

BANCO PINE S.A.
CNPJ/MF nº 62.144.175/0001-20
NIRE 35300525515

Publicly-held Company

MATERIAL FACT

HIRING OF A MARKET MAKER

Banco Pine S.A. (“Company” or “Pine”), pursuant to Article 157, paragraph 4, of Law No. 6,404/76 and Article 4 of CVM Resolution No. 44, of August 23, 2021, of the Securities and Exchange Commission of Brazil (“CVM”), informs its shareholders and the market in general that it has hired **BTG PACTUAL CORRETORA DE TÍTULOS E VALORES MOBILIÁRIOS S.A.** to act as the market maker for the preferred shares issued by the Company.

Relevant information regarding the hiring is provided below:

i. Name and details of the market maker:

BTG PACTUAL CORRETORA DE TÍTULOS E VALORES MOBILIÁRIOS S.A., a financial institution headquartered at Av. Brigadeiro Faria Lima, No. 3477, 14th floor, part, City of São Paulo, SP, enrolled with the CNPJ/MF under No. 43.815.158/0001-22. The contractor is a legal entity registered with B3 S.A. – Brasil, Bolsa, Balcão (“B3”) to perform operations aimed at fostering the liquidity of securities admitted to trading in the markets managed by it.

ii. Issuers objective in the transaction:

The objective is to act in the stock market managed by B3 through the placement of buy and sell orders with the purpose of fostering the liquidity of the preferred shares (PINE4) issued by the Company.

iii. Term of the contract:

The contract was entered into for an indefinite term.

iv. Number of outstanding shares in the market:

According to the most recent information available on the Company's ownership structure, there are 46,179,490 (forty-six million, one hundred and seventy-nine thousand, four hundred and ninety) preferred shares (PN) outstanding in the market (free float). The Company's updated ownership structure is shown below:

	COMMON	PREFERRED	TOTAL	%
Controlling Shareholder	117,467,669	42,589,481	160,057,150	67.35%
Management and Council	2,035,731	28,471,199	30,506,930	12.84%
Free Float	2,025,877	43,720,412	45,746,289	19.25%
Treasury	158,100	1,189,748	1,347,848	0.57%
Total	121,687,377	115,970,840	237,658,217	100.00%

- v. Agreements or contracts regulating voting rights or the purchase and sale of securities:
The Company informs that no agreement or contract has been entered into between the market maker and the Company's controlling shareholder regulating the exercise of voting rights or the purchase and sale of securities issued by the Company.

The Investor Relations Department remains available to shareholders for further clarification via email at ri@pine.com

São Paulo, February 22, 2026

Noberto Pinheiro Jr

Investor Relations Officer