

DISTANCE VOTING BALLOT**Annual General Meeting (AGM) - MINERVA S.A. to be held on 04/25/2019**

Shareholder's Name
Shareholder's CNPJ or CPF
E-mail
<p>Instructions on how to cast your vote</p> <p>If the shareholder elects to exercise its distant voting right, pursuant to articles 21-A and subsequent of the Securities and Exchange Commission ("CVM") Instruction No. 481/2009 ("ICVM 481"), 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 annual general meeting ("Meeting") of Minerva S.A. ("Minerva" or "Company"), if the following conditions are satisfied:</p> <p>(i) The shareholder must indicate above his / her full name (or corporate name), as well as the CPF or CNPJ registration number, as applicable, in addition to an e-mail address for confirmation of receipt and possible contact, if necessary;</p> <p>(ii) All fields shall necessarily be dully filled out;</p> <p>(iii) All pages shall be initialled; and</p> <p>(iv) The last page shall be signed by the shareholder or its legal representative(s), as the case may be, pursuant to the prevailing legislation.</p> <p>The certification of the signatures in the Instrument shall be required, as well as, in the case of foreign document, its (i) notarization by the Public Notary; (ii) legalization in Consulate or apostille, in the case of documents issued by countries signatories to the Convention Abolishing the Requirement of Legalization for Foreign Public Documents (Apostille Convention) of October 5, 1961; (iii) translation by a sworn translator enrolled in the Board of Trade; and (iv) registration in the Registry of Deeds and Documents, in accordance with the legislation in force.</p> <p>It is important to clarify that the Management Proposal mentioned in this Bulletin is available to shareholders at Minervas headquarters, at its Investor Relations website (http://ri.minervafoods.com/), as well as at CVM website (www.cvm.gov.br) and B3 SA - Brasil, Stock Exchange, Counter (B3) (http://www.b3.com.br/en/).</p>
<p>Instructions for sending your ballot, indicating the delivery process by sending it directly to the Company or through a qualified service provider</p> <p>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:</p> <p>Submission directly to the Company</p> <p>The Instrument should be sent to the Company, through mail to the address of the Companys office located in the city of São Paulo, State of São Paulo, at Rua Leopoldo Couto de Magalhães Júnior, 758, 8th floor, Itaim Bibi, Zip Code 04542-000, to the Company's Investor Relations Department, or to the electronic address ri@minervafoods.com until April 18, 2019, inclusive, the following documents:</p> <p>(i) one counterpart of the distant voting instrument relative to the Meeting, with all field dully filled, as pages initialized and the last page signed by the shareholder or by his / her legal representative(s), with due certification of the signatures; and</p> <p>(ii) certified copy of the valid identity document of the shareholder or his / her legal representative(s) signatory (s) of the Instrument, as follows;</p> <p>(a). Natural Persons: identity document with a photo of the shareholder or of its legal representative, when represented by a proxy, certified copy of the document proving the powers of the signatory;</p> <p>(b). Legal Persons: identity document of the legal representative; consolidated, restated and valid articles of association/bylaws; and corporate documents proving the powers of representation;</p> <p>(c). Investment Funds: identity document of the legal representative; consolidated, restated and valid regulation; articles of association/bylaws in effect of the administrator or fund manager, as the case may be, subject to the fund's voting policy; and corporate documents that prove the powers of representation.</p> <p>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.</p>

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Pursuant to article 21-U of ICVM 481, the Company will communicate to the shareholders, by sending an e-mail to the electronic address informed by the shareholders in the ballot paper, within three (3) days of receipt, on the validity of the ballot paper and the accompanying documents. The Company shall notify its shareholders, within the same period, of any need to rectify or resubmit the bulletin and/or accompanying documents, describing, at this time, the procedures and time periods necessary for the regularization of the distant voting.

*The foreign documents must be (i) notarized by Public Notary; (ii) legalized in Consulate, or apostilled, in the case of documents issued by countries that are signatories to the Convention on the Elimination of the Requirement of Legalization of Public Documents (Apostille Convention) dated October 5, 1961; (iii) translated by a sworn translator enrolled in the Board of Trade; and (iv) registered with the Registry Office of Deeds and Documents, according to the legislation in effect.

Submission through service providers

The shareholder can also send its instructions to completing the Instrument for service providers who are able to provide services for collection and transmission of instructions for completing the distance ballot, provided that such instructions are sent until April 18, 2019, inclusive.

Accordingly, voting instructions may be sent through the custody agent of the shareholders holding shares issued by the Company that are deposited in a central depository or, if the shares are in a book-entry environment, through Itaú Corretora de Valores S.A.

The custody agent and Itaú Corretora de Valores S.A. shall verify the voting instructions provided by the shareholders, but shall not be responsible for verifying the eligibility of the shareholder to exercise the voting right, a function that shall be incumbent upon the Company.

Shareholders should contact their respective custody agents or with Itaú Corretora de Valores S.A., as the case may be, to verify the procedures determined by them for the issuance of the voting instructions via Instrument, as well as the documents and information required for it.

Such service providers shall notify the shareholders of the receipt of voting instructions or the need for rectification or resubmission, and shall provide for the applicable procedures and deadlines.

In compliance with ICVM 481, any voting conflicting instructions in relation to the same resolution, and that may belong to the same shareholder, considering, therefore, the number of the CPF or CNPJ/ME, will be disregarded.

As the provision of the bulletin completion instructions collection and transmission service is optional for custody agents, we recommend that the shareholder verify that his custodian is able to provide such service. If the respective custodian does not provide said service, the shareholder will have the option to send his Bulletin and the applicable documents directly to Itaú Corretora de Valores S.A. or to the Company itself. The Company is not responsible for the communication between the shareholders and their respective custody agents.

For further information, access the Companys websites (<http://ri.minervafoods.com/>), the CVM (www.cvm.gov.br) and the B3 (<http://www.b3.com.br/en>). /) on the world wide web. If you have any questions, please contact the Investor Relations Department at: +55 11 3074-2444 or by e-mail: ri@minervafoods.com.

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

Investor Relations Department of Minerva S.A.
Office of Minerva S.A.
Rua Leopoldo Couto de Magalhães Júnior, nº 758, 8th floor
Itaim Bibi, Zip Code 04542-000
São Paulo | SP
E-mail: ri@minervafoods.com

Indication of the institution hired by the company to provide the registrar service of securities, with name, physical and electronic address, contact person and phone number

Itaú Corretora de Valores S.A.
Attn.: Service to Shareholders
Avenida Brigadeiro Faria Lima, nº 3400, 10th floor, Itaim Bibi, Zip Code 04538-132
São Paulo | SP
Telephone: 3003-9285 (capital and metropolitan regions) / 0800 7209285 (other places)
E-mail: atendimentoescrituracao@itau-unibanco.com.br

Resolutions concerning the Annual General Meeting (AGM)

Simple Resolution

1. To resolve on the accounts of the members of the management, the administration report and

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1. To resolve on the accounts of the members of the management, the administration report and the financial statements of the Company, accompanied by the annual report from the independent auditors, in connection with the fiscal year ended on December 31st, 2018.

Approve Reject Abstain

Simple Resolution

2. To resolve on the proposal from the Board of Officers as regards the allocation of the results considering the calculation of net losses in the fiscal year ended on December 31, 2018, in the total amount of R\$ 1,264,783,640.11 (one billion, two hundred and sixty-four million, seven hundred and eighty-three thousand, six hundred and forty reais and eleven cents), to be fully allocated to the account "Accrued Losses", as well as to registry that there will be no distribution of dividends to the Company's shareholders, due to the non-existence of net profits, therefore, no proposal for a budget of capital has been presented for the year of 2019.

Approve Reject Abstain

Simple Resolution

3. To resolve on the installation of the Company's fiscal council, effective until the Company's next annual general shareholders' meeting.

Approve Reject Abstain

Simple Resolution

4. To establish the number of the members of the fiscal council of the Company as three (3), and respective alternates, with term of office until the Company's next annual general shareholders' meeting.

Approve Reject Abstain

Election of the fiscal board by single group of candidates

Chapa Única

Dorival Antonio Bianchi / Marcelo Scaff Padilha

Luiz Manoel Gomes Júnior / Emerson Cortezia de Souza

Luiz Claudio Fontes / Newton Klayton dos Anjos Mencinaukis

5. To appoint all the members that will comprise the staggered board - Chapa Única

Approve Reject Abstain

6. If one of the candidates that form the staggered board is no longer a part of it in order to accommodate the mechanism of separate election pursuant to article 161, Paragraph 4, and 240 of Law nº 6,404 of 1976, should the votes corresponding to your shares continue to be considered to the referred staggered board? -

Yes No Abstain

Simple Resolution

7. To establish the global compensation amount of the Company's management of up to R\$ 29,844,019.97 (twenty-nine million, eight hundred forty-four thousand, nineteen reais and ninety-seven cents), as well as determine the compensation of the members of the fiscal council, which may not be lower, for each acting member, to ten percent (10%) of the average compensation assigned to each executive officer, without benefits, representation sums, and profit sharing, according to Paragraph 3 of Article 162 of Law nº 6,404 of 1976.

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Approve Reject Abstain

Simple Question

8. The minority shareholders holding shares with voting rights wish to adopt the separate election mechanism for the appointment of a member of the fiscal council?

Yes No Abstain

City : _____

Date : _____

Signature : _____

Shareholder's Name : _____

Phone Number : _____