

FIRST AMENDMENT TO THE FLEURY S.A. SHAREHOLDERS AGREEMENT

By this First Amendment to the Fleury S.A. Shareholders' Agreement ("First Amendment"):

- I. INTEGRITAS PARTICIPAÇÕES S.A., a limited company, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061, registered with CNPJ (national registration for companies) / mf (ministry of finance) under the number 05.505.174 / 0001-20, hereby represented under the terms of its constitutive acts ("integritas");
- II. ADAGMAR ANDRIOLO, Brazilian, consensually separated, Physician, holder of Identity Card ID CARD number 4.301.079 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 670.939.658-49, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 ("Adagmar Andriolo");
- III. ALEXANDRE DA COSTA PEREIRA, Brazilian, married, Physician, holder of Identity Card ID CARD number 24.938.229-5 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 265.556.748-06, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 ("Alexandre Pereira");
- IV. APARECIDO BERNARDO PEREIRA, Brazilian, married, Physician, holder of Identity Card ID CARD number 3.190.395 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 218.545.488-91, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 ("Aparecido Pereira");
- V. ARTHUR TEIXEIRA MENDES NETO, Brazilian, married, Engineer, holder of Identity Card ID CARD number 4.927.173-8 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 763.097.898-72, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 ("Arthur Mendes");
- VI. AUGUSTO LANGE VIEIRA, Brazilian, married, business administrator, holder of Identity Card ID CARD number 22.959.674 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 151.124.218-35, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 ("Augusto Vieira");
- VII. CAROLINA LANGE VIEIRA BARCELLOS, Brazilian, married, Secretary, holder of Identity Card ID CARD number 22.959.67303 SSP / SP, registered with CPF

(INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 177.836.548-51, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Carolina Barcellos”);

- VIII. CAROLINA RENÓFIO MARTINS DUCHENE, Brazilian, Married, Architect, holder of Identity Card ID CARD number 24.575.069-1 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 189.753.778-65, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Carolina Duchene”);
- IX. CELSO FRANCISCO HERNANDES GRANATO, Brazilian, Married, Physician, holder of Identity Card ID CARD number 5.657.219 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 006.458.418-62, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Celso Granato”);
- X. EWALDO MÁRIO KUHLMANN RUSSO, Brazilian, Married, Physician, holder of Identity Card ID CARD number 4.156.356 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 184.320.008-25, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Ewaldo Russo”);
- XI. FADHAU LCC., A foreign company, headquartered at Certerville Road, No. 2711, room 400, in the City of Wilmington, State of Delaware, ZIP code 19808, United States of America, registered with CNPJ (national registration for companies) / mf (ministry of finance) under No. 26.611.435/0001-66, in this act represented under the terms of its constitutive acts (“Fadhau”) and, as Fadhau's solidarity thanks for all the purposes of the Agreement, OMAR MAGID HAUACHE, Brazilian, married, Physician, bearer of the Identity Card ID CARD 11.049.078 SSP/SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under number 155.204.488-25, with business address at Certerville Road, n ° 2711, room 400, in the City of Wilmington, State of Delaware, CEP 19808;
- XII. FERNANDA DA COSTA PEREIRA, Brazilian, Married, Physician, holder of Identity Card ID CARD number 25.964-998-3 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 289.131.988-51, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Fernanda Pereira”);

- XIII. FERNANDA PINHEIRO MENDES, Married, Business Administrator, holder of Identity Card ID CARD number 18.500.675-9 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 221.009.158-60, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Fernanda Mendes”);
- XIV. FERNANDO LOPES ALBERTO, Divorced, Physician, holder of Identity Card ID CARD number 17.957.375 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 149.603.498-83, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Fernando Alberto”);
- XV. FERNANDO TEIXEIRA MENDES FILHO, Single, Lawyer, holder of Identity Card ID CARD number 6.640.540-3 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 063.307.228-11, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Fernando Mendes Filho”);
- XVI. GILBERTO ALONSO, Brazilian, Married, Physician, holder of Identity Card ID CARD number 2.623.231-5 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 003.236.408-34, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Gilberto Alonso”);
- XVII. GUILHERME PASETTO LESER, Brazilian, Married, Director, holder of Identity Card ID CARD number 9.953.573-7 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 114.684.118-37, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Guilherme Leser”);
- XVIII. GUSTAVO PASETTO LESER, Brazilian, Married, Merchant, holder of Identity Card ID CARD number 18.601.344-9 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 262.844.088-11, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Gustavo Leser”);
- XIX. JOSÉ GILBERTO HENRIQUES VIEIRA, Brazilian, Married, Physician, holder of Identity Card ID CARD number 3.696.889 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 526.744.368-91, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“José Vieira”);

- XX. JOSÉ MARCELO AMATUZZI DE OLIVEIRA, Brazilian, Married, Physician, holder of Identity Card ID CARD number 16.912.504 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 116.557.918-93, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“José Oliveira”);
- XXI. JULIANA RENÓFIO MARTINS SCHLAAD, Brazilian, Married, Physician, holder of Identity Card ID CARD number 24.545.070-8 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 189.753.848-02, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Juliana Schlaad”);
- XXII. LUIZ ROBERTO FERNANDES MARTINS, Brazilian, Married, Physician, holder of Identity Card ID CARD number 3.527.726 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 599.093.078-04, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Luiz Martins”);
- XXIII. MÁRCIO PINHEIRO MENDES, Brazilian, Married, Business Administrator, holder of Identity Card ID CARD number 23.808.808 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 146.480.438-98, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Márcio Mendes”);
- XXIV. MARCOS BOSI FERRAZ, Brazilian, Married, Physician, holder of Identity Card ID CARD number 7.815.772 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 029.922.178-40, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Marcos Ferraz”);
- XXV. MARIA DE LOURDES LOPES FERRARI CHAUFFAILLE, Brazilian, Married, Physician, holder of Identity Card ID CARD number 8.573.345 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 007.649.668-63, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Maria Chauffaille”);
- XXVI. MARIA HSU ROCHA, Brazilian, Married, Physician, holder of Identity Card ID CARD number 8.415.068 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 625.446.088-20, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Maria Rocha”);

- XXVII. MARIA LÚCIA CARDOSO GOMES FERRAZ, Brazilian, Divorced, Physician, holder of Identity Card ID CARD number 4.997.805 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 040.397.538-79, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Maria Lúcia Ferraz”);
- XXVIII. MARINA LANGE VIEIRA GUIMARÃES DA SILVA, Brazilian, Married, Secretary, holder of Identity Card ID CARD number 22.959.671-X SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 191.820.788-74, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Marina da Silva”);
- XXIX. MÁRIO ENDSFELDZ CAMARGO, Brazilian, Married, Physician, holder of Identity Card ID CARD number 464.067 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 005.308.168-49, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061, in this act represented by his curator, RENATO BRAGHETTA CAMARGO, Brazilian, Married, Architect, holder of Identity Card ID CARD number 7.977.635-8 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 063.346.648-40, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Mário Camargo”);
- XXX. NELSON CARVALHAES NETO, Brazilian, Married, Physician, holder of Identity Card ID CARD number 7.611.584 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 130.347.218-03, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Nelson Carvalhaes”);
- XXXI. PAULO GUILHERME LESER, Brazilian, Married, Physician, holder of Identity Card ID CARD number 1.499.379 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 007.925.948-00, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Paulo Leser”);
- XXXII. PEDRO ALMEIDA TEIXEIRA MENDES, Brazilian, Single, Merchant, holder of Identity Card ID CARD number 15.128.342-4 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 176.040.378-44, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Pedro Mendes”);
- XXXIII. RENDRIK FRANÇA FRANCO, Brazilian, Married, Physician, holder of Identity Card ID CARD number 20.721.948-5 SSP / SP, registered with CPF (INDIVIDUAL

TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 008.295.516-62, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Rendrik Franco”);

XXXIV. RICARDO PASETTO LESER, Brazilian, Married, Business administrator, holder of Identity Card ID CARD number 9.953.574-9 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 008.295.516-62, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Ricardo Leser”);

XXXV. ROBERTO TEIXEIRA MENDES, Brazilian, Married, Physician, holder of Identity Card ID CARD number 5.776.730 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 016.360.278-65, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Roberto Mendes”);

XXXVI. ROGÉRIO RABELO, Brazilian, Married, Physician, holder of Identity Card ID CARD number 1.667.950 SSP / GO, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 383.193.811-34, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Rogério Rabelo”);

XXXVII. RUI MONTEIRO DE BARROS MACIEL, Brazilian, Married, Physician, holder of Identity Card ID CARD number 3.329.770 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 483.083.158-87, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Rui Maciel”);

XXXVIII. SÉRGIO LUÍS RAMOS MARTINS, Brazilian, Divorced, Physician, holder of Identity Card ID CARD number 17.614.258 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 159.978.118-24, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Sérgio Martins”); and

XXXIX. VIVIEN BOUZAN GOMEZ NAVARRO ROSSO, Brazilian, Married, Business Administrator, holder of Identity Card ID CARD number 16.361.750-8 SSP / SP, registered with CPF (INDIVIDUAL TAXPAYER REGISTRY) / MF (MINISTRY OF FINANCE) under the number 105.213.428-99, headquartered in the city of São Paulo, state of São Paulo, on Rua Botucatu, 430 Vila Clementino - CEP 04023-061 (“Vivien Rosso” and, together with Integritas, Adagmar Andriolo, Alexandre Pereira, Aparecido Pereira, Arthur Mendes, Augusto Vieira, Carolina Barcellos, Carolina Duchene, Celso Granato, Ewaldo Russo, Fadhau, Fernanda Pereira, Fernanda Mendes, Fernando Alberto, Fernando Mendes Filho, Gilberto Alonso, Guilherme Leser,

Gustavo Leser, José Vieira, José Oliveira, Juliana Schlaad, Luiz Martins, Márcio Mendes, Marcos Ferraz, Maria Chauffaille, Maria Rocha, Maria Lúcia Ferraz, Marina da Silva, Mário Camargo, Nelson Carvalhaes, Paulo Leser, Pedro Mendes, Rendrik Franco, Ricardo Leser, Roberto Mendes, Rogério Rabelo, Rui Maciel and Sérgio Martins, “Integritas Shareholders.” Integritas and Integritas Shareholders are hereinafter referred to as “Integritas Block”); and

XL. BRADSEG PARTICIPAÇÕES S.A., joint stock company, headquartered in Cidade de Deus, Novíssimo Building, 4th floor (part), Vila Yara, in Osasco, São Paulo State, CEP 06.029-900, registered with CNPJ / ME under number 02.863.655/0001 -19, in this act represented in terms of its constitutive acts (“Bradseg”);

Since Bradseg and Bloco Integritas are hereinafter referred to individually as “Shareholder”, and together, “Shareholders”.

And, as the consenting intervener:

XLI. FLEURY SA, a Publicly held company, headquartered at Avenida General Valdomiro de Lima, No. 508, in the City of São Paulo, State of São Paulo, CEP 04344-070, registered with CNPJ / ME under No. 60.840.055/0001-31, in this act represented in terms of its articles of incorporation (“Company”).

PREAMBLE

WHEREAS, on October 6, 2015, Integritas block, Bradseg and Core Participações SA (“Core”) entered into, with the intervention and consent of the Company and Falb Participações SA (“Investor”), a Shareholder Agreement of the Company (“Agreement”), with the objective of: (a) regulating the binding of their votes at general meetings of the Company, only with regard to the appointment of members of the Board of Directors, and (b) establishing certain rules related to the sale of shares issued by the Company held by the Shareholders;

WHEREAS, on September 20, 2017, Core and / or the Investor ceased to be, directly and / or indirectly, shareholders of the Company, so that Core ceased to be part of the Agreement under its Clause 8.1.1 (“Core exit”);

WHEREAS, the Integritas Shareholders recently approved the delivery, by Integritas, of the totality of the common shares issued by the Company hitherto held by Integritas directly to the Integritas Shareholders;

WHEREAS the Shareholders wish to establish that the totality of the common shares issued by the Company held or that may be held by the Shareholders must be subject to the Agreement; and

WHEREAS, due to the events described above, the Shareholders wish to adjust the Agreement in order to update and preserve the understandings and rules established there;

THE SHAREHOLDERS RESOLVE to enter into this First Amendment, with the intervention and consent of the Company, under the terms and for the purposes of article 118 of the Corporate Law, in accordance with the following clauses and conditions:

CLAUSE 1
DEFINITIONS

1.1. Definitions. Unless otherwise stated herein, terms and expressions beginning with a capital letter in this First Amendment will have the meanings assigned to them in the Agreement.

CLAUSE 2
ALTERATIONS

2.1 Core exit. In view of the Core exit, the Shareholders agree that all provisions of the Agreement related to Core and / or the Investor will no longer apply, and the Agreement should be read and interpreted as if such references did not exist.

2.2 Shares linking. The Shareholders agree that, as of this date, all the common shares issued by the Company held by the Shareholders (including, without limitation, the Integrated Shareholders), whether held on this date, whether subscribed or acquired after this date, from other Shareholders or from third parties, on or off the stock exchange, will be bound and subject to the Agreement, so that Clause 2.2 of the Agreement will take effect with the following new wording:

“2.2 Linked Shares. All common shares issued by the Company held or that may be held by the Shareholders (“Shares”) are subject to this Agreement, including, without limitation, (i) all Shares that become held by any of the Shareholders, as a direct result of a split, reverse split, bonus or exercise of the right to subscribe for new Shares, or as a result of mergers (including shares), mergers, spin-offs or other type of corporate reorganization involving the Company, as well as all rights and privileges inherent to them, including the right to subscribe for new Shares; (ii) all Shares that may be acquired by a Shareholder or any of its Affiliates, from other Shareholders or from third parties, inside or outside the stock exchange, including through the exercise of the Preemptive Right provided for in Clause 6.3.3 below; and (iii) all Shares held by Integritas and which, for any reason, will be held by Integritas Shareholders. ”

2.3 Shareholder positions: In view of the provisions of Clauses 2.1 and 2.2 above and the new wording of Clause 2.2 of the Agreement, the Shareholders agree to update Clause 2.1 of the

Agreement to include the new definition of "Shares" and reflect the current ownership of Shares by Shareholders, becoming effective with the following new wording:

"2.1. Shareholdings: The Company's share capital is R\$1,449,936,110.53 (one billion, four hundred and forty-nine million, nine hundred and thirty-six thousand, one hundred and ten Brazilian reais and fifty-three centavos), represented for 316,788,210 (three hundred and sixteen million, seven hundred and eighty-eight thousand, two hundred and ten) common shares, registered and without par value, with the Shareholders holding the following interests in the Company:

<i>Shareholder</i>	<i>Number of common shares</i>	<i>% Total and voting share capital</i>
<i>Bloco Integritas</i>	64,700,333	20.42%
<i>Bradseg</i>	59,098,514	18.66%
<i>Total</i>	<i>123,792,647</i>	<i>39.9%</i>

*The base date in the table above is March 9, 2020.

2.4 Term: The Shareholders wish to amend Clause 8.1 (keeping Clause 8.1.1 unchanged) as follows:

"8.1 Term. This Agreement will enter into force on this date and will remain in effect (i) as long as at least 2 (two) Shareholders jointly hold Shares that represent more than 36% (thirty-six percent) of the Company's share capital, or (ii) until the period of 15 (fifteen) years from October 6, 2015, elapses between (i) and (ii) whichever occurs first, being certain that the Agreement will only be resolved in the event of item (i) above if said minimum participation is not recomposed within 60 (sixty) days from the receipt by Shareholders of the report referred to in Clause 9.14 with the indication of such fact. "

2.5 Integritas Block Notifications. The Integritas Block informs Bradseg and the Company that all notifications, consents, requests and other communications made to the members of the Integritas Block in relation to this First Amendment and / or the Agreement, as of the present date, shall be carried out in the addresses below, considering Clause 9.5 of the Agreement amended for that purpose:

(i) If for Integritas:

Rua Botucatu, n° 430
CEP 04023-061
São Paulo – SP
At.: Board of Directors
E-mail: conselhodeadministração@integritaspar.com.br

With copy to (which will not constitute a notification):

Machado, Meyer, Sendacz e Opice Advogados
Av. Brigadeiro Faria Lima, 3144, 11º andar
CEP 01451-000
São Paulo - SP
At.: Arthur B. Penteado e Manuela Lisboa Gentil Monteiro
E-mail: apenteado@machadomeyer.com.br; mlisboa@machadomeyer.com.br

(ii) If for Integritas Shareholders:

Rua Botucatu, n° 430
CEP 04023-061
São Paulo – SP
At.: Board of Directors
E-mail: conselhodeadministração@integritaspar.com.br

With copy to (which will not constitute a notification):

Machado, Meyer, Sendacz e Opice Advogados
Av. Brigadeiro Faria Lima, 3144, 11º andar
CEP 01451-000
São Paulo - SP
At.: Arthur B. Penteado e Manuela Lisboa Gentil Monteiro
E-mail: apenteado@machadomeyer.com.br; mlisboa@machadomeyer.com.br

2.6 Bradseg Notifications. Bradseg informs the Integritas Block and the Company that all notifications, consents, requests and other communications made to the members of the Integritas Block in relation to this First Amendment and / or the Agreement, as of the present date, must be carried out at the addresses below, considering Clause 9.5 of the Agreement amended for that purpose:

Avenida Alphaville, 779, 18º andar, Empresarial 18 do Forte
CEP 06472-010
Barueri - SP
At. Sr. Vinicius Marinho da Cruz
E-mail: vinicius.cruz@bradescoseguros.com.br

With copy to (which will not constitute a notification):

Barbosa Müssnich Aragão
Av. Presidente Juscelino Kubitschek, 1.455, 10º andar
CEP 04543-011 – São Paulo – SP
At. Paulo Cezar Aragão e Henrique Beloch
Emails: pca@bmalaw.com.br
hvb@bmalaw.com.br

2.7 Report. The Shareholders and the Company wish to insert a new Clause 9.14 with the following content:

"9.14 Report. The Company will provide Shareholders on a weekly basis, pursuant to Clause 9.5 of the Agreement, a report prepared by the Investor Relations Department of the Company with the position of the Company's common shares held by each of the Shareholders.

CLAUSE 3
GENERAL PROVISIONS

3.1.0 Retroactivity. The Shareholders hereby agree that the terms and conditions of this First Amendment go back to the date of January 30, 2020.

3.2 Ratification of Other Clauses. The Shareholders hereby ratify all clauses, terms, conditions and provisions of the Agreement that were not expressly altered by means of this First Amendment, which remain unchanged, valid, effective and binding on the Shareholders. Any reference to the Agreement, including any reference to such term in this First Amendment, shall be understood as a reference to the Agreement as amended, on the present date, by this First Amendment.

3.3 Registration. The Company undertakes to file this First Amendment at its headquarters in the form and for the purposes of the provisions of article 118 of the Corporate Law.

3.4 Irrevocability and Changes. This First Amendment is celebrated in an irrevocable and irreversible manner, binding the Shareholders, their successors and assignees, in any capacity, and can only be changed through a written instrument duly signed by all Shareholders.

3.5 General Provisions. This First Amendment incorporates by reference Clause 9 of the Agreement, which shall apply, mutatis mutandis, to this First Amendment.

And, being thus fair and contracted, they sign this First Amendment in 3 (three) copies, of equal content and for a single effect, in the presence of the 2 (two) witnesses below.

Sao Paulo, March 12, 2020.

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[Page 1/4 of signatures of the First Amendment to the Fleury S.A. Shareholders' Agreement signed on March 12, 2020]

INTEGRITAS PARTICIPAÇÕES S.A.

NAME:
OFFICE:

NAME:
OFFICE:

ADAGMAR ANDRIOLO

ALEXANDRE DA COSTA PEREIRA

APARECIDO BERNARDO PEREIRA

ARTHUR TEIXEIRA MENDES NETO

AUGUSTO LANGE VIEIRA

CAROLINA LANGE VIEIRA BARCELLOS

CAROLINA RENÓFIO MARTINS DUCHENE

CELSO FRANCISCO HERNANDES GRANATO

EWALDO MÁRIO KUHLMANN RUSSO

FADHAU LCC / OMAR MAGID HAUACHE

FERNANDA DA COSTA PEREIRA

FERNANDA PINHEIRO MENDES

FERNANDO LOPES ALBERTO

FERNANDO TEIXEIRA MENDES FILHO

GILBERTO ALONSO

GUILHERME PASETTO LESER

GUSTAVO PASETTO LESER

JOSÉ GILBERTO HENRIQUES VIEIRA

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JOSÉ MARCELO AMATUZZI DE OLIVEIRA

JULIANA RENÓFIO MARTINS SCHLAAD

LUIZ ROBERTO FERNANDES MARTINS

MÁRCIO PINHEIRO MENDES

MARCOS BOSI FERRAZ

MARIA DE LOURDES LOPES
FERRARI CHAUFFAILLE

MARIA HSU ROCHA

MARIA LÚCIA CARDOSO GOMES FERRAZ

MARINA LANGE VIEIRA
GUIMARÃES DA SILVA

MÁRIO ENDSFELDZ CAMARGO

NELSON CARVALHAES NETO

PAULO GUILHERME LESER

PEDRO ALMEIDA TEIXEIRA MENDES

RENDRIK FRANÇA FRANCO

RICARDO PASETTO LESER

ROBERTO TEIXEIRA MENDES

ROGÉRIO RABELO

RUI MONTEIRO DE BARROS MACIEL

SÉRGIO LUÍS RAMOS MARTINS

VIVIEN BOUZAN GOMEZ NAVARRO ROSSO

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BRADSEG PARTICIPAÇÕES S.A.

NAME:
OFFICE:

NAME:
OFFICE:

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FLEURY S.A.

_____ NAME: OFFICE:	_____ NAME: OFFICE:
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TESTEMUNHAS:

_____ NAME: ID:	_____ NAME: ID:
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