



**LOCALIZA RENT A CAR S.A.**

Taxpayer ID (CNPJ): 16.670.085/0001-55

Public Company



**COMPANHIA DE LOCAÇÃO DAS AMÉRICAS**

Taxpayer ID (CNPJ): 10.215.988/0001-60

Public Company

## **MATERIAL FACT**

### **Combination of Businesses of Localiza and Locamerica**

#### **Signing with Brookfield Asset Management of the Agreement for Disposal of Assets in Compliance with the CCA**

**Localiza Rent a Car S.A.** – “Localiza” (B3: RENT3 and OTCQX: LZRFY) and **Companhia de Locação das Americas** – “Unidas” (B3: LCAM3 and OTC: CDLDY) (the “Companies”), in continuity with the Material Fact disclosed on December 15, 2021, inform their shareholders and the market in general that, on this date, they signed an Agreement for the Purchase and Sale of Shares, Corporate Reorganization and Other Provisions (the “Agreement”), by means of which they established the terms and conditions for the sale, by Unidas, to an investment fund managed by affiliates of Brookfield Asset Management (“Buyer”), of certain assets to be segregated from RAC and Seminovos operations, including approximately 49,000 (forty-nine thousand) cars, of Unidas subsidiaries (the “Transaction”).

The Agreement was executed in compliance with the Concentration Control Agreement (“CCA”) signed with the Administrative Council for Economic Defense (“CADE”) in the context of the approval of the Companies' business combination (“Business Combination”).

The sale price is R\$3,570,526,000.00 (three billion, five hundred and seventy million, five hundred and twenty-six thousand reais) and is subject to adjustments, as usual in operations of this nature after the closing of the Transaction.

The closing of the Transaction is subject to the fulfillment of certain suspensive conditions, including: (i) the approval of the Buyer by the CADE Administrative Court; (ii) approval of the Transaction by CADE; (iii) the consummation of the Business Combination; and (iv) carrying out a corporate reorganization of Unidas' subsidiaries, in addition to other suspensive conditions usual in transactions of this nature.

The Companies and the Buyer shall immediately submit to CADE all information necessary for the purposes of compliance with the ACC, the Transaction documents, and the Merger Notification Form.

Scotiabank, BTG and Citi acted as financial advisors and lenders to the Buyers in the Transaction and Bank of America acted as financial advisor to the Companies. Acted as legal advisors for the Transaction, Pinheiro Neto Advogados, for the Companies, and Cescon Barriau, for the Buyer, and as antitrust legal advisors, Machado Meyer, LCA and VMCA, acted for the Companies.

The Companies will keep their shareholders and the market informed about the progress of the steps to the Business Combination and to consummate the Transaction, pursuant to the law.

Belo Horizonte, June 13, 2022.

Rodrigo Tavares Gonçalves de Sousa  
CFO and IRO  
**Localiza**

Marco Tulio de Carvalho Oliveira  
CFO and IRO  
**Unidas**