

ZAMP S.A.

CNPJ/ME nº 13.574.594/0001-96

NIRE nº 35.300.393.180

Companhia Aberta

A **ZAMP S.A.**, em cumprimento ao disposto na Resolução da Comissão de Valores Mobiliários (“**CVM**”) nº 44, de 23 de agosto de 2021, e do artigo 157, § 4º, da Lei nº 6.404, de 15 de dezembro de 1976, conforme alterada, comunica aos seus acionistas e ao mercado em geral que, no âmbito da oferta pública de aquisição de ações ordinárias de emissão da Companhia para aquisição voluntária do controle da Companhia pela MC Brazil F&B Participações S.A., recebeu, nesta data, a correspondência anexa de acionistas da Companhia.

A Companhia manterá seus acionistas e o mercado informados sobre os desdobramentos deste assunto por meio de seus canais habituais de divulgação de informações periódicas e eventuais, quais sejam, o site da CVM (www.cvm.gov.br), da B3 S.A. – Brasil, Bolsa, Balcão (www.b3.com.br) e da Companhia (www.burgerking.com.br/ri).

Barueri, 20 de setembro de 2022.

Gabriel Magalhães da Rocha Guimarães

Diretor de Relações com Investidores

Rio de Janeiro, 20 de setembro de 2022.

À **ZAMP S.A.**

A/C Sr. Marcos Grodetzky, e demais membros do Conselho de Administração

A/C Sr. Iuri de Araujo Miranda, Diretor Presidente

Alameda Tocantins, nº 350, 10º andar

Alphaville Industrial, Barueri – SP

CEP: 06455-020

Ref.: Oferta Pública Voluntária para Aquisição de Controle da ZAMP S.A.

Prezados Senhores,

Fazemos referência à Oferta Pública Voluntária para Aquisição de Ações Ordinárias para Aquisição de Controle (“OPA”) da **ZAMP S.A.** (“Companhia”), feita pela **MC Brazil F&B Participações S.A.**, companhia fechada, inscrita no CNPJ/ME sob o nº 42.587.182/0001-99, com sede na Cidade do Rio de Janeiro, Estado do Rio de Janeiro, na Avenida Afrânio de Melo Franco nº 290, sala 401- A, Leblon, CEP 22430-060 (“Ofertante”), entidade de investimento não operacional que faz parte do portfólio de sociedades, fundos de investimento e negócios indiretamente detidos, controlados ou geridos pela Mubadala Capital LLC e suas afiliadas, cujos termos da oferta de aquisição foram divulgados em edital publicado em 02 de agosto de 2022 e aditado em 26 de agosto de 2022 e em 12 de setembro de 2022, conforme devidamente divulgado pela Ofertante e disponibilizado, pela Companhia, por meio do Sistema IPE, nos sites www.cvm.gov.br e <http://www.b3.com.br>, e no seu website de Relações com Investidores (<http://www.burgerking.com.br/ri>).

Conforme divulgado no segundo aditamento ao edital da OPA, a Ofertante elevou o preço de aquisição das ações objeto da OPA para R\$ 8,31 (oito reais e trinta e um centavos).

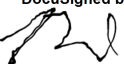
Ante à proposta de aquisição das ações ordinárias da Companhia pelo referido valor de R\$ 8,31 (oito reais e trinta e um centavos) por ação, os acionistas (i) **Atmos Capital Gestão de Recursos Ltda.** inscrita no CNPJ/ME sob o nº 10.957.035/0001-77, (ii) **Fitpart Fund Administration Services Ltd.**, sociedade limitada constituída sob as leis de Bahamas, (iii) **BW GSS Fundo de Investimento Multimercado Investimento no Exterior**, inscrito no CNPJ/ME sob o nº 30.830.302/0001-58, (iv) **Mar Asset Management Gestora de Recursos Ltda.**, inscrita no CNPJ/ME sob o nº 32.774.786/0001-90, (v) **Vista Capital Gestora de Recursos Ltda.**, inscrita no CNPJ/ME sob o nº 20.857.258/0001-16 (vi) **Indie Capital Investimentos Ltda.**, inscrita no CNPJ/ME sob o nº 14.359.791/0001-55, e (vii) **GTI Administração de Recursos Ltda.**, inscrita no CNPJ/ME sob o nº 09.060.383-0001/68, os quais detêm ações que, agregadas, representam 22,55% (vinte e dois inteiros e cinquenta e cinco centésimos por cento) do capital social da Companhia, manifestam que, na data em que esta subscrevem, não possuem o interesse em

aceitar a oferta de aquisição nos termos propostos pela Ofertante, divulgados no edital, conforme aditado.

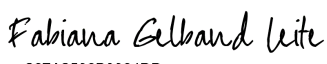
Os signatários informam que não estão vinculados por acordo e que não estão agindo em conjunto ou representando um mesmo interesse, para efeitos da Resolução CVM nº 44/2022.

Atenciosamente,

ATMOS CAPITAL GESTÃO DE RECURSOS LTDA.

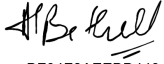
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Bruno Frajhof Levacov
Diretor

DocuSigned by:

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Fabiana Gelband Leite
Diretora

FITPART FUND ADMINISTRATION SERVICES LTD.

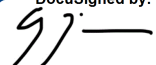
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Andrea E. Bethell
Office Manager

BW GSS FUNDO DE INVESTIMENTO MULTIMERCADO INVESTIMENTO NO EXTERIOR

DocuSigned by:

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Alfredo Althen Schiavo
Diretor

DocuSigned by:

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Guilherme Bottura
Diretor

MAR ASSET MANAGEMENT GESTORA DE RECURSOS LTDA.

DocuSigned by:

C158E8E30A5B4BF...
Philippe Falcão Perdigão
Diretor

VISTA CAPITAL GESTORA DE RECURSOS LTDA.

DocuSigned by:

7CE990A2DBC04FE...
Luiz Guilherme Gama de Castro Miguel
Diretor

DocuSigned by:

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Manoel Rabello Savastano
Diretor

INDIE CAPITAL INVESTIMENTOS LTDA.

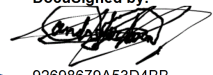
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C3A82B0C2C5D4A9...
Daniel Reichstul
Diretor

DocuSigned by:

9E59170BBF634AA...
Felipe Fonseca Montagna
Diretor

GTI ADMINISTRAÇÃO DE RECURSOS LTDA.

DocuSigned by:

92698679A53D4BB...
André Gordon
Diretor

Certificado de Conclusão

Identificação de envelope: 4BA26CB1EA51434ABA4D960A4302E380

Status: Concluído

Assunto: DocuSign: VTO_Notification Letter_20 09 2022.pdf, Notificação OPA BKBR - 20 09 2022.pdf

Envelope fonte:

Documentar páginas: 6

Assinaturas: 22

Certificar páginas: 6

Rubrica: 0

Assinatura guiada: Ativado

Selo com Envelopeld (ID do envelope): Ativado

Fuso horário: (UTC-08:00) Hora do Pacífico (EUA e Canadá)

Remetente do envelope:

Camila Nagem

Av. Borges de Medeiros 633 sala 602

Rio de Janeiro, RJ 22460-041

cnagem@atmoscapital.com.br

Endereço IP: 187.102.150.118

Rastreamento de registros

Status: Original

Portador: Camila Nagem

Local: DocuSign

20/09/2022 12:08:52

cnagem@atmoscapital.com.br

Eventos do signatário

Alfredo Althen Schiavo

Alfredo.schiavo@bwsa.com.br

Diretor

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

Assinatura

DocuSigned by:



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Registro de hora e data

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Visualizado: 20/09/2022 12:36:25

Assinado: 20/09/2022 12:36:45

Adoção de assinatura: Estilo pré-selecionado

Usando endereço IP: 187.90.199.163

Assinado com o uso do celular

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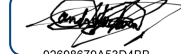
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André Gordon

gordon@gtinvest.com.br

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

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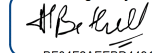
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Andrea E. Bethell

bethell@fitpart.bs

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

DocuSigned by:



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Bruno Frajhof Levacov

blevacov@atmoscapital.com.br

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

DocuSigned by:



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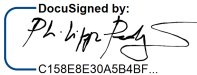
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Eventos do signatário	Assinatura	Registro de hora e data
DANIEL REICHSTUL daniel@indiecapital.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by:  C3A82B0C2C5D4A9... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 189.112.113.130	Enviado: 20/09/2022 12:28:11 Visualizado: 20/09/2022 13:38:10 Assinado: 20/09/2022 13:40:15
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Evento de entrega do agente	Status	Registro de hora e data
Eventos de entrega intermediários	Status	Registro de hora e data
Eventos de entrega certificados	Status	Registro de hora e data
Eventos de cópia	Status	Registro de hora e data
Eventos com testemunhas	Assinatura	Registro de hora e data
Eventos do tabelião	Assinatura	Registro de hora e data
Eventos de resumo do envelope	Status	Carimbo de data/hora
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Assinatura concluída	Segurança verificada	20/09/2022 13:07:51
Concluído	Segurança verificada	20/09/2022 15:30:24
Eventos de pagamento	Status	Carimbo de data/hora
Termos de Assinatura e Registro Eletrônico		

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September 20th, 2022

To **ZAMP S.A.**

C/o Mr. Marcos Grodetzky and other members of the Board of Directors

C/o Mr. Iuri de Araujo Miranda, CEO

Alameda Tocantins, 350, 10th floor

Alphaville Industrial, Barueri – SP

ZIP code 06455-020

Re.: Voluntary Public Tender Offer for the Acquisition of Control of ZAMP S.A.

Dear sirs,

We refer to the Voluntary Public Tender Offer for the Acquisition of Common Shares for the Acquisition of Control (“VOT”) of **ZAMP S.A.** (“Company”) made by **MC BRAZIL F&B Participações S.A.**, a closely-held company enrolled with the corporate taxpayer’s registry (CNPJ/ME) under No. 42.587.182/0001-99, headquartered in the city of Rio de Janeiro, State of Rio de Janeiro, at Avenida Afrânio de Melo Franco, 290, 401- A, Leblon, Brazil, ZIP code 22430-060 (“Bidder”), a non-operating investment entity that is part of the portfolio of companies, investment fund and businesses indirectly owned, controlled, or managed by Mubadala Capital LLC and its affiliates, whose terms of the acquisition offer were disclosed in the offering notice published on August 2, 2022, and amended on August 26, 2022, and again on September 12, 2022, as duly disclosed by the Bidder and made available by the Company, through the IPE System, on the websites www.cvm.gov.br and <http://www.b3.com.br>, and on its Investor Relations website (<http://www.burgerking.com.br/ri>).

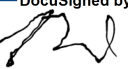
As disclosed in the 2nd amendment to the offering notice of the VTO, the Bidder increased the acquisition price of the shares subject to the VTO to R\$8.31 (eight Reais and thirty-one cents).

In view of the acquisition proposal of the Company’s common shares for the aforementioned amount of R\$8.31 (eight Reais and thirty-one cents) per share, the shareholders (i) **Atmos Capital Gestão de Recursos Ltda.**, enrolled with the CNPJ/ME under No. 10.957.035/0001-77, (ii) **Fitpart Fund Administration Services Ltd.**, a limited company incorporated under the laws of Bahamas, (iii) **BW GSS Fundo de Investimento Multimercado Investimento no Exterior**, enrolled with the CNPJ/ME under No. 30.830.302/0001-58, (iv) **Mar Asset Management Gestora de Recursos Ltda.**, enrolled with the CNPJ/ME under No. 32.774.786/0001-90, (v) **Vista Capital Gestora de Recursos Ltda.**, enrolled with the CNPJ/ME under No. 20.857.258/0001-16, (vi) **Indie Capital Investimentos Ltda.**, enrolled with the CNPJ/ME under No. 14.359.791/0001-55, and (vii) **GTI Administração de Recursos Ltda.**, enrolled with the CNPJ/ME under No. 09.060.383-0001/68, which together hold 22.55% (twenty-two and fifty-five hundredths percent) of the Company’s capital stock, declare that, on the date on which they subscribe the present document, they are not interested in accepting the acquisition offer under the terms proposed by the Bidder, as disclosed in the offering notice as amended.

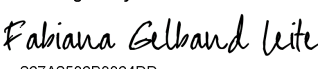
The signatories inform that they are not bound by any agreement and that they are not acting together or representing the same interests, for the purposes of CVM Resolution No. 44/2022.

Best regards,

ATMOS CAPITAL GESTÃO DE RECURSOS LTDA.

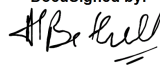
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Bruno Frajhof Levacov
Director

DocuSigned by:

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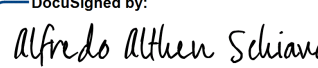
Fabiana Gelband Leite
Director

FITPART FUND ADMINISTRATION SERVICES LTD.

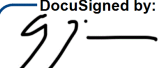
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Andrea E. Bethell
Office Manager

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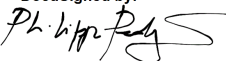
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Alfredo Althen Schiavo
Director

DocuSigned by:

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Guilherme Bottura
Director

MAR ASSET MANAGEMENT GESTORA DE RECURSOS LTDA.

DocuSigned by:

C158E8E30A5B4BF...


Philippe Falcão Perdigão
Director

VISTA CAPITAL GESTORA DE RECURSOS LTDA.

DocuSigned by:

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Luiz Guilherme Gama de Castro Miguel
Director

DocuSigned by:

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Manoel Rabello Savastano
Director

INDIE CAPITAL INVESTMENTS LTDA.

DocuSigned by:

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Daniel Reichstul
Director

DocuSigned by:

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Felipe Fonseca Montagna
Director

GTI ADMINISTRAÇÃO DE RECURSOS LTDA.

DocuSigned by:

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André Gordon
Director

Certificado de Conclusão

Identificação de envelope: 4BA26CB1EA51434ABA4D960A4302E380

Status: Concluído

Assunto: DocuSign: VTO_Notification Letter_20 09 2022.pdf, Notificação OPA BKBR - 20 09 2022.pdf

Envelope fonte:

Documentar páginas: 6

Assinaturas: 22

Certificar páginas: 6

Rubrica: 0

Assinatura guiada: Ativado

Selo com Envelopeld (ID do envelope): Ativado

Fuso horário: (UTC-08:00) Hora do Pacífico (EUA e Canadá)

Remetente do envelope:

Camila Nagem

Av. Borges de Medeiros633 sala 602

Rio de Janeiro, RJ 22460-041

cnagem@atmoscapital.com.br

Endereço IP: 187.102.150.118

Rastreamento de registros

Status: Original

Portador: Camila Nagem

Local: DocuSign

20/09/2022 12:08:52

cnagem@atmoscapital.com.br

Eventos do signatário

Alfredo Althen Schiavo

Alfredo.schiavo@bwsa.com.br

Diretor

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

Assinatura

DocuSigned by:



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Registro de hora e data

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Visualizado: 20/09/2022 12:36:25

Assinado: 20/09/2022 12:36:45

Adoção de assinatura: Estilo pré-selecionado

Usando endereço IP: 187.90.199.163

Assinado com o uso do celular

Termos de Assinatura e Registro Eletrônico:

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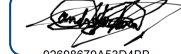
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André Gordon

gordon@gtinvest.com.br

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

DocuSigned by:



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Assinado: 20/09/2022 15:30:24

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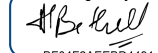
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Andrea E. Bethell

bethell@fitpart.bs

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

DocuSigned by:



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Visualizado: 20/09/2022 12:35:11

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Bruno Frajhof Levacov

blevacov@atmoscapital.com.br

Nível de segurança: E-mail, Autenticação da conta (Nenhuma)

DocuSigned by:



8F67990A5E7F472...

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Adoção de assinatura: Desenhado no dispositivo

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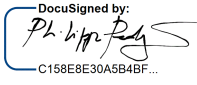
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Termos de Assinatura e Registro Eletrônico:

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Eventos do signatário	Assinatura	Registro de hora e data
DANIEL REICHSTUL daniel@indiecapital.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by:  C3A82B0C2C5D4A9... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 189.112.113.130	Enviado: 20/09/2022 12:28:11 Visualizado: 20/09/2022 13:38:10 Assinado: 20/09/2022 13:40:15
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Fabiana Gelband Leite fgelband@atmoscapital.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by:  267A258B8864DD... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 189.12.162.89	Enviado: 20/09/2022 12:28:11 Visualizado: 20/09/2022 12:29:46 Assinado: 20/09/2022 12:29:57
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Felipe Fonseca Montagna felipe@indiecapital.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by:  9E59170BBF634AA... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 189.112.113.130	Enviado: 20/09/2022 12:28:11 Visualizado: 20/09/2022 13:34:45 Assinado: 20/09/2022 13:35:50
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Guilherme Bottura Guilherme.bottura@bwgi.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by:  F8AF17E0323B4C8... Adoção de assinatura: Desenhado no dispositivo Usando endereço IP: 189.112.229.154	Enviado: 20/09/2022 12:28:12 Visualizado: 20/09/2022 12:38:29 Assinado: 20/09/2022 12:38:38
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Luiz Guilherme Gama de Castro Miguel Lggama@vistacapital.com.br diretor Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by:  7CE990A2DBC04FE... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 200.201.187.230	Enviado: 20/09/2022 12:28:12 Visualizado: 20/09/2022 14:10:08 Assinado: 20/09/2022 14:12:38
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Manoel Rabello Savastano Mrabello@vistacapital.com.br Nível de segurança: E-mail, Autenticação da conta (Nenhuma)	DocuSigned by:  2226FB3C32164D2... Adoção de assinatura: Estilo pré-selecionado Usando endereço IP: 200.201.187.230	Enviado: 20/09/2022 12:28:13 Visualizado: 20/09/2022 13:51:39 Assinado: 20/09/2022 13:52:07
Termos de Assinatura e Registro Eletrônico:		

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Eventos de entrega do editor	Status	Registro de hora e data
Evento de entrega do agente	Status	Registro de hora e data
Eventos de entrega intermediários	Status	Registro de hora e data
Eventos de entrega certificados	Status	Registro de hora e data
Eventos de cópia	Status	Registro de hora e data
Eventos com testemunhas	Assinatura	Registro de hora e data
Eventos do tabelião	Assinatura	Registro de hora e data
Eventos de resumo do envelope	Status	Carimbo de data/hora
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Entrega certificada	Segurança verificada	20/09/2022 13:02:34
Assinatura concluída	Segurança verificada	20/09/2022 13:07:51
Concluído	Segurança verificada	20/09/2022 15:30:24
Eventos de pagamento	Status	Carimbo de data/hora
Termos de Assinatura e Registro Eletrônico		

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