



**TPI – TRIUNFO PARTICIPAÇÕES E INVESTIMENTOS S.A.**

Corporate Taxpayer ID (CNPJ): 03.014.553/0001-91

Company Registry (NIRE) 35.300.159.845

Publicly Held Company

**CALL NOTICE  
ANNUAL SHAREHOLDERS MEETING**

The Board of Directors of TPI – Triunfo Participações e Investimentos S.A. ("Company") through its Chairman, Mr. Antônio José Monteiro da Fonseca de Queiroz, invites the shareholders of the Company to the Annual Shareholders Meeting to be held at 10:00 a.m. on April 28, 2017, at Hotel Caesar Business, Sala São Paulo 05, located at Rua Olimpíadas, 205, CEP: 04551-000, Vila Olímpia, São Paulo, SP, to discuss the following agenda:

- (I) To take cognizance of the management accounts, discuss and vote on approval of the Financial Statements for the fiscal year ended December 31, 2016;
- (II) To deliberate on the allocation of net income from the fiscal year ended December 31, 2016 and consider and vote on the distribution of dividends;
- (III) To define the number of members of the Board of Directors and elect the Board of Directors of the Company for the two-year term of 2017-2019;
- (IV) To elect the Audit Board of the Company for fiscal year 2017 and fix their compensation;
- (V) To fix the overall compensation of the Managers of the Company.

**General Information:**

- Shareholders may participate in the Meeting either personally or through their legal representatives or proxies, provided the shares held by them are registered in their names with Banco Itaú S.A., the stock transfer agent responsible for bookkeeping of the Company's shares, pursuant to article 126 of Federal Law 6,404/76.
- Shareholders must reach the Meeting venue before the scheduled time mentioned in the Call Notice, bearing an updated proof of ownership of shares issued by the Company, issued by the bookkeeping institution and/or trustee within 48 hours from the date of the Meeting, as well as the following documents: **(i) Individuals:** identification document with photo; **(ii) Legal Entities:** certified copy of the latest restated Bylaws or Articles of Incorporation and corporate document granting powers of representation (minutes of election of executive officers/proxy), as well as identification document with photo of the legal representative(s); **(iii) Investment Funds:** certified copy of the latest consolidated regulations of the fund and the Bylaws or Articles of Incorporation of its administrator/manager, as well as the corporate document granting powers of representation (minutes of election of executive officers and/or proxy), as well as identification document with photo of the legal representative(s).
- In the case of shareholders represented by proxy, the latter must reach the Meeting venue before the scheduled time mentioned in the Call Notice bearing an identification document with photo and the



proxy instrument conferring special powers for representation in the Meeting, granted pursuant to article 126 of Law 6,404/76, including the notarized signature of the shareholder.

- We request that the above-mentioned documents required for participating in the Meeting be sent to the Company's headquarters located at Rua Olimpíadas, 205, 142/143, CEP 04551-000, in the city and state of São Paulo, to the care of the Legal Department [*Departamento de Coordenação Jurídica*] by April 27, 2017.
- All documents related to the agenda of the Shareholders' Meeting are available to shareholders at the headquarters of the Company, its Investor Relations website (<http://www.triunfo.com/ri/>), the website of the CVM ([www.cvm.gov.br](http://www.cvm.gov.br)) and the website of BM&FBovespa ([www.bmfbovespa.com.br](http://www.bmfbovespa.com.br)), pursuant to Article 133 of Federal Law 6,404/76 and Article 6 of CVM Instruction 481/09).
- The minimum percentage of voting capital of the Company required for the adoption of cumulative voting to elect the directors is 5%, pursuant to CVM Instruction 165, as amended.
- The minimum percentage of voting capital of the Company required for adoption of a separate voting process in the election of Board of Directors and Audit Board members is 10%, pursuant to Article 161, Paragraph 4 of Law 6,404/76.
- Shareholders may find instructions on granting proxies in the Management Proposal and the Proxy Statement of the Annual Shareholders' Meeting 2016, which are available at the Company's Investor Relations website (<http://www.triunfo.com/ri/>) and the websites of the CVM (<http://www.cvm.gov.br>) and BM&FBovespa ([www.bmfbovespa.com.br](http://www.bmfbovespa.com.br)).

São Paulo, March 28, 2017.

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Antônio José Monteiro da Fonseca de Queiroz  
Chairman of the Board