



**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.** ("**Minerva**" or "**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 15<sup>th</sup>, 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 23<sup>rd</sup>, 2021, and in addition to the Notices to the Market released on May 17, 2024 and May 21, 2024, and to the Material Facts released on October 30, 2024 and December 17, 2024, informs to its shareholders and to the market in general the following.

On the date hereof, the Company has filed a new request before the Uruguayan antitrust authority (*Comisión de Promoción Y Defensa de la Competencia – Coprodec*) regarding the acquisition of three (3) industrial plants owned by Marfrig Global Foods S.A. in Uruguay located in San José, Salto and Colonia ("**Uruguay Transaction**").

Given the previous decision of the Coprodec, which not approved the Uruguay Transaction in its original terms, Minerva has now presented a new structure for the transaction, comprising the acquisition of the industrial plants located in San José and Salto, conditioned to the immediate resale of the plant located in Colonia to the Allana Group.

The Company reiterates its commitment to keep its shareholders and the market in general informed about any material developments of the matters discussed herein, notably concerning relevant updates regarding the new proposed structure of the Uruguay Transaction.

Barretos, February 11, 2025.

**Minerva S.A.**

Edison Ticle de Andrade Melo e Souza Filho

Chief Financial Officer and Investor Relations Officer