

**MARFRIG GLOBAL FOODS S.A.**  
**Publicly-Held Company**  
**CNPJ/ME nº 03.853.896/0001-40**  
**NIRE 35.3.0034103-1**

**MINUTES OF THE BOARD OF DIRECTORS MEETING**  
**HELD ON MAY 30, 2019**

**Date, Time and Place:** On May 30, 2019, at 17:00 pm, at the headquarters of Marfrig Global Foods S.A., located in the city of São Paulo, State of São Paulo, At Avenida Queiróz Filho, nº 1560, Bloco 5, Torre Sabiá, 3º floor, Room 301, Vila Hamburguesa, CEP 05314-000 (“**Company**”).

**Call Notice and Attendance:** Call notice regularly sent to all members of the Board of Directors of the Company, pursuant to Brazilian Corporations Law and Company’s Bylaws. Attending, via conference call, Mr. Marcos Antonio Molina dos Santos – Chairman of the Board of Directors, Alain Emilie Henry Martinet, Antonio dos Santos Maciel Neto, Herculano Aníbal Alves, Marcia Aparecida Pascoal Marçal dos Santos, Roberto Faldini, Roberto Silva Waack and Rodrigo Marçal Filho.

**Board: Chairman:** Mr. Marcos Antonio Molina dos Santos; **Secretary:** Mr. Heraldo Geres.

**Agenda:** To resolve on the signing, by the Company, of a Memorandum of Understanding with BRF S.A. setting forth rules and conditions regarding the access to information that allows the companies to deepen studies and discussions, on an exclusive basis for a period of 90 (ninety) days renewable for additional 30 (thirty) days, aiming at the implementation of a potential transaction that has the purpose of combining all operations of the Company and BRF S.A. (“**Transaction**”).

**Resolutions:** After examination and discussion of the items on the agenda, the members of the Company's Board of Directors, by unanimous vote of the attending members, resolved to authorize the Company's management to sign a Memorandum of Understanding with BRF S.A. setting forth rules and conditions regarding the access to information that allows the companies to deepen studies and discussions, on an exclusive basis for a period of 90 (ninety) days renewable for additional 30 (thirty) days, aiming at the implementation of the Transaction. The authorization hereby granted is limited to the signature of the Memorandum of Understanding

mentioned above, so that: (a) the execution of any agreement, contract and/or document between the Company and BRF SA or its controlling shareholders, whether binding or non-binding, will be subject to new authorization by this Board of Directors (and other competent bodies); (b) the studies and discussions object of the Memorandum of Understanding has the purpose of supporting the evaluation of the Transaction by the Company's shareholders, who will be responsible for the decision and all acts regarding the implementation of the Transaction (and its terms); e (c) the closing of any Transaction shall be conditioned upon the analysis and approval of the parties involved, including their shareholders, in addition to all necessary prior approvals from governmental authorities and third parties, as the case may be. **Closing:** There being no further to discuss, the meeting was brought to a close and these minutes were drawn up, read, approved and signed by all those present. **Signatures: Board: Chairman:** Marcos Antonio Molina dos Santos; **Secretary:** Heraldo Geres. **Members of the Board of Directors:** Marcos Antonio Molina dos Santos – Chairman of the Board of Directors, Alain Emilie Henry Martinet, Antonio dos Santos Maciel Neto, Herculano Aníbal Alves, Marcia Aparecida Pascoal Marçal dos Santos, Roberto Faldini, Roberto Silva Waack e Rodrigo Marçal Filho.

I hereby certify that this is a true copy of the minutes drawn up in the proper book.

São Paulo, May 30, 2019.

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**Heraldo Geres**  
Secretário