



IRANI PAPEL E EMBALAGEM S.A.
CORPORATE TAXPAYER'S ID (CNPJ/ME) No. 92.791.243/0001-03
BRAZILIAN BOARD OF TRADE REGISTRY (NIRE) No. 43300002799
PUBLICLY HELD COMPANY

MATERIAL FACT

**ACQUISITION OF FOREST LAND IN RIO GRANDE DO SUL AND
DISCONTINUATION OF RESIN OPERATIONS**

IRANI PAPEL E EMBALAGEM S.A. ("Company" or "Irani") (B3: RANI3), in compliance with Law No. 6,404/76 and pursuant to CVM Resolution No. 44/2021, informs its shareholders and the market in general that the Board of Directors has approved the following resolutions:

- 1) The shutdown of operations at the resin distillation plant, which processes gum resin extracted from pine forests, located in the municipality of Balneário Pinhal, State of Rio Grande do Sul ("Factory"), thereby leading to the discontinuation of this business segment.
- 2) The acquisition, for BRL 37 million, of approximately 1,856 hectares of land, including about 1,236 hectares of planted *Pinus elliottii* forests (biological assets), owned by Flopal Florestadora Palmares Ltda, located in the municipality of São José do Norte, State of Rio Grande do Sul. The payment, subject to certain precedent conditions, will be structured as follows:
 - a. BRL 20 million through the transfer of the Plant's property and other fixed assets as payment in kind;
 - b. BRL 17 million in cash, on the closing date.

The Company will use its own funds for the cash payment (item "b") and estimates no impact on its financial leverage ratios, as the closure of the Plant is expected to release approximately BRL 20 million in working capital.

- 3) The signing, by the subsidiary Habitasul Florestal S.A ("HFlor"), of a Rural Lease Agreement with Âmbor Florestal Ltda ("Ambar"), through which, subject to certain precedent conditions, HFlor will lease all forest areas located in the State



of Rio Grande do Sul to Ambar for gum resin extraction activities, for a period of ten (10) years.

These approved transactions reinforce Irani's strategic positioning as the only packaging pure player listed on the Brazilian stock exchange, B3, and reflect the Company's commitment to operational optimization, better asset monetization, and long-term value creation for its shareholders.

Irani thanks the local community and its employees for their professionalism and dedication throughout the years of the Factory's operation.

Additional information can be found in the attached presentation.

Porto Alegre, March 26th, 2025.

Odivan Carlos Cargnin

Administrative, Financial and Investor Relations Officer

Acquisition of forestry assets in RS and discontinuation of Irani's Resin operation

March, 2025





This presentation may contain certain statements and statements that express beliefs and trends regarding Irani Papel e Embalagem S.A. (“Irani” or “Company”) and its subsidiaries, which reflect the current views and/or expectations of Irani and its management regarding its business and future events that, although considered reasonable by the Company based on public information, may be incorrect or imprecise, or may not materialize.

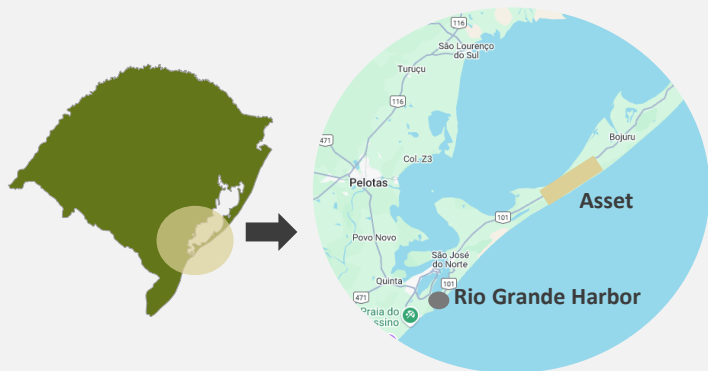
This is because a number of important factors could cause actual results to differ materially from the plans, objectives and expectations expressed in this presentation, many of which are beyond the Company's control.

Statements and information about trends reported herein are not guarantees of performance. This presentation does not constitute offering material for the subscription or purchase of securities of the Company.



The Forest Asset

Location:



- São José do Norte/RS
- Forest located ~ 60 km from the Port of Rio Grande
- Strategic logistics for the international outflow of forest by-products

Total Area:

- 1,856 ha

Planted Forest (*pinus elliotti*):

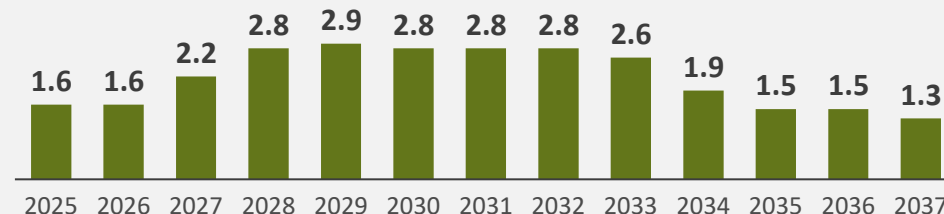
- 1,236 ha

Strategic acquisition: strengthens our forest position in Rio Grande do Sul, enhancing the attractiveness of the existing asset in the event of a future divestment.

- Average age of the acquired forest: **18 years**
- Estimated resin harvest: **~29,000 ton** between 2025 and 2038
- Standing timber volume: **180,000 m³**

Annual Resin Production Projection

In thousands of tons of resin, per year



~ 2.2 thousand tons
Average resin production potential, per year



The Transaction

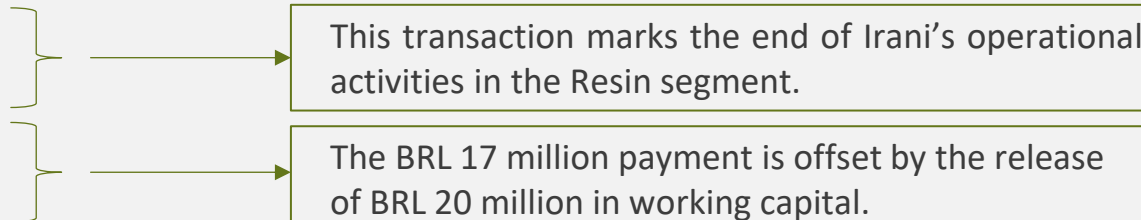


Acquisition for BRL 37 million

Comprised of:

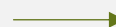
- BRL 20 million in transfer of the Irani Resins factory, located in Balneário Pinhal/RS
- BRL 17 millions in cash at closing

The Company will use its own resources for payment and estimates that there will be no significant impacts on your financial leverage ratios



Net positive cash impact of BRL 3 million

- Lease of the forest base in Rio Grande do Sul (both the newly acquired and existing areas) for resin production, with a revenue share of 20% to 30% of output, depending on productivity.
- Irani will retain responsibility for forest management and timber sales across the entire forest base in Rio Grande do Sul.



The forestry activity is expected to generate **positive cash flow** through timber sales and the lease for resin production.

- We estimate an average annual EBITDA of BRL 6.1 million for the coming years.



– Discontinuation of Irani’s Resin Operations

EBITDA of the Resins Chain (RS Forests):

2024 realized:	2025 estimated:	2026 to 2034 estimated:
- BRL 11.7 mm (negative)	- BRL 0.9 mm (negative)	+ BRL 6.1 mm annual (positive)

- Discontinuation of an operation that was generating losses for Irani.
- Reduced exposure to the volatility of the global resin commodity market.
- Generation of more stable results with RS forest assets for the coming years.



- Strengthening of our strategic positioning as the only packaging-focused player listed on B3.
- The packaging market is resilient, delivering more stable and predictable results.



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Investor Relations

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