



CNPJ 61.532.644/0001-15
A Publicly Listed Company

MATERIAL FACT

INCORPORATION OF A WHOLLY OWNED SUBSIDIARY

ITAÚSA – Investimentos Itaú S.A. (“Itaúsa” or “Company”), pursuant to the provisions of CVM Instructions 358/02 and 565/15, announces to its stockholders and to the Market, that today the Company’s Board of Directors has decided to convene a General Stockholders’ Meeting for August 30 with the purpose of approving the incorporation of its wholly-owned subsidiary, **Itaúsa Empreendimentos S.A.**. The latter subsidiary has an administrative structure of approximately 80 professionals dedicated exclusively to activities involving the operational support of Itaúsa and the companies in the industrial area of the Conglomerate.

The purpose of this corporate reorganization is to improve synergy and operational efficiency with the consequent optimization and rationalization of management costs and additional obligations arising from the maintenance of Itaúsa Empreendimentos.

Given that the proposal involves the simplification of the corporate structure and reduction of costs, the Company understands that there is no significant risk should the said incorporation not take place. The costs to be incurred in the operation are estimated at R\$ 100 thousand, in the light of systemic adjustments, legal advisory services, the hiring of evaluators and the costs of publication.

Considering the corporate structure of Itaúsa Empreendimentos, the incorporation shall be implemented without dilution of Itaúsa’s capital, given that the said incorporation does involve an increase in capital, issuance of new shares, share substitution ratio or right of withdrawal for any stockholders.

Other information on the incorporation of Itaúsa Empreendimentos, including information required under Attachments 20-A and 21 of CVM Instruction 481/09, are available in the Manual for the General Stockholders’ Meeting, which is being disclosed today in the websites of the Company (www.itausa.com.br), B3 S.A. – Brasil, Bolsa, Balcão (www.b3.com.br) and the Brazilian Securities and Exchange Commission (www.cvm.gov.br).

São Paulo (SP), July 30, 2019.

ALFREDO EGYDIO SETUBAL
Investor Relations Officer