

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

MINUTES OF THE ORDINARY MEETING OF THE BOARD OF DIRECTORS
HELD ON MARCH 21, 2019

1. Date, Time and Place: On this March 21, 2019, 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, District of Jardim Paulistano.

2. Attendances: Messrs. Antonio Carlos Quintella, – Chairman, 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 Antonio de Sampaio Campos, Luiz Fernando Figueiredo, and Luiz Nelson Guedes de Carvalho – Directors.

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

4. Resolutions taken 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. To approve, by unanimous vote of those present, the proposal for allocation of income of the fiscal year ended December 31, 2018, corresponding to R\$2,087,444,014.82, to be submitted to the Company's 2019 Annual Shareholders Meeting, as follows:

(i) R\$1,434,999,512.28 to the mandatory dividend account, which amount has already been fully paid to the shareholders through interest on equity during 2018; and

(ii) R\$652,444,502.54 to the statutory reserve account for investments and composition of the Company's funds and safeguard mechanisms.

4.2. Based on article 57 of the Bylaws, approve payment, to the Company's shareholders, of interest on equity relating to the 1st quarter of 2019 amounting to R\$395,000,000.00, equivalent to the gross amount of R\$0.19295364 per share, which payment shall be made at the net amount of R\$0.16401059 per share, already net of Withholding Income Tax (IRRF) of 15% on the amount of interest on equity, except for shareholders subject to differentiated taxation or exempt from said taxation, provided that:

4.2.1. the amount paid as interest on equity, in accordance with article 9, of Law No. 9.249/95, shall be imputed to the mandatory dividends for fiscal year 2019, pursuant to applicable legislation;

4.2.2. the amount per share is an estimate and can be changed due to the disposal of treasury shares to meet the Company's Stock Award Plan or other share-based plans;

4.2.3. the aforementioned payment shall be made on April 5, 2019, and calculated based on the shareholding position as of March 26, 2019; and

4.2.4. the Company's shares shall be traded under the "with" interest on equity condition until March 26, 2019, and under the "ex" interest on equity condition as from March 27, 2019.

4.3. Considering the end of the term of office of the current members of the Products and Pricing Committee on March 22, 2019, and the resignation of Mr. Carlos Ambrósio on March 22, 2019, by unanimous vote, to (i) to reelect, as of said date: (a) Director Edgar da Silva Ramos, as Coordinator; (b) Director Luiz Antonio de Sampaio Campos, as Independent Director, both with a term of office until the Annual Shareholders Meeting of B3 to be held in 2019; and (c) as external members, Messrs. Christian George Egan, Leonardo Loyola, Mario Torós and Renato Santos, to serve a 2-year term of office; and (ii) to elect, as external members, Messrs. Bernardo Zerbini and Roberto de Jesus Paris also to serve a 2-year term of office, with an open external member vacancy remaining. The 2-year term of office of the external members shall be counted from the appointment of the Directors who will be members of the Committee, after the election of the new Board of Directors at the Annual General Meeting to be held in 2019 to serve 2019-2021 term of office.

4.4. To elect, with effect from 5/2/2019, and to serve a 2-year term, Mr. Alvir Alberto Hoffman for the position of external member of the Company's Audit Committee.

5. Adjournment: There being no further business to be transacted, these minutes were drawn up, read, approved and signed by all attending Directors. São Paulo, March 21, 2019. (sgd) Antonio Carlos Quintella – Chairman, 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 Antonio de Sampaio Campos, Luiz Fernando Figueiredo, and Luiz Nelson Guedes de Carvalho – Directors.

This is a true copy of the minutes recorded in the proper register.

Antonio Carlos Quintella
Chairman