

LUPATECH S.A.
CNPJ N° 89.463.822/0001-12
NIRE 35.3.0045756-1
Publicly-Held Company with Authorized Capital – B3 Novo Mercado

MATERIAL FACT

REVERSE STOCK SPLIT ISSUED BY THE COMPANY

Nova Odessa, June 11, 2026 – Lupatech S.A. (BM3: **LUPA3**) ("Lupatech" or "Company"), in compliance with the provisions of CVM Resolution No. 44/2021, hereby informs its shareholders and the market in general that, on June 9, 2026, its Board of Directors decided to call an Extraordinary General Meeting to resolve on the reverse split of all common shares issued by the Company, in a ratio of 10:1, so that each lot of ten (10) common shares is grouped into a single common share, pursuant to article 12 of Law No. 6,404/76 and to comply with articles 46 to 50 of chapter 6 of the Issuers Regulation issued by Brasil, Bolsa e Balcão - B3. The regulatory requirement aims to bring the trading price of shares to a level higher than R\$ 1.00 (one real), and failure to comply with the regulation may lead to non-continuous trading, at the discretion of B3.

Such proposal depends on the approval at the extraordinary general meeting whose call was approved by the Company's management at said meeting of the Board of Directors on June 9, 2026. The approval of the reverse split will not result in a change in the total amount of the capital stock or in the rights conferred by the common shares issued by the Company to their holders.

Once the reverse split is approved by the Company's general shareholders' meeting, a period of thirty (30) days will be granted, counted from the publication of the Notice to Shareholders, to be published after the holding of said meeting, so that shareholders holding common shares will be able to adjust their share positions in multiples of ten (10) shares, through trading on B3.

After the period of thirty (30) days established for the adjustment of positions by the Company's shareholders, any fractions of shares resulting from the reverse split will be separated, grouped into whole numbers, and sold in as many auctions as necessary, to be held in due course at B3, and the amounts resulting from the sale will be made available in the name of the respective shareholder holding fractions, after the financial settlement of the sale.

Further information regarding the reverse split will be disclosed in the Notice to Shareholders to be published after obtaining the approval of said reverse split at the Extraordinary General Meeting.

Rafael Gorenstein
Chief Executive Officer and Investor Relations Officer

CONTACTS – INVESTOR RELATIONS

Phone: + 55 (11) 2134-7000 or + 55 (11) 2134-7089

Email: ri@lupatech.com.br

Website : www.lupatech.com.br/ri