

BR PROPERTIES S.A.

Corporate Taxpayers' ID (CNPJ/ME): 06.977.751/0001-49

NIRE: 35.300.316.592

Public Held Company

MATERIAL FACT

BR PROPERTIES S.A. ("Company") (BRPR3), pursuant to CVM Resolution 44/2021, informs that on the date hereof, the Company entered into certain private instruments of real estate sale and purchase commitment agreement and other covenants ("Agreements"), in the capacity of seller, with PDC Fundo de Investimento Imobiliário, PGP Fundo de Investimento Imobiliário, TNU Fundo de Investimento Imobiliário, VT Tower Fundo de Investimento Imobiliário, BSB PA Fundo de Investimento Imobiliário, CTN Fundo de Investimento Imobiliário, Fundo de Investimento Imobiliário JK B, ALPH Tower Fundo de Investimento Imobiliário, MCH Tower Fundo de Investimento Imobiliário and PAN PARK Fundo de Investimento Imobiliário, all fiduciarily administered by Banco Genial (CNPJ/ME no. 45. 246.410/0001-55), and BPG Gloria Empreendimentos e Participações S/A, all in the capacity of buyers ("Buyers"), entities of the Brookfield group, with the purpose of selling real estate properties owned by the Company, as briefly described below, with the respective corresponding rights over them ("Real Estate Properties"), for the total amount of R\$ 5,921,647,797.68 (five billion, nine hundred and twenty-one million, six hundred and forty-seven thousand, seven hundred and ninety-seven reais and sixty-eight cents) characterized by the following transactions ("Transactions"):

Transaction #1: (a) Edifício Glória – Praça Floriano, 31, Rio de Janeiro – RJ ("Edifício Glória"); (b) Edifício Manchete – Rua do Russel, 804, Rio de Janeiro – RJ ("Edifício Manchete"); (c) Edifício Ventura – Avenida República do Chile, 330, Rio de Janeiro – RJ ("Edifício Ventura"); (d) Edifício Palácio da Agricultura – Setor Bancário Norte, Quadra 1, Bloco F, Brasília – DF ("Edifício Brasília"); (e) Edifício Panamérica Green Park – Avenida Guido Caloi, 1002, São Paulo – SP ("Edifício Panamérica Green Park"); (f) Edifício Panamérica Park – Avenida Guido Caloi, 1000, São Paulo – SP ("Edifício Panamérica Park"); (g) Torre A – Torre Nações Unidas – Avenida das Nações Unidas, 12495, São Paulo – SP ("Torre A - TNU"); (h) Torres B1 (AROEIRA), B2 (PAINEIRA) e 30,0% da B3 (JATOBÁ) (13º aos 17º andares), do Subcondomínio do Setor B, do Condomínio Parque da Cidade – Avenida das Nações Unidas, 14401, São Paulo – SP ("Parque da Cidade"); (i) Edifício Centenário – Rua Flórida, 1970, São Paulo – SP ("Edifício Centenário"); (j) Edifício Plaza Centenário – Avenida das Nações Unidas, 12995, São Paulo – SP ("Edifício Plaza Centenário"); and (k) Edifício Alphaville – Alameda Grajaú, 219, Barueri – SP ("Edifício Alphaville");

Transaction #2: Unidade Autônoma Bloco B, Condomínio Wtorre JK – Avenida Presidente Juscelino Kubitschek, 2041, São Paulo – SP ("Imóvel JK"); and

Transaction #3: 11.5124% of *Conjunto 34 da Torre B3 (JATOBÁ)*, *Subcondomínio Setor B, Condomínio Parque da Cidade – Avenida das Nações Unidas, 14401, São Paulo – SP* (“Conjunto 34 Jatobá”).

Payments will be made in Brazilian currency, of which: (i) 70% shall be paid on the closing date of the acquisition of each Real Estate Property; and (ii) 30% (“Remaining Amount”) within 12 months counted from the the closing date. The Remaining Amount will be adjusted by the IPCA index between the closing date and December 31, 2022; and by the CDI index from January 1, 2023 and the date of payment. The payment of the Remaining Amount will be secured by a bank guarantee letter.

The Company also executed, in the scope of the Transactions, private instruments of real estate credit assignment agreements and other covenants, in the capacity of assignor, with a real estate credit securitization company indicated by the Buyers, as assignee, with the purpose of assigning the real estate credits arising from the Agreements.

The closing of the Transactions will be carried out after the verification of certain conditions precedent customary in transactions of the nature and size of the Transactions, including, among others, the settlement of certain Company’s debts secured by the Real Estate Properties, the approval of the Transactions by the Company’s Extraordinary General Meeting, the approval of the Transaction by CADE, the non-exercise of preemptive rights in relation to the Real Estate Properties by the holders of such rights (tenants, subtenants and/or co-owners of the Real Estate Properties, as applicable), as well as the consent of the holders of the debentures of the 16th issuance of the Company in relation to the effectiveness of the sale agreements of *Edifício Manchete* and *Torre A - TNU*.

The sale commitments of *Edifício Glória*, *Edifício Manchete*, *Edifício Ventura*, *Edifício Palácio da Agricultura*, *Edifício Panamérica Green Park*, *Edifício Panamérica Park*, *Torre A - TNU*, *Parque da Cidade*, *Edifício Centenário*, *Edifício Plaza Centenário* and *Edifício Alphaville* (*Transaction #1*) were entered into as part of one single indivisible transaction. From the Company’s perspective, the sale commitments of *Imóvel JK* (*Transaction #2*) and *Conjunto 34 Jatobá* (*Transaction #3*) constitute distinct and separate transactions from *Transaction #1*.

The Transactions will be submitted to the Company’s Extraordinary General Meeting pursuant to article 122, “x” of Law 6,404/76 (“EGM”), as it involves the sale of assets that represent, together, more than fifty percent (50%) of the value of the Company’s total assets reflected in the most recently approved balance sheet.

All documents and necessary information regarding the EGM will be made available at the Company’s headquarters, on its Investor Relations website (www.brpr.com.br), as well as on the CVM (www.cvm.gov.br) and B3 (www.b3.com.br) websites upon release of the call notice.

The Transactions reinforce the success of the strategy pursued by the Company in the last years, aiming at, among other objectives, recycling its portfolio, monetizing its investments in a favorable

manner, while continuously maintaining the process of optimizing its capital structure, reducing its indebtedness and allowing the adoption of a cautious position regarding the Company's liquidity, balancing its capital structure with the Brazilian macroeconomic situation.

The Company will keep its shareholders and the market in general duly informed of any development of the Transactions.

São Paulo, May 18, 2022.

André Bergstein

Financial and Investor Relations Officer

BR PROPERTIES S.A.