

**GPS PARTICIPAÇÕES E EMPREENDIMENTOS S.A.**

Publicly-held Company  
CNPJ/ME No. 09.229.201/0001-30  
NIRE 35.300.350.120

**MATERIAL FACT**

**GPS PARTICIPAÇÕES E EMPREENDIMENTOS S.A.** ("**GPS**" or **Company**"), pursuant to article 157, paragraph 4, of Law No. 6,404, dated December 15, 1976, as amended ("**Brazilian Corporate Law**"), and the Brazilian Securities Commission (*Comissão de Valores Mobiliários*) Resolution No. 44, dated August 23, 2021, further to the Material Fact disclosed on July 23, 2021, hereby informs its shareholders and the market in general, the acquisition ("**Acquisition**") by Top Service Serviços e Sistemas S.A. ("**Buyer**"), a subsidiary of the Company, of the total shares issued by Allis Soluções em Trade Pessoas e Participações S.A. and its investees ("**Allis**"), after full compliance with the applicable acts, including the fulfillment of the conditions precedent to which the Acquisition was subject.

São Paulo, September 28, 2021.

**Maria Elsa Alba Bernhoeft**  
Investor Relations Officer