MATERIAL FACT
COMPANHIA BRASILEIRA DE ALUMÍNIO
Publicly-held company
CNPJ/MF No. 61.409.892/0001-73
NIRE: 35.300.012.763

São Paulo, January 29, 2026 – COMPANHIA BRASILEIRA DE ALUMÍNIO ("CBA" or "Company") (B3: CBAV3), in compliance with the provisions of paragraph 4 of article 157 of Law No. 6,404/76, as amended ("Brazilian Corporation Law"), and in CVM Resolution No. 44/21, as amended, informs its shareholders and the market in general that it received, on this date, a letter sent by its controlling shareholder Votorantim S.A. ("Seller"), informing that a Share Purchase Agreement ("Agreement") was also entered into on this date between the Seller, on the one hand, and Aluminum Corporation of China Limited and Rio Tinto (jointly, the "Buyers"), on the other hand, with the purpose of selling the entire shareholding interest of the Seller in the Company, corresponding, on this date, to 446,606,615 (four hundred and forty-six million, six hundred and six thousand, six hundred and fifteen) shares, representing 68.596% (sixty-eight whole and five hundred and ninety-six thousandths of a percent) of the total and voting capital stock of the Company (the "Transaction"). The implementation of the Transaction will imply the transfer of the Company's controlling interest to the Buyers.

The base price per share agreed upon in the Agreement is R$ 10.50 (ten reais and fifty cents), making a total base price for the total equity interest of the Seller in the Company of R$ 4,689,369,457.50 (four billion, six hundred and eighty-nine million, three hundred and sixty-nine thousand, four hundred and fifty-seven reais and fifty cents) ("Base Price"), to be paid in full in local currency on the closing date of the Transaction.

Under the terms of the Agreement, the Base Price will be adjusted considering: (i) the correction by the CDI rate levied on the Base Price in the period between the date of execution of the Agreement and the date of closing of the Transaction (both inclusive); and (ii) the reduction of the Base Price due to any declaration or payment of dividends, interest on equity, other distributions of profits or assets, repurchase or redemption of shares or capital reductions made by the Company to or for the benefit of the Seller between June 30, 2025 and the day immediately prior to the closing of the Transaction (both inclusive).

The closing of the Transaction is subject to the fulfillment of conditions precedent usual in transactions of this nature, such as obtaining the necessary approvals from the Administrative Council for Economic Defense (CADE) and the antitrust authorities of China, Germany, South Korea and Uruguay, in addition to obtaining other relevant regulatory authorizations, including approvals from the National Electric Energy Agency (ANEEL) and the Chamber of Electric Energy Commercialization (CCEE) as well as authorities of the People's Republic of China.

The Agreement expressly provides for the obligation of the Buyers, as a result of the sale of control, to carry out a Public Tender Offer (“OPA”) for the acquisition of shares held by the other shareholders of the Company, pursuant to article 254-A of the Brazilian Corporation Law, the applicable CVM regulations and the Novo Mercado regulations ensuring fair treatment for minority shareholders. While the Buyers currently intend to launch a delisting tender offer concurrently with the OPA, they may reevaluate this following completion of the Transaction.

About the Buyers

Aluminum Corporation of China Limited (“Chalco”) is the main operating subsidiary of Aluminum Corporation of China (“Chinalco”) and is one of the largest integrated groups in the aluminum industry on a global scale. With international operations and presence in more than fifty countries, Chalco operates along the entire aluminum production chain, ranging from the exploration of mineral resources to the production of alumina, primary aluminum, advanced materials and activities related to energy generation. The company has a relevant base of industrial assets, a large operational scale and recognized technical capacity, playing a central role in the supply of strategic inputs for various industrial segments, in addition to having a solid financial structure and consolidated experience in the execution of large projects in the metals and mining sector.

Rio Tinto is a leading global mining and materials company, with over 150 years of operations. The company stands out for its operational presence in 35 countries and its leading position in the production of iron ore, copper, aluminum, and critical minerals, with annual production of 58 million tonnes of bauxite and 3.5 million tonnes of aluminum in 2024. Rio Tinto plays a significant role in the supply of essential raw materials for the global economy and the energy transition, conducting its activities with a focus on high standards of corporate governance, sustainability, operational safety, and responsible business practices.

The Company will keep its shareholders and the market informed of any material developments related to the Transaction.

This Material Fact is disclosed exclusively for informational purposes, under the terms of applicable laws and regulations.

São Paulo, January 29, 2026

Camila Abel Correia da Silva
Chief Financial and Investor Relations Officer