



TOTVS S.A.
Publicly-Held Company

Corporate Taxpayer's ID (CNPJ/MF): 53.113.791/0001-22
Company Registry (NIRE): 35.300.153.171

FINAL SUMMARY STATEMENT FOR THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

TOTVS S.A. (BM&FBOVESPA: TOTS3) ("TOTVS" or "Company"), in accordance with CVM Instruction 481/09, as amended, discloses the final summary voting statement which consolidates the remote and presential voting instructions from its shareholders, identifying the number of approvals, rejections and abstentions in each item of the Ordinary and Extraordinary Shareholders' Meeting held on April 20, 2017. The information of the final statement is in the attached spreadsheet.

São Paulo, April 20, 2017

Gilsomar Maia Sebastião
Investor Relations Officer

Investor Relations
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FINAL SUMMARY STATEMENT

Resolution Code	Resolution Description	Vote	Number of Shares	% of Capital
1	<i>Appreciate the managers accounts, review, discuss and vote the financial statements of the Company related to the fiscal year ended on December 31, 2016</i>	Approve	90,605,184	55.5%
		Abstain	33,048,861	20.2%
2	<i>Resolve on the capital budget for the purpose of the Art. 196 of the Law number 6.404/76</i>	Approve	122,337,370	74.9%
		Abstain	1,316,675	0.8%
3	<i>Resolve on the allocation of the net income of the fiscal year and dividends distribution</i>	Approve	122,337,370	74.9%
		Abstain	1,316,675	0.8%
4	<i>Election of a member of the Board of Directors nominated by Management: Candidate – Henrique Andrade Trinckquel</i>	Approve	115,527,808	70.7%
		Abstain	8,025,245	4.9%
		Reject	100,992	0.1%
5	<i>Election of a member of the Board of Directors nominated by Management: Candidate – Maria Letícia de Freitas Costa</i>	Approve	115,527,918	70.7%
		Abstain	8,025,245	4.9%
		Reject	100,882	0.1%
6	<i>Election of a member of the Board of Directors nominated by Management: Candidate – Gilberto Mifano</i>	Approve	115,527,918	70.7%
		Abstain	8,025,245	4.9%
		Reject	100,882	0.1%
7	<i>Resolve on the annual global compensation of the members of the Board of Directors and Executive Officers for the fiscal year of 2017</i>	Approve	122,116,666	74.8%
		Abstain	1,537,379	0.9%
8	<i>Resolve on the capital increase through capitalization of the profit retention reserve, with the consequent amendment of the Art. 5 of the Company's bylaws</i>	Approve	122,177,150	74.8%
		Abstain	1,476,895	0.9%
9	<i>In case of approval of item above, resolve on the proposal to increase the authorized capital, with the consequent amendment of the the caput of Art. 6 of the Company's bylaws</i>	Approve	121,177,750	74.2%
		Abstain	1,476,895	0.9%
		Reject	999,400	0.6%
10	<i>Do you wish to set up a Fiscal Council (Conselho Fiscal) pursuant to Law 6404 (1976), art. 161?</i>	Approve	60,484	0.0%
		Abstain	57,494,035	35.2%
11	<i>If this General Meeting is held on second call, do the above voting instructions also apply to the decisions to be made during the meeting held on second call?</i>	Yes	1,656,586	1.0%
		Abstain	55,897,933	34.2%