



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

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

## **CONSOLIDATED SUMMARY STATEMENT FOR THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING**

TOTVS S.A. (B3: TOTS3) ("TOTVS" or "Company"), in accordance with CVM Instruction 481/09, as amended, discloses the consolidated summary voting statement which consolidates the remote voting instructions from its shareholders, identifying the number of approvals, rejections and abstentions in each item of the Ordinary and Extraordinary Shareholders' Meeting to be held on April 05, 2018. The information of the summary statement is in the attached spreadsheet.

São Paulo, April 04, 2018

**Gilsomar Maia Sebastião**  
Investor Relations Officer

**Investor Relations**  
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## CONSOLIDATED SUMMARY STATEMENT

### ANNUAL GENERAL MEETING

Resolution	Approve	Reject	Abstain
1. To receive the management accounts, examine, discuss and vote on the financial statements of the Company for the fiscal year ended December 31, 2017;	76.502.670	-	3.831.728
2. To deliberate on the capital budget for the purposes of article 196 of Federal Law 6,404/76;	80.334.398	-	-
3. To deliberate on the allocation of net income from the year and on the distribution of dividends, pursuant to the Management Proposal;	80.334.398	-	-
4. To approve the number of members of the Board of Directors, subject to paragraph 3, article 16, of the Bylaws of the Company;	80.334.398	-	-
5. Do you wish to request the adoption of the multiple vote process for the election of the board of directors, pursuant to art. 141 of Law No. 6,404 of 1976?	7.828.883	10.220.604	46.242.552
6. Indication of candidates for the board of directors (the shareholder may indicate as many candidates as number of positions to be filled in the general election)	-	-	-
Claudia Elisa de Pinho Soares	79.565.148	7.700	761.550
Gilberto Mifano	79.544.048	28.800	761.550
Guilherme Stocco Filho	79.572.848	-	761.550
Laércio José de Lucena Cosentino	78.839.177	733.671	761.550
Maria Letícia de Freitas Costa	79.565.148	7.700	761.550
Mauro Gentile Rodrigues Da Cunha	79.544.048	28.800	761.550
Paulo Sergio Caputo	79.572.848	-	761.550
Pedro Luiz Barreiros Passos	79.565.148	7.700	761.550
Wolney Edirley Gonçalves Betiol	79.565.148	7.700	761.550
7. In case of adoption of the multiple vote process, shall the votes corresponding to your actions be distributed in equal percentages by the candidates you have chosen?	14.460.348	16.042.359	49.831.691
8. Display of all candidates for indication of the % (percentage) of the votes to be awarded	-	-	-
Claudia Elisa de Pinho Soares	1.606.344	-	-
Gilberto Mifano	1.603.332	-	-
Guilherme Stocco Filho	1.610.194	-	-
Laércio José de Lucena Cosentino	1.606.344	-	-
Maria Letícia de Freitas Costa	1.606.344	-	-
Mauro Gentile Rodrigues Da Cunha	1.603.332	-	-
Paulo Sergio Caputo	17.652.553	-	-
Pedro Luiz Barreiros Passos	1.606.344	-	-
Wolney Edirley Gonçalves Betiol	1.606.344	-	-
9. To fix the overall annual compensation of members of the Board of Directors and the Board of Executive Officers for fiscal year 2018, pursuant to the Management Proposal;	80.326.698	-	7.700
10. Do you wish to set up a Fiscal Council (Conselho Fiscal) pursuant to Law 6404 (1976), art. 161?	70.917.265	21.100	9.396.033
11. 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?	76.887.401	3.446.997	-



## CONSOLIDATED SUMMARY STATEMENT

### EXTRAORDINARY GENERAL MEETING

Resolution	Approve	Reject	Abstain
1. To deliberate on the proposal to increase the capital by capitalizing the profit retention reserve and the consequent amendment to the head paragraph of article 5 of the Bylaws of the Company	81.447.052	-	-
2. To approve the amendment of the Bylaws of the Company to adapt them to the requirements of the Regulations of the Novo Mercado of B3 S.A. – Brasil, Bolsa, Balcão (B3), given that they came into force on January 2, 2018;	81.447.052	-	-
3. To approve the restatement of the Bylaws of the Company to include the amendments proposed in items (1) and (2) above, those that are approved;	81.447.052	-	-
4. To approve the amendment of the Share-based Incentive and Retention Plan, approved at the Shareholders Meeting held on December 15, 2015 (“Incentive Plan”);	17.778.946	63.668.106	-
5. To approve the grant of restricted shares to key executives of the Company under the Incentive Plan, pursuant to the Management Proposal.	46.843.518	34.603.534	-
6. Do you wish to set up a Fiscal Council (Conselho Fiscal) pursuant to Law 6404 (1976), art. 161?	68.236.326	21.100	13.189.626
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?	80.883.503	509.449	54.100