

**BRASIL BROKERS PARTICIPAÇÕES S.A.**  
**Corporate Taxpayer's ID (CNPJ/MF): 08.613.550/0001-98**  
**Company Registry (NIRE): 33.3.0028096-1**

## **NOTICE TO SHAREHOLDERS**

### **ISSUE OF DEBENTURES AND SHAREHOLDERS' PREEMPTIVE RIGHTS**

**BRASIL BROKERS PARTICIPAÇÕES S.A.** ("Company"), a publicly held company with common shares traded in the Novo Mercado segment of B3 S.A. – Brasil, Bolsa, Balcão ("B3"), under the ticker "BBRK3", hereby informs its shareholders that:

In accordance with the material fact disclosed by the Company on this date, the Company's Board of Directors approved the calling of an annual and extraordinary shareholders' meeting, to be held on April 26, 2019, to resolve on the Management Proposal for approval of the Company's first (1<sup>st</sup>) debenture issue, totaling one hundred and twenty million reais (R\$120,000,000.00) ("Debentures" and "Issue"). The Debentures are convertible into shares, in a single series, unsecured, with no additional guarantee, for public distribution with restricted placement efforts, pursuant to CVM Instruction 476, of January 16, 2019 ("CVM Instruction 476" and "Restricted Offering").

As the Debentures are convertible into Company shares, Company shareholders will have preemptive rights in the subscription of the Debentures proportionally to the number of shares held by them, pursuant to Article 9-A of CVM Instruction 476 ("Priority Offering").

In light of the foregoing, the Company informs its shareholders that **only investors who hold Company shares at the end of April 3, 2019, in accordance with the number of shares held in custody verified after the end of the trading session on that date with the depository center of B3 – Brasil, Bolsa, Balcão and/or with the book-entry system of Itaú Corretora de Valores S.A., will have the right to participate in the Priority Offering** ("Cut-off Date").

Company shareholders are recommended to seek their respective securities brokers for more information on deadlines and procedures related to the settlement of trades with Company shares held on the dates close to the Cut-off Date.

If you have any questions or wish to obtain more information from the Book-Entry Agent, please call:

Telephones: 3003-9285 (state capitals and metropolitan regions) 0800 7209285 (other cities). This service is available from Monday through Friday from 9:00 a.m. to 6:00 p.m.

Itaú specialized branches:

Belo Horizonte: Av. João Pinheiro, 195 – Subsolo - Centro  
Rio de Janeiro: Av. Almirante Barroso, 52- 2º andar - Centro  
São Paulo: R. Boa Vista, 176 – 1º Subsolo - Centro  
Salvador: Av. Estados Unidos, 50 - 2º andar – Comércio



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Additional information on the Debentures and the Restricted Offering, including the terms and conditions for the conversion of the Debentures, is available on the websites of the CVM ([www.cvm.gov.br](http://www.cvm.gov.br)), B3 ([www.b3.com.br](http://www.b3.com.br)) and Itaú ([www.italu.com.br/securitiesservices/investidores/](http://www.italu.com.br/securitiesservices/investidores/)) and in the Management Proposal, made available on this date by the Company on the websites of B3 (mentioned above), the CVM ([www.cvm.com.br](http://www.cvm.com.br)) and the Company (mentioned above), or may be obtained from the Company's Investor Relations Department, via e-mail ([ri@brbrokers.com.br](mailto:ri@brbrokers.com.br)).

Rio de Janeiro, March 26, 2019.

**BRASIL BROKERS PARTICIPAÇÕES S.A.**  
Claudio Kawa Hermolin  
CEO, CFO, Controller and Investor Relations Officer