



ARMAC LOCAÇÃO, LOGÍSTICA E SERVIÇOS S.A.

Corporate Taxpayer Registry (CNPJ/ME) No. 00.242.184/0001-04

Company Registry (NIRE) 35.300.551.362

MATERIAL FACT

Armac Locação, Logística e Serviços S.A. ("**Armac**" or the "**Company**") (B3: **ARML3**) hereby informs its shareholders and the market in general that, at a meeting held on this date, the Board of Directors terminated the Company's share buyback program approved by the Board of Directors on May 13, 2025 and approved a new Stock Buyback Program for the acquisition of shares issued by the Company ("**Buyback Program**"), under the terms and conditions set forth below and pursuant to Brazilian Securities and Exchange Commission ("CVM") Resolution No. 77/2022 ("**CVM Resolution 77/2022**").

The decision reflects the shareholders represented on the Board's confidence in the business, considering the current share buyback of outstanding shares as one of the most attractive investment options for capital allocation, including being preferable to dividend distributions.

- a) Purpose of the Operation: Acquire shares issued by the Company on the stock exchange, at market price, in order to: (i) maximize the generation of value for shareholders through the efficient application of the Company's available resources, with the expectation of profitability in the medium and long term; and (ii) to supply the delivery of shares within the scope of the Company's share-based compensation plans, which may also be held in treasury, canceled and/or subsequently sold in the market, subject to the provisions of CVM Resolution No. 77/22 ("Buyback Program"), the conditions of which are specified in Exhibit I to these minutes for the purposes of disclosing the information indicated in Exhibit G of CVM Resolution No. 80/22. The Company may also enter into derivative instruments to acquire shares under forward transactions on the exchange, whose conditions and characteristics shall be determined on a case-by-case basis, subject to the applicable legal limits.
- b) Number of Shares: Up to 15,500,000 (fifteen million and five hundred thousand) common shares issued by the Company, corresponding to 4.47% (four whole and forty-seven thousandths percent) of the Company's total outstanding shares and 9.00% (nine percent) of the free-float shares as of June 26, 2025. The Company currently holds 269,488 treasury shares.
- c) Term: The acquisitions may be carried out within a maximum period of eighteen (18) months, commencing on July 03, 2025 (inclusive) and ending on January 03, 2025 (inclusive).
- d) Method of Acquisition and Price: Acquisitions shall be effected on the trading floor of B3 S.A. - Brasil, Bolsa, Balcão ("B3") at market price, and the Company's management shall decide the timing and the quantity of shares to be acquired, whether in a single transaction or in a series of transactions,



subject to the limits established by the applicable regulations. The Company may use derivative instruments to acquire forward shares on the stock exchange, whose conditions and characteristics will be determined on a case-by-case basis, subject to the legal limits.

e) Intermediary Financial Institutions: Transactions shall be executed through one or more of the following financial intermediaries:

- (i). Santander Distribuidora de Títulos e Valores Mobiliários S.A., Rua João Brícola, 24, 16th & 17th floors, São Paulo – SP;
- (ii). BTG Pactual CTVM S.A., Avenida Brigadeiro Faria Lima, 3,477 – 14th floor, São Paulo – SP;
- (iii). Genial Institucional CTVM S.A., Avenida Brigadeiro Faria Lima, 3,400 – Suite 92, São Paulo – SP;
- (iv). Goldman Sachs do Brasil CTVM S.A., Rua Leopoldo Couto de Magalhães Júnior, 700 – 16th floor, São Paulo – SP;
- (v). Ideal Corretora de Títulos e Valores Mobiliários S.A., Avenida Brigadeiro Faria Lima, 4,221 – 6th floor, Suite 62, São Paulo – SP;
- (vi). Itaú Corretora de Valores S.A., Avenida Brigadeiro Faria Lima, 3,500 – 7th floor, São Paulo – SP;
- (vii). JP Morgan CCVM S.A., Avenida Brigadeiro Faria Lima, 3,729 – 13th floor, São Paulo – SP;
- (viii). Merrill Lynch S.A. CTVM, Avenida Brigadeiro Faria Lima, 3,400 – Suite 161, São Paulo – SP;
- (ix). Morgan Stanley CTVM S.A., Avenida Brigadeiro Faria Lima, 3,600 – 6th floor, São Paulo – SP;
- (x). UBS Brasil CCTVM S.A., Avenida Brigadeiro Faria Lima, 3,729 – 7th floor, São Paulo – SP; and
- (xi). XP Investimentos CCTVM S.A., Avenida Afrânio de Melo Franco, 290, Room 708, Rio de Janeiro – RJ.

f) Funds to Be Used: According to the financial information for the quarter ended March 31, 2025, the balances of the capital reserve and profit reserves available for distribution amount to BRL 127,296,024.58 (one-hundred twenty-seven million, two-hundred ninety-six thousand, twenty-four reais and fifty-eight centavos) and BRL 159,679,252.50 (one-hundred fifty-nine million, six-hundred seventy-nine thousand, two-hundred fifty-two reais and fifty centavos), respectively.



- g) The Board of Directors considers that the Company's current financial situation is compatible with the potential execution of the Buyback Program under the approved conditions and is confident that the repurchase shall not impair the Company's ability to meet its obligations to creditors nor the payment of the mandatory dividends calculated in accordance with the law and approved by the shareholders' meeting. The Company maintains a comfortable liquidity position and a controlled level of leverage which, in management's view, support the execution of the program.

The additional information on the transactions covered by this Material Fact, as required by Annex G to CVM Resolution 77/2022, is attached to the minutes of the Board of Directors' meeting held on this date and is available on the Company's Investor Relations website as well as on the websites of the Brazilian Securities and Exchange Commission – CVM and B3.

Barueri/SP, July 03, 2025.

Marcos Antonio Pinheiro Filho
CFO and IRO