

TOTVS S.A.
Corporate Taxpayer ID (CNPJ/MF): 53.113.791/0001-22
Company Registry (NIRE): 35.300.153.171

EXTRACT OF THE MINUTES OF THE BOARD OF DIRECTORS MEETING
HELD ON NOVEMBER 1, 2017

1. **DATE, TIME AND VENUE:** Held on November 1, 2017, from 9 a.m. to 2 p.m., at Av. Braz Leme, nº 1000, in the city and state of São Paulo.
2. **PRESIDING BOARD:** Chairman: Pedro Luiz Barreiros Passos; Secretary: André Rizk.
3. **CALL NOTICE AND ATTENDANCE:** Call notice was duly sent in accordance with paragraph 1, article 18 of the Bylaws of TOTVS S.A. (“TOTVS” or “Company”). All the members of the Board of Directors (“Board”) attended the meeting, namely: Pedro Luiz Barreiros Passos, Germán Pasquale Quiroga Vilardo, Laércio José de Lucena Cosentino, Gilberto Mifano, Mauro Rodrigues da Cunha, Henrique Andrade Trinckquel Filho, Wolney Edirley Gonçalves Betiol, Claudia Elisa de Pinho Soares and Maria Letícia de Freitas Costa.

Also present were Gilsomar Maia Sebastião, Chief Financial and Investor Relations Officer; and Michele de Oliveira Endler Virgilio, Corporate Governance Coordinator.

4. **AGENDA:** (i) Executive Session; (ii) Report on the activities of the Audit Committee, including calling the Extraordinary Shareholders Meeting and approving the results for the period ended September 30, 2017; (iii) Report on the activities of the Personnel and Compensation Committee; (iv) Report on the activities of the Strategy and Technology Committee; and (v) Change of address of the Company’s branch office in Campinas, São Paulo.

5. PRESENTATIONS AND RESOLUTIONS:

5.1. The Directors met in an executive session without the presence of executive officers.

5.2. After the report on the most recent activities of the Audit Committee was presented, the Board discussed and **approved**, unanimously and without restrictions, in compliance with the favorable recommendation from the Committee:

- (i) the reports and quarterly information for the period ended September 30, 2017, and authorized the Board of Executive Officers to take all the necessary measures for reporting them to the Securities and Exchange Commission of Brazil (“CVM”) and B3 S.A. – Brasil, Bolsa, Balcão (“B3”); and

(ii) the Management Proposal and Call Notice to the Extraordinary Shareholders Meeting to be held on December 20, 2017.

5.3. After the report on the most recent activities of the Personnel and Compensation Committee was presented, the Board **took cognizance** of the resignation tendered by the Chief Technology Officer of the Company, **André Bretas Nunes de Lima**, as per the resignation letter (Appendix I hereto), whose position will remain vacant and his duties will be distributed among other executives of the Company. Consequent to the resignation of Mr. Lima, the Board of Executive Officers of the Company will be as follows:

Board of Executive Officers	
Name	Position
Laércio José de Lucena Cosentino	Chief Executive Officer and President
Eros Alexandre Jantsch	Business Vice-President for Small Companies
Flávio Balestrin de Paiva	Marketing, Alliances, Business Models, Channels and Human Resources Vice-President
Gilsomar Maia Sebastião	Chief Financial Officer / Investor Relations Officer
Gustavo Dutra Bastos	Business Vice-President for Supply Chain and Health Care
Marcelo Eduardo Sant'Anna Cosentino	Business Vice-President for Professional Services and IT
Ronan Maia de Assis Carvalho Neto	Business Vice-President for Consumer
Weber George Canova	Technology, TQTV and Cloud Vice-President
Alexandre Haddad Appendino	Services and Relationship Officer
Maurício Dias Couto	Consulting Officer

5.3.1. The Board **took cognizance** of the resignation tendered by the external member of the Personnel and Compensation Committee, **Paulo Eduardo Saliby**, whose position will remain vacant until the election of his substitute by the Board, as analyzed earlier and recommended by the Governance and Designation Committee. Consequent to the resignation of Mr. Saliby, the Personnel and Compensation Committee of the Company will be as follows:

Personnel and Compensation Committee	
Name	Position
Claudia Elisa de Pinho Soares	Coordinator
Laércio José de Lucena Cosentino	Member
Flávio Balestrin de Paiva	Member
Vacant	External Member

5.4. The report on the latest activities of the Strategy and Technology Committee was presented and was followed by debates and suggestions from the directors.

5.5. The Board unanimously **approved**, pursuant to article 2 of the Bylaws of the Company, the change of address of the branch inscribed in the corporate taxpayers register (CNPJ/MF) under no. 53.113.791/0019-51 and with Company Registry (NIRE) no. 35904476072, from: Av. José Rocha Bonfim, nº 214 – Edifício Frankfurt, Salas 211, 212, 213, 235 e 236 – Bairro Santa Genebra – Campinas – SP, CEP 13080-650 to: Av. Antônio Carlos Couto de Barros, nº 937, 1º andar – Vila Sônia (Sousas) – Campinas – SP, CEP 13105-500.

6. APPROVAL AND SIGNATURE OF THE MINUTES: There being no other matter to discuss, the Chairman declared the meeting closed and these minutes were drawn up. This document is a summary of non-confidential items of said minutes.

São Paulo, November 1, 2017

Pedro Luiz Barreiros Passos
Chairman of the Meeting

André Rizk
Secretary