

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

**MINUTES OF THE 27TH MEETING OF THE BOARD OF DIRECTORS
HELD ON MAY 7, 2015**

- 1. DATE, TIME AND PLACE:** The meeting was held on May 7, 2015, at 1:30 p.m., at the registered office of the Company, located at Rodovia Estadual RSC-470, km 212,930, Bairro São Vendelino, CEP 95700-000, in the city of Bento Gonçalves, state of Rio Grande do Sul.
- 2. CALL NOTICE AND ATTENDANCE:** Call was made pursuant to the Bylaws of the Company. The following members of the Board of Directors were present: Juvenil Antonio Zietolie, Frank Zietolie, Aymar Ferreira de Almeida Júnior and, via conference call, Alexandre Grendene Bartelle.
- 3. PRESIDING BOARD:** The meeting was presided over by Mr. Juvenil Antônio Zietolie, and Mr. Frank Zietolie acted as secretary.
- 4. AGENDA:** **i)** To examine and discuss the Company's performance in the first quarter of 2015, the respective financial statements and Unqualified Report of the Independent Auditors; **ii)** Consider and vote on the allocation of compensation among Directors and Executive Officers, in accordance with Article 22 of the Bylaws of the Company.
- 5. RESOLUTIONS:** Once the meeting was brought to order, the matters in the Agenda were discussed and deliberated, and all members of the Board of Directors decided, by unanimous vote and without restrictions, on the following:
 - (i) to approve the Company's performance in the first quarter of 2015, as well as the respective financial information.
 - (ii) to allocate the Fees to the Board of Directors at the monthly gross amount of ten thousand reais (R\$10,000.00), with all directors waiving their compensation; a monthly gross compensation was allocated to the Executive Officers of the Company in the following amounts: (i) nine-two thousand, five hundred and sixty reais (R\$92,560.00) to the Chief Executive Officer; (ii) forty thousand, seven hundred eighty-three reais (R\$40,783.00) to the other Executive Officers elected in the Meeting of the Board of Directors held on March 19, 2015, except for the Executive Vice-President.
- 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: Juvenil Antônio Zietolie – Chairman; Frank Zietolie – Secretary. (sgd.), Aymar Ferreira de Almeida Júnior and Alexandre Grendene Bartelle.
- 7. DECLARATION:** As Chairman and Secretary of the 27th 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, May 7, 2015.

Juvenil Antônio Zietolie
Chairman

Frank Zietolie
Secretary

Certified: _____

Bel. Juliano Nicola Sangalli
Brazilian Bar Association – Rio Grande do
Sul Chapter (OAB/RS) no. 42.486