

LUPATECH S.A.

CNPJ Nº 89.463.822/0001-12

NIRE 35.3.0045756-1

Publicly-Held Company with Authorized Capital – B3 Novo Mercado

MATERIAL FACT**EXTRAJUDICIAL SETTLEMENT OF THE SAN ANTONIO DISPUTES**

Nova Odessa, November 20, 2023 - Lupatech S.A. (BM3: **LUPA3**) ("Lupatech" or "Company"), in compliance with CVM Resolution 44/2021, hereby informs its shareholders and the market in general of the following.

On July 6, 2023, the Company announced by means of a Material Fact the final favorable ruling obtained by the Company in an arbitration proceeding filed with the Camara de Arbitragem do Mercado - CAM. The procedure sought compensation for losses incurred, which were indemnifiable in accordance with the Investment Agreement celebrated for the acquisition of the San Antonio Companies by the Lupatech Group in 2012 ("Investment Agreement").

On this date, the Company informs that it has signed an Extrajudicial Agreement with the counterparties of the arbitration, both for compliance with the arbitration award and for full and reciprocal settlement of the Investment Agreement. In the following terms:

- a. the compliance with the Final Arbitration Award, with respect to the Investment Agreement, as well as the closure of all existing disputes between the Parties;
- b. the full, general, irrevocable and irreversible discharge between the Parties, of the Final Arbitration Award, with the settlement of the amounts due, through the payment of 27.6 million reais in favor of Lupatech, in addition to the R\$ 5.2 million already received in March 2021, it being agreed that each Party will bear the legal fees awarded to their own attorneys;
- c. the assignment of credits held by counterparties' affiliates, in the amount of R\$14.2 million, as listed in the judicial recovery proceedings and,
- d. the termination of the Investment Agreement and all the obligations provided for in said instrument, regarding the Parties, including future ones and/or those that may materialize, with the waiver of future indemnification claims by the Company arising from the Investment Agreement.

Lupatech's Investor Relations department is at your disposal for further clarification.

Rafael Gorenstein

CEO and IRO

CONTACTS - INVESTOR RELATIONS

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