

**B3 S.A. – Brasil, Bolsa, Balcão**

CNPJ nº 09.346.601/0001-25

NIRE 35.300.351.452

## **MATERIAL FACT**

### **Acquisition of Neoway**

**B3 S.A. – Brasil, Bolsa, Balcão (“B3” or “Company”)** referring to the [Material Fact](#) released on October 14, 2021, informs that it has entered into a Share Purchase Agreement (“Agreement”) for the acquisition of 100% of the capital stock of Neoway Tecnologia Integrada Assessoria e Negócios S.A. (“Neoway”), a technology company specialized in big data analytics and artificial intelligence for business.

The total value of acquisition will be R\$1.8 billion and the resources will come from B3’s free cash position. According to Article 256 of Brazilian corporate law (Law 6,404/76), the Company will submit the acquisition to the approval of an Extraordinary General Meeting, to be called in due course with additional information to shareholders. Also pursuant to Article 256 and Article 137 of Law 6,404/76, the Company informs that the acquisition of Neoway will not give any dissenting shareholders the right to withdrawal, in view of the liquidity and dispersion of the shares issued by the Company in the market.

The closing of the transaction is subject to customary precedent conditions, including the approval by the Brazilian Securities Commission (“CVM”) and the Anti-Trust Authority (“CADE”).

#### **About Neoway**

Founded in 2002, Neoway is one of the largest companies in big data analytics and artificial intelligence for business in Latin America, offering solutions that improve productivity and precision in decision-making in sales and marketing, credit, compliance and loss prevention, and legal analysis among others, in approximately 20 major sectors, including finance, automotive and transport, consumer goods, collection and recovery, civil construction, oil and gas, health and technology. Neoway has approximately 450 employees in 3 offices, approximately 700 customers and expected net revenue of approximately R\$190 million in 2022.

#### **B3’s Strategy**

The acquisition of Neoway is in line with B3’s strategy to develop data and analytics products for financial and capital markets, as well as credit and retail, serving both financial clients and clients from other markets. The acquisition will bring data science and analytics capabilities complementary to those of B3, contributing to expand the capillarity of existing products and time-to-market of future products, besides strengthening the engineering and data modeling via intellectual capital and a well-established platform. Neoway will be managed with great independence from B3 to preserve its flexibility and strong culture of innovation.

A conference call for investors regarding the acquisition will be held today (Tuesday) October 19<sup>th</sup> at 8:15 am, EST time (9:15am, Brazilian time). More information is [available at our Investor Relations website](#).

São Paulo, October 19, 2021

**Daniel Sonder**

Chief Financial, Corporate and Investors Relations Officer