



MINERVA S.A.

Publicly-Held Company
Corporate Taxpayer's ID (CNPJ/MF): 67.620.377/0001-14
Company Registry (NIRE): 35.300.344.022

NOTICE TO THE MARKET

Minerva S.A. ("Company"), one of South America's leaders in the production and sale of fresh beef, live cattle and its byproducts, with operations also in the beef, pork and poultry processing segments, hereby informs its shareholders and the market in general that the Company's Board of Directors approved: (i) the issue of debt securities by its subsidiary Minerva Luxembourg S.A. ("Issuer"), the final terms and conditions of which will be defined pursuant to market conditions and ratified in a meeting of the Company's Board of Directors to be held at the appropriate time ("New Notes" and "Issue", respectively); (ii) provision of a joint and several guarantee, by the Company, with regards to the Issuer's obligations through the Issue of New Notes; and (iii) early buyback offer of debt securities issued abroad by the Issuer, maturing in 2023, currently outstanding in the international market ("Early Buyback Offer").

It is worth noting that the New Notes will be placed in the international market and offered only to qualified institutional investors, resident and domiciled in the United States of America, based on the regulation issued by the Securities and Exchange Commission, specifically "Rule 144A" and, in the other countries, except for in Brazil and the United States of America, based on "Regulation S".

Barretos, August 31, 2016.

Minerva S.A.
Eduardo Pirani Puzziello
Investor Relations Officer