



Corporate Taxpayer No. (CNPJ) 84.683.374/0003-00
Commercial Register No. (NIRE): 42.3.0001628-4
PUBLICLY TRADED COMPANY



MATERIAL FACT NOTICE

Approval of Share Repurchase Program

Joinville, May 12, 2022 – Tupy S.A. (“Company”, B3: TUPY3), advises its shareholders and the market in general that, today, the Board of Directors has approved the implementation of a Share Repurchase Program (“Program”), up to 4,000,000 ordinary shares issued by the Company, in compliance with the statutory, legal and regulatory provisions, in the following terms and conditions:

a) Program’s Purpose: (i) to acquire shares to be held in treasury for later cancellation or disposal, aiming at the efficient capital structure management; and (ii) comply with the 2014 Stock Option or Stock Subscription Plan issued by Tupy S.A. and Tupy S.A.’s 2019 and 2022 Long-Term Incentive Plans (“Incentive Plans”).

b) Program’s term: the deadline for the Company’s acquisition of shares under the Program will be 18 months starting on May 13, 2022, and ending on November 13, 2023, being the Company’s management liable to decide the dates on which the repurchase will be effectively executed.

c) Free float Stocks on 05.12.2022: As set in article 9 of CVM’s Resolution No 77/22, on this day the Company has (i) 67,523,494 floating stocks in the market, and (ii) 300 shares held in treasury.

d) Number of Shares to be purchased: the limit of shares to be purchased by the Company under the Program is 4,000,000 ordinary shares.

e) Intermediary Institution: the purchase operations will be carried out at market price on the stock exchange of B3 S.A. - Brasil, Bolsa, Balcão, with the intermediation of the BTG PACTUAL CTVM S.A., financial institution established at Avenida Faria Lima, nº 3477, 14 floor, São Paulo / SP, Zip Code 04538-133.

The approval of the Repurchase Program demonstrates management’s confidence on Company’s business prospects and in the potential appreciation of its shares, especially in view of the recent results presented and the ongoing execution of its strategic plan of horizontal and vertical growth, reflecting the strategy of, through an efficient allocation of capital, enhancing the value creation for its shareholders.

The minutes of the Company’s Board of Directors meeting that approved the Repurchase Program, as well as the information related to appendix G of CVM Resolution No. 80 of March 29, 2022, are available on the Company’s investor relations website and at CVM.

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