



**BANCO ABC BRASIL S.A.**  
CNPJ/MF (Taxpayers' Registry) No. 28.195.667/0001-06  
Public Held Company

## **NOTICE TO THE SHAREHOLDERS**

### **DISTRIBUTION OF INTEREST ON CAPITAL AND CAPITAL INCREASE VIA PRIVATE SUBSCRIPTION OF SHARES**

**Banco ABC Brasil S.A. ("Company")**, hereby announces to Shareholders and the Market that at a meeting of the Board of Directors held on December 22, 2025, it was approved:

- (a) Distribution of interest on capital in the **gross amount of R\$369,482,926.54** (three hundred and sixty nine million, four hundred and eighty two thousand, nine hundred and twenty six Reais and fifty four cents) representing: (i) the amount of R\$283,865,146.56 (two hundred and eighty three million, eight hundred and sixty five thousand, one hundred and forty six Reais and fifty six cents) referring to the 3<sup>rd</sup> and 4<sup>th</sup> quarters of 2025 and (ii) the amount of R\$85,617,779.98 (eighty five million, six hundred and seventeen thousand, seven hundred and seventy nine Reais and ninety eight cents) referring to the year 2020. Equivalent to a gross amount of R\$1.5320 (one point five three two zero Reais) per each common and preferred shares, observing the legal provisions related to the withholding of income tax for the purposes of determining the net amount;
- (b) Capital increase within the company's authorized limit, in the amount of up to R\$314,060,486.00 (three hundred and fourteen million, sixty thousand, four hundred and eighty six Reais) by the issuance of up to 15,944,224 new shares out of which 8,129,009 are common and 7,815,215 are preferred shares, using the interest on capital credit resolved on this date, or in Brazilian currency.

**The issuance will take place by means of a private subscription, in accordance with the following terms and conditions:**

1. Shareholders will exercise preemptive rights on subscribing the shares, in the proportion of 6.611009444% of the shareholding position held on December 29, 2025 (**12/29/2025**), inclusive, in the period from January 2, 2026 (**01/02/2026**);

- 1.1. The shareholding position to be considered for the payment of interest on capital (12/29/2025) will be the same as that considered for the exercise of preemptive rights (12/29/2025);
2. The shares acquired as of **December 30, 2025**, inclusive, shall not be entitled to preemptive rights (ex-subscription trading);
  3. Shareholders whose shares are in custody with the B3 Central Depository shall exercise their rights at the respective Custodian Agents and in accordance with the rules established by the Central Depository;
  4. In the case of shareholders whose shares are in custody at Itaú Unibanco S.A., it is necessary to contact any Itaú Unibanco (Custodian) branch from January 2, 2026 (01/02/2026) to February 2, 2026 (02/02/2026). The preemptive right must be exercised by signing the subscription bulletin, according to the model made available, with payment upfront or using the proceeds from the Interest on Capital indicating in the bulletin. It is also necessary to deliver the documentation listed below, which should be presented by the shareholder (or preemptive right assignee) in order to exercise its preemptive right directly to the Bookkeeping Agent:
    - (a) **Individuals:** (i) identity document (RG or RNE); (ii) registration number (CPF); and (iii) residency certificate; and
    - (b) **Legal Entity:** (i) certified copy of the corporate documents that prove the right of the signatory; (ii) taxpayers' registry (CNPJ); (iii) certified copy of the corporate documents that prove the right of the signatory of the subscription; and (iv) certified copy of RG or RNE, CPF and residency certificate of the signatory(ies).
  5. For any questions, shareholders must contact the Custodian, during business days, from 9 a.m. to 6 p.m., at the following telephone numbers: (i) capital and metropolitan regions: +55 (11) 3003-9285; and (ii) other locations: 0800 720 9285;
  6. The preemptive right may be freely assigned to third parties, under the terms of art. 171, sub-paragraph 6 of Brazilian Corporate Law 6404/76;
  7. The per-share issuance price is R\$19.697445568, established using the weighted average of the quotations for the preferred shares on the market over the last 10 trading sessions, from December 8, 2025 to December 19, 2025, applying a discount of 20%. The use of market price of preferred shares as criteria for determining the issuance price of both preferred shares and common shares is due to the fact that the common shares are not traded in stock exchange. The discount is intended to encourage minority shareholders to participate in the capital increase;
  8. The subscribed shares shall be paid on February 11, 2026 (02/11/2026) in cash or by using interest on capital credits (net of income tax) as resolved by the Board of Directors as of December 22, 2025 and shareholders should indicate their option on the subscription bulletins;
  9. Provided the subscription reaches the minimum limit of 65% (sixty-five percent) of the total increase, this may be approved at a new meeting of the Board of Directors.

In this case, the unsubscribed shares (after auctioning on the stock exchange) will be canceled;

10. In the event of remaining shares and the Company deciding for the partial capital increase, according to item 9 above, the subscribers of shares issued under this capital increase will have the right to review its decision regarding the subscription of shares as indicated in the NOTICE TO SHAREHOLDERS to be timely disclosed;

10.1. Therefore, in view of the possibility of approval of a partial capital increase and to ensure those shareholders that wish to participate in the capital, may, at the time of exercising the subscription rights, condition their investment decision on the final terms of the capital increase, each shareholder may, upon subscription establish that their subscription is conditioned to (a) there is a subscription in the maximum amount of the capital increase; (b) receive the shares in such quantity necessary to keep their respective shareholdings in the capital stock of the Company;

10.2. The shareholders holders of common and preferred shares that wish to exercise the right indicated in item 10 above, shall inform their choices upon filling the proper fields of the subscription bulletin;

10.3. The shareholders who choose to have their decision reconsidered and having paid for the shares in national currency shall receive the amounts previously paid, without monetary adjustment;

10.4. In the absence of an explicit statement in the subscription bulletins, it will be presumed the interest of shareholders to maintain their decision to subscribe in full;

11. The shares issued will be credited to the subscribers within four (4) business days after certification of the capital increase by the Central Bank of Brazil, which will be announced by publishing a new Notice to Shareholders;
12. The shares subscribed will be fully entitled to dividends, interest on capital and occasional advantages distributed, as of the date of the ratification of the capital increase by the Brazilian Central Bank and effective conversion of subscription receipts into shares;
13. The purpose of the capital increase is to strengthen the company's capitalization in light of the growth in the volume of credit transactions, in addition to maintaining liquidity ratios at high levels.

**Procedures regarding remaining shares:**

1. Once the period for exercising the preemptive right has expired, in case of remaining shares (not subscribed), an additional period of five (5) business days will begin for subscribing these, proportionally among shareholders that indicated the intention of participating in the remaining shares, whereby such participation will abide by the proportion of the subscription exercised in each class of shares;

2. Subscription of surplus shares will be in cash, in national currency;
  - 2.1. Shareholders whose shares are in custody with the B3 Central Depository shall exercise their rights of subscription of remaining shares at the respective Custodian Agents;
  - 2.2. Shareholders whose shares are in custody at Itaú Unibanco S.A. shall exercise their rights of subscription of remaining shares at its specialized branches;
3. In the event of non-subscribed shares remaining during the additional period mentioned in the previous section (surplus of surplus), these will be sold by auction on the B3 S.A. – Brasil, Bolsa, Balcão, in accordance with the provisions of art. 171, sub-paragraph 7, of the Brazilian Corporate Law nº 6404/76;
4. Once the amount of the minimum limit of the total capital increase is reached (65%), non-subscribed shares (ascertained after the auction on the stock exchange) will be canceled;
5. The amount ascertained in the auction that exceeds the subscription amount will be credited to the Company.

**Estimated schedule:**

- ✓ Subscription period: from **January 2, 2026** to **February 2, 2026** (observed on item 3 of this Notice);
- ✓ Payment of interest on capital referring to the 3<sup>rd</sup> and 4<sup>th</sup> quarters of 2025 and to the year 2020, and subscription settlement date: **February 11, 2026** (gross value per share: **R\$1.5320**);
- ✓ Additional period for subscribing remaining shares: **February 23, 2026** to **February 27, 2026**;
- ✓ The subscription receipts will become available for trading as from **February 11, 2026**, and will be converted into shares after the homologation of the subscription by the Brazilian Central Bank;
- ✓ Meeting of the Board of Directors to resolve on approval of the capital increase: **date to be defined**.

São Paulo, December 22, 2025.

**Ricardo Miguel de Moura**  
**Investor Relations Officer**