

MRV ENGENHARIA E PARTICIPAÇÕES S.A.

CNPJ/MF nº 08.343.492/0001-20

NIRE 31.300.023.907

Public-Held Company

MATERIAL FACT

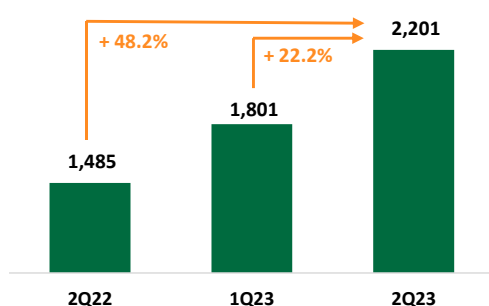
Operational Preview and Potential Public Offering of Primary Shares

Belo Horizonte, July 04, 2023 - MRV Engenharia e Participações S.A. (B3: MRVE3) ("Company"), in compliance with the provisions of Law No. 6,404, of December 15, 1976, as amended ("Brazilian Corporate Law"), the rules set out by the Brazilian Securities Commission ("CVM"), especially CVM Resolution No. 44 of August 23, 2021, as amended, hereby informs its shareholders and the market in general of its operational preview for second quarter of 2023.

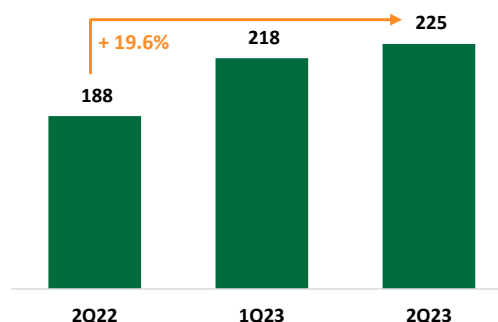
HIGHLIGHTS

- **Best quarter of net sales in MRV's history (development segment), totaling a PSV of R\$ 2.2 billion and 9,765 units pre-sold (%MRV)**, an increase of 22% compared to 1Q23 and 48% compared to 2Q22;
- **3.3% increase in MRV Development's average ticket price compared to 1Q23**, reaching the mark of R\$225 thousand in 2Q23.
- **Sales speed (Sales over Supply) of 28%**, equivalent to a 7 percentage point increase, when compared to 2Q22;
- **36% reduction in cash burn compared to 1Q23**, surpassing the company's quarterly plan, and reaffirming the trajectory of operational recovery.

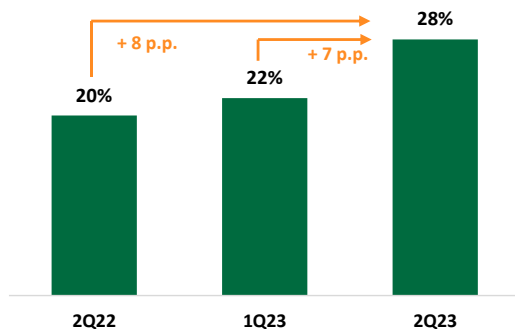
Net Pre-sales MRV Real Estate Develop. -
R\$ million (%MRV)



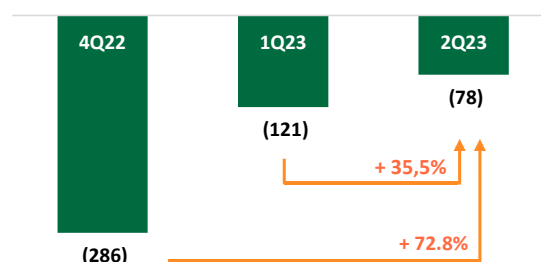
Average ticket MRV Development
R\$ thousand (%MRV)



SOS - Net Pre-sales (%MRV)



MRV Real Estate Development
Cash Burn Reduction - R\$ Million



Message from the board

MRV (Real Estate Development):

In 2Q23, the Company achieved **its highest sales volume in history, reaching a milestone of 9,765 units, totaling R\$ 2.2 billion in PSV**. This represents an increase of 22% compared to 1Q23 and 48% compared to 2Q22.

In addition to the record sales volume, MRV reported **yet another increase in the average ticket price of units sold, reaching R\$ 225,000, which is an 3.3% increase compared to 1Q23**.

The cash burn for the quarter showed a reduction of 36%, reaching R\$77.9 million, surpassing the Company's forecast for the quarter and reaffirming the company's path to recovery.

In 2Q23, the debt covenants improved, when compared to the previous quarter.

Resia:

The sale of the Pine Ridge development located in Florida, USA, was completed in 2Q23, with **a PSV of US\$ 77 million, representing a Gross Profit of US\$ 17.1 million, Gross Margin of 22%, with a Cap Rate of 5.6% and Yield on Cost of 7.1%**.

The sale of Pine Ridge in 2Q23 was part of Resia's strategic planning and helped reduce the operational cash burn of the North American operation, which was limited to US\$16 million.

Luggo:

In 2Q23, Luggo concluded the sale of the Porto Arruba development in the city of Porto Alegre for R\$21 million. The sale was made within the investment agreement with Brookfield.

With the sale of this property, Luggo generated R\$7 million in the quarter.

Urba:

Urba's break-even in the quarter, reflecting MRV&Co's discipline and commitment to its deleveraging plan, which is present across all its subsidiaries.

OPERATIONAL DATA

MRV Development

Operational Indicators (%MRV)	2Q23	1Q23	2Q22	Chg. 2Q23 x 1Q23	Chg. 2Q23 x 2Q22	1H23	1H22	Chg. 1H23 x 1H22
LAUNCHES								
TOTAL REAL ESTATE DEVEL. (MRV + SENSIA)								
PSV (R\$ million)	1,288	637	2,082	102.3% ↑	38.2% ↓	1,924	3,121	38.3% ↓
Units	5,206	2,233	8,798	133.1% ↑	40.8% ↓	7,439	13,738	45.9% ↓
Average Price (R\$ thousand)	247	285	237	13.2% ↓	4.5% ↑	259	227	13.9% ↑
MRV								
PSV (R\$ million)	1,219	550	1,809	121.7% ↑	32.6% ↓	1,769	2,847	37.9% ↓
Units	5,098	2,115	8,246	141.0% ↑	38.2% ↓	7,213	13,186	45.3% ↓
Average Price (R\$ thousand)	239	260	219	8.0% ↓	9.0% ↑	245	216	13.5% ↑
SENSIA								
PSV (R\$ million)	69	87	273	20.8% ↓	74.8% ↓	156	273	43.0% ↓
Units	108	118	552	8.5% ↓	80.4% ↓	226	552	59.1% ↓
Average Price (R\$ thousand)	637	736	495	13.5% ↓	28.6% ↑	689	495	39.1% ↑
PRE-SALES								
TOTAL REAL ESTATE DEVEL. (MRV + SENSIA)								
PSV (R\$ million)	2,201	1,801	1,485	22.2% ↑	48.2% ↑	4,001	2,980	34.3% ↑
Units	9,765	8,255	7,879	18.3% ↑	23.9% ↑	18,020	16,437	9.6% ↑
Average Price (R\$ thousand)	225	218	188	3.3% ↑	19.6% ↑	222	181	22.5% ↑
MRV								
PSV (R\$ million)	2,154	1,756	1,471	22.7% ↑	46.4% ↑	3,909	2,951	32.5% ↑
Units	9,681	8,176	7,847	18.4% ↑	23.4% ↑	17,857	16,372	9.1% ↑
Average Price (R\$ thousand)	222	215	187	3.6% ↑	18.7% ↑	219	180	21.4% ↑
SENSIA								
PSV (R\$ million)	48	45	14	6.2% ↑	234.8% ↑	92	28	225.1% ↑
Units	84	79	32	6.4% ↑	162.8% ↑	163	65	151.1% ↑
Average Price (R\$ thousand)	567	568	445	0.1% ↓	27.4% ↑	567	438	29.4% ↑
Net SOS								
Launches (Module)	28.5%	22.0%	20.0%	6.5 p.p. ↑	8.5 p.p. ↑	42.1%	33.6%	25.3% ↑
TRANSFERRED UNITS								
Units	8,230	7,535	7,789	9.2% ↑	5.7% ↑	15,765	17,144	8.0% ↓
SALES WITH DIRECT FINANCING								
Units	1,536	918	285	67.3% ↑	439.4% ↑	2,454	611	301.7% ↑
PRODUCTION								
Units	7,816	7,183	7,923	8.8% ↑	1.4% ↓	14,999	16,047	6.5% ↓
CASH GENERATION (R\$ thousand)	(77.9)	(120.8)	(64.6)	35.5% ↑	20.6% ↓	(198.7)	(418.8)	52.5% ↑

Resia

Operational Indicators (%MRV)	2Q23	1Q23	2Q22	Chg. 2Q23 x 1Q23	Chg. 2Q23 x 2Q22	1H23	1H22	Chg. 1H23 x 1H22
LAUNCHES								
PSV (R\$ million)	-	293	-	100.0% ↓	-	-	690	100.0% ↓
Units	-	202	-	100.0% ↓	-	-	393	100.0% ↓
Average Price (R\$ thousand)	-	1,449	-	100.0% ↓	-	-	1,756	100.0% ↓
PRE-SALES								
PSV (R\$ million)	347	-	955	-	63.7% ↓	347	1,178	70.6% ↓
Units	269	-	651	-	58.6% ↓	269	815	66.9% ↓
Average Price (R\$ thousand)	1,288	-	1,468	-	12.2% ↓	1,288	1,447	10.9% ↓
PRODUCTION								
Units	281	292	457	3.7% ↓	38.5% ↓	573	786	27.1% ↓
TOTAL CASH GENERATION (R\$ thousand)	(77.4)	(578.4)	334.0	86.6% ↑	-	(655.8)	(197.6)	232.0% ↓

Luggo

Operational Indicators (%MRV)	2Q23	1Q23	2Q22	Chg. 2Q23 x 1Q23	Chg. 2Q23 x 2Q22	1H23	1H22	Chg. 1H23 x 1H22
LAUNCHES								
PSV (R\$ million)	-	-	-	-	-	-	-	-
Units	-	-	-	-	-	-	-	-
Average Price (R\$ thousand)	-	-	-	-	-	-	-	-
PRE-SALES								
PSV (R\$ million)	21	-	141	-	85.1% ↓	21	141	85.1% ↓
Units	88	-	600	-	85.3% ↓	88	600	85.3% ↓
Average Price (R\$ thousand)	240	-	236	-	1.9% ↑	240	236	1.9% ↑
PRODUCTION								
Units	106	102	125	3.4% ↑	15.3% ↓	208	240	13.0% ↓
CASH GENERATION (R\$ thousand)	7.1	(34.5)	115.5	-	93.8% ↓	(27.3)	82.4	-

Urba

Operational Indicators (%MRV)	2Q23	1Q23	2Q22	Chg. 2Q23 x 1Q23	Chg. 2Q23 x 2Q22	1H23	1H22	Chg. 1H23 x 1H22
LAUNCHES								
PSV (R\$ million)	-	52	39	100.0% ↓	100.0% ↓	52	51	2.7% ↑
Units	-	242	280	100.0% ↓	100.0% ↓	242	431	43.8% ↓
Average Price (R\$ thousand)	-	216	139	100.0% ↓	100.0% ↓	216	118	82.6% ↑
PRE-SALES								
PSV (R\$ million)	23	19	24	19.7% ↑	7.2% ↓	41	51	19.0% ↓
Units	188	120	187	57.4% ↑	0.4% ↑	308	398	22.6% ↓
Average Price (R\$ thousand)	120	158	130	24.0% ↓	7.6% ↓	135	129	4.6% ↑
PRODUCTION								
Units	228	170	202	34.2% ↑	13.1% ↑	398	319	24.9% ↑
CASH GENERATION (R\$ thousand)	(0.9)	(55.0)	(42.0)	98.3% ↑	97.7% ↑	(56.0)	59.8	-

MRV&Co

Operational Indicators (%MRV)	2Q23	1Q23	2Q22	Chg. 2Q23 x 1Q23	Chg. 2Q23 x 2Q22	1H23	1H22	Chg. 1H23 x 1H22
LAUNCHES								
PSV (R\$ million)	1,288	982	2,121	31.2% ↑	39.3% ↓	2,269	3,862	41.2% ↓
Units	5,206	2,678	9,078	94.4% ↑	42.7% ↓	7,883	14,562	45.9% ↓
Average Price (R\$ thousand)	247	367	234	32.5% ↓	5.9% ↑	288	265	8.5% ↑
PRE-SALES								
PSV (R\$ million)	2,591	1,819	2,606	42.4% ↑	0.6% ↓	4,411	4,351	1.4% ↑
Units	10,310	8,375	9,318	23.1% ↑	10.7% ↑	18,685	18,249	2.4% ↑
Average Price (R\$ thousand)	251	217	280	15.7% ↑	10.1% ↓	236	238	1.0% ↓
TRANSFERRED UNITS								
Units	8,237	7,552	7,837	9.1% ↑	5.1% ↑	15,789	16,625	5.0% ↓
SALES WITH DIRECT FINANCING								
Units	1,536	918	285	67.3% ↑	439.4% ↑	2,454	611	301.7% ↑
PRODUCTION								
Units	8,431	7,747	8,707	8.8% ↑	3.2% ↓	16,178	17,391	7.0% ↓

Furthermore, the Company informs that it is analyzing the possibility of carrying out a public offering of shares ("Potential Offering"), having commissioned certain financial institutions and affiliates of these institutions to provide financial advisory services within the scope of the Potential Offering, including (i) the analysis of the feasibility of the Potential Offering and the possible provision of services within the scope of this Potential Offering and (ii) preliminary work for the definition of the feasibility and terms of the Potential Offering. The effective completion of the Potential Offering is still under analysis by the Company and, until this date, no final decision has been made yet regarding the effective implementation of the Potential Offering or its terms and conditions, which remains subject to the receipt of the necessary approvals both internally and externally, conditions of the Brazilian capital markets, favorable political and macroeconomic conditions, among other factors beyond the control of the Company. This Material Fact is merely informative, and should not, under any circumstances, be interpreted as, nor constitute, investment recommendation, nor announcement of a public offering of any securities issued by the Company, in Brazil, in the United States of America or any other jurisdiction.

The Company will keep its shareholders and the market informed about relevant updates regarding the matters addressed herein, through its usual channels for disclosing periodic and eventual information. Any communications to shareholders and the market, related to the Potential Offering, will be disclosed through a notice to the market or material fact on the CVM' website (<https://www.gov.br/cvm/pt-br>), B3's website (www.b3.com.br) and on the Company's website (<https://ri.mrv.com/>).

Belo Horizonte, July 04, 2023

Ricardo Paixão Pinto Rodrigues

Chief Financial and Investor Relations Officer