



MINERVA S.A.

Publicly-held Company

Corporate Taxpayer's ID (CNPJ) No. 67.620.377/0001-14

Company Registry (NIRE) 35.300.344.022 | CVM Code No. 02093-1

MATERIAL FACT

Minerva S.A. ("Company"), leader in South America in the export of fresh beef, in compliance with the provisions of paragraph 4 of article 157 of Law No. 6,404, of December 15th, 1976, as amended ("Brazilian Corporate Law"), and the regulations of the Brazilian Securities and Exchange Commission ("CVM"), in particular CVM Resolution No. 44, of August 23rd, 2021, in continuation of the Material Fact disclosed on April 7th, 2025, hereby informs the shareholders and the market in general as follows.

At the Extraordinary General Meeting held on this date ("EGM"), the shareholders approved the increase in the Company's share capital, with the allocation of subscription bonuses as an additional advantage to the subscribers of the shares subject to the capital increase ("Subscription Bonuses"), in the amount of up to R\$ 2,000,000,003.32 (two billion, three reais and thirty-two cents), with the private subscription of up to 386,847,196 (three hundred and eighty-six million, eight hundred and forty-seven thousand, one hundred and ninety-six) new common, nominative, book-entry shares with no par value, at an issue price of R\$ 5.17 (five reais and seventeen cents) per share, to be paid up in national currency, with partial approval being allowed, provided that new shares are subscribed, corresponding to a minimum increase of R\$ 1,000,000,000.00 (one billion reais) ("Capital Increase").

The EGM also approved on the date hereof the amendment of article 6, *caput*, of the Company's Bylaws, to increase the limit of the Company's authorized capital from 710,000,000 (seven hundred and ten million) registered common shares to 1,291,000,000 (one billion two hundred and ninety-one million) registered common shares, regardless of any amendment to the Bylaws. The amendment aims to enable, through approval by the Board of Directors, the issuance of shares under the Capital Increase and through the exercise of Subscription Bonuses, as well as to allow greater flexibility and agility for the Company's management to evaluate potential future capitalization alternatives.

The Company also clarifies that, on the date hereof, released a Notice to Shareholders with detailed information, terms and conditions applicable to the Capital Increase approved by the EGM, inclusively with respect to the exercise of the respective exercise of preemptive rights, subscription and capitalization of new shares, in



accordance with applicable regulation. Documentation concerning the EGM and the Notice to Shareholders are available for consultation on the websites of the CVM (<https://www.gov.br/cvm>), B3 (<https://www.b3.com.br>) and the Company (<https://ri.minervafoods.com/>), as well as at the Company's registered office.

Barretos/SP, April 29th, 2025

Edison Ticle de Andrade Melo e Souza Filho

Chief Financial and Investor Relations Officer