

BR PROPERTIES S.A.

Corporate Taxpayer's ID (CNPJ/ME) 06.977.751/0001-49

Company Registry (NIRE) 35.300.316.592

Public Company

NOTICE TO SHAREHOLDERS – CAPITAL REDUCTION

BR PROPERTIES S.A. ("Company"), in addition to the material facts disclosed January 3 and 24, 2023 and March 14, 2023, with a view to completing the capital reduction approved at the Company's shareholders' extraordinary general meeting held on January 24, 2023 ("Capital Reduction"), hereby details the procedures to be adopted by the shareholders for receiving the Capital Reduction payment.

1. Capital Reduction payment

Shareholders with shares kept by the financial institution responsible for bookkeeping the shares issued by the Company, Itaú Corretora de Valores S.A. ("Itaú") that have their bank addresses registered with Itaú will have their capital refund automatically credited.

Shareholders who do not have their bank addresses registered with Itaú should contact a Itaú Unibanco S.A. branch to update their registration upon presentation of the CPF, ID and proof of residence, if the shareholder is an individual, or the by-laws/articles of incorporation and proof of representation, if the shareholder is a legal entity. In the event the shareholder's registration is incomplete or outdated, the delivery of the capital refund will only be made after the regularization.

Shareholders with shares deposited at B3 S.A. - Brasil, Bolsa, Balcão ("B3") will have their capital refunds delivered through their depositary institutions.

2. Tax Treatment of the Capital Reduction

a) Investors Resident in Brazil

Capital gains by individuals and legal entities resident in Brazil as a result of the Capital Reduction may be subject to income tax, in accordance with the legal and regulatory rules applicable to each category of investor, and these investors shall be responsible for the eventual payment of such tax.

b) Investors Non-Resident in Brazil

The Company will, in accordance with the applicable legislation, withhold the Income Tax ("IRRF") related to the capital gain related to the Capital Reduction by non-resident investors ("Tax on Capital Gains"). **The Tax on Capital Gains, calculated considering the sum of the cash portion and the in natura portion of the Capital Reduction, will be deducted exclusively from the cash portion of the Capital Reduction.**

The capital gain will correspond to the positive difference between (i) the capital refund amount as a result of the Capital Reduction; and (ii) the related cost of the shares issued by the Company held by the shareholder ("Capital Gain"). The rates to be applied will range from 15% to 25%, depending on the jurisdiction and qualification of each investor, as provided for in the applicable legislation. The Company, as the responsible entity for the payment of IRRF on the Capital Gain, will use the information provided to it by the non-resident shareholders in relation to the base date

of April 4, 2023 ("Non-Resident Shareholders"), or by their custody agents ("Custody Agents"), to calculate the Tax on Capital Gains, and such Non-Resident Shareholders and/or Custody Agents, as the case may be, will be responsible for the veracity of such information.

Therefore, Non-Resident Shareholders will receive the capital refund resulting from the Capital Reduction net of any IRRF withholding amounts.

The Non-Resident Shareholders or the Custody Agents shall inform the Company the applicable information of the Non-Resident Shareholders, including the average acquisition cost of the Company's shares, as indicated in the communication form attached hereto as Annex A of this Notice to Shareholders, until 6 p.m. of April 11, 2023 (BRT) ("Deadline"), to the e-mail: ri2@brpr.com.br, together with the idoneous documentation demonstrating the veracity of the information included in the communication.

The Company, under the terms of the legislation and regulations of the Federal Revenue Service of Brazil: (i) will consider the acquisition cost equal to zero for Non-Resident Shareholders who do not provide their average acquisition cost of their shares of Company within the Deadline; and (ii) will apply the rate of 25% (twenty five percent) on the gains of Non-Resident Shareholders whose Custody Agents fail to inform, pursuant to Annex A, their country or place of residence or tax domicile.

The Company will not be liable, before the Non-Resident Shareholders or before the Custody Agents, for any subsequent adjustment or refund of any amount paid in excess. In any case, any liability for any charge that may be received by the Company due to insufficient payment of IRRF, including as a result of inconsistency in the information sent, will fall exclusively on the Non-Resident Shareholder and its legal representative in Brazil.

The above guidelines and deadlines also apply to all Non-Resident Shareholders who invest under the terms of Law No. 4,131/62, provided that for them the information and Annex A must be submitted by the Non-Resident Shareholder, given that under this investment governed by Law n.º 4,131/62, there is no Custody Agent.

For additional information, please contact the Investor Relations area:

- E-mail: ri2@brpr.com.br

São Paulo, March 14, 2023.

André Bergstein

Financial and Investor Relations Officer
BR PROPERTIES S.A.

ANNEX A

[Place], [date].

BR Properties S.A.
Attn.: Mr. André Bergstein
By e-mail

Ref.: Capital Reduction – Information about average acquisition cost of non-resident shareholders

Dear Sir,

[FULL NAME OF THE SHAREHOLDER OF CUSTODY AGENT], hereby represented by [NAME AND TITLE OF LEGAL REPRESENTATIVE(S)], in compliance with the Notice to Shareholders published by BR Properties S.A. ("Company"), on March 14, 2023, about a capital reduction event, without cancellation of shares, through a capital reimbursement with a portion in local currency and a portion in natura ("Capital Reduction"), hereby:

- a) presents the list of shareholders not resident in Brazil for tax purposes as indicated below ("Non-Resident Shareholders"), legally represented, who, on the base date of April 4, 2023, held shares issued by the Company, as well as the information regarding the average acquisition cost of the relevant shares for purposes of calculation, withholding and payment, by the Company, of income tax levied on eventual capital gains on the Capital Reduction, according to the table below:

b)

Name of Shareholder	CNPJ	Custody Agent	Number of shares on 04/04/2023	Average acquisition cost (R\$)	Total acquisition cost (R\$)	Tax residency country

- c) declares that the information presented above reflects the information contained in proper documentation and suitable records presented by the Non-Resident Shareholders, which were checked and are hereby attested by the signatory of this communication and will remain under his/her custody for a period of 5 years, as of January 1, 2024, for the purposes of proving the veracity of such information in case of inspection by the Federal Revenue Service of Brazil or other competent bodies.

In any case, any charge that may be received by the Company due to insufficient payment of withholding income tax, including as a result of inconsistency of the information sent in this communication, will be exclusive to the Non-Resident Shareholder and its legal representative in Brazil.

Sincerely.

Name:
Title:
CPF: