

QGEP PARTICIPAÇÕES S.A.

TAXPAYER'S ID (CNPJ/MF) Nº 11.669.021/0001-10

NIRE: 33.300.292.896

CALL NOTICE

SHAREHOLDERS' ANNUAL AND SPECIAL MEETINGS

APRIL 11, 2018, AT 10:00 A.M.

Notice is hereby given to the shareholders of QGEP PARTICIPAÇÕES S.A. ("QGEPP" or the "Company") that the Shareholders Annual and Extraordinary Meeting will be held on April 11, 2018 at 10:00 a.m., at the registered office of the Company located at Avenida Almirante Barroso, No. 52, suite 1101, in the City and State of Rio de Janeiro, to resolve on the following agenda:

In the Extraordinary General Meeting:

- (i) Amendment of articles 1^o; 5^o; 13, §2nd and §3rd, 15; 16; 19; 21, §7^o; 24, §§2nd, 3rd and 5th, 27, sole paragraph; chapter VII and article 47 of the By-Laws of the Company, so as to conform them to the Novo Mercado new Rules
- (ii) Restatement of the Company's By-Laws;

In the Annual Shareholders Meeting:

- (iii) Taking of the Management accounts and approval of the Management Report of the Company related to the fiscal year ended December 31, 2017:
- (iv) Review, discussion and vote on the financial statements of the Company for the fiscal year ended December 31, 2017, together with the Management Report, the opinion of the Fiscal Council and the report of the Independent Auditors:
- (v) Review, discussion and vote on the Management's Proposal for allocation of the result of the fiscal year ended December 31, 2017;
- (vi) setting of the number of members to compose the Board of Directors;

(vii) election of the members of the Board of Directors;

(viii) Review, discussion and vote on the proposal of global remuneration of the Company's Managers and members of the Fiscal Council to be paid until the date of the Shareholders Annual Meeting approving the accounts for the fiscal year to end December 31, 2018; and

(ix) In view of the request made by the controlling shareholders, to keep the Fiscal Council in operation and to elect its members, and also to approve the remuneration of the elected members.

The following documents will be available to the shareholders at the Legal Department of the Company located at Avenida Almirante Barroso, No. 52, suite 1301 (part), in the City and State of Rio de Janeiro: (a) Management's Report on the Company's corporate business and the main management facts of the Company for the fiscal year ended on December 31, 2017; (b) copy of the Financial Statements of the Company referring to the fiscal year ended December 31, 2017; (c) copy of the Fiscal Council's opinion; (d) the report of the Independent Auditors; and (e) other documents providing information as required by prevailing laws and regulations. Such documents will also be made available on our website (www.qgep.com.br;) and the websites of B3 S.A. – Brasil, Bolsa, Balcão (www.bmfbovespa.com.br) and of the Comissão de Valores Mobiliários (www.cvm.gov.br).

For purposes of article 141 of Law nº 6,404/76, article 4th of ICVM 481/09 and article 3rd of ICVM 165/91, the minimum interest to be held in the voting stock required to request the adoption of the multiple voting for election of the members of the Board of Directors is of 5%.

Shareholders of the Company may participate in the Shareholders' Annual and Extraordinary Meeting called hereby either directly or through their authorized representatives or attorneys in fact constituted less than a year before, who must be a shareholder, a manager of the Company, a lawyer or a financial institution, it being incumbent upon an investment fund manager to represent its Unitholders, pursuant to the provisions of article 126 of Law No. 6,404/76.

Shareholders/legal representatives/attorneys-in fact shall present the following documents:

(a) In case of natural persons: identification document with photo (Brazilian ID, alien ID, driver's license, official professional ID);

(b) If a legal entity: (i) certified copy of current by-laws or articles of association; (ii) corporate documents evidencing representation authority (minutes of election of executive officers and/or power of attorney with notarized signatures); and (iii) identification document with photo of authorized representative(s);

(c) If an investment fund: (i) certified copy of the latest restated by-laws of the fund; (ii) certified copy of the articles of incorporation or association of its administrator; (iii) corporate documents granting representation powers (minutes of election of executive officers and/or power of attorney with notarized signatures); and (iv) identification document with photo of authorized representative(s).

Powers of attorney should bear signatures certified by a Notary Public. Any foreign documents should, prior to being forwarded to QGEPP, be notarized, consularized (or apostilled), translated into Portuguese and registered at the Registry of Deeds and Documents.

All shareholders must present evidence of ownership of their shares of QGEPP issued by the bookkeeping financial institution and/or custody agent dated no later than two (2) business days before the date of conduction of the Shareholders' Annual ad Extraordinary Meeting.

Any shareholder willing to exercise its voting right by means of a remote voting system, pursuant to the provisions of ICVM 481/09 should send the corresponding remote voting instrument.

In order to facilitate attendance at the Shareholders' Annual and Extraordinary Meeting, QGEPP will start the registration of shareholders as of March 27, 2018. For this purpose, it requests the delivery of the aforementioned documents until April 9, 2018 at the headquarters of the Company, to the attention of Gerência Jurídica, or electronic copies addressed by e-mail at ri@qgep.com.br.

Rio de Janeiro, March 09, 2018.

Mr. Antônio Augusto de Queiroz Galvão
Chairman of the Board of Directors