

INTERNATIONAL MEAL COMPANY ALIMENTAÇÃO S.A.

Publicly Held Company with Authorized Capital (Category "A")

CVM Code No. 02357-4

CNPJ/MF No. 17.314.329/0001-20

NIRE 35300488750

MATERIAL FACT

INTERNATIONAL MEAL COMPANY ALIMENTAÇÃO S.A. (B3: MEAL3; "Company" or "IMC"), a corporation registered as a publicly held company with the Securities and Exchange Commission in category "A", headquartered in the City of São Paulo, State of São Paulo, at Avenida Doutora Ruth Cardoso, 4,777, 12th floor, suite A, Jardim Universidade Pinheiros, CEP 05477-902, in compliance with the provisions of article 157, §4, of Law No. 6,404/76 and Resolution of the Securities and Exchange Commission No. 44/21, hereby informs its shareholders and the market in general that, on March 26, 2025, after the end of trading on the stock market, it entered into the "Share Purchase and Investment Agreement" ("Investment Agreement") with Kentucky Foods Chile Limitada ("Partner") for the formation of a corporate partnership between the Company and the Partner through Horizonte Restaurantes Ltda. ("Joint Venture"), a company whose share capital is currently fully held by the Company, to operate the KFC business in Brazil ("Transaction").

IMC hereby informs the market of the execution of a binding agreement to establish a Joint Venture aimed at the operation and expansion of the KFC business in Brazil. The Transaction is structured to enhance the growth of the chain in the country, with exclusivity of the KFC business in Brazil. The Transaction involves the segregation of IMC's assets related to the KFC brand to the Joint Venture, including the contribution of the rights under the current Master Franchise Agreement ("MFA") and the rights to the KFC business's stores in operation, ensuring greater focus and resources on the brand's growth strategy in the country.

Upon closing of the Transaction, IMC will sell to the Partner, and the Partner will acquire from IMC, an equity interest in the Joint Venture, so that IMC will hold 41.7% of the total and voting share capital of the Joint Venture; while the Partner will hold the remaining 58.3% of the total and voting share capital of the Joint Venture. To define the acquisition price, a valuation of the KFC business of US\$60,000,000.00 (sixty million dollars) was considered.

The Partner, part of a group that operates restaurants in several Latin American countries, including more than 550 KFC restaurants in its portfolio, brings to Brazil its extensive experience in operating the KFC brand, adding operational know-how, strategic vision, and capital to accelerate the expansion of the chain in the country. The Transaction reflects a move aligned with Yum! Brands, the owner of the KFC brand globally, recognizes that the partnership brings together two experienced operators capable of bringing the unique KFC brand experience to an even greater number of Brazilians efficiently and on a large scale.

As part of the Transaction, IMC will receive a total payment, in reais, equivalent to US\$35,000,000.00 (thirty-five million dollars), of which: (i) an amount, in reais, equivalent to US\$12,500,000.00 (twelve million and five hundred thousand dollars)

to be paid in cash, on the closing date of the Transaction ("Closing Installment"); and (ii) an amount, in reais, equivalent to US\$22,500,000.00 (twenty-two million and five hundred thousand dollars), plus 5% (five percent) of annual interest pro rata die, to be paid in April 2027 ("Deferred Installment" and, together with the Closing Installment, the "Acquisition Price"). The financial structure of the Transaction provides for adjustment mechanisms usual for transactions of this nature, in addition to guarantees to ensure the receipt of the Deferred Installment.

The proceeds from this Transaction will be primarily allocated to reducing the Company's debt. The Transaction provides for the Partner to provide resources for the expansion of the KFC business, without the need for IMC to allocate its capital. In line with financial discipline, one of the Company's main pillars, this fact will allow the reallocation of its resources to the other brands in the portfolio.

The Transaction provides for the possibility of adjustments in the equity interests of the parties, as new capital contributions are made exclusively by the Partner, in addition to including purchase and sale option mechanisms by both parties. The governance of the Joint Venture will be formalized through a shareholders' agreement, defining clear guidelines on voting rights, transfer of shares, structure and composition of the governance bodies, among other aspects.

The strategic Partner's entry also reinforces confidence in the potential of the KFC business unit and adds a new dimension to the Company's growth trajectory.

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The conclusion of the Transaction is subject to the fulfillment of certain conditions precedent, including, among others: (i) approval of the Transaction by the Administrative Council for Economic Defense – CADE; (ii) the implementation of a corporate reorganization of the Company and its subsidiaries related to the KFC business, to segregate the assets used in the KFC business in Brazil for the Joint Venture, as well as transforming it into a corporation ("Corporate Reorganization"); and (iii) the renegotiation of the terms of the current MFA.

IMC will keep its shareholders and the market informed about the next steps of the Transaction, including additional information on the Corporate Reorganization.

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Rafael Bossolani

Director of Investor Relations