

**LINX S.A.**

Public Company of Authorized Capital

CNPJ/MF: 06.948.969/0001-75

NIRE: 35.300.316.584

**MINUTES OF THE BOARD OF DIRECTORS' MEETING  
HELD ON JANUARY 30 OF 2020.**

**1 DATE, TIME AND PLACE:** Held on January 30, 2020, at 5:50 p.m., at the headquarters of Linx S.A. ("Company"), located in the City of São Paulo, State of São Paulo, at Avenida Doutora Ruth Cardoso, No. 7221, Cj. 701, Bl. A, Dep. 20, room 1, Edifício Birmann 21, Pinheiros, CEP 05425-902.

**2 CALL NOTICE AND ATTENDANCE:** Call notice in accordance with Bylaws of the Company, the attendance of the members of the Board of Directors of the Company was verified through conference call, as provided in the Article 20 of the Bylaws.

**3 PRESIDING BOAR:** Nercio José Monteiro Fernandes, as Chairman; and Lidia Amalia de Oliveira Ferranti as Secretary.

**4 AGENDA:** The members of the Company's Board of Directors met to approve the following agenda of **(i)** the acquisition of 100% of quotas of **Esmeralda Serviços Digitais Ltda., Safira Serviços Digitais Ltda., Ametista Serviços Digitais Ltda., and Diamante Serviços Digitais Ltda.** by Linx Pay Meios de Pagamento Ltda. ("**Linx Pay**"), indirect operating subsidiary of the Company; **(ii)** authorization of the 10<sup>o</sup> Amendment of the Articles of Association of Linx Pay held on this date related to increase of the capital stock; and **(iii)** ratification of all acts executed by the Board of Directors of the Company to effective all deliberations of item (i) and (ii) as above, also the authorization for the Company's Board of Executive Officers of the Company and Linx Sistemas e Consultoria Ltda. ("**Linx Sistemas**") and Linx Pay to adopt all provisions and perform all acts necessary to achieve the purpose of the item of the previous agenda.

**5 RESOLUTIONS:** After discussion and analysis of the matters of the Agenda, the following resolutions were taken by the Board of Directors:

**5.1** Pursuant to Article 24, "xxviii", of the Company's Bylaws and on the recommendation of the Strategy Committee of the Company, in the meeting held on this date the Board of Directors approves the acquisition by Linx Pay, the totality of the quotas that make up the social capital of the following companies: **ESMERALDA SERVIÇOS DIGITAIS LTDA.**, limited liability company, with head office in the City of São Caetano do Sul, State of São Paulo, at Rua Niterói, nº 400, Conjunto nº 1003, Centro, CEP 09510-200, enrolled in the CNPJ/MF

under no. 17.768.068/0001-18 and with its article of associate filed at Board of Trade of São Paulo under no. NIRE 35227431170 (“**Esmeralda**”); **b) SAFIRA SERVIÇOS DIGITAIS LTDA.**, limited liability company, with head office in the City of São Caetano do Sul, State of São Paulo, at Rua Niterói, nº 400, Conjunto nº 1004, Centro, CEP 09510-200, enrolled in the CNPJ/MF under no. 17.803.403/0001-71 and with its article of associate filed at Board of Trade of São Paulo under no. NIRE 35227431374 (“**Safira**”); **c) AMETISTA SERVIÇOS DIGITAIS LTDA.**, limited liability company, with head office in the City of São Caetano do Sul, State of São Paulo at Rua Niterói, nº 400, Conjunto nº 1001, Centro, CEP 09510-200, enrolled in the CNPJ/MF under no. 17.768.524/0001-65 and with its article of associate filed at Board of Trade of São Paulo under no. NIRE 35227431196 (“**Ametista**”); **d) DIAMANTE SERVIÇOS DIGITAIS LTDA.**, limited liability company, with head office in the City of São Caetano do Sul, State of São Paulo at Rua Niterói, nº 400, Conjunto nº 1002, Centro, CEP 09510-200, enrolled in the CNPJ/MF under no. 17.803.384/0001-83 and with its article of associate filed at Board of Trade of São Paulo under no. NIRE 35227431366 (“**Diamante**”). The acquisition is approved under the terms of the Quotas Purchase and Sale Agreement entered into between Linx Pay and Luciano Alves, Luiz Claudio Oliveira Sacramento, Mauro José Assalin and Waldir José Sampaio (“**Sellers**”), which sets forth a purchase price in the amount of R\$ 200.000.000,00 (two hundred million Brazilian reais), which will be paid in cash at the time of acquisition up to 135.000.000,00 (one hundred and thirty-five million brazilian reais) and up to R\$ 65.000.000,00 (sixty-five millions reais) shall be paid between 2020 and 2022, regarding the result of the achievement of financial and operational goals.

- 5.2** Ratification of all acts executed by the Board of Directors of the Company to effective all deliberations of item 5.1 above, also the authorization for the Company's Board of Executive Officers of the Company and Linx Pay to adopt all provisions and perform all acts necessary to achieve the purpose of the item of the previous agenda.

**6 CLOSING:** There being no further business to discuss, these minutes were drawn up, read and approved and signed by all members presents and by the Chairman and the Secretary of the Presiding Board. São Paulo, January 30, 2020. Presiding Board: Chairman: Nercio José Monteiro Fernandes; Secretary: Lidia Amalia de Oliveira Ferranti. Members of the Board of Directors: Nercio José Monteiro Fernandes, João Cox, Roger de Barbosa Ingold, Alon Dayan, Alberto Menache.

*I hereby certify that these minutes are a true copy of the minutes drawn up in the proper book.*

São Paulo, January 30, 2020

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Lidia Amalia de Oliveira Ferranti  
**Secretary**