

Merger of Nova Egito Agrícola Ltda.

São Paulo, January 14, 2026 – São Martinho S.A. (B3: SMTO3 – “SMSA” or the “Company”), hereby informs its shareholders and the market that the Board of Directors, on this date, has approved, among other matters, the terms and conditions for the merger of its wholly owned subsidiary Nova Egito Agrícola (“Nova Egito”), subject to approval at an Extraordinary Shareholders Meeting and a Meeting of the Partner of Nova Egito, both to be held on February 6, 2026.

Below are the details of the merger, as set forth in Annex A of Article 3 of CVM Resolution 78/2022:

1. Identification of the companies involved in the transaction and brief description of their activities

São Martinho S.A., corporate taxpayer ID (CNPJ/MF) number 51.466.860/0001-56, with registered office in the city of Pradópolis, state of São Paulo, at Fazenda São Martinho, s/nº, CEP 14.853-899. The company is involved in the production and sale of sugar, ethanol, bioenergy, and other products derived from sugarcane and corn.

Nova Egito Agrícola Ltda., corporate taxpayer ID (CNPJ/MF) number 62.224.279/0001-44, with registered office at Fazenda São Martinho, s/nº, CEP 14.853-899, in the city of Pradópolis, state of São Paulo. The company's main business is the production and sale of sugar.

2. Description and purpose of the transaction

Nova Egito is a wholly owned subsidiary of São Martinho. Its merger will enable the more efficient use of its assets, which will create efficiency and synergy gains and streamline administrative and financial costs. Nova Egito will be dissolved, with São Martinho succeeding to all of its rights and obligations, pursuant to Articles 227 and 232 of the Brazilian Corporations Law, without any capital increase.

3. Main benefits, costs and risks of the transaction

Benefits: Concentration of all activities, creating efficiency and synergy gains and streamlining administrative and financial costs.

Costs: Approximately eighty thousand reais (R\$80,000.00), including expenses with publications, auditors, valuers, attorneys and other professionals engaged to advise on the transaction.

Risks: As per the understanding of the parties, there are no risks involved in the transaction or impacts on the interests of the shareholders and investors of São Martinho.

4. Share swap ratio

Not applicable.

5. Criteria for setting the share swap ratio

Not applicable.

6. Main assets and liabilities that will constitute each segment of the equity in the event of a corporate split-up

Not applicable.

7. Whether the transaction has been or will be submitted for approval to Brazilian or foreign authorities

The operation will not be submitted for approval to Brazilian or foreign authorities.

8. In transactions involving parent companies, subsidiaries, or companies under common control, the share swap ratio is calculated in accordance with article 264 of Federal Law 6,404, of 1976

Not applicable.

9. Applicability of withdrawal rights and reimbursement amount

Not applicable.

10. Other material information

All documentation related to the matters to be deliberated at the Shareholders Meeting is available to shareholders on the websites of the Company's Investor Relations (IR) Department (www.saomartinho.com.br/ri), of the Securities and Exchange Commission of Brazil (CVM) (www.cvm.gov.br), and of B3 S.A. – Brasil, Bolsa, Balcão (<http://www.b3.com.br>).

São Martinho S.A.

Felipe Vicchiato

Chief Financial and Investor Relations Officer