



HIDROVIAS DO BRASIL S.A.

Publicly-held Company
CNPJ/ME 12.648.327/0001-53
NIRE 35.300.383.982

MATERIAL FACT

Hidrovias do Brasil SA (B3: HBSA3) ("Company" or "Hidrovias"), in compliance with the provisions of article 157, paragraph 4 of Law N.º 6,404, of December 15, 1976, as amended, and of CVM Instruction N.º 358, of January 3, 2002, as amended, communicates to its shareholders and the market in general that it has concluded, together with its subsidiaries Cikelsol SA and Pricolpar SA, as applicable, the execution of a Framework Agreement and certain agreements of purchase and sale of assets (jointly, "Agreements") with Imperial Logistics International BV & Co. KG ("Imperial") and certain entities of its business group, for (i) the acquisition of shares representing 100% of the total capital of Imperial Shipping Paraguay SA, a company based in Assunción, Paraguay; (ii) the acquisition of shares representing 100% of the total capital of Imperial South America BV, a company based in Druten, in the Netherlands; (iii) the acquisition of shares representing 50% of the total capital of Baden S.A., a company based in Concepción, Paraguay; and (iv) the acquisition of certain navigation assets of the Imperial group ("Transaction"), as approved by the Company's Board of Directors on a meeting held on April 15th, 2021.

Imperial Shipping Paraguay S.A. operates on the Paraná-Paraguay waterway, which is part of the logistics corridor in the South Region, where Hidrovias currently has grain, cellulose and iron ore transportation operations ("South Corridor"). The Transaction will contribute to the strengthening of the Company's presence in this important logistics corridor, as well as help to maintain the strategy of diversifying products and currencies that it is currently adopted.

This Transaction includes, among the mentioned navigation assets that shall be acquired by the Company, 7 trunk pusher vessels and 84 barges with caps, practically doubling the Company's current capacity in the region and further strengthening its strategic positioning in the South Corridor. In addition to the assets, through this Transaction the Company will hold the participation of the Imperial group in Port Baden, located in Paraguay, a company established together with CIE S.A., a Paraguayan company that supplies industrial equipment and services for the energy, industrial and naval sectors.

Hidrovias will assume the commitment with the current clients of the companies acquired from the Imperial group and will continue to provide logistics services in accordance with the existing agreements, as well as incorporating the more than 150 employees who are part of the current staff of such companies acquired through the Transaction.

The Transaction was valued at US\$ 85 million, considered an Enterprise Value, with an eventual additional payment of up to US\$ 5 million to be paid over the next four years, subject to the achievement of certain operational metrics. Imperial's South American operation has no debts and presented EBITDA of US\$ 15.9 million in 2018, US\$ 15.4 million in 2019 and US\$ 9.4 million in 2020 (even with an atypical lower draft scenario in rivers the southern region), considering fiscal year from July to June of each year.



The Company will keep its shareholders and the market in general informed about the progress of this Transaction, in accordance with the applicable regulation.

São Paulo, April 19th, 2021.

André Kinjo Kubota
Chief Financial and Investor Relations Officer