



GRENDENE S.A.

Public Company - CNPJ (National Registry of Legal Entities) No. 89.850.341/0001-60 - NIRE (State Commercial Identification Number) No. 23300021118-CE

NOTICE TO THE MARKET

Grendene S.A. ("<u>Company</u>") (B3: GRND3), in compliance with the provisions of Article 33, item XXXII, Annex F of CVM (Securities and Exchange Commission) Resolution No. 80 of March 29, 2022, hereby announces to its shareholders and to the market in general, the execution of the following transactions between related parties:

Name of Related Parties	EVEN Construtora e Incorporadora (Builder and Incorporator) S.A. ("Even").
Relationship to Issuer	48.04 per cent of the common shares issued by Even is directly held by the MELPAR FIA Fund, which is managed by <i>Nova Milano Investimentos Ltda</i> .
	Mr. Alexandre Grendene Bartelle, controlling shareholder, chairman of the Board of Directors, member of the Company's Investment Committee, controlling partner of <i>Nova Milano Investimentos Ltda</i> , and stakeholder of the MELPAR FIA Fund.
	Mr. Rodrigo Geraldi Arruy, member of the Company's Investment Committee, is the chairman of the Even Board of Directors.
Transaction Date	From September 23, 2019, to August 04, 2022, with the combined transactions having exceeded 1% of the Company's total assets (TA) (1.39% based on the TA of June 30, 2022).
Object of the Agreement	Participations as a participating partner, in partnerships with the objective of developing real estate projects with Even and/or companies controlled by it as the ostensible partner, as the case may be.
	The investment discussed herein is part of a series of investments (mentioned below) that the Company has made in partnership in participation account (silent partnership) with Even and/or its subsidiaries, as the case may be), as a partner, according to the amounts detailed below, and in this specific case it is an investment in SCP Gouda Even II ("Investimento Gouda Even II").
	The Company will invest, as a participating partner, fifteen million reais (BRL15,000,000.00) in the Gouda Even II Investment, maturing in up to 5 years from this date, with a target return of 12.5% p.a. + INCC (National Index of Building Costs) and payments via profit distribution, with <i>Gouda Even Empreendimentos Imobiliários Ltda</i> , CNPJ/ME (National Registry of Legal Entities/State





	Commercial Identification Number) No.: 33.150.817/0001-03 (Even's subsidiary) as an ostensible partner.
Main terms and conditions and amounts involved	The total value of the Company's investments in participation accounts (silent partnerships) is R\$ 62,325,000.00, of which R\$ 952,000.00 in the Pennsylvania venture on September 23, 2019, R\$ 6,534,000.00 in the <i>Neto de Araújo</i> venture on October 23, 2019, R\$ 6,153, 000.00 in the enterprise <i>Jesuíno Maciel</i> on December 04, 2019, R\$ 6,843,000.00 in the enterprise <i>Saioa</i> on April 02, 2020, R\$ 5,653,000.00 in the enterprise <i>Venâncio Aires</i> on April 02, 2020, R\$21,190,000.00 in the enterprise <i>Mairinque</i> on April 07, 2020 and R\$15,000,000.00 in the enterprise SCP Gouda Even II on August 04, 2022.
	The maturity periods of the investments are up to four and/or five years, as applicable, from the date of the respective investments with a target return of an average of 10.01 % to 12.5 % p.a., as applicable, plus monetary correction by the INCC, whose settlement will occur through the distribution of profits of the aforementioned Company into a participation account.
	As a guarantee for each of the investments, Even provided security and gave the Company, in fiduciary lien, quotas of the respective companies in the participation account.
	To ensure the viability of each development, the respective joint ventures acquire land for the construction of the buildings using capital contributions from the participating partners.
	The enterprises of SCPs (partnership in participation account) are subjected to the segregate estate system regulated by Law No. 10,931/04.
Amounts involved	R\$ 62,325,000.00, of which R\$ 952,000.00 in the Pennsylvania venture on September 23, 2019, R\$ 6,534,000.00 in the <i>Neto de Araújo</i> venture on October 23, 2019, R\$ 6,153, 000.00 in the enterprise <i>Jesuíno Maciel</i> on December 04, 2019, R\$ 6,843,000.00 in the enterprise <i>Saioa</i> on April 02, 2020, R\$ 5,653,000.00 in the enterprise <i>Venâncio Aires</i> on April 02, 2020, R\$21,190,000.00 in the enterprise <i>Mairinque</i> on April 07, 2020 and R\$15,000,000.00 in the enterprise SCP Gouda Even II on August 04, 2022, exceeding 1% of the issuer's total assets which, based on the Company's latest financial statements (June 30, 2022), correspond to R\$ 44,885,000.00.
Justification of the reasons why the issuer's management considers that the transaction complies with commutative conditions or provides for	The Company's management believes that the transactions were made in the best interest of the Company, observed the commutative conditions, and provided for adequate remuneration payment within market standards. The transactions were also made under normal market conditions.





adequate compensatory payment

In addition, the Company's management considers that such operations observe commutative conditions for the following reasons: (i) complied with the Financial Investment Policy adopted by the Company; (ii) complied with the Company's Related Party Transactions Policy; (iii) there was effective negotiation of the terms and conditions of the agreement without the counterparties' participation in the aforementioned negotiation process, and in the decision-making process; and (iv) the agreement reflects the conditions agreed between the parties, consisting of (a) general clauses similar to any agreement; and (b) clauses specific to the transaction(s) performed.

Consequently, all required internal approvals were obtained in accordance with good governance principles, conduct, ethics, and transparency, and without any conflicts of interest.

Potential participation of the counterparty, its partners, or managers in the issuer's decision process about the transaction or negotiation of the transaction as representatives of the issuer, describing this participation.

Mr. Alexandre Grendene Bartelle and Mr. Rodrigo Geraldi Arruy abstained from voting and did not take part in the voting at the Investment Committee meeting of the Company that discussed the investment, nor did they engage in the decision-making or negotiation processes relevant to the aforementioned transaction.

In addition, Mr. Alexandre Grendene Bartelle abstained from voting at the meeting of the Company's board of directors held on this date, on the specific resolution related to the SCP Gouda Even II Investment.

Therefore, the counterparty, its partners, or its management did not participate in the issuer's decision-making process regarding the transaction or its negotiation as issuer representatives.

Farroupilha (RS), August 4, 2022.

GRENDENE S. A.

Alceu Demartini de Albuquerque
Investor Relations Director