

## **VIA VAREJO S.A.**

A publicly-held corporation with authorized capital  
Brazilian corporate taxpayers' roll (CNPJ/ME) No. 33.041.260/0652-90  
NIRE (State Registry) No. 35.300.394.925

### **NOTICE TO THE MARKET**

#### **PUBLIC ISSUANCE OF DEBENTURES LINKED WITH SUSTAINABILITY GOALS IN THE TOTAL AMOUNT OF 1 BILLION REAIS**

Via Varejo S.A. ("Company") hereby informs its shareholders and the market in general that the Board of Directors approved, on a meeting held on the date hereof, among other things, (i) the 6<sup>th</sup> (sixth) public issue of simple debentures, non-convertible in shares, unsecured, in up to 2 (two) series of the Company, for public distribution with restricted placement efforts, pursuant to the CVM Ruling No. 476, of January 16<sup>th</sup>, 2009, as amended ("Debentures" and "Issue", respectively). This shall be the first issue of the Company with conditions linked to compliance with sustainability goals (sustainability-linked bond - SLB).

The total amount of the Issue will be R\$1,000,000,000.00 (one billion reais), on the Issuance Date (as defined below) ("Maximum Total Amount of the Issue"). Up to 1.000.000 (one million) Debentures will be issued, on the Issuance Date ("Total Amount of Debentures"), observed that the amount of Debentures to be issued for each series will be defined in the Communicating Vessels System (as defined below), after the completion of the Bookbuilding Procedure. According to the vessel system communicating parties, the amount of Debentures issued in each series shall be deducted from the Total Amount of Debentures indicated above, defining the amount to be allocated in the other series, so that the sum of the Debentures allocated in each of the series effectively issued must correspond to the Total Amount of Debentures object of the Issue. There will be no quantity minimum or maximum amount of Debentures or minimum or maximum amount for allocation between series, that any of the series may not be issued ("Communicating Vessel Systems"). The Debentures will have a nominal unit value of R\$1,000.00 (one thousand reais) on the Issuance Date.

The Debentures will be the object of a public distribution with restricted placement efforts, under a firm commitment regime of placement for the amount of up to 1,000,000,000.00 (one

billion reais), with the intermediation of certain financial institutions members of the securities distribution system, one of which will be the lead underwriter.

Over the Nominal Unit Value or the balance of Nominal Unit Value of the Debentures, as the case may be, will be applicable a compensation interest corresponding to accumulated variance of 100% (one hundred per cent) of the daily average rates of the DI – Interfinancial Deposits for one day, “over extra group”, expressed in the form of percentage per annum, base of 252 (two hundred and fifty-two) Business Days, as calculated and disclosed daily by B3 in its daily information bulletin, made available on its page on the Internet ([www.b3.com.br](http://www.b3.com.br)) (“DI Rate”), in addition exponentially to a *Spread* tax (as defined below), the DI Rate and the *Spread*, together, “Remuneration”, calculated exponentially and cumulatively *pro rata temporis*, by Business Days elapsed, since the First Payment Date of the Debentures or the payment date of the of the immediately preceding Remuneration, as the case may be, up to the date of the actual payment, as to be described in Indenture. The original spread to be applied for the First Series will be of up to **(i)** 1,90% (one and ninety centesimal per cent) a year, base of 252 (two hundred and fifty-two) Business Days for the First Series Debentures, as it will be defined in the Bookbuilding Procedure (“Original Spread of the First Series”); and **(ii)** the original spread to be applied for the Second Series will be up to 2,10% (two and ten centesimal per cent) a year, base of 252 (two hundred and fifty-two) Business Days for the Second Series Debentures, as it will be defined in the Bookbuilding Procedure (“Original Spread of the Second Series” and, together with the Original Spread of the First Series, “Original Spread”). If certain targets for achieving the use of renewable electricity to be established in the Indenture are not met (as defined below) or the External Appraiser Report is not delivered to the fiduciary agent within the term to be established in the Indenture, the Spread shall be increased by 10bps (ten basis points) (“Step-Up Mechanism”), provided that (i) the Original Spread of the First Series shall be adjusted to up to 2.00% (two percent) per year, base 252 (two hundred and fifty-two) Business Days, and the Original Spread of the Second Series will be adjusted to up to 2.20% (two and twenty centesimal percent) per year, base 252 (two hundred and fifty-two) Business Days.

The Company has contracted and must maintain contracted, until the full and effective settlement of all obligations related to the Debentures, as a risk rating agency Standard & Poor’s Ratings do Brasil Ltda. (“Risk Rating Agency”) for credit risk rating (“Rating”) of the

Issue, as well as for updating, at least, once every calendar year, of the Rating report during the term of the Debentures.

The Remuneration will be calculated exponentially and cumulatively “*pro rata temporis*”, for business days elapsed, incident on the Nominal Unit Value or on the balance of the Amount Unit Nominal of the Debentures, as the case may be, from the Profitability Start Date, or the Remuneration Payment Date immediately preceding (inclusive) up to the payment date of the Remuneration in question, date of declaration of early maturity as a result of a Default Event (as to be defined in the Indenture) or on the date of any Redemption Optional Advance (as to be defined in the Indenture), whichever comes first. The Remuneration will be calculated according to the formula to be provided in the Indenture.

The Debentures of the First Series will have a term of 3 (three) years counting from the Issuance Date, and the Debentures of the Second Series will have a term of 5 (five) years, counting from the Issuance Date. The proceeds obtained by the Company through the payment of the Debentures will be allocated to the rescheduling of the Company’s debt, and cash flow fortification in accordance with the ordinary management of the Company’s business.

For all legal effects, the issuance date (“Issuance Date”) of the Debentures will be the date defined in the “*Indenture of the 6<sup>th</sup> (Sixth) Public Issuance of Simple, Non-Convertible in Shares, Unsecured, in up to 2 (Two) Series, Debentures, for Public Distribution with Restricted Placement Efforts, of Via Varejo S.A.*” (“Indenture”), to be entered into by and between the Company and Pentágono S.A. – Distribuidora de Títulos e Valores Mobiliários.

This notice is exclusively of an informational nature, in accordance with the applicable law, and should not be construed or considered, for all legal purposes and effects, as any offer to sell and/or promote the Debentures.

São Caetano do Sul, April 18, 2021.

**ORIVALDO PADILHA**

Financial Vice President and Investor Relations Officer of Via Varejo S.A.