



**National Corporate Taxpayers Register of the Ministry of Finance (CNPJ/MF)  
No. 78.876.950/0001-71  
PUBLICLY-HELD COMPANY  
Blumenau – Santa Catarina**

**MATERIAL FACT**

**TERMINATION OF SHARE REPURCHASE PROGRAM, AND OPENING OF NEW SHARE  
REPURCHASE PROGRAM**

Cia. Hering (“Company”) notifies, according to CVM Rulings Nos. 358/02 and 567/15, and Law No. 6.404/76, that its Board of Directors unanimously approved, at a meeting held on February 28, 2019:

- (i) The termination of the current Share Repurchase Program of the Company approved by the Board of Directors, at meeting held on August 1, 2017 (“Program”), whereby a total of four hundred and eighty-eight thousand, and eight hundred (488,800) common shares were acquired, provided that four hundred and forty thousand, six hundred and seventy-five (440,675) of these common shares remain held as treasury-shares to support the call option plans and other forms of share-based remuneration schemes of the Company, or, failing that, to the subsequent cancellation thereof.
- (ii) The opening of a new program for acquisition of shares issued by the Company, to be held as treasury-shares and subsequently disposed of or cancelled, as well as to be used in call option plans or other forms of share-based remuneration schemes of the Company, provided the Executive Board shall establish the dates on which the repurchase will be actually made, subject to the following characteristics: (a) The number to be repurchased shall be limited to one million and five thousand (1,500,000) book-entry registered common shares without par value, representing 1.20% of all 124,876,630 outstanding common shares of the Company as of the date hereof. Currently, there are four hundred and forty thousand, six hundred and seventy-five (440,675) book-entry registered common shares without par value held as treasury shares; (b) The acquisition transactions shall be carried out at market price in the trading session of B3, with intermediation of the following institutions: Itaú Corretora de Valores S.A. – with principal place of business at Avenida Brigadeiro Faria Lima, No. 3.400, 10<sup>th</sup> floor, in the City of São Paulo, State of São Paulo, enrolled with the National Corporate Taxpayers Register of the Ministry of Finance (CNPJ/MF) under number N° 61.194.353/0001-64; Morgan Stanley Corretora de Títulos e Valores Mobiliários S.A. – with principal place of business at Avenida Brigadeiro Faria Lima, No. 3.600, 6<sup>th</sup> floor, in the City of São Paulo, State of São Paulo, CNPJ No.



04.323.351/0001-94; BTG Pactual CTVM S.A. – with principal place of business at Avenida Brigadeiro Faria Lima, No. 3.477, 11<sup>th</sup> floor, in the City of São Paulo, State of São Paulo, CNPJ No. 43.815.158/0001-22; Credit Suisse Brasil S.A. CTVM – with its principal place of business at Rua Leopoldo Couto de Magalhães Júnior, No. 700, 12<sup>th</sup> floor, in the City of São Paulo, State of São Paulo, CNPJ No. 42.584.318/0001-07; and UBS Brasil Corretora de Câmbio, Títulos e Valores Mobiliários S.A. – with its principal place of business at Avenida Brigadeiro Faria Lima, No. 4.440, 7<sup>th</sup> floor, Itaim Bibi, in the City of São Paulo, State of São Paulo, CNPJ No. 02.819.125/0001-73; and (c) The maximum period of time for the acquisition of the Company’s common shares under the Common Share Repurchase Program shall be 365 days, from February 28, 2019 to February 28, 2020.

Blumenau, February 28, 2019

**Rafael Bossolani**  
**Chief Investor Relations and Financial Officer**