

**ALTHAIA S.A. INDÚSTRIA FARMACÊUTICA**

CNPJ/ME nº 48.344.725/0007-19

NIRE 35.300.525.892

**Ata de Reunião do Conselho de Administração  
realizada em 20 de dezembro de 2023**

**DATA, HORA E LOCAL:** Em 20 de dezembro de 2023, às 09 horas, na sede da Althaia S.A. Indústria Farmacêutica (“Companhia”), localizada na Cidade de Atibaia, Estado de São Paulo, na Avenida Tégula, nº 888, Módulos 1, 15, 16, 17 e 21 Condomínio Centro Empresarial Atibaia, Bairro Ponte Alta, CEP 12952-820.

**CONVOCAÇÃO E PRESENÇA:** As formalidades de convocação foram dispensadas em face do comparecimento da totalidade dos membros do Conselho de Administração da Companhia.

**MESA:** Presidente: Cláudio Roberto Ely; Secretária: Priscila Maiochi da Cruz.

**ORDEM DO DIA:** Reuniram-se os membros do Conselho de Administração da Companhia para examinar, discutir e deliberar sobre: **(a)** a Distribuição Antecipada de Dividendos; e **(b)** o Aumento do Capital Social da Companhia, sem emissão de ações, mediante capitalização de lucros apurados em balanço intermediário com data base de 30 de setembro de 2023, nos termos do art. 6º, parágrafo 2º, do Estatuto Social.

**DELIBERAÇÕES:** Instalada a reunião, após a análise e discussão da matéria constante da ordem do dia, os membros do Conselho de Administração decidiram, por unanimidade de votos e sem quaisquer ressalvas ou restrições, o quanto segue:

(a) Aprovar a distribuição antecipada de dividendos, referente ao resultado do período de 30 de setembro de 2023 e “*ad referendum*” da Assembleia Geral Ordinária, que apreciar o balanço patrimonial e as demonstrações financeiras, referentes ao exercício social de 2023, ficando registrada à conta de adiantamento de dividendos, a ser liquidada na apuração total dos dividendos do exercício de 2023, aos seus acionistas, na forma do art. 38 do Estatuto Social e no valor correspondente a R\$ 4.600.000,00 (quatro milhões e seiscentos mil reais). Os dividendos serão pagos, sem atualização monetária, a partir da data desta deliberação.

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(b) Aprovar o Aumento do Capital Social de R\$ 11.714.082,72 (onze milhões, setecentos

e catorze mil, oitenta e dois reais e setenta e dois centavos), totalmente subscrito e integralizado, para R\$ 36.714.082,72 (trinta e seis milhões, setecentos e catorze mil, oitenta e dois reais e setenta e dois centavos), sem emissão de ações e mediante a capitalização de lucros apurados em balanço intermediário com data base de 30 de setembro de 2023, representando um aumento efetivo portanto R\$ 25.000.000,00 (vinte e cinco milhões de reais). E diante da deliberação, o Capital Social da Companhia passará a ser de R\$ 36.714.082,72 (trinta e seis milhões, setecentos e catorze mil, oitenta e dois reais e setenta e dois centavos), totalmente subscrito e integralizado, dividido em 212.133.943 (duzentos e doze milhões, cento e trinta e três mil, novecentas e quarenta e três) ações ordinárias.

**ENCERRAMENTO E LAVRATURA DA ATA:** Nada mais havendo a ser tratado, foi oferecida a palavra a quem dela quisesse fazer uso e, como ninguém se manifestou, foram encerrados os trabalhos pelo tempo necessário à lavratura da presente ata, a qual, após reaberta a sessão, foi lida, aprovada e assinada por todos os presentes.

**ASSINATURAS:** Mesa: Presidente: Cláudio Roberto Ely; e Secretária: Priscila Maiochi da Cruz. Conselheiros Presentes: Jairo Aparecido Yamamoto, Aline Aparecida Yamamoto Zampieri, Herbert Cesar Gonçalves, Gregor Rodrigues Martins Einsiedler e Cláudio Roberto Ely.

**CERTIDÃO:** Certifico que a presente ata é cópia fiel da original lavrada em livro próprio.

Atibaia - SP, 20 de dezembro de 2023

**MESA:**

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*Cláudio Roberto Ely*  
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**Cláudio Roberto Ely**  
Presidente da Mesa

DocuSigned by:  
*PRISCILA MAIOCHI DA CRUZ*  
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**Priscila Maiochi da Cruz**  
Secretária da Mesa

**Certificado de Conclusão**

Identificação de envelope: E2C6CCBDE7F54C5ABF5E0BCB786CE6D0

Status: Concluído

Assunto: DocuSign: Assinatura da Ata 16ª da RCA Althaia\_20.12.2023 - JUCESP.pdf

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Assinaturas: 2

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Remetente do envelope:

Priscila Maiochi da Cruz

AV TEGULA, 888, EDIF TOPAZIO MODULO 15

Atibaia, 12.952-820

priscila.cruz@althaia.com.br

Endereço IP: 200.232.72.10

**Rastreamento de registros**

Status: Original

Portador: Priscila Maiochi da Cruz

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priscila.cruz@althaia.com.br

**Eventos do signatário**

Claudio Roberto Ely

claudiorely@gmail.com

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

**Assinatura**

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Enviado: 20/12/2023 15:41:47

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ID: eb2a0ebb-8ba6-49e5-b04a-ecbd1fd11b84


PRISCILA MAIOCHI DA CRUZ

priscila.cruz@althaia.com.br

Gerente Jurídico

ALTHAIA S.A. INDUSTRIA FARMACEUTICA

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

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Eventos de cópia	Status	Registro de hora e data
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	20/12/2023 15:41:47
Entrega certificada	Segurança verificada	20/12/2023 15:41:57
Assinatura concluída	Segurança verificada	20/12/2023 15:42:11

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Concluído	Segurança verificada	20/12/2023 15:50:26
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