



RANDON S.A. IMPLEMENTOS E PARTICIPAÇÕES

Listed Company

MATERIAL FACT

Randon S.A. Implementos e Participações (“Randon” or “Company”), listed company, headquartered at Abramo Randon Ave., 770, Caxias do Sul, Rio Grande do Sul State, in compliance with the provisions of Law No 6,404, dated December 15, 1976, as amended, and the provisions of the Brazilian Securities and Exchange Commission Resolution No 44, dated August 23, 2021, informs its shareholders and the market in general that, at a Board of Directors Meeting held on this date, the directors decided to approve the execution, on July 7, 2022, of the Purchase and Sale/Membership Interest Purchase Agreement (“MIPA”) by the Company's subsidiary located in the United States of America, Randon Holdco USA LLC, with the aim of acquiring the entire shareholding/membership interests of Hercules Enterprises, LLC, which develops trailer and semi-trailer manufacturing activities located in the State of New Jersey, United States of America, for the estimated price of US\$ 39,550,000.00 to be paid in date of conclusion of the deal ("Closing"), the amount of which will be subject to the usual adjustments in this type of operation, including the variation in working capital, as well as any increase in the form of earn out as provided for in MIPA.

The Closing will happen after the fulfillment of the conditions precedent established in the MIPA, and is not subject to approval by antitrust bodies in any jurisdiction. The Company's main objective with the operation is to expand in the international market of trailers in line with its strategic guidelines.

The company will keep its shareholders and the market timely and adequately informed about the conclusion of the transaction. More detailed information can be obtained from the Investor Relations department, through the following channels: ri@randon.com.br or telephone +55 54 3239-2795.

Caxias do Sul (RS), July 07, 2022.

Paulo Prignolato
Investor Relations Officer