

CENTRO DE IMAGEM DIAGNÓSTICOS S.A.
Corporate Taxpayer's ID (CNPJ/ME): 42.771.949/0018-83
Company Registry (NIRE): 3530051760-1
Publicly Held Company

**MINUTES OF THE ANNUAL SHAREHOLDERS' MEETING
HELD ON APRIL 26, 2021**

DATE, TIME, AND PLACE: April 26, 2021, at 9 a.m., at the headquarters of **Centro de Imagem Diagnósticos S.A.** ("Company"), located at Rua Marselhesa, No. 500, 7º andar, Vila Mariana, CEP 04.020-060, in the city and state of São Paulo.

CALL NOTICE: The Call Notice was published in the Official Gazette of the State of São Paulo on March 26, 27 and 30, 2021 (Pages 363, 141, and 91, respectively) and in the Folha de São Paulo newspaper on March 26, 27 and 30, 2021 (Pages 20, A24, and A18, respectively).



PUBLICATIONS: The Company's financial statements for the fiscal year ended December 31, 2020, accompanied by Management's annual report and the independent auditor's report, published on March 26, 2021, in the Official Gazette of the State of São Paulo (pages 45 to 53) and in the Folha de São Paulo newspaper (pages A11 to A14). The documents required by CVM Instruction 481, of December 17, 2009, as amended ("CVM Instruction 481") were also disclosed electronically to the market.

ATTENDANCE: Shareholders with voting rights representing 67.3% of the Company's share capital, according to the signatures on the Shareholders' Attendance Book, thus reaching the quorum to install the Annual Shareholders' Meeting of the Company. The members of the Management and representatives of Ernst & Young Auditores Independentes S.S., independent auditors of the Company during the 2020 fiscal year ("Independent Auditors"), also attended the Meeting.

AGENDA: (i) Examining, discussing, and voting on the Executive Board's accounts and Financial Statements for the fiscal year ended on December 31, 2020, together with Management's Report and the Independent Auditors' Report; (ii) issuing an opinion on the allocation of the net income for the fiscal year ended on December 31, 2020; (iii) establishing the number of members for the Board of Directors for the next term of office; (iv) electing the members of the Company's Board of Directors; and (v) establishing the global annual compensation for the member of the Company's Management for the 2021 fiscal year.

PRESIDING: Chair – Sergio Tufik; Secretary – Simone Aparecida da Silva Pinto.

RESOLUTIONS: After examining and discussing the matters in the Agenda and reading the consolidated voting map with the remote voting forms available for the attending shareholders, as per Article 21-W, Paragraph 4, of CVM Instruction 481, the shareholders with voting rights resolved:

(i) unanimously approve, represented by thirty-seven million, five hundred and ninety-eight thousand, eight hundred and eighty-seven (37,598,887) shares (with abstention from shareholders representing forty-one million, nine hundred and ninety-eight thousand, nine hundred and seventy-nine (41,998,979) shares), the Executive Board's accounts and Financial Statements for the fiscal year ended on December 31, 2020, together with Management's Report and the Independent Auditors' Report;

(ii) Unanimously approve, represented by seventy-nine million, five hundred and ninety-seven thousand, eight hundred and sixty-six (79,597,866) shares, as per the Management's Proposal and considering the legal and statutory provisions, the proposal to allocate the results for the fiscal year ended on December 31, 2020, i.e., a net loss totaling ninety-seven million, four hundred and fourteen thousand, four hundred and ninety-seven reais and seventy-nine cents (R\$97,414,497.79), which will be absorbed by the investment reserve and legal reserve. The remaining balance, totaling forty-four million, five hundred and forty thousand, eight hundred and fifty-seven reais and nineteen cents (R\$44,540,857.19), will be allocated to the accumulated loss account;



(iii) unanimously establish, represented by seventy-nine million, five hundred and ninety-seven thousand, eight hundred and sixty-six (79,597,866) shares, the number of members for the Board of Directors for the next term of office at eleven (11);

(iv) elect, by a majority, represented by seventy-eight million, two hundred and eighty-eight thousand, one hundred and fifty-one (78,288,151) shares (with shareholders representing one million, three hundred and nine thousand, seven hundred and fifteen (1,309,715) shares voting against the approval of this matter), the following members to the Company's Board of Directors, for a term of office of two (2) years until the Annual Shareholders' Meeting that approves the accounts for the fiscal year ended on December 31, 2022: (a) **Sergio Tufik**, Brazilian citizen, legally separated, doctor, university professor, ID 3.221.965 (SSP/SP), Individual Taxpayer's ID 664.725.478-15, resident and domiciled in the City and State of São Paulo, with office at Rua Marselhesa, 500, 7º andar, Vila Mariana, São Paulo/SP, CEP 04.020-060, as Chairman of the Board of Directors; (b) **Daniel Rizardi Sorrentino**, Brazilian citizen, married, business manager, ID 27.115.686-7 (SSP/SP), Individual Taxpayer's ID 220.617.998-92, resident and domiciled in the City and State of São Paulo, with office at Avenida Cidade Jardim, 803, 8º andar, Itaim, São Paulo/SP, CEP 01.453-000, as Vice Chairman of the Board of Directors; (c) **Roberto Kalil Issa Filho**, Brazilian citizen, married, business manager, ID 22.446.974-5 (SSP/SP), Individual Taxpayer's ID 291.322.488-14, resident and domiciled in the City of São Paulo, State of São Paulo, with office at Rua Marselhesa, 500, 7º andar, Vila Mariana, São Paulo/SP, CEP 04.020-060, as sitting member of the Board of Directors; (d) **Ricardo Leonel Scavazza**, Brazilian citizen, married, business manager, ID 28.451.965-0 (SSP/SP), Individual Taxpayer's ID 148.090.838-02, resident and domiciled in the City and State of São Paulo, with office at Av. Cidade Jardim, 803, 8º andar, Itaim, São Paulo/SP, CEP 01453-000, as sitting member of the Board of Directors; (e) **Sergio Brasil Tufik**, Brazilian citizen, single, doctor, ID 38.204.657-2 (SSP/SP), Individual Taxpayer's ID 229.629.778-12, resident and domiciled in the City and State of São Paulo, with office at Rua Marselhesa, 500, 7º andar, Vila Mariana, São Paulo/SP, CEP 04.020-060, as sitting member of the Board of Directors; (f) **Cláudio Otavio Prata Ramos**, Brazilian citizen, single, doctor, ID M-1.102.983 (SSP/MG), Individual Taxpayer's ID 332.251.926-00, resident and domiciled in the City of Juiz de Fora,

State of Minas Gerais, with office at Rua Marselhesa, 500, 7º andar, Vila Mariana, São Paulo/SP, CEP 04.020-060, as sitting member of the Board of Directors; (g) **Fernando Henrique de Aldemundo Pereira**, Brazilian citizen, divorced, engineer, ID 34.839.525-5 (SSP/SP), Individual Taxpayer's ID 271.443.898-90, resident and domiciled in the City and State of São Paulo, with office at Avenida Cidade Jardim, nº 803, 8º andar, Itaim, São Paulo/SP, CEP 01.453-000, as sitting member of the Board of Directors; (h) **Roberto Kalil Issa**, Brazilian citizen, single, doctor, ID 3.210.032 (SSP/SP), Individual Taxpayer's ID 374.193.078-49, resident and domiciled in the City and State of São Paulo, with office at Rua Marselhesa, 500, 7º andar, Vila Mariana, São Paulo/SP, CEP 04.020-060, as sitting member of the Board of Directors; (i) **Fernando Machado Terni**, Brazilian citizen, divorced, engineer, ID 5.397.740-3 (SSP/SP), Individual Taxpayer's ID 012.608.578-16, resident and domiciled in the City and State of São Paulo, with office at Avenida Cidade Jardim, 803, 8º andar, Itaim, São Paulo/SP, CEP 01.453-000, as sitting member of the Board of Directors; (j) **Hélio Ferreira Lopes**, Brazilian citizen, single, doctor, ID 5232757-8 (CRM/RJ), Individual Taxpayer's ID 376.851.207-04, resident and domiciled in the City and State of Rio de Janeiro, with office at Rua Marselhesa, 500, 7º andar, Vila Mariana, São Paulo/SP, CEP 04.020-060, as independent member of the Board of Directors; and (k) **Luiz Barsi Filho**, Brazilian citizen, common-law marriage, lawyer and economist, ID 2.287.623-6 (SSP/SP), Individual Taxpayer's ID 006.541.838-72, resident and domiciled in the City and State of São Paulo, with office at Rua Marselhesa, 500, 7º andar, Vila Mariana, São Paulo/SP, CEP 04.020-060, as independent member of the Board of Directors; Messrs. Hélio Ferreira Lopes and Luiz Barsi Filho considered Independent Board Members, as defined and under the percentage set in the Company's Bylaws and independence criteria established in the Novo Mercado's Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão. The Board members elected herein will take office according to the signature of the respective instruments of investiture drawn up in the Company's book when they will declare, under the law, that they have not been convicted of any crime which prevents them from exercising commercial activities and the position of administrator of a publicly held company.



(v) approve, by a majority, represented by seventy-four million, six hundred and thirty-seven thousand, four hundred and fifty-one (74,637,451) shares (with abstentions from shareholders representing three million, eight hundred and thirty-four thousand, four hundred and seventeen (3,834,417) shares and with shareholders representing one million, one hundred and twenty-five thousand, nine hundred and ninety-eight (1,125,998) shares voting against this matter), the global annual compensation of the members of the Company's Management for the fiscal year 2021, totaling up to twenty-three million, three hundred and ninety-four thousand, eight hundred and thirteen reais and eighty-two cents (R\$23,394,813.82), not considering the Company's social security contribution charges. The total considering the Company's social security contribution charges will correspond to up to twenty-seven million, six hundred and twenty-five thousand and thirty-seven reais (R\$27,625,037.00), including benefits of any nature and representation fees, under Article 152 of Law 6404 of December 15, 1976, as amended ("Brazilian Corporation Law") and Article 12, I of CVM Instruction 481. The Board of Directors is responsible for resolving the division of compensation among the members of the Management; and

(vi) Finally, the Presiding Board recorded the request to install the Fiscal Council by shareholders representing 5.36% (five-point thirty-six percent) of the Company's total voting capital, representing

the minimum quorum required by the applicable regulation. The Fiscal Council will have three (3) sitting members and three (3) alternate members.

Approved, by a majority, represented by sixty-six million, three hundred and forty-nine, four hundred and ninety-five (66,349,495) shares (with abstention from shareholders representing thirteen million, two hundred and forty-eight thousand, three hundred and seventy-one (13,248,371) shares), the election of the following members for the Company's Fiscal Council:

1. **Walter Mallas Machado de Barros**, Brazilian citizen, married, economist and accountant, ID 2654694 (SSP/SP), Individual Taxpayer's ID 045.525.048-00, resident and domiciled in the City and State of São Paulo, at Av. Barão de Monte Mor, 613, Real Parque, Morumbi, CEP 05.687-010 (sitting member); and **Wagner Mar**, Brazilian citizen, divorced, economist, accountant, and lawyer, ID 3.126.884-5 (SSP/SP), Individual Taxpayer's ID 114.324.978-4, resident and domiciled in the City and State of São Paulo, at Alameda dos Jurupis, 452, Moema, CEP 04.088-001 (alternate member);



2. **Massao Fábio Oya**, Brazilian citizen, married, accountant, ID 34.872.970-4 (SSP/SP), Individual Taxpayer's ID 297.396.878-06, resident and domiciled in the City and State of São Paulo, at Alameda Arara Azul, nº 157, lote D26, Parque Residencial Shambala II, CEP 12.952-011 (sitting member); and **Maria Elvira Lopes Gimenez**, Brazilian citizen, divorced, economist, ID 19.114.234-7 (SSP/SP), Individual Taxpayer's ID 126.012.018-10, resident and domiciled in the City of Mairiporã, State of São Paulo, at Rua Laurindo Felix da Silva, 47, Jardim Esperança, CEP 07.600-000 (alternate member); and

In a separate election, approved by the attending shareholder that appointed the candidates below, represented by one hundred (100) shares (with abstention from shareholders representing seventy-nine million, five hundred and ninety-seven thousand, seven hundred and sixty-six (79,597,766) shares), the election of the following members for the Company's Fiscal Council:

3. **Marcello Joaquim Pacheco**, Brazilian citizen, married, lawyer, ID 18.975.204 (SSP/SP), Individual Taxpayer's ID 112.459.108-76, resident and domiciled in the City of Mairiporã, State of São Paulo, at Rua Jacarandá, 121, Santa Inês, CEP 07.609-355 (sitting member); and **Marcos Venicio dos Santos Marcolino**, Brazilian citizen, married, lawyer, ID 33.939.151-0, Individual Taxpayer's ID 307.821.468-05, resident and domiciled in the City of São Paulo, State of São Paulo, at Rua das Hortênsias, 255, Belém Capela, CEP 07.991-000 (alternate member).

The Board members elected herein will take office according to the signature of the respective instruments of investiture drawn up in the Company's book when they will declare, under the law, that they have not been convicted of any crime which prevents them from exercising commercial activities and the position of administrator of a publicly held company. Under Article 162, Paragraph 3 of the Brazilian Corporation Law, the individual monthly compensation of the Fiscal Council's sitting members will correspond to 10% (ten percent) of the average compensation for each executive officer of the Company, not including benefits, representation, and profit-sharing.

Voting map: Under Article 21, Paragraph 6 of CVM Instruction 480, of December 7, 2009, as amended, the voting map attached hereto as **Appendix I**, which is an integral part of these minutes, indicates the number of votes for, against and abstentions of each resolution.

Closure, Drawing Up and Reading of the Minutes: There being nothing else to discuss, the floor was offered and declined, and the Meeting was adjourned for the drawing up of these minutes in summary form, which were read, found to be in compliance, approved and signed by all attending members, under Paragraph 1 and 2 of Article 130 of Brazilian Corporation Law.

Signatures: Presiding: Chair – Sergio Tufik; Secretary – Simone Aparecida da Silva Pinto. **Attending shareholders:** SERGIO TUFIK, BRAZILIAN PRIVATE EQUITY FUND III – FIP (PÁTRIA INVESTIMENTOS LTDA.) (By Proxy Simone Aparecida Da Silva Pinto), BRASIL PRIVATE EQUITY III – FIP (PÁTRIA INVESTIMENTOS LTDA.) (By Proxy Simone Aparecida Da Silva Pinto), FUNDO DE DIAGNÓSTICOS PARA O BRASIL – FIP (PÁTRIA INVESTIMENTOS LTDA.) (By Proxy Simone Aparecida Da Silva Pinto), PÁTRIA ECONOMIA REAL – FIP (PÁTRIA INVESTIMENTOS LTDA.) (By Proxy Simone Aparecida Da Silva Pinto), ROBERTO KALIL ISSA (By Proxy Simone Aparecida Da Silva Pinto), GERALDO MOL STARLING FILHO (By Proxy Simone Aparecida Da Silva Pinto), CLÁUDIO OTÁVIO PRATA RAMOS (By Proxy Simone Aparecida Da Silva Pinto), ARILTON JOSÉ DOS SANTOS CARVALHAL (By Proxy Simone Aparecida Da Silva Pinto), HÉLIO FERREIRA LOPES (By Proxy Simone Aparecida Da Silva Pinto), WILSON LUIZ MAKSOUD (By Proxy Simone Aparecida Da Silva Pinto), SERGIO AUGUSTO MAKSOUD (By Proxy Simone Aparecida Da Silva Pinto), MARCO ANTONIO PICCOLO (By Proxy Simone Aparecida Da Silva Pinto), MARPACHE SERVIÇOS DE ESCRITÓRIO LTDA. – EPP (By Proxy Murici dos Santos). **Shareholders attending through the Remote Voting Form:** ALASKA PERMANENT FUND, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN, CITY OF NEW YORK GROUP TRUST, COLLEGE RETIREMENT EQUITIES FUND, DIMENSIONAL EMERGING MKTS VALUE FUND, EMER MKTS CORE EQ PORT DFA INVEST DIMENS GROU, EMERGING MARKETS SMALL CAPIT EQUITY INDEX NON-LENDABLE FUND, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND, EMERGING MARKETS SMALL CAP DISCOVERY FUND MAB, LLC, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B, FERNANDO BARCELLOS NUNES, GMAM GROUP PENSION TRUST II, INTERNATIONAL FINANCE CORPORATION, ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND, ISHARES III PUBLIC LIMITED COMPANY, ISHARES MSCI BRAZIL SMALL CAP ETF, ISHARES PUBLIC LIMITED COMPANY, JOHN HANCOCK FUNDS II EMERGING MARKETS FUND, LOS ANGELES COUNTY EMPLOYEES RET ASSOCIATION, MERCER QIF FUND PLC, NORGES BANK, NORTHERN TRUST COLLECTIVE EAFE SMALL CAP INDEX FUND-NON LEND, NTGI-QM COMMON DAC WORLD EX-US INVESTABLE MIF – LENDING, PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO, QUEENSLAND INVESTMENT TRUST NO.2, SPDR SP EMERGING MARKETS SMALL CAP ETF, SSGA SPDR ETFS EUROPE I PLC, SSGATC I. F. F. T. E. R. P. S. S. M. E. M. S. C. I. S. L.F., ST ST MSCI EMERGING MKT SMALL CI NON LENDING COMMON TRT FUND, ST STR MSCI ACWI EX USA IMI SCREENED NON-LENDING COMM TR FD, STATE ST GL ADV TRUST COMPANY INV FF TAX EX RET PLANS, STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO, THE BOARD OF.A.C.E.R.S.LOS ANGELES, CALIFORNIA, THE DFA INV T CO ON BEH ITS S THE EM SLL CAPS, AND THE REGENTS OF THE UNIVERSITY OF CALIFORNIA.



This is a free English translation of the minutes drawn up in the Company's records.

São Paulo, April 26, 2021.

Presiding:

Simone Aparecida da Silva Pinto
Secretary





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Appendix I to the Minutes of the Annual Shareholders' Meeting held on April 26, 2021

Summary Voting Map
Annual Shareholders' Meeting of the Company

Resolution Code / Matter (Remote Voting Form)	Description	Vote and Number of Shares		
		Approve (Yes)	Reject (No)	Abstain
01	Examine, discuss, and vote on the accounts of the Executive Board and the financial statements for the fiscal year ended December 31, 2020, accompanied by the Management Report and the Independent Auditor's Report.	37,598,887	0	41,998,979
02	Resolve on the allocation of net income for the fiscal year ended December 31, 2020, as per the Company's Management Proposal.	79,597,866	0	0
03	Establishing at eleven (11) the number of members for the Board of Directors for the next term of office?	79,597,866	0	0
04	Do you want to request the adoption of the multiple voting process for the election of the members of the Board of Directors under Article 141 of the Brazilian Corporation Law?	5,566,216	70,794,311	3,237,339
05	Appoint all the names that make up the single slate, pursuant to the Company's Management Proposal: <u>Single Slate</u> Sergio Tufik Daniel Rizardi Sorrentino Roberto Kalil Filho Ricardo Leonel Scavazza	78,288,151	1,309,715	0



	Sergio Brasil Tufik Cláudio Otávio Ramos Fernando Henrique de Aldemundo Pereira Roberto Kalil Issa Fernando Machado Terni Hélio Ferreira Lopes (independent member) Luiz Barsi Filho (independent member)			
06	If one of the candidates that make up the selected slate is no longer a participant, will the votes corresponding to his/her shares remain to the chosen slate?	77,669,796	1,897,570	30,500
07	If adopting a multiple voting procedure, should the votes corresponding to their shares be distributed in equal percentages among the members of the chosen slate?	77,669,796	0	1,928,070
09	Do you wish to request a separate election for a member of the Board of Directors, under Article 141, Paragraph 4, I of the Brazilian Corporation Law?	2,817,377	71,390,223	5,390,266
10	According to the Company's Management Proposal, establish the overall annual compensation for the Company's Management for the 2020 fiscal year.	74,637,451	1,125,998	3,834,417
11	Do you wish to request the installation of the Fiscal Council, as per Article 161 of the Brazilian Corporation Law? <i>Note: This resolution is not included on the ASM's Agenda and was submitted under the sole paragraph of article 21-K of CVM Instruction 481/09.</i>	6,337,464	71,735,053	1,525,349
12	In the event of a second call of the Annual Shareholders' Meeting, can the voting instructions in the form be also considered for holding the Annual Shareholders' Meeting on a second call?	75,533,609	4,033,757	30,500
13	If the Fiscal Council is installed, elect the majority of the Fiscal Council's members.	66,349,495	0	13,248,371
14	If Fiscal Council is installed, elect, in a separate vote, the remaining sitting and alternate members of the Fiscal Council.	100	0	79,597,766