

B3 S.A. – BRASIL, BOLSA, BALCÃO
PUBLICLY-HELD COMPANY
National Corporate Taxpayers Register (CNPJ) No. 09.346.601/0001-25
State Registration (NIRE) 35.300.351.452

MINUTES OF THE ORDINARY MEETING OF THE BOARD OF DIRECTORS
HELD ON APRIL 13, 2018.

1. Date, Time and Place: On April 13, 2018, at 1:00 p.m., at the branch office of the Company located in the city of São Paulo, State of São Paulo, at Avenida Brigadeiro Faria Lima, No. 1.663, 2nd floor, Jardim Paulistano.

2. Attendance: Messrs. Antonio Carlos Quintella, Edgar da Silva Ramos, Eduardo Mazzilli de Vassimon, Florian Bartunek, Guilherme Affonso Ferreira, José de Menezes Berenguer Neto, José Lucas Ferreira de Melo, José Roberto Machado Filho, Laércio José de Lucena Cosentino, Luiz Antonio de Sampaio Campos, Luiz Fernando Figueiredo e Luiz Nelson Guedes de Carvalho – Directors. The Director Denise Pauli Pavarina participated at the meeting by videoconference as permitted by article 26, paragraph 4, of the Company’s By-Laws. Justified absence of Mr. Pedro Pullen Parente – Chairman of the Board.

3. Presiding Officers: Mr. Antonio Carlos Quintella - Chairman; and Ms. Iael Lukower - Secretary.

4. Resolutions taken without reservation, based on the supporting documents filed with the Company at its head-office, with authorization granted for these minutes to be drawn up summary form:

4.1. Based on article 61 of the By-laws, to approve the payment, to the shareholders of the Company, of interest on equity in the total amount of R\$200,000,000.00, equivalent to the gross amount of R\$0.09793143 per share, which payment shall be made by the net amount of R\$0.08324171 per share, with deduction of the Withholding Income Tax of 15% of the amount of the interest on equity, except for the shareholders subject to differentiated taxation or which are released from said taxation, it being understood that:

4.1.1. the amount currently distributed by way of interest on equity, in the form of article 9 of Law No. 9.249/95, shall be attributed to the mandatory dividends of the fiscal year 2018, pursuant to the applicable law;

4.1.2. the price per share is estimated and may be modified as a result of the disposal of treasury shares to comply with the Plan for the Grant of Shares of the Company or other plans based on shares;

4.1.3. the aforementioned payment shall be made on May 8, 2018 and the calculation base thereof shall be the corporate structure of April 23, 2018; and

4.1.4. the shares of the Company shall be traded in the condition “with” to and including April 23, 2018, and in the condition “ex” interest on equity as from April 24, 2018.

4.2. To approve, as recommended by the Nominations and Governance Committee, (i) the election, with effects as from May 8, 2018, of Mr. ROGÉRIO PAULO Calderón Peres, Brazilian, married, business administrator, bearer of Identity Card RG No. 05.212.295-5 SSP-SP, enrolled with the Individual Taxpayers Register of the Ministry of Finance (CPF/MF) under No. 035.248.608-26, as External and Independent Member of the Company's Audit Committee ("COAUD"), to hold office until May 8 2020, in substitution of Mr. Paulo Roberto Simões da Cunha, whose term of office will expire on May 8, 2018; and (ii) the designation, registered his abstention, of Independent Director José Lucas Ferreira de Melo, current member of the COAUD, as Coordinator and Finance Specialist of said Committee with effects as from May 8, 2018, same date on which the term of the Director Luiz Nelson Guedes de Carvalho as Coordinator and Finance Specialist of the COAUD will expire.

4.3. Within the scope of execution of the Stock Grant Plan of the Company, to approve the disposal, by the Company, on the exchange market, of up to 145.000 shares issued by it to enable payment of the Withholding Income Tax levied on the remuneration in shares of the beneficiaries of the Plan, which amount shall be proportionally deducted from the amount originally granted to the beneficiaries. The information required by CVM Instruction No. 567/15 on the authorization for the disposal of shares is contained in Exhibit I to these minutes.

5. Closing: There being no further business to be transacted, these minutes were read, approved and signed by all attending Directors. São Paulo, April 13, 2018. Antonio Carlos Quintella, Denise Pauli Pavarina, Edgar da Silva Ramos, Eduardo Mazzilli de Vassimon, Florian Bartunek, Guilherme Affonso Ferreira, José de Menezes Berenguer Neto, José Lucas Ferreira de Melo, José Roberto Machado Filho, Laércio José de Lucena Cosentino, Luiz Fernando Figueiredo, Luiz Antonio de Sampaio Campos e Luiz Nelson Guedes de Carvalho.

This is a true copy of the minutes drawn up in the appropriate book.

Antonio Carlos Quintella
Chairman

EXHIBIT I

Exhibit A to CVM RULING No. 567, OF SEPTEMBER 17, 2015

Exhibit 30-XXXVI

Trading in Shares of its Own Issue

- Purpose and the expected economic effects of the disposal: within the scope of execution of the Stock Grant Plan approved by the Special Shareholders' Meeting held in May 2014, the Company shall withhold Income Tax at source on the value of the shares to be transferred to the beneficiaries of the Plan. For that purpose, the Company shall dispose of shares of its own issue to raise funds to enable payment of said tax, it being understood that the number of shares originally granted to the beneficiaries shall be reduced so that the portion proportional to the taxes may be disposed of by the Company and only the remaining amount is transferred to the beneficiaries;
- To inform the number of (i) outstanding shares and (ii) shares already held in treasury: (i) number of outstanding shares in the market, in accordance with the definition provided by article 8, paragraph 3 of CVM Instruction No. 567/15: 2.042.245.134 shares and (ii) treasury stock: 16.893.356;
- To inform the number of shares that may be disposed of: the Company may dispose of up to 145.000 common shares for the purpose mentioned in the item purpose and the economic effects expected from the disposal;
- To inform, if any, the impacts the trading will produce on the composition of the controlling interest or of the administrative structure of the Company. Not applicable, because the Company does not estimate impacts of the trading on the controlling interest or administrative structure of the Company.
- To indicate the allocation of the funds obtained, should this be the case: the funds obtained shall be proportionally used for payment of the income tax the Company will be required to withhold in view of the transfer of the shares previously granted to the beneficiaries of the Programs.
- To indicate the maximum term for settlement of the authorized operations: the settlement of the transactions shall be carried out between April 13 and December 31, 2018.
- To identify institutions that will act as intermediaries, if any: financial institutions that will act as intermediaries: (a) Credit Suisse Brasil S.A. CTVM, with address at Rua Leopoldo Couto de Magalhaes Junior, 700 - 10th floor, São Paulo, State of São Paulo; (b) UBS Brasil CCTVM S.A., with address at Rua Leopoldo Couto Magalhães Júnior, No. 758, 10th floor, Itaim Bibi, São Paulo, State of São Paulo; (c) Morgan Stanley CTVM S.A., with address at Avenida Brigadeiro Faria Lima, 3.600 – 6 th floor, State of São Paulo.