



## **3R PETROLEUM ÓLEO E GÁS S.A.**

CNPJ/MF nº 12.091.809/0001-55

NIRE 33.300.294.597

### **MATERIAL FACT**

#### **POTIGUAR CLUSTER SIGNING**

**3R PETROLEUM ÓLEO E GÁS S.A.** (“3R” or “Company”) (B3: RRRP3), following the Material Fact published by the Company on January 28, 2022, communicates to its shareholders, investors and the market in general that has signed on today, through 3R Potiguar S.A. (“3R Potiguar”), subsidiary integrally owned by the Company, the agreement for the purchase and sale of the entirety (100%) of the interest held by Petróleo Brasileiro S.A. (Petrobras) in the Potiguar Cluster, located in the Potiguar Basin, in the state of Rio Grande do Norte.

The agreement provides for the assignment of concession contracts for a set of 22 fields in production and the transfer of the entire infrastructure and pipeline systems that support the operation, in addition to the Industrial Asset of Guamaré (“IAG”), which includes processing units of natural gas (UPGNs), the Clara Camarão refinery and the Guamaré Waterway Terminal (Terminal for private use), with extensive storage capacity and systems that allow the export and import of oil and derivatives.

The total amount of the transaction is US\$ 1.38 billion, of which (i) US\$ 110 million (R\$ 591.95 million) has been paid on today’s date; (ii) US\$ 1.04 billion to be paid on the closing date of the transaction; and (iii) US\$ 235 million in 4 annual installments of US\$ 58.75 million, starting in March 2024, ending in March 2027. The amounts do not consider adjustments and the closing of the transaction is subject to compliance with precedent conditions, such as approval by the National Agency for Petroleum, Natural Gas and Biofuels (ANP).

Additionally, the transaction includes the transfer of the cash generation related to the production and sale of oil and gas from the 22 fields in production mentioned above (upstream) to 3R Potiguar, as of the Effective Date (i.e., July 1, 2022).

The transaction reinforces the Company’s investment thesis, by anchoring its growth in projects to revitalize mature oil and gas fields, with certified reserves, led by a multicultural management team with consolidated experience in several Latin American countries. With the signature of the transaction, 3R will begin the reserve certification process, which is expected to be released to the market in the first quarter of 2022.

Finally, 3R reinforces its commitment to keep its investors and the market in general duly informed, in line with the best corporate governance practices and in strict compliance with current legislation.

Rio de Janeiro, January 31, 2022.

**Rodrigo Pizarro**

Chief Financial and Investor Relations Officer