

MINERVA S.A.

Publicly-Held Company

CNPJ No. 67.620.377/0001-14

NIRE 35.300.344.022 – CVM No. 02093-1

**Minutes of the Board of Directors´ Meeting
held on January 15th, 2021**

- 1. Data, Time and Place:** Held on January 15th, 2021, at 9 a.m., at the Company's office, located in the city of São Paulo, State of São Paulo, at Rua Leopoldo Couto de Magalhães Júnior, 758, 8th floor, suite 82, Zip Code 04542-000.
- 2. Presiding:** Ibar Vilela de Queiroz - Chairman; Frederico Alcântara de Queiroz - Secretary.
- 3. Call notice:** The call notice was waived due to the presence of all the members of the Company's Board of Directors, in accordance with the Article 15, sole paragraph of the Company's Bylaws.
- 4. Attendance:** All the members of the Board of Directors of the Company attended the meeting, being part of the members attending at the meeting place and part attending remotely, as permitted by Article 18, paragraph 1, of the Company's Bylaws.
- 5. Agenda:** The members of the Company's Board of Directors convened to examine, discuss and deliberate on the following agenda: **5.1.** To verify the amount of subscription bonuses exercised by their holders between December 18th, 2020 and January 13th, 2021; **5.2.** Approve the increase in the Company's capital stock, within the authorized capital limit, due to the exercise by certain holders of their respective subscription bonuses, and the homologation of this increase will occur after the exercise of the full subscription bonus.

6. Resolutions: After discussing the matters on the agenda, the members of the Company's Board of Directors present, without restrictions or reservations, unanimously resolved the following:

6.1. To certify that, between December 18th, 2020 and January 13th, 2021, one million, one hundred and forty-six thousand, nine hundred and sixty-seven (1,146,967) subscription bonuses were exercised, attributed as an additional advantage to the underwriters of shares in the scope of the Company's capital stock increase, approved at the Extraordinary Shareholders' Meeting of Company, held on October 15th, 2018 ("ESM 15.10.2018"), and ratified at the Meeting of the Company's Board of Directors, held on December 20th, 2018 ("BDM 20.12.2018"), by their respective holders.

6.2. To approve the increase in the Company's capital stock, within the limit of the authorized capital, pursuant to Article 6, of the Company's Bylaws, due to the exercise, by certain holders, of their respective subscription bonuses, and the homologation of this increase will occur after the exercise of all the bonuses subscription. By the exposed, it will go from the current one billion, three hundred and sixty-three million, six hundred and ninety five thousand, ninety-one reais and ninety-seven cents (R\$ 1,363,695,091.97), divided into 548,426,499 registered book-entry common shares with no par value, to one billion, three hundred and seventy-one million, fifty-eight thousand, six hundred and twenty reais and eleven cents (R\$ 1,371,058,620.11) divided into 549.573.466 registered book-entry common shares with no par value, resulting in an increase of seven million, three hundred and sixty-three thousand, five hundred and twenty-eight reais and fourteen cents (R\$ 7,363,528.14), through the issuance of one million, one hundred and forty-six thousand, nine hundred and sixty-seven (1,146,967) new registered book-entry common shares with no par value, with an issue price of six reais and forty-two cents (R\$ 6.42), pursuant to the provisions of item 7.3.28.7 of the minutes of the Extraordinary Shareholders' Meeting held on 15.10.2018, per share, established pursuant to article 170, paragraph 1, item III of Law 6404, of 15 of December 1976, as amended ("Corporate Law"), as a result of the exercise of Subscription Bonuses.

7. **Closure and Drawing up of the Minutes:** There being no further business to discuss, the Chairman offered the floor to anyone who intended to speak, and as no one did, the meeting was adjourned for the time necessary to draw up these minutes, which were read, approved and signed by all the members attending the meeting. **Place and Date:** São Paulo, January 15th, 2021. **Presiding:** Ibar Vilela de Queiroz, Chairman; Frederico Alcântara de Queiroz, Secretary. **Attending Board Members:** Ibar Vilela de Queiroz, Frederico Alcântara de Queiroz, Norberto Lanzara Giangrande Junior, Alexandre Lahoz Mendonça de Barros, Gabriel Jaramillo Sanint, Sergio Carvalho Mandim Fonseca, Abdulaziz Saleh Al-Rebdi, Mohammed Mansour A. Almousa, Baker Almohana and José Luiz Rêgo Glaser.

Declaration: This is a free English translation of the original minutes drawn up in the Company's Book of the Minutes of the Board of Directors' Meeting n^o 14, pages 37 through 39.

São Paulo, January 15th, 2021.

Ibar Vilela de Queiroz
Chairman

Frederico Alcântara de Queiroz
Secretary