



SMILES FIDELIDADE S.A.

(Publicly-held Company)

Corporate Taxpayer's ID (CNPJ/MF): 05.730.375/0001-20

Company Registry (NIRE): 35.300.493.095

**Notice to Shareholders
Distribution of Interest on Equity**

SMILES FIDELIDADE S.A. ("Smiles Fidelidade" or "Company"), whose common shares are listed for trading in B3 S.A. – Brasil, Bolsa, Balcão ("B3") under the ticker "SMLS3", informs its shareholders that the Board of Directors' Meeting held today approved the payment to the Company's shareholders of interest on equity regarding the fiscal year of 2019, in the total gross amount of R\$33,554,595.97 (thirty three million, five hundred and fifty-four thousand, five hundred and ninety-five reais and ninety-seven cents), corresponding to the gross amount of R\$0.27025515 per common share, which will be imputed net of income tax to the minimum mandatory dividends regarding the fiscal year of 2019, pursuant to article 30, paragraph 3th, of the Company's Bylaws ("IOE").

The payment of IOE is subject to the following conditions:

- i. The payment of IOE is subject to 15% of Brazilian withholding income tax, except for those shareholders who declare to be immune or exempt by January 17th, 2020. Those shareholders should send documents proving their exemption or immunity to the Company's Investor Relation Department at Alameda Rio Negro, no. 585, Edifício Padauri, Bloco B, 2nd floor, conjuntos 21 e 22, CEP 06454-000, Alphaville, in the city of Barueri, in the state of São Paulo;
- ii. All shareholders who own common shares issued by the Company on December 30th, 2019 will be entitled to receive the IOE hereby mentioned;
- iii. The Company's shares will be traded "ex-interest on net equity" as of, and including the date, January 2nd, 2020;
- iv. The payment of IOE will be made on January 17th, 2020, without any monetary restatement or corresponding reward between the date of declaration and the date of actual payment, according to the shareholders' bank account details and banking domicile provided to Banco Bradesco S.A. ("Bradesco"); and
- v. Shareholders who have already provided their bank account details will have their respective credits deposited in the informed account. Shareholders who



have not provided yet this information will receive from Bradesco, the Depositary Financial Institution of the company's shares, a notice at the address registered with Bradesco containing information regarding the aforementioned payment. This notice should be presented in one of Bradesco's branches with the instructions for processing the respective credit. The shareholders whose shares are held in custody will receive their credits in accordance with the procedures adopted by B3.

Barueri, December 10th, 2019.

Marcos Antonio Pinheiro Filho
Chief Financial and Investor Relations Officer

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