



**MINERVA S.A.**

*Publicly-held Company*

Corporate Taxpayer ID (CNPJ/MF): 67.620.377/0001-14

Company Registry (NIRE): 35.300.344.022 – CVM Code: 02093-1

**MATERIAL FACT**

Minerva S.A., (“Minerva” or “Company”), leader in South America in the sale of fresh beef, with operations also in the beef processing segment, selling its products for more than 100 countries, pursuant to the provisions of article 157, paragraph 4, of Law no. 6,404 of December 15, 1976, as amended (“Brazilian Corporate Law”), and in accordance with CVM Instruction 358 of January 3, 2002, as amended (“ICVM 358/02”), hereby informs its shareholders and the market in general that, at a meeting held on this date, the Company's Board of Directors authorized the Board of Executive Officers to conclude, in due time, contracts of future financial flows exchange referenced in the evolution of quotations of shares issued by the Company Company (“Swap Contracts”).

The Swap Contracts, subject to applicable regulations in force, shall comply with at least the following conditions: (a) the contracts must be signed within six (6) months from the date of approval at a meeting of the Board of Directors held on November 6<sup>th</sup>, 2018; (b) maximum term of twelve (12) months for each contract, counted from the date of conclusion of the respective contract; (c) the total reference value in the Swap Contracts shall not exceed the equivalent, on the date of execution of the contracts, to ten million (10,000,000) common shares issued by the Company; and (d) the contracts shall comply with the limits set forth in CVM Instruction No. 567, dated from June 15<sup>th</sup>, 2015, specially, the limits and conditions for contracts to be concluded based solely on the approval of the Company's Board of Directors held on this date.

Barretos, November 6<sup>th</sup>, 2018.

**Eduardo Pirani Puzziello**

Investor Relations Officer