

RAIA DROGASIL S.A.
CNPJ/ME nº 61.585.865/0001-51
NIRE 35.300.035.844
PUBLICLY HELD COMPANY

MINUTES OF THE BOARD OF DIRECTORS' MEETING HELD ON DECEMBER 13, 2024

1. **DATE, TIME AND PLACE:** Held on December 13, 2024, at 09:00, through virtual means, under the bylaws of Raia Drogasil S.A. ("Company"), headquartered in the city of São Paulo, state of São Paulo, at Avenida Corifeu de Azevedo Marques, No. 3,097.
2. **CALL AND ATTENDANCE:** All members of the Board of Directors ("Board Members") were present, being therefore dismissed the call for this meeting.
3. **CHAIR:** Chairman: Antonio Carlos Pipponzi; Secretary: Elton Flávio Silva de Oliveira.
4. **AGENDA:** (i) Elect Company Executive Officers; (ii) Install the Expansion Committee as an advisory body to the Board of Directors; (iii) elect members of the advisory committees of the Board of Directors.
5. **RESOLUTIONS:** After discussions on the matters on the Agenda, the Board Members resolved as follows:

5.1. Following the process of succession of RD Saúde's Executive Officers, previously analyzed and recommended by the People Committee and preliminarily approved by the Board of Directors in a meeting held on August 2, 2024, approved, by unanimous vote and without reservations, the following changes in the composition of the Company's Executive Officers, all with effect from January 1, 2025:

- (a) Accept the resignation of Mr. **Marcílio D'Amico Pousada**, from the position of Chief Executive Officer (CEO);
- (b) Elect to the position of **Chief Executive Officer (CEO)** Mr. **Renato Cepollina Raduan**;
- (c) Change the title of the currently held position of Mr. **Marcello De Zagottis** from Commercial and Marketing Vice-President to **Chief Operating Officer (COO)**;
- (d) Elect Mrs. **Melissa Teixeira Cabral** to the position of **Pharmacy Operations Vice-President**; and
- (e) Elect Mrs. **Juliana Lopes Marques Paixão** to the position of **Commercial Vice-President**.

5.1.1. Record that the elected Executive Officers declared that they are not subject to any of the circumstances provided for by law that prevent them from exercising the function of Executive Officer and will take office in accordance with the law, by signing the respective term in the Book of Minutes of the Company's Executive Officer Meetings, since the requirements provided for in articles 146 and 147 of Law No. 6,404/76 have been met and are compliant with the provisions of CVM Resolution No. 80/22.

5.1.2. In view of the changes resolved above, RD Saúde's Statutory Executive Office is consolidated under the following terms, with effect from January 1, 2025 for the current term in progress, extending until the first Meeting of the Board of Directors that deliberates on the election or re-election of the Executive Officers, after the Ordinary Shareholders' Meeting to be held in the fiscal year 2025:

- (a) **Chief Executive Officer (CEO)**: Mr. **Renato Cepollina Raduan**, Brazilian, married, engineer, holder of identity card RG No. 19.669.509-0 SSP/SP, registered with CPF/MF under No. 213.837.378-94, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (b) **Chief Operating Officer (COO)**: Mr. **Marcello De Zagottis**, Brazilian, married, business administrator, holder of identity card RG No. 28.269.586-1 SSP/SP, registered with CPF/MF under No. 270.229.108-20, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (c) **Financial and Administrative Vice-President**: Mr. **Antônio Carlos Coelho**, Brazilian, married, accountant, holder of identity card RG No. 12.315.558-7 SSP/SP, registered with CPF/MF under No. 030.285.708-74, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (d) **Digital Transformation Vice-President**: Mr. **Fernando Kozel Varela**, Brazilian, married, engineer, holder of identity card RG No. 16.111.996-7 SSP/SP, registered with CPF/MF under No. 171.185.568- 58, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (e) **People, Culture & Sustainability Vice-President**: Mrs. **Maria Susana de Souza**, Brazilian, married, psychologist, holder of identity card RG No. 29.188.999-2 SSP/SP, registered with CPF/MF under No. 399.000.104-34, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (f) **Health Businesses Vice-President**: Mr. **Bruno Wright Pipponzi**, Brazilian, married, business administrator, holder of identity card RG No. 30.120.922-4 SSP/SP, registered with CPF/MF under No. 221.182.778-06, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (g) **Pharmacy Operations Vice-President**: Mrs. **Melissa Teixeira Cabral**, American, divorced, journalist, holder of identity card RNE No. W580903QDPMAFEX, registered with CPF/MF under No. 180.531.638-90, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (h) **Commercial Vice-President**: Mrs. **Juliana Lopes Marques Paixão**, Brazilian, married, business administrator, holder of identity card RG No. 28.397.435 SSP/SP, registered with CPF/MF under No. 307.425.048-83, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;
- (i) **Investor Relations and Corporate Affairs Executive Director**: Mr. **Flávio de Moraes Correia**, Brazilian, married, business administrator, holder of identity card RG No. 28.697.905-6 SSP/SP, registered with CPF/MF under No. 270.804.998.44, domiciled in the City of São Paulo, State of São Paulo, with offices at Av. Corifeu de Azevedo Marques, No. 3,097, CEP 05339-900;

5.1.3. Considering the new positions established under item 5.1. above, and under Article 10, Paragraph Four of RD Saúde's Bylaws, the following attributions are defined for the new approved positions and the competencies of the Chief Executive Officer are reviewed, as follows:

- (i) The **Chief Executive Officer** shall be responsible for: a) establishing the Company's management model and ensuring its execution; b) directing the Company's business and establishing general guidelines for the development of the Company's activities, in accordance with the guidelines set forth by the Board of Directors; c) complying with the resolutions of the Board of Directors and the provisions of the Bylaws; d) appointing working groups to study any matters of interest to the Company; e) convening and presiding over meetings of the Executive Officers; f) representing the Company institutionally (individually or jointly with the Investor Relations and Corporate Affairs Executive Director); (g) defining the location and organizing the funding strategy in order to achieve the development and expansion objectives proposed by the Company; h) negotiating contracts for the implementation of new stores; and i) supervising the procedures necessary for the implementation of new stores.

- (ii) The **Chief Operating Officer** shall be responsible for: a) develop, implement and monitor the purchasing strategy and manage the relationship with the Company's suppliers; b) monitor the performance and profitability by supplier and lead negotiations to maximize the Company's gross profit and to enable joint merchandising actions; c) develop, implement and monitor sales management strategies, store by store, aiming to maximize the Company's gross profit; d) manage the Company's marketing and promotional initiatives; e) define, implement and manage strategies by product category; f) define, implement and manage relationship strategies for customers registered in the Company's loyalty program; g) develop, implement and monitor strategies that contribute to improving store operations and increasing the Company's competitiveness; h) promote and monitor sales growth and results, store by store; i) lead, supervise and monitor store operations; j) monitor the pharmacy market in the different states and regions; k) supervise and contribute to the development and training of regional managers; l) plan, direct and coordinate activities related to the Company's logistics operations, including the entry, storage, dispatch and transportation of goods and relationships with suppliers and logistics partners; m) implement and monitor logistics performance indicators, ensuring compliance with the standards and regulations applicable to logistics operations, including safety, health and environmental issues; n) coordinate projects to expand and modernize the logistics infrastructure, including the implementation of new technologies and processes; and o) lead the Company's omnichannel operations.

- (iii) The **Pharmacy Operations Vice-President** shall: lead, supervise and monitor the operations of the Company's pharmacies; b) develop, implement and monitor sales management strategies in pharmacies, aiming at generating value for the Company; c) define, implement and manage customer relationship strategies; d) develop, implement and monitor strategies that contribute to improving pharmacy operations, increasing the Company's competitiveness; and e) promote and monitor the growth of sales and results of pharmacies;

- (iv) The **Commercial Vice-President** shall: develop, implement and monitor the purchasing strategy and manage the relationship with the Company's suppliers; b) monitor the performance and profitability of each supplier and lead negotiations to maximize the Company's gross profit and to enable joint merchandising actions; c) develop, implement and monitor the Company's Private Label strategy, ensuring the competitiveness and innovation of products; d) manage the portfolio of Private Label brands, ensuring quality,

profitability and suitability to customer needs; and e) ensure compliance with the standards and regulations applicable to Private Label products, including safety, health and environmental issues.

5.2. They resolved, unanimously and without reservations, to establish the **Expansion Committee** as an advisory body to the Board of Directors, with effect from January 1, 2025. The Committee will be preliminarily composed of Director Antonio Carlos Pipponzi, who will be responsible for leading its activities, and Mr. Marcilio D'Amico Pousada.

5.2.1. The Expansion Committee will be responsible for: advising the Company's management (a) in developing expansion policies and strategies in current and new markets; (b) in defining the location of new pharmacies and closing active pharmacies; (c) in organizing the funding strategy in order to achieve the development and expansion objectives proposed by the Company.

5.3. To elect Mr. Marcilio D'Amico Pousada, effective January 1, 2025, as a new member of the following advisory committees to the Board of Directors: Health Strategies Committee, Finance Committee, People Committee, Sustainability Committee and Expansion Committee, as mentioned in item 5.2 above.

6. **CLOSING:** There being no further business to discuss, the proceedings were concluded and these minutes were drawn up in summary form, which, having been read and found to be in order, were signed by all members of the Board of Directors present. Signatures: Chair: Antonio Carlos Pipponzi – Chairman and Elton Flávio Silva de Oliveira – Secretary; Board Members: Antonio Carlos Pipponzi, Carlos Pires Oliveira Dias, Cristiana Almeida Pipponzi, Eduardo Azevedo Marques de Alvarenga, Eugênio De Zagottis, Marco Ambrogio Crespi Bonomi, Paulo Sérgio Coutinho Galvão Filho, Plínio Villares Musetti, Renato Pires Oliveira Dias, Philipp Paul Marie Povel and Sylvia de Souza Leão Wanderley.

São Paulo, December 13, 2024.

Elton Flávio Silva de Oliveira
Secretary