

MATERIAL FACT

São Paulo, February 11, 2025 – **Grupo SBF S.A.** (B3: SBFG3) ("Grupo SBF" or "Company"), **SBF Comércio de Produtos Esportivos S.A.** ("SBF Comércio") and **FISIA Comércio de Produtos Esportivos S.A.** ("FISIA" and, together with Grupo SBF and SBF Comércio, "Companies"), in compliance with the provisions set forth in § 4 of article 157 of Law No. 6,404, of December 15, 1976, as amended ("Brazilian Corporation Law"), in the Resolution of the Brazilian Securities and Exchange Commission ("CVM") No. 44, of August 23, 2021, as amended ("CVM Resolution 44"), and in the *Regulamento do Novo Mercado* of B3 S.A. – Brasil, Bolsa, Balcão, as amended, inform their shareholders and the market in general that, as of this date, the Companies will begin the process of transitioning their respective chief executive officer positions, in accordance with the resignation request submitted by Mr. **Pedro de Souza Zemel** ("Pedro").

Due to the resignation request submitted by Mr. Pedro, as mentioned above, and considering the new challenges that arise for the Company's business, the Companies' boards of directors approved the election of Mr. **Gustavo de Lima Furtado** ("Gustavo"), who currently is one of the main executives of the companies of Grupo SBF, to occupy the positions currently held by Mr. Pedro as of April 24, 2025. Graduated in electrical engineering from the Escola Politécnica da Universidade de São Paulo ("USP"), Mr. Gustavo also completed his Master in Business Administration at Kellogg School of Management at Northwestern University, in the United States of America. Mr. Gustavo has over 20 years of professional experience in the retail and technology sectors, having dedicated the last 12 years to the companies controlled by Grupo SBF in several areas, leading the development of the Company's omnichannel digital platforms. Mr. Gustavo's high performance throughout his career at the Company qualifies him to occupy the position of Chief Executive Officer of the Companies and continue the development of the Companies' business. His election proves the success of the Company's key people succession program.

In order to ensure an organized transition, the Company's Board of Directors has developed a transition plan. Mr. Pedro will remain as the chief executive officer of the Companies and their subsidiaries, performing his duties until April 23, 2025. During this period, Mr. Pedro and Mr. Gustavo will work together to ensure a proper transition. In parallel, we expect Mr. Pedro's contribution as a member of the Companies' boards of directors, which will be subject to approval at the



ordinary and extraordinary general meetings of the Companies' shareholders scheduled to take place in April 2025.

Mr. Pedro dedicated the last 12 years to Grupo SBF, with the last 9 years leading Grupo SBF. This period was highlighted by sales and results growth, going public, development and expansion of Grupo SBF's businesses, and improvements in its corporate governance. The Company and its Board of Directors express their deepest gratitude for his complete dedication to the Companies over all these years.

José Luís Magalhães Salazar

Financial and Investor Relations Officer

