

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 November 4, 2021**

- 1. Date, Time and Place:** Held on November 4, 2021, at 11, in the Company's office, located in the city of São Paulo, State of São Paulo, at Rua Leopoldo Couto de Magalhães Júnior, No. 758, 8th floor, suite 82, ZIP Code 04542-000.
- 2. Board:** Ibar Vilela de Queiroz - Chairman; Frederico Alcântara de Queiroz – Secretary.
- 3. Call:** Previous call was waived in view of the presence of all members of the Company's Board of Directors, pursuant to article 15, sole paragraph, of the Company's Bylaws.
- 4. Attendance:** All members of the Company's Board of Directors were present, with part of the members attending at the place of the meeting and part remotely, as provided in Article 18, §1, of the Company's Bylaws.
- 5. Agenda:** The members of the Company's Board of Directors met to examine, discuss and resolve on the following agenda: **5.1.** Distribution of interim dividends; **5.2.** Approve the amendment and consolidation of the articles of association of Minerva Australia Holdings Pty and **5.3.** Authorization for the Officers to perform all acts necessary to carry out the previous resolution.
- 6. Resolutions:** After examining and discussing the matters on the agenda, the members of the Company's Board of Directors present unanimously, without any restrictions or exceptions, resolved as follows:
 - 6.1** To approve, in compliance with article 19, sub-item IX of the Company's Bylaws, the distribution of interim dividends in the total amount of two hundred million reais (BRL 200,000,000.00).
 - 6.1.1** To state that the interim dividends hereby declared are backed by the adjusted net profit recorded in the Company's quarterly financial information for the quarter ended June 30, 2021 ("2nd ITR/2021").

- 6.1.2** To state that the payment of the dividends hereby declared will benefit the shareholders who are registered in the Company's records on November 10, 2021, with respect to the trades carried out up to and including that date. The shares issued by the Company will be traded *ex-dividends* as of November 11, 2021, included.
- 6.1.3** To state that the Company's share capital is currently represented by five hundred and ninety-six million, three hundred and seventy-six thousand, one hundred and ninety-three (596,376,193) registered common shares with no par value, of which twenty-three million, fifty-three thousand, two hundred (23,053,200) shares are held in treasury, so that, disregarding the shares in treasury, the dividends hereby declared to be paid will correspond to the amount of BRL 0.3488435008 per share.
- 6.1.4** To state that the dividends hereby declared will be paid by the Company in Brazilian currency, in a single installment, on November 25, 2021, in accordance with the procedures of the institution responsible for the bookkeeping of the shares issued by the Company.
- 6.1.5** To state that there will be no monetary restatement or incidence of interest between this date and the effective payment date of the dividends hereby declared.
- 6.1.6** To state that the dividend amounts hereby declared will be attributed to the minimum mandatory dividends for the fiscal year ending December 31, 2021.
- 6.1.7** To state that, with respect to the warrants allocated in the share capital increase approved by the extraordinary general meeting held on October 15, 2018 and ratified at a meeting of the Board of Directors held on December 20, 2018 ("Warrants"), by virtue of the dividends hereby declared, the adjustment mechanism provided for in item 7.3.28.7 of the minutes of said meeting will apply.
- 6.1.8** To state that, in light of the provisions of the item 6.1.7 above, as of November 11, 2021, date on which the shares issued by the Company will be traded "*ex-dividends*", the exercise price of the Warrants will be [five reais and four cents (BRL 5.04), already considering the dividends amounts hereby declared.

6.2 Approve the amendment and consolidation of the articles of association of Minerva Australia Holdings Pty Ltd and its subsidiary Minerva Foods Australia Pty Ltd, under the terms of the draft which is filed at the Company's headquarters.

6.2.1. To note that, among other issues, the amendment and consolidation of Minerva Australia Holdings Pty Ltd's acts of incorporation aims to reflect the increase in its capital stock in the context of contributions made by the Company and, consequently, its subsidiary Minerva Foods Australia Pty Ltd.

6.3 To authorize the Company's managers to take all actions and perform all acts necessary to put the previous resolution into effect.

7. Closing and Drawing up of the Minutes: There being no further matters to be discussed, the Chairman offered the floor to anyone who would like to take it and, as no other statements was made, the meeting was closed and adjourned, for the drafting of these minutes, which, were read and found to be in order, signed by all presents. The minutes will be drawn up in the summary form provided for in article 130, § 1 of the Brazilian Corporation Law. **Place and Date:** São Paulo, November 4, 2021. **Board:** (aa) Ibar Vilela de Queiroz, Chairman; Frederico Alcântara de Queiroz, Secretary. **Members of the Board of Directors Present:** Ibar Vilela de Queiroz, Frederico Alcântara de Queiroz, Norberto Lanzara Giangrande Junior, Alexandre Lahoz Mendonça de Barros, Gabriel Jaramillo Sanint, Sérgio Carvalho Mandim Fonseca, Abdulaziz Saleh Al-Rebdi, Bakr Almuhanna, José Luiz Rêgo Glaser e Mohammed Mansour A. Almousa.

Certificate: I hereby certify that this is a true copy of the minutes drawn up in the Company's Book of Minutes of the Board of Directors No. 14 on sheets. 144 to 148.

São Paulo, November 4, 2021.

Board:

Ibar Vilela de Queiroz
Chairman

Frederico Alcântara de Queiroz
Secretary