



GRUPO TOKY S.A.
Publicly-Held Company
CNPJ/MF No. 31.553.627/0001-01
NIRE 35.300.561.201

NOTICE TO THE MARKET

GRUPO TOKY S.A. ("Company"), in response to the news published in "O Globo" on January 28, 2026 under the title under the headline "*Minority shareholder files lawsuit seeking to suspend Grupo Toky's EGM over alleged voting fraud*" ("*Acionista minoritário aciona Justiça para suspender AGE do Grupo Toky por fraude em voto*"), the Company clarifies that, on January 22, 2026, it became aware of a pre-arbitral interim relief request filed by a shareholder against the Company ("**Claimant**"), seeking the suspension of the effects of the resolution adopted at the Extraordinary General Meeting held, on second call, on December 17, 2025 ("**Meeting**"), on the grounds, in summary, that the Claimant allegedly did not cast a vote at the Meeting, yet had its vote counted in the outcome of the Meeting's resolution through the submission of a remote voting ballot (respectively, "**BVD**" and "**Claim**").

Differently from what was stated in the aforementioned news and alleged in the Claim, the Company received the Claimant's voting instructions through a remote voting map made available, in accordance with the applicable regulation, by the financial institution responsible for the bookkeeping of the Company's issued shares ("**Bookkeeper**"). Notwithstanding, following a request for clarification submitted by the Company, the Bookkeeper confirmed that the Claimant submitted a valid BVD and voted in favor of the approval of the matters included in the agenda of the Meeting, having transmitted the respective voting instruction directly through a voting link sent to the Claimant's own email address, as reflected in the Claimant's updated registration records maintained by the Bookkeeper.

Furthermore, and also contrary to what was reported in the aforementioned news article and alleged in the Action, the amendment to the Company's authorized capital approved at the Meeting was unrelated to the conversion of the Company's debentures carried out at the end of 2025, which was duly approved in accordance with the applicable laws and regulations and did not, in any respect, depend on the increase of the authorized capital approved at the Meeting to be implemented.

Finally, the Company informs that it will disclose a specific communication regarding the Claim, in accordance with the terms and deadlines set forth in Article 33, item XLIII, and Annex I of CVM Resolution No. 80.

São Paulo, January 29, 2026.

Marcelo Rodrigues Marques
Chief Financial and Investor Relations Officer