

CIA. HERING

Brazilian Corporate Taxpayer ID [CNPJ] 78.876.950/0001-71

Company ID [NIRE] 42300020401

*Publicly Traded Company***NOTICE OF MATERIAL FACT****Business Combination of Cia. Hering and Grupo de Moda Soma S.A.**

Cia. Hering ("Hering" or "Company" B3: HGTX3) in compliance with the provisions of Brazilian Securities Commission ("CVM") Instructions 358/2002 and 565/2015, as amended, and additionally: (i) with the Notice of Material Fact disclosed jointly with Grupo de Moda Soma S. A ("Soma," and together with Hering, "Companies") on April 26, 2021, in which the business combination between the Companies was disclosed, formalized through the signing, on the same date, of the Association Agreement and Other Covenants ("Association Agreement") and the Voting Commitment and Other Covenants ("Voting Commitment"); (ii) with the Notice of Material Fact disclosed on July 5, 2021, in which was disclosed the signing, by the Companies, of addenda to the Association Agreement and to the Voting Commitment, aiming at formalizing the new structure for the combination of their businesses ("Transaction"), hereby informs the shareholders and the market in general that, on this date, it approved, at a meeting of the Board of Directors, the signing of the *Protocol and Justification of the Merger of shares issued by Cia. Hering into Cidade Maravilhosa Indústria e Comércio de Roupas S.A., followed by the merger of the shares issued by Cidade Maravilhosa Indústria e Comércio de Roupas S.A. into GMSH Participações S/A, followed by the merger of GMSH Participações S/A into Grupo de Moda Soma S.A.* ("Protocol and Justification"), through which the terms and conditions for the Transaction were established, as well as the Management Proposal to the Extraordinary General Meeting that will approve the Transaction.

The terms and conditions of the Transaction, described below, are contained in the Protocol and Justification, submitted together with the valuation reports and other pertinent documents to the Board of Directors of Hering, and signed by the managements of the Companies, and will be submitted for deliberation by the extraordinary general meetings of both Companies.

Terms not defined in this Notice of Material Fact will have the meaning given to them in the Association Agreement.

Main Terms of the Transaction

The main terms of the Transaction, which comprises the Merger of Hering Shares are described below:

1 IDENTIFICATION AND ACTIVITIES CONDUCTED BY THE COMPANIES INVOLVED IN THE MERGER

CIA HERING, a publicly traded company, with its head office in the city of Blumenau, state of Santa Catarina, at Rua Hermann Hering 1790, with Brazilian corporate taxpayer ID number [CNPJ/ME] 78.876.950/0001-71, herein represented in accordance with its corporate bylaws ("Hering").

GRUPO DE MODA SOMA S.A., a publicly traded company with authorized capital, with its head office in the city of Rio de Janeiro, state of Rio de Janeiro, Avenida Pasteur 154, Botafogo, ZIP Code 22290-240, with Brazilian corporate taxpayer ID number [CNPJ/ME] 10.285.590/0001-08, herein represented in accordance with its corporate bylaws ("Soma").

CIDADE MARAVILHOSA INDÚSTRIA E COMÉRCIO DE ROUPAS S.A., a closely held share corporation, with its head office in the city of Rio de Janeiro, state of Rio de Janeiro, at Rua General Bruce 551, part, São Cristóvão, ZIP Code 20921-030, with Brazilian corporate taxpayer ID number [CNPJ/ME] 09.611.669/0001-94, herein represented in accordance with its corporate bylaws ("Cidade Maravilhosa").

GMSH PARTICIPAÇÕES S/A, a closely held share corporation, in the city of Rio de Janeiro, state of Rio de Janeiro, Avenida Pasteur 154, part, Botafogo, ZIP Code 22290-240, with Brazilian corporate taxpayer ID number [CNPJ/ME] 42.542.199/0001-20, herein represented in accordance with its corporate bylaws ("NewCo").

2 DESCRIPTION AND PURPOSE OF THE TRANSACTION

The Transaction will consist of the following steps, all interdependent and interlinked, the consummation of which will be subject to the applicable corporate approvals and verification of the fulfillment (or waiver, as the case may be) of the Conditions Precedent, and all the steps must be coordinated so as to occur on the same date:

(a) Merger of all shares issued by Hering into Cidade Maravilhosa, at their economic value, resulting in the issuance, by Cidade Maravilhosa, in favor of the shareholders of Hering who own the merged shares ("Hering Shareholders"), of common shares and redeemable preferred shares issued by Cidade Maravilhosa, with it being the case that, for each common share issued by Hering, 1 common share and 1 redeemable preferred share issued by Cidade Maravilhosa will be delivered (taking into account the adjustments mentioned in the Protocol and Justification) ("Merger of Hering Shares"). After the Transaction is consummated, Hering will maintain its own legal personality and assets, and there will be no legal succession;

(b) On the same date, as a subsequent and interdependent act of the Merger of Hering Shares, redemption of all the preferred shares issued by Cidade Maravilhosa, with the payment, for each preferred share issued by Cidade Maravilhosa redeemed, of the Final Amount of the Cash Portion (as defined below) "Share Redemption"). Once redeemed, the preferred shares issued by Cidade Maravilhosa will be cancelled against the capital reserve. For clarification purposes, Cidade Maravilhosa will make, upon redemption of shares, the payment of the Final Value of the Portion in Cash proportional to the whole and fractional part of the redeemable preferred shares issued by Cidade Maravilhosa established in the exchange ratio of the Merger of Shares of Hering;

(c) On the same date, as a subsequent and interdependent act of the Share Redemption, the merger of all the shares issued by Cidade Maravilhosa into NewCo, at their book value (already taking into account the effects of the Merger of Hering Shares and the Share Redemption), resulting in the issuance by NewCo in favor of the shareholders of Cidade Maravilhosa, including the Hering Shareholders who became owners of shares issued by Cidade Maravilhosa as a result of the Merger of Hering Shares, of common shares issued by NewCo, with it being the case that, for each common share issued by Cidade Maravilhosa, 1 (one) common share issued by NewCo will be delivered (taking into account the adjustments mentioned in the Protocol and Justification) ("Merger of Cidade Maravilhosa Shares"). After the consummation of the Merger of Shares of Cidade Maravilhosa, Cidade Maravilhosa will maintain its own legal personality and assets, and there will be no legal succession; and

(d) on the same date, as a subsequent and interdependent act of the Merger of Shares of Cidade Maravilhosa, the merger of NewCo by SOMA, at the book equity value of NewCo (already considering the effects of the Merger of Hering Shares, the Redemption of Shares and the Merger of Cidade Maravilhosa Shares), with the consequent extinction of NewCo and succession, by SOMA, of all its assets, rights and obligations, with the consequent migration of NewCo shareholders, including Hering Shareholders who became owners of shares issued by NewCo as a result of the Merger of Shares of Cidade Maravilhosa, into SOMA's shareholding structure, resulting in the issue, by Soma, in favor of NewCo shareholders, of common shares issued by Soma, and for each common share issued by NewCo, 1.84603229202754 common shares issued by SOMA will be delivered, totaling the Final Quantity of SOMA Shares (as defined below) ("Merger").

Although the steps occur subsequently to one another, they are all part of a single legal transaction, and it is a premise that none of the steps will be effective, individually, without the others also being effective and implemented in their entirety, or in other words, all the steps of the Transaction must be approved at all general meetings of the Companies.

As provided in Association Agreement, the Parties' obligation to proceed to the Closing of the Transaction is conditioned upon the satisfaction of certain Conditions Precedent.

3 MAIN BENEFITS, COSTS AND RISKS OF THE TRANSACTION

This Transaction seeks to create a solid company, that holds top-quality assets, strategically located and able to efficiently supply its customers with its products.

The integration of the Companies' activities will allow the capture of synergy gains deriving from the reduction of forestry, logistics and administrative costs and operational risks, with significant efficiency gains for the Companies.

The main risk factors are: (i) start of the process without an integration thesis, (ii) failure to capture the expected value, (iii) loss of key people, (iv) processes and systems preventing/hindering integration, and (v) failures in the integration management process.

There are no material costs involved in the Transaction. The Companies estimate that the total costs and expenses, including fees for legal advisors, appraisers and auditors, in relation to the Transaction, total approximately R\$28 million reais.

4 CALCULATION AND ADJUSTMENTS OF THE SUBSTITUTION RATIO OF HERING-CIDADE MARAVILHOSA AND OF THE FINAL QUANTITY OF SOMA SHARES FOR A NEWCO COMMON SHARE

4.1. The Transaction will result (a) in the ownership, by Cidade Maravilhosa, of all shares issued by Hering; and (b) assuming that the total share capital of Hering is represented, on the Completion Date of the Transaction, by 158,224,925 (one hundred and fifty-eight million, two hundred and twenty-four thousand, nine hundred and twenty-five) common shares, ex-treasury, and the total share capital of SOMA is represented, on the Completion Date of the Transaction, by 527,614,940 (five hundred and twenty-seven million, six hundred and fourteen thousand, nine hundred and forty) common shares, ex-treasury, and subject to the adjustments mentioned below, upon receipt, by the shareholders of Hering, for each common share issued by Hering that they own on that date, of:

- (i) An installment in Brazilian currency of BRL 9.630957 ("Cash Portion"), adjusted as provided for in the Protocol and Justification (after the adjustments, the "Final Amount of the Cash Portion"), to be paid in cash, in a single installment, within ten (10) business days of the Transaction Completion Date, with that amount being adjusted by the CDI rate, from the date on which the general meetings of the Companies that approve the Transaction steps are held, until the effective payment ("Financial Settlement Date"); and
- (ii) 1.625107 common shares issued by SOMA ("Exchange Ratio"), adjusted in the manner provided for in the Protocol and Justification (after adjustments, the "Final Amount of SOMA Shares per NewCo Common Share"), with the shares to be issued

by SOMA as a result of the Transaction having the same rights as the other common shares currently issued by SOMA.

The Exchange Ratio will be adjusted by the amount of (a) any dividends, interest on shareholder equity and other income declared and/or paid by Soma and/or Hering from the date of the signing of the Association Agreement until and including the date of the closing of the Transaction (“Closing”); (b) any payments and/or receipts related to long-term incentive programs of Hering and/or Soma, including stock options or restricted stock, resulting from the Closing of the Transaction; (c) any payments of bonuses, commissions, incentives or any kind of extraordinary compensation exceeding the total amount of twenty million reais (BRL 20,000,000.00); and (d) any costs incurred by Hering for the engagement of financial advisors, for the valuation or in any manner, in the context of any Concurrent Transactions (as defined in Section 7.1(ii) of the Association Agreement), that exceed five million reais (BRL 5,000,000.00).

Any change in the total outstanding shares issued by Soma and the total shares convertible under the Hering Plans will impact, equally and in the same proportion, the Final Amount of the Cash Portion and the Exchange Ratio, increasing or decreasing the total amount, per Hering share, to be delivered in consideration for the Share Redemption and in the Merger.

Any repurchase or issuance of new shares by Soma, whether in the context of merger and acquisition (M&A) transactions, capital increases, public offerings or private offerings, will not result in any adjustment to the Exchange Ratio. Similarly, incentive or stock programs for its executives or the exercise of stock options, so long as they are carried out in the normal course of business, will not result in adjustments to the Exchange Ratio.

There are currently, in relation to Hering, 2,442,864 options outstanding under stock option plans and 566,271 restricted shares to be granted that will be accelerated at the Closing. At Closing, 2,477,169 shares are expected to be issued, of which 1,910,898 are in relation to the acceleration of outstanding options and 566,271 are in relation to the acceleration of restricted shares, leaving 531,966 Hering options that are not expected to be issued, with no obligation remaining under any of the plans, which will be fully cancelled by the Closing. Additionally, Hering managers who remain with Hering or Soma after the Closing will be eligible for any incentive or stock programs intended for Soma executives, under the terms and conditions of those programs.

The Cash Portion will be subject to adjustment at the CDI rate from the date on which the general meetings of the Companies approving the steps of the Transaction are held until the Financial Settlement Date.

Merger of Hering Shares

It is proposed that, as a result of the Merger of Hering Shares, new common shares and new redeemable preferred shares issued by Cidade Maravilhosa (considering the

adjustments mentioned in the Protocol and Justification), all nominative, be issued in favor of Hering Shareholders and without par value, replacing the common shares issued by Hering owned by it, in the proportion of 3 (three) common shares and 1.2054562390490 redeemable preferred share issued by Cidade Maravilhosa for each common share issued by Hering (considering the adjustments mentioned in the Protocol and Justification). Therefore, there is no need to talk about fraction of shares in this step of the Operation. For clarification purposes, Cidade Maravilhosa will make the payment proportional to the whole and fractional part received by each Hering shareholder who owns the merged shares, through the Redemption of Shares, as defined below.

The new common shares issued by Cidade Maravilhosa will be entitled to the same rights and advantages granted to the currently existing common shares issued by Cidade Maravilhosa. The new preferred shares issued by Cidade Maravilhosa will not have voting rights, will have priority in the reimbursement of capital in case of liquidation, without a premium, and will be automatically redeemed at the Closing, without the need, therefore, for a special meeting, and for each 1 preferred share issued by Cidade Maravilhosa redeemed, the Final Amount of the Cash Portion will be paid.

Merger of Cidade Maravilhosa Shares

Thereafter, it is proposed that, as a result of the Merger of Shares of Cidade Maravilhosa, new common shares issued by NewCo, all nominative and without par value, be issued in favor of the former shareholders of Hering (at that time already shareholders of Cidade Maravilhosa), in substitution of the common shares issued by Cidade Maravilhosa that they own. For each common share issued by Cidade Maravilhosa, 1 (one) common share issued by NewCo will be issued.

The new shares issued by NewCo will be entitled to the same rights and advantages attributed to NewCo's currently existing common shares.

Since, on the date of the extraordinary general meeting of Cidade Maravilhosa resolving on the Merger of Cidade Maravilhosa Shares, NewCo will be the sole shareholder of Cidade Maravilhosa, there is no question of dissenting shareholders or the right to withdraw as a result of the Merger of Cidade Maravilhosa Shares.

Merger of NewCo

Additionally, it is proposed that, as a result of the Merger of NewCo, new common shares be issued by Soma, all nominative and with no par value, in favor of the former shareholders of Hering (at that time already shareholders of NewCo), in substitution of the common shares issued by NewCo that they own. It will then be issued for each common share issued by NewCo, the Final Amount of SOMA Shares per Common Share of NewCo. It will then be issued, by Soma, in favor of NewCo shareholders, common shares issued by

Soma, for each common share issued by NewCo, 1.84603229202754 common share issued by SOMA, totaling the Final Amount of SOMA Shares (according to defined below).

Any fractional shares issued by Soma resulting from the Merger of NewCo will be grouped into whole numbers and then sold on the spot market managed by B3 after the consummation of the Transaction, pursuant to a notice to shareholders to be opportunely released. The amounts earned from that sale will be made available net of fees to the former shareholders of Hering holding the respective fractions, in proportion to their interest in each share sold.

The new shares issued by Soma will be entitled to the same rights and advantages attributed to the currently existing common shares issued by Soma and will participate in the results of the fiscal year in progress from the date of their issuance.

Since on the date of the extraordinary general meeting of NewCo that resolves on the Merger of NewCo Soma will be the sole shareholder of NewCo, there is no question of dissenting shareholders or rights of withdrawal as a result of the Merger of NewCo.

The valuation reports referred to below, prepared according to the Brazilian Share Corporations Law, within the context of the Transaction, will have as base date May 31, 2021 ("Base Date of the Reports").

Soma's management, on behalf of Soma, Cidade Maravilhosa and NewCo, hired APSIS CONSULTORIA EMPRESARIAL LTDA, with its head office in the city of Rio de Janeiro, state of Rio de Janeiro, at Rua do Passeio 62, 6th floor, Centro, in the city of Rio de Janeiro, state of Rio de Janeiro, with Brazilian corporate taxpayer ID number [CNPJ/ME] 27.281.922/0001-70 ("Apsis") to (a) perform the valuation and determine the economic value of the shares issued by Hering to be merged into Cidade Maravilhosa, in the scope of the Merger of Hering's Shares ("Valuation Report of Hering Shares"); (b) to perform the valuation and determine the book value of the shares issued by Cidade Maravilhosa to be merged into NewCo, within the scope of the Merger of Cidade Maravilhosa Shares, already taking into account the effects of the Merger of Hering Shares and of the Share Redemption ("Valuation Report of Cidade Maravilhosa Shares"); and (c) perform the valuation and determine the book value of NewCo's equity to be transferred to SOMA in connection with the NewCo Merger, already taking into account the effects of the Merger of Hering's Shares, the Share Redemption and the Merger of Cidade Maravilhosa Shares ("NewCo Valuation Report"). The Valuation Report for the Hering Shares, the Valuation Report for the Cidade Maravilhosa Shares and the NewCo Valuation Report constitute Appendixes to the Protocol and Justification, according to the Brazilian Corporations Law.

The Merger of Hering's Shares will result in an increase in the equity of Cidade Maravilhosa in an amount supported by the Valuation Report of Hering Shares, part of which will, as

determined by the general meeting, be allocated to the formation of a capital reserve and the balance will be allocated to its share capital.

The Merger of Cidade Maravilhosa Shares will result, in turn, in an increase in NewCo's shareholder equity in an amount equivalent to the portion of the shareholder equity of Cidade Maravilhosa corresponding to the investment of Hering's shareholders in Cidade Maravilhosa, after the Share Redemption, which will be allocated to the share capital of NewCo. The shares issued by Cidade Maravilhosa owned by NewCo at the time of the Merger of the Shares of Cidade Maravilhosa will be extinguished.

The Merger of NewCo will result, in turn, in an increase in Soma's equity in an amount equivalent to the portion of NewCo's equity corresponding to the Hering Shareholders' investment in NewCo, which will be allocated to Soma's share capital. The shares issued by NewCo and owned by Soma at the time of the Merger of NewCo will be extinguished. The equity variations calculated as of the Base Date and until the date on which the Merger of NewCo is consummated will be appropriated by Soma.

Pursuant to article 227(1), of the Brazilian Share Corporations Law, Apsis' appointment will be submitted for ratification (a) by the general meeting of Cidade Maravilhosa that resolves on the Merger of Hering Shares; (b) by the general meeting of NewCo that resolves on the Merger of Cidade Maravilhosa Shares; and (c) by the general meeting of Soma that resolves on the Merger of NewCo Shares.

Apsis declared that (a) there is no current or potential conflict or communion of interests with the Companies' shareholders, or, moreover, with respect to the Merger of Hering Shares, Merger of Cidade Maravilhosa Shares or the Merger of NewCo, as applicable; and (b) the Companies' shareholders or management have not directed, limited, hindered or done any acts that have or could have compromised access to or use or knowledge of information, assets, documents or work methodologies relevant to the quality of its conclusions. Apsis was selected for the job considering the broad and well-known experience it has as a specialized firm in the preparation of reports and valuations of this nature.

Soma, Cidade Maravilhosa and NewCo, as the case may be, will bear all costs related to the engagement of Apsis for the preparation of the Valuation Report of Hering Shares, the Valuation Report of Cidade Maravilhosa Shares and the NewCo Valuation Report, as the case may be.

The managements of Soma and Hering, individually, have retained the advice of investment banks with international reputations to assist their respective boards of directors in the process of making informed decisions with respect to the financial parameters of the Transaction. These financial institutions have not indicated any impediments or conflicts for such advice.

The managements of Soma, Cidade Maravilhosa, NewCo and Hering have also prepared *pro forma* financial information for Soma and Cidade Maravilhosa, as if they already existed, with reference to the base date of March 31, 2021, prepared in accordance with the Brazilian Share Corporations Law and with the rules of the Brazilian Securities Commission and submitted to reasonable assurance by an independent auditor registered with the Brazilian Securities Commission.

5 CORPORATE APPROVALS

The effectiveness of the Merger of Hering Shares, the Share Redemption, the Merger of Cidade Maravilhosa Shares and the Merger of NewCo will depend on the performance of the following acts, all interdependent and with their effects subject to the fulfillment of the Conditions Precedent, which must be coordinated in order to occur on the same date:

- a. Holding the extraordinary general meeting of Hering to resolve on the following matters, considering the order of events indicated in them, with their effectiveness conditioned to the satisfaction (or waiver, as the case may be) of the Conditions Precedent, without prejudice to other matters necessary to formalize the provisions of the Protocol and Justification: (i) approve the waiver of a tender offer for the acquisition of shares issued by Hering provided for in Articles 36 and 37 of Hering's bylaws in connection with the Transaction; (ii) approve the Protocol and Justification; (iii) approve the Transaction; and (iv) authorize the subscription, by its managers, of the new shares to be issued by Cidade Maravilhosa; and (v) to approve the capitalization of Retained Earnings Reserves, Legal Reserves and Investment Subsidies, in the total amount of R\$1,176,428,121.84 (one billion, one hundred and seventy-six million, four hundred and twenty-eight thousand, one hundred percent and twenty-one reais and eighty-four cents), increasing Hering's capital stock to R\$1,557,593,938.61 (one billion, five hundred and fifty-seven million, five hundred and ninety-three thousand, nine hundred and thirty-eight reais and sixty-one cents), without changing the number of shares that comprise it ("Hering's EGM");
- b. Holding the extraordinary general meeting of Cidade Maravilhosa to resolve on the following matters, considering the order of events indicated in them, with their effectiveness conditioned to the satisfaction (or waiver, as the case may be) of the Conditions Precedent, without prejudice to other matters necessary to formalize the provisions of the Protocol and Justification: (i) approve the Protocol and Justification; (ii) ratify the appointment of the person responsible for the valuation report of the shares issued by Hering; (iii) approve the valuation report of the shares issued by Hering; (iv) approve the creation of a new class of redeemable preferred shares, pursuant to the Association Agreement; (v) approve the Merger of Hering Shares; (vi) approve the capital increase to be subscribed for and paid in by Hering's managers, with the consequent amendment of its corporate bylaws; (viii) approve the Share Redemption, with the consequent amendment of its corporate bylaws; (ix) approve the Merger of Cidade Maravilhosa Shares; and (x) authorize the

subscription, by its managers, of the new shares to be issued by NewCo (“Cidade Maravilhosa EGM”);

- c. Holding the extraordinary general meeting of NewCo to resolve on the following matters, considering the order of events indicated in them, with their effectiveness conditioned to the satisfaction (or waiver, as the case may be) of the Conditions Precedent, without prejudice to other matters necessary to formalize the provisions of the Protocol and Justification: (i) approve the Protocol and Justification; (ii) ratify the appointment of the person responsible for the valuation report of the shares issued by Cidade Maravilhosa; (iii) approve the Valuation Report of Cidade Maravilhosa Shares; (iv) approve the Merger of Cidade Maravilhosa Shares; (v) approve the increase of the share capital to be subscribed for and paid in by the managers of Cidade Maravilhosa, with the consequent amendment of its bylaws; (vi) approve the Merger; and (vii) authorize the subscription, by its managers, of the new shares to be issued by SOMA (“NewCo EGM”); and
- d. Holding the extraordinary general meeting of Soma to resolve on the following matters, considering the order of events indicated in them, with their effectiveness conditioned on the satisfaction (or waiver, as the case may be) of the Conditions Precedent, without prejudice to other matters necessary to formalize the provisions of the Protocol and Justification: (i) approve the Protocol and Justification; (ii) ratify the appointment of the person responsible for the NewCo valuation report; (iii) approve the NewCo valuation report; (iv) approve the Transaction; and (v) approve the capital increase to be subscribed and paid in by NewCo's managers, with the consequent amendment to its bylaws, also reflecting the capital increase arising from the public offering of primary distribution of shares issued by SOMA, approved at the board of directors meeting held on July 20, 2021; (vi) change in the composition of SOMA's Board of Directors to 9 (nine) members; and (vii) resolve on the election of 2 (two) members to SOMA's Board of Directors (“SOMA's EGM”).

6 SUBMISSION OF THE TRANSACTION TO BRAZILIAN OR FOREIGN AUTHORITIES

On June 2, 2021, the Companies submitted the Transaction to CADE. As communicated to the market by Hering and by SOMA on July 1, 2021, the market in general was informed that the Transaction had been approved by CADE in an order of the General Superintendence. On July 19, 2021, CADE issued the final and unappealable transit certificate of the proceeding, certifying its completion and filing, with a view to the approval without restrictions mentioned above.

7 CALCULATION OF THE SUBSTITUTION RATIO UNDER THE TERMS OF ARTICLE 264 OF THE BRAZILIAN SHARE CORPORATIONS LAW:

Considering that the substitution ratios used in the Transaction were freely negotiated between the managements of Soma and Hering, who are parties who are completely independent of one another, the presentation of the share substitution ratio based on the equity of the shares issued by the companies involved, valued according to the same criteria and on the same date, pursuant to article 264 of the Brazilian Share Corporations Law, will not be applicable, both in relation to the Merger of Cidade Maravilhosa Shares and the Merger of NewCo.

8 RIGHT OF WITHDRAWAL AND REIMBURSEMENT AMOUNT

The Company informs that the approval of the Transaction by the EGM of Hering does not guarantee the right of withdrawal to its dissenting shareholders from said resolution.

9 OTHER MATERIAL INFORMATION:

The applicable documentation will be available to the shareholders of the Companies at their respective corporate head offices from the date of the calling of the extraordinary general meetings of the Companies, and/or, as the case may be, on the Investor Relations website of SOMA (<https://www.somagrupo.com.br/investidores/>) and of Hering (<https://ri.ciahering.com.br>) and on the websites of the Brazilian Securities Commission (<https://www.gov.br/cvm/>) and of B3 S.A. - Brasil, Bolsa, Balcão (<http://www.b3.com.br>).

Hering and SOMA have identified a material error in Clause 1.1. of the Amendment to the Association Agreement and Other Covenants, signed on July 5, 2021, so that the adjusted and current version of the document is available in the Company's Investor Relations Website (<https://www.somagrupo.com.br/investidores/> and <https://ri.ciahering.com.br>)

10 CALLING OF EXTRAORDINARY GENERAL MEETING

Hering and Soma will call, for September 14, 2021, at 10:00 a.m. and 04:00 p.m., respectively, their respective extraordinary general meetings, in order to approve the corporate acts related to the Transaction. In addition to approval by the shareholders of the Companies, the Transaction is further conditioned on the satisfaction of the Conditions Precedent as provided for in the Association Agreement.

The Company will keep its shareholders and the market informed regarding the material progress of the matters dealt with here, including under the terms of CVM Instruction 565/2015, as amended.

Blumenau, August 11, 2021.

Rafael Bossolani

Chief Financial and Investor Relations Officer