

ROADSHOW
PRESENTATION
FEBRUARY - 2026



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Offering Term-Sheet

| | |
|-----------------------------|---|
| Issuer | Banco Pine S.A. ("Banco Pine" or "PINE") |
| Offering Regulation | CVM 160 Resolution, Follow-on in Brazil, with international sales efforts under Rule 144A/Regulation S |
| Listing | B3 – N2 – PINE4 ¹ |
| Base Offering Size | ~R\$ 275 million - 21,860,095 shares ² (100% primary) |
| Hot Issue Size | ~R\$ 125 million - 9,936,406 shares ² (100% primary; ~45% of the base offering) |
| Lock-up | 90 days, applicable to Issuer, Board Members, Executive Directors and Controlling Shareholders |
| Use of Proceeds | Optimization of Financial and Capital Structure |
| Subscription Commitment | Subscription of at least 20% of the base offering by the controlling shareholder (Noberto Pinheiro) |
| Priority Offering Timetable | <ul style="list-style-type: none"> • First Cut-Off Date: February 20th, 2026 • Priority Offering: February 24th to March 2nd, 2026 • Second Cut-Off Date: February 27th, 2026 |
| Market Offering Timetable | <ul style="list-style-type: none"> • Offering Launch: February 23rd, 2026 • Roadshow: From February 23rd to March 3rd, 2026 • Pricing: March 3rd, 2026 • Settlement: March 6th, 2026 |
| Joint Bookrunners |  |

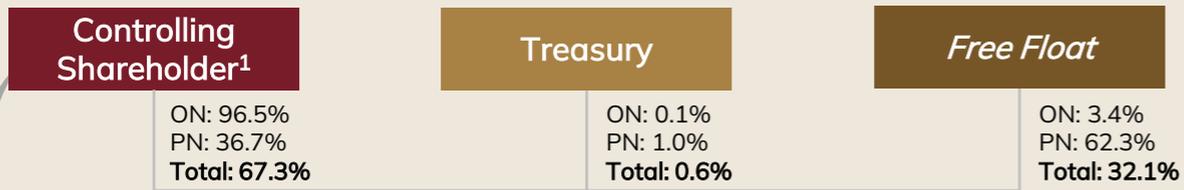
Notes: (1) Initially, investors will receive subscription receipts, which will subsequently be converted into PINE4 shares upon approval by the Central Bank of Brazil (BACEN); (2) Considers the closing price of R\$12.58/share as of February 20th, 2026

The potential investors should carefully read the Brazilian preliminary offering memorandum and the Brazilian final offering memorandum, as well as the reference form incorporated by reference thereto, or the preliminary offering memorandum and the final offering memorandum, as the case may be, relating to the offering, especially the risk factors sections contained in such documents before making their investment decision.

Offering Analysis

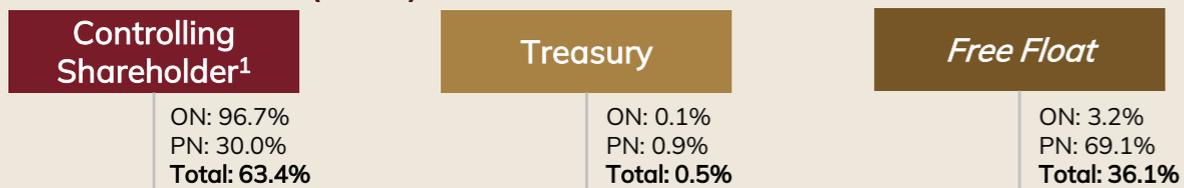
Dilution Analysis

Current Structure



The Controlling Shareholder will subscribe for at least 20% the base offering

Post-Offer Structure (Base)²

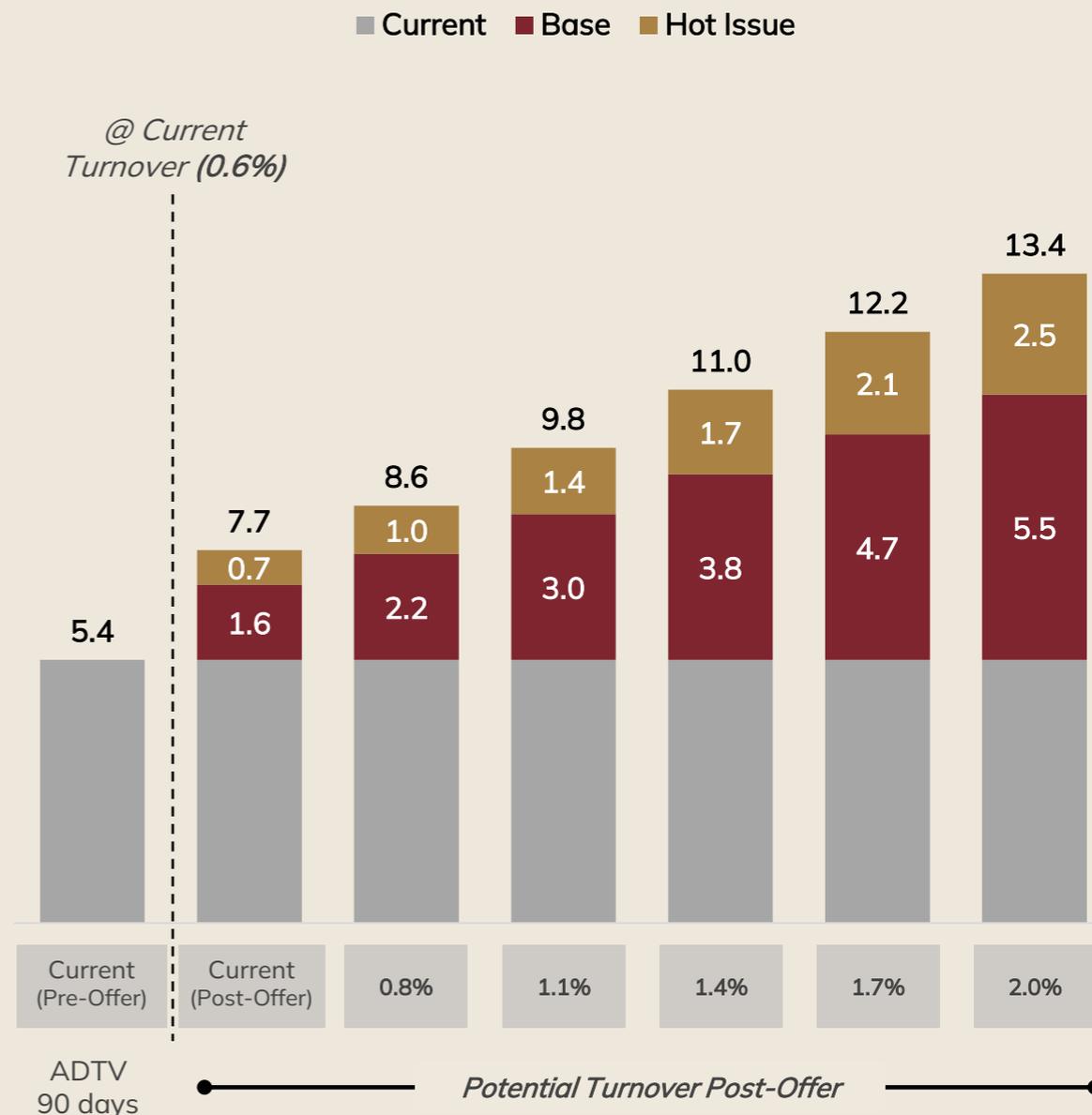


Post-Offer Structure (Base + Hot Issue)³



Liquidity Analysis⁴

(R\$ mn)



Notes: (1) "Controlling Shareholder" refers to Mr. Noberto Nogueira Pinheiro, controlling shareholder of the Bank; (2) Post-conversion of preferred shares (PNs), assuming the Controlling Shareholder subscribes for 20% of the base offering; (3) Assuming that the Hot Issue is fully exercised; (4) Assumes a share price of R\$12.58 as of February 20th, 2026; Sources: Company Information and FactSet

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Private Retail
Payroll Loans

60%



Public Retail

Payroll Loans and Benefit Cards:

- INSS
- Public Entities



AmigoZ is a fintech focused on the origination of collateralized retail credit, especially payroll-deducted credit and benefit cards for INSS beneficiaries, public-sector employees, and private-sector workers



Wholesale



Corporate Credit

Capital Markets and Structured Transactions

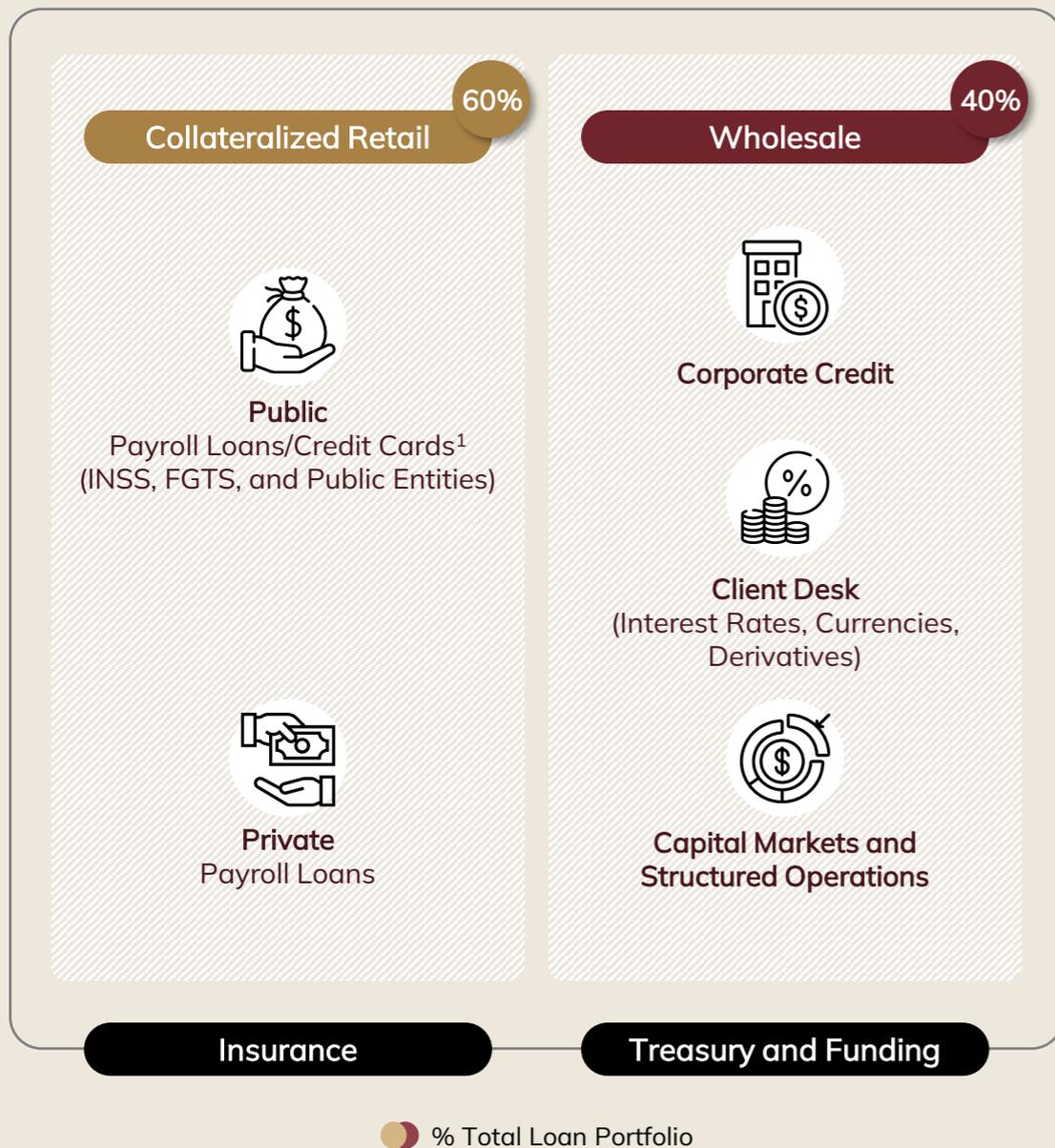


Client Desk
(Derivatives and FX)

 % Credit Portfolio

Banco Pine at a Glance

Diversified Bank with Highly Collateralized Portfolio



Solid Financial Profile

|  | R\$ mm | YoY Growth |
|---|--|------------|
| Credit Portfolio <i>YE2025</i> | 17,709 R\$ 4.9 bn <i>Yield Roadmap²</i> | 24% |
| NII + Fee Revenues <i>2025</i> | 1,188 | 97% |
| Net Income <i>2025</i> | 443.6 | 72% |
| Non-Recurring ROE <i>2025</i> | 33.4% | 10.5 p.p. |
| Basel Index <i>YE2025</i> | 15.0% | 0.5 p.p. |



Rating 'A'³
Perspective: Positive



Rating 'brA+³
Perspective: Stable

Notes: (1) Public-segment products under Collateralized Retail include payroll loans and payroll-linked cards; the cards focus helps spotlight AmigoZ and the recent transaction; (2) Considers Private Payroll Loans and Payroll Loan Credit Cards; (3) Rating score given in January 2026

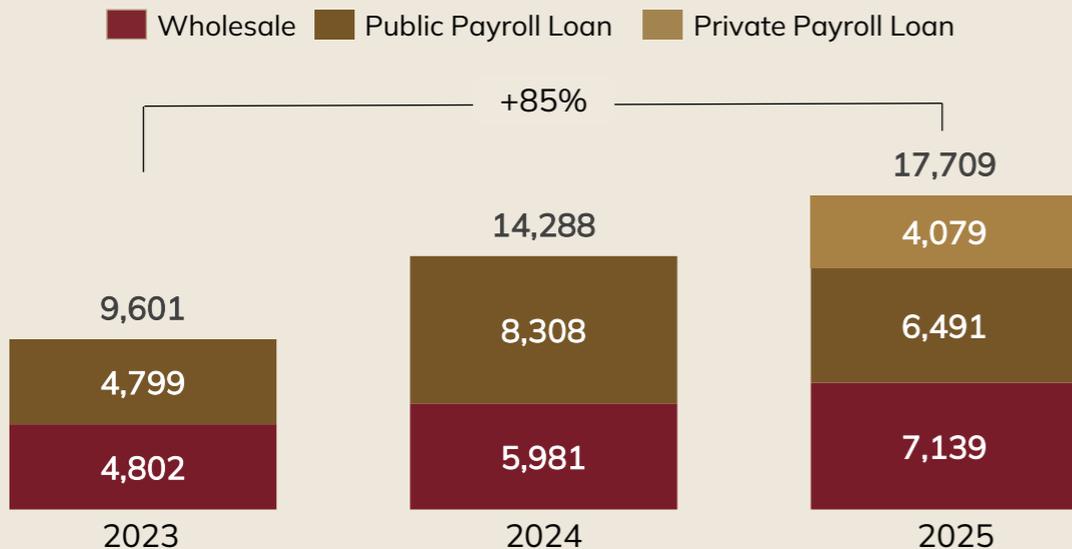
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Credit Portfolio Profile

Portfolio growth is aligned with our strategy of revenue diversification and capital allocation optimization

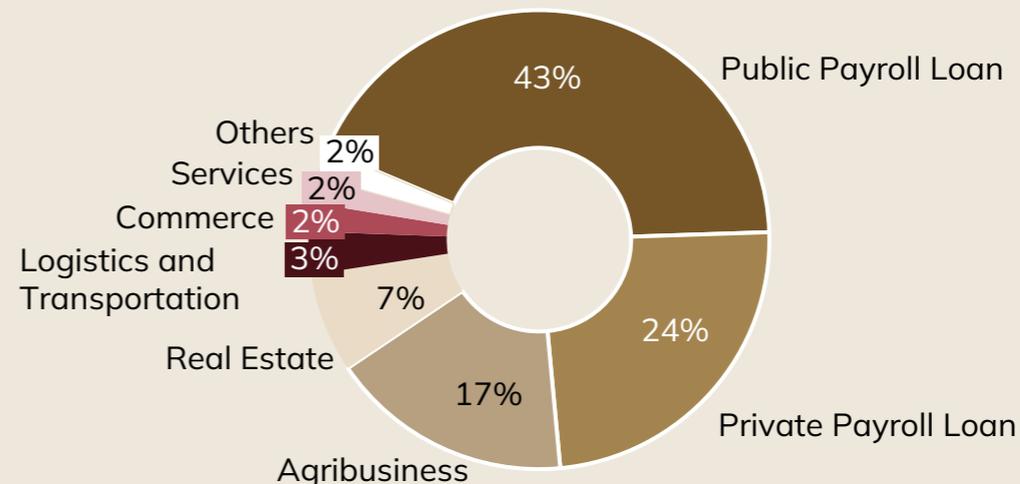
Portfolio

(R\$ millions)



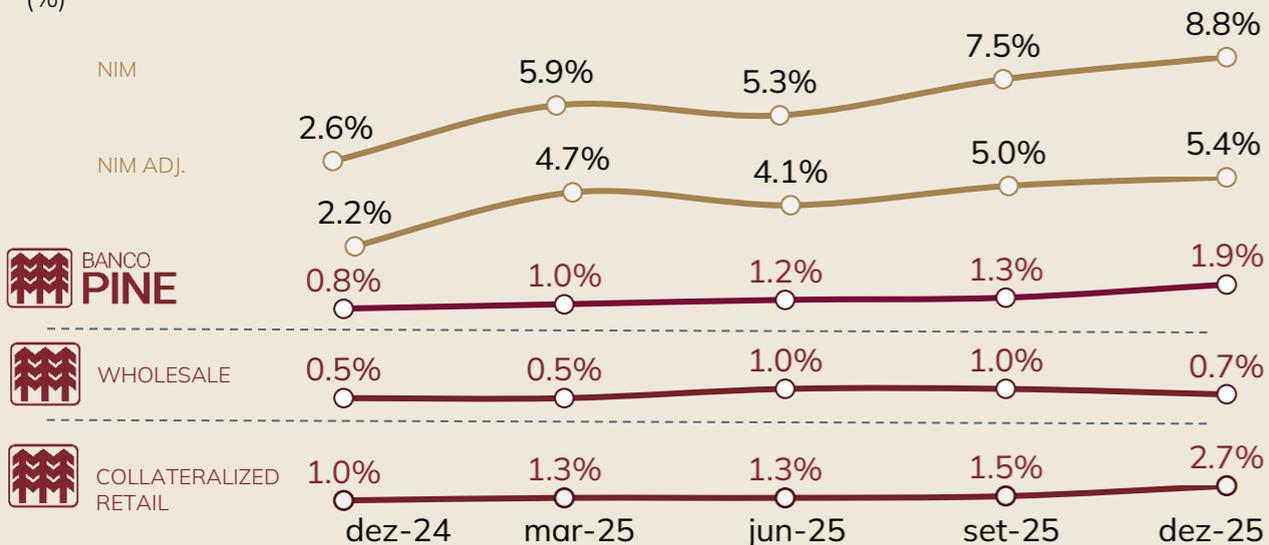
Expanded Portfolio Distribution

(Breakdown by volume – Dec/25)



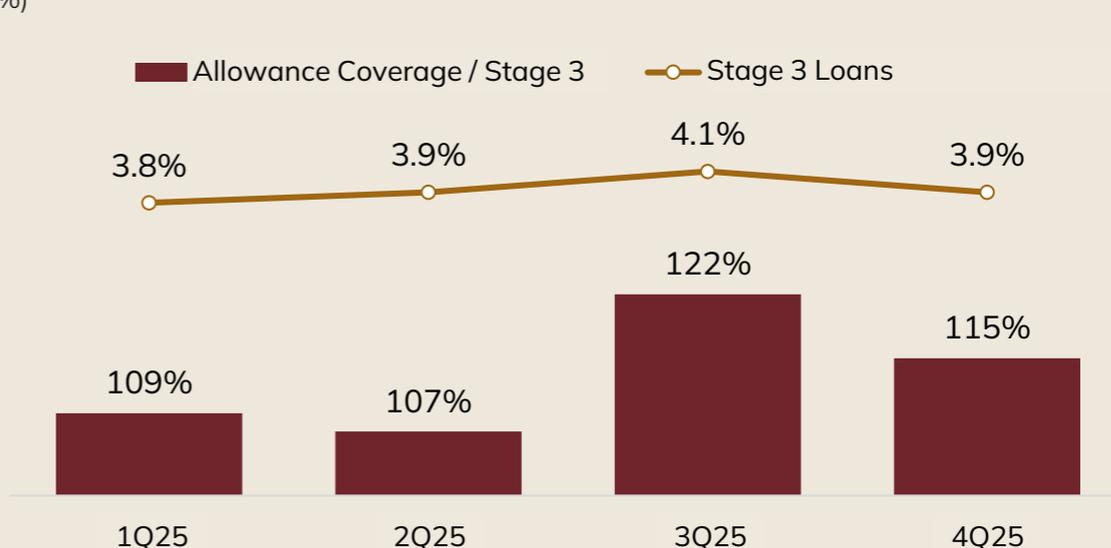
NPL Over 90 Days¹ & NIM & NIM Adjusted by Risk²

(%)



Loans and Stage 3 Coverage Ratio³

(%)



Notes: (1) Delinquency = (Past-due balance > 90 days, excluding fully provisioned loans) / (Expanded Credit Portfolio); (2) (Management gross margin + Loan Loss Provisions) / Earning assets; and (3) Provision balance / Stage 3

Collateralized Retail

Collateralized Retail Roadmap

Strategic Return to Collateralized Retail (2021-2022)

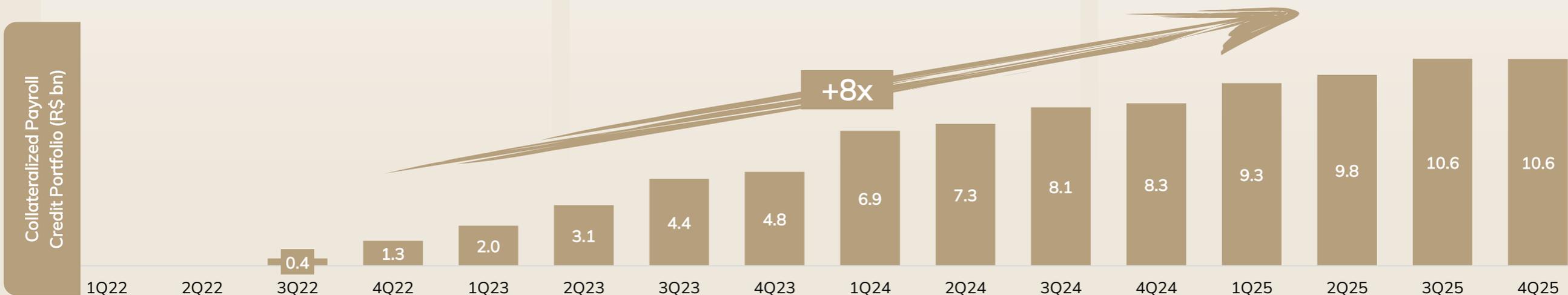
- Launched a multi-phase strategy to build a sustainable “Yield Roadmap”, becoming a more diversified bank
- INSS/FGTS portfolios acquired, optimizing capital allocation
- Began operating through a partnership with a service provider (BYX), leveraging their origination ecosystem
- Formed partnerships with S4 financial institutions purchasing credit portfolio in the interbank market
- 33% stake in BYX acquired and AmigoZ (retail fintech) launched

Building the Retail Ecosystem: BYX & AmigoZ (2023 – 2024)

- Focused on payroll-deductible cards and employee benefits
- Strategic partners onboarded; multi-channel origination scaled
- Enabled AmigoZ to operate through Pine’s INSS and key public-sector accreditations
- True-sales to investors and banks initiated
- Private payroll market (CLT) in-depth analysis, in anticipation of the new regulatory framework

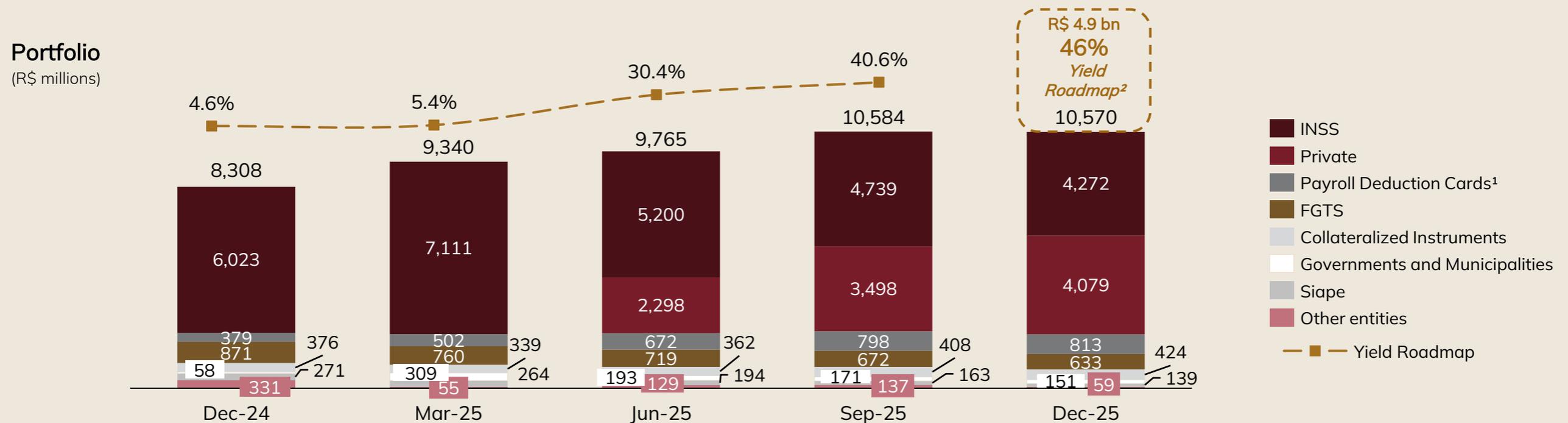
“Yield Roadmap” Materializes (2025→)

- AmigoZ scales and consolidates; strategic partnerships drive consistent origination growth
- Pine becomes one of the first three banks to operate under the new Private Payroll Loan framework
- 100+ public-sector agreements with entities; portfolio of R\$ 700+ million
- New Private Payroll portfolio exceeds R\$ 4 billion, reflecting accelerated penetration
- Transformative transaction: BYX divested, AmigoZ 99.8% acquired, strengthening Pine’s retail ecosystem



Collateralized Retail

This period was marked by a portfolio remix, focusing on products with higher spreads and added value



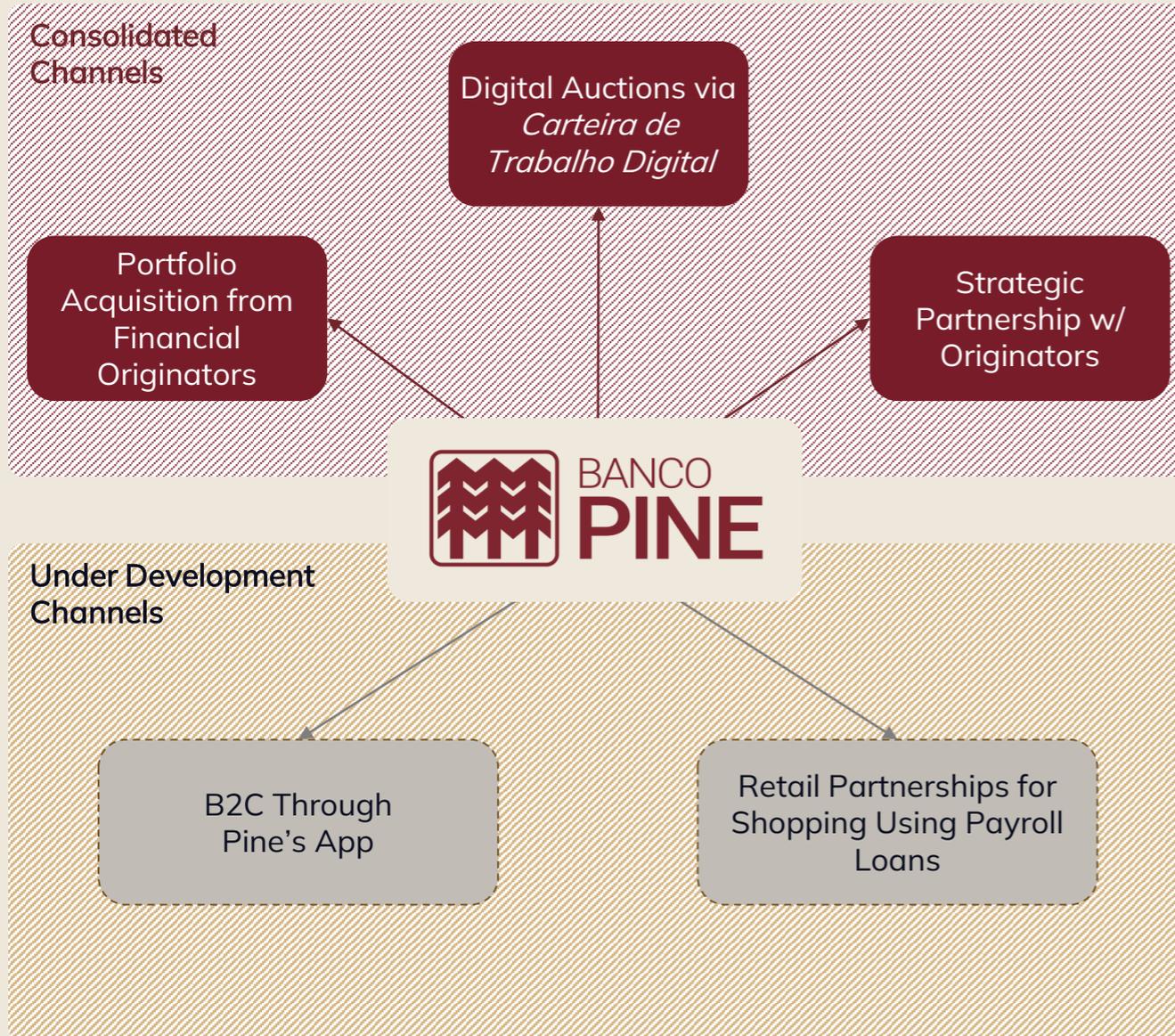
Highlights of 2025

- › Greater diversification and advancement of Collateralized Retail, portfolio remix, and pioneering positioning in Private Payroll Loans, which boosted the profitability of this business with over 3 million clients, and we operate with over 100 public entities.
- › Highly scalable payroll loan market, with an addressable audience of nearly 100 million people among public servants, CLT employees, and INSS beneficiaries. Private payroll loans already total over R\$ 100 billion, with potential scale comparable to the public employee market (portfolio exceeding R\$ 380 billion).
- › The payroll loan card portfolio¹ surpassed R\$ 813 million, with more than 200,000 clients and a 162% YoY growth in proprietary origination, reflecting the efficiency gains of the digital pipeline and the intensive use of data and technology.
- › Consistent expansion of Private Payroll Loans, a 100% digital, collateralized, and scalable product, operated on proprietary pipelines and with profitability. The customer base is evolving and already has more than 1.4 million clients.
- › Strategic restructuring of the public payroll loan portfolio, after securitizations and portfolio remix, creating avenues for growth with higher profitability.
- › Progress in cross-selling and product integration, strengthening the integrated model and comprehensive, long-term relationship with our customers.

Note: (1) Benefit and Payroll Deduction Cards originated and acquired; (2) Yield Roadmap: Cross-sell strategy to enhance the profitability of the client base; includes private payroll loans and payroll-deductible credit cards

The Multichannel Distribution Strategy for Collateralized Retail

Pine's Multichannel Distribution Strategy



Key Growth Drivers

Disciplined Growth with Significant Headroom: Under-used payroll margins provide ample room for expansion as the new framework gains stability

Multi-Product Expansion: Credit serves as the entry point, enabling effective cross-sell of transactional solutions and driving recurring revenue

Deep Understanding of the Target Customer: Transactional products provide Knowledge of client behavior, enabling tailor made offerings

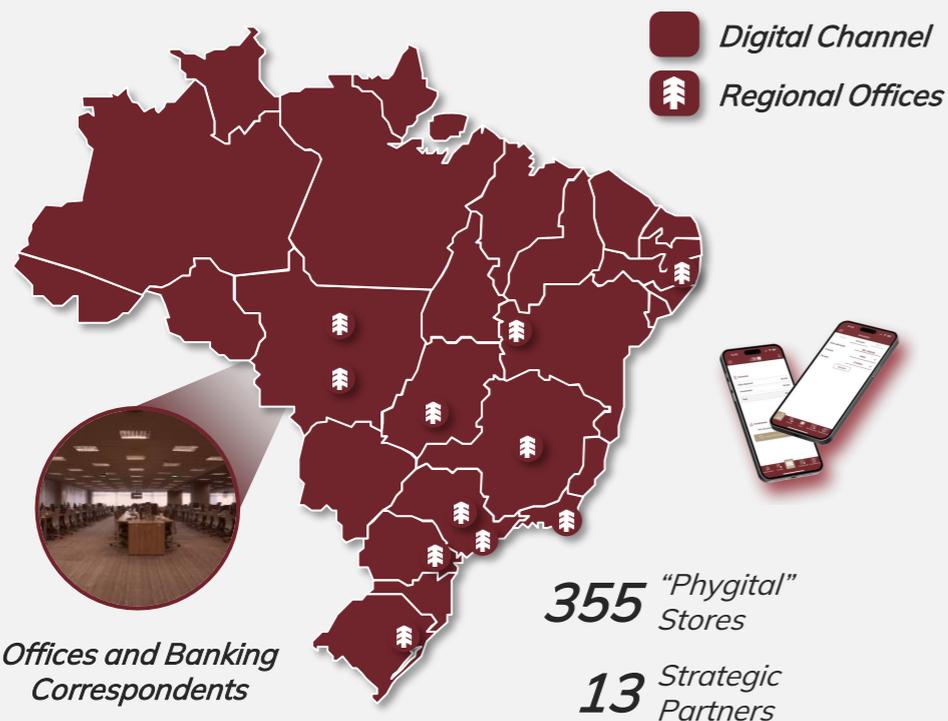
- ✓ **Digital Enablement:** A 100% Digital and Scalable Journey
- ✓ **Centralized Infrastructure:** A Single Platform with Transparency and Portability
- ✓ **Structural Risk:** FGTS-backed collateral and credit portability reduce expected losses
- ✓ **Scalable Market:** ~100 million people (public sector employees, private-sector employees and INSS beneficiaries)
- ✓ **Private Payroll-Deductible Loans:** Market exceeding R\$100 billion, with strong expansion potential

STICKINESS AND SHARE OF WALLET

Credit Platform Comprised of Proprietary Channels and Strategic Partnerships

Diversified distribution channels driving credit origination

Extensive Nationwide Distribution Network



Distribution Channels

Use of digital platforms, such as mobile apps and web channels, to enable self-service and fast, seamless origination of financial products

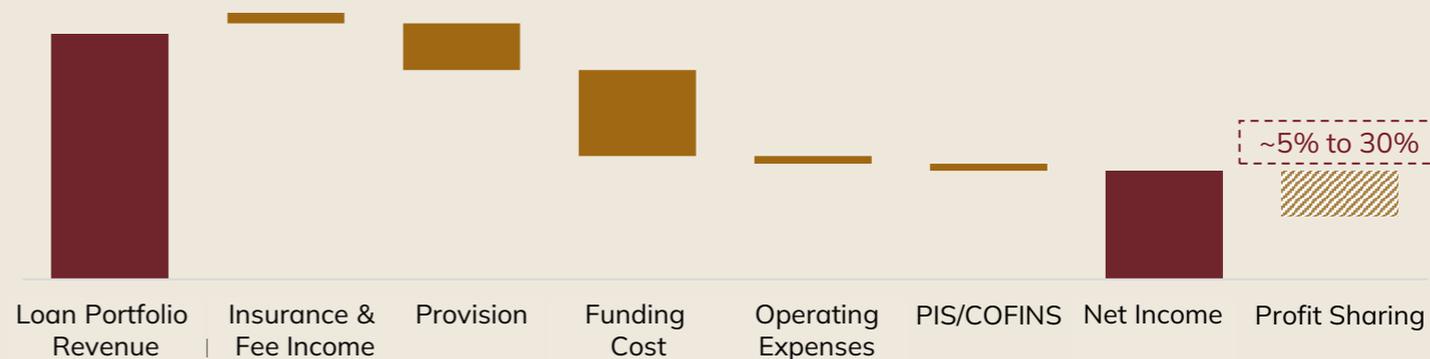
Branches and a correspondent network under profit-sharing and traditional models complement the digital experience

Overview of the Profit-Sharing Model

Aligned with the strategy of fostering a banker's mindset within the Banking Correspondent, the partner is integrated into the profit-sharing model, with monthly P&L monitoring through to bottom-line results



Income Statement Structure with Correspondent Partners



Pine structures long-term partnerships with its originators, aligning incentives through profit sharing, with subordinated exposure via phantom units and participation ranging from 5% to 30% of net results based on portfolio performance. This approach reinforces origination quality, partner loyalty, cross-selling, and the sustainable generation of results

Multiple Growth Avenues: Retail Initiatives



Payroll-Deducted Credit Cards as a Scalable Growth Vertical

Engagement through Partnerships: Increased attractiveness and card usage frequency through retail discounts

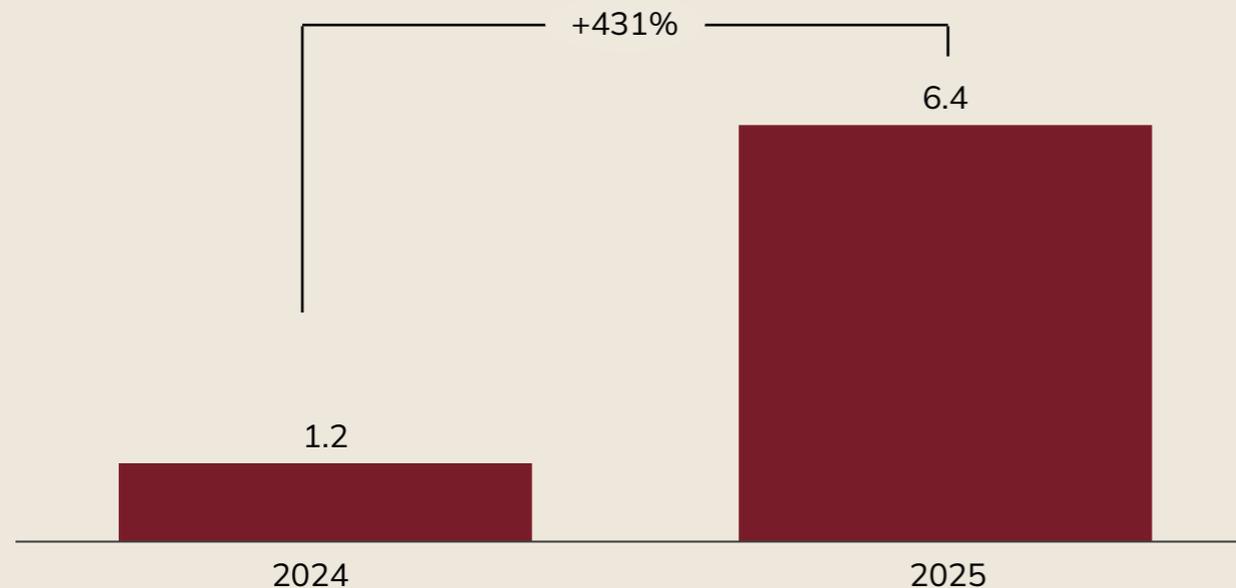
Optimization of Payroll-Deducted Margin: Incentivizing the use of available margin for purchases, driving monetization

Complementary ("Clean") Credit: Offering additional limits linked to the checking account once the payroll-deducted margin cap is reached

Experience and Technology: Improved access to regulatory limits through the evolution of processing platforms, enhancing the user experience

Equity Method Result – AmigoZ

(R\$ millions)



Physical



Virtual



Wholesale with Growth, Strong Collateral, and Sector Diversification

A period marked by growth, with a focus on structured transactions backed by strong collateral and resilient sectors

Sector

(by volume – Dec/25)

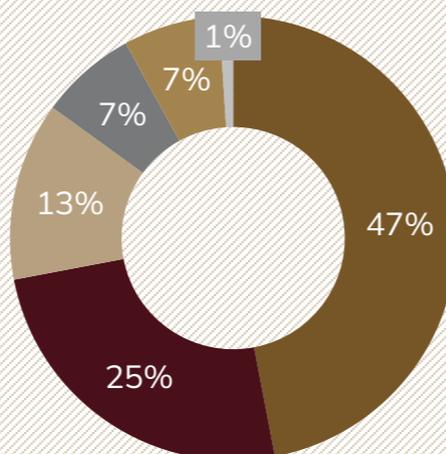
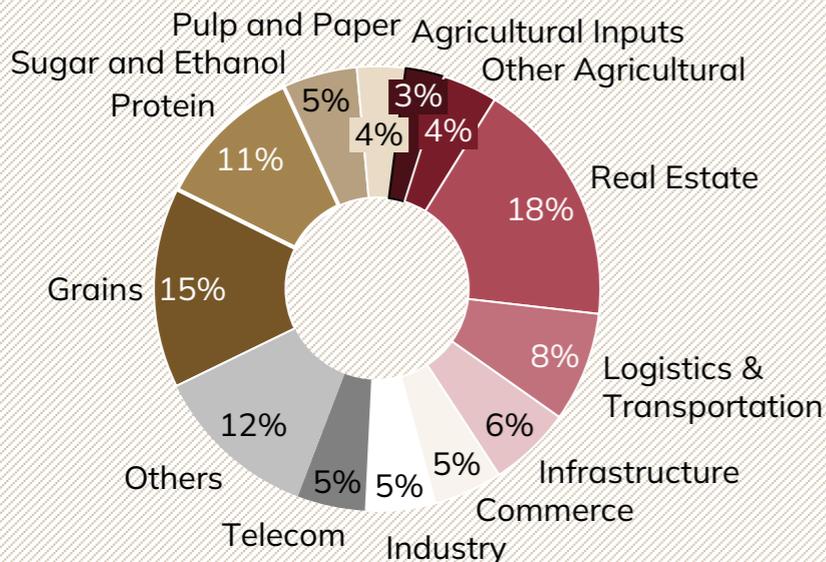
By Product

(by volume – Dec/25)

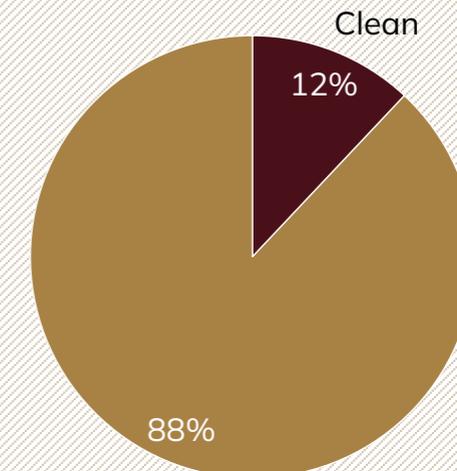
Guarantees

(%)

Wholesale Distribution



- Private Securities
- Working Capital
- Trade Finance
- Real Estate Financing
- Guarantees
- Credit Allocations



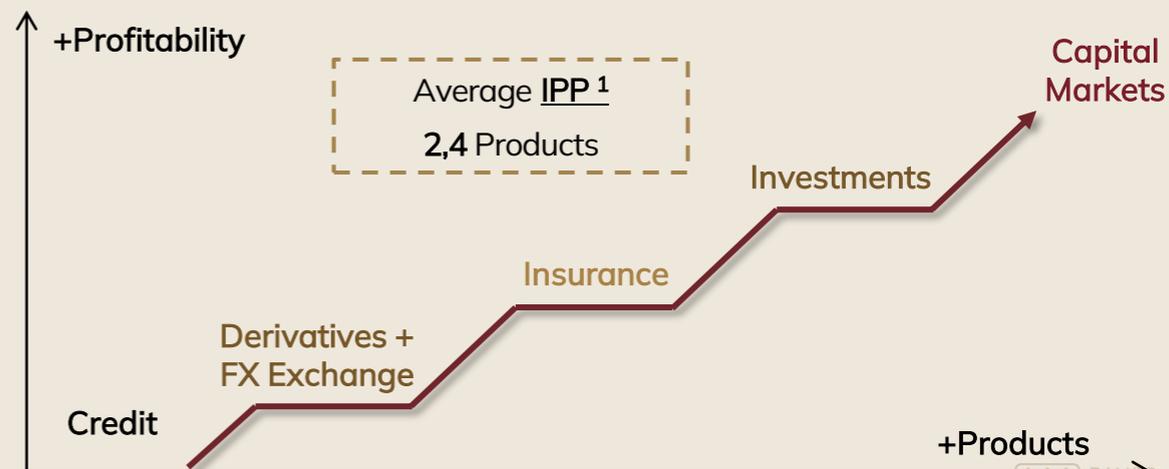
Evolution of Service Revenue

(R\$ millions)



Note: (1) Product penetration index – (% of clients by number of products contracted)

Cross-sell



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Recurring Structuring Capability and Access to Funding

| Issuances | Guarantees | Senior | Mezzanine | Subordinated |
|---|--|---------|--|--------------|
| Debentures – Financial Issuance of ~R\$ 1.5 billion | Payroll-deducted CCBs | 80.00% | - | 20.00% |
| | Payroll-deducted CCBs (INSS) | 100.00% | - | - |
| FIDC ~R\$ 1.0 billion | Payroll-deducted CCBs (INSS) | 85.00% | 10% Mezzanine Series A 4% Mezzanine Series B | 1.00% |
| FIDC ~R\$ 1.2 billion | Payroll-deducted CCBs (INSS) | 85.00% | 10.5% Mezzanine Series A 3% Mezzanine Series B | 1.50% |
| FIDC ~R\$ 173.4 million | CCBs from Payroll-Deducted Benefit Card Take-Up Terms (INSS) | 85.00% | 11% Mezzanine Series A 1.75% Mezzanine Series B | 2.25% |

~R\$ 4 billion in Issuances and Structuring in 2025

FUNDING AND CAPITAL

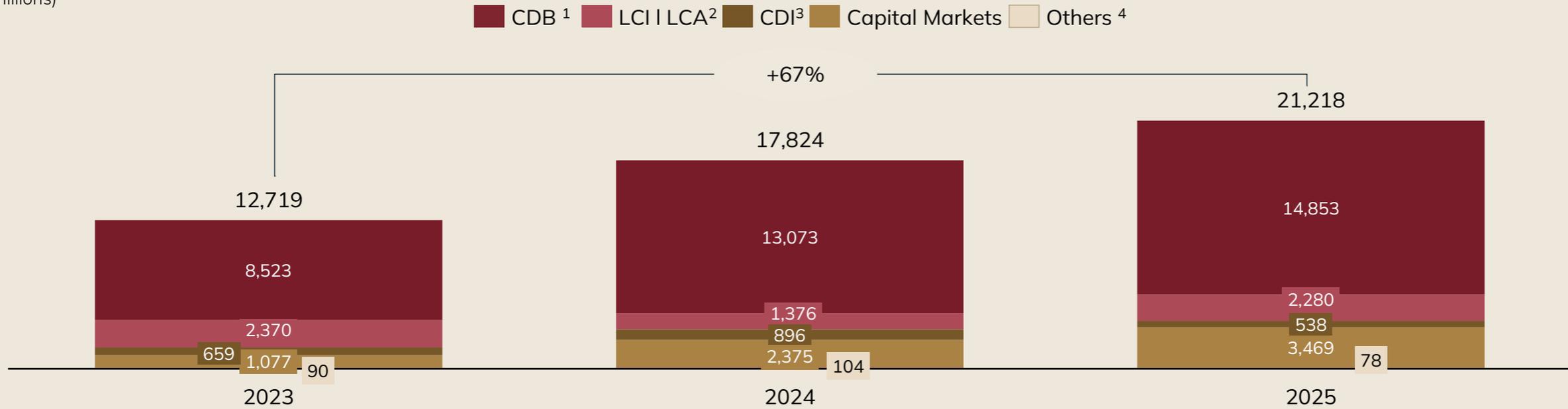


Funding & Capital

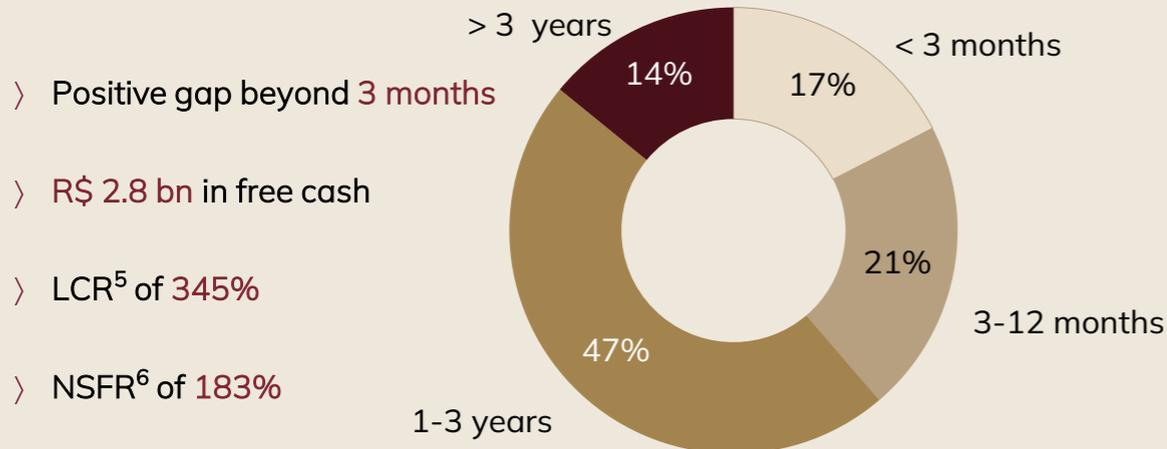
Diversification of funding sources and Asset & Liability Management, with capital strengthening to support the expansion of our businesses

Funding

(R\$ millions)

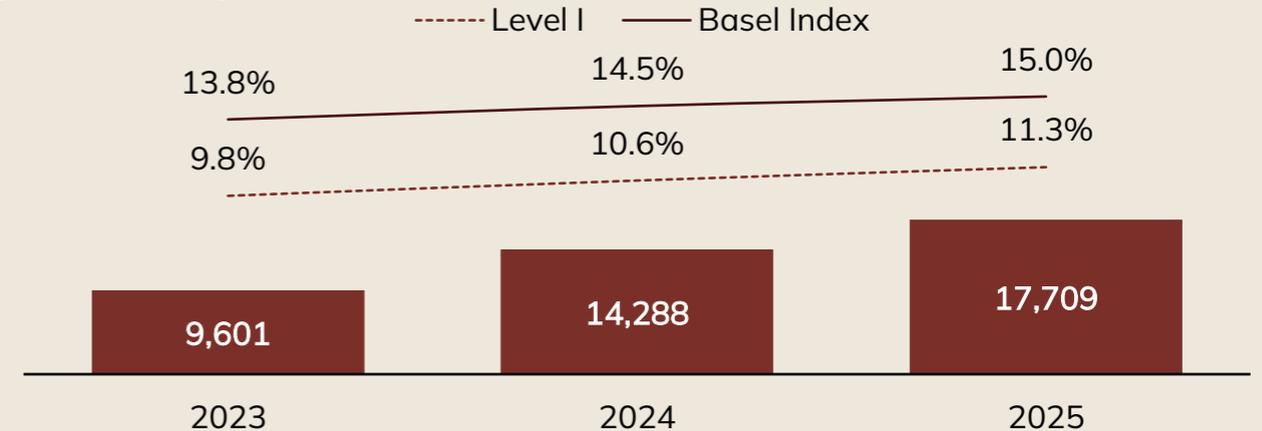


Funding by Maturity



Basel Index Evolution

(R\$ millions and %)



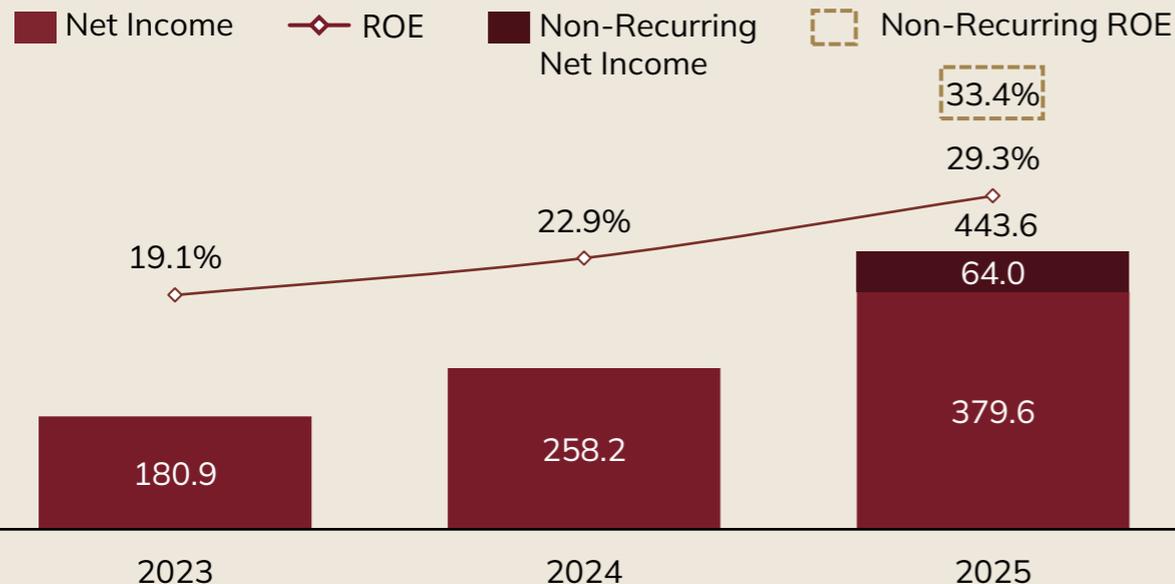
Notes: (1) – Bank Deposit Certificate; (2) Real Estate Credit Note / Agribusiness Credit Note ; (3) Interbank Deposit Certificate; (4) Others include deposits (demand and interfinancial deposits) and DPGE; (5) Liquidity Coverage Ratio; and (6) Net Stable Funding Ratio

Financial and Operational Performance¹

Growth across all operating indicators, reflecting progress in strategy execution, diversification of our businesses, and increasingly efficient capital allocation

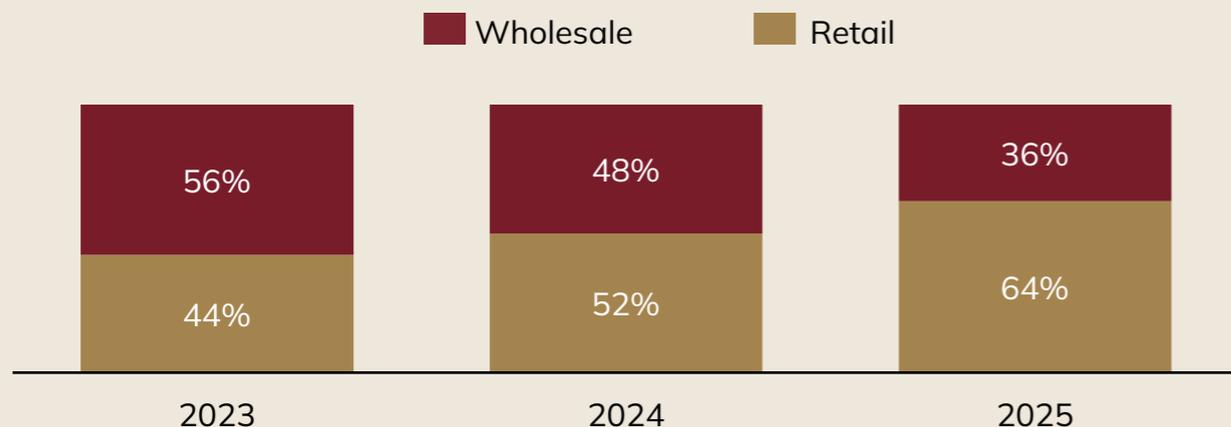
Net Income and ROE²

(R\$ millions & %)



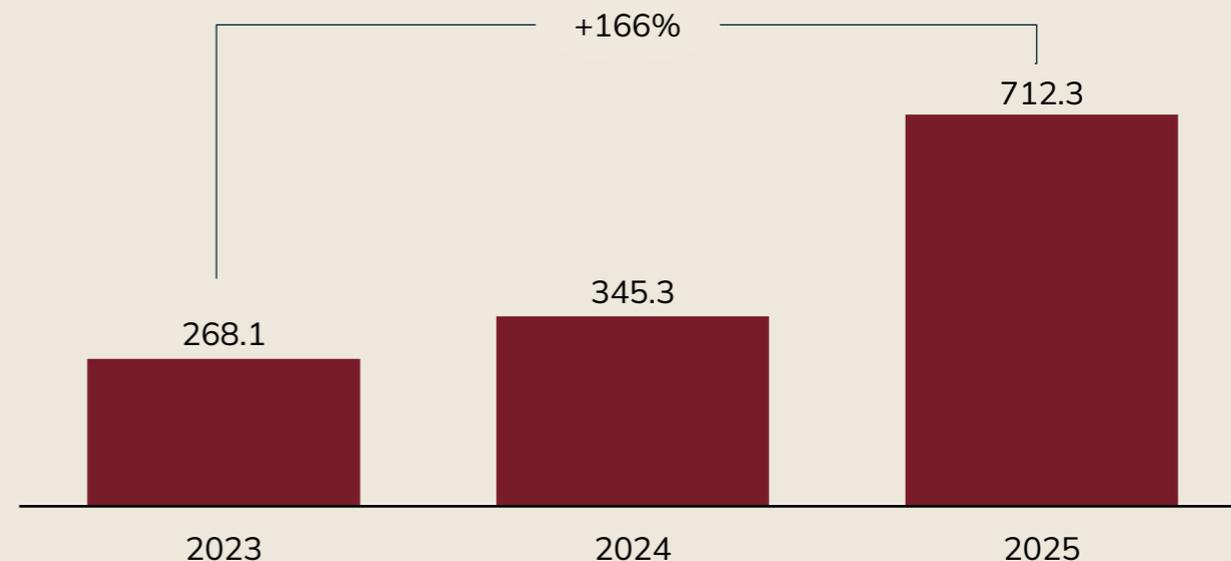
Revenue Mix

(%)



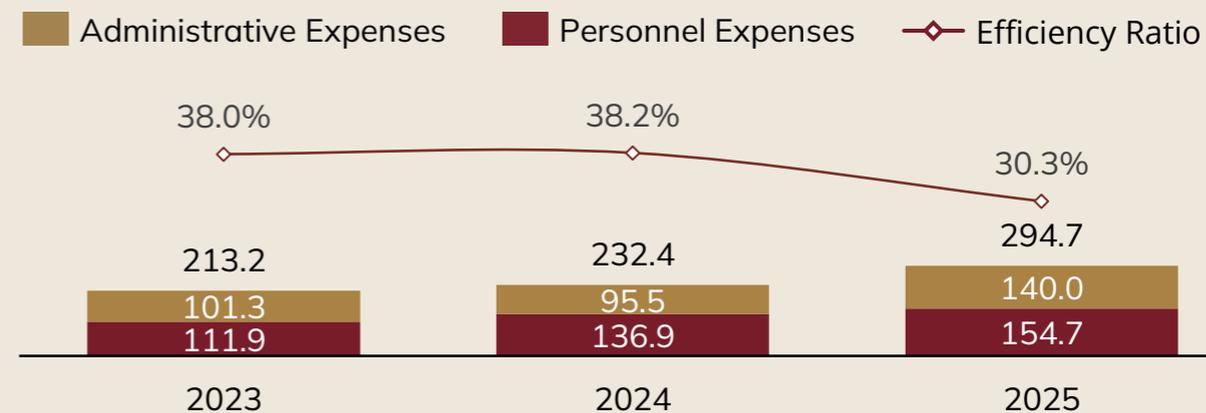
Operational Results

(R\$ millions)



Operational Expenses

(R\$ millions)



Notes: (1) numbers based on management information; (2) ROE 2025 = (2025 Net Income / Average Equity between Dec/24 and Dec/25). Non-recurring Net Income and ROE consider the results from the collateralized retail reorganization transaction.

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Governance Structure

Decades of experience driving strategic focus and institutional strength

Banco Pine's Leadership Excellence

Years of Experience

Noberto Pinheiro

Founder & Chairman

+50

Founder of Banco Pine. Former Controlling Shareholder and Executive Vice President at Banco BMC, where he was a permanent member of the Executive and Senior Credit Committees and led Commercial Banking, Products, and Marketing for over two decades before founding Banco Pine in 1997.

Noberto Pinheiro Jr.

Executive Director

+25

Brings a background at Pactual, West LB, and Greenlake Capital. He has held multiple senior leadership positions at Banco Pine and served on the board of companies in multiple sectors. He is currently Vice President of the Board of Directors, Executive Director and Investor Relations Officer of Banco Pine. He holds an MBA from Babson College.

Rodrigo Pinheiro

Executive Director

+20

Served at Credit Suisse and Bulltick in Finance, Foreign Trade, and Fund Administration. At Banco Pine, he served as Commercial Executive Director. Currently, serves as Vice President of the Board of Directors and Executive Director at Banco Pine. He holds a degree in Business Administration from American Intercontinental University, London, UK

Clive Botelho

Executive Director

+40

Brings a background at Itaú, West LB, Standard Bank, Dresdner Bank and BMG. In Banco Pine, served as Vice President between 2008 and 2012 and returned in 2022 as Executive Director of Pine Assessoria. He holds degrees in Production Engineering (UFSCAR) and Business Administration (Mackenzie), as well as an MBA in Finance from IBMEC

Alcides Roberto Rocha

Director

+25

Brings a background at Banco Rendimento and BMC. He played a key role during Banco Pine's IPO as IT and Operations Director and returned to the bank in 2022 as Technology and Operations Director. He holds a degree in Business Administration from UniSantana

Cristiano Oliveira

Director

+20

Served at Itaú, Safra and Fibra. Since 2023, serves as Chief Economist at Banco Pine. He holds a Master's degree in Economics from FGV-SP and a Bachelor's degree in Economics from FEA-USP, with postgraduate studies in Finance (Insper), Agribusiness (ESALQ-USP), Geopolitics (PUC), and Data Science (USP)

Gersom Précaro

Director

+15

Served at Itaú, B3 and Fibra. Joined Banco Pine in 2021 and became Head of HR and Corporate Management in 2023. Currently he is the Director of Corporate Management, People and Wholesale IT & Operations. He holds a degree in Business Administration from IBMEC

Guilherme Neves

Director

+25

Served at Itaú, Safra and BMG. He joined Banco Pine in 2022 as Director of Risk and Compliance. He holds degrees as BSc in Economics, BSc in Physics and MBA in Economics & Finance from the University of São Paulo

Giuseppe Paternostro

Director

+30

Specializes in credit risk management, analysis, and recovery. He has held roles at Citi, Original, and Fibra and joined Banco Pine in 2025 as Credit Director

Odilardo Rodrigues

Director

+20

He worked at Bradesco and Santander Brasil. Joined Banco Pine in 2014 as Senior Banker and became Commercial Superintendent in 2018. Currently, serves as Commercial Director. He holds an MBA in Finance from Insper and a Bachelor's degree in Business Administration from FGV

Ricardo Bampa

Director

+20

Served at Itaú and BMG. He joined Banco Pine in 2022 as Executive Superintendent and is currently Finance Director. He holds a degree in Business Administration from FGV, with postgraduate studies in Accounting and Finance from USP, and an MBA in Finance from the Wharton Business School

Ronaldo Silvestre

Director

+40

Worked at Dresdner Bank, Banif, and BMG. He is an active member of the Treasury and Fundraising Committees at Febraban and ABBC and joined Banco Pine in 2022 as Treasury Director. He holds a Bachelor's degree in Economics from UGF

Tatiana Munhoz

Director

+20

She worked at Itaú and Safra. She joined Banco Pine in 2011 as Legal Manager, became Legal Superintendent in 2017. Currently, serves as Legal Director. She holds specialization in Real Estate Law from FGV and an MBA in Business Management with an emphasis on Credit and Collections from IBMEC

Sergio Martins Rocha

Executive Superintendent

+35

He began his career as a trading floor operator at the former Bovespa and BM&F (now B3) and worked at Banco Santander, Banco Safra, Banco BV and Banco PAN (BTG). Since 2025, he has served as Executive Superintendent of Retail, focusing on commercial strategy and the rollout of Private Payroll Loans.

Board



The Board and Executive Committee bring decades of experience across credit, treasury, and capital markets, reinforcing Pine's disciplined execution and risk management culture

Company's Committees

Risk and Capital Management Committee

Audit Committee

Compensation Committee

Growth Avenues

Multiple growth avenues yet to be accelerated, anchored in the expansion of the product portfolio and the strengthening of customer engagement

Private Payroll Loans

Anchor to the next Payroll Loans Growth Cycle

Payroll Credit Cards
Scalable Platform
Cross-sell Opportunities

Payments & Accounts

Customer relationships and recurring engagement

Private Payroll-linked Cards
Smart Account Opening Process
Salary Account Portability
Salary Advance

Credit Products

Monetization and portfolio growth

Consortium Products
Personal Loans
Merchant Financing

Digital Platform

Scale and integrated customer experience

Integrated Mobile App

- Investment Options
- Financial Management and Control Tools





INVESTOR RELATIONS

WWW.RI.PINE.COM

RI@PINE.COM

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