

B3 S.A. – BRASIL, BOLSA, BALCÃO
PUBLICLY-HELD COMPANY
CNPJ No. 09.346.601/0001-25
State Registration Number (NIRE) No. 35.300.351.452

**MINUTES OF THE EXTRAORDINARY MEETING OF THE BOARD OF
DIRECTORS HELD ON SEPTEMBER 15, 2021**

1. Date, Time and Place. On September 15, 2021, by electronic means, understood to be carried out on 6 p.m., at the headquarters of B3 S.A. - Brasil, Bolsa, Balcão ("B3" or "Company") located in the City of São Paulo, State of São Paulo, at Praça Antonio Prado, No. 48, Downtown.

2. Attendance. Call Notice waived due to the attendance of all members of the Board of Directors, namely: Messrs. Antonio Carlos Quintella - President, Alberto Monteiro de Queiroz, Ana Carla Abrão Costa, Claudia Farkouh Prado, Cristina Anne Betts, Eduardo Mazzilli de Vassimon, Florian Bartunek, Guilherme Affonso Ferreira, João Vitor Nazareth Menin Teixeira de Souza, Mauricio Machado de Minas e Pedro Paulo Giubinna Lorenzini – Directors.

3. Presiding Board. Mr. Antonio Carlos Quintella - Chairman; and Ms. Iael Lukower - Secretary.

4. Agenda. To resolve on (i) the issuance, by the Company, of Senior Unsecured Notes, linked to sustainability goals (sustainability linked notes) ("Notes"), to be offered in the international market, pursuant to Rule 144A and Regulation S of the US Securities Act of 1933, as amended, in the principal amount of US\$700,000,000.00 (seven hundred million US dollars), with an interest rate of 4.125% per annum, which may be increased by up to 0.25% per year, if the sustainability goals defined in the final documents of the Issue (as defined below) are not verified within the established deadlines, provided that the non-compliance with each sustainability goal will increase the rate interest of up to 0.125% per year, to be paid semiannually, from March 20, 2022, and maturing on September 20, 2031, for listing on the Luxembourg Stock Exchange ("Issue"), (ii) approve and authorize the Company, through its legal representatives, to perform any and all acts and sign any and all documents necessary for the implementation and performance of the Issue as provided forth in item (i) above, including, but not limited to contracting of service providers related to the Issue and the ratification of all acts already performed by the Company's representatives within the scope of the Issue related to items (i) and (ii) above.

5. Resolutions. Passed by unanimous vote and without reservations, based on the supporting documents that are filed at the Company's headquarters, with the drawing up of these minutes authorized in summary form:

5.1. Approve the execution of the Issue and the signing of all documents necessary for its implementation, including the Purchase Agreement with the financial institution coordinating the Issue and the Notes issue deed (Indenture).

5.2. Authorize the Executive Board of the Company, and/or its attorneys-in-fact, as the case may be, to, subject to the conditions described above, perform any and all acts necessary for the implementation and performance of the Issue, including: (a) contracting financial institutions to coordinate the Issue, as well as legal advisors, auditors, trustee, risk rating agency and other service providers related to the performance of the Issue, being able to negotiate and sign the respective contracts; and (b) negotiation and signing of all the instruments (including any amendments, instruments of termination, notifications, powers of attorney, among others) necessary to carry out the Issue. It was authorized, with the abstention of the Independent Directors who have a connection with Access Authorization holders, that the financial institutions to which the referred directors are linked may be consulted and contracted to coordinate the Issue.

5.3. Ratify all acts already performed related to the above resolutions 5.1. and 5.2.

6. **Closing.** There being no further business to discuss, these minutes were drawn up for approval and signature of all Directors present. Sao Paulo, September 15, 2021. By: Messrs. Antonio Carlos Quintella, Alberto Monteiro de Queiroz, Ana Carla Abrão Costa, Claudia Farkouh Prado, Cristina Anne Betts, Eduardo Mazzilli de Vassimon, Florian Bartunek, Guilherme Affonso Ferreira, João Vitor Nazareth Menin Teixeira de Souza, Mauricio Machado de Minas e Pedro Paulo Giubinna Lorenzini.

This is an exact copy of the minutes recorded in the relevant register, pursuant to paragraph 3 of article 130 of Law 6,404/76, as amended

Antonio Carlos Quintella
Chairman

Iael Lukower
Secretary