

**GRENDENE S.A. – LISTED COMPANY**

Corporate Taxpayers ID – CNPJ/MF nº 89,850,341/0001-60  
Company's Register: NIRE Nº 23300021118-CE

**Notice to Shareholders - Dividends and Interest on Equity**

We are writing to inform shareholders that, the Board of Directors at the meeting held on February 14, 2019, decided “ad referendum” that it will propose to the Ordinary General Meeting that will examine the balance sheet and financial statements for the 2018 financial year, the distribution of the balance of dividends in the gross amount of R\$ 143,434,184.62 (one hundred and forty-three million, four hundred and thirty-four thousand, one hundred and eighty-four reais and sixty-two centavos) referring to the period up to December 31, 2018. The dividends will be paid from May 8, 2019, without remuneration or monetary restatement and distributed as follows:

i) In the form of Interest on Equity – calculated as part of the total value of dividends, subject to the limits in Article 9, §7, of Law 9249/95, the gross amount of R\$130,000,000.00 (one hundred and thirty million reais), corresponding to gross value per share of R\$0.1444 (excluding treasury shares as legislation), for shareholders who are proven to be immune or exempt or, with withholding income tax under current legislation.

The Company requests that shareholders, companies and/or entities not subject to withholding income tax as legislation submit the documentation to the Company located at Av. Pedro Grendene, 131, Bairro Volta Grande, Farroupilha, RS, CEP 95180-052, care the Investor Relations Department, by April 29, 2019.

ii) In the form of dividends - complementary dividend of R\$13,434,184.62, or R\$0.0149 per share excluding treasury shares as legislation. This amount will not be subject to any remuneration or monetary updating, nor any withholding tax.

The Interest on Equity and complementary dividends, per share, subject to changes due to the quantity of treasury shares at the cut-off date.

The Interest on Equity and complementary dividends will be payable to stockholders in the Company's books of record on April 23, 2019 (the cut-off date). Thus Grendene's shares will trade ex-dividend and ex-Interest on Equity on April 24, 2019, on the B3.

This complementary distribution of Dividends and Interest on Equity (R\$143,434,184.62), plus the amount of R\$171,642,046.10, paid in advance in 2018, totaling a gross amount of R\$315,076,230.72, for the fiscal year 2018.

Shareholders will have their credits available on the date of the start of the payment of this right, in accordance with their current account and bank domicile supplied to Banco Itaú Unibanco S. A., the depositary institution of the shares of this Company, and those who hold the shares held in custody at B3 will have their credits transferred by the respective custodian agents, as of the date of the start of payment. Shareholders with outdated registrations that do not contain the CPF or CNPJ number or bank credit option will have their credits deposited after the cadastral regularization, which may be done at any branch of Itaú Unibanco S.A.

Sobral, February 14, 2019.

Francisco Olinto Velo Schmitt  
Investor Relations Officer