

UNICASA INDÚSTRIA DE MÓVEIS S.A.
Company Registry (NIRE) 43300044513-RS
Corporate Taxpayer ID (CNPJ) 90.441.460/0001-48

**MINUTES OF THE 42ND MEETING OF THE BOARD OF DIRECTORS
HELD ON MARCH 15, 2018**

- 1. DATE, TIME AND VENUE:** Held on March 15, 2018, at 1:30 p.m., at the registered office of the Company located at Rodovia Federal BR-470, km 212.930, bairro São Vendelino, CEP 95707-540, in the city of Bento Gonçalves, state of Rio Grande do Sul.
- 2. CALL NOTICE AND ATTENDANCE:** Call notice was sent pursuant to the Bylaws of the Company. All the directors were present: Gelson Luis Rostirolla, Frank Zietolie e Thiago Costa Jacinto.
- 3. PRESIDING BOARD:** The meeting was presided over by Mr. Gelson Luis Rostirolla and Mr. Frank Zietolie acted as secretary.
- 4. AGENDA:** **a)** To examine and discuss the Company's performance in the fourth quarter of 2017 and the fiscal year ended December 31, 2017, the respective financial statements, Management Report and the Unqualified Report of Independent Auditors; **b)** To deliberate on the technical study of the economic and financial feasibility, prepared and approved by the Board of Executive Officers, which demonstrates the capacity to generate future taxable profits by the company, confirming the maintenance of income tax and social contribution credits resulting from the tax losses of the company, as per the financial statements for the calendar year ended December 31, 2017; **c)** To deliberate on the payment of the capital of its subsidiary, Unicasa Comércio de Móveis Ltda, Corporate Taxpayer ID (CNPJ) 17.277.726/0001-79 and Company Registry No. (NIRE) 43207291484, in the amount of five hundred thousand reais (R\$5,000.00) by using the transfers made through February 28, 2018 as Advance for Future Capital Increase ("AFAC"), as proposed by the Board of Executive Officers; and **d)** To deliberate on the reelection of the current executive officers of the Company.
- 5. RESOLUTIONS:** The attending directors, after examining, discussing and voting on the matters on the agenda, by unanimous vote and without restrictions, resolved:
 - a)** To approve, subject to approval of the Annual Shareholders Meeting, the Company's performance and respective financial statements for the fourth quarter of 2017 and the fiscal year ended December 31, 2017, as well as the Management Report and Unqualified Report of the Independent Auditors.

- b) To approve, pursuant to article 4 of CVM Instruction 371 of June 27, 2012, the technical study on the economic and financial feasibility, prepared and approved by the Board of Executive Officers, which demonstrates the capacity of the company to generate future taxable profits, confirming the maintenance of income tax and social contribution credits resulting from the tax losses of the company, as per the financial statements for the calendar year ended December 31, 2017.
- c) To approve the proposal submitted by the Board of Executive Officers to pay the capital of the subsidiary, Unicasa Comércio de Móveis Ltda, CNPJ 17.277.726/0001-79 and NIRE 43207291484, in the amount of five hundred thousand reais (R\$500,000.00) by using the transfers made until February 28, 2018 as Advance for Future Capital Increase (“AFAC”).
- d) To approve the reelection, for a term of three (3) years ending at the Shareholders Meeting that examines the financial statements for the fiscal year ending December 31, 2020, the following members of the Board of Executive Officers, with the respective designations:
- (i) **FRANK ZIETOLIE**, Brazilian, married under the separation of property regime, businessman, bearer of identification document (RG) no. 9015436299-SSP/RS, individual taxpayer registration no. (CPF/MF) 532.184.260-49, resident and domiciled at Rua Xingu, Nº 1,190, Bairro São Bento, Bento Gonçalves, state of Rio Grande do Sul, CEP 95703-108, for the positions of Chief Executive Officer and Chief Commercial Officer.
 - (ii) **KELLY ZIETOLIE**, Brazilian, businesswoman, married under the partial community property regime, bearer of identification document (RG) no. 8015436374, issued by SSP/RS, individual taxpayer registration no. (CPF/MF) 594.926.860-15, resident and domiciled in Bento Gonçalves-RS, at Rua da República, 31, Apto. 301, Bairro Cidade Alta, CEP 95700-000, for the position of Executive Vice President.
 - (iii) **GUSTAVO DALL ONDER**, Brazilian, married under the separation of property regime, production engineer, bearer of identification document (RG) no. 9057492358, issued by SJS/RS, individual taxpayer registration no. (CPF/MF) 022.216.650-90, as included in his Driver’s License no. 63769070, issued by DETRAN/RS, resident and domiciled in Farroupilha/RS, at Rua Luiz Buseti, nº 906, Bairro Vicentina, CEP 95172-060, for the position of Chief Financial and Investor Relations Officer.
- e) The reelected Executive Officers hereby declare, under penalty of law, that they are not impeded from holding management positions in the company by any special law or due to criminal conviction, or the effects thereof. Any conviction that prevents them, even if temporarily, from holding public office, or criminal bankruptcy, malfeasance, bribery, graft, embezzlement, crimes against public welfare, crimes against the Brazilian financial system, antitrust crimes or crimes against the consumer, full faith and credit or ownership, while they are still under the effects of conviction.

- 6. CLOSURE:** There being no further business to discuss, the Meeting was adjourned, these Minutes were drawn up, read, approved and signed by all those present. Presiding Board: Gelson Luis Rostirolla – Chairman; Frank Zietolie – Secretary. (sgd). Directors: Thiago Costa Jacinto.
- 7. DECLARATION:** As Chairman and Secretary of the 42nd Meeting of the Board of Directors, we declare that this is a true copy of the minutes drawn up in the respective records.

Bento Gonçalves, Rio Grande do Sul, March 15, 2018.

Gelson Luis Rostirolla
Chairman

Frank Zietolie
Secretary