



CNPJ 61.532.644/0001-15
A Publicly-Held Company

MATERIAL FACT

MERGER OF XPART S.A. INTO XP INC. APPROVED

ITAÚSA S.A. ("**Itaúsa**"), in continuity to the Material Facts of November 4, 2020, November 30, 2020, February 1, 2021, May 28, 2021, and May 31, 2021, regarding the corporate restructuring involving the investment of Itaú Unibanco Holding S.A. ("**Itaú Unibanco**") in XP Inc., a publicly-held company with shares traded on NASDAQ ("**XP**"), and the resulting incorporation of XPart S.A. ("**XPart**"), announces to its shareholders and the general market that, on this date, the General Shareholders' Meetings of XPart and of XP approved the merger of XPart with and into XP, and the resulting extinction of XPart ("**Merger**").

As a result of the Merger, Itaúsa has become holder, directly and indirectly, of Class A shares issued by XP equivalent to 15.07% of XP's capital and 4.74% of its voting capital.

Also as of this date, Itaúsa and IUPAR – Itaú Unibanco Participações S.A. ("**IUPAR**") have become parties to XP Shareholders' Agreement, with the terms and conditions described in the Material Fact disclosed by Itaúsa on February 1, 2021 becoming effective, particularly those regarding Itaúsa's and IUPAR's right to appoint members to XP's Board of Directors and Audit Committee.

For further information on the Merger of XPart, please access XPart's website: www.xpartsa.com.br.

São Paulo (SP), October 1, 2021.

ALFREDO EGYDIO SETUBAL
Investor Relations Officer