

**Exhibit 6.2.2.1**  
**Reverse Auction Notice**

**AUCTION NOTICE FOR ADVANCE PAYMENT OF UNSECURED CLAIMS  
BY OFFERING A DISCOUNT**

AUCTION NOTICE FOR ADVANCE PAYMENT OF UNSECURED CLAIMS BY OFFERING A DISCOUNT (“Reverse Auction”) issued in the records of Judicial Recovery under No. 0803087-20.2023.8.19.0001 (“Judicial Recovery”) of AMERICANAS S.A. – EM RECUPERAÇÃO JUDICIAL, a publicly-held company enrolled with the CNPJ/MF under No. 00.776.574/0006-60, with its headquarters at Rua Sacadura Cabral, No. 102, District of Saúde, CEP 20081-902 (“Americanas” or “Company”); B2W DIGITAL LUX S.À.RL - EM RECUPERAÇÃO JUDICIAL, a limited liability company based in Luxembourg at 14 Rue Edward Steichen, L-2540 (“B2W”); JSM GLOBAL S.À.RL - EM RECUPERAÇÃO JUDICIAL, a limited company based in Luxembourg at 14 Rue Edward Steichen, L-2540 (“JSM”); and ST IMPORTAÇÕES LTDA - EM RECUPERAÇÃO JUDICIAL, enrolled with CNPJ/MF under No. 02.867.220/0001-42, with its headquarters at ROD SC 281, No. 2951, Galpão 1 and 2, Picada do Sul, São José, State of Santa Catarina (“ST” and, together with Americanas, B2W and JSM, referred as “Americanas Group” or “Companies under Reorganization”). Terms beginning in capital letters and not otherwise defined here will have the meanings attributed to them in the Americanas Group Judicial Recovery Plan under ID No. 94192506, as presented in the Judicial Recovery records and approved by the Judicial Recovery Court under decision ID No. 103114241 (“Judicial Recovery Plan”).

The Judge of the 4th Commercial Court of the State of Rio de Janeiro (“Judicial Recovery Court”), Mr. PAULO ASSED ESTEFAN, in accordance with the Law, MAKES IT KNOWN that, under the terms set out in **Section 6.2.2 and subsections** of its Judicial Recovery Plan, Americanas Group will conclude the Reverse Auction on May 27, 2024, under the terms described below and observing the conditions established in this Notice and in Americanas Group Judicial Recovery Plan, while creditors **have until 26 April 2024** to submit their bids, as per the terms below:

- 1. Reverse Auction Object:** The purpose of the Reverse Auction will be the advance payment of all or part of the Unsecured Claims held by the Americanas Group Unsecured Creditors who intend to attend the Reverse Auction under the terms of this Notice and Americanas Group’s Judicial Recovery Plan, and have offered, for that purpose, a discount of no less than 70% (seventy percent) of the amount of Unsecured Claim offered by the respective Unsecured Creditor in the context of the Reverse Auction (“Minimum Discount”). For the avoidance of

doubt, Unsecured Creditors who intend to attend the Reverse Auction may elect to attend the Reverse Auction by offering all or only part of their Unsecured Claims, at their sole discretion.

- 2. Requirements for Participation in the Reverse Auction.** All Unsecured Creditors who (i) have adhered to and are in compliance with their Non-Litigation, Settlement and Renunciation Commitment provided for in **Clause 11.3** and subsections of the Judicial Recovery Plan may attend the Reverse Auction; (ii) submit the Qualification Form, sending it completed to the email described in item (4) of this Notice, **by 04/26/2024** and are ultimately considered qualified by the Judicial Administrator to attend the Reverse Auction; (iii) offer a discount not lower than the Minimum Discount on the offered value of their Unsecured Claims so that they can, if winners in the Reverse Auction, receive in advance the offered part of their Unsecured Claims with the discount offered in the context of the Reverse Auction; and (vi) have their claims duly listed in the List of Creditors or, when applicable, in the List of Creditors - Payments, including under the name of their Fiduciary Agent/Trustee/Securitization Company, as applicable. In case of discrepancy between the Unsecured Claim of the respective Creditor listed in the List of Creditors – Payment, and the one listed in the List of Creditors, the one listed in the List of Creditors - Payment shall prevail, even for the purposes of attending the Reverse Auction.
- 3. Reverse Auction Amount:** Pursuant to **Clause 6.2.2.2** of the Judicial Recovery Plan, Americanas Group shall make available the aggregate amount of **R\$2,000,000,000.00** (two billion Reais), adjusted by the accumulated variation (provided that it is positive) of the IPCA index, between the date of the Plan Approval and the date of the Reverse Auction (“Reverse Auction Amount”), for the payment of Unsecured Claims held by the Unsecured Creditors considered winners of the Reverse Auction, under the terms of item (7) below.
- 4. Expression of Interest to Attend the Reverse Auction.** Unsecured Creditors who are interested in participating in the Reverse Auction and meet all the requirements set out in item (2) above shall register by completing and submitting an expression of interest and qualification form (“Qualification Form”), which is available at the electronic address <https://psvar.com.br/recuperacao-judicial/grupo-americanas/Indicaçã> and <https://ri.americanas.io/recuperacao-judicial/leilao-reverso/> by sending it to [leilaoreverso@psvar.com.br](mailto:leilaoreverso@psvar.com.br), **until April 26, 2024** (“Qualifying Creditor(s”).
- 5. Qualification Form.** The Qualification Form shall contain the information and fields necessary for the Qualifying Creditor to: (i.a) submit the documents that demonstrate (*i.a.l*) the powers of the signatory of the Qualification Form to represent the Qualifying Creditor, including copies of the necessary corporate

acts and instruments of representation and, when applicable, in compliance with the provisions of item (5.1) below, submission of certified translations for documents in a foreign language is waived and, for the qualification form, the submission of the respective non-certified translations shall be sufficient, and (1.a.2) in the case of Capital Market Financial Creditors, communication to the respective Fiduciary Agent/Trustee/Securitization Company, as applicable, expressly stating their interest in attending individually in the reverse auction and the exact quantity of securities (debentures or bonds) that shall be offered within the scope of the Reverse Auction, or (i.b) take advantage of the documentation previously submitted to the judicial administrator for the purposes of attending the AGC or for the purposes of individualizing its Capital Market Financial Claim, if applicable; (ii) include contact details (telephone, email and physical address) and bank details for payment (Bank, branch, checking account, PIX, CNPJ/CPF, name of the Beneficiary, IBAN (when applicable) and Swift/BIC (when applicable)), provided that the Capital Market Financial Creditor shall also include the contact details of its Fiduciary Agent/ Trustee, as applicable, and the custody account within the securities settlement and trading system; (iii) inform the aggregate amount of Unsecured Claims held thereby, and, in the case of Capital Market Financial Creditors, submit documents demonstrating the ownership of such Unsecured Claims; (iv) declares to be aware of and agree with the Non-Litigation, Release and Waiver Commitment provided for in **Clause 11.3** and subsections of the Judicial Recovery Plan; (v) accurately provide the amount (partial or total) of its Unsecured Claim that shall be offered for attending the Reverse Auction, provided that, if the Qualifying Creditor holds Capital Market Financial Claims, the Qualifying Creditor shall provide an entire amount of securities that shall be offered in the Reverse Auction, accompanied by the custody statement issued by the custodian or entity registering the assets (e.g.: B3 and Euroclear), in case it is not possible to provide fractional quantities (“Offered Claim”); (vi) accurately provide the discount percentage on the Offered Claim for attending the Reverse Auction, which shall be uniform for the entire Offered Claim, provided that it is not lower than the Minimum Discount (“Offered Discount”).

5.1 Each Financial Creditor who holds Capital Market Financial Claims and who intends to attend the Reverse Auction shall complete and submit the Qualification Form individually and independently, be it an investment fund, institution, or individual or legal entity of any nature, directly or through a representative, subject to the terms of items (4) and (5) above, even if its Claim has been listed in the List of Creditors under the name of the respective Fiduciary Agent/Trustee/Securitization Company, provided that, as applicable, it has previously communicated to the respective Fiduciary Agent/Trustee/Securitization Company its intention to attend the

Reverse Auction. For the avoidance of doubt, (i) the expression of interest and qualification to attend the Reverse Auction shall only bind such amount of the Capital Market Financial Claims held by the respective Financial Creditor; and (ii) Capital Market Financial Creditors may attend the Reverse Auction regardless of whether they have individualized their Capital Market Financial Claims for voting purposes in the AGC under the terms of the Notice of Breakdown of Creditors Investing Debt Securities Issued by Americanas Group (ID No. 67799726), given that the qualification procedure provided for in this Notice is observed.

**5.2 Trading Restriction.** Capital Market Financial Creditors may not sell, assign, encumber or in any way transfer the securities subject to the Offered Claims: (i) if they are considered Winning Creditors, under the terms of item 7 below, until payment of the Winning Bids; or (ii) if they are not considered Winning Creditors, until the disclosure of the Winning Creditors in the Judicial Recovery records, in accordance with item 7 below, except in the event of verification of any Termination Condition provided for in Section 9.1 of the Plan during the aforementioned period of trading restriction

**6. Confirmation of Qualification.** After submission of the Qualification Forms and completing the qualification procedure, the Judicial Administrator shall verify compliance with the Qualification Forms submitted and the completeness of the documents and information set out in item (5) above. In case the Judicial Administrator considers the documentation submitted by the Qualifying Creditor in its Qualification Form to be incomplete, the Judicial Administrator shall inform the respective Qualifying Creditor of the pending documents and shall grant a period of 2 (two) days so that the Qualifying Creditor may resolve pending issues reported by the Judicial Administrator. In case the Qualifying Creditor fails to resolve all pending issues listed by the Judicial Administrator within the period set therefor, the Qualifying Creditor's attendance of the Reverse Auction shall be rejected, provided that such refusal to attend the Reverse Auction shall not affect the receipt of the Unsecured Claims held by of the Qualifying Creditor under the terms of the valid and timely option elected for payment of its Unsecured Claims, as provided for in Clauses 6.2 and subsections of the Judicial Recovery Plan. After the period set out above has elapsed to resolve any pending issues, the Judicial Administrator shall submit a list in the Judicial Recovery records by **May 13, 2024**, containing the names of the Qualifying Creditors qualified to attend the Reverse Auction ("Qualified Creditors").

**7. Result of the Reverse Auction.** The winner(s) of the Reverse Auction ("Winning Creditor(s)") shall be considered the Qualified Creditor(s) who

submit(s) the highest Offered Discount on the amount of its Offered Claim, subject to the provisions of **Clauses 6.2.2.6, 6.2.2.7, 6.2.2.8 and 6.2.2.9** of the Judicial Recovery Plan and the other requirements and conditions set out in this Notice (“Winning Bid(s)”). At the end of the Reverse Auction, the Judicial Administrator shall proclaim the Winning Bid(s) and shall submit by **May 27, 2024**, in the Judicial Recovery records, a list containing the result of the Reverse Auction, containing the final cascade of payments based on the terms of each of the proposals submitted and the aggregate amount of the Offered Claims that shall be paid up to the limit of the Reverse Auction Amount (“Apportionment Ratios”). The Company shall inform the Fiduciary Agents of the Apportionment Ratios of the Capital Market Financial Creditors that have been included in the Reverse Auction.

- 8. Apportionment Rules.** In case more than one Unsecured Creditor is declared a Winning Creditor holding a Winning Bid in the Reverse Auction (i.e., they have submitted an identical bid with the highest Offered Discount on the Offered Claims), and if the Reverse Auction Amount is not sufficient for full payment (considering the discounts offered within the scope of the Reverse Auction) of all Winning Bids, advance payment shall be made on a pro rata basis to the Winning Bids of the Reverse Auction due to having offered the same Offered Discount, observing the Minimum Discount and, in any case, limited to the balance of the respective Offered Claims.
- 9.** In the event that there is any remaining balance of the Reverse Auction Amount after the effective full payment (considering the discounts offered within the scope of the respective Reverse Auction) of all Winning Bids in the Reverse Auction under the terms of **Clause 6.2.2.6** of the Judicial Recovery Plan, the respective remaining balance of the Reverse Auction Amount shall be used by the Companies Under Reorganization to pay the Unsecured Claims offered by the other bidders, following the payment cascade of the Apportionment Ratios and on a pro rata basis, in the event of a tie.
- 10. Payment of the Winning Bid(s).** The Companies Under Recovery shall make payment of the Winning Bid(s) and other Offered Claims, observing the Apportionment Ratios, by the Closing Date - Restructuring Option II, provided that, in the case of Capital Market Financial Creditors, upon payment of the Reverse Auction, the securities included in the Winning Bids are, by virtue of this Notice, transferred to the Companies Under Recovery that under this Notice undertake to: (i) cause such securities that are not considered as outstanding securities, and are no longer entitled to any type of payment or apportionment that may be made upon issuance; (ii) adopt all necessary measures to cancel the acquired securities; and (iii) refrain from receiving any possible amount due to the securities acquired.

**11. Payment of the Balance of Unsecured Claims.** After payment by all Unsecured Creditors winning the Reverse Auction, subject to the Apportionment Ratios, any remaining balances of the Offered Claims that are not fully included in the Reverse Auction shall be paid under the terms of the option elected by the respective Unsecured Creditors for payment of its Unsecured Claims, in accordance with the respective Clauses of the Recovery Plan.

**12. Unused Reverse Auction Balance.** In the event that (i) there is no winner, and the conditions set out in **Clause 6.2.2.6** of the Judicial Recovery Plan are observed, or (ii) there is still some remaining balance of the Reverse Auction Amount after the effective payment of the Offered Claims of all the Reverse Auction participants who observed the Minimum Discount, subject to the provisions of Clauses 6.2.2.7 and 6.2.2.8 of the Judicial Recovery Plan and in items (8) to (10) above, the respective balance of the Reverse Auction Amount (“Unused Reverse Auction Balance”) shall be part of the Funds Allocated to Repurchase and be specifically and mandatorily used by the Companies Under Recovery to pay any Option II Unsecured Claims Remaining Balance under the terms of Section 6.2.6.4 of the Judicial Recovery Plan, with such Balance of the Unused Reverse Auction Amount shall be adjusted by the accumulated variation (provided that it is positive) of the IPCA index, from the date of the Reverse Auction until its actual disbursement by the Companies Under Recovery for payment of any Option II Unsecured Claims Remaining Balance under the terms of Section 6.2.6.4 of the Judicial Recovery Plan.

**13. Reverse Auction Basis.** The amount of the Unsecured Claim to be considered for offer purposes in the context of the Reverse Auction shall always correspond to the full amount (or part thereof) contained in the List of Creditors or, when applicable, in the List of Creditors - Payments, without a discount or of any other effect arising from the restructuring options and other forms of novation of Unsecured Claims provided for in the Plan.

**14. Financial Creditors holding Capital Market Financial Credits backed by debt securities traded abroad (senior notes/bonds).** With due regard for the deadlines set out in this Notice, in order to comply with item (c) of the final part of the Decision Approving the Judicial Recovery Plan (ID No. 103114214) and thus observe the operational and legal requirements applicable to debt securities traded abroad (senior notes/bonds), the qualification of Financial Creditors holding Capital Market Financial Credits backed by such securities will take place via a specific electronic site ([www.dfking.com/americanas](http://www.dfking.com/americanas)), conducted by specialized agent **D.F. King & Co, Inc.**, which will deliver to the JOINT JUDICIAL ADMINISTRATION the report containing the list of authorized

credits relating to debt securities traded abroad (senior notes/bonds) and the respective discount percentages offered.

This Notice shall be construed in conjunction with the terms and conditions of the Judicial Recovery Plan. In the event of any divergence between the provisions of this Notice and the provisions of the Judicial Recovery Plan, the Judicial Recovery Plan shall prevail.

And, in order to reach interested parties and produce the intended effects, this Notice is issued, which shall be transferred to case No. 0803087-20.2023.8.19.0001, from where the notices provided for in this Notice shall be issued, as well publication in the Official Gazette of the State of Rio de Janeiro and posted in the usual place and published in accordance with the Law.