



**MINERVA S.A.**

*Publicly-Held Company*

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

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

**MATERIAL FACT**

**Minerva S.A.** ("Company"), leading beef exporter in South America, in compliance with paragraph 4 of article 157 of Law No. 6,404, of December 15, 1976, as amended ("Brazilian Corporate Law"), and with the regulations issued by the Brazilian Securities and Exchange Commission ("CVM"), in particular CVM Resolution No. 44, of August 23, 2021, as amended, and in continuity with the Material Fact disclosed on August 6, 2025, hereby informs its shareholders and the market in general as follows:

At the Extraordinary General Meeting held on this date ("EGM"), the Company's shareholders approved the proposal to reduce the Company's capital stock in the total amount of R\$577,295,043.52 (five hundred seventy-seven million, two hundred ninety-five thousand, forty-three reais and fifty-two centavos), in order to absorb accumulated losses recorded in the financial statements for the fiscal year ended December 31, 2024, pursuant to Article 173 of the Brazilian Corporation Law ("Capital Reduction").

It is important to note that the Capital Reduction will be carried out without the cancellation of shares, without any reimbursement to shareholders, and will take immediate effect, with no need to observe the creditor opposition period set forth in Article 174 of the Brazilian Corporation Law.

As a result of the Capital Reduction, the Company's capital stock remains divided into 994,534,197 (nine hundred ninety-four million, five hundred thirty-four thousand, one hundred ninety-seven) common, registered, book-entry shares with no par value, and the capital stock amount changes from the current R\$3,680,872,129.24 (three billion, six hundred eighty million, eight hundred seventy-two thousand, one hundred twenty-nine reais and twenty-four centavos) to R\$3,103,577,085.72 (three billion, one hundred three million, five hundred seventy-seven thousand, eighty-five reais and seventy-two centavos).

The minutes of the EGM are available for consultation on the websites of the CVM (<https://www.gov.br/cvm>), B3 (<https://www.b3.com.br>), and the Company's Investor Relations website (<https://ri.minervafoods.com/>).

Finally, the Company reaffirms its commitment to keep shareholders and the market duly informed about the progress of this and any other matter of market interest.



Barretos/SP, August 28<sup>th</sup>, 2025.

**Edison Ticle de Andrade Melo e Souza Filho**  
Chief Financial and Investor Relations Officer