



# IMPRESA

**IMPRESA - SOCIEDADE GESTORA DE PARTICIPAÇÕES SOCIAIS, S.A.**

## **EXTRAORDINARY GENERAL MEETING**

29/12/2025

### **PROPOSAL RELATING TO ITEM TWO OF THE AGENDA**

TO RESOLVE, UNDER THE TERMS OF ARTICLE 456(1) OF THE PORTUGUESE COMPANIES CODE, TO AUTHORIZE THE BOARD OF DIRECTORS TO PROCEED, WITHIN A PERIOD OF 1 (ONE) YEAR FROM THE DATE OF THE APPROVAL THEREOF, WITH 1 (ONE) SHARE CAPITAL INCREASE OF THE COMPANY'S SHARE CAPITAL IN THE AMOUNT OF UP TO EUR 17,325,000 (SEVENTEEN MILLION THREE HUNDRED AND TWENTY-FIVE THOUSAND EUROS) THROUGH CASH CONTRIBUTIONS

### **PROPOSAL**

Considering that:

- A. IMPRESA – SOCIEDADE GESTORA DE PARTICIPAÇÕES SOCIAIS, S.A.**, an issuer with shares admitted to trading in a regulated market, with registered office at Rua Calvet de Magalhães, n.º 242, 2770-022 Paço de Arcos, parish of Oeiras e S. Julião da Barra, Paço de Arcos e Caxias, municipality of Oeiras, district of Lisbon, registered with the Commercial Registry Office under the single registration and tax payer number 502 437 464, with the share capital of EUR 84,000,000 (eighty four million euros) in the capacity of receiver of the funds, and **IMPREGER – SOCIEDADE GESTORA DE PARTICIPAÇÕES SOCIAIS, S.A.**, a limited company by shares, with registered office at Rua Calvet de Magalhães, n.º 242, 2770-022 Paço de Arcos, parish of Oeiras e S. Julião da Barra, Paço de Arcos e Caxias, municipality of Oeiras, district of Lisbon, registered with the Commercial Registry Office under the single registration and tax payer number 504 191 730, with a share capital of EUR 17,167,778 (seventeen million hundred and sixty seven thousand seven hundred and seventy eight euros) in the capacity of the Company's majority shareholder of the Company, entered into, on 26 November 2025, an Investment Agreement ("IA") with **MFE – MEDIAFOREUROPE, N.V.** a company incorporated and existing under the laws of the Netherlands, an issuer with shares admitted to trading in a regulated market, with registered office in Amsterdam, the Netherlands, registered with the Netherlands' competent authorities under registration number 83956859 ("**MFE**") pursuant to which MFE undertakes, once the conditions precedent provided for in the IA are satisfied, to provide funds to the Company by subscribing for a share capital increase of the Company to be resolved by the Board of Directors.
- B.** Under the terms of Article 456(1) of the Portuguese Companies Code, the General Meeting may authorize the Board of Directors to resolve on share capital increases, defining the limits

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NIF 502 437 464, CRC Lisboa, Share Capital: 84,000,000.00 Euros



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for said increases, the general issuance conditions and the authorization exercise period limits;

- C.** The authorization hereby proposed aims to provide the Board of Directors with the necessary flexibility to raise equity capital in the market, taking advantage of investment opportunities and more favorable financing conditions, with a lower execution risk;
- D.** The capital increase to be carried out through cash contributions will allow the reinforcement of the Company's financial structure, support to the business plan, the pursuit of investment endeavors and contribute to debt level reduction.

The Board of Directors proposes to the General Meeting to:

Resolve, under the terms and for the purposes of Article 456(1) of the Portuguese Companies Code, to authorize the Board to proceed, within a period of 1 (one) year from the date of the authorization thereof, with 1 (one) share capital increase of the Company's share capital in the amount of up to EUR 17,325,000 (seventeen million three hundred and twenty-five thousand euros) through cash contributions.

Paço de Arcos, 3 December 2025

On behalf of the Board of Directors,