

Cia.Hering

PUBLICLY-HELD COMPANY
CNPJ No. 78.876.950/0001-71
BLUMENAU, SC

CALL NOTICE ANNUAL AND SPECIAL SHAREHOLDERS' MEETINGS

The shareholders of Cia. Hering ("Company") are hereby called upon to convene an annual and special shareholders' meeting ("Shareholders' Meetings"), to be held on April 29, 2019 at 3:00 p.m., at the Company's headquarters, located in the City of Blumenau, State of Santa Catarina (SC) at Rua Hermann Hering No. 1790, district of Bom Retiro, postal code (CEP) 89010-900, to make resolutions on the following agenda:

Annual Shareholders' Meeting:

(i) To take the Management's accounts and to examine, discuss and vote on the financial statements for the fiscal year ending December 31, 2018, together with the Notes thereto and the Independent Auditor's report; (ii) To resolve on the allocation of the income for the fiscal year ending December 31, 2018 and to ratify the dividend distribution and interest on equity payment decided by the Board of Directors, subject to the consent of the Annual Shareholders' Meeting; (iii) To set the number of members to make up the Company's Board of Directors at seven (7); (iv) To elect the members of the Board of Directors, whose term of office will end at the Annual Shareholders' Meeting to be held in 2021; and (v) To set the amount for the annual global compensation payable to the members of the Company's Board of Directors and Executive Board for the fiscal year 2019;

Special Shareholders' Meeting:

(i) To approve the proposed capital increase in the amount of three hundred and thirty thousand two hundred and fifty-two *Reais* and twenty-six cents (R\$330,252.26), from three hundred and sixty-nine million six hundred and seventeen thousand six hundred and thirty-eight *Reais* and sixty-one cents (R\$369,617,638.61) to three hundred and sixty million (sic) nine hundred and forty-seven thousand eight hundred and ninety *Reais* and eighty-seven cents (R\$369,947,890.87), without any new shares being issued, through capitalization of the Income Tax reinvestment tax reserve for the fiscal year 2014, to be followed by the resulting change in article 5 of the By-Laws; (ii) To approve the installation of the Statutory Audit Committee, which is to be followed by the following adjustments of the By-Laws: a) adjustment of the language of item "b" of Article 14 to reflect the power of the Board of Directors to elect and remove members of the Statutory Audit Committee; b) addition of a new Section to Chapter III of the By-Laws, to be designated Section III, and its respective articles 15, 16 and 17, to be followed by the resulting renumbering of the other articles; (iii) To approve the adjustment of the wording of (former) article 15, currently article 18, as renumbered by reason of the installation of the Statutory Audit Committee, changing the nomenclature for offices on the Executive Board; (iv) To approve the adjustment of the wording of paragraphs one through nine and the removal of paragraph ten of (former)

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Article 17, currently Article 20, as renumbered by reason of the installation of the Statutory Audit Committee, changing the powers of offices on the Executive Board; (v) To approve the adjustment of the language of former article 19, current article 22, changing the provisions concerning the Company's representation; (vi) To approve the removal of articles 22 and 23 from the By-Laws due to the dissolution of the Advisory Board, to be followed by the resulting renumbering of the other articles; and (vii) Restatement of the Company's By-Laws.

General Information:

Under article 3 of CVM Instruction No. 165/91, as amended by CVM Instruction No. 282/98, the minimum percentage of the voting capital required for requesting the adoption of multiple vote is five percent (5%).

In order for the shareholders or their legal representatives to be admitted to the Shareholders' Meetings, they shall attend the meeting holding the following documents: (i) for individuals, Identity Document and, where applicable, power of attorney; (ii) for legal entities, By-Laws or Articles of Association, with Minutes reflecting the election of managers and, if represented by proxy, the relevant power of attorney. In either case, evidence shall be produced of their capacity as shareholders of the Company, as issued by Banco Itaú S/A or a custodian.

Furthermore, the Company informs that it is going to adopt the remote voting system, allowing shareholders to attend Shareholders' Meetings by delivering remote ballots to the custodians, the bookrunner or directly to the Company, according to the instructions set out in section 12.2 of the Company's reference form.

To facilitate the procedures of the Shareholders' Meetings, the Company suggests that shareholders represented by proxy submit the relevant representation documents forty-eight (48) hours before the Shareholders' Meetings set to be held. Under Law No. 6.404/76, as well as under CVM Instruction No. 481/09, all the documents pertaining to the matters to be considered by the Shareholders' Meetings are available to the Shareholders at the Company's headquarters, on the website (www.ciahering.com.br), at B3 S.A. – Brasil Bolsa Balcão, and the Brazilian Securities Commission's website (www.cvm.gov.br).

Blumenau, SC, March 29, 2019.

Ivo Hering
Chairman of the Board of Directors