

KORA SAÚDE PARTICIPAÇÕES S.A.
Publicly-held company
CNPJ/MF nº 13.270.520/0001-66
NIRE 32300031871

MATERIAL FACT

KORA SAÚDE PARTICIPAÇÕES S.A. ("Company") (B3: KRSA3), in compliance with the provisions of Article 157, paragraph 4 of Law No. 6,404, of December 15, 1976, as amended ("**Brazilian Corporate Law**") and the Resolution of the Brazilian Securities and Exchange Commission ("**CVM**") No. 44, of August 23, 2021, as amended, comes, in addition to the Material Facts disclosed on December 15, 2024 and 17 of February 2025, to inform that the Company received from its controlling shareholder, Viso Advantage – Fundo de Investimento em Participações Multiestratégia Investimento no Exterior ("**Offeror**") the final version of the notice for the tender offer of common shares issued by the Company for the purpose of converting the registration from a publicly-held company category "A" to category "B", and consequent delisting of the Company from the Novo Mercado ("**Tender Offer**" and "**Tender Offer Protocol**"), as well as the appraisal report of the Company's shares, prepared by Ernst & Young Assessoria Empresarial Ltda. ("**Appraisal Report**").

Thus, as of this date, the Tender Offer Protocol and the Appraisal Report are available for consultation at the Company's and the Offeror's headquarters, as well as on the websites of the Company (<https://ri.korasaude.com.br/>), CVM (www.gov.br/cvm/pt-br), B3 (www.b3.com.br) and the intermediary institution for the Tender Offer (BTG Pactual Corretora de Títulos e Valores Mobiliários S.A.) (www.btgpactual.com/investment-bank).

As indicated in the Tender Offer Protocol, the Tender Offer has as its object the purchase, at a cash price of **R\$ 8.80 (eight reais and eighty cents) per share** - subject to the price adjustments provided for in the Tender Offer Protocol - , of **(i)** up to all Outstanding Shares issued by the Company; and **(ii)** two million and one hundred thousand (2,100,000) shares held by the shareholders who signed the Company's shareholders' agreement dated June 7, 2018 and are not part of its management ("**Founding Shareholders**"). For the purposes of the Tender Offer, "**Outstanding Shares**" are the shares issued by the Company that are not **(a)**° held by the Offeror or persons related to it; **(b)**° held by the Company's managers; **(c)**° held in treasury; and **(d)**° held by the Founding Shareholders, in accordance with the B3 opinion expressed through Official Letters 227/2024-DIE and 005/2024-PRE.

The Tender Offer will be carried out by an auction to be held at B3 on 03/20/2025, at 3 p.m., and shareholders who wish to qualify for the auction must observe the deadlines and procedures set forth in item 4 of the Tender Offer Protocol.

The success (and consequent liquidation) of the Tender Offer, as well as the effective conversion of the Company's registration to category "B", with the consequent delisting from the Novo Mercado, is subject to the approval (whether through a sale order of their shares or through the express manifestation of approval) of shareholders holding more than two thirds (2/3) of the Eligible Shares (i.e., the Outstanding Shares held by shareholders duly qualified for the auction of the Tender Offer), **being certain that, under the terms of the Tender Offer Protocol, to this date, shareholders holding 54.24% (fifty-four point twenty-four percent) of the total Outstanding Shares ("Committed Interest") have already expressed their irrevocable and**

irreversible commitment to qualify and dispose of their entire interest in the auction on the date of the auction (which shall not be less than the Committed Interest).

The Company will keep its shareholders and the market in general informed of any developments in the matter regarded in this material fact.

Vitória/ES, 18 February 2025.

Thiago Lima Freitas Nogueira
CFO and IRO