



**SMARTFIT ESCOLA DE GINÁSTICA E DANÇA S.A.**

CNPJ/MF No. 07.594.978/0001-78

NIRE 35.300.477.570

*Publicly-held company*

**NOTICE TO MARKET**

**ACQUISITION OF CONTROL OF EVOLVE**

**São Paulo, December 2, 2025 SMARTFIT ESCOLA DE GINÁSTICA E DANÇA S.A. ("Smartfit" or "Company")**, hereby informs its shareholders and the market in general that on this date, it has executed an agreement for the subscription of new common shares representing a minimum of 60% of the total capital stock of Evolve Participações em Sociedades S.A. ("**Agreement**", "**Transaction**", and "**Evolve**", respectively).

Evolve operates 28 company-owned clubs, 4 of which were opened this year, and has an additional 7 units under construction. The network operates in Brazil's Central West region, with a strong presence in the Federal District.

The acquisition of Evolve aligns with Smartfit's expansion strategy and strengthens its presence in the Central West region by adding gyms in strategic commercial areas.

The total value of the new shares to be subscribed by Smartfit will be up to R\$100 million, of which R\$40 million will be contributed on the Transaction's closing date, with the remaining balance to be contributed upon fulfillment of the conditions set forth in the Agreement, within up to two (2) years, adjusted for inflation (IPCA) from the closing date until the actual contribution date. The Transaction's Enterprise Value is R\$199.7 million, and Smartfit's final ownership stake is subject to the determination of the final net debt as of the Transaction closing date.

On the closing date of the Transaction, the Evolve shareholders' agreement will be executed, governing, among other matters, the company's governance structure and the granting of call and put options that will allow Smartfit to acquire all Evolve shares held by the minority shareholders.

The closing of the Transaction is subject to the fulfillment of customary precedent conditions for this type of transaction, including approval by the Brazilian antitrust authority (CADE).

The Company further clarifies that the Transaction does not meet the thresholds set forth in Article 256 of Brazilian Law No. 6,404/76 and, therefore, is not subject to approval at a Smartfit shareholders' meeting.

The Company will keep the market informed of any developments or resolutions regarding the matters disclosed in this notice to market, in accordance with applicable CVM regulations and legislation.

São Paulo, December 2, 2025.

**José Luís Rizzardo Pereira**

Investor Relations Officer