

# QUAL3

QUALICORP CONSULTORIA E CORRETORA DE SEGUROS S.A

## Material Fact

### Qualicorp announces Share Buyback Program.

**São Paulo, August 25, 2020** – Qualicorp Consultoria e Corretora de Seguros S.A. (B3: QUAL3) (“Qualicorp” or “Company”) in compliance with the provisions of article 157, paragraph 4, of Law 6,404/76 and pursuant to CVM Rule No. 358/02, hereby informs that, at a meeting held on the date hereof, its Board of Directors approved, in accordance with the provisions of CVM Rule 567/15, the creation of a share buyback program for the acquisition of its own common shares (“Share Buyback Program”), in the following terms:

**Company’s objective with the Share Buyback Program:** The acquisition of shares issued by the Company aims to (i) be an alternative to optimize capital allocation and generate value for its shareholders, through an adequate management of the capital structure and application of the Company's available resources and the increase in the earnings per share (as a result of the reduction of shares in the free float); (ii) provide an alternative distribution mechanism of part of the Company's cash generation to the shareholders; and (iii) allow the delivery of shares to the Company's managers and employees within the scope of the Company's long-term incentive plan.

**Maximum Number of Shares to be Acquired:** The Company may acquire up to ten million (10,000,000) of its own common shares, with no reduction in the corporate capital stock, which is equivalent to approximately 3.5% of the Company's free float shares on this date.

**Number of shares trading in the free float, according to the definition given by section 8, paragraph 3, of CVM Rule 567/15, and the number of shares already held in treasury:** Based on the Company's shareholding base on this date, there are currently two hundred eighty-three million nine hundred ninety-three thousand seven hundred fifty-four (283,993,754) common shares issued by the Company in circulation and five hundred twenty-two thousand eight hundred and eighty-three (522,883) common shares issued by the Company held in treasury.

**Impacts on the composition of the shareholding control or the administrative structure of the company:** The Company does not expect any impacts on its dispersed shareholder base, with no controlling shareholder, or on its administrative structure.

**Term:** The maximum term for the acquisition of shares under the new Share Buyback Program will be eighteen of (18) months, or five hundred and forty (540) days counted from August 26, 2020, with final term in February 17, 2022 (inclusive). The management shall be responsible for defining the dates on which the acquisitions will be effectively executed.

**Available resources to be used:** The acquisition of shares will be debited from the total amount of available profit and capital reserves, excluding the amount of the reserves referred to in section 7, paragraph 1 of CVM Rule No. 567/15. According to the Company's most recent financial statements, for the quarter ended June 30, 2020, the funds available to acquire the Company shares under the Share Buyback Program total the amount of approximately R\$ 530 million.

**Intermediary Institutions:** Pursuant to the Item 3.1.1 of the Company's Trading Policy, the acquisitions to be carried out under the Share Buyback Program will be intermediated by the following brokerages accredited by the Company: (i) Bradesco S.A. CTVM, National Corporate Taxpayers Register (CNPJ) No. 61.855.045/0001-32; (ii) Itaú Corretora de Valores S/A, National Corporate Taxpayers Register (CNPJ) No. 33.311.713/0001-25; (iii) XP Investimentos CCTVM S.A., National Corporate Taxpayers Register (CNPJ) No. 02.332.886/0001-04; (iv) BTG Pactual CTVM S.A., National Corporate Taxpayers Register (CNPJ) No. 43.815.158/0001-22; and (v) Credit Suisse Brasil S.A. CTVM, National Corporate Taxpayers Register (CNPJ) No.42.584.318/0001-07.

The Minutes of the Board of Directors' Meeting that approved the Share Buyback Program, containing the information required by Annex 30-XXXVI of CVM Rule No. 480/09, is available on the websites of the Brazilian Securities and Exchange Commission

(cvm.gov.br), of B3 S.A. - Brasil, Bolsa, Balcão (b3.com.br) and in the investors relations website of the Company (ri.qualicorp.com.br).

**Frederico Oldani**

Chief Financial and Investor Relations Officer.

**Qualicorp Consultoria e Corretora de Seguros S.A.**