

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, hereby informs its shareholders and the general market that, as resolved at the Board of Directors meeting held on December 14th 2021, it was approved the acquisition, by Top Services Serviços e Sistemas S.A., an entity controlled by the Company (“**Purchaser**”), of the total quotas (“**Acquisition**”) issued by Ormec Engenharia Ltda. (“**Ormec**”).

Ormec provides logistics, maintenance and industrial cleaning services, with a strong presence in the states of Pará, São Paulo, Rio de Janeiro and Minas Gerais, in addition to other states, and recorded gross revenue of approximately R\$ 209.6 million in the twelve-month period (LTM) ended December 31, 2021.

The Quota Purchase Agreement related to the Acquisition was entered into on February 17th and the closing of the Acquisition is conditional on the fulfillment of the obligations and conditions precedent usual in this type of operation, including its submission for approval by the Administrative Council for Economic Defense – CADE, as applicable.

Finally, the Company clarifies that, since it has been carried out by Purchaser, the Acquisition does not depend on the resolution of the Company's General Meeting, pursuant to article 256 of Brazilian Corporate Law.

The Company will keep its shareholders and the market informed of any relevant developments regarding the matters informed herein.

São Paulo, February 18, 2022.

Maria Elsa Alba Bernhoeft
Investor Relations Officer