



SMILES FIDELIDADE S.A.
CNPJ/MF nº 05.730.375/0001-20
NIRE 35.300.493.095

**NOTICE TO THE MARKET – APPOINTMENT OF THE MEMBERS OF SPECIAL
INDEPENDENT COMMITTEE**

Barueri, November 28, 2018 - Smiles Fidelidade S.A. (“Smiles” ou “Company”) (B3: SMLS3), informs its shareholders and the market in general that, on this date, the following independent members were elected by the Board of Directors to form the Company's Special Independent Committee (“the Committee”) that will evaluate the potential corporate reorganization disclosed by the Material Fact dated on October 15, 2018, (“Corporate Reorganization”) in accordance to the Orientation Opinion of Securities Exchange Commission (CVM) no. 35, of September 1, 2018, (“Opinion 35”) according to the list of candidates presented exclusively by independent members of Board of Directors:

(i) Mrs. **ANA DOLORES MOURA CARNEIRO DE NOVAES**, brazilian, single, economist, holder of identity card nº 24.688.011-6 (Detran/RJ), enrolled with the individual tax payers registry nº 346.152.454-91, with business address at Chedid Jafet Avenue, nº 222, build B, 5th floor, Vila Olímpia, zip code nº 04551-062, in the city of São Paulo, State of São Paulo;

(ii) Mr. **JOSÉ GUIMARÃES MONFORTE**, brazilian, married, economist, holder of identity card nº 4.127.063, enrolled with the individual tax payers registry nº 447.507.658-72, with business address at Leopoldo Couto de Magalhães Junior Street, nº 1098, set 11, Itaim Bibi, zip code 04542-001, in the city of São Paulo, State of São Paulo; and

(iii) Mr. **JOSÉ LUIZ OSÓRIO DE ALMEIDA FILHO**, brazilian, married, engineer, holder of identity card nº 2440046 (IFP), enrolled with individual tax payers registry nº 051.367.447-07, with business address at Santa Luzia Street, nº 651, 14th floor, zip code 20021-903, in the city of Rio de Janeiro, State of Rio de Janeiro.

The investiture of the members hereby elected and the full exercise of the activities for which they were appointed are conditioned to the approval of matters that are the subject of the agenda of the Extraordinary General Meeting of the Company, convened for November 29, 2018, to deliberate on the inclusion of the new Article 42 to the Company's Bylaws.

The Company states that the Committee shall act and perform its work under the terms of Opinion 35, evaluating and negotiating the terms and conditions of the possible Corporate Reorganization, as well as submitting its recommendations for the Board of Directors. For this purpose, the Committee shall have autonomy and own budget to hire any legal and financial advisors and third-party consultants that may be necessary to assist the Committee to execute its work.

SMILES FIDELIDADE S.A.
Marcos Antonio Pinheiro Filho
Chief Investor Relations Officer
e-mail: ri@smiles.com.br
phone: +55 (11) 4871-2020