

Banco Inter S.A.

Category "A" Publicly-Held Company of Authorized Capital

CVM No. 24406

CNPJ/ME No. 00.416.968/0001-01

NIRE: 31.300.010.864

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MATERIAL FACT

BANCO INTER S.A. (B3 ticker: BIDI3, BIDI4, BIDI11) ("Inter"), pursuant to section 157, paragraph 4 of Law No. 6,404, dated December 15, 1976, as amended ("Brazilian Corporations Law"), and in the regulation of the Brazilian Securities and Exchange Commission (*Comissão de Valores Mobiliários*) ("CVM"), particularly CVM Rule No. 476, dated January 16, 2009, as amended ("CVM Rule 476"), CVM Rule No. 358, dated January 3rd, 2002, as amended, and CVM Official Letter No. 01/2021-CVM/SRE, dated March 1, 2021, hereby informs its shareholders and the market in general, that the Board of Directors of Inter, at a meeting held on June 14, 2021, has approved the launch today of a public offering with restricted sales efforts of **(a)** common shares to be issued by Inter (each, a "Common Share" and collectively, the "Common Shares") and *certificados de depósito de valores mobiliários* (each a "Unit" and collectively, the "Units"), comprising one Common Share and two preferred shares of Inter (each a "Preferred Share" and collectively, the "Preferred Shares" and together with the Common Shares, the "Shares") issued by Inter, to **(i)** a limited number of institutional investors (as defined in article 11 of CVM Resolution No. 30 of May 11, 2021) in Brazil, **(ii)** persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act of 1933, as amended (the "Securities Act")) in the United States, and **(iii)** institutional and other investors elsewhere outside the United States and Brazil that are not "U.S. persons" (as defined in Regulation S under the Securities Act) ("Institutional Offering"); and **(b)** Common Shares and Preferred Shares (including Common Shares and Preferred Shares underlying Units), to the existing shareholders or unit holders of Inter as of June 14, 2021, that are either qualified institutional buyers or non-U.S. persons ("Qualifying Existing Shareholders") in the context of a priority offering in Brazil in accordance with Article 9-A of CVM Rule 476, as amended (the "Priority Offering," and together with the Institutional Offering, the "Offering").

As per Section 170, paragraph 1, item III, of the Brazilian Corporations Law, in the context of the Offering, the fixed price per Common Share and Preferred Share shall be BRL19.28 and the fixed price per Unit shall be BRL57.84. The total number of Shares initially proposed to be offered corresponds to 71,508,802 Common Shares and 71,126,052 Preferred Shares, which may be upsized by up to 100% of the total number of Shares initially offered, or up to 142,634,854 Shares, at the offering fixed price referred to herein. The total number of Shares and Units to be issued under the Offering shall be defined upon a bookbuilding process to be conducted for allocation of the Shares according to the investors' demand in the context of the Offering.

The Offering shall count with the commitment by StoneCo Ltd. ("Stone") to subscribe Common Shares and/or Units corresponding to the closest corporate interest to, that might be obtained, without

exceeding, 4.99% of Inter's capital stock (on a fully diluted basis, following the conclusion of the Offering), limited to the amount of R\$2.5 billion. Stone shall implement its investment upon participation: (i) in the Institutional Offering, and/or (ii) in the Priority Offering, as a Qualifying Existing Shareholder. For that purpose, the controlling shareholder of Inter shall assign to Stone its priority right of subscription of Shares in the Priority Offering.

As provided under CVM Rule 476, Inter's shareholders may assign, partially or totally, their priority rights of subscription of Shares in Priority Offering amongst Inter's shareholders. In that regard, Softbank Group Corp., a strategic investor in Inter since 2019, through its investee LA BI Holdco LLC, has already informed about its intention to participate in the Priority Offering and to potentially make an additional investment in Inter upon the Institutional Offering.

In order to issue the Units and/or the Shares offered by the Company, Inter must effect a capital increase with the proceeds of the Offering, which is subject to the prior approval of the Central Bank of Brazil (Banco Central do Brasil) (the "Central Bank"). The capital increase will be made concurrently with the bookbuilding of the Offering and, as a result, this Central Bank approval will likely not be obtained until after the settlement date of the Offering.

Accordingly, **(a)** the Units will initially comprise one subscription receipt (collectively, the "Subscription Receipts") representing one Common Share and two Subscription Receipts representing one Preferred Share each and **(b)** the Qualifying Existing Shareholders as of June 14, 2021 will receive Subscription Receipts representing one Common Share or one Preferred Share, as the case may be. Upon approval from the Central Bank, the Subscription Receipts will be converted into the Shares, and each Unit will comprise one Common Share and two Preferred Shares as underlying assets. Subscription Receipts will be exchanged for Units, Common Shares and Preferred Shares, as applicable, within ten days from the date the Central Bank approves the Company's capital increase.

The Offering bookbuilding is expected to occur on June 24, 2021, after which it will be disclosed to the market the total amount of the Offering. The beginning of trading of the Shares on the São Paulo Stock Exchange (B3 S.A. – Brasil, Bolsa, Balcão) is expected to occur on the second business day after the disclosure of the results of the bookbuilding process, and the settlement of the Offering is expected to occur on the third business day after the disclosure of the results of the bookbuilding process.

ANY INFORMATION CONTAINED HEREIN SHALL NOT BE TRANSMITTED, DISCLOSED, DISTRIBUTED OR DISSEMINATED IN THE UNITED STATES. THIS MATERIAL FACT IS NOT AN OFFERING OF SECURITIES. THE OFFERING HAS NOT BEEN NOR WILL BE REGISTERED UNDER THE SECURITIES ACT, OR ANY OTHER U.S. FEDERAL AND STATE SECURITIES LAWS. ACCORDINGLY, NONE OF THE UNITS, PREFERRED SHARES, COMMON SHARES OR SUBSCRIPTION RECEIPTS MAY BE OFFERED, SOLD, PLEDGED OR OTHERWISE TRANSFERRED IN THE UNITED STATES OR TO U.S. INVESTORS, UNLESS THEY ARE REGISTERED, OR EXEMPT FROM, OR NOT SUBJECT TO, REGISTRATION UNDER THE SECURITIES ACT.

This material fact notice is disclosed for informative purpose only and shall not, in any circumstances, be construed as an investment recommendation. This material fact notice does not constitute an offer to sell or the solicitation of an offer to buy the Company's securities, including the Units, the Shares and

Subscription Receipts, and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.

If you would like to receive a free translation of the full Portuguese-language *fato relevante* and are able to certify that you are a “qualified institutional buyer” to the reasonable satisfaction of Inter, please contact Inter’s Investors Relations team at ri@bancointer.com.br.

Belo Horizonte, June 14, 2021.

HELENA LOPES CALDEIRA
Chief Financial and Investor Relations Officer