



**TOTVS S.A.**  
Publicly-Held Company

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

## **SUMMARY STATEMENT FOR THE EXTRAORDINARY SHAREHOLDERS' MEETING**

TOTVS S.A. (BM&FBOVESPA: TOTS3) ("TOTVS" or "Company") announces that, in accordance with CVM Instruction 481/09, as amended, received today, from its bookkeeping agent, the summary voting statement regarding the consolidation of voting instructions given by shareholders through their respective custodian agents which were compiled by the depositary central, identifying the number of approvals, rejections and abstentions in each item of the Extraordinary Shareholders' Meeting to be held on December 20, 2017. The information of the summary statement is in the attached spreadsheet.

São Paulo, December 18, 2017

**Gilsomar Maia Sebastião**  
Investor Relations Officer

**Investor Relations**  
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## SUMMARY STATEMENT SENT BY THE BOOKKEEPING AGENT

Resolution Code	Resolution Description	Vote	Number of Shares
1	Examine, discuss and approve the agreement and plan of merger ("Merger Agreement") of the subsidiary Virtual Age Soluções em Tecnologia Ltda., inscribed in the corporate taxpayers register (CNPJ/MF) under no. 14.934.661/0001-07 ("Virtual Age"), with the Company ("Merger").	Approve	66,469,154
2	Ratify the hiring of the expert firm Martinelli Auditores (CNPJ/MF no. 79.370.466/0001-39) to prepare the valuation report on the book value of Virtual Age for the purposes of the Merger ("Valuation Report").	Approve	66,469,154
3	Approve the Valuation Report.	Approve	66,469,154
4	Approve the Merger, in accordance with the Merger Agreement.	Approve	66,469,154
5	Elect a member to the Board of Directors of the Company to serve the remainder of the unified term ending at the 2018 Annual Shareholders Meeting. <b>Candidate - Cláudia Elisa de Pinho Soares</b>	Approve	66,469,154
6	Do you wish to set up a Fiscal Council (Conselho Fiscal) pursuant to Law 6404 (1976), art. 161?	Yes	12,307,178
		Abstain	54,161,976
7	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?	Yes	12,317,518
		Abstain	54,151,636