

MRV ENGENHARIA E PARTICIPAÇÕES S.A.

CNPJ/MF No. 08.343.492/0001-20

NIRE 31.300.023.907

Public Held Company

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON MAY 21, 2026**

The Board of Directors' meeting of **MRV ENGENHARIA E PARTICIPAÇÕES S.A.** ("Company"), held with the presence of the undersigned members, regardless of call, the meeting was chaired by Mr. **Rubens Menin Teixeira de Souza** with Mrs. **Vanessa Fiche Rivetti acting** as secretary, and was held at 10:001 AM, on May 21, 2026, digitally, pursuant to article 23 and following paragraphs of the Company's Bylaws

In compliance with the **Agenda**, it was resolved and unanimously approved, pursuant to Article 24 of the Bylaws:

Approval Items:

I – Program 3 – Stock Options – Share Option Grant Program, Shares and Share-Linked Incentives – It is hereby unanimously approved, in accordance with the recommendation of the People Committee, the creation of the Company's Program 3 for the grant of share purchase options ("Program 3 Stock Options"), linked to the Share Purchase Option Grant Plan, Shares and Share-Linked Incentives approved by the Company's General Meeting on April 26, 2024 (the "Plan"). The Program consists of inviting the Company's executives and/or certain employees of the Company and its subsidiaries (companies directly or indirectly controlled) to acquire, if they so wish, the purchase options indicated in an Invitation Letter sent by the Company, in accordance with the deadlines set forth in such Invitation Letter. The grant limit for this Program shall be 3,935,000 (three million nine hundred and thirty-five thousand) options, the Exercise Price of which shall be R\$ 8.93 (eight reais and ninety-three cents); and

II – Board of Directors Evaluation – It is hereby unanimously approved the result of the evaluation process of the Board of Directors, as a collegiate body, concerning the term that began on April 28, 2025, pursuant to Article 18 of the Novo Mercado Regulation.

Presentation Items:

I – Results of the Audit Committee Evaluation Process – It was noted that the results of the Audit Committee Evaluation Process, concerning the activities carried out in fiscal year 2025, as per the self-assessment form completed by the members and submitted to this Board, were presented to the members in attendance, pursuant to item 8.1 of the Audit Committee's Internal Bylaws;

II – Review of Share Trading Movements from October 2025 to March 2026 – It was noted that an analysis of share trading movements was presented to the members in attendance, pursuant to Article 16 of CVM Resolution No. 44 and paragraph 4 of Article 11 of the Company's Securities Trading Policy, covering

transactions carried out by participants subject to the Individual Trading Plans formally adopted by them between October 2025 and March 2026; and

III – Ratification of the Review of the Independent Auditor’s Word Plan – It was noted that the independent auditor’s work plan was presented to the members in attendance for review, pursuant to item 3 (ix) of the Audit Committee’s Bylaws.

The Board unanimously authorized the Company’s Executive Board, directly or indirectly through attorneys, to perform any and all acts and execute any and all documents that may be necessary or appropriate to carry out the above resolutions, as well as ratify the acts already performed by the Company’s Executive Board in this regard.

There being no further matters to discuss, these minutes were recorded, read and agreed upon, and signed by the members.

Belo Horizonte, May 21, 2026.

Chairman: **Rubens Menin Teixeira de Souza**, Secretary: **Vanessa Fiche Rivetti**.
Present members of the Board of Directors: **Rubens Menin Teixeira de Souza; Maria Fernanda N. Menin T. de Souza Maia; Betania Tanure de Barros; Antonio Kandir; José Carlos Wollenweber Filho; Paulo Sergio Kakinoff, Leonardo Guimarães Corrêa and Nicola Calicchio Neto.**

For all legal purposes, it is hereby stated that a true and authentic copy is filed and signed by those in attendance in the proper book.

Checked with the original:

Vanessa Fiche Rivetti
Secretary