SÃO CARLOS

SCAR
B3 LISTED NM

SÃO CARLOS EMPREENDIMENTOS E PARTICIPAÇÕES S.A.
CORPORATE TAXPAYER'S ID (CNPJ/MF): 29.780.061/0001-09
Publicly Held Company

MATERIAL FACT

São Carlos Empreendimentos e Participações S.A. ("São Carlos" or the "Company"; B3: SCAR3), pursuant to Brazilian Securities and Exchange Commission (CVM) Resolution No. 44, following the Material Fact disclosed on July 28, 2025, hereby informs its shareholders and the market in general that all conditions precedent to the Transaction have been fulfilled. The Company has, on this date, executed a Public Deed of Purchase and Sale ("Deed") for the disposal of an office asset portfolio consisting of eight (8) properties ("Portfolio"), totaling 78.2 thousand sqm of gross leasable area, as detailed in the Annex.

The transaction value was R$ 837.2 million ("Transaction"). The financial settlement occurred as follows: (i) R$ 586.1 million in cash, received today, and (ii) R$ 251.2 million in subordinated units of the SC JiveMauá Corporate Real Estate Investment Fund ("FII SC JiveMauá"), also received today.

The Transaction value is 18.0% below the net asset value. The sale cap rate is 8.1%, considering the current lease contracts.

São Carlos will act as the Real Estate Consultant to FII SC JiveMauá.

This transaction reinforces São Carlos' strategy of maximizing shareholder value through asset sales and an asset-light operating model, strengthening the Company's presence in the real estate investment fund market and totaling R$ 1.2 billion in assets under the Company's Real Estate Consultancy. This model provides greater flexibility and allows the Company to allocate resources more efficiently, optimizing its portfolio management and expanding opportunities in the real estate sector.

Following this transaction, São Carlos' consolidated real estate portfolio will comprise 40 properties, with 165 thousand sqm of owned GLA and a market value of R$ 2.0 billion and R$ 351.1 million in FII units.

São Paulo, November 27th, 2025

São Carlos Empreendimentos e Participações S.A.
Gustavo Machado Mascarenhas
Chief Executive and Investor Relations Officer

Appendix

Property	Region	Location	GLA (sqm)
Alexandre Dumas 1677	Chácara Santo Antônio	SP	11,845
SPOP II	Chácara Santo Antônio	SP	5,600
EZ Towers – Torre A[1]	Chucri Zaidan	SP	22,278
Paulista Office Park	Paulista	SP	8,467
Globaltech	Campinas	SP	6,935
CE Visconde de Ouro Preto	Botafogo	RJ	7,162
Pasteur 110	Botafogo	RJ	5,373
Passeio 42	Centro	RJ	10,500
Total			**78,158**

[1]Sale of 47% of total GLA

Pasteur 110
5.373 m²

CEVOP
7.162 m²

Passeio 42
10,500 sqm

Globaltech[1]
6.935 m²

Alexandre
Dumas 1671
11.845 m²

Spop II
5.600 m²

EZ Towers A
22.278 m²

Paulista Office
Park
8.467 m²