

**HYPERA S.A.**

*Publicly-Held Corporation*

Corporate Taxpayer ID (CNPJ/MF) No. 02.932.074/0001-91

Company Registry (NIRE) No. 35.300.353.251

CVM Code No. 21431

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS  
HELD ON MARCH 29, 2019**

1. **DATE, TIME AND PLACE:** Held on March 29, 2019, at 9:00 a.m., at the administrative offices of Hypera S.A. (“Company”), located in the City of São Paulo, State of São Paulo, at Avenida Magalhães de Castro, nº 4800, 24th floor, Suite 241, Edifício Continental Tower, Cidade Jardim, Zip Code 05676-120.

2. **CALL AND ATTENDANCE:** Formal call notice is hereby waived on, account of the presence of all Members of the Board of Directors of the Company, by conference call, Messrs.: Alvaro Stainfeld Link, Bernardo Malpica Hernandez, Breno Toledo Pires de Oliveira, David Coury Neto, Esteban Malpica Fomperosa, Jairo Eduardo Loureiro, Luiz Eduardo Violland, and Ms. Maria Carolina Ferreira Lacerda and Luciana Cavalheiro Fleischner.

3. **MEETING BOARD:** Mr. Luiz Eduardo Violland, Chairman of the Board of Directors, took the Chair and invited myself, Juliana Aguinaga Damião Salem, to act as Secretary.

4. **AGENDA:** Deliberate about the (a) payment of interest on capital; and (b) authorization of the Officers.

5. **RESOLUTIONS:** Having the meeting been duly convened, after discussion of the matters, by unanimous vote and with no restrictions whatsoever, the Members of the Board of Directors resolved the following

**(a) Payment of interest on capital**

(a.i) Under the terms of Article 42, Second Paragraph, of the Company’s Bylaws, resolve to approve the payment to the Company’s shareholders of interest on capital, in the total gross amount of R\$ 144.327.846,13 (one hundred and forty four million, three hundred and twenty seven thousand, eight hundred forty six Brazilian Reais and thirteen cents), equivalent to R\$ 0,22835 per ordinary share, with withholding income tax, except for shareholders who demonstrate to be immune or exempt.

(a.2) Under the terms of Article 42, Second Paragraph, of the Company's Bylaws, resolve to approve the payment of interest on capital, in relation to 2013 Company's equity, in the total amount of R\$ 16.667.069,42 (sixteen million, six hundred and sixty seven thousand, sixty nine Brazilian Reais and forty two cents), equivalent to R\$ 0,02637 per ordinary share, with withholding income tax, except for shareholders who demonstrate to be immune or exempt.

(a.3) The net amount to be paid as interest on capital shall be, *ad referendum* of the Shareholders General Meeting, imputed to the total dividends to be declared by the shareholders of the Company for the 2019 fiscal year, in accordance with the applicable laws and regulations.

(a.4) The interest on capital will be up to, June 29, 2020, on a date to be confirmed by means of a Notice to Shareholders to be timely disclosed, based on the Company's shareholding positions as of April 11, 2019. The Company's shares will be traded "ex-interest on capital" as of April 12, 2019, inclusive. Between this date and the payment date there will be no monetary restatement on the amount to be paid.

**(b) Authorization of the Officers**

(b.i) The Board of Officers is authorized, through its members or by attorney-in-facts duly designated, in accordance with the Company's By-laws, to execute all documents and to perform all and any necessary acts to accomplish the resolution proposed above.

**6. CLOSING:** With no further matter to be discussed, the meeting was closed and the present Minutes were drawn, which after being read and approved, were signed by all attending members. Meeting Board: Luiz Eduardo Violland (Chairman of Meeting), Juliana Aguinaga Damião Salem (Secretary). Board Members: Messrs: Alvaro Stainfeld Link, Bernardo Malpica Hernandez, Breno Toledo Pires de Oliveira, David Coury Neto, Esteban Malpica Fomperosa, Jairo Eduardo Loureiro, Luiz Eduardo Violland, and Ms. Maria Carolina Ferreira Lacerda and Luciana Cavalheiro Fleischner.

São Paulo, March 29, 2019.

**C E R T I F I C A T E**

We certify that this is a true copy of the Minutes drawn in the appropriate book.

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**Juliana Aguinaga Damião Salem**  
Secretary