



**INFRACOMMERCE CXAAS S.A.**

Publicly-Held Company

CVM Code No. 2574-7

CNPJ/MF No. 38.456.921/0001-36 | NIRE 35300557361

Av. das Nações Unidas, 12,901, 32nd Floor, Room G, North Tower of the United Nations Business Center | ZIP Code 04.578-910, São Paulo/SP

ISIN Code of Shares "BRIFCMACNOR8"

Trading code of Shares on B3: "IFCM3"

## Approval of the Reverse Stock Split

**São Paulo, June 30<sup>th</sup>, 2025:** Infracommerce CxaaS S.A. ("Infracommerce" or "Company") (B3: IFCM3), in compliance with the provisions of Article 157, paragraph 4, of Law No. 6,404, dated December 15, 1976, as amended ("Brazilian Corporation Law"), and pursuant to Resolution No. 44 of the Brazilian Securities and Exchange Commission (CVM), dated August 23, 2021, as amended, in continuity with the Material Fact disclosed on June 6, 2025, hereby informs its shareholders and the market in general that, at the Company's Extraordinary General Shareholders' Meeting held on this date, on first call ("EGM"), it was approved, among other matters, a reverse split of all shares issued by the Company, in the ratio of 20:1, i.e., twenty (20) common shares converted into one (1) share of the same type, without changing the value of the Company's capital stock, but only the total number of shares ("Reverse Stock Split")

The Company points out that the ratio of the reverse split of twenty (20) common shares converted into one (1) share, as approved, was the subject of an alternative proposal submitted by a shareholder during the EGM ("Alternative Proposal") and, therefore, differs from the ratio of 15:1, i.e., fifteen (15) common shares to one (1) share of the same type issued by the Company, which was included in the Management Proposal disclosed by the Company on June 6, 2025. After the shareholders' resolution at the EGM, the referred Alternative Proposal was approved by majority vote.

Due to the approval of the Reverse Stock Split, the Company's capital stock will remain in the amount of R\$ 271,915,135.33 (two hundred and seventy-one million, nine hundred and fifteen thousand, one hundred and thirty-five reais and thirty-three cents), but will be divided into 74,020,414 (seventy-four million, twenty thousand, four hundred and fourteen) common shares, all registered, book-entry and without par value.

As provided for in the Management Proposal disclosed by the Company on June 6, 2025 and approved at the EGM, the implementation of the Stock Split will observe the following procedures:

**Adjustments of Share Ownership Positions:** within thirty (30) days from the disclosure of this release, during the period beginning on July 1, 2025 (inclusive) and ending on July 30, 2025 (inclusive) ("Period of Free Adjustment of Position"), shareholders may adjust

their respective share ownership positions, at their sole discretion, in multiples of 20 (twenty) shares, through private negotiating or in the environment of B3 S.A. – Brasil, Bolsa, Balcão ("B3"), so that the shares held by it do not generate fractions after the implementation of the Reverse Stock Split. Once the Free Position Adjustment Period has ended, shareholders who own fractions of shares resulting from the transaction will be subject to the procedure provided for in the item "Treatment for Fractions of Shares" below.

**Implementation of the Reverse Stock Split:** on the first trading day after the end of the Period of Free Adjustment of Position, that is, on July 31, 2025, all shares representing the Company's capital stock will be traded exclusively in the form of a reverse split.

**Treatment for Fractions of Shares:** any fractions of shares resulting from the Reverse Stock Split shall be separated, agglutinated into whole lots, and sold at an auction to be held at B3 after the end of the Period of Free Adjustment of Position ("Auction"), and the proceeds of the sale will be proportionally apportioned among the holders of the fractions, after financial settlement.

**Auction:** the Auction will comply with the rules set forth in the B3 Trading Operating Procedures Manual; and

**Payment to Shareholders:** the proceeds from the sale of the shares formed from the remaining fractions after the Reverse Stock Split will be made available, proportionally, in the name of the respective shareholder, after the financial settlement at B3, on a date and in a manner to be informed in due course by the Company.

The result of the Auction and the date on which the proceeds resulting from the auction will be made available to shareholders will be disclosed in due course through a notice to shareholders.

The Company will keep its shareholders and the market in general informed of any additional facts related to this Material Fact, if applicable.

**Bruno de Andrade Vasques**  
Investor Relations Officer

## **About Infracommerce**

Infracommerce is a white label digital ecosystem that operates on the concept of Customer Experience as a Service (CXaaS). The Company offers digital solutions - from platforms and data to logistics and payments - that simplify the digital activities of companies of any size and type of business, including the luxury market, large retailers and industries. With a presence in Brazil, Mexico, Argentina, Colombia, Chile, Peru, Uruguay, Ecuador and Panama, and around 2,500 employees, the Company was recognized as the Best Digital Solutions Company by the Brazilian Electronic Commerce Association. For more information, visit [ri.infracommerce.com.br](http://ri.infracommerce.com.br).

## **Contacts**

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