

FLEURY S.A.
Publicly Held Company
Company Taxpayer's ID (CNPJ) 60.840.055/0001-31
Company Registry (NIRE) 35.300.197.534

MATERIAL FACT

Fleury S.A. ("Grupo Fleury" or "Company") informs its shareholders and the market in general that it, on this date, entered into a Joint Venture Agreement providing for the creation of a new company in partnership with Atlântica Hospitais e Participações S.A. ("Atlântica Hospitais"), which is indirectly controlled by Banco Bradesco S.A. ("Bradesco"), and Real e Benemerita Associação Portuguesa de Beneficência ("BP – A Beneficência Portuguesa de São Paulo"), to coordinate the care of cancer patients, with preventive solutions, clinical research and care of excellence, by means of an integrated, multichannel, humanized and patient-centered solution ("Transaction").

The new company will be the vehicle of an association in which shareholders will have equal rights, both when it comes to the percentages of economic participation as well as governance rights, and will be incorporated under the ambition of becoming one of the great references of the country in Oncology, relying on technical and clinical staff of excellence to provide patients with the care and outcomes deemed most appropriate in a case by case analysis.

The union of these three groups will be made under a new operation model focused on the complete journey and with emphasis on early diagnosis, technology use and reception of the patients, offering a payment model based on outcome and management of lives in portfolio.

This initiative envisages investing approximately BRL 678 million in the first five years, to be contributed by partners, for the creation of oncology clinics and Cancer Centers for treatments of higher complexity, in different cities of the country.

The closing of the Transaction is subject to approval by the Brazilian Administrative Council for Economic Defense ("CADE") and the Brazilian Central Bank ("BACEN").

The information related to the Transaction and required pursuant to Exhibit F of CVM rule No. 80/2022 is presented in the table below:

Name of the Related Party	Atlântica Hospitais e Participações S.A., an affiliate of Bradesco Diagnóstico em Saúde S.A. ("Bradesco Diagnóstico")
Relationship of the Related Party with the Company	Bradesco indirectly controls Atlântica Hospitais and Bradesco Diagnóstico. Bradesco Diagnóstico is a shareholder of the Company, holding 29.98% of its common shares, according to the most recent information available to the Company, and is also part of the Company's Shareholders' Agreement.

Object and main transaction terms	<p>The Transaction, which is subject the approval of CADE and BACEN, consists of the subscription and payment, by Fleury, Atlântica Hospitais and BP – A Beneficência Portuguesa de São Paulo each, of 1/3 of the voting share capital of the new company. The approximate total value of investment is BRL 678 million, to be invested throughout the first five years of operation.</p> <p>As a result, each of the parties mentioned above will be co-controllers of the new company, which will aim to coordinate the care of cancer patients, with preventive solutions, clinical research, and care of excellence, by means of an integrated, multichannel, humanized and patient-centered solution.</p>
If, when and to what extent the Related Party to the Transaction, its partners or managers participated in the process.	<p>The negotiation of the terms and conditions of the Transaction was carried out in strict compliance with the terms of the Company's Related Party Transaction Policy. The members of the Company's Board of Directors appointed by Bradesco Diagnósticos have not participated in the discussions nor voted for the approval of the Transaction.</p>
Detailed justification of the reasons for which the issuer's management considers that the Transaction has observed commutative conditions or provides for appropriate compensatory payment	<p>The Company's Management considers that the Transaction has observed commutative conditions, considering that the amount of the new company's shares to be subscribed by Atlântica Hospitais, BP – A Beneficência Portuguesa de São Paulo and Fleury will be the same. The Company's Management also considers that Atlântica Hospitais' participation in the new company increases the Company's ability to raise funds, in addition to bringing support from a player in the health insurance sector.</p>

The Company will keep its shareholders and the market informed of the facts related to this partnership.

São Paulo, May 17th, 2022.

JOSÉ ANTONIO DE ALMEIDA FILIPPO

Chief Financial and Investor Relations Officer