



**BANCO BMG S.A.**

A publicly-held Company

CNPJ/ME 61.186.680/0001-74 | NIRE 3530046248-3

**MATERIAL FACT**

Banco BMG S.A. (**B3: BMGB4**) ("Banco BMG" or "Company"), in compliance with the provisions of article 157, paragraph 4 of Law 6.404/76 and Instruction No. 358/02 of the Brazilian Securities and Exchange Commission, hereby informs its shareholders and the market in general that, on this date, the 3rd amendment to the Banco BMG Shareholders' Agreement ("BMG Bank Shareholders' Agreement") was entered into between Flávio Pentagna Guimarães, BMG Participações S.A. ("BMG Participações"), Ângela Annes Guimarães, Antônio Mourão Guimarães Neto, Regina Annes Guimarães and Ricardo Annes Guimarães with the purpose of (i) assigning, in the Shareholders' Agreement of Banco BMG, the total updated number of common and preferred shares issued by the Company, according to the operations of split of shares and conversion of common shares into preferred shares approved at the Extraordinary Shareholders Meeting of October 18, 2018 and which had not yet been reflected in the Shareholders' Agreement of Banco BMG, (ii) assigning the donation made by Flávio Pentagna Guimarães, with a lifetime usufruct reserve, of 94,706,665 (ninety-four million, seven hundred and six thousand, six hundred and sixty-five) common shares and 45,000,000 (forty-five million) preferred shares issued by Banco BMG, as an inheritance advance, to Antônio Mourão Guimarães Neto, Ângela Annes Guimarães, João Annes Guimarães, Regina Annes Guimarães and Ricardo Annes Guimarães, in an equal proportion, pursuant to the Donation Agreement with Usufruct Reserve executed on November 19, 2018 and which had not yet been reflected in the Shareholders' Agreement of Banco BMG, and (iii) bind to the Shareholders' Agreement all registered common shares without par value issued by Banco BMG, owned by Ângela Annes Guimarães, Antônio Mourão Guimarães Neto, Regina Annes Guimarães and Ricardo Annes Guimarães.

Also, on this date, the shareholders' agreement of BMG Participações was entered into between Flávio Pentagna Guimarães, Ângela Annes Guimarães, Antônio Mourão Guimarães Neto, Regina Annes Guimarães and Ricardo Annes Guimarães ("BMG Participações Shareholders' Agreement"), regulating the exercise of corporate control of BMG Participações given that, for the duration of Flávio Pentagna Guimarães' lifetime usufruct of the 8,087,420 (eight million, eighty-seven thousand, four hundred and twenty) common shares issued by BMG Participações donated as an inheritance advance, to Antônio Mourão Guimarães Neto, Ângela Annes Guimarães, João Annes Guimarães, Regina Annes Guimarães and Ricardo Annes Guimarães, pursuant to the Donation Agreement with Usufruct Reserve entered into on November 19, 2018, Flávio Pentagna Guimarães remains as controlling shareholder of BMG Participações.

Banco BMG is emphasizing that the conclusion of the Shareholders' Agreement of BMG Participações and the adherence of Ângela Annes Guimarães, Antônio Mourão Guimarães Neto, Regina Annes Guimarães and Ricardo Annes Guimarães to the Shareholders' Agreement of Banco BMG do not imply any change, directly or indirectly, in the Banco BMG control group, considering that Flávio Pentagna Guimarães remains as controlling shareholder of Banco BMG, directly and indirectly, through BMG Participações, due to the lifetime usufruct of the political and economic rights of the donated shares of BMG Participações and Banco BMG.

The Banco BMG Shareholders' Agreement and the BMG Participações Shareholders' Agreement will be filed at the Company's headquarters and copies thereof will be made available for consultation on the Company's websites ([www.bancobmg.com.br/ir](http://www.bancobmg.com.br/ir)) and CVM's websites ([www.cvm.gov.br](http://www.cvm.gov.br)), pursuant to CVM Instruction No. 480, of December 7, 2009, as amended.

São Paulo, June 23, 2020.

**FLÁVIO PENTAGNA GUIMARÃES NETO**

Investor Relations Officer