

**HOSPITAL MATER DEI S.A.**

Publicly Held Company - Corporate Taxpayer's ID (CNPJ/ME): 16.676.520/0001-59  
Rua Mato Grosso, nº 1.100, Bairro Santo Agostinho,  
CEP 30.190-081, Belo Horizonte - MG

**MATERIAL FACT**

**HOSPITAL MATER DEI S.A.** ("Mater Dei" or "Company") (B3: MATD3), pursuant to the Brazilian Securities Commission ("CVM") Resolution Nº 44/2021, and article 157, paragraph 4th of the Law 6.404/1976, as amended, hereby informs its shareholders and the market that on March 2<sup>nd</sup>, 2022, the Company's Board of Directors approved, through its subsidiary RMDS Participações S/A, the execution of the sale and purchase agreement and other covenants for the acquisition of shares representing between 75% and 80% of Hospital e Maternidade Santa Clara Ltda. ("HSC" and "Transaction"), with the maintenance of the majority of HSC's physician-shareholders.

Inaugurated in 1949, HSC is a high-complexity general hospital with more than 40 specialties. It is recognized as one of the most traditional hospitals in Uberlândia and has a broad range of operator's accreditations and is accredited by Qmentum and ONA III.

The Transaction aims to strengthen the Company's high-quality care hub in the regions of Triângulo Mineiro and Centro-Oeste, increasing its regional presence initiated through the acquisition of Hospital Santa Genoveva (as per Material Fact of November 21<sup>st</sup>, 2021) followed by Hospital Premium (as per Material Fact of January 11<sup>th</sup>, 2022), which will allow the Company to incorporate geographic and operational synergies.

The Enterprise Value of the Transaction for 100% of HSC, including the real estate, is R\$ 234 million, from which will be discounted the net debt, leading to an implied multiple of R\$ 1.35 million per bed. HSC's net revenue in the twelve months ended on October 2021 was R\$137 million.

The closing of the Transaction is subject to certain precedent conditions, including the approval by the Administrative Council for Economic Defense ("CADE"). Mater Dei was advised by Inspire Capital Partners, Azevedo Sette Advogados and Baker Tilly.

Belo Horizonte – MG, March 2<sup>nd</sup>, 2022.

**Rafael Cardoso Cordeiro**

CFO and Investor Relations Officer