POLICY ON DISCLOSURE OF MATERIAL ACTS OR FACTS





GRENDENE S.A.

Publicly Held Company CNPJ nº 89.850.341/0001-60 – NIRE nº 23300021118-CE

Policy on Disclosure of Material Acts or Facts

1. Objectives, Definitions and Form of Adherence

- 1.1. The objective of this Policy is to state the rules and procedures to be obeyed in relation to disclosure by Grendene S.A. of Material Acts or Facts, the exceptions to immediate publication of information, and the procedures for maintaining secrecy on Material Information not yet disclosed to the market, for the purpose of ensuring transparency, and full compliance with the requirements of law and regulations governing disclosure of Material Acts or Facts.
- 1.2. Without prejudice to other terms defined in this Policy, the terms and expressions listed below, when used in this Policy, shall have the following meanings:

'Controlling Stockholders' means the stockholder(s) or group of stockholders connected by a stockholders' agreement, or under common control, who exercise the power of control of the Company, as defined in Article 116 of the Brazilian Corporate Law and in the Regulations of the Novo Mercado.

'Managers' means: the members of the Board of Directors; the members of the Advisory Committees to the Board of Directors; the members of any bodies with technical or consultative functions, created by the Bylaws; and the members of the Executive Board, whether or not they are statutory directors. For the purposes of application of this Policy, the members of the Audit Board (if constituted), are deemed to be Managers.

'General Meeting of Stockholders' means the General Meeting of Stockholders of the Company.

'Associates with Access to Privileged Information' means: the members of any bodies with technical or consultative functions, not constituted by the Bylaws, the Company's employees or other persons working for the Company or the Controlling Stockholder or any Subsidiary or Affiliate company, who, as a result of their job, function or position in the Company, or in the Controlling Stockholder or a Subsidiary or Affiliated company, may have knowledge or access to any Privileged Information.

'Material Act or Fact' has the meaning attributed in Item 4 (and Sub-items) of this Policy.

'B3' means B3 S.A. – Brasil, Bolsa, Balcão.

'Stock exchange' means the B3 or any other organized securities exchange or organized trading market on which the Company's Securities are traded.

'Employees' means the employees, workers and managers of the Company and its Subsidiaries.

'Affiliated companies' means the companies in the management of which the Company has significant influence, as defined by the Brazilian Corporate Law.

'The Company' means Grendene S.A., a listed corporation with head office at Avenida Pimentel Gomes 214, 62040-125, Sobral, State of Ceará, registered in the CNPJ (Brazilian registry of corporate taxpayers) under No. 89.850.341/0001-60.

'Consultants' means any party other than the company that provides service to the Company or to any of its Subsidiaries, who or that has access to material information.

'Subsidiaries' means the companies in which the Company, individually or jointly, directly or indirectly, has stockholding or partnership rights which confer upon it, permanently, preponderant power in decisions of the company and the power to elect the majority of its managers.

'CVM' means the Brazilian Securities Commission.

'Investor Relations Officer' means the Director of the Company designated by the Board of Directors to carry out the functions specified in the regulations of the CVM and in the Company's Bylaws.

'Privileged Information' means any Material Act or Fact related to the Company or to a Subsidiary or Affiliated Company, which has not yet been disclosed to the investor public and which could give the person who has access to it an advantage, for themselves or for any other person, in trading of Securities.

'Material Information': The following types of information are considered to be material: (i) the content of the Company's quarterly accounting information or annual financial statements; (ii) as from the moment when studies or analyses in relation to the matter are begun, any information about any transaction of absorption, total or partial split, merger, transformation, or any type of corporate reorganization or business combination, or change in control of the Company, including by signature, alteration or rescission of a stockholders' agreement, or a decision to apply for cancellation of the Company's status as a listed company, or a change in the environment or segment in which the Company's shares are traded; or (iii) as from the moment when studies or analyses in relation to any such application are begun, any information about an application by the Company for Judicial Recovery, out-of-court reorganization, or bankruptcy.

'The Corporate Law' means Brazilian Law 6404/76, as amended.

'Significant Stockholding Interest' means a stockholding interest resulting from a trade or group of trades which result/s in a direct or indirect holding, by any of the persons indicated in item 9.2 below, to be reported when it passes (upward or downward) the thresholds of 5% (five per cent), 10% (ten per cent), 15% (fifteen per cent), and so on, successively, of the common shares comprising the Company's share capital.

'Persons Subject to the Policy' means the persons specified in Item 2.1 below.

'The Policy' or 'the Disclosure Policy' means this Policy on Disclosure of Material Acts or Facts, and its Appendices.

'Preview' means anticipated, individualized, transmission by any employee of the Company to any outside party of any Material Information, such as quarterly or annual results, any Material Act or Fact, or any other Privileged Information, which those who receive it might be able to use in a restricted manner for their own benefit or for the benefit of any other party.

'CVM Resolution 44' means Resolution 44 of August 23, 2021 issued by the Brazilian Securities Commission (Comissão de Valores Mobiliários – CVM), or any amendments to it.

'Term of Adherence' means the Term of Adherence to the Policy on Disclosure of Material Acts or Facts of Grendene S.A., to be signed, in accordance with §1° of Article 17 of CVM Resolution 44, in the form provided in Appendix 1 to this Policy.

'Securities' means: (i) any security issued by the Company, such as shares, debentures, promissory notes and/or warrants; or (ii) any security, contract or agreement related or referenced to any security issued by the Company, such as derivative contracts and/or put or call options, as defined by Article 2 of Law 6385 of December 7, 1976.

- 1.3. The Company, through its Investor Relations Department, must advise all persons who occupy or come to occupy the functions referred to in Item 2.1 below of the existence of this Policy. These persons must sign the Term of Adherence, in the form of Appendix I to this Policy the contract stating commitment to and acceptance of the terms of this Policy ('a Commitment Contract'), in accordance with §1° of Article 17 of CVM Resolution 44, thus becoming Persons to whom the policy applies for the purposes herein specified.
- 1.4. The Company will hold a copy of this Disclosure Policy at its head office and at the disposal of the CVM, and also the list of the Persons Subject to the Policy and formal identifying details of each of them, indicating their positions or functions, addresses and registration numbers with the National Registry of Corporate or Individual Taxpayers (CNPJ or CPF), updating these details whenever they are altered.
 - 1.4.1. Whenever there is a change to any of their formal identifying details, Persons Subject to the Policy must immediately inform the Company, in the person of the Investor Relations Officer, who shall update the list, keeping it at all times at the disposal of the CVM.
 - 1.4.2. The Commitment Undertakings must remain filed at the Company's head office for as long as their signatories continue to have a link with the Company, and for at least 5 (five) years after they leave the company.
 - 1.4.3. When new Managers are elected, they must obligatorily sign the Term of Adherence at the same time as their signature of acceptance of the responsibilities of their positions. With this signature they will acquire express knowledge of the existence of this Policy.

2. Persons Subject to the Policy

- 2.1. The following are subject to this Policy:
 - (a) the Company and its Controlling Stockholder(s);
 - (b) the Managers of the Company;
 - (c) any Associates with Access to Privileged Information;
 - (d) former Managers, subject to the provisions of Clause 7.1.1.d. below;
 - (e) Any person who has or may come to have knowledge of and/or access to a Material Act or Fact, knowing that this is information not yet disclosed to the market, especially any person having a commercial or professional relationship or relationship of trust with the Company, including but not limited to external auditors, securities analysts, consultants and institutions that are part of the securities distribution system, has the responsibility to inform themselves in

relation to disclosure of the information, before trading in Securities issued by the Company or any assets related or referenced to them.

3. Responsibilities

- 3.1. The Investor Relations Officer is responsible for answering any questions and establishing procedures necessary for implementation of this Policy, and also for having up-to-date knowledge of the rules of this Policy and communicating it to the Persons Subject to the Policy, with the advice and assistance of the Investor Relations management unit and the Risks and Compliance management unit.
 - 3.1.1. This Policy shall remain in effect for an indeterminate period until there is any express decision to the contrary by the Company's Board of Directors.
 - 3.1.2. This Policy may not be approved or altered while there is any Material Fact or Event pending disclosure.
- 3.2. It is a function of the Investor Relations Officer to publish Material Information, subject to the provisions of this Policy, and in the event of any doubt as to whether a given Act or Fact is material, to consult the Board of Directors, which will decide on the matter.

4. Definition of a Material Act or Fact

- 4.1. As specified in CVM Resolution 44, a Material Fact or Event means any decision by the Controlling Stockholder or Stockholders, any decision of the General Meeting of Stockholders or of Managers of the Company, or any other fact or event of a policy, administrative, technical, business or economic or financial nature that takes place in or is related to its business, which could materially influence:
 - (a) The trading price of securities of the Company or assets referenced to them;
 - (b) Investors' decision to buy, sell or hold such securities; or
 - (c) The decision of investors to exercise any rights inherent to ownership of securities issued by the Company or referenced to them;
- 4.2. Without prejudice to the definition in Item 4.1 above, the following are some examples of a potentially Material Fact or Event, under §1 of Article 2 of CVM Resolution 44:
 - (a) Signature of an agreement or contract for transfer of stockholding control of the Company, even if pending under suspensive or any other conditions.
 - (b) Change in the control of the Company, including by signature, change or rescission of a stockholders' agreement.
 - (c) Signature, alteration or rescission of a stockholders' agreement to which the Company is a party or a consenting party, or which has been recorded in the Company's book of record maintained for the purpose.

- (d) Entry or exit of a stockholder who or which had a contract or working agreement with the Company of an operational, financial, technological or administrative nature.
- (e) Authorization for trading in the Company's securities in any market, in Brazil or otherwise.
- (f) A decision to acquire or cancel listed company status for the Company.
- (g) Absorption, merger or split involving the company or related companies.
- (h) Transformation or dissolution of the Company.
- (i) Change in the composition of the Company's net equity.
- (j) Change in accounting criteria.
- (k) Renegotiation of debts.
- (I) Approval of a stock options plan.
- (m) Alteration in the rights or advantages associated with securities issued by the Company.
- (n) Split or reverse split of the shares, or attribution of a bonus.
- (o) Acquisition of shares in the Company to be held in treasury or canceled, and/or disposal of shares acquired in this manner.
- (p) Profit or loss of the Company, or any corporate action payment.
- (q) Signature or cancellation of a contract, or absence of success in its realization, when expectation of such realization is public knowledge.
- (r) Approval or alteration of, or a decision not to proceed with, any project, or delay in its implementation.
- (s) Commencement, resumption or stoppage of construction, or any transaction relating to, a project or of provision of services.
- (t) Discovery, change, or development of any of the Company's technology or resources.
- (u) Any change to the projections published by the Company.
- (v) Application for Judicial Recovery, or out-of-court reorganization, or application for bankruptcy, or any legal action or administrative or arbitration proceeding that might come to affect the Company's economic or financial situation.

5. Duties and responsibilities when making a Material Announcement

5.1. Disclosure of Information about a Material Act or Fact shall be made by the Investor Relations Officer, who shall make this disclosure simultaneously on the Company's Investor Relations website and on the website of the CVM and, as appropriate, those of other stock exchanges.

- 5.1.1. The Investor Relations Officer must make best efforts for wide and immediate disclosure of a Material Announcement, with the intention of simultaneous disclosure to the B3 and other stock exchanges.
- 5.1.2. If the Controlling Stockholder(s) or Managers are aware of a Material Act or Fact, they must advise the Investor Relations Officer, who shall disclose the related Material Announcement.
- 5.1.3. If the Controlling Stockholder(s) or Manager(s) become personally aware of a Material Act or Fact, and find that the Investor Relations Officer has omitted to comply with his duty of communication and disclosure of the Material Act or Fact in question, including in the circumstances described in Item 8.1.1, they must immediately advise the Company's Ethics Channel and the CVM of the Material Fact or Event.
- 5.1.4. The Investor Relations Officer shall disclose the Material Act or Fact simultaneously with publication of the information by any other means of communication, including information to the media, or in meetings of associations, investors, analysts or a selected public, in Brazil or the rest of the world.
- 5.2. If the CVM orders disclosure, correction, amendment or republication of information concerning a Material Act or Fact, this must be previously considered and approved by the Investor Relations Officer. If the Investor Relations Officer believes that the exception referred to in Item 8 applies, he/she shall refer the subject for decision by an extraordinary meeting of the Board of Directors, called for this purpose, before the disclosure, correction, amendment or republication ordered by the CVM.
- 5.3. The Investor Relations Officer must establish, and disclose to the market with a period of advance notice that is compatible with the standards of the market and in accordance with the applicable regulations, especially Article 29 of the Regulations of the Novo Mercado, the dates on which the Company's quarterly, half-yearly and annual results, duly audited or with limited review, as the case may be, will be published.
- 5.4. If the CVM and/or the B3 demand any explanation on the disclosure of a Material Act or Fact, such explanation must be given by the Investor Relations Officer.
 - 5.4.1. Without prejudice to the provisions of Item 5.2, if the Investor Relations Officer believes that the exception referred to in Item 8 applies, he/she shall refer the subject for decision by an extraordinary meeting of the Board of Directors, called for this purpose, before the requested explanation is given.
 - 5.4.2. In the event referred to in Item 5.4.1 above, or if there is an atypical fluctuation in the price or quantity of securities traded, the Investor Relations Officer must make inquiries of the persons with access to Material Acts or Facts, with the objective of finding out whether these persons have knowledge of the information that should be disclosed to the market.
 - 5.4.3. The Investor Relations Officer must establish, and disclose to the market with a period of advance notice that is compatible with the standards of the market and in accordance with the applicable regulation, and especially with Article 29 of the Regulations of the Novo Mercado, the dates on which the Company's quarterly, half-yearly and annual results, duly audited or with limited review, as the case may be, will be published.

6. Form of Disclosure of Material Act or Fact

- 6.1. A Material Act or Fact must be announced on:
 - (a) the electronic system available on the websites of the CVM on the B3;
 - (b) the Company's Investor Relations page on the Internet; and,
 - (c) in its entirety, on an Internet news site, in a section where access is free of charge: Valor RI (https://valor.globo.com/valor-ri/fatos-relevantes/) (as disclosed in its Registration Form).
- 6.2. The disclosure of a Material Act or Fact on the Internet in the form specified in Item 6.1 must contain the complete information, with content at least identical to that sent to the CVM, and must be available to all investors.
- 6.3. A Material Act or Fact must be disclosed and communicated in a clear and precise fashion, in language that is accessible to the investor public, and whenever possible priority should be given to such disclosure being made after the close or before the opening of trading on the stock exchanges and organized over-the-counter market entities on which the Securities are traded.
 - 6.3.1. Solely in cases where it is judged to be imperative that the Material Act or Fact should be disclosed during the trading session, the Investor Relations Officer may make a request, simultaneously, to the managing entities of the Brazilian and non-Brazilian markets on which the Company's securities are traded, for suspension of trading in the Company's securities and/or in securities referenced to them, for the time judged to be necessary for appropriate dissemination of the Material Announcement, subject to the procedures on any such process specified in the regulations issued by the stock exchanges and organized over-the-counter market entities.
- 6.4. Any alteration in the channels of communication used must be preceded by:
 - (a) updating of this Policy;
 - (b) updating of the Company's Registration Form; and
 - (c) publication of the change to be implemented, in the same form previously used by the Company for publication of its Material Announcements.

7. Prohibition on Use of Privileged Information

- 7.1. The use of Privileged Information ('Inside Information'), by any person who has had access to it, for the purpose of gaining an advantage for themselves or for another party by trading of securities, is entirely forbidden.
 - 7.1.1. For the purposes of characterization of the unlawful act described in Item 6.1.12 above, it is presumed that:
 - (a) a person who traded securities in a period between the date of the Material Act or Fact and its publication had knowledge of and made use of this information in the trading referred to;

- (b) the Controlling stockholder(s), members of Management and the Company, in relation to the trading in the Company's Securities, have access to all Privileged Information;
- (c) the persons listed in sub-item (ii) above, and those who have a commercial or professional relationship or a relationship of trust with the Company, when they had access to the Privileged Information, knew that it was Privileged Information;
- (d) a former Manager is making use of Privileged Information if he/she trades Securities within 3 (three) months from his/her date of leaving the Company.
- 7.1.2 The presumptions specified in Item 7.1.1. above (i) are relative, and should be considered jointly with other elements with may indicate that the unlawful act was, or was not, in fact practiced; and (ii) may, if appropriate, be used in combination.

8. Exception to Immediate Disclosure of a Material Announcement

- 8.1. Subject to the provisions of Items 5, 6 and 7, as applicable, a Material Act or Fact may, exceptionally, not be published if in the opinion of the Controlling Stockholders or the Managers its publication will put a legitimate interest of the Company at risk. The Company may exercise this optional course of action only by decision of the Board of Directors, and following notification of that decision to the Investor Relations Officer.
 - 8.1.1. If a Material Act or Fact is leaked or if there is an atypical variation in the price and/or volume of trading of the Company's securities, it is the duty of the Controlling Stockholders or the Managers to disclose immediately, directly or through the Investor Relations Officer, the Material Act or Fact which the Company decided not to publish earlier.
 - 8.1.2. If the CVM decides that the Material Act or Fact must be disclosed, the interested party or the Investor Relations Officer, at the request of the Managers, or of any stockholder, or on their own initiative, must immediately advise the management entities of the markets in which the Company's securities are traded, and disclose it in the form specified in Item 6.1. above.
 - 8.1.3. In cases where the Investor Relations Officer believes that the exception referred to in Item 8.1 applies, he/she shall refer the subject for decision by an extraordinary meeting of the Board of Directors, called for this purpose, before the provision of the explanations requested by the CVM.

9. Duty to Maintain Secrecy

9.1. Persons subject to the Policy who or which have access to the Privileged Information must maintain secrecy of all information about any Material Act or Fact to which they have privileged access due to their job or position, until its disclosure to the market, and make efforts at all times for their subordinates and any outside parties who are within their sphere of confidence to do the same, and such Persons shall be jointly responsible with said subordinates or outside parties in the event of non-compliance.

- 9.1.1. In the event of any contacts with outside parties in relation to subjects which may be considered material, the Company must require that they sign a Confidentiality Agreement.
- 9.2. Publication of a Preview, as defined in this Policy, or adoption of any form of early transmission of information about Material Acts or Facts to specific persons or organizations (such as, for example, sending of information to the media with a time/date embargo for publication) is prohibited.
- 9.3. In the event of non-compliance with the Policy, any Person subject to the Policy who commits such non-compliance shall reimburse the Company for any losses arising from such non-compliance and, in accordance with the Company's code of conduct, may be the subject of disciplinary measures, independently of any liability in respect of administrative, criminal or civil proceedings for the position taken, when applicable, in the terms of the applicable law and regulations.

10. Publication of Information on Sale or Acquisition of a Significant Stockholding Interest and Public Offers

- 10.1. In the event of a disposal of stockholding control of the Company, under Article 10 of CVM Resolution 44 any communication or disclosure must include at least the following information:
 - (a) Name and formal identifying details of the acquiring party, and a brief summary on the sectors in which it operates.
 - (b) Name and details of the vendor, including any indirect vendor or vendors.
 - (c) Total and attributed price for each type and/or class of share, form of payment and other material characteristics or conditions of the transaction.
 - (d) The objective of the acquisition, indicating, if the acquiror is a listed company, the expected effects on it business.
 - (e) The number of shares acquired and the related percentages, by type and class of share, in relation to the voting stock and total stock.
 - (f) Indication of any agreement or contract regulating exercise of the right to vote or the purchase or sale of Securities.
 - (g) Statement on whether there is an intention, within one year, to arrange for cancellation of the registry as a listed company.
 - (h) Any other material information relating to future plans in the conduct of the Company's business, in particular whether there is an intention to carry out any specific corporate events in the Company, especially corporate restructuring involving merger, split or absorption.
- 10.2. In the event of any decision to make a public offer which depends on registry with the CVM, the offering party must disclose the number of securities to be acquired or sold, the price, the conditions of payment and any other conditions to which the offer is subject, as specified in Articles 3 and 9 of CVM Resolution 44.
- 10.3. The direct or indirect Controlling Stockholders, and the stockholders who elect members of the Board of Directors or of the Audit Board, and any other individual or legal

entity, or group of persons, acting jointly or representing a single interest, must advise the Company of any threshold being reached in a Significant Stockholding Interest, or of any acquisition or disposal of a Significant Stockholding Interest, in accordance with CVM Resolution 44.

- 10.3.1. A communication on a threshold being reached in a Significant Stockholding Interest, or the acquisition or sale of any Significant Stockholding Interest, must be sent to the Investor Relations Officer immediately after it occurs.
- 10.3.2. The Investor Relations Officer is the party responsible for transmission of the information, as soon as received by the Company, to the CVM, and as appropriate, to the Market Entities, and for updating of the Company's Reference Form.
- 10.3.3. When a threshold being reached in a Significant Stockholding Interest, or the sale or acquisition of a Significant Stockholding Interest, results in or has been carried out for the purpose of altering the composition of the Company's stockholding control or its management structure, and in any situation in which the applicable regulations create an obligation to hold a public offer, the acquiring party must also arrange for publication of a notice, in accordance with this Item 10 and the applicable regulation.

11. Disclosure of Information on Trading by Managers and Related Parties

- 11.1. Persons Subject to the Policy must advise the Company's investor Relations management unit of their ownership of and any trading in securities issued by the Company, or, if they are listed companies, by any parent company of the Company, or by any of its subsidiaries.
 - 11.1.1. This communication by any person referred to in Item 10.1 must be made: (i) within 5 (five) days after each trade; and (ii) on the first business day after formally assuming their position.
 - 11.1.2. Persons subject to the Policy must also report any Securities that are the property of: (i) a spouse from whom they are not legally separated; (ii) any personal partner or dependent included in their annual income tax return; and/or (iii) any company directly or indirectly under their control.
 - 11.1.3. The notice to be given by the persons referred to in Item 11.1 above must contain the following minimum information:
 - (a) Name and formal identifying details of the communicating party and, as the case may be, of the persons referred to in Item 11.1.2, indicating numbers in the Brazilian registry of corporate or individual taxpayers (CNPJ or CPF).
 - (b) Quantity, by type and class, in the case of shares, and by other characteristics in the case of other securities; identification of the issuing Company; and the position held before and after the trade.
 - (c) The form of acquisition or sale, the price and the date of the transactions.

11.2. Through its Investor Relations Officer, the Company shall send the information specified above in relation to persons indicated in 11.1 and 11.12, and also in relation to itself, to the CVM and the Stock Exchange within 10 (ten) days after the end of the month in which the change in holdings takes place, or the month in which any person referred to in 11.1 assumes their post.

12. Final Provisions

- 12.1. It is the responsibility of each Person subject to this Policy to ensure compliance with the terms of this Policy.
- 12.2. In the event of conflict between the provisions of this Policy and the legislation and/or regulations in force, the legislation and/or regulations shall prevail.
- 12.3. If any provision of this Policy is considered to be valid, unlawful or without effect, that provision shall be limited, to the extent possible, so that the validity, legality or efficacy of the other provisions of this Policy shall not be affected or prejudiced.

Farroupiina, February 24, 2022.	
Alexandra Crandona Doutalla	Donata Oshman
Alexandre Grendene Bartelle Chairman	Renato Ochman Secretary