

National Corporate Taxpayers Register of the Ministry of Finance (CNPJ/MF) No  
78.876.950/0001-71  
State Registration Number (NIRE) 42300020401  
PUBLICLY-HELD COMPANY

MINUTES OF MEETING OF THE BOARD OF DIRECTORS  
HELD ON SEPTEMBER 14th, 2021  
(drawn up in summary form)

**Date, Time and Place:** September 14th, at 5:30 pm, held virtually.

**Attendance:** All members of the Board of Directors of Cia. Hering (“Company” or “Hering”) participated, namely: Messrs. Fabio Hering, Patrick Charles Morin Junior, Andrea Oliveira Mota Baril, Claudia Worms Sciama, Celso Luis Loducca, Haroldo Luiz Rodrigues Filho e Rodrigo de Queirós Cabrera Nasser.

**Presiding Board:** Chairman – Fábio Hering; Secretary – Alessandra de Paula Souza.

**Agenda:** Resolve on **(i)** the verification of the suspensive conditions that conditioned the effectiveness of the operation object of the *“Protocol and Justification of the Merger of Shares Issued by Cia Hering by Cidade Maravilhosa Indústria e Comércio de Roupas SA, followed by the Merger of Shares Issued by the City Maravilhosa Indústria e Comércio de Roupas SA by GMSH Participações S/A, followed by the Merger of GMSH Participações S/A by Grupo de Moda Soma SA”* (“Protocol and Justification” and “Transaction”, respectively), approved by the Extraordinary General Meeting of Hering held on September 14, 2021 (“EGM Hering”); **(ii)** the Final Value of the Cash Portion and the Final Quantity of SOMA Shares (both defined in the Protocol and Justification), after the adjustments provided for in Clause 2.1 of the Protocol and Justification; **(iii)** the consummation of the Transaction; and **(iv)** authorization for Hering's administrators to take the necessary measures to implement the Transaction.

**Resolutions:** After analyzing and discussing the matters on the agenda, without any restrictions or reservations, the members of the Company’s Board of Directors, unanimously, resolved:

- (i)** Record that compliance with the suspensive conditions provided for in Clause 3 of the Protocol and Justification, approved by Hering’s EGM, was verified.
- (ii)** To state that, after verifying compliance with the conditions precedent pursuant to item “i” above, the management of Hering and Grupo de Moda Soma SA (“SOMA”) made the adjustments provided for in clause 2.1 of the Protocol and Justification (“Adjustments”), having reached, after said adjustments, the Final Value of the Installment in Cash and the Final Quantity of SOMA Shares described below for each share issued by Hering object of the

Transaction:

(a) the delivery of an installment in national currency of R\$9.5415843, to be paid in cash, in a single installment, within 10 (ten) business days from this date, this amount to be corrected by the CDI rate from the present date until the actual payment; and

(b) the delivery of 1.625107 common shares issued by SOMA, and the shares to be issued by SOMA as a result of the Transaction will have the same rights as the other common shares currently issued by SOMA.

(ii.1) To state that the Adjustments resulted from the declaration, by Hering, on April 29, 2021, of dividends in the amount of R\$16,641,812.65 (sixteen million, six hundred and forty-one thousand, eight hundred and twelve reais and sixty-five cents), corresponding to R\$ 0.1068510589 per share issued by Hering, whose payment was made on May 26, 2021, in accordance with the Notice to Shareholders released by Hering on April 29, 2021.

(iii) Approve the consummation of the Transaction, with the consequent effectiveness of all resolutions taken by Hering's EGM that were subject to the verification of the suspensive conditions provided for in the Protocol and Justification.

(iv) Authorize Hering's administrators to take all necessary measures to implement the Transaction.

**Adjournment:** There being no further business to be transacted, this minute was draw up, read, approved, and signed by all the Directors.

Fabio Hering  
Chairman of The Board of Directors