

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 June 29, 2021**

- 1. Date, Time and Venue:** Held on June 29, 2021, at 11 am, at the head office of Minerva S.A. (“Company”), 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; Larissa Pantaleão de Almeida – Secretary.
- 3. Call:** Call made pursuant to Article 18, paragraph 2 of the Company’s Bylaws.
- 4. Attendance:** All members of the Company’s Board of Directors were in attendance, part at the meeting place and part remotely, as provided by article 18, paragraph 1, of the Company’s Bylaws and item 7.8 of the Board of Directors’ Internal Regulations.
- 5. Agenda:** The members of the Company’s Board of Directors met to examine, discuss and resolve on the following agenda: **(i)** ratify the favorable vote of the members of the Board of Directors of Minerva Luxembourg S.A. (“Minerva Luxembourg”) appointed by the Company at the meeting of the Board of Directors of Minerva Luxembourg, held on June 14, 2021, in which the following matters were resolved: (a) the issuance of bonds by Minerva Luxembourg (“Notes”) intended for placement on the international market, to be offered to qualified institutional investors, resident and domiciled in the United States of America, based on the regulations issued by the Securities and Exchange Commission, specifically, “Rule 144A” and, in other countries, except Brazil and the United States of America, based on “Regulation S” (“Issue”); and (b) approval of the negotiation of the terms and conditions and/or the execution, as appropriate, of all documents necessary for the implementation of the Issue, as the case may be, including, but not limited to, Preliminary Offering Memorandum and Purchase Agreement (“Transaction Documents”); **(ii)**

approve the granting of personal guarantee, by the Company, within the scope of the Issue; **(iii)** define the voting position at the Shareholders' Meeting of Athena Foods S.A. to be held on June 14, 2021, at which the approval of the granting of personal guarantee was resolved; **(iv)** authorize the issue by Minerva Luxembourg; and **(v)** authorize the Company's Board of Officers to take the measures and perform the acts necessary to implement the resolutions that may be approved regarding the Issue, including the execution of the Transaction Documents, as applicable, as well as ratify the acts already performed by the Board of Officers in this regard, as applicable.

6. Resolutions: The meeting was opened, and after examining and discussing the matters on the agenda, the members of the Company's Board of Directors in attendance, unanimously, without any restrictions or reservations, resolved as follows:

6.1. Ratify, unanimously, the favorable vote of the members of the Board of Directors of Minerva Luxembourg appointed by the Company at the meeting of the Board of Directors of Minerva Luxembourg, held on June 14, 2021: (a) the Issue; and (b) negotiation of the terms and conditions and/or execution, as the case may be, of the Transaction Documents.

6.2. Approve the granting, by the Company, of an unconditional and irrevocable personal guarantee, to be created under the applicable regulation, and that severally and jointly guarantees the obligations assumed by Minerva Luxembourg within the Issue.

6.3. Ratify, unanimously, the voting position at Shareholders' Meeting of Athena Foods S.A. to be held on June 14, 2021, at which the approval of the granting of personal guarantee was resolved.

6.4. Authorize Minerva Luxembourg to issue the Notes, in accordance with the terms and conditions to be defined based on current market conditions, as well as in accordance with the terms and conditions to be decided at the meeting of the Board of Directors of Minerva Luxembourg.

6.5. Authorize the Company's Board of Officers to take the measures and perform the necessary acts to implement the resolutions adopted in the previous items, including the execution of the Transaction Documents, as applicable, as

well as to ratify the acts already performed by the Board of Officers in this regard, as applicable.

7. Closure and Draw 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 adjourned for the time necessary to draw up these minutes, which, when the session was reopened, was read, approved and signed by all those in attendance. The minutes will be drawn up in summary form, provided in Article 130, paragraph 1, of Law 6,404, of December 15, 1976, as amended (Brazilian Corporation Law). **Board:** Ibar Vilela de Queiroz, Chairman; Larissa Pantaleão de Almeida, Secretary. **Members of the Board of Directors in Attendance:** Ibar Vilela de Queiroz, Frederico Alcântara de Queiroz, Norberto Lanzara Giangrande Junior, Alexandre Lahoz Mendonça de Barros, Gabriel Jaramillo Sanint, Sergio Carvalho Mandim Fonseca, Baker Almohana, Mohamed Mansour A. Almousa, Abdulaziz Saleh Al-Rebdi and José Luiz Rêgo Glaser.

São Paulo, June 29, 2021.

Certification: I hereby certify that this is a true copy of the minutes drawn up in the Minutes Book of the Meeting of the Company's Board of Directors No. 98 on pages 101.

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*[Page of signatures of the minutes of the Board of Directors' Meeting of
Minerva S.A. held on June 29, 2021]*

Board:

Ibar Vilela de Queiroz
Chairman

Larissa Pantaleão de Almeida
Secretary