

AREZZO INDÚSTRIA E COMÉRCIO S.A.

Publicly Held Company

CNPJ/MF No. 16.590.234/0001-76

NIRE 31.300.025.91-8 | CVM Code No: 02234-9

CALL NOTICE

ANNUAL GENERAL MEETING

TO BE HELD ON APRIL 30, 2019

AREZZO INDÚSTRIA E COMÉRCIO S.A., a joint stock Company, under code No. 02234-9 ("Company"), pursuant to art. 124 of Law No. 6404 dated December 15, 1976, as amended ("Brazilian Joint Stock Company Act") and to arts. 3 and 5 of CVM Instruction No. 481 dated December 17, 2009, as amended ("ICVM 481/09"), hereby calls the shareholders of the Company to assemble at the annual general meeting ("General Meeting") to be held on April 30, 2019, at 1:00 p.m., exceptionally outside the Company's headquarters, pursuant to art. 124, § 2, of the Brazilian Joint Stock Company Act, at Hotel Mercure Belo Horizonte, at Avenida do Contorno, No. 7315, City district Lourdes, in the city of Belo Horizonte, State of Minas Gerais, to examine, discuss and vote on the following agenda:

- (i) financial statements of the Company, accompanied by the related notes, the independent auditors' report and the Fiscal Council's opinion, for the fiscal year ended December 31, 2018;
- (ii) management report and accounts of managers for the fiscal year ended December 31, 2018;
- (iii) management's proposal for the allocation of income for the fiscal year ended December 31, 2018;
- (iv) fix the number of members of the Board of Directors;

- (v) exemption of the requirement for not exercising a position in a company potentially competing in the market for a candidate to the Board of Directors, according to art. 147, § 3, I of the Law of S.A.;
- (vi) election of the effective members of the Board of Director.
- (vii) designation, among the elected directors, of the Chairman and Vice-Chairman of the Board of Directors
- (viii) characterization of the independent members of the Board of Directors; and
- (ix) determination of the managers' overall annual compensation for the fiscal year of 2019.

In accordance with art. 126 of the Brazilian Joint Stock Company Act, and art. 10 of the Company's Bylaws, in order to attend the General Meeting, the shareholders or their representatives must submit to the Company in addition to the identity document (identity card or general registry - *RG*, national driver's license - *CNH*, passport, identity cards issued by professional councils and functional cards issued by Public Administration bodies, provided that containing a photo of their holder), and relevant corporate documents that prove legal representation, as the case may be: (i) proof of ownership of shares issued by the institution responsible for the bookkeeping of shares of the Company, issued no later than 5 (five) days prior to the date of the General Meeting; (ii) power of attorney and/or documents proving the powers of attorney of the shareholder; and (iii) with respect to the shareholders participating in the fungible custody of registered shares, the statement containing the respective shareholding, issued by the competent body no later than 5 (five) days prior to the date of the General Meeting.

The representative of the legal entity shareholder must present a certified copy of the following documents, duly registered with the competent body (Civil Registry of Legal Entities or Commercial Registry, as the case may be): (a) contract or bylaws; and (b) a corporate document of election of the director who (b.i) attends the General Meeting as representative of the legal entity, or (b.ii) signs the proxy so that a third party represents the legal entity shareholder.

With regard to investment funds, the shareholder's representation at the General Meeting shall be the responsibility of the management or administrative institution, complying with the provisions of the fund's regulations regarding who is entitled to exercise the voting rights of the shares and assets in the fund's portfolio. In this case, the representative of the management

or administrative company of the fund shall submit a simple copy of the fund regulation duly registered with the competent body, as well as the aforementioned corporate documents related to the management or administrative company.

With regard to participation by proxy, the granting of powers of representation for participation in the General Meeting shall have been performed less than one year ago, pursuant to art. 126, paragraph 1, of the Brazilian Joint Stock Company Act. In addition, in compliance with the provisions of art. 654, paragraphs 1 and 2, of Law 10.406, dated January 10, 2002, as amended ("Civil Code"), the power of attorney shall state the place where it was given, the complete identification of the grantor and grantee, the date and purpose of the grant with the name and extent of the powers granted, containing the notarization of the grantor's signature.

It is worth noting that natural persons shareholders of the Company may only be represented at the General Meeting by a proxy holder who is a shareholder, a director of the Company, a lawyer or a financial institution, pursuant to art. 126, paragraph 1, of the Brazilian Joint Stock Company Act. Legal entities that are shareholders of the Company may be represented by a proxy established in accordance with its contract or bylaws and in accordance with the provisions of the Civil Code, without the need for such person to be a director of the Company, shareholder or attorney (as per CVM Lawsuit RJ2014/3578, judged on Nov 04, 2014).

The documents of the shareholders issued abroad must contain the notarization of the signatures of the signatories by Notary Public, be apostilled or, if the country of issue of the document is not a signatory to the Hague Convention (Apostille Convention), legalized in the Brazilian Consulate, be translated by a sworn translator enrolled with the Commercial Registry, and registered with the Registry of Deeds and Documents, pursuant to the legislation in force.

In Compliance with the §1 of art. 141 of the Law of S.A., in art. 4 of ICVM 481/2009 and arts. 1 and 3 of CVM Instruction 165/1991, shareholders, individually or jointly, of shares representing at least 5% of the share capital with voting rights are entitled to request, by means of written notice delivered to the Company up to 48 hours before the General Meeting, the adoption of the multiple vote process for the election of the members of the board of Directors.

In the calculation of the percentage required to request the adoption of the multiple voting procedures, shares issued by the Company held in treasury should be excluded (CVM Proceedings RJ2013 / 4386 and RJ2013 / 4607, passed on 04.11.2014).

For purposes of better organization of the General Meeting, according to art. 10 of the bylaws, the Company requests the shareholders to deposit the necessary documents to attend the General Meeting at least 72 (seventy-two) hours in advance. The deposit can be sent to the Company's Headquarter or forwarded to the Investor Relations Department by e-mail to the address: ri@arezzoco.com.br.

It should be noted that shareholders may attend the General Meeting even though they do not make the prior deposit of the documents by simply presenting such documents at the opening of the General Meeting, pursuant to the provisions of art. 5, paragraph 2, of ICVM 481/09.

The documents and information related to the subject matters to be resolved at the General Meeting are available to shareholders at the Company's headquarters and at the Company's web pages of the worldwide computer network (<http://www.arezzoco.com.br>), and were also sent to CVM (www.cvm.gov.br) and to B3 - Brasil, Bolsa, Balcão (www.b3.com.br).

Belo Horizonte, March 29, 2019.

Alessandro Giuseppe Carlucci
Chairman of the Board of Directors