

## **RNI NEGÓCIOS IMOBILIÁRIOS S.A.**

*Publicly Held Company*

Corporate Taxpayer ID (CNPJ/MF): 67.010.660/0001-24

Company Registry (NIRE): 35.300.335.210

### **MINUTES OF THE BOARD OF DIRECTORS MEETING**

**HELD ON AUGUST 7, 2019**

**1. DATE, TIME AND PLACE:** On August 7, 2019, at 2:30 p.m., at Rua Gomes de Carvalho, nº 1306, 4º andar, Vila Olímpia, in the city and state of São Paulo.

**2. CALL NOTICE AND ATTENDANCE:** Call notice was sent in accordance with article 17 of the Bylaws of RNI Negócios Imobiliários S.A. (“Company”). All the directors of the Company were present. The following executive officers were also present: CARLOS BIANCONI and ALEXANDRE FIRMO MANGABEIRA ALBERNAZ, as well as MAURICIO CARDOSO DE MORAES, representing the audit firm PricewaterhouseCoopers Auditores Independentes.

**3. PRESIDING BOARD:** The meeting was chaired by WALDEMAR VERDI JUNIOR, who invited FLÁVIO LOPES FERRAZ to act as secretary.

**4. AGENDA:** To deliberate on the following: (i) approval of the Company’s results for the second quarter of 2019; (ii) acquisition of properties by the Company in the city of São Paulo.

**5. RESOLUTIONS TAKEN UNANIMOUSLY AND WITHOUT RESTRICTIONS:** Once the Meeting was brought to order, after examining and discussing the items on the AGENDA, the directors decided as follows:

**5.1.** After a presentation by the Board of Executive Officers and discussions among those present, to unanimously approve, without any restrictions, the financial statements of the Company for the second quarter of 2019.

**5.2.** To approve, with the abstention from voting of the directors WALDEMAR VERDI JUNIOR, GIULIANO FINIMUNDI VERDI and MILTON JORGE DE MIRANDA HAGE, the acquisition of the properties described in the property records 111,028 (area of 5,877.80 m<sup>2</sup>) and 111,027 (area of 6,443.84 m<sup>2</sup>), both at the 15<sup>th</sup> Registrar of Deeds of São Paulo, from Fundo De Investimento Imobiliário – FII Rodobens, inscribed in the corporate taxpayers register (CNPJ) under no. 07.352.632/0001-63, in which GV Holding S/A is a shareholder, inscribed in the corporate taxpayers register (CNPJ) under no. 59.981.829/0001-65, the parent company of the Company, as per the material presented and filed at the registered office of the Company.

**5.3.** To authorize the Board of Executive Officers of the Company to take any and all measures necessary to carry out the resolutions approved herein and ratify all the actions already taken.

**6. CLOSING:** There being no further business to address and in the absence of further manifestations, the meeting was adjourned and these minutes were drawn up, read, approved and signed by everyone.

SÃO PAULO, AUGUST 7, 2019.

PRESIDING BOARD: WALDEMAR VERDI JUNIOR – Chairman; FLÁVIO LOPES FERRAZ – Secretary. DIRECTORS: **(i)** Waldemar Verdi Junior, **(ii)** Milton Jorge de Miranda Hage; **(iii)** Giuliano Finimundi Verdi; **(iv)** Maílson Ferreira de Nóbrega; **(v)** Alcides Lopes Tápias; **(vi)** Roberto Oliveira De Lima and **(vii)** Anthony Dias dos Santos.

**This is a free English translation of the original instrument drawn up in the Company's records.**

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**FLÁVIO LOPES FERRAZ**  
**SECRETARY**