

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

**MINUTES OF THE 46<sup>TH</sup> MEETING OF THE BOARD OF DIRECTORS  
HELD ON MARCH 14, 2019**

- 1. DATE, TIME AND VENUE:** On March 14, 2019, 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. The following directors were present: Gelson Luis Rostirolla, Frank Zietolie, Daniel Ferreira Maia de Freitas and Thiago Costa Jacinto.
- 3. PRESIDING BOARD:** The meeting was presided over by Gelson Luis Rostirolla and Frank Zietolie acted as secretary.
- 4. AGENDA:**
  - a) To examine and discuss the Company's performance in the fourth quarter of 2018 and the fiscal year ended December 31, 2018, the respective financial statements, Management Report and the Unqualified Report of Independent Auditors;
  - b) To deliberate and vote on the proposal from the Board of Executive Officers for allocation of net income from the fiscal year ended December 31, 2018;
  - c) 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, 2018.
  - d) 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 four million three hundred and thirty thousand reais (R\$4,330,000.00) by using the transfers made through February 28, 2018 as Advance for Future Capital Increase ("AFAC"), as proposed by the Board of Executive Officers;
- 5. RESOLUTIONS:** Once the meeting was brought to order, 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 2018 and the fiscal year ended December 31, 2018, as well as the Management Report and Unqualified Report of the Independent Auditors.
- b) To Approve, subject to ratification by the Annual Shareholders Meeting, the allocation of the net income from the fiscal year ended December 31, 2018, as proposed by the Board of Executive Officers, in the amount of three million, three hundred ninety-four thousand, three hundred forty-nine reais and twenty-six centavos (R\$3,394,349.26), to partially offset the balance of Accumulated Losses.
- c) 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, 2018.
- d) 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 four million three hundred and thirty thousand reais (R\$4,330,000.00) by using the transfers made until February 28, 2018 as Advance for Future Capital Increase ("AFAC").
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: Daniel Ferreira Maia de Freitas and Thiago Costa Jacinto.
7. **DECLARATION:** As Chairman and Secretary of the 46<sup>th</sup> 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, March 14, 2019.

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Gelson Luis Rostirolla  
Chairman

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Frank Zietolie  
Secretary