



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, 1st floor, Caxias do Sul, State of Rio Grande do Sul, pursuant to the law No. 6,404, of December 15, 1976, as amended ("Brazilian Corporate Law"), and the Securities and Exchange Commission ("CVM") Resolution No. 44, dated of August 23, 2021, as amended ("CVM Resolution No. 44"), hereby informs its shareholders and the market in general that, at the meeting of the Board of Directors held on this date ("RCA"), the Directors approved the 10th issuance of simple unsecured debentures, non-convertible into shares, in two series, in the total amount of R\$ 500,000,000.00, for public distribution with restricted efforts, pursuant to CVM Instruction No. 476, of January 16, 2009, as amended.

500,000 Debentures will be issued, in to 2 series. The number of Debentures to be allocated in each series, as well as the existence of 2 series, will be defined according to the demand for the Debentures, calculated through a bookbuilding procedure, in accordance with the system of communicating vessels, provided that the Debentures of the second series must correspond to at least R\$ 200,000,000.00. The face value of the Debentures will be R\$ 1,000.00, on the issuance date, to be fixed in the deed of issue. Except for the hypotheses of amortization or early redemption of the Debentures and/or early maturity of the obligations arising therefrom, as may appear in the "Private Deed Instrument of the 10th Issue of Simple, Non-Convertible Debentures, of the Unsecured Type, in to Two Series, for Public Distribution with Restricted Efforts, by Randon S.A. Implementos e Participações", the First Series Debentures will mature 5 years and the Second Series Debentures will mature 7 years, as of the Issuance Date. The Offer exclusively targets professional investors as set forth under article 11 of the Resolution CVM No 30 of May 11, 2021.

The face value or the outstanding amount of the face value of the First Series Debentures will be increased by an interest rate corresponding to the accumulated variation of 100% of the average daily rates of DI - Interbank Deposit of one day, "over extragroup", expressed as a percentage per year, base 252 Business Days, calculated and disclosed daily by B3 S.A. - Brasil, Bolsa, Balcão ("DI Rate"), plus a surcharge (spread) of 1.5000% per year, base of 252 Business Days ("Remuneration of the First Series Debentures"). The Remuneration of the First Series Debentures will be calculated according to the formula described in the Deed of Issue and paid semiannually.

The face value or the outstanding amount of the face value of the Second Series Debentures will be increased by an interest rate corresponding to the accumulated variation of 100% of the average daily rates of DI, plus a surcharge (spread) of 1.6900% per year, base of 252 Business Days ("Remuneration of the Second Series Debentures"). The Remuneration of the Second Series Debentures will be calculated according to the formula described in the Indenture and paid semiannually.

The net funds raised by the Company with the Restricted Offer will be fully used by the Company to reinforce its working capital and liability management.

The minutes of the Board of Directors Meeting that approved the Restricted Offer, as well as, the main terms and conditions of the Debentures, will be available on the Company's and CVM's websites, pursuant to the applicable regulations.

This Material Fact is being disclosed by the Company exclusively in compliance with CVM Resolution No. 44, so that it is exclusively informative and should not be interpreted and/or considered, for all legal purposes, as sales and/or disclosure material of Debentures.

Caxias do Sul (RS), October 21, 2022.

Paulo Prignolato
Investor Relations Officer