

**FERROVIA NORTE SUL S.A.**  
CNPJ/MF nº. 09.257.877/0001-37  
NIRE 21.300.009.540  
Companhia Aberta

**A ATA DA REUNIÃO DO CONSELHO DE ADMINISTRAÇÃO  
REALIZADA EM 25 DE JANEIRO DE 2023**

**1. DATA, HORA E LOCAL:** Realizada aos 25 (vinte e cinco) dias do mês de janeiro de 2023, às 10hrs00m, virtualmente, a Reunião do Conselho de Administração da Ferrovia Centro Atlântica S.A (“Companhia” ou “FCA”), com sede na Avenida dos Portugueses, s/n, Prédio DILN, 1º andar, sala 1, Itaqui-Pedrinhas, Retorno do Itaqui, CEP 65.085-582, São Luís/MA.

**2. CONVOCAÇÃO:** Dispensada a convocação em razão da presença de totalidade dos membros do Conselho de Administração, abaixo assinados, nos termos do artigo 17, § 6º, do Estatuto Social da Companhia.

**3. PRESENÇA E INSTALAÇÃO:** Em conformidade com o artigo 17, § 4º, do Estatuto Social da Companhia, os Conselheiros manifestaram seus votos à distância, sendo considerados, portanto, presentes à reunião virtual os Alessandro Pena da Gama, Joyce Andrews da Costa, Rute Melo Araújo e Silvana Alcântara Oliveira de Souza. Como convidada, participou a Advogada de Governança, Sra. Luisa Souto Guimarães. Observadas as formalidades e em verificação ao quórum de instalação fixado nos termos do Estatuto Social da Companhia, a reunião foi validamente instalada.

**4. MESA:** Assumiu a Presidência da Mesa o Sr. Alessandro Pena da Gama, que convidou a Sra. Luisa Souto Guimarães para secretariar a reunião.

**5. ORDEM DO DIA:** (i) Tomar ciência sobre a renúncia de Membro Suplente do Conselho de Administração da Companhia; (ii) Tomar ciência sobre a renúncia do Presidente do Conselho de Administração da Companhia; e (iii) Deliberar sobre a designação do Sr. Fábio Tadeu Marchiori Gama para exercer as funções de Presidente do Conselho de Administração Companhia, de forma interina.

**6. DESENVOLVIMENTO E DELIBERAÇÕES:** Os membros do Conselho de Administração deliberaram e aprovaram as matérias constantes na Ordem do Dia, por unanimidade de votos e sem quaisquer restrições, ressalvas ou reservas:

i. Tomaram ciência da renúncia, apresentada em 30 de dezembro de 2022, pelo Sr. RODRIGO BERNARDES BRAGA, ao cargo de Membro Suplente do Sr. Alessandro Pena da Gama do Conselho de Administração da Companhia;

ii. Tomaram ciência da renúncia, apresentada em 13 de janeiro de 2023, pelo Sr. ERNESTO PERES POUSADA JÚNIOR, ao cargo de Presidente do Conselho de Administração da Companhia; e

iii. Em decorrência da vacância do cargo acima, designaram, nos termos previstos no artigo 13º, alínea “d” do Estatuto Social da Companhia, o Sr. FÁBIO TADEU MARCHIORI GAMA, brasileiro, engenheiro químico, casado, portador do documento de identidade nº 15549110, emitido pela SSP SP, inscrito no CPF/MF sob o nº 117.106.628-75, com endereço profissional na Rua Helena, nº 235, 5º andar, no Bairro Vila Olímpia, na cidade de São Paulo, Estado de São Paulo, CEP nº 04552-050, para exercer interinamente as funções de Presidente do Conselho de Administração da Companhia, com mandato a partir desta data e até a próxima Assembleia Geral da Companhia, de acordo com o artigo 150 da Lei das S/A.

**6.1** Tendo em vista a deliberação acima, a composição consolidada de membros titulares e respectivos suplentes do Conselho de Administração da Companhia passa a ser:

Titular	Suplente
Fábio Tadeu Marchiori Gama <b>Presidente do Conselho de Administração</b>	-
Silvana Alcântara Oliveira de Souza	Anderson Abreu Santana dos Santos
Rute Melo Araujo	Angelo Henrique Rodrigues Stradioto
Alessandro Pena da Gama	-
Joyce Andrews da Costa	Daniel Rezende Schaffazick

**6.2** A posse do Presidente do Conselho de Administração será realizada mediante assinatura do Termo de Posse, contendo Declaração de Desimpedimento, lavrado em livro próprio da Companhia e conforme legislação aplicável.

**7. ENCERRAMENTO:** Nada mais havendo a ser tratado e inexistindo qualquer outra manifestação, foi encerrada a presente reunião, da qual se lavrou a presente ata que, lida e achada conforme, foi assinada por todos os Conselheiros presentes e que participaram das deliberações

São Luis/MA, 25 de janeiro de 2023

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

*Luisa Souto Guimarães*

**Sra. Luisa Souto Guimarães**  
Secretária da Mesa

**Certificado de Conclusão**

Identificação de envelope: 0EC49565C33D41C1A2B7723BA590B4AB

Status: Concluído

Assunto: Complete com a DocuSign: RCA FNS (Renuncia Ernesto e novo Presidente do CA).docx

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Governança Corporativa VLI Rayssa Helena .  
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**Rastreamento de registros**Status: Original  
25-01-23 | 20:12Portador: Governança Corporativa VLI Rayssa  
Helena .  
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**Eventos do signatário**

Luisa Souto Guimarães

luisa.guimaraes@vli-logistica.com.br

Nível de segurança: E-mail, Autenticação da conta  
(Nenhuma)**Assinatura**DocuSigned by:  
*Luisa Souto Guimarães*  
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Aceito: 26-01-23 | 08:03

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