

RANDONCORP

RANDON S.A. IMPLEMENTOS E PARTICIPAÇÕES

Listed Company

NOTICE TO THE MARKET

Randoncorp (Randon S.A. Implementos e Participações | B3: RAPT3 and RAPT4) ("Company") informs its shareholders and the market in general, following the information disclosed in the Material Fact dated June 24, 2024, that have been fulfilled and/or exceeded, as applicable, by the subsidiaries of its controlled company, Fras-Le S.A. ("Frasle Mobility"), Fras-le México S. de R. L. de C.V. ("Fras-le México") and Fras-le North America, Inc. ("FNAI"), as well as by the other parties involved in the transaction, the conditions precedent set forth in the share and asset purchase agreement ("Share and Asset Purchase Agreement") necessary for the completion of the acquisition of **(a)** 100% of the shares of the company Dacomsa, S.A. de C.V. ("Dacomsa"), and indirectly through Dacomsa, the acquisition of 99.99984017% of the shares of the company Kuo Motor, S.A. de C.V. ("Kuo Motor") and 100% of the shares of the company Fricción y Tecnología S.A. de C.V. ("Fritec" and, together with Dacomsa and Kuo Motor, the "Acquired Companies"), and **(b)** other tangible and intangible assets related to the businesses of the Acquired Companies ("Acquisition").

The acquisition price is approximately R\$ 2.2 billion, as stipulated in the Purchase and Sale Agreement. Payment of this amount was made using the Company's own resources, as well as funds raised in Brazil and Mexico, thereby optimizing the financial structure of Frasle Mobility and the Company.

The precedent conditions include the issuance of a guarantee by Frasle Mobility to secure the obligations related to the payment, by Dacomsa, which as of today becomes part of the Frasle Mobility economic group, of the acquisition amounts for Kuo Motor and Fritec, as approved in meetings of the Boards of Directors of Frasle Mobility and the Company, both held on June 24, 2024.

Accordingly, all necessary documents for the conclusion of the Acquisition, including the guarantee letter, were executed on this date, with the effective direct and indirect transfer of the shareholding control and management of the Acquired Companies.

Additional information can be obtained from the Company's Investor Relations department at ri@randoncorp.com.

Caxias do Sul (RS), January 14, 2025.

Paulo Prignolato
Investor Relations Officer