

CONSTRUTORA TENDA S.A.

CNPJ/MF nº 71.476.527/0001-35

NIRE 35.300.348.206

Publicly-held Company

MATERIAL FACT

CONSTRUTORA TENDA S.A. ("Company" or "Tenda") informs to its shareholders and the market, in accordance with the terms of article 30, §1º, "b", of the Law nº 6.404/76, the Brazilian Securities and Exchange Commission Resolution CVM no. 44/21, Resolution CVM no. 77/22, and Resolution CVM 80/22, that its Board of Directors, in a meeting held on January 15th, 2025, the partial early liquidation of derivative contracts referenced to 440,000 (four hundred and forty thousand) shares of its own issuance, entered into with Banco Bradesco S.A., was approved, with settlement scheduled for December 16th, 2024.

As a result of this decision, the Company will have a limit of 500,000 (five hundred thousand) shares of its own issuance available for trading.

Consequently, the Board of Directors approved a new share buyback program issued by the Company ("Buyback Program"), in compliance with Annex G of the CVM Resolution 80, of March 29, 2022, according to the following terms and conditions:

- The Buyback Program aims to maximize value generation to shareholders by efficiently managing its capital structure.
- Currently, there are 123,094,246 (one hundred twenty-three million, ninety-four thousand, two hundred forty-six) free float common shares, all nominative, bookentry and without par value ("Free Float").
- On this date, Tenda holds 16,094 shares in treasury and, additionally, through four derivative instruments referenced to 11,792,100 (eleven million, seven hundred ninety-two thousand, one hundred) shares issued by the Company, as follows: (a) 4,500,000 (four million, five hundred thousand) shares with Itaú Unibanco S.A.; (b) 3,032,100 (three million, thirty-two thousand, one hundred) shares with Banco Santander (Brasil) S.A.; (c) 2,500,000 (two million, five hundred thousand) shares with Banco Santander (Brasil) S.A.; and (d) 1,760,000 (one million, seven hundred sixty thousand) shares with Banco Bradesco S.A. These shares are included in the calculation of the percentage referenced in Article 9 of CVM Resolution 77/22.
- According to the terms of the Buyback Program approved, Tenda may acquire up to 500,000 (five hundred thousand) shares, all nominative, bookentry and without par value subject to the limitations set forth in Resolution CVM 77. All purchase and sale transactions of shares issued by Tenda will be made on the B3 – Bolsa, Brasil, Balcão, at market prices.
- Shares eventually purchased in connection with the Buyback Program will not alter Tenda' controlling shareholder nor its administrative structure.
- In the context of the Buyback Program, Tenda may enter into derivative agreements with Tenda' shares as underlying assets.
- The expiration date for the settlement of the transactions in connection with the share buyback program is in 18 months from January 14th, 2024.
- Brokers that are authorized to intermediate this buyback program are: Agora Corretora de Títulos e Valores Mobiliários S.A.

Shares eventually purchased in connection with the Buyback Program shall be paid with income and capital reserves, except for reserves specified in article 8, paragraph 1, of Resolution CVM 77, with results from the current fiscal year except for those to be allocated as future reserves according to article 8, paragraph 1, of Resolution CVM 77.

The Board of Directors understands that the eventual implementation of this Buyback Program will not affect Tenda' capacity to fulfill its obligations nor the payment of mandatory minimum dividends, due to the liquidity situation and cash flow generation of the Company.

Finally, Tenda reiterates its commitment to maintaining its shareholders and the market informed as to the next steps of the Buyback Program and of any other matter that may be of interest to the market.

Additional information (including those subject to Annex G of RCVM 80/22), are available to shareholders on the CVM (<https://www.gov.br/cvm/pt-br>), B3 (www.b3.com.br) and Company (<https://ri.tenda.com/>) websites.

São Paulo/SP, January 15th, 2025.

CONTRUTORA TENDA S.A.

Luiz Maurício de Garcia Paula

Chief Financial and Investor Relations Officer