

**NATURA &CO HOLDING S.A.**  
Publicly Traded Company  
CNPJ/ME n° 32.785.497/0001-97

**NATURA COSMÉTICOS S.A.**  
Publicly Traded Company  
CNPJ/ME n° 71.673.990/0001-77

## **MATERIAL FACT**

### **Closing of the Merger**

**Natura &Co Holding S.A.** (B3: NTCO3) and **Natura Cosméticos S.A.**, in compliance with the provisions of Resolution No. 44 of the Brazilian Securities and Exchange Commission (“CVM”), of August 23, 2021, and Law No. 6,404, of December 15, 1976, and in continuity with the information disclosed in the Material Facts of March 20, March 25 and April 25, 2025, inform their shareholders and the market in general of the following:

On June 23, 2025, meetings of the Board of Directors of the Companies were held, in which the following resolutions were taken:

- in view of the approval of the conversion of the issuer registration category of Natura Cosméticos S.A. (“Natura Cosméticos”) to Category “A” and the listing and admission of its shares on the Novo Mercado of B3 S.A. – Brasil, Bolsa, Balcão (“B3”), the verification and satisfaction of the conditions precedent provided for in the “Protocol and Justification of the Incorporation of Natura &Co Holding S.A. by Natura Cosméticos S.A.” (“Protocol and Justification”), related to the merger of Natura &Co Holding S.A. (“Natura &Co”) by Natura Cosméticos, as approved at the extraordinary general meetings of Natura &Co and Natura Cosméticos, held on April 25, 2025, at 9:30 a.m. and 11:00 a.m., respectively (“Merger”);
- the date of July 1, 2025 was approved and recorded as the date of consummation of the Merger (closing), under the terms and conditions of the Protocol and Justification.

Due to the closing of the Merger:

- shareholders holding Natura &Co shares will receive, for each share (B3: NTCO3) held on **July 1, 2025** (cut-off date), one share of Natura Cosméticos (B3: NATU3);
- trading of NATU3 shares will begin on **July 2, 2025** in the Novo Mercado segment of B3;

- the crediting of NATU3 shares will occur at the end of the day on July 3, 2025 and will appear in the shareholders' statement as of July 4, 2025.

In preparation for the Merger, Natura &Co also approved the early termination of the Share Buyback Program and the cancellation of 16.497.498 shares held in treasury, without reducing the share capital, so that the number of common shares of Natura &Co increased from 1,390,615,155 shares to 1.374.117.657 shares.

The Board of Directors of Natura Cosméticos also approved the Share Buyback Program of Natura Cosméticos, effective July 2, 2025, as detailed in the material fact of Natura Cosméticos disclosed on this date.

São Paulo, June 23, 2025.

**SILVIA VILAS BOAS**  
Chief Financial and Investor Relations  
Officer  
NATURA &CO HOLDING S.A.

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