

## **MOVIDA PARTICIPAÇÕES S.A.**

*Publicly Held Company*

Corporate Taxpayer's ID (CNPJ/MF): 21.314.559/0001-66

Company Registry (NIRE): 35.300.472.101

Movida Participações S.A. ("Company"), pursuant to paragraph 4 of article 157 of Law 6404/76, as amended ("Brazilian Corporations Act"), CVM Resolution 44/21 and CVM Instruction 565/15 ("CVM Instruction 565"), hereby informs its shareholders and the market in general that the "Protocol and Justification for the Merger of Shares of Movida Locação de Veículos Premium Ltda. by and into Movida Participações S.A." ("Movida Premium Protocol") and the "Protocol and Justification for the Merger of Shares of Vox Frotas Locadora S.A. pela Movida Participações S.A. by and into Movida Participações S.A." ("Vox Protocol" and, jointly with Protocol Movida Premium, the "Protocols"), for the purpose of determining the terms and conditions of a possible corporate reorganization involving the Company, comprising **(i)** the merger, by the Company, of its subsidiary **Movida Locação de Veículos Premium Ltda.** a limited liability company, headquartered at Rua Dr. Renato Paes de Barros, 1.017, Conjunto 92, Edifício Corporate Park, Itaim Bibi, in the City and State of São Paulo, CEP 04530-001, registered as a Corporate Taxpayer under CNPJ/ME 22.397.126/0001-84, with its acts of incorporation registered with the Trade Board of the State of São Paulo ("JUCESP") under NIRE 35.229.150.640 ("Movida Premium" and "Merger of Movida Premium"); and **(ii)** the merger, by the Company, of its subsidiary **Vox Frotas Locadora S.A.**, privately-held company, headquartered at Rua Dr. Renato Paes de Barros, 1.017, Conjunto 92, Edifício Corporate Park, Itaim Bibi, in the City and State of São Paulo, CEP 04530-001, registered as a Corporate Taxpayer under CNPJ/ME 03.098.634/0001-17, with its acts of incorporation registered with the Trade Board of the State of São Paulo ("JUCESP") under NIRE 35.300.469.968 ("Vox" and "Merger of Vox" and, jointly with Movida Premium and Merger of Movida Premium, as "Merged Companies" and "Mergers", respectively).

The Mergers and other measures related thereto will be submitted for resolution by the Company's shareholders at an Extraordinary Shareholders' Meeting ("ESM") to be called in a timely manner pursuant to applicable legislation.

Below is the information relating to the Mergers, as provided for in Annex 3 of CVM Instruction 565:

### **1. COMPANIES INVOLVED IN THE TRANSACTION AND THEIR ACTIVITIES**

#### **1.1. MOVIDA**

(a) Identification. Movida Participações S.A., publicly held category A company, with headquarters at Rua Dr. Renato Paes de Barros, 1.017, Conjunto 92, Edifício Corporate Park, Itaim Bibi, CEP 04530-001, in the City and State of São Paulo, registered as a Corporate Taxpayer under CNPJ/ME 21.314.559/0001-66.

(b) Activities. Movida's main activities consist of rent-a-car and fleet outsourcing and management, which consequently result in the sale of these used vehicles in its own stores, mainly under the Movida Seminovos brand, which includes several makes and models.

#### **1.2 MOVIDA PREMIUM**

(a) Identification. Movida Locação de Veículos Premium Ltda., a limited liability company, with

headquarters at Rua Dr. Renato Paes de Barros, 1.017, Conjunto 92, Edifício Corporate Park, Itaim Bibi, CEP 04530-001, in the City and State of São Paulo, registered as a Corporate Taxpayer under CNPJ/ME 22.397.126/0001-84.

(b) Activities. Movida Premium's main activities are [(i) car rentals, with and without a driver; (ii) the managing and licensing of trademarks in the rent-a-car sector as a business franchise; and (iii) equity stakes in other companies, as a shareholder].

### **1.3 VOX**

(a) Identification. Vox Frotas Locadora S.A., a privately held company, with headquarters at Rua Dr. Renato Paes de Barros, 1.017, Conjunto 92, Edifício Corporate Park, Itaim Bibi, CEP 04530-001, in the City and State of São Paulo, registered as a Corporate Taxpayer under CNPJ/ME 03.098.634/0001-17.

(b) Activities. Vox's main activity consists of [car rentals in general, without providing driver services].

## **2. DESCRIPTION AND PURPOSE OF THE TRANSACTION**

### **2.1. Description.**

The Mergers shall consist of (i) the merger of Movida Premium by Movida and the consequent extinction of Movida Premium, with all its assets, rights and obligations to be absorbed by Movida, pursuant to articles 224 to 227 of the Brazilian Corporations Act and the Movida Premium Protocol; and (ii) the merger of Vox by Movida and the consequent extinction of Vox, with all its assets, rights and obligations to be absorbed by Movida, pursuant to articles 224 to 227 of the Brazilian Corporations Act and the Vox Protocol.

Movida's share capital will not be changed due to the Mergers since Movida already holds all the shares issued by Movida Premium and Vox and therefore the Mergers will not require the issue of new shares by Movida.

In addition, the Mergers will not change any of the rights currently offered to Movida's shareholders since its Bylaws will not be amended as a result of the Mergers.

The conclusion of the Mergers is subject to applicable corporate approvals and, if approved at the ESM, the extraordinary shareholders' meeting of Vox and by the only shareholder of Movida Premium, they will come into effect on January 1, 2022.

### **2.2. Purpose of the Transaction.**

The Company considers that, as the Merged Companies are part of its same economic group, the Mergers will result in operational simplification, reducing the costs of the Company's operations and activities.

## **3. KEY BENEFITS, COSTS AND RISKS OF THE TRANSACTION**

### **3.1. Key Benefits**

The Management of the Companies believe that the Merger will offer administrative and economic benefits for the Company's shareholders, with operational simplification and reducing the costs of the Company's operations and activities.

### **3.2. Costs.**

The Company estimates that the costs related to the Mergers will be approximately R\$130,000.00, including expenses with publications, auditors, appraisers, lawyers and other professionals hired as advisors to the Mergers and this amount may not necessarily be reached in full.

### **3.3. Risks related to the Reorganization.**

The Company does not foresee any relevant risks related to the Mergers other than the ones related to the daily activities of the companies involved, according to their sizes and activities.

The risk factors relating to the activities of the Merged Companies are already reflected in the Company's Reference Form given that the Company already holds all the shares issued by the Merged Companies.

## **4. SHARE EXCHANGE RATIO**

Considering the Company already holds all the shares issued by Movida Premium and Vox and that the Mergers will not require shares to be issued by the Company, the Mergers will not have a share exchange ratio, resulting only in the cancellation of the shares issued by Movida Premium and Vox.

## **5. CRITERIA FOR ESTABLISHING THE EXCHANGE RATIO**

Not applicable, given there will be no exchange ratio, as explained in aforementioned item 4.

## **6. KEY ASSETS AND LIABILITIES THAT WILL COMPOSE EACH PORTION OF THE SHAREHOLDERS' EQUITY, IN CASE OF A SPIN-OFF.**

Not applicable, given the transaction is not a spin-off.

## **6. INFORM IF THE TRANSACTION WAS SUBMITTED FOR APPROVAL BY BRAZILIAN OR FOREIGN AUTHORITIES**

The Mergers are not subject to approval by Brazilian or foreign authorities.

## **7. SHARE EXCHANGE RATION CALCULATED IN ACCORDANCE TO ARTICLE 264 OF BRAZILIAN CORPORATIONS ACT.**

Not applicable, given there will be no exchange ratio, as explained in aforementioned item 4.

## **8. RIGHT OF WITHDRAWAL AND REIMBURSEMENT AMOUNTS**

No right of withdrawal will be offered to the Company's shareholders who dissent or abstain from the ESM. The provisions relating to the right of withdrawal shall not apply to Movida Premium or Vox since

the Mergers will be submitted for approval by the only shareholder of the Merged Companies, as applicable.

## **9. OTHER RELEVANT INFORMATION**

### **9.1. Corporate Approvals**

The conclusion of the Reorganization shall be subject to corporate approvals, all of which are interdependent, by the Company's shareholders, the only shareholder of Vox, and the only shareholder of Movida Premium.

### **9.2. Availability of Documents**

The documents relating to the Mergers will be available in due course, pursuant to applicable legislation and deadlines, and may be accessed at the Company's headquarters. The documents are also available at the websites of CVM ([www.gov.br/cvm](http://www.gov.br/cvm)), B3 ([www.b3.com.br](http://www.b3.com.br)) and the Company's Investor Relations website ([ri.movida.com.br](http://ri.movida.com.br)). For further clarification, please contact the investor relations areas of the respective companies.

## **10. RE-RATIFICATION OF THE MERGER OF SHARES OF CS PARTICIPAÇÕES**

Finally, the Company also informs that the matters relating to 1st Amendment to the Protocol and Justification for the Merger of Shares of CS Brasil Participações e Locações S.A. by and into Movida Participações S.A. will be submitted for approval at the ESM aimed at the re-ratification of the approval of the merger of all shares of CS Brasil Participações e Locações S.A. by and into Movida ("Merger of Shares") according to the effective value of Movida's share capital based on the last change made at the Board of Directors' meeting held on on July 25, 2019.

São Paulo, December 10, 2021.

**Edmar Prado Lopes Neto**

Chief Financial, Administrative and Investor Relations Officer of Movida