

## DISTANCE VOTING BALLOT

Extraordinary General Meeting (EGM) - SUL AMERICA S.A. to be held on 03/29/2018

<b>Shareholder's Name</b>
<b>Shareholder's CNPJ or CPF</b>
<b>E-mail</b>
<b>Instructions on how to cast your vote</b> EMAIL OF THE SHAREHOLDER: _____ (It is mandatory to inform the Shareholder's email address for the direct communication between the Company and the shareholder)  The present remote ballot paper must be filled out by shareholders who choose to exercise their right to vote remotely. It should be duly filled out and submitted until March, 22, 2018, in accordance with the following instructions. In this case, it is mandatory to fill out the fields above informing the name (or corporate name) and the individual or corporate Taxpayers Registry number of the shareholder.  In addition to that, the following requirements must be met for this ballot paper to be considered valid and the votes cast herein be counted in the quorum of the General Meetings:  - all fields below must be filled out; and - in case the remote ballot paper is sent directly to the Company, it must be initialed on all pages, signed by the shareholder or its legal representative and with notarized signature.  In case the remote ballot paper sent directly to the Company is not completely filled out, or lacking the support documents as provided for below, it will be disregarded and such information will be sent to the shareholder via their contact email here informed.  We emphasize that, in case of inconsistency between the remote ballot paper received directly by the Company and any voting instructions sent to the custodians or the bookkeeping agent of the shares or units of the Company, the latter shall prevail.  If deemed required, the shareholder may, until March 22, 2018, rectify or resend the remote ballot paper and the accompanying documents.  If a shareholder chooses to attend the Meetings in person or by proxy, after sending the remote ballot paper, the remote voting instruction received by the Company may be disregarded, if the shareholder requests to exercise their vote in person.  Other clarifications, access to the Management Proposal and other documents related to the Shareholders Meetings on the Companys investor relations website ( <a href="http://www.sulamerica.com.br/ri">www.sulamerica.com.br/ri</a> ), on the CVM website ( <a href="http://www.cvm.gov.br">www.cvm.gov.br</a> ), on the B3 website ( <a href="http://www.bmfbovespa.com.br">www.bmfbovespa.com.br</a> ) and at the Companys headquarters.
<b>Instructions for sending your ballot, indicating the delivery process by sending it directly to the Company or through a qualified service provider</b> Remote ballot paper sent directly to the Company Shareholders who choose to send the remote ballot paper directly to the Company shall send: (i) printed copy of the remote ballot paper duly filled out, initialed on all pages with notarized signature; and (ii) certified copy of the following documents:  Individual shareholder: i. evidence of the custodian of the shares or units of Sul América S.A. containing information on the ownership and number of shares or units of the Company; and ii. ID card of the shareholder and, as the case may be, proxy, and the ID card of the attorney in fact.  Legal entity shareholder: i. evidence of the custodian of the shares or units of Sul América S.A. containing information on the ownership and number of shares or units of the Company; ii. restated bylaws or articles of association, duly filed with the board of trade or applicable registry; iii. a document evidencing the powers of representation: minutes of the election of the legal representative(s) that is present or that executed the power of attorney, if applicable; iv. for investment funds, the relevant regulations and the abovementioned documents in relation to the administrator; and v. ID of the legal representative and as the case may be, proxy and the ID card of the attorney in fact.  - Remote ballot paper sent through custodians or bookkeeping agents The shareholders must contact their custodians and confirm the procedures established by them for issuance of voting instructions via remote ballot paper. Itaú Corretora de Valores S.A., the bookkeeping agent of the shares and units of the Company, has made available a website for

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bookkeeping agent of the shares and units of the Company, has made available a website for shareholders who wish to exercise their voting rights remotely. Please access [www.itau.com.br/securitiesservices](http://www.itau.com.br/securitiesservices), select "Escrituração de Ações", and then click on "Assembleia Digital".

The Company clarifies that, according to the applicable legislation, B3 S.A. – Brasil, Bolsa, Balcão ("B3") shall, upon receiving voting instructions from the shareholders through their respective custodians, disregard any instructions that contain inconsistencies regarding the same resolution that have been issued by the same shareholder.

#### **Postal and e-mail address to send the distance voting ballot, if the shareholder chooses to deliver the document directly to the company**

E-mail address: [governanca.corporativa@sulamerica.com.br](mailto:governanca.corporativa@sulamerica.com.br)

Mailing address:

Sul América S.A.

Superintendência de Governança Corporativa e Societária - SUGOC

Phone: +55 21 2506 8267

Rua Beatriz Larragoiti Lucas 121, 6º andar, ala norte

Cidade Nova, Rio de Janeiro – RJ

CEP 20211-903

#### **Indication of the institution hired by the company to provide the registrar service of securities, with name, physical and electronic address, contact person and phone number**

Itaú Corretora de Valores Mobiliários S.A.

Shareholders Services at specialized branches of Itaú Unibanco S.A.

Rio de Janeiro: Avenida Almirante Barroso, nº 52 – 2º andar – Centro.

São Paulo: Rua Boa Vista, nº 176 – 1º subsolo – Centro.

Electronic address: <https://www.itau.com.br/securitiesservices/>

Contact phones: 3003-9285 (capital cities and metropolitan regions) and 0800 7209285 (other localities).

#### **Resolutions concerning the Extraordinary General Meeting (EGM)**

##### **Simple Resolution**

1. To approve the amendment to Article 16 of the Bylaws, in order to reflect the change in the name of the Company's Audit Committee to Audit and Risk Management Committee.

Approve  Reject  Abstain

##### **Simple Resolution**

2. To approve the restatement of the Company's Bylaws.

Approve  Reject  Abstain

City : \_\_\_\_\_

Date : \_\_\_\_\_

Signature : \_\_\_\_\_

Shareholder's Name : \_\_\_\_\_

Phone Number : \_\_\_\_\_