



**TCB 1 PARTICIPAÇÕES S.A.**

NIRE 3530056970-9

CNPJ/ME 42.152.925/0001-06

**Ata da Assembleia Geral Ordinária e Extraordinária  
realizada em 13 de outubro de 2023**

1. Data, Hora e Local: No dia 13 de outubro de 2023, às 9h, na sede da TCB 1 Participações S.A. (“Companhia”), na cidade de São Paulo, Estado de São Paulo, na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132.
2. Convocação e Presença: Dispensada a convocação nos termos do art. 124, §4º, da Lei nº 6.404/76, em face da presença do acionista representando a totalidade do capital social da Companhia, conforme assinaturas lançadas no Livro de Presença de Acionistas.
3. Mesa: Presidente: Pedro Marcio Daltro dos Santos; Secretário: Marcelo Rebonato Mariani Carletti.
4. Deliberações: Por unanimidade de votos, foram tomadas as seguintes deliberações:
  - 4.1. Aprovar a lavratura da ata a que se refere a presente Assembleia em forma de sumário, nos termos do art. 130, § 1º, da Lei nº 6.404/76.
  - 4.2. Tomar as contas da administração e aprovar as demonstrações financeiras da Companhia referentes aos exercícios sociais findos em 31 de dezembro de 2021 e em 31 de dezembro 2022, nos termos do art. 132, I, da Lei nº 6.404/76, as quais foram colocadas à disposição do acionista para consulta na sede social da Companhia e publicadas nos termos do art. 294, III da Lei nº 6.404/76, considerando-se sanada a não observância dos prazos do artigo 133 e parágrafos da Lei nº 6.404/76, nos termos do § 4º daquele mesmo dispositivo.
  - 4.3. Aprovar a destinação do lucro líquido do exercício social findo em 31 de dezembro de 2021 conforme proposta da administração, sendo R\$ 9,24 destinados à reserva legal, R\$ 87,76 destinados à distribuição de dividendos obrigatórios e R\$ 87,75 destinados à reserva de lucros. No exercício social findo em 31 de dezembro de 2022, a Companhia não auferiu lucro.
  - 4.4. Aprovar o aumento do capital social da Companhia, mediante a emissão de 6.900.000 novas ações ordinárias, todas nominativas e sem valor nominal, para subscrição privada, em tudo idênticas às existentes, pelo preço de emissão total de R\$ 6.900.000,00, dos quais R\$ 3.450.000,00 serão destinados ao capital social da Companhia e R\$ 3.450.000,00 serão destinados à formação de reserva de capital, passando o capital social dos atuais R\$ 91.065.050,00 para R\$ 94.515.050,00, dividido em 118.200.050 ações ordinárias, todas nominativas e sem valor nominal, registrando-se que as ações

emitidas foram subscritas e serão integralizadas, na presente data, na forma do Boletim de Subscrição que, autenticado pela Mesa, fica arquivado na sede da Companhia.

4.5. Em razão da deliberação anterior, aprovar a alteração do *caput* do Artigo 5º do Estatuto Social da Companhia, que passa a vigorar com a seguinte redação:

*“Artigo 5º. O capital social é de R\$ 94.515.050,00, dividido em 118.200.050 ações ordinárias, todas nominativas e sem valor nominal”.*

4.6. Aprovar a reeleição dos atuais Diretores da Companhia, com mandato até a Assembleia Geral Ordinária que aprovar as demonstrações financeiras da Companhia referentes a 2024, os Srs. **Pedro Marcio Daltro dos Santos**, brasileiro, casado, bacharel em administração de empresas, portador da Cédula de Identidade nº 3062040-8 SSP/SP, inscrito no CPF sob o nº 482.418.225-53, residente e domiciliado na cidade de São Paulo, Estado de São Paulo, com endereço comercial na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132, e **Marcelo Rebonato Mariani Carletti**, casado, engenheiro, portador da Cédula de Identidade nº 16.775.992-9 SSP/SP, inscrito no CPF sob o nº 263.902.198-22, residente e domiciliado na cidade de São Paulo, Estado de São Paulo, com endereço comercial na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132, os quais tomarão posse por meio da assinatura do competente termo de posse no livro próprio, ocasião em que farão as declarações previstas em lei.

5. Encerramento: Nada mais havendo a tratar, foi a presente ata lavrada, lida, aprovada e assinada pelos membros da Mesa e pelo acionista presente à Assembleia.

*Certificamos que a presente é cópia fiel da ata lavrada em livro próprio.*

Assinaturas:

Mesa:

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**PEDRO MARCIO DALTRO DOS SANTOS**  
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Pedro Marcio Daltro dos Santos  
Presidente

DocuSigned by:  
**Marcelo Carletti**  
5D1D971665D3490...  
Marcelo Rebonato Mariani Carletti  
Secretário

Acionista Presente:

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**Katherine Albuquerque**  
C10F8D056DC044A...  
Fundo de Investimento em Participações SPX SYN Desenvolvimento I – Multiestratégia  
p. SPX SYN Gestão de Recursos Ltda.  
p. Katherine Albuquerque e Pedro Marcio Daltro dos Santos

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**PEDRO MARCIO DALTRO DOS SANTOS**  
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**TCB 1 PARTICIPAÇÕES S.A.**

NIRE 3530056970-9  
CNPJ/MF 42.152.925/0001-06

**BOLETIM DE SUBSCRIÇÃO**

Boletim de Subscrição referente ao aumento do capital social da TCB 1 Participações S.A. ("Companhia"), aprovado em Assembleia Geral Ordinária e Extraordinária realizada em 13 de outubro de 2023:

1. Subscritor: Fundo de Investimento em Participações SPX SYN Desenvolvimento I – Multiestratégia, fundo de investimento em participações constituído sob a forma de condomínio fechado de natureza especial, nos termos da Instrução CVM nº 578, de 30 de agosto de 2016, inscrito no CNPJ/MF sob o nº 40.011.451/0001-49, neste ato representado por seu gestor, SPX SYN Gestão de Recursos Ltda., sociedade limitada com sede na Cidade de São Paulo, Estado de São Paulo, na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132, inscrita no CNPJ/MF sob o nº 42.617.367/0001-07, neste ato representada na forma de seu contrato social.
2. Número, Espécie e Classe das Ações Subscritas: 6.900.000 ações ordinárias, todas nominativas e sem valor nominal.
3. Valor Total da Subscrição: R\$ 6.900.000,00.
4. Total da Entrada e Forma de Integralização: O valor total da subscrição será integralizado nesta data, em moeda corrente nacional.

São Paulo, 13 de outubro de 2023.

DocuSigned by:

*Katherine Albuquerque*

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Fundo de Investimento em Participações SPX SYN Desenvolvimento I – Multiestratégia

p. SPX SYN Gestão de Recursos Ltda.

p. Katherine Albuquerque e Pedro Marcio Daltro dos Santos

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*PEDRO MARCIO DALTRÓ DOS SANTOS*

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**TCB 1 PARTICIPAÇÕES S.A.**

NIRE 3530056970-9

CNPJ/ME 42.152.925/0001-06

**TERMO DE POSSE**

Mediante o presente Termo de Posse, **MARCELO REBONATO MARIANI CARLETTI**, casado, engenheiro, portador da Cédula de Identidade nº 16.775.992-9 SSP/SP, inscrito no CPF sob o nº 263.902.198-22, residente e domiciliado na cidade de São Paulo, Estado de São Paulo, com endereço comercial na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132, toma posse do cargo de Diretor da Companhia **TCB 1 PARTICIPAÇÕES S.A.**, com sede na cidade de São Paulo, Estado de São Paulo, na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132, inscrita no CNPJ/ME sob o nº 42.152.925/0001-06 para o qual foi eleito nesta data, por meio da Ata de Assembleia Geral Ordinária e Extraordinária da Companhia, realizada em 13 de outubro de 2023, para um mandato vigente até a Assembleia Geral Ordinária que aprovar as demonstrações financeiras da Companhia referentes a 2024, assumindo todos os encargos legais e estatutários inerentes à função, nos termos do artigo 149 da Lei 6.404/76.

Ainda em conformidade com a Lei 6.404/76, artigos 147 e 149, **MARCELO REBONATO MARIANI CARLETTI** DECLARA para todos os fins de direito que não está impedido por lei especial, bem como não está incurso em quaisquer crimes previstos em lei que o impeçam de exercer atividades mercantis ou a administração de sociedades empresárias, e que tampouco foi condenado a pena que vede, ainda que temporariamente, o acesso a cargos públicos, nem por crime falimentar, de prevaricação, peita ou suborno, concussão, peculato, contra a economia popular, contra o sistema financeiro nacional, contra as normas de defesa da concorrência e relações de consumo, a fé pública ou a propriedade, e INDICA o endereço constante de sua qualificação acima para o recebimento de citações e intimações em processos administrativos e judiciais relativos a atos de sua gestão.

São Paulo, 13 de outubro de 2023.

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*Marcelo Carletti*

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**MARCELO REBONATO MARIANI CARLETTI**



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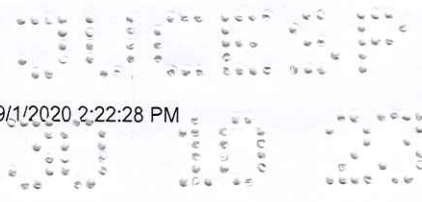
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**TCB 1 PARTICIPAÇÕES S.A.**

NIRE 3530056970-9  
CNPJ/ME 42.152.925/0001-06

**TERMO DE POSSE**

Mediante o presente Termo de Posse, **PEDRO MARCIO DALTRO DOS SANTOS**, brasileiro, casado, bacharel em administração de empresas, portador da Cédula de Identidade nº 3062040-8 SSP/SP, inscrito no CPF sob o nº 482.418.225-53, residente e domiciliado na cidade de São Paulo, Estado de São Paulo, com endereço comercial na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132, toma posse do cargo de Diretor da Companhia **TCB 1 PARTICIPAÇÕES S.A.**, com sede na cidade de São Paulo, Estado de São Paulo, na Avenida Brigadeiro Faria Lima, 3732, 21º andar, Itaim Bibi, CEP 04538-132, inscrita no CNPJ/MF sob nº 42.152.925/0001-06, para o qual foi eleito nesta data, por meio da Ata de Assembleia Geral Ordinária e Extraordinária da Companhia, realizada em 13 de outubro de 2023, para um mandato vigente até a Assembleia Geral Ordinária que aprovar as demonstrações financeiras da Companhia referentes a 2024, assumindo todos os encargos legais e estatutários inerentes à função, nos termos do artigo 149 da Lei 6.404/76.

Ainda em conformidade com a Lei 6.404/76, artigos 147 e 149, **PEDRO MARCIO DALTRO DOS SANTOS** DECLARA para todos os fins de direito que não está impedido por lei especial, bem como não está incurso em quaisquer crimes previstos em lei que o impeçam de exercer atividades mercantis ou a administração de sociedades empresárias, e que tampouco foi condenado a pena que vede, ainda que temporariamente, o acesso a cargos públicos, nem por crime falimentar, de prevaricação, peita ou suborno, concussão, peculato, contra a economia popular, contra o sistema financeiro nacional, contra as normas de defesa da concorrência e relações de consumo, a fé pública ou a propriedade, e INDICA o endereço constante de sua qualificação acima para o recebimento de citações e intimações em processos administrativos e judiciais relativos a atos de sua gestão.

São Paulo, 13 de outubro de 2023.

DocuSigned by:

*PEDRO MARCIO DALTRO DOS SANTOS*

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**PEDRO MARCIO DALTRO DOS SANTOS**



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Viewed: 10/13/2023 11:59:23 AM  
Signed: 10/13/2023 11:59:30 AM

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<b>CNPJ</b> 42.152.925/0001-06	<b>Razão Social</b> TCB 1 PARTICIPACOES S.A.	<b>Data de Publicação</b> 04/10/2023 10:31:04	<b>Hash de Publicação</b> 3F84A6FCE4AFE5FB5369CE94494670C29537F137
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**Demonstrações Contábeis Completas (DCC)**

<b>Data de Início</b> 31/05/2021	<b>Data de Fim</b> 31/12/2021	<b>Consolidada</b> Não	<b>Origem</b> Participante-Upload
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**Título**  
Demonstrações Financeiras - 2021

**Descrição**  
Demonstrações Financeiras , Notas Explicativas e parecer da Auditoria ano 2021.

**Anexos**

Tipo de Anexo	Título	Descrição
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**Publicante**

Nome	CPF/CNPJ	Data Publicação	Perfil	Tipo de Acesso
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**Descrição**

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**Anexos**

Tipo de Anexo	Título	Descrição
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