

USINAS SIDERÚRGICAS DE MINAS GERAIS S/A - USIMINAS
CNPJ/MF 60.894.730/0001-05
NIRE 313.000.1360-0
Publicly Traded Company

Minutes of the Extraordinary Meeting of the Board of Directors of Usinas Siderúrgicas de Minas Gerais S/A - USIMINAS, held by videoconference, on January 9th, 2025, at 10:00.

Attending Board Members – Alberto Akikazu Ono – *Chairman*; Oscar Montero Martinez, Ronald Seckelmann, Pedro Henrique Gomes Teixeira, Rita Rebelo Horta de Assis Fonseca, Sergio Leite de Andrade, Edílio Ramos Veloso e Elias de Matos Brito. Bruno Lage de Araújo Paulino, *Secretary*.

The preparation of the minutes in summary form, by analog application of article 130, 1st paragraph of the Brazilian Corporate Law, and in accordance with article 14, 8th paragraph of the Bylaws, was unanimously approved.

Agenda:

I - Items for Approval:

1. Approve the issuance in the international market of debt securities called Notes by Usiminas International S.à r.l., based on the regulations issued by the U.S. Securities and Exchange Commission, specifically Rule 144A and Regulation S. (“Notes”) – The Board approved, unanimously, the realization, by the Company's wholly-owned subsidiary, Usiminas International S.à r.l., a limited liability company (société à responsabilité limitée) established under the laws of Luxembourg headquartered at 412F Route d'Esch, 1471, Luxembourg, Grand Duchy of Luxembourg, and registered with the Luxembourg Register of Commerce and Companies under number B112737 (“Issuer”), of the issuance of debt securities intended for placement on the international market, to be offered to qualified institutional investors resident and domiciled in the United States of America, on the basis of the regulations issued by the U. S. Securities and Exchange Commission, specifically Rule 144A and, in other countries, except Brazil and the United States of America, based on Regulation S, the main terms of which will be defined later, through the pricing of the operation (“Issuance”), in the amount of up to US\$500,000,000,00. The proceeds from the Issuance will be used to prepay the 2026 Notes (as defined below), pursuant to the terms described in Item V below, and the remaining amount obtained from the Issuance will be used for general corporate purposes, including liability management.

The Board approved the transactions and/or contracts between the Issuer and the Company, including, but not limited to the execution of an Export Prepayment Agreement, loan agreement or similar instruments, which may be necessary for the purposes of implementing the Issuance.

2. Approve the provision of an irrevocable and unconditional guarantee to honor the obligations related to the Notes, including payment obligations – The Board

approved, unanimously, the granting of an irrevocable and unconditional fiduciary guarantee by the Company for the Issuance ("Guarantee").

3. Delegate powers to the Board of Executive Officers to adopt any and all measures for the formalization and implementation of Items I and II above, including the realization of the Issuance, negotiation and execution of any and all documents necessary for implementation of the Issuance, as well as the definition of the volume to be issued – The Board approved, unanimously, the adoption of any and all measures for the realization, implementation and formalization of the issuance of Notes and the provision of guarantee by the Company, as approved in Items I and II above, including but not limited to: (i) realization of the Issuance and negotiation of its respective terms and conditions (including any financial aspects), such as, for instance, volume, timetable and conditions for its realization and the submission of the Issuance and the Guarantee to the jurisdiction of New York (NY), in the United States of America, as applicable; (ii) the execution, performance and delivery of any and all contracts, communications, notifications, certificates, documents or instruments necessary or appropriate for the realization of the Issuance and the provision of the Guarantee; and (iii) the hiring of the necessary service providers for the purposes of the implementation of the Issuance and the provision of the Guarantee, including an institution based abroad as its respective representative and/or attorney-in-fact (service of process agent).

4. Perform a cash tender offer ("Tender Offer") in the foreign market for debt securities issued by the Issuer, maturing in 2026, bearing interest at 5.875% per annum – The Board approved, unanimously, the holding of a cash tender offer by the Issuer and/or Usiminas (including on behalf of the Issuer), as may be defined in due course, of any and all outstanding debt securities issued by the Issuer, due 2026, bearing interest at 5.875% per annum, which were issued under the Indenture of the 5.875% Senior Notes due 2026, entered into on July 18, 2019 ("Indenture") and totaled US\$750.000,000.00 (5.875% Senior Notes due 2026), of which approximately US\$430,000,00.00 are currently outstanding ("2026 Notes"). The 2026 Notes are fully, unconditionally and irrevocably guaranteed by the Company. The terms and conditions of the Tender Offer will be set forth in the Offer to Purchase Memorandum ("Offer to Purchase").

5. Delegate powers to the Board of Executive Officers to adopt of any and all measures for the realization, formalization and implementation of the Tender Offer and repurchase of the 2026 Notes, including the negotiation and execution of any and all documents necessary for its implementation – The Board approved, unanimously, the adoption of any and all measures for the realization, implementation and formalization of the Tender Offer and repurchase of the Notes, including (i) the negotiation of its respective terms and conditions (including any financial aspects), such as, for example, (a) structure and the repurchase rate, (b) premiums to be eventually paid and the conditions for their payment, (c) the timetable and conditions for its execution; (ii) the execution, performance and delivery of any and all contracts, communications, notifications, certificates, documents or instruments necessary or appropriate for the realization of the Tender Offer, including, without limitation, the Offer to Purchase and the Dealer Manager Agreement; (iii) the hiring of the service providers necessary for its implementation, such as, for example, the dealers managers and tender agent and information agent; (iv) the appointment, by the Company, of an institution

(Free Translation: For reference only – Original in Portuguese)

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based abroad as its respective representative and/or attorney-in-fact (service of process agent) to receive service of process within the scope of all documents relating to the Dealer Manager Agreement, and (v) the cancellation of the 2026 Notes that may be acquired, as applicable and observing the procedures for such.

Closing – With nothing else to be discussed, the meeting was closed, and the minutes were drawn up in own Book by the Secretary with the approval of the Board Members.