

SIMPAR S.A.

Authorized Publicly-Held Company

CNPJ/ME nº 07.415.333/0001-20

NIRE 35.300.323.416

NOTICE TO THE MARKET**SUBSIDIARY VAMOS ANNOUNCES ACQUISITION OF DHL TRATORES
AND CONSOLIDATES ITS POSITION AS THE LARGEST VALTRA AND FENDT DEALER IN THE COUNTRY**

SIMPAR S.A. ("**SIMPAR**"), a publicly-held company, in compliance with the provisions of CVM Resolution 44/21 and art. 157, § 4, of Law 6.404/76, informs its shareholders and the market in general that, yesterday, after the closing of the market, **Vamos Máquinas e Equipamentos S.A.** ("**Vamos Máquinas e Equipamentos**"), wholly-owned by SIMPAR's subsidiary **Vamos Locação de Caminhões, Máquinas e Equipamentos S.A.** ("**VAMOS**" or "**Company**"), entered into a Purchase and Sale Agreement ("**Agreement**") for the acquisition of one hundred percent (100%) of **DHL Distribuidora de Peças e Serviços LTDA.** ("**DHL Tratores**").

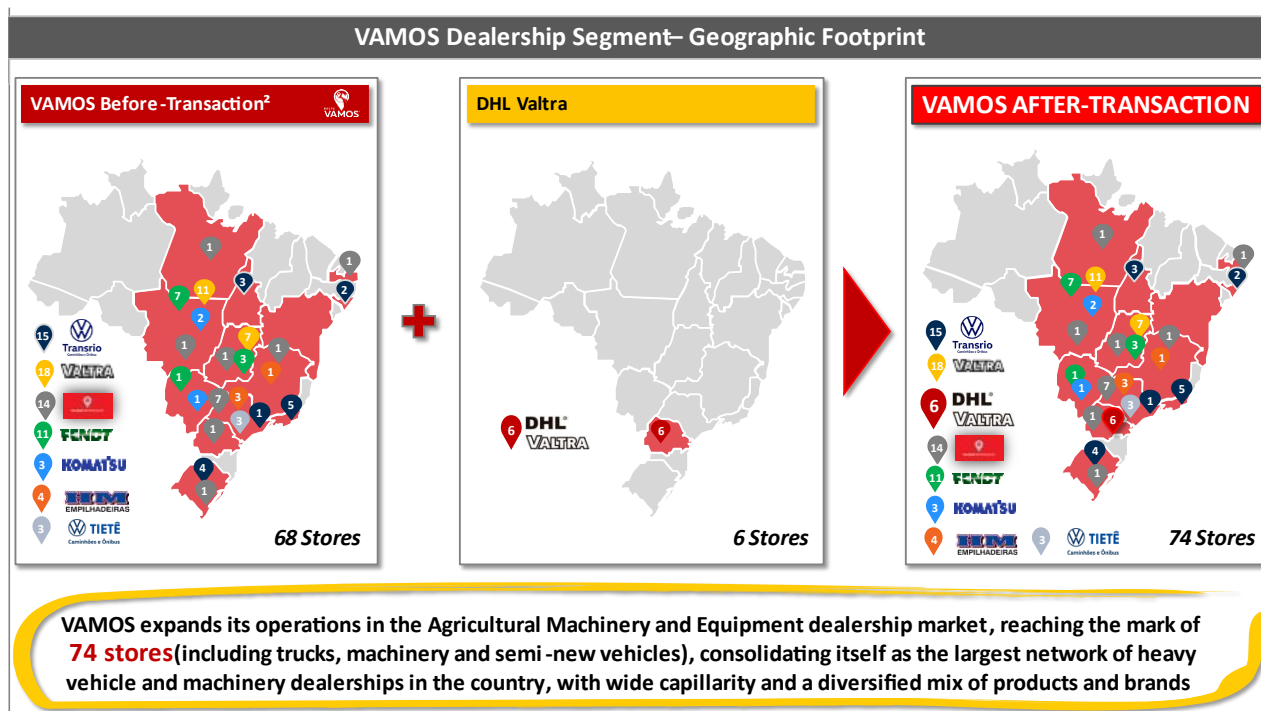
The acquisition consolidates **VAMOS** as the largest **Valtra** dealer network in South America and **adds 6 stores to its portfolio of agricultural machinery and equipment dealers, all located in Paraná, the state with the second highest value of agricultural activity in Brazil¹.** **VAMOS** will maintain the quality of the services provided, the management and the staff of the dealerships.

In line with the strategic planning between **AGCO** and **VAMOS**, the company will be appointed as the **exclusive dealer** of the **FENDT** brand in part of the State of Paraná.

About DHL Tratores

Founded in 2004 by Mr. Carlos Alves, **DHL Tratores** is a chain of **Valtra tractor and farm equipment** dealerships with stores in the Paraná cities of **Pontra Grossa, Araucária, Cambará, Londrina, Ivaiporã, and Cornélio Procopio.**

At the end of fiscal year 2022, **DHL Tratores** reported the following unaudited figures: Gross revenue of R\$ 230 million, EBITDA of R\$ 37 million, net income of R\$ 22 million and net debt of R\$ 33.0 million.



Strategic Rationale:

The acquisition consolidates **VAMOS** ' positioning in offering the largest portfolio of services and products in machinery in the country by adding stores in six (6) **important cities in the State of Paraná, expanding the regional capillarity, customer base, and complementing the Company's portfolio**. In addition, the transaction is based on the following strategic pillars:

- i. **Expansion of the company's presence in one of the country's main agricultural regions : DHL Tratores** stores are strategically located in the state of Paraná, the second largest producer of soybeans and corn in Brazil, and is in line with the company's strategic guidelines, allowing it to expand its footprint while complementing **VAMOS**' own portfolio;
- ii. **Scale:** With the acquisition, **VAMOS** increases its gross revenue by R\$ 230 million, which, considering the figures in the annual financial statements for 2022, would result in consolidated revenues of R\$6.2 billion² for **VAMOS**;
- iii. **Independence of DHL Tratores' stores:** in line with the management model that maintains the **independence of the acquired companies**, DHL Tratores continues with its current management structure and **commitment to excellence in operations and sales**;
- iv. **People:** the transaction reinforces the **discipline in acquiring companies with high-quality management, a highly experienced and committed team, and excellence in customer service**.

About the Transaction

The Agreement provides for the **acquisition by Vamos Máquinas e Equipamentos of 100% (one hundred percent) of the shares issued by DHL Tratores** (the "Transaction") for an equity value of R\$ 93 million, of which 34% will be paid in cash and 66% in 4 annual installments adjusted by 90% of CDI, as shown in the table below:

² Considers the acquisition of Tietê Veículos, which closing is subject to approval by CADE and fulfillment of other precedent conditions

Valuation After Adjustments		
Enterprise Value (EV)	[R\$ mn]	120.0
(+) Net Debt (Transaction base Nov/22)	[R\$ mn]	(27.0)
Equity Value	[R\$ mn]	93.0
Payment Terms		
Cash Payment	[R\$ mn]	31.9
1st installment to be paid on the 1st anniversary of the Transaction, corrected by 90% of CDI	[R\$ mn]	22.8
2nd installment to be paid on the 2nd anniversary of the Transaction, corrected by 90% of CDI	[R\$ mn]	12.8
3rd installment to be paid on the 3rd anniversary of the Transaction, corrected by 90% of CDI	[R\$ mn]	12.8
4th installment to be paid on the 4th anniversary of the Transaction, corrected by 90% of CDI	[R\$ mn]	12.8

The transaction is in line with **VAMOS'** strategic plan and preserves the company's solid capital structure, ensuring the conditions for the company's further development.

The closing of the transaction is conditioned upon the fulfillment of obligations and conditions precedent usual for this type of transaction, including the approval of the **Administrative Council for Economic Defense - CADE and the consent of Valtra/AGCO**. The Company also clarifies that, since the transaction is being carried out through **Vamos Máquinas e Equipamentos S.A.**, it does not require the approval of the Company's Shareholders' Meeting, as required by Art. 256 of the Brazilian Corporations Act, nor will it give rise to a right of withdrawal for the Company's shareholders.

São Paulo, April 26, 2023.

Denys Marc Ferrez

Executive Vice-President of Corporate Finance
and Investor Relations Officer

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