

ODONTOPREV S.A.
Corporate Taxpayer's ID (CNPJ/MF) 58.119.199/0001-51
Corporate Registry (NIRE) No.: 35.300.156.668
PUBLICLY HELD COMPANY

MATERIAL FACT

Odontoprev S.A. ("Company" or "Odontoprev"), informs that has celebrated today a Share Purchase and Sale Agreement for the acquisition of the control, through its subsidiary Clidec Participações S.A. ("Clidec Participações"), of additional common shares representing 51.0% (fifty-one per cent) of Papaiz Associados Diagnósticos por Imagem S.A., with headquarters in São Paulo/SP, CNPJ/ME 62.020.367/0001-24 ("Papaiz") (such acquisition being referred as the "Transaction"), held until then by Fleury Centro de Processos Médicos S.A. ("Fleury").

In 2013, Odontoprev, through its subsidiary Clidec Participações, acquired in partnership with Fleury, 100.0% of Papaiz, of which 49.0% Clidec Participações and 51.0% Fleury.

With over 30 years of experience, Papaiz is focused on dental imaging diagnostic solutions, with 18 clinics located in the state of São Paulo, all accredited by the Company. Over the last twelve months ended October 2022, Papaiz registered net revenues of R\$29.5 million.

The price of the Transaction, to be paid cash, is R\$19,181 thousand.

The Transaction does not constitute a relevant investment for Odontoprev, thus will not be submitted to approval of its shareholders or will give rise to the right of withdrawal, under the terms of Article 247, sole paragraph, and 256 of Law No. 6,404/76.

The Transaction is subject to the verification of certain usual conditions, including the approval by the Administrative Council for Economic Defense ("CADE").

Barueri, December 08th, 2022.

José Roberto Borges Pacheco

CFO & IRO