

ZAMP S.A.

Corporate Taxpayer ID (CNPJ): 13.574.594/0001-96

Publicly Held Company

MATERIAL FACT

ZAMP S.A. ("**Company**"), in compliance with the provisions of article 157, paragraph 4 of Law No. 6,404, of December 15, 1976, as amended, and in Resolution of the Brazilian Securities and Exchange Commission ("**CVM**") No. 44, of August 23, 2021, as amended, in continuity with the Material Facts and Notices to Shareholders disclosed by the Company on July 26, 2024 and September 6, 2024, hereby informs its shareholders and the market that the Board of Directors approved, on this date, the call of an Extraordinary General Meeting to be held on October 25, 2024, at 2:00 p.m., on first call ("**EGM**"), to resolve, among other subjects, on the:

(i) totally ratification of the increase in the Company's share capital, as approved at the Extraordinary General Meeting held on July 26, 2024, in the amount of R\$ 450,000,002.16, due to the verification of private subscription and payment of 131,578,948 common shares, registered, book-entry and with no par value, which will grant the same rights attributed to the remaining common shares issued by the Company, at the issue price per share of R\$ 3.42, as set forth in the Management Proposal for the EGM disclosed on this date ("**Capital Increase**"). If the totally ratification of the Capital Increase is approved at the EGM, the Company's share capital will increase **from** R\$ 1,461,068,417.41, fully subscribed and paid-in, divided into 275,355,447 registered, book-entry common shares with no par value, **to** R\$ 1,911,068,419.57, fully subscribed and paid-in, divided into 406,934,395 registered, book-entry common shares with no par value; and

(ii) recommendation to grant a Put Option on Equities of up to 675,151 shares issued by the Company, for R\$ 6.50 per share, to be granted to a specific former executive, dismissed by decision of the Company, being such put option exercisable against the Company, characterizing a buyback of shares by the Company through private transactions, under CVM Resolution No. 77 ("**Buyback**"). The Buyback, if approved, is an important additional reasonable compensation, given the recent office dismissal of one of the Company's main executives, and the Board of Directors recognizes the enormous contribution in more than a decade dedicated to the Company and the severance package received by him upon his dismissal, noting that the conditions proposed for the Buyback are the same as the conditions of the Put and the buyback approved by the shareholders at the Annual and Extraordinary General Meeting of the Company held on April 26, 2024. There will be no lock-up of such shares for any period.

The Company disclosed, on this date, the documents related to the call for the EGM containing all detailed information on the total ratification of the Capital Increase and the Buyback, as well as on the other subjects to be resolved and the rules and procedures for attendance or voting at the EGM, through the websites of the Company (<https://ri.zamp.com.br/>), CVM (www.gov.br/cvm) and B3 S.A. – Brasil, Bolsa, Balcão (www.b3.com.br).

This Material Fact shall not, under any circumstances, be interpreted as, nor constitute, an investment recommendation or an offer to sell, or a solicitation or an offer to buy any securities issued by the Company, including shares, in Brazil or in any jurisdiction.

Barueri, October 04, 2024.

Gabriel Magalhães da Rocha Guimarães

Chief Financial and Investor Relations Officer