

CONSTRUTORA TENDA S.A.

CNPJ/MF nº 71.476.527/0001-35

NIRE 35300348206

Public Company

MATERIAL FACT

São Paulo, June 11, 2025 — CONSTRUTORA TENDA S.A. (“Company” or “Tenda”), inform to their shareholders and the market in general, attending to the provisions of article 157, §4th, of the Law No. 6.404, of December 15th, 1976, as amended and the Brazilian Securities Commission's (“CVM”) Resolution No. 44, of August 23rd, 2021, as amended, that held, on this date, the approval of the operation of sale of the Company's credit portfolio “pró-soluto” (“**Assignment**”), which will be carried out under the operation of securitization of real estate receivables certificates of the senior class, in 2 (two) series, and of the subordinated class, without division into subclasses (“**CRI**”) to be issued by Opea Securitizadora S.A. (“**Securitization Agent**”), through its 448th issuance, and will have the following remunerations: (i) in the case of the 1st (first) series CRI of the senior class, 100% (one hundred percent) of the DI Rate, plus a spread of 2% (two integers percent) per year, based on 252 (two hundred and fifty-two) business days; (ii) in the case of the 2nd (second) series CRI of the senior class, a spread of 9.90% (nine integers and ninety hundredths percent) per year, based on 252 (two hundred and fifty-two) business days, without prejudice to monetary restatement by the IPCA; and (iii) for the subordinated class CRI, a spread of 11% (eleven integers per cent) per year, based on 252 (two hundred and fifty-two) business days, without prejudice to monetary restatement, these remunerations being considered “all-in” (“**Issue**”). The CRI will be distributed by Galapagos Capital Distribuidora de Títulos e Valores Mobiliários S.A., a joint stock company registered with the CNPJ/MF under No. 28.650.236/0001-92 (“**Lead Manager**”), by means of a public distribution offering, under best placement efforts regime, in the terms of CVM's Resolution No. 160, of July 13th, 2022, as in force (“**Offering**”), backed by fractional and full Real Estate Credit Notes (“**CCI**”), to be issued by the Securitization Agent to represent the real estate credits owed by the Company and Tenda Negócios Imobiliários S.A., registered under the CNPJ/MF under nº 09.625.762/0001-58 (“**Tenda Negócios Imobiliários**”) and Alea S.A, registered with the CNPJ/MF under nº 34.193. 637/0001-63 (“**Alea**”) and when together with the Company and Tenda Negócios Imobiliários, the “**Assignors**”), resulting from the private real estate purchase and sale promise commitment agreements and “*Terms of Confession of Debt*” relating to properties of residential projects whose infrastructure, construction and commercialization are being carried out by the Assignors, and whose properties were intended for sale to the respective customers of the Assignors (“**Real Estate Credits Rights**”, “**Customers**” and “**Operation**”, respectively).

The Total Value of the Offering corresponds to the amount up to R\$ 300,000,000.00 (three hundred million reais), subject to successive payments within 6 months of the first issue, with the first payment of the CRI, in the amount of R\$ 160,000,000.00 (one hundred and sixty million reais), scheduled to take place until June 30, 2025. Further payments may be made until the total amount mentioned above is reached, up to the deadline of December 31, 2025. With each payment, the Assignors will receive the net amount corresponding to the payment amounts, minus fixed expenses, as well as the amounts earmarked for the Issue Expenses Fund, and it is certain that at the time of the first payment, the Assignors will receive the net amount of R\$ 159,004,202.43 (one hundred and fifty-nine million, four thousand, two hundred and two reais and forty-three cents).

The Real Estate Credits Rights were assigned under the terms of the “*Instrumento Particular de Contrato de Cessão de Direitos Creditórios Imobiliários e Outras Avenças*”, which will be executed between the Assignors and the Securitization Agent, wherewith the Assignors, as the rightful owners of the Real Estate Credits Rights, to be assigned to the Securitization Agent, definitively, without co-obligation, the total of the Real Estate Credits Rights of its respective titularity to be identified in the agreement and in any amendments thereto (“**Assignment Agreement**”).

The Operation was approved by the Board of Directors' Meeting of the Company, and the Board Meeting of the Tenda Negócios Imobiliários, and by the Board of Directors' Meeting of Alea, at meetings held on June 11, 2025.

The conditions and the deadlines of the Offering had been posted at the minute of the referred Board of Directors' Meeting, available in the CVM's site – Brazilian Securities Commission (<https://www.gov.br/cvm/pt-br>), as well in the site of the Company (<https://ri.tenda.com/>), in the terms of applicable laws.

Luiz Maurício de Garcia Paula
Chief Financial and Investor Relations Officer