

CONSTRUTORA TENDA S.A.
CNPJ/MF nº 71.476.527/0001-35
NIRE 35.300.348.206
Public Company

MATERIAL FACT

CLOSING OF MINORITY INVESTMENT IN CONTROLLED ENTITY

CONSTRUTORA TENDA S.A. ("Company" or "Tenda"), further to the Material Fact disclosed on December 16th, 2024, announces that, on this date, Good Karma – Fundo de Investimento em Participações em Empresas Emergentes – Responsabilidade Limitada ("GKP"), managed by Good Karma Ventures Gestora de Recursos Ltda., subscribed 27.313.772 new shares of Alea S.A. ("Alea"), a company controlled by Tenda ("Transaction"), representative of 6,97% of the total and voting share capital of Alea, for a total issuance price of R\$80,000,000.00. The payment for the newly subscribed shares will be made in two installments, with 50% on this date and the remaining 50% within six months, subject to monetary adjustment. GKP's stake in Alea is also subject to an adjustment mechanism at the end of 2026, which may vary between 5.89% and 8.11%.

With the closing of the Transaction, Alea's Board of Directors shall be composed by Marcelo Renaux Willer, Rodrigo Osmo, Luiz Maurício de Garcia Paula and Vitor da Silva Alves, for a unified term of 2 years, which shall end in Alea's Ordinary Shareholders' Meeting of 2027.

São Paulo, February 14th, 2025.

Luiz Maurício de Garcia Paula
Chief Financial and Investor Relations Officer