

## **B3 S.A. – BRASIL, BOLSA, BALCÃO**

National Corporate Taxpayers Register of the Ministry of Finance  
(CNPJ) No. 09.346.601/0001-25  
State Registration Number (NIRE) 35.300.351.452

### **Publicly-Held Company**

### **SECOND CALL NOTICE EXTRAORDINARY SHAREHOLDERS' MEETING**

The Shareholders of B3 S.A. – Brasil, Bolsa, Balcão (“B3” or “Company”) are hereby notified to attend, in second call, the Extraordinary Shareholders’ Meeting to be held on May 23, 2019, at 11:00 a.m., at the Company’s registered office located at Praça Antonio Prado, 48, Downton, in the City of São Paulo, State of São Paulo, to resolve on the following agenda:

- (1) To resolve on the following amendments to B3’s Bylaws, as detailed in the Management Proposal disclosed to the market on the date hereof:
  - (a) to change the Company’s capital stock pursuant to the resolution of the Board of Directors in the meeting held on December 14, 2018;
  - (b) to modify the attributions of the management bodies in order to optimize the Company’s decision-making and governance proceedings;
  - (c) to simplify the wording of the statutory provisions, including deleting content merely replicated from existing laws and regulations;
  - (d) to amend the wording of article 76, Paragraph 1, accordingly to the CVM’s Legal Opinion No. 38;
  - (e) exclusion of the transitional provision set forth in article 79 in light of the expiration of its term;
  - (f) other writing, cross-reference and renumbering adjustments; and
  - (g) to consolidate such amendments to the Bylaws and those approved at the Extraordinary Shareholders Meeting held on May 4, 2018.

The Management Proposal (“Management Proposal”) is available to the Shareholders at the registered office of B3, on its Investor Relations website ([b3.com.br/ri](http://b3.com.br/ri)), as well as on the websites of B3 ([www.b3.com.br](http://www.b3.com.br)) and the Brazilian Securities Commission ([www.cvm.gov.br](http://www.cvm.gov.br)), containing: (i) the comparative table of the proposed amendments to the Company’s Bylaws and their justifications; (ii) the restated version of the Bylaws; and (iii) other information required by CVM Instructions Nos. 480/09 and 481/09, including the instructions to attend the Meeting.

General Information: The Shareholders may attend the meeting in person or by means of an attorney-in-fact duly appointed, or by means of the remote vote form, which the detailed guidelines of the required documents are described in the Management Proposal. The remote vote forms sent by the shareholders for the first call notice to the Annual and Extraordinary Shareholders’ Meetings called to be held on April 29, 2019, shall be considered valid for the second call notice, pursuant to article 21-X, sole paragraph, of CVM Instruction No. 481/09.

Attendance of the Meeting:

**PERSONAL ATTENDANCE:** The Shareholders that choose to attend the Shareholders Meeting in person are required to make their registration as from May 6, 2019. The Shareholder shall attend the Meeting bearing a document evidencing their identity.

**POWER OF ATTORNEY:** The powers of attorney may be granted pursuant to the provisions of article 126 of Law No. 6,404/76 and in the Management Proposal. The Shareholder’s legal representative shall attend the Meeting bearing the power of attorney and the other documents described in the Management Proposal, in addition to a document proving their identity.

The Shareholders already registered to attend the Annual and Extraordinary Shareholders’ Meetings called to be held on April 29, 2019, in first call, are released from sending again the documents described above. Nonetheless, we highlight that the Shareholder or their legal representative shall attend the Meeting with a document proving their identity.

São Paulo, April 29, 2019

Antonio Carlos Quintella  
Chairman of the Board of Directors