



**MINERVA S.A.**

*Publicly-Held Company*

Corporate Taxpayer ID (CNPJ) No. 67.620.377/0001-14

Company's Registry (NIRE) 35.300.344.022 | CVM Code No. 02093-1

**MATERIAL FACT**

**Minerva S.A.** ("**Minerva**" or "**Company**"), leading beef exporter in South America, in continuity with the Material Facts disclosed on February 11, 2025, and June 13, 2025, regarding the acquisition of assets by Athn Foods Holdings S.A. ("**Athn Foods**"), a subsidiary of the Company, from a subsidiary of Marfrig Global Foods S.A. ("**Marfrig**") in Uruguay ("**Uruguay Transaction**"), hereby informs its shareholders and the market in general as follows:

The Company received a notice from Marfrig on the date hereof, alleging, in summary, that the conditions precedent applicable to the Transaction were not satisfied by the "Long Stop Date" and, therefore, the agreement would have been automatically terminated by operation of law. The Company disagrees with Marfrig's allegation and understands that the agreement remains in full force and effect.

As previously disclosed to the market, the Uruguay Transaction remains subject to approval by the Uruguayan antitrust authority (*Comisión de Promoción y Defensa de la Competencia – COPRODEC*), and the Company continues to be actively engaged in securing approval for the Uruguay Transaction.

Barretos/SP, August 29<sup>th</sup>, 2025

**Edison Ticle de Andrade Melo e Souza Filho**

Chief Financial and Investor Relations Officer