



**C&A MODAS S.A.**

CNPJ/MF 45.242.914/0001-05  
NIRE 353000542762

**Companhia Aberta**

**FATO RELEVANTE**

A C&A Modas S.A. ("Companhia"), nos termos do art. 12 da Resolução CVM nº 44, de 23 de agosto de 2021, conforme alterada, comunica aos seus acionistas e ao mercado em geral que recebeu, nesta data, correspondência encaminhada pela Incas S.à r.l. informando que alienou o total de 66.000.000 (sessenta e seis milhões) de ações ordinárias de emissão da Companhia.

Em decorrência de referida alienação, a participação acionária da Cofra Investments S.à r.l. e Incas S.à r.l. ("Grupo COFRA"), passou a ser de 95.302.215 (noventa e cinco milhões, trezentos e dois mil e duzentos e quinze) ações ordinárias, que representam 30,92% do capital social da Companhia.

De acordo com a correspondência recebida pela Companhia, a alienação não possui a intenção de alteração no controle. O inteiro teor da carta consta do Anexo I deste Fato Relevante.

A Companhia permanece à disposição para quaisquer esclarecimentos adicionais.

Barueri, 5 de dezembro de 2025.

**Laurence Beltrão Gomes**

Diretor Vice-Presidente de Administração, Finanças e de Relações com Investidores



**C&A MODAS S.A.**

CNPJ/ME 45.242.914/0001-05

NIRE 353000542762

**Publicly Held Company**

**MATERIAL FACT**

C&A Modas S.A. ("Company"), pursuant to Article 12 of CVM Resolution No. 44, dated August 23, 2021, as amended, hereby informs its shareholders and the market in general that it has received, on this date, correspondence from Incas S.à r.l. stating that it has sold a total of 66,000,000 (sixty-six million) common shares issued by the Company.

As a result of this sale, the shareholding of Cofra Investments S.à r.l. and Incas S.à r.l. ("COFRA Group") now amounts to 95,302,215 (ninety-five million, three hundred and two thousand, two hundred and fifteen) common shares, representing 30.92% of the Company's share capital.

According to the correspondence received by the Company, such sale does not intend to result in any change of control. The entire content of the letter is attached in Annex I to this Material Fact.

The Company remains available for any additional clarifications.

Barueri, December 5, 2025.

**Laurence Beltrão Gomes**

CFO and Investor Relations Officer

## ANEXO I

Zug, December 5, 2025

To

**C&A Modas S.A.**

At.: Laurence Beltrão Gomes

**Ref.: Notice of Relevant Divestment**

**Incas S.à r.l.**, enrolled with Brazilian taxpayers' registry (CNPJ/MF) under No. 06.049.146/0001-08, with headquarters in Luxembourg ("Selling Shareholder"), pursuant to Article 12 of the Brazilian Securities and Exchange Commission (*Comissão de Valores Mobiliários*) ("CVM") Rule No. 44, dated as of August 23, 2021, hereby inform that, on December 4, 2025, it has sold 66,000,000 common shares issued by **C&A Modas S.A.** ("Company"); as a result of the trade, the Selling Shareholder together with COFRA Investments S.à r.l. currently hold 95,302,215 common shares of the Company, corresponding to 30,92% of issued and outstanding shares of capital stock ("Shares").

The Selling Shareholders, on date hereof, represent that:

- (i) the sale was conducted with no intention to change the Company's control or management structure;
- (ii) neither them or related parties hold, direct or indirectly, any other shares or any warrants, share subscription rights, options for the purchase of shares or debentures convertible into shares of the Company, nor do they hold rights over any such securities; and
- (iii) they are not parties to any contract or agreement that regulates the exercise of voting rights, or the purchase and sale of securities issued by the Company.

We would appreciate if you could forward this notification to the CVM and B3 S.A. – Brasil, Bolsa, Balcão, according to the applicable regulation, as well as if you could provide, within seven business days, the applicable updates in the Company's Reference Form, as provided in Article 25, Paragraph 3<sup>rd</sup>, item VI, of CVM Rule No. 80.

Sincerely yours,

**Incas S.à r.l.**

Signed by:  
  
74383B20EFC643C...  
Karael Bogaerts  
Manager

Signed by:  
  
BDA75E48EC504C1...  
Matthias van der Looven  
Manager