



QGEP PARTICIPAÇÕES S.A.
Corporate Taxpayer ID (CNPJ/MF): 11.669.021/0001-10
Company Registry (NIRE): 33300292896

MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON NOVEMBER 4, 2013

1. DATE, TIME AND VENUE: On November 4, 2013, at 2:00 p.m., at the headquarters of QGEP Participações S.A. ("Company"), located at Avenida Almirante Barroso, nº 52, sala 1301 (parte), in the city and state of Rio de Janeiro.

2. ATTENDANCE: All the acting members of the Company's Board of Directors attended the meeting, namely (i) Antônio Augusto de Queiroz Galvão; (ii) Ricardo de Queiroz Galvão; (iii) José Augusto Fernandes Filho; (iv) Maurício José de Queiroz Galvão; (v) Leduvy de Pina Gouvêa Filho; (vi) Luiz Carlos de Lemos Costamilan and; (vii) José Luiz Alquéres.

3. PRESIDING BOARD: Chairman: Antônio Augusto de Queiroz Galvão; Secretary: Tatiana Mortari Fioratti.

4. AGENDA: To resolve on: (i) the Company's financial statements for the third quarter of 2013; and (ii) the approval, pursuant to Articles 15 and 16 of the Brazilian Securities and Exchange Commission ("CVM") Rule 358/02 ("CVM Rule 358/02"), of the Company's Material Act of Fact Disclosure and Security Trading Policy ("Disclosure and Trading Policy").

5. RESOLUTIONS APPROVED: Before starting the agenda, the attending board members unanimously approved that the Minutes of this Board of Directors' Meeting will be drawn up in summary format, pursuant to the law, votes and protests will be submitted, received by the Presiding Board and filed at the Company's headquarters. After discussing the agenda, the members of the Board of Directors unanimously and without any reservations resolved to:

I – Approve the Company's Consolidated Financial Statements for the quarter ended September 30, 2013 (3Q13), prepared in accordance with accounting practices adopted in Brazil set forth by Law 6404 of December 15, 1976, as amended, and other applicable rules and laws, which were reviewed by independent auditors of Deloitte Touche Tohmatsu Auditores Independentes, and the Company's Board of Executive Officers is authorized to take all necessary measures to disclose the documents approved herein by forwarding them to the CVM and the Securities, Commodities and Futures Exchange - BM&FBOVESPA S.A. and including them in the Company's website (www.qgep.com.br/ri).



II – Approve, pursuant to Articles 15 and 16 of CVM Rule 358/02, the review of the Trading and Disclosure Policies approved by the Board of Directors on October 26, 2010, which will be replaced by the new Company’s Disclosure and Trading Policy, to be disclosed by forwarding them to the CVM and the BM&FBOVESPA S.A. and including them in the Company’s website (www.qgep.com.br/ri)

6. CLOSURE: There being no further matters to address, the Chairman adjourned the meeting for the drawing up of these minutes, which were read, approved and signed by the attending board members and the Secretary.

This is a free English translation of the original minutes
drawn up in the Company’s records.

Tatiana Mortari Fioratti
Secretary