do signatário	Assinatura	Registro de hora e data
José Francisco Gouvêa Vieira jfgv@eagv.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	<div>DocuSigned by:  051A72EB7D47412...</div> <div>Adoção de assinatura: Desenhado no dispositivo Usando endereço IP: 191.34.69.197</div>	Enviado: 05/06/2025 08:55:59 Visualizado: 05/06/2025 09:28:40 Assinado: 05/06/2025 09:29:05

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ID: b2703de8-b98b-4533-a044-8f452e895545

MAURO MOREIRA
mauro.moreira2107@gmail.com
Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

Signed by:

7386E3735991496...

Adoção de assinatura: Estilo pré-selecionado
Usando endereço IP: 104.28.63.168
Assinado com o uso do celular

Enviado: 05/06/2025 08:56:00
Visualizado: 05/06/2025 08:59:34
Assinado: 05/06/2025 08:59:49

Termos de Assinatura e Registro Eletrônico:

Aceito: 06/09/2023 16:57:21
ID: 70ba0cea-37b4-4c20-b948-f3d4c16e57d1

Roberta Lourenço do Carvalho Couto
roberta.carvalho@wilsonsons.com.br
Gerente Geral Jurídica
Tecon Salvador S/A
Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

DocuSigned by:

2361A49DBD9D4ED...

Adoção de assinatura: Estilo pré-selecionado
Usando endereço IP: 189.3.205.242

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Visualizado: 05/06/2025 09:17:35
Assinado: 05/06/2025 09:17:49

Termos de Assinatura e Registro Eletrônico:

Aceito: 05/06/2025 09:17:35
ID: 8624dd7f-e678-46a7-b131-9781efc22fe9

Eventos do signatário presencial	Assinatura	Registro de hora e data
Eventos de entrega do editor	Status	Registro de hora e data
Evento de entrega do agente	Status	Registro de hora e data
Eventos de entrega intermediários	Status	Registro de hora e data
Eventos de entrega certificados	Status	Registro de hora e data
Eventos de cópia	Status	Registro de hora e data
Caroline Bernat Cardoso caroline.bernat@wilsonsons.com.br Gerente Jurídico Wilson Sons Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	Copiado	Enviado: 05/06/2025 08:56:01 Visualizado: 05/06/2025 09:11:49
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Eventos com testemunhas	Assinatura	Registro de hora e data
Eventos do tabelião	Assinatura	Registro de hora e data
Eventos de resumo do envelope	Status	Carimbo de data/hora
Envelope enviado	Com hash/criptografado	05/06/2025 08:56:01

Eventos de resumo do envelope	Status	Carimbo de data/hora
Entrega certificada	Segurança verificada	05/06/2025 09:17:35
Assinatura concluída	Segurança verificada	05/06/2025 09:17:49
Concluído	Segurança verificada	05/06/2025 09:29:05

Eventos de pagamento	Status	Carimbo de data/hora
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WILSON SONS S.A.
Public Company
CNPJ N°33.130.691/0001-05
NIRE 33.3.00337431

MINUTES OF THE EXTRAORDINARY MEETING OF THE BOARD OF DIRECTORS

Date, Time and Place: The meeting was held on 5 June 2025, at 9:00 a.m. BRT, via videoconference.

Convening: Convening waived in accordance with Article 12, §2 of the Company's Bylaws.

Attendance: All members of the Company's Board of Directors were present: Mr. Augusto Cezar Tavares Baião, Mr. Hugues Ronan Favard, Mr. Elber Alves Justo, Mr. José Francisco Gouvêa Vieira, Mr. Mauro Moreira and Mr. Cláudio Roberto Frischtak.

Chair: Mr. Augusto Cezar Tavares Baião assumed the chair of the meeting and invited me, Roberta Carvalhal, to act as secretary.

Quorum and Installation: The quorum was verified with the presence of all members of the Board of Directors, and the meeting was validly installed. The Directors present approved the drafting of these minutes in summary form.

Agenda: Election of Officers.

Resolutions: Initially, the Board of Directors acknowledged the receipt of the resignation request submitted by Mr. Fernando Fleury Salek from his position as member of the Company's Board of Directors, Chief Executive Officer and Chief Financial and Administrative Officer, effective as of this date. Subsequently, the members of the Board of Directors, unanimously and without reservations, resolved to approve the election of the following officers, with a term of office until 7 May 2027:

(i) **Arnaldo Calbucci Filho**, Brazilian, divorced, engineer, holder of identity document No. 88.572/D CREA/SP, enrolled in the CPF under No. 035.819.038-06, to hold the positions of Chief Executive Officer and interim Chief Financial and Administrative Officer of the Company.

Due to the accumulation of the new positions, Mr. Arnaldo Calbucci Filho resigns from the position of Chief Operations Officer; and

(ii) **Luís Gustavo Bueno Machado**, Brazilian, married, engineer, holder of identity card No. 5060233346, issued by CREA/SP, and enrolled in the CPF under No. 135.214.588-06, to hold the position of Chief Operations Officer.

Therefore, the composition of the Company's Statutory Officers becomes as follows: (i) Arnaldo Calbucci Filho as Chief Executive Officer and, on an interim basis, as Chief Financial and Administrative Officer; (ii) Luís Gustavo Bueno Machado as Chief Operations Officer; and (iii) Michael Robert Connell as Chief Investor Relations Officer, all with a term of office until 7 May 2027.

The elected Officers shall be invested in their positions upon signing their respective terms of office, in which they shall ratify that they meet the applicable eligibility requirements under Law No. 6.404/76 and

CVM Resolution No. 80/2022, in accordance with applicable law.

Closing: There being no further business to discuss, the meeting was suspended for the time necessary to draft these minutes, which were read, approved, and signed by all present.

Rio de Janeiro, 5 June 2025.

Augusto Cezar Tavares Baião

Hugues Ronan Favard

Elber Alves Justo

José Francisco Gouvêa Vieira

Mauro Moreira

Cláudio Roberto Frischtak

Roberta Carvalhal
Secretary

(This page is an integral part of the minutes of the meeting of the Board of Directors of Wilson Sons S.A. held on June 5, 2025, at 09:00 a.m.)