

MRV ENGENHARIA E PARTICIPAÇÕES S.A.

CNPJ/MF nº 08.343.492/0001-20

NIRE 31.300.023.907

Public-held company

MATERIAL FACT

Belo Horizonte, November 12, 2025 — **MRV Engenharia e Participações S.A. (B3: MRVE3) ("Company")**, in compliance with the provisions of art. 157, §4º of Brazilian Law No. 6,404, of December 15, 1976, as amended, and in the Resolution of the Brazilian Securities and Exchange Commission No. 44, of August 23, 2021, informs its shareholders and the market in general, in accordance with the presentation disclosed to the market on this date, available on the Company's Investor Relations website (ri.mrv.com.br) and on the websites of the Brazilian Securities and Exchange Commission (gov.br/CVM) and B3 S.A. - Brasil, Bolsa, Balcão (www.b3.com.br), the expectations of its management regarding the guidance disclosed by the Material Fact of February 25, 2025 ("Material Fact").

With respect to the guidance for Cash Generation of MRV Real Estate Development, Resia and MRV&Co, the guidance disclosed in the Material Fact will not be achieved, in view of the mismatch of 5,200 units between production and transfers, which impacted the year's cash generation.

With respect to the Net Profit guidance of MRV Real Estate Development, the Company's management, seeking to better reflect the Company's operation, deemed it appropriate to adjust the calculation methodology to exclude, in addition to the effects of the equity swap, the mark-to-market adjustments of debts and gains and losses from cash flow swaps, upfront financial expenses from assignment with derecognition (accounting write-off), reversals of the allowance for doubtful accounts (PDD) and present value adjustment (AVP), and interest for the payment of CRI issued for the payment of the Loan Agreement entered into between the Company and MRV US Holdings Corporation. Thus, if the restrictions related to regional checks resolved and potential transfer issues with Caixa Econômica Federal mitigated, the Company maintains the projection disclosed and believes the lower bound of said projection will be achieved.

Finally, the Company maintains the other projections disclosed in the Material Fact, as per the table below:

Guidance MRV Real Estate Development	2025	% Achieved
Net Operating Revenue	R\$ 9.5 to R\$ 10.5 billion	77%
Gross Margin	29% to 30%	✓
Net Profit**	R\$ 650 to R\$ 700 million	55%
Cash Generation*	R\$ 500 to R\$ 700 million	Not achieved

Guidance – MRV&Co	2025	% Achieved
Cash Generation***	R\$ 2.1 billion	Not achieved

* Cash generation excludes the effects of debt swaps.

** Net profit excludes the effects of the equity swap, mark-to-market adjustments of debts, gains and losses from cash flow swaps, upfront financial expenses from assignment with derecognition (accounting write-off), reversals of PDD and AVP, and interest for the payment of the Loan Agreement entered into with MRV US.

*** Cash generation excludes the effects of debt swaps of MRV Real Estate Development.

Additional information is available to shareholders on the CVM, B3 and the Company's Investor Relations websites.

Belo Horizonte, November 12, 2025

Ricardo Paixão Pinto Rodrigues

Chief Financial and Investor Relations Officer