

B3 S.A. – Brasil, Bolsa, Balcão

CNPJ nº 09.346.601/0001-25

NIRE 35.300.351.452

NOTICE TO THE MARKET**Acquisition of Shareholding Control – Shipay**

B3 S.A. – Brasil, Bolsa, Balcão (“B3” or “Company”) informs that, on today's date, it has signed a Share Purchase Agreement (“Agreement”) for the acquisition of 62% of the share capital of Shipay Tecnologia S.A. (“Shipay”), a technology company specialized in the integration of payment solutions (“Transaction”). The structure of the Transaction stipulates that B3 will pay R\$37 million on the closing date of the Transaction, with the possibility of acquiring the remaining percentage of Shipay's share capital through the exercise of a call option until 2030, the value of which will be subject to the achievement of certain targets.

The closing of the Transaction is subject to the fulfillment of certain customary conditions precedent for transactions of this nature, including approval from Administrative Council for Economic Defense (CADE) and compliance with the regulatory requirement to notify the Securities and Exchange Commission (CVM).

The Company also informs that (i) the acquisition does not represent a significant investment for the purposes of item I of Article 256 of Law 6,404/76 (“Corporate Law”); and (ii) the terms of the acquisition do not fit any of the criteria established in items “a,” “b,” or “c” of item II of Article 256 of the Corporate Law. Therefore, the transaction will not require ratification by a Company's General Meeting and will not grant shareholders the right of withdrawal, considering the provisions of §2 of Article 256 of the Corporate Law and the terms of the Transaction.

Strategy

Shipay already has a partnership with B3 for the development of payment technologies, and in this sense, the Transaction reinforces B3's strategy of positioning itself as an infrastructure solution in the credit value chain, focusing on the development of products and services for the new market of registration of trade receivables. The Transaction not only reaffirms B3's commitment to innovation in financial services but also ensures that Shipay continues to develop its solutions with autonomy and agility.

About Shipay

Founded in 2020, Shipay operates as a hub for integrating payment solutions, optimizing the receipt and management of digital payments for retailers and businesses, and making operations smoother and safer, with a mature and proven technology based on an existing transactional system.

São Paulo, August 26, 2025

André Veiga Milanez

Chief Financial, Corporate and Investor Relations Officer