



RANDON S.A. IMPLEMENTOS E PARTICIPAÇÕES

Publicly Held Company with Authorized Capital

CNPJ No. 89.086.144/0011-98

NIRE 43.300.032.680

MATERIAL FACT

RANDON S.A. IMPLEMENTOS E PARTICIPAÇÕES ("Company") in compliance with the pursuant to Resolution of the Brazilian Securities and Exchange Commission ("CVM") No. 44 of August 23, 2021, as amended, and Law No. 6,404 of December 15, 1976, as amended, hereby informs its shareholders and the market that the Company's Board of Directors approved at a meeting held, on this date, the Company's eleventh (11th) issuance of simple debentures, not convertible into shares, on an unsecured basis, in a single series, with a maturity of seven (7) years and a unit value of R\$1,000.00 (one thousand reais), totaling an amount of R\$600,000,000.00 (six hundred million reais) ("Debentures" and "Issuance", respectively), pursuant to the "*Instrumento Particular de Escritura da 11^a (Décima Primeira) Emissão de Debêntures Simples, Não Conversíveis em Ações, da Espécie Quirografária, em Série Única, para Distribuição Pública, Sob o Rito de Registro Automático de Distribuição, da Randon S.A. Implementos e Participações*" entered into, on this date, between the Company and Oliveira Trust Distribuidora de Títulos e Valores Mobiliários S.A., in its capacity as fiduciary agent representing the holders of the Debentures ("Deed of Issuance").

The Debentures will be subject to public distribution under the automatic distribution registration procedure, under the intermediation of institutions that are part of the securities distribution system, pursuant to CVM Resolution No. 160, of July 13, 2022, as amended ("Offering").

Remunerative interest will be charged on the Unit Face Value or the balance of the Unit Face Value of the Debentures, corresponding to the accumulated variation of 100% (one hundred percent) of the average daily rates of the DI – Depósito Interfinanceiro, "*over extra-group*", expressed as a percentage per year, based on 252 (two hundred and fifty-two) business days, calculated and disclosed daily by B3 S.A. – Brasil, Bolsa, Balcão ("B3"), plus a surcharge (*spread*), to be defined in the process of investment collecting intentions alongside with the investors of the Offering, limited to 1.1700% (one integer and

seventeen thousand tenths of a thousandth percent) per year, based on 252 (two hundred and fifty-two) business days.

The net proceeds raised through the Issuance will be allocated by the Company to cash reinforcement and liability management.

More information about the Issuance and the Offering can be obtained in the Deed of Issuance and in the Notice to the Market of the Offering, available for consultation on the Company's investor relations website (<https://ri.randoncorp.com/>) and on *the websites* of CVM (<https://cvm.gov.br>) and B3 (<https://b3.com.br>).

This Material Fact is for informational purposes only, under the terms of the regulations in force, and does not constitute and should not be interpreted as any effort to sell the Debentures.

The Company will keep its shareholders and the market in general informed about the existence of new material developments related to this topic.

Caxias do Sul, April 19, 2024.

Paulo Prignolato
Investor Relations Officer