

**DISTANCE VOTING BALLOT  
OF THE ANNUAL SHAREHOLDERS' MEETING OF  
MINERVA S.A.  
TO BE HELD ON MARCH 20<sup>TH</sup>, 2020**

**1. Shareholder's name and e-mail address:**

Name:

E-mail:

**2. Shareholder's taxpayer ID:**

**3. Filling instructions:**

If the shareholder elects to exercise its distant voting right, pursuant to CVM Instruction No. 481/09, as amended, it shall fill out this distant voting instrument ("Instrument"), which shall only be considered valid, as well as the voting therein shall only be computed in the quorum of the general meeting, if the following conditions are satisfied:

- (i) All fields shall necessarily be dully filled out;
- (ii) All pages shall be initialled; and
- (iii) The last page shall be signed by the shareholder or its legal representative(s), as the case may be, pursuant to the prevailing legislation and have a certificated signature..

It is essential that items 1 and 2 above are completed with the full name (or company name) of the shareholder, as well as the number of its individual or corporate taxpayer ID, as applicable, in addition to an e-mail address for eventual contact.

Shareholder's documents issued abroad must contain certification of the signatories' signatures by a Public Notary, be apostilled or, if the country in which the document was issued is not a signatory to the Hague Convention (Apostille Convention), be legalized at a Brazilian Consulate, translated by sworn translator registered at the Commercial Registry, and registered in the Registry of Deeds and Documents, under the terms of the legislation in force

**4. Delivery instructions, indicating the option of sending directly to the company or sending filling instructions to the bookkeeper or custodian**

The shareholder that elects to exercise its distant voting right can (i) fill out and send this Instrument directly to the Company; or (ii) provide the filling-out instructions to service providers, according to the instructions below:

**Submission directly to the Company**

If the sharholder elects to submit the Istrument directly to the Company, the shareholder shall send the following documents to the Investor Relations

Department of the Company, which, pursuant to art. 21-B of ICVM 481/09, must be received by the Company by **March 13<sup>th</sup>, 2020**, including:

(i) the Instrument, duly completed, initialed, signed and notarized; and

(ii) the following documents:

a) natural persons: original or certified copy of the identity document;

b) legal entities: original or certified copy of its legal representative's identity and certified copy of the relevant corporate acts that prove the legal representation, when applicable, including (a) articles of incorporation or bylaws; and (b) corporate act of election of the manager who (b.i) attends the general meeting as a representative of the legal entity, or (b.ii) grants power of attorney for a third party to represent the legal entity shareholder.

c) investment funds: original or certified copy of its legal representative's identity document; certified copy of the articles of association or consolidated and updated bylaws of the administrator or manager, as the case may be, subject to the fund's voting policy; documents proving the powers of representation; simple copy of the consolidated and updated regulation.

The following identity documents will be accepted: General Identity Card (RG), National Driver's License (NHC), passport, identity cards issued by professional councils or functional portfolios issued by public administration bodies, provided they contain a photograph of the holder.

Shareholder's documents issued abroad must be notarized by a Public Notary, must be apostilled or, if the country in which the document was issued is not a signatory to the Hague Convention (Apostille Convention), must be legalized at a Brazilian Consulate, and in both the cases, be translated by a sworn translator registered at the Commercial Registry, and registered in the Registry of Deeds and Documents, under the terms of the legislation in force

Pursuant to Article 21-U of ICVM 481/09, within 3 (three) days from receipt of the Instrument, the Company will communicate to the shareholders, by sending an e-mail to the e-mail address informed by the shareholders in item 1 above : (i) receipt of the Instrument, as well as whether the Instrument and any accompanying documents are sufficient for the shareholder's vote to be considered valid; or (ii) the need to rectify or resend the Instrument or accompanying documents, describing the procedures and deadlines necessary to regularize remote voting.

Votes cast by shareholders will not be considered in cases in which the

Instrument and/or the representation documents of the shareholders listed above are sent (or resent and/or rectified, as the case may be) without observing the deadlines and formalities for sending indicated above.

### **Submission through service providers**

As provided by article 21-B of ICVM 481/09, in addition to sending the Instrument directly to the Company, shareholders may transmit instructions for filling out the Instrument to providers of collection services and transmitting instructions for filling out the Instrument, subject to the rules determined by them, provided that said instructions are received by **March 13<sup>th</sup>, 2020**, including, or another specific date, indicated by the respective service providers.

- **Shareholders with shareholding position in book entry:** they can exercise remote voting through the bookkeeper. Voting instructions must be carried out through the “Itaú Assembleia Digital” website. To vote through the website you need to register and have a digital certificate. Information on registration and step by step to issue the digital certificate are described on the website: <http://www.itaui.com.br/securitiesservices/assembleiadigital/>.
- **Shareholders with a shareholding position in a custodian/brokerage institution:** shall check the procedures for voting with the share custodian institution.
- **Shareholders with shares in custody in more than one institution** (part of the custody position in the books of the bookkeeper, and another part in custody, or shares in custody in more than one custodian institution): just send the voting instruction to only one institution, the vote will always be considered by the total number of shares of the shareholder.

Divergent instructions in relation to the same resolution and which have been issued by the same shareholder will be disregarded, considering, therefore, its number on the individual or corporate taxpayers' ID.

### **5. Postal and e-mail address to send the distance voting ballot, if the shareholder chooses to deliver the document directly to the company:**

**Minerva S.A.**

**Attn.: Investor Relations Department**

Rua Leopoldo Couto de Magalhães Júnior, No. 758, 8<sup>th</sup> floor – set 82, Itaim Bibi

São Paulo, SP, Zip Code: 04542-000

E-mail: [ri@minervafoods.com](mailto:ri@minervafoods.com)

### **6. Name, physical and electronic address, telephone and contact person of the financial institution hired by the company to**

**provide the securities bookkeeping service, as applicable:**

**Itaú Corretora de Valores S.A.**

**Attn.: Atendimento a Acionistas**

Avenida Brigadeiro Faria Lima, No 3.400, 10<sup>th</sup> floor, Itaim Bibi

São Paulo, SP, Zip Code: 04538-132

E-mail: [atendimentoescrituracao@itau-unibanco.com.br](mailto:atendimentoescrituracao@itau-unibanco.com.br)

Telephone: +55 11 3003-9285 (capital and metropolitan regions) / +55 11 0800 7209285 (other places)

**7. Company's financial statements, accompanied by the respective explanatory notes, the report of the independent auditors and the opinion of the Fiscal Council, referring to the fiscal year ended on December 31st, 2019.**

Approve

Reject

Abstain

**8. Management's report and management's accounts for the fiscal year ended December 31st, 2019.**

Approve

Reject

Abstain

**9. Management's proposal for the allocation of income for the fiscal year ended December 31st, 2019.**

Approve

Reject

Abstain

**10. Would you like to request the adoption of the multiple voting process for the election of the Board of Directors, pursuant to article 141 of the Brazilian Corporate Law?**

Approve

Reject

Abstain

**11. Election of the members of the Company's Board of Directors.**

Single plate:

<b>Effective Member</b>	<b>Alternate Members</b>
Ibar Vilela de Queiroz	Rafael Vincentini de Queiroz
Frederico Alcântara de Queiroz	Rafael Vincentini de Queiroz
Norberto Lanzara Giangrande Junior	Rafael Vincentini de Queiroz
Alexandre Lahoz Mendonça de Barros	Rafael Vincentini de Queiroz
Sérgio Carvalho Mandin Fonseca	Rafael Vincentini de Queiroz
Gabriel Jaramillo Sanint	-
José Luiz Rêgo Glaser	-
Abdulaziz Saleh Al-Rebdi	-
Bakr Almuhanha	-
Mohammed Mansour A. Almousa	-

Approve

Reject

Abstain

**12. If one of the candidates who composes the chosen slate leaves it, the votes corresponding to your shares can continue to be cast on the chosen slate?**

Yes

No

Abstain

**13. In the event of adoption of the multiple vote election process, shall the votes corresponding to your shares be distributed in**

**equal percentages by the candidates you have chosen?** (The shareholder must be aware that the equal distribution will consider the 100% percentage split between the candidates chosen to the first two decimal places, without rounding, and that the fractions of the shares determined from the application of the resulting percentage will not be placed for no candidate, being disregarded in the multiple voting procedure, in which case the shareholder may not vote with all his shares)

Yes

No

Abstain

**14. The following field should only be completed if the shareholder has answered “no” in relation to the previous question:**

Ibar Vilela de Queiroz (effective)/Rafael Vincentini de Queiroz (alternate) –  % percentage of votes to be attributed to the candidates

Frederico Alcântara de Queiroz (effective)/Rafael Vincentini de Queiroz (alternate) –  % percentage of votes to be attributed to the candidates

Norberto Lanzara Giangrande Junior (effective)/Rafael Vincentini de Queiroz (alternate) –  % percentage of votes to be attributed to the candidates

Alexandre Lahoz Mendonça de Barros (effective)/Rafael Vincentini de Queiroz (alternate) –  % percentage of votes to be attributed to the candidates

Sérgio Carvalho Mandin Fonseca (effective) / Rafael Vincentini de Queiroz (alternate) –  % percentage of votes to be attributed to the candidates

Gabriel Jaramillo Sanint (effective) –  % percentage of votes to be attributed to the candidate

José Luiz Rêgo Glaser (effective) –  % percentage of votes to be attributed to the candidate

Abdulaziz Saleh Al-Rebdi (effective) -  % percentage of votes to be attributed to the candidate

Bakr Almuhanna (effective) –  % percentage of votes to be attributed to the candidate

Mohammed Mansour A. Almousa (effective) –  % percentage of votes to be attributed to the candidate

**15. Would you like to request the election of a Board of Directors’ member in separate ballot, pursuant to article 141, paragraph four, item I, of the Brazilian Corporate Law?** (The shareholder can only fill in this field if the previous field was left in blank and is an uninterrupted holder of the voting shares during the 3 months immediately prior to the general meeting.)

<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
<b>16. Management's proposal for the characterization of the independent members of the Company's Board of Directors.</b>		
<input type="checkbox"/> Approve	<input type="checkbox"/> Reject	<input type="checkbox"/> Abstain
<b>17. Management's proposal for the installation of the Company's Fiscal Council, operating until the next annual general meeting of the Company.</b>		
<input type="checkbox"/> Approve	<input type="checkbox"/> Reject	<input type="checkbox"/> Abstain
<b>18. Management's proposal to fix the number of 3 (three) effective members and 3 (three) alternate members to compose the Company's Fiscal Council.</b>		
<input type="checkbox"/> Approve	<input type="checkbox"/> Reject	<input type="checkbox"/> Abstain
<b>19. Election of the members of the Fiscal Council</b> (the shareholder may nominate as many candidates as there are vacancies to be filled in the general election)		
Luiz Manoel Gomes Júnior/Marcelo Scaff Padilha		
<input type="checkbox"/> Approve	<input type="checkbox"/> Reject	<input type="checkbox"/> Abstain
Dorival Antonio Bianchi/Emerson Cortezia de Souza		
<input type="checkbox"/> Approve	<input type="checkbox"/> Reject	<input type="checkbox"/> Abstain
Franklin Saldanha Neiva Filho/Pedro Teixeira Dall'agnol		
<input type="checkbox"/> Approve	<input type="checkbox"/> Reject	<input type="checkbox"/> Abstain
<b>21. Would you like to request the election of a Fiscal Council's member in separate ballot, pursuant to article 161, paragraph four, letter "a", of the Brazilian Corporate Law?</b>		
<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
<b>22. Management's proposal for fixing the annual global compensation of the managers and Fiscal Council's members for the fiscal year of 2020.</b>		
<input type="checkbox"/> Approve	<input type="checkbox"/> Reject	<input type="checkbox"/> Abstain

City: \_\_\_\_\_

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Shareholder's name: \_\_\_\_\_

Telephone: \_\_\_\_\_