UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of November 2024

Commission File Number: 001-38714

STONECO LTD.
(Exact name of registrant as specified in its charter)

4th Floor, Harbour Place
103 South Church Street, P.O. Box 10240
Grand Cayman, KY1-1002, Cayman Islands
+55 (11) 3004-9680
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F X Form 40-F ____

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

STONECO LTD.

INCORPORATION BY REFERENCE

This report on Form 6-K shall be deemed to be incorporated by reference into the registration statement on Form S-8 (Registration Number: 333-265382) of StoneCo Ltd. and to be a part thereof from the date on which this report is filed, to the extent not superseded by documents or reports subsequently filed or furnished.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

StoneCo Ltd.

By: /s/ Mateus Scherer Schwening
Name: Mateus Scherer Schwening
Title: Chief Financial Officer and Investor Relations Officer

Date: November 21, 2024

EXHIBIT INDEX

Exhibit No.	Description
99.1	StoneCo Ltd. Press Release dated November 21, 2024.

Exhibit 99.1

StoneCo. Announces New Share Repurchase Program of up to R$ 2 billion

GEORGE TOWN, Grand Cayman, November 21st, 2024 - StoneCo Ltd. (Nasdaq: STNE; B3: STOC31) (“Stone” or “the Company”) announced that its Board of Directors, pursuant to written resolutions dated November 21st, 2024, has authorized a share repurchase program, under which Stone may repurchase up to R$ 2 billion in outstanding Class A common shares. The program approved does not have a fixed expiration date.

This new share repurchase program replaces the previous share repurchase program announced by Stone on November 14th, 2023. Under the former program, Stone repurchased a total of 13,202,939 shares at an average price of US$ 13.52 per share, totaling US$ 178.3 million.

“We are pleased to announce the completion of our previous R$1 billion share repurchase program, underscoring our robust financial position. As part of our ongoing commitment to maximizing shareholder returns, we continuously evaluate the most effective use of our resources. Confident in our long-term vision, we have approved a new buyback program to seize the current market opportunities. Furthermore, we are finalizing a structured framework to guide our capital allocation strategy, which will enhance transparency and align with our strategic priorities once shared with the market,” said Pedro Zinner, CEO.

The share repurchases may be made from time to time through open market transactions, block trades, privately negotiated transactions, or otherwise and are subject to market and business conditions, levels of available liquidity, cash requirements for other purposes, regulatory, and other relevant factors.

About StoneCo

StoneCo is a leading provider of financial services and software solutions that empower merchants to conduct commerce seamlessly across multiple channels and help them grow their businesses.

Forward-Looking Statements

This press release contains "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are made as of the date they were first issued and were based on current expectations, estimates, forecasts and projections as well as the beliefs and assumptions of management. These statements identify prospective information and may include words such as “believe,” “may,” “will,” “aim,” “estimate,” “continue,” “anticipate,” “intend,” “expect,” “forecast,” “plan,” “predict,” “project,” “potential,” “aspiration,” “objectives,” “should,” “purpose,” “belief,” and similar, or variations of, or the negative of such words and expressions, although not all forward-looking statements contain these identifying words.

Forward-looking statements are subject to a number of risks and uncertainties, many of which involve factors or circumstances that are beyond Stone’s control.

Stone’s actual results could differ materially from those stated or implied in forward-looking statements due to a number of factors, including but not limited to: more intense competition than expected, lower addition of new clients, regulatory measures, more investments in our business than expected, and our inability to execute successfully upon our strategic initiatives, among other factors.

Contact:

Investor Relations
investors@stone.co
