

**ROSSI RESIDENCIAL S.A. – Under judicial reorganization***Company Registry (NIRE): 35.300.108.078 – CVM Registration 16306**Corporate Taxpayer's ID (CNPJ/MF): 61.065.751/0001-80**(Publicly-held Company)***MATERIAL FACT**

**ROSSI RESIDENCIAL S.A. - Under judicial reorganization** (B3: RSID3; OTC: RSRZY; “Company” or “Rossi”), pursuant to article 157, paragraph 4, of Law No. 6.404, of December 15, 1976, as amended (“Brazilian Corporate Law”), and Resolution No. 44 of the Securities and Exchange Commission of Brazil (“CVM”), of August 23, informs its shareholders and the market in general that, on this date, the Board of Directors has approved the call for an Extraordinary General Meeting of the Company to deliberate on, among other matters, the proposal to file a civil liability lawsuit against Mr. Fernando Miziara de Mattos Cunha, Mr. João Paulo Franco Rossi Cuppoloni, and Ms. Renata Rossi Cuppoloni Rodrigues.

The decision to submit this matter to the General Meeting results from a series of irregularities identified in an internal investigation conducted after the changes made to the Company's Executive Board in October 2024, perpetrated by Fernando Miziara de Mattos Cunha, João Paulo Franco Rossi Cuppoloni, and Renata Rossi Cuppoloni Rodrigues, which caused harm to the Company.

The Company informs that investigations are ongoing, with the support of a well-known independent specialized firm. However, due to the significance and strength of the facts and evidence already identified, as well as the statutory deadlines in the Brazilian Corporate Law, the management of the Company has recommended that an Extraordinary General Meeting be called so that shareholders can immediately become aware of the facts and resolve on the proposal for a liability lawsuit.

Information related to the Extraordinary General Meeting, including the Management's Proposal and supporting materials, which contain all the evidence of the identified actions and irregularities, is available on the Investor Relations website (<https://ri.rossiresidencial.com.br/>) and on the websites of the Brazilian Securities and Exchange Commission (CVM) ([www.gov.br/cvm](http://www.gov.br/cvm)) and B3 S.A. - Brasil, Bolsa, Balcão ([www.b3.com.br](http://www.b3.com.br)).

Finally, pursuant to Article 55 of CVM Resolution No. 81, dated March 29, 2022, the Company informs that it will issue a public proxy solicitation for its shareholders regarding all items on the agenda of the Extraordinary General Meeting. The proxies, containing the designation of representatives to vote in favor, against, or abstain on the agenda items will be available at the above addresses for shareholders starting on February 25, 2025.

São Paulo, February 11, 2025.

**Maria Pia de Orleans e Bragança**

Chief Executive and Financial and Investor Relations Officer