

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

MATERIAL FACT

CONSTRUTORA TENDA S.A. ("**Company**" or "**Tenda**"), informs its shareholders and the market in general, pursuant to Article 157, paragraph 4, of Law No. 6,404, of December 15, 1976, as currently in force, and to the provisions of the Resolution of the Brazilian Securities and Exchange Commission ("**CVM**") No. 44, of August 23rd, 2021, as currently in force, and in addition to the material facts disclosed by the Company on June 20th, 2025 and September 30th, 2025, that, on this date, the third capitalization related to the "pro-soluto" portfolio sale ("**Assignment**") was settled, carried out in the context of the securitization transaction of senior class real estate receivables certificates, in 2 (two) series, and subordinated class, without subdivision into subclasses ("**CRI**"), issued by Opea Securitizadora S.A. ("**Securitizer**"), through its 448th issuance, with the following yields: (i) in the case of the CRI of the 1st (first) series of the senior class, 100% (one hundred percent) of the DI Rate, plus a spread of 2% (two percent) per year, on a 252-business day basis; (ii) in the case of the CRI of the 2nd (second) series of the senior class, a spread of 9.90% (nine point ninety percent) per year, on a 252-business day basis, in addition to monetary adjustment by the IPCA; and (iii) in the case of the subordinated class CRI, a spread of 11% (eleven percent) per year, on a 252-business day basis, in addition to monetary adjustment, with such yields considered on an "all-in" basis ("**Issuance**"). The CRI were distributed by Galapagos Capital Distribuidora de Títulos e Valores Mobiliários S.A., a joint stock company enrolled with the CNPJ/MF under No. 28.650.236/0001-92 ("**Lead Manager**"), through a public offering, on a best efforts placement basis, pursuant to CVM Resolution No. 160, of July 13th, 2022, as currently in force ("**Offering**"), backed by fractional and full real estate credit notes ("**CCI**") issued by the Securitizer to represent the real estate receivables held by the Company, Tenda Negócios Imobiliários S.A., enrolled with the CNPJ/MF under No. 09.625.762/0001-58 ("**Tenda Negócios Imobiliários**"), and Alea S.A., enrolled with the CNPJ/MF under No. 34.193.637/0001-63 ("**Alea**" and, jointly with the Company, the "**Assignors**"), arising from purchase and sale commitment agreements and "**Debt Confession Agreements**" relating to residential real estate projects whose infrastructure, construction, and commercialization are being carried out by the Assignors, and whose properties were sold to the respective clients of the Assignors ("**Real Estate Receivables**", "**Clients**," and "**Transaction**," respectively).

The total net amount of the third capitalization of the CRI received by the Company on this date, resulting from the assignment carried out under the Issuance, was **R\$ 64,572,250.02 (sixty-four million, five hundred and seventy-two thousand, forty-fifty reais and two cents)**.

The Real Estate Receivables were assigned through the execution of the "*Instrumento Particular de Contrato de Cessão de Créditos Imobiliários e Outras Avenças*" executed between the Assignors and the Securitizer, under which the Assignors, as the legitimate holders of the Real Estate Receivables, definitively assigned to the Securitizer, without recourse, the entirety of the Real Estate Receivables under their ownership ("**Assignment Agreement**"), as amended.

The Transaction was approved by the Company's Board of Directors, the Executive Board of Tenda Negócios Imobiliários, and Alea's Board of Directors, in meetings held on June 11th, 2025.

The conditions and terms of the Issuance were disclosed in the minutes of the meeting of the Company's Board of Directors, made available on the CVM website (<https://www.gov.br/cvm/pt-br>), as well as on the Company's website (<https://ri.tenda.com>), pursuant to applicable law.

São Paulo, December 26th, 2025.
Luiz Maurício de Garcia Paula
Chief Financial and Investor Relations Officer