

COGNA EDUCAÇÃO S.A.

Corporate Taxpayer ID (CNPJ/ME) No. 02.800.026/0001-40

Company Registry (NIRE) 31.300.025.187

Publicly Held Corporation

MATERIAL FACT

COGNA EDUCAÇÃO S.A. (B3: **COGN3**; OTCQX: **COGNY**) ("Cogna"), in accordance with paragraph 4, article 157 of Law No. 6,404/76 and with the Brazilian Securities and Exchange Commission Rule No. 358, dated January 3, 2002, as amended, hereby inform to their shareholders and the market in general that, today, the Board of Directors of Cogna approved the 7th (seventh) issuance of simple and unsecured *debentures*, not convertible into shares, in up to two series, of Cogna, in the amount of up to one billion and two hundred and fifty million *reais* (R\$1,250,000,000.00) ("Debentures" and "Issuance", respectively), with a par face value of one thousand *reais* (R\$1,000.00) on the *Debentures*' issuance date. The issuance of the *Debentures* will be subject to public distribution with restricted placement efforts, pursuant to CVM Instruction 476, as amended ("Restricted Offer").

The *Debentures* use of proceeds is to strengthen Cogna's cash position, provide capital for its subsidiaries (through loan, capital increase, advance for future capital increase, or any other form provided by law and the applicable regulation), and the remaining amount allocated to reinforce Cogna's working capital.

The *Debentures* of the first series and will be entitled to the payment of interest corresponding to one hundred percent (100%) of accumulated variation of the average daily rates of Interbank Deposits, "*over extra group*", plus two integers and sixty hundredths percent (2,60%) spread per year, based on two hundred and fifty-two (252) business days, calculated in the terms of the deed of issuance and paid on a semi-annual basis from the *Debentures*' issuance date. The *Debentures* of the second series and will be entitled to the payment of interest corresponding to one hundred percent (100%) of accumulated variation of the average daily rates of Interbank Deposits, "*over extra group*", plus two integers and ninety five hundredths percent (2,95%) spread per year, based on two hundred and fifty-two (252) business days, calculated in the terms of the deed of issuance and paid on a semi-annual basis from the *Debentures*' issuance date. Moreover, from February 20, 2023, Cogna may, at any time and at its sole discretion, carry out the optional early redemption of the of all the First Series *Debentures*, and from February 20, 2024, Cogna may, at any time and at its sole discretion, carry out the optional early redemption of the of all the Second Series *Debentures*, with the payment of the respective premium, as provided in the deed of issuance and calculated in accordance to the formula set forth in the deed of issuance.

Regardless the scenarios of early liquidation of all debentures due to the declaration of early maturity and/or to early maturity of obligations resulting of the debentures, as provided in the deed of issuance, the par face value of the *Debentures of the first Serie* will be paid in full and in a single installment, in the *Debentures'* maturity date, that is, August 20, 2024. The par face value of the *Debentures of the Second Series* will be paid in two installments, the first one in August 20, 2025 and the second in the *Debentures'* maturity date, that is, August 20, 2026.

Cogna will keep its shareholders and the market in general properly informed of any developments or resolutions about the Restricted Offer, in accordance to the restrictions and rules set forth in the CVM's regulations and other applicable laws.

São Paulo, July 12, 2021.

Frederico da Cunha Villa

Investor Relations Officer

Cogna Educação S.A.