



TC TRADERS CLUB S.A.
Publicly-Held Company
CNPJ/ME nº 26.345.998/0001-50
NIRE: 35.300.566.521

MATERIAL FACT

TC Traders Club S.A. (“Company” or “TC”), in compliance with the provisions of article 157, paragraph 4 of Law 6.404 of 1976 (“Brazilian Corporate Law”), as amended and to CVM Resolution No. 44 of August 23, 2021 and the Listing Regulation of the Novo Mercado of B3 S.A. – Brasil, Bolsa, Balcão, informs its shareholders and the market in general that it has acquired, on this date (“Closing Date”), all shares representing the capital stock of RIWeb S.A. (“RIWeb”), a private company resulted from the partial spin-off of Grupo Comunique-se S.A., pursuant to the Shares Purchase Agreement and Other Covenants (“Agreement”), entered into by and between the Company and the shareholders of RIWeb (“Transaction”).

Founded in 2009, RIWeb is recognized for its excellence service and for bringing together all the Investor Relation professional's day-to-day communication activities in *Workr*, a platform that allows, among other features, the management of websites, organization of contacts, e-mails, webcast production and shareholder base management.

RIWeb currently has in its base 76 publicly-held companies as clients, in addition to others privately-held companies and investment funds. In the last 12 months ending in April 2021, RIWeb achieved gross sales of approximately R\$4 million.

With the acquisition, TC intends to transform the investor relations, adding to the market more technology and multimedia content, supported by modern user interface (UI) and user experience (UX) strategies. With RIWeb's tools and services added to the TC's expertise and infrastructure, the Company will provide IR professionals the possibility of actually being much closer to any type of investor, using the TC platform for their communication, in addition to their own websites, which today has more than half a million registered investors.

The acquisition price of all RIWeb's shares is R\$6.5 million, subject to adjustments common to this type of operation, to be paid by the Company to the current shareholders of RIWeb, as follows: (i) R\$5 million on the Closing Date of the Transaction; and (ii) up to R\$1.5 million, within 12 months after the Closing Date of the Transaction, upon fulfillment of certain conditions provided for in the Agreement. The agreed amounts are subject to usual adjustments in this type of transaction. As a result of the Acquisition, RIWeb will become a solely held by the Company.

The Transaction was approved by the Company's Board of Directors on September 16, 2021, pursuant to article 28, item (xv) of the Company's Bylaws.



The limits foreseen in items I and II of article 256 of the Brazilian Corporate Law were not reached in the Transaction.

São Paulo, September 16, 2021.

Pedro Medeiros Machado
Investor Relations Officer