

MATERIAL FACT

COMMITMENT TO ADDITIONAL INVESTMENT IN AEGEA SANEAMENTO AND 4th ISSUE OF DEBENTURES NON-CONVERTIBLE INTO SHARES

ITAÚSA S.A. ("Itaúsa"), hereby informs its shareholders and the market in general that, continuing the Material Fact disclosed on April 27, 2021, under the Investment Agreement signed by Itaúsa, Aegea Saneamento e Participações S.A. ("Aegea") and shareholders of Aegea ("Investment Agreement"), referring to the investment by Itaúsa in Aegea ("Transaction"), Itaúsa and other shareholders of Aegea have agreed an additional investment to be made by Itaúsa through (i) capital contribution with the issuance of class D preferred shares from Aegea, without voting rights and convertible into common shares, and (ii) capital contribution with the issuance of class A preferred shares with voting rights of Special Purpose Entities created for the purpose described in the next paragraph ("SPEs").

Those referred capital increases are related to the fact that the consortium composed by Aegea, Itaúsa and affiliates of other Aegea shareholders submitted the winning bids for Blocks 1 and 4 in the bidding process carried out on April 30, 2021 by the State of Rio de Janeiro, subject of the International Invitation to Bid No. 001/2020 whose object was the granting concession for regionalized provision of public water supply and sanitation services to municipalities of the State of Rio de Janeiro ("Bid Process"), services currently provided by CEDAE – Companhia Estadual de Águas e Esgotos do Rio de Janeiro.

The additional investment to be made by Itaúsa will total R\$ 1,212 million, of which R\$ 1,110 million refers to Aegea's class D preferred shares and R\$ 102 million to SPE's class A preferred shares, which will be subscribed on the closing date of the Transaction and under the conditions to be established in the definitive agreements. With the closing of the transactions, including the one communicated in the Material Fact disclosed on April 27, 2021, Itaúsa will hold 10.20% of Aegea's voting capital, 34.57% of Aegea's total class D preferred shares and 5.54% of SPE's total class A preferred shares.

Itaúsa also announces that its Board of Directors approved, in a meeting held on this date, the 4th issuance of non-convertible debentures, in the amount of R\$ 2.5 billion, which will be used, mainly, for the acquisition of shares and capital contribution to Aegea and the remainder for capital contribution to SPEs, by means of payment in full of shares.

São Paulo (SP), May 31, 2021.

ALFREDO EGYDIO SETUBAL

Investor Relations Officer