



CNPJ 61.532.644/0001-15

A Publicly-Held Company

MATERIAL FACT

PROPOSAL FOR MERGER OF THE SPUN-OFF PORTION OF IUPAR – ITAÚ UNIBANCO PARTICIPAÇÕES S.A.

ITAÚSA S.A. (“Itaúsa”) In conformity with the provisions of CVM Resolution No. 4421 and CVM Instruction No. 565/15, informs its stockholders and the market that its Board of Directors, meeting as of this date, resolved on to call the General Stockholders’ Meeting for the upcoming December 8, 2021, with the purpose of approving the merger of the spun-off portion of IUPAR – Itaú Unibanco Participações S.A. (“IUPAR”) into Itaúsa, with no increase in its capital, for the reasons stated as follows:

- IUPAR, a company jointly controlled by Itaúsa and Companhia E. Johnston de Participações (“Cia. E. Johnston”), has the sole corporate purpose of holding and exercising the ownership control of Itaú Unibanco Holding S.A. (“Itaú Unibanco”), and it is barred from developing any other activity or holding equity interest in any company other than Itaú Unibanco; and
- on the account of (a) the corporate restructuring recently carried out by Itaú Unibanco to segregate the business line identified in the investment held in XP Inc. (“XP”), with the set-up of XPart S.A. (“XPart”), and (b) the later merger of XPart into XP carried out on October 1, 2021, as proposed by XP, IUPAR has become the direct holder of shares issued by XP, this being the reason why IUPAR’s management has deemed appropriate to carry out the partial spin-off of the company, transferring its entire equity interest held in XP to its sole stockholders (Itaúsa and Cia. E. Johnston), with no change in the capital of these companies.

Other information on the merger of the spun-off portion of IUPAR, including that required by Attachments 20-A and 21 to CVM Instruction No. 481/09, is available in the General Stockholders’ Meeting’s Manual, which is being disclosed as of this date on the websites of Itaúsa (www.itausa.com.br), B3 S.A. – Brasil, Bolsa, Balcão (www.cvm.gov.br), and the Brazilian Securities and Exchange Commission (www.cvm.gov.br).

São Paulo (SP), November 8, 2021.

ALFREDO EGYDIO SETUBAL

Investor Relations Officer