

FLEURY S.A.
Publicly Held Company
Company Taxpayer's ID (CNPJ) 60.840.055/0001-31
Company Registry (NIRE) 35.300.197.534

MATERIAL FACT

Fleury S.A. ("Grupo Fleury" or "Company"), pursuant to paragraph 4 of article 157 of Law 6,404/76 and CVM Resolution 44/21, informs its shareholders and the market in general that, on this date, entered into a Purchase and Sale Agreement for the acquisition by the Company of 100% of the shares issued by Laboratório Marcelo Magalhães S.A. and Marcelo Magalhães Diagnósticos S.A. (jointly, "Societies" or "Laboratório Marcelo Magalhães")

Laboratório Marcelo Magalhães has 64 years of history, being a reference in diagnostic medicine with clinical analysis in the state of Pernambuco. The Societies operate through 13 Patient Service Centers and home care services in the metropolitan region of Recife.

The gross revenue of Laboratório Marcelo Magalhães, for the last 12 months ended on July 31, 2021, reached R\$ 114.0 million.

The Enterprise value of 100% of Laboratório Marcelo Magalhães is R\$ 384.5 million. The estimated implicit multiple for the transaction is 7.5x EV/EBITDA for the year of 2024, considering the synergies to be captured after the conclusion of the transaction.

This acquisition reinforces the Company's growth acceleration strategy, expanding its presence in the state of Pernambuco and increasing its capillarity to 31 Patient Service Centers in the metropolitan region of Recife, where the Company already operates with clinical analysis and imaging tests, through the a+ Medicina Diagnóstica and Diagmax brands. Grupo Fleury expansion in Pernambuco, with recognized brands, strengthens the position of offering integrated healthcare solutions to its customers.

The conclusion of this transaction is subject to usual precedent conditions in such types of transactions, including the approval for the acquisition by CADE.

After verifying the precedent conditions, the Company's General Shareholders' Meeting will be called in due course to ratify the transaction by its shareholders, pursuant to article 256 of Law 6,404/76.

The Company will keep its shareholders and the market informed about the facts related to the transaction.

São Paulo, October 18th, 2021

JOSÉ ANTONIO DE ALMEIDA FILIPPO

Chief Financial and Investor Relations Officer