



C&A MODAS S.A.

CNPJ 45.242.914/0001-05

NIRE 35.300.542.762

Public Held Company

MATERIAL FACT

C&A MODAS S.A. ("Company"), in compliance with Article 157, §4 of Law No. 6.404, dated December 15, 1976, as amended, and the Brazilian Securities and Exchange Commission ("CVM") Resolution No. 44, dated August 23, 2021, as amended, informs its shareholders and the market in general that, at the Company's Board of Directors meeting held on this date, was approved the 3rd (third) issuance of simple, non-convertible debentures, unsecured, in up to two series, for public distribution under the automatic registration procedure, by the Company ("Issuance"), in a total amount equivalent to up to eight hundred and fifty thousand (850,000) debentures.

The number of debentures to be allocated as first series debentures ("First Series Debentures") and as second series debentures ("Second Series Debentures", and together with the First Series Debentures, the "Debentures"), as well as the number of series, will be defined after the conclusion of the Bookbuilding Procedure (as defined below), in the communicating vessels system.

A total amount of up to eight hundred and fifty million reais (R\$850,000,000.00) will be issued, on the date of issuance. Up to five hundred thousand (500,000) First Series Debentures will be issued, with a unit nominal value of one thousand reais (R\$1,000.00) on the date of issuance, subject to the possibility of partial distribution of the Debentures and the maximum volume of five hundred million reais (R\$500,000,000.00) in First Series Debentures. The procedure for collecting investment intention, organized by financial institutions that are part of the securities distribution system with the Company, will be adopted to determine the **(i)** demand for the First Series Debentures and the Second Series Debentures, in order to define the total volume of each series and the existence of the series, and **(ii)** their final allocation ("Bookbuilding Procedure").

On the unit nominal value of the First Series Debentures, remuneratory interest will accrue corresponding to the accumulated variation of one hundred percent (100%) of the average daily rates of DI - Interfinancial Deposits of one day, "over extra group", expressed as a percentage per year, two hundred and fifty-two (252) Business Days basis, calculated and published daily by B3 ("DI Rate"), plus a spread (surcharge) of one point eighty percent (1.80%) per year, two hundred and fifty-two (252) business days basis and on the unit nominal value of the Second Series Debentures, remuneratory interest will accrue corresponding to the accumulated variation of one hundred percent (100%) of the DI Rate, plus a spread (surcharge) of two percent (2.00%) per year, two

hundred and fifty-two (252) business days basis.

The First Series Debentures will have a term of thirty-six (36) months from the date of issuance, and the Second Series Debentures will have a term of sixty (60) months from the date of issuance.

The net use of proceeds of the Issuance will be fully used by the Company for the extension of the average term of the Company's indebtedness (liability management), to be carried out through the early settlement of the debentures in circulation, in order to reduce the amounts due in 2025.

The Debentures will be subject to public distribution under the automatic registration procedure, in accordance with CVM Resolution No. 160, dated July 13, 2022, as amended.

The details of the conditions and terms of the Issuance are disclosed in the minutes of the Company's Board of Directors meeting, which is available at the Company's headquarters, at CVM's website (www.cvm.gov.br) and the Company's website (<https://ri.cea.com.br/>). The material fact does not constitute an offer, invitation, or request of an offer to acquire the Debentures.

Barueri, June 26, 2024.

Laurence Beltrão Gomes
CFO and Investor Relations Officer