

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

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

**NOTICE TO THE SHAREHOLDERS**

## Capital increase

GPS PARTICIPAÇÕES E EMPREENDIMENTOS S.A. ("**Company**"), pursuant to the Brazilian Securities and Exchange Commission Instruction No. 480, of December 7, 2009, as amended ("**CVM Instruction 480**"), informs its shareholders and the market in general that the Board of Directors of the Company approved, at a meeting held on April 18, 2022, a capital increase within the authorized capital limit, pursuant to article 6 of the Company's bylaws ("**Bylaws**"), for further ratification by the General Meeting of Company, with the issuance of new shares, as a result of the approval of the proposal of the People & Organization Committee (P&O Committee) regarding the Company's Stock Option Program for the calendar year 2022 ("**PROCA-22**") and consequent issuance of common shares in the context of the aforementioned PROCA-22.

The Company's capital increase was R\$ 33,425,938.15 (thirty-three million, four hundred and twenty-five thousand, nine hundred and thirty-eight reais and fifteen cents), which increased from R\$1,673,849,593.30 (one billion, six hundred and seventy-three million, eight hundred and forty-nine thousand, five hundred and ninety-three reais and thirty cents) to R\$1,707,275,531.45 (one billion, seven hundred and seven million, two hundred and seventy and five thousand, five hundred and thirty-one reais and forty-five cents), through the issuance of 2,218,045 (two million, two hundred and eighteen thousand and forty-five) common, nominative, book-entry shares with no par value of the Company, representing 0.33% (zero point thirty-three percent) of the Company's capital stock prior to such issue, at the issue price calculated based on the average quotation of the 5 (five) trading sessions corresponding to the period from 04/08/2022 to 04/14/2022, of R\$15.07 (fifteen reais and seven cents) per option, and a discount of 10% (ten percent) to be paid as a bonus, corresponding to the amount of BRL 1.50 (one real and fifty cents) per option, with a total share-based compensation (bonus) of BRL 3,327,067.50 (three million, three hundred and twenty-seven thousand, sixty-seven reais and fifty cents), for subscription by the selected partners (as specified in Annex I to PROCA-22), with the Company's share capital of 667,490,790 (six hundred and sixty-seven million, four hundred and ninety thousand, seven hundred and ninety) common, nominative, book-entry shares with no par value, to 669,708,835 (six hundred and sixty-nine million, seven hundred and eight thousand, eight hundred and thirty and five) common, nominative, book-entry shares with no par value, excluding the preemptive right of the Company's current shareholders in the subscription of common shares issued by the Company, in accordance with the provisions of article 171, paragraph 3, of the Law No. 6,404, of January 15, 1976, as amended and with article 21, item (viii) of the Company's Bylaws.

In compliance with article 30, XXXII, and Annex 30-XXXII of CVM Instruction 480, the Company presents the information related to the capital stock increase as per the document attached to this Notice to Shareholders.

Sao Paulo, April 20, 2022.

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

**Maria Elsa Alba Bernhoeft**

Investor Relations Officer

**APPENDIX 30-XXXII OF CVM INSTRUCTION 480**

<b>Capital increase</b>											
<b>1</b>	Date of the general shareholders' meeting at which the option plan was approved	April 14, 2022.									
<b>2</b>	Amount of Increase and New Capital Stock	The Company's capital increase was approved, within the limit of the authorized capital, in the amount of R\$33,425,938.15 (thirty-three million, four hundred twenty-five thousand, nine hundred and thirty-eight reais and fifteen cents), which increased from R\$1,673,849,593.30 (one billion, six hundred and seventy-three million, eight hundred and forty-nine thousand, five hundred and ninety-three reais and thirty cents) to R\$1,707,275,531.45 (one billion, seven hundred and seven million, two hundred and seventy-five thousand, five hundred and thirty-one reais and forty-five cents), through the issuance of 2,218,045 (two million, two hundred and eighteen thousand and forty-five) common, nominative, book-entry shares without par value of the Company, increasing the Company's capital from 667,490,790 (six hundred and sixty-seven million, four hundred and ninety thousand, seven hundred and ninety) common, nominative, book-entry shares with no par value, to 669,708,835 (six hundred and sixty-nine million, seven hundred s and eight thousand, eight hundred and thirty-five) common, nominative, book-entry shares with no par value, excluding the preemptive right of the Company's current shareholders in the subscription of shares.									
<b>3</b>	Inform the number of shares issued of each type and class	2,218,045 (two million, two hundred and eighteen thousand and forty-five) common shares.									
<b>4</b>	Inform the issue price of the new shares	The issue price was calculated based on the average quotation of the 5 (five) trading sessions corresponding to the period from 04/08/2022 to 04/14/2022, of R\$ 15.07 (fifteen reais and seven cents) per option, and a discount of 10% (ten percent) to be paid as a bonus, corresponding to the amount of R\$1.50 (one real and fifty cents) per option, with a total value of share-based compensation (bonus) of R\$3,327,067.50 (three million, three hundred and twenty-seven thousand, sixty-seven reais and fifty cents), for subscription by the selected partners (as specified in Annex I to PROCA-22)									
<b>5</b>	Inform the price of each of the issuer's types and classes of shares in the markets in which they are traded, identifying:	<p>The Company presents below information regarding the period between the date of the Company's initial public offering held on 04/26/2021, and the start of trading of the common shares issued by the Company, and April 14, 2022:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Month</th> <th style="text-align: center;">Minimum quote</th> <th style="text-align: center;">Average quote</th> <th style="text-align: center;">Maximum quote</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">April/21</td> <td style="text-align: center;">12.80</td> <td style="text-align: center;">12.93</td> <td style="text-align: center;">13.09</td> </tr> </tbody> </table>		Month	Minimum quote	Average quote	Maximum quote	April/21	12.80	12.93	13.09
Month	Minimum quote	Average quote	Maximum quote								
April/21	12.80	12.93	13.09								

		May/21	12.05	13.94	16.70
		June/21	16.69	17.32	18.00
		July/21	16.64	18.55	19.98
		August/21	17.73	18.64	19.14
		September/21	16.12	16.78	17.70
		October/21	15.49	16.41	17.41
		November/21	14.51	15.84	16.96
		December/21	13.96	16.21	17.39
		January/22	13.58	14.69	17.10
		February/22	15.18	15.76	17.05
		March/22	13.70	15.63	17.51
		April/14/22	14.81	15.56	17.14
		Average quote from the last 90 (ninety) days: R\$15.61			
<b>6</b>	Present the percentage of potential dilution resulting from the issuance	The full subscription of the capital stock will represent a dilution of 0.33% (zero point thirty-three percent) in the equity interest of the Company's current shareholders.			