

DIAGNÓSTICOS DA AMÉRICA S.A.

Publicly Held Company

Corporate Taxpayer ID (CNPJ/MF): 61.486.650/0001-83

Corporate Registry (NIRE): 35.300.172.507

MATERIAL FACT

DIAGNÓSTICOS DA AMÉRICA S.A. (B3: DASA3) ("**Company**" or "**Dasa**"), in compliance with article 157, paragraph 4 of Federal Law 6,404/76 and Resolution 44/21 of the Brazilian Securities and Exchange Commission, in continuity with the Material Facts released on June 14, 2024, and February 4, 2025, and the Notices to the Market released on December 26, 2024, and January 14, 2025, hereby informs that, on the current date, the Company concluded the Merger Agreement with Assistência Médica Internacional S.A. ("**Amil**"), in which Ímpar Serviços Hospitalares S.A. ("**Ímpar**") will become Dasa's hospital and oncology company, a joint venture in which Amil and Dasa will equally hold a 50% interest in its voting capital and have shared control ("**Merger**").

Closing

Within the scope of the conclusion of the Merger, (i) Amil contributed to Ímpar, through a capital increase, its shares in Esho – Empresa de Serviços Hospitalares S.A. ("**Esho**") and Hospital Alvorada Taguatinga Ltda. ("**HAT**"), companies that directly or indirectly own the hospitals and oncological clinics of Rede Américas - except for Hospital Promater and Hospital Monte Klinikum, located in the Northeast region - and Hospital Maternidade Santa Lúcia; and (ii) Ímpar, in addition to the hospitals and oncological clinics contributed by Amil, remained with all its operations, except for (a) Hospital São Domingos, Hospital da Bahia and AMO, located in the Northeast region, and (b) certain of its own properties, mainly the ones used for the Hospital do Paraná and Hospital Cristóvão da Gama Diadema operations, which were spun off from Ímpar and became directly or indirectly held by Dasa.

By joining forces, Ímpar will adopt the Rede Américas brand for all its operations and will become a more robust and attractive non-verticalized hospital network for its patients and business partners, with capacity to offer more facilities, health care professionals and treatments, including a total of 25 hospitals and 4.5 thousand beds, mostly located in the São Paulo, Rio de Janeiro and Federal District regions. The estimated combined operating net revenue under the Merger totaled R\$10.6 billion in 2024. As of today, we will be able to initiate the integration process for Rede Américas, aiming for greater efficiency and scalable gains for the joint operation, with benefits for all its stakeholders and the Brazilian health care sector.

Indebtedness

With the conclusion of the Merger, Ímpar now has an estimated total net debt of approximately R\$3.2 billion, consisting of a total gross debt (including acquisitions payable and taxes to be paid in installments) of R\$3.7 billion and a cash balance of R\$0.5 billion, subject to confirmation in the closing financial statements and the common adjustments to net debt.

Dasa's total net debt (including acquisitions payable and taxes to be paid in installments) was reduced by an estimated R\$3.5 billion, due to funds received from Ímpar and the deconsolidation of the acquisitions payable, taxes to be paid in installments and a cash balance that remained at Ímpar. With the funds received from Ímpar, Dasa reduced its gross debt by R\$2.3 billion through the early redemption of its 18th and 20th debentures issues.

Governance and management

On this date, the Shareholders' Agreement for Ímpar between Dasa and Amil came into effect, which aims to maintain a cohesive control group with long-term interests. The governance model was designed to maintain balanced rights, with 3 (three) representatives of each partner and 3 (three) independent members on the Board of Directors, with decisions mostly taken by a simple majority on the Board of Directors. As of this date, Ímpar will have Dulce Pugliese de Godoy Bueno as Chair of the Board of Directors. The independent members appointed to the Board of Directors are Flavia Buarque Almeida, Antonio Quintella and Pedro Wongtschowski, all with proven experience and track record as executives and board members to large companies.

As of this date, Lício Tavares Angelo Cintra will take on the role of Chief Executive Officer of Ímpar, also accumulating the role of Statutory Chief Executive Officer of Dasa during the transition period (until July 1), when Rafael Lucchesi will become the Statutory Chief Executive Officer of the Company. Rafael Lucchesi has been an executive at Dasa for 12 years, serving as Head of the Diagnostics business unit since 2022, also being previously responsible for areas that gave him a deep operational vision, such as the regional operation in São Paulo, human resources, new businesses and later serving as Head of all of the Company's service units.

Additionally, as part of the management reorganization arising from the conclusion of the Merger, the following changes have been made to the Company's Statutory Executive Board, effective on this date:

- (a) Resignation of Carlos Eduardo Prebelli, Maria José Martinez Fernandez Campos and Rogério Reis de Castro, Statutory Executive Officers who will now dedicate themselves exclusively to Ímpar.
- (b) Redesignation of André Covre as Chief Financial and IR Officer, who will now serve as the Corporate Strategy Officer, reporting to the Board of Directors.
- (c) Appointment of Roberto Caldeira Cury as Service Units and NAC Officer, and Anaterria Barros de Oliveira as Technology Officer, both of whom previously worked at the Company, and Rafael Bossolani as Chief Financial and IR Officer, who initiates his term at Dasa on this date.

The Company will update its Reference Form to reflect the changes to its Statutory Executive Board, as well as to provide the respective professional backgrounds of these new members.

Agreements signed

On this date, the following contracts were signed, as expected for the Merger Agreement:

- (a) Temporary expense sharing agreements between (i) Ímpar and Dasa; and (ii) Ímpar and Amil, aiming to support certain activities for the continuity of operations that have not yet been segregated from Dasa and Amil, respectively, for a transition period.
- (b) An expense sharing agreement between Dasa and Ímpar, covering certain administrative expenses for Ímpar in relation to the Hospital São Domingos, Hospital da Bahia and AMO operations held by Dasa.
- (c) Lease agreements for properties where Ímpar operates certain hospitals or clinics, including those contributed by Amil on the conclusion of the Merger in which Amil, Dasa and shareholders of Dasa's controlling group are lessors.

The Company will disclose, pursuant to CVM regulations, additional information regarding contracts signed between Dasa and its related parties that fall within the parameters set forth in CVM Resolution 80.

Accounting effects

In light of Ímpar's joint control between Dasa and Amil, and the applicability of Technical Pronouncements 18 and 19 issued by the Accounting Pronouncements Committee, following the conclusion of the Merger, Dasa will cease to consolidate Ímpar's results and will instead recognize the investment and its results through the equity method.

The Company will keep the market, and its shareholders informed of any relevant events related to this matter.

Barueri, April 1, 2025.

André Covre

Chief Financial and Investor Relations Officer