Shareholder Profile: Vilela de Queiroz Family Brazil
Minerva SA 5 April 2018

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- *The Vilela de Queiroz family controls meat processor Minerva SA, which it acquired in 1992. The family also owns privately-held livestock, cattle logistics, real estate and fuel retail companies.*
- *Minerva has been less reliant on government financing than its competitors JBS and Marfrig. This has helped insulate it from recent corruption scandals, but also led the family to depend more on equity financing and resulted in the dilution of its stake to under 30%.*
- *Other main shareholders are Saudi state-owned Salic (UK) Ltd (21.4%) and poultry-focused Brazilian meat processor BRF SA.*

INTRODUCTION

The Vilela de Queiroz family, which consists of several first-generation siblings and their children, controls São Paulo-listed Minerva SA, Brazil's third-largest beef producer. The company also exports live cattle and produces leather. In addition to Minerva, the family owns numerous private companies, including its original cattle-transport business founded in the 1960s by Edivar Vilela de Queiroz, as well as several livestock companies. Edivar's son, Fernando Galletti de Queiroz, has been Minerva's CEO since 2007.

In contrast to its competitors, Minerva has received relatively little financing from state-owned Brazilian Development Bank (BNDES) and other government lenders. Although its growth has been slower and it lacks its rivals' global scope, Minerva's independence from politically-linked financing has helped insulate it from corruption scandals. Lack of access to cheap loans has prompted frequent use of equity financing, however, resulting in dilution of the family's stake.

Although the family only holds a 28.2% stake in Minerva, it controls the company via shareholders' agreements with BRF SA, which has a 11.6% stake, and Saudi government-owned Salic (UK) Ltd, which has a 21.4% stake. Of 10 board members, the family's VDQ Holdings appoints five. Three of these are family members. Another three directors are appointed by Salic, and two are independent.

While ownership of private companies in related industries is a potential red flag, Minerva's transactions with the family's private entities appear limited. Since 2008, Minerva has reported BRL 29m in loans to VDQ Holdings and other family companies, and paid BRL 7.3m to purchase cattle from Vilela de Queiroz livestock companies.

Minerva reported 2017 gross revenue of BRL 13bn, a 26.5% increase from 2016, with sales in Brazil accounting for BRL 5.2bn, and sales outside Brazil for BRL 7.6bn. Asia accounted for 24% of Minerva's export revenue, the Middle East for 23% and the Americas for 18%. The beef division represented 62% of gross revenue. Adjusted EBITDA was BRL 1.26m, up 28% from 2016, and leverage was 4.6x as of year-end 2017. In August 2017, Minerva acquired JBS SA assets in Argentina, Paraguay and Uruguay, increasing its slaughtering capacity by 52%. Minerva has 11 slaughterhouses in seven Brazilian states, six slaughterhouses in Paraguay, five in Argentina, three in Uruguay and one in Colombia. It plans to focus on deleveraging in 2018, and does not intend to make acquisitions, the CEO said on a 4Q17 results call.

Minerva has three USD bonds with USD 2.15bn outstanding, which represents 73% of its total debt. In December 2017, the company issued USD 500m 5.875% senior unsecured notes due 2028, which funded a tender offer for USD 198m of its 7.75% notes due 2023. In March 2018, it announced the issuance of perpetual notes to fund a tender offer for its 8.75% perpetual notes. The 2026, 2028 and perpetual bonds last traded at 96.4, 92.5 and 103.5, respectively.

SHAREHOLDER-RELATED RISK (see Risk Factors for details)		
Succession Risk Transfer of wealth and control	Low	Three first and second-generation family members were on Minerva's board and the family's stake was held by seven living members as of March 2018. Antônio Vilela de Queiroz, who held 21% of the family's Minerva stake and was vice-chairman until 2016, died in February 2018. Second-generation CEO Fernando Galletti de Queiroz is in his 50s.
Political Risk Political exposure and government relations	Low	The family is not closely aligned with any political party. Compared to its competitors, Minerva has been relatively independent of politically sensitive financing from government banks, helping it avoid involvement in Brazil's recent corruption scandals.
Legal & Regulatory Risk Lawsuits and regulation	Moderate	Minerva and one family member are disputing a fine imposed by anti-trust agency CADE in 2007 for cattle price-fixing. Minerva has been implicated in a recent meat-industry scandal involving bribery of Ministry of Agriculture officials to delay or annul administrative fines.
Transparency Risk Structures of ownership and control	Low	Minerva is controlled via an onshore holding company, and individual stakes are disclosed. Privately-owned family companies provide less disclosure, but shareholder information is available.
Governance Risk Corporate governance	Low	Minerva is listed in the the Novo Mercado, the highest corporate-governance bracket of the São Paulo stock exchange. Two of 10 directors are independent. Minerva has reported limited transactions with the family's private companies.
Expansion Risk Growth and diversification	Low	Minerva has not expanded beyond its core beef-related business. The family's private business is on a smaller scale, and while more diversified, remains primarily focused on the livestock industry.
Credit History Risk Shareholder history and	Low	Minerva and its subsidiaries do not appear to have a history of debt default or restructuring.

Ratings indicate the probability of business disruption or investment loss. High: over 50% or already occurring; Low: not of concern in the foreseeable future

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TIMELINE

1957 After leaving his position at Banco do Brasil, Edivar Vilela de Queiroz begins work in the cattle and beef logistics business.

1966 Edivar Vilela de Queiroz founds cattle and beef logistics companies Expresso Barretos Ltda and Frota C Transportes de Gado Ltda in São Paulo state, where his siblings Antônio, Ibar and Izonel are also employed.

1970s-1980s In 1972, Antônio, Ibar and Izonel become shareholders of Expresso Barretos and Frota C Transportes de Gado. In the 1970s, the family acquires livestock companies Fazenda São João in Goiás, Fazenda Guaraporé in Mato Grosso and Agropecuária Vilela de Queiroz Ltda. In the 1980s, it acquires livestock companies Agropecuária Corumbiara SA and Agropecuária Pimenta Bueno SA in Rondônia and Fazenda São João in Goiás.

1992 Joined by brothers Ismael and Edvair, the family acquires Frigorífico Minerva Brasil SA, a bankrupt slaughterhouse in Barretos, São Paulo state, for USD 360,000. The company is renamed Indústria e Comércio de Carnes Minerva Ltda (Minerva). Edivar's eldest son, Fernando Galletti de Queiroz, begins working at Minerva and becomes a shareholder.

1994 Minerva begins exporting meat.

1998 Minerva acquires a distribution center in São Paulo state.

1999 Minerva acquires a slaughterhouse in José Bonifácio, São Paulo state.

2001 Minerva leases a processing unit in Cajamar, São Paulo state.

2004 Minerva establishes a slaughterhouse in Palmeiras de Goiás, Goiás state.

2006 The company leases a slaughterhouse in Batayporã, Mato Grosso do Sul.

2007 Renamed Minerva SA, the company lists on the São Paulo stock exchange. The IPO raises BRL 444m, selling 32% of the company. Fernando Galletti de Queiroz replaces Edivar Vilela de Queiroz as CEO of Minerva. Brazil's anti-trust authority (CADE) fines Minerva 5% of its 2004 revenue in relation to collusion with other meat processing companies for cattle price-fixing. Minerva begins construction of a unit in Rolim de Moura, Rondônia state and acquires two processing units in Araguaína, Tocantins state and Redenção, Pará state. In a JV with Ireland-based processed-meat producer Dawn Farms Food Ltd, Minerva begins construction of a cooked and frozen meat production unit in Barretos, São Paulo. Minerva acquires a distribution center in Goiás state and a 50% stake in distributor Brascasing Comercial Ltda, which exports bovine by-products. The company establishes sales branches in Russia, Lebanon, Algeria, Chile and Iran.

2008 Minerva acquires meat processing company Lord Meat Indústria Comércio Importação e Exportação Ltda in Goiás state from Lord Meat Trading Ltd for BRL 60m. It also acquires a controlling stake in its first slaughterhouse outside Brazil, Friasa SA in Paraguay, for USD 5m. The company establishes distribution centers in Santa Catarina and Espírito Santo states, and a sales branch in Saudi Arabia.

2009 JV Minerva Dawn Farms Indústria e Comércio de Proteínas SA begins operation. Minerva obtains a BRL 73m loan from BNDES.

2010 The company acquires a slaughterhouse in Campina Verde, Minas Gerais state, and establishes distribution centers in Distrito Federal and São Paulo and sales branches in Italy and Chile. Minerva raises its stake in Minerva Dawn Farms Indústria e Comércio de Proteínas to 80%.

2011 Minerva acquires slaughterhouse Pulsa SA in Uruguay for USD 65m and establishes sales branches in the US and Colombia and a distribution center in Minas Gerais state.

2012 Minerva acquires slaughterhouse Frigomerc SA in Paraguay for USD 35m. It acquires the remaining stakes in Minerva Dawn Farms Indústria e Comércio de Proteínas for BRL 15m, and Brascasing for USD 1.78m. Minerva obtains a BRL 59m loan from BNDES to expand production capacity at six of its slaughterhouses. The company raises BRL 416m in a secondary public offering, decreasing the family's stake to 34.3%.

2013 The company establishes two distribution centers in Minas Gerais and Rondônia states, and acquires two slaughterhouses in Mirassol d'Oeste and Várzea Grande, Mato Grosso state from BRF SA. BRF receives a 15.2% stake in Minerva, and forms a shareholders' agreement with the Vilela de Queiroz family holding company VDQ Holdings SA (see Affiliations). International Finance Corp acquires a 2.93% stake in Minerva for BRL 47m, and issues a BRL 137m loan to the company.

2014 Minerva acquires slaughterhouse Frigorífico Carrasco in Uruguay for USD 37m, and another slaughterhouse in Janaúba, Minas Gerais state for BRL 40m.

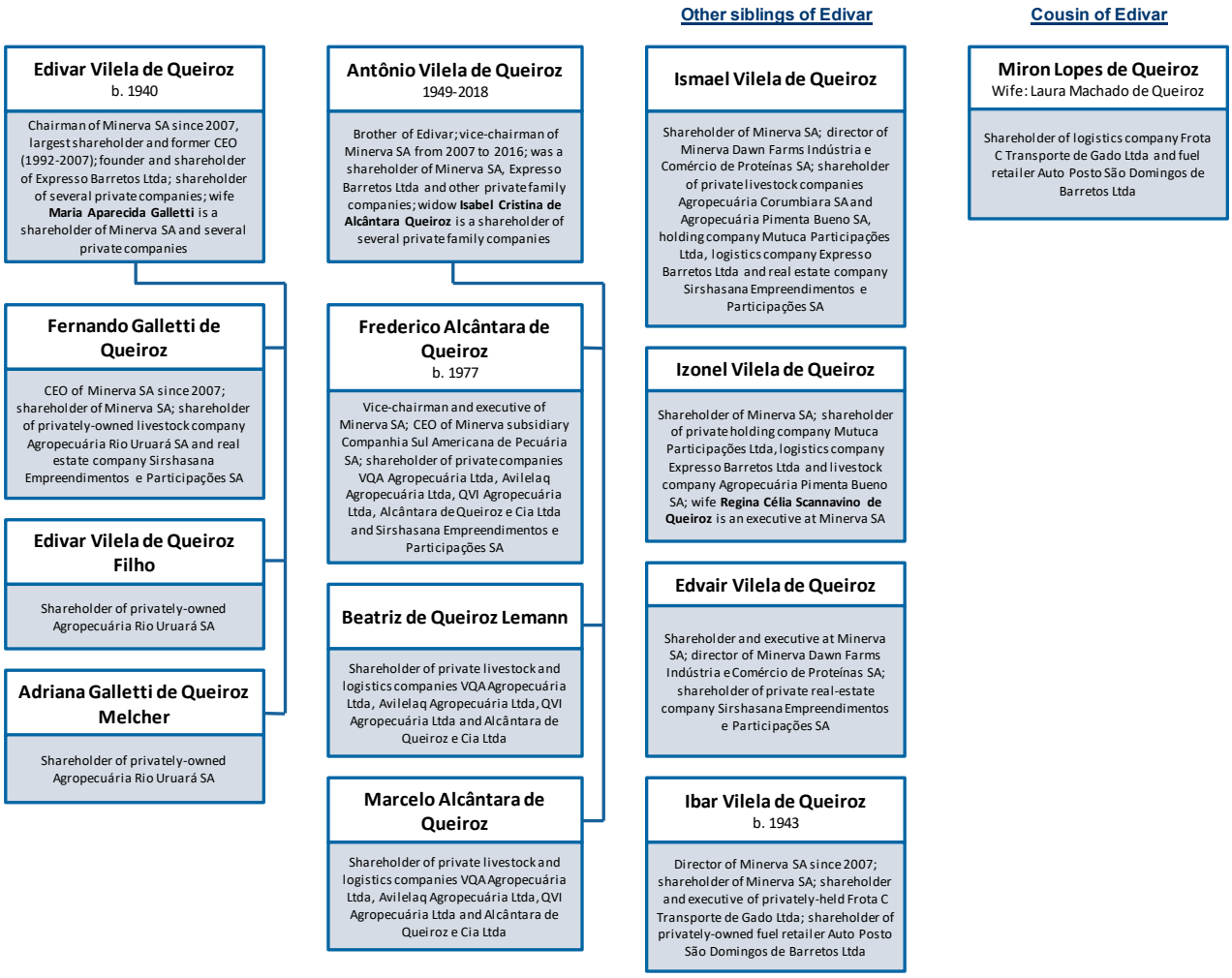
2015 Salic (UK) Ltd, controlled by sovereign wealth fund subsidiary Saudi Agricultural and Livestock Investment Co, acquires a 19.95% stake in Minerva for BRL 746m. VDQ's stake decreases from 32.87% to 26.31%. Salic signs a shareholders' agreement with VDQ, allowing it to appoint two or three Minerva board members (see Affiliations). Minerva acquires slaughterhouses Red Carnica SAS and Red Industrial Colombiana SAS in Colombia for USD 30m. Minerva's Frigomerc leases slaughterhouse Expacar in Paraguay from Digna SA. Minerva closes its Mirassol d'Oeste and its Batayporã slaughterhouses, dismissing over 1,500 employees.

2016 Minerva acquires sales and distribution companies Intermeat Assessoria e Comércio Ltda and Australia-based IMTP Pty Ltd (renamed Minerva Foods Asia Pty Ltd) for AUD 4m and establishes energy trading company Minerva Comercializadora de Energia Ltda. Minerva suspends production at its Campina Verde unit, dismissing 400 employees, citing reduced domestic demand for meat.

2017 Minerva acquires JBS Paraguay SA, Indústria Paraguaya Frigorifica SA, Frigorifico Canelones SA and JBS Argentina SA (renamed Swift Argentina SA), which includes nine slaughterhouses, one processed meat unit and one distribution center in Paraguay, Uruguay and Argentina from JBS SA for USD 300m. The acquisition increases its slaughtering capacity by 52%. In March and May 2017, federal police announce two investigations (Operation Carne Fraca and Operation Lucas) into bribery of Ministry of Agriculture officials in exchange for certification of meat unsuitable for consumption and to delay or annul fines against the companies. Minerva's Araguaína unit is implicated in the latter Lucas. Although not targeted in Carne Fraca, Minerva suffers from a ban on Brazilian meat exports by several countries. Sales and distribution company Minerva Europe Ltd is established in England. Minerva reopens its Mirassol d'Oeste plant.

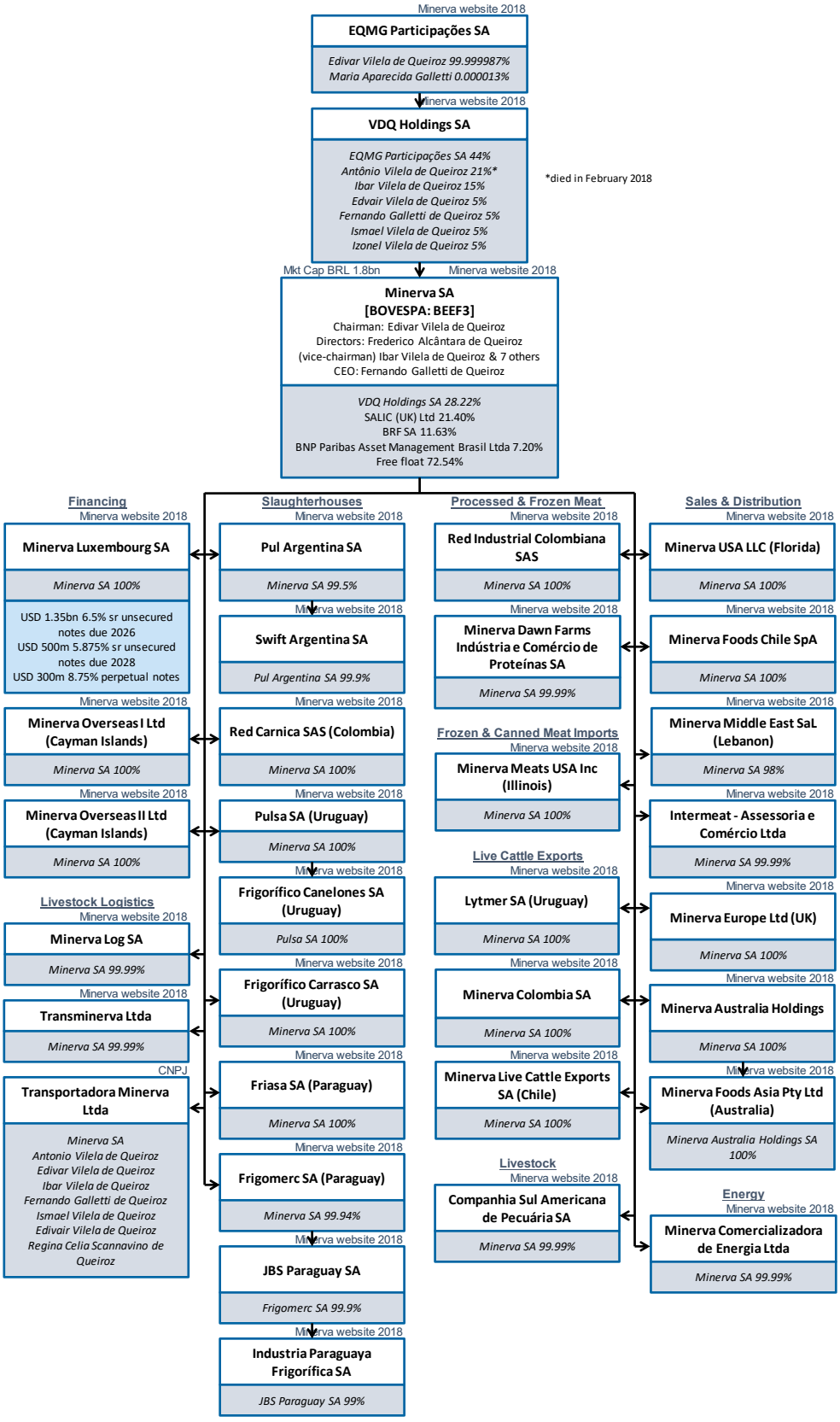
Sources: Company filings and websites, press reports

FAMILY MEMBERS



Note: *This chart is based on public information and is not intended to be comprehensive. It includes only individuals relevant to the family business.*

SHAREHOLDINGS: MINERVA SA



Note: *This chart is based on public information. It contains key companies but is not intended to be comprehensive. USD bonds and market capitalization are included where relevant. Family shareholdings are italicized. Companies are domiciled in Brazil unless otherwise noted.*

SHAREHOLDINGS: PRIVATELY-OWNED COMPANIES

Livestock

CNPJ

EVQ Participações Ltda

Edivar Vilela de Queiroz
Maria Aparecida Galletti de Queiroz

Meeting minutes 2014

Agropecuária Rio Uruará SA

EVQ Participações Ltda
Edivar Vilela de Queiroz
Maria Aparecida Galletti de Queiroz
Edivar Vilela de Queiroz Filho
Adriana Galletti de Queiroz Melcher

CNPJ

Agropecuária Corumbiara SA

*Antônio Vilela de Queiroz**
Ismael Vilela de Queiroz

CNPJ

Agropecuária Vilela de Queiroz Ltda

Transportadora Minerva Ltda
Edivar Vilela de Queiroz

CNPJ

Agropecuária Pimenta Bueno SA

Edivar Vilela de Queiroz
Ismael Vilela de Queiroz

*died in February 2018

Livestock

CNPJ

VQA Agropecuária Ltda

*Antônio Vilela de Queiroz**
Frederico Alcântara de Queiroz
Beatriz de Queiroz Lemann
Marcelo Alcântara de Queiroz
Isabel Cristina de Alcântara Queiroz

CNPJ

Avilelaq Agropecuária Ltda

*Antônio Vilela de Queiroz**
Frederico Alcântara de Queiroz
Beatriz de Queiroz Lemann
Marcelo Alcântara de Queiroz
Isabel Cristina de Alcântara Queiroz

CNPJ

QVI Agropecuária Ltda

*Antônio Vilela de Queiroz**
Frederico Alcântara de Queiroz
Beatriz de Queiroz Lemann
Marcelo Alcântara de Queiroz
Isabel Cristina de Alcântara Queiroz

Holding Company

CNPJ

Mutuca Participações Ltda

Edivar Vilela de Queiroz
*Antônio Vilela de Queiroz**
Ismael Vilela de Queiroz
Izonel Vilela de Queiroz

Livestock Logistics

CNPJ

Expresso Barretos Ltda

Edivar Vilela de Queiroz
*Antônio Vilela de Queiroz**
Ismael Vilela de Queiroz
Izonel Vilela de Queiroz

CNPJ

Frota C Transportes de Gado Ltda

Ibar Vilela de Queiroz
Miron Lopes de Queiroz

GVQ website, CNPJ

Alcântara de Queiroz e Cia Ltda

*Antônio Vilela de Queiroz**
Frederico Alcântara de Queiroz
Beatriz de Queiroz Lemann
Marcelo Alcântara de Queiroz
Isabel Cristina de Alcântara Queiroz

Clothing Retail

CNPJ

Siadora Bebe Eireli ME

Maria Aparecida Galletti de Queiroz

Real Estate

CNPJ

Sirshasana Empreendimentos e Participações SA

Edivar Vilela de Queiroz
*Antônio Vilela de Queiroz**
Ibar Vilela de Queiroz
Ismael Vilela de Queiroz
Edvair Vilela de Queiroz
Fernando Galletti de Queiroz
Frederico Alcântara de Queiroz

CNPJ

Horticulture companies (owned by Edivar Vilela de Queiroz and Maria Aparecida Galletti de Queiroz)
Edivar Vilela de Queiroz e Outro - Sitio Três Irmãs
Edivar Vilela de Queiroz e Outro - Sitio Boa Vista
Edivar Vilela de Queiroz e Outro - Sitio Boa Vista 2

Fuel Retail

CNPJ

Auto Posto Barretos Ltda

Edivar Vilela de Queiroz
Maria Aparecida Galletti de Queiroz

CNPJ

Auto Posto São Domingos de Barretos Ltda

Ibar Vilela de Queiroz
Miron Lopes de Queiroz

Note: *This chart is based on public information. It contains key companies but is not intended to be comprehensive. USD bonds and market capitalization are included where relevant. Family shareholdings are italicized. Companies are domiciled in Brazil unless otherwise noted.*

AFFILIATIONS
Relationships with individuals, companies and institutions

Brazilian Development Bank (BNDES)	The Brazilian Development Bank (BNDES) has played a key role in the growth and consolidation of Brazil's meat industry, providing subsidized loans to the largest meat processing companies, including Minerva. According to the bank's database, Minerva received BRL 132m in loans from BNDES between 2005 and 2015 (BRL 73m in 2009 and BRL 59m in 2012). According to a report by University of São Paulo researcher Thiago Bernardino de Carvalho, the average interest rate on Minerva's loans from BNDES between 2002 and 2015 was 3.59%. BNDES has also provided indirect loans via other banks to Minerva Dawn Farms Indústria e Comércio de Proteínas SA, and privately-owned Vilela de Queiroz companies including Expresso Barretos Ltda, Frota C Transportes de Gado Ltda, Agropecuária Rio Uruará SA, Agropecuária Corumbiara SA, Agropecuária Vilela de Queiroz Ltda, Agropecuária Pimenta Bueno SA, Alcântara de Queiroz e Cia Ltda, and Auto Posto Barretos Ltda. However, Minerva has depended on BNDES far less than meat producers JBS SA (which received BRL 5.4bn over the same time period), Marfrig SA (BRL 3.8bn) and BRF SA (BRL 2bn), according to Estado de S. Paulo. Via its equity arm BNDES Participações, the bank also holds a 21% stake in JBS and 34% stake in Marfrig. According to another report in Estado de S. Paulo, Minerva's relatively small amount of BNDES financing is a result of weaker political connections compared to its rivals. However, Minerva's lack of reliance on politically-linked financing has helped insulate it from recent corruption scandals. BNDES' financing has been scrutinized by federal police and the Federal Court of Accounts (TCU) in recent years amid allegations of bribery and political favoritism.
BRF SA	Poultry-focused BRF SA is a one of Brazil's largest meat processing companies, formed in 2009 from the merger of Sadia SA and Perdigão SA. BRF does not have a controlling shareholder. The largest shareholders are Petrobras pension fund Petros (11.4%), Caixa Econômica Federal pension fund Previ (10.7%), and investment managers Tarpon Gestora de Recursos SA (8.6%) and Standard Life Aberdeen Plc (5%). In 2013, Minerva acquired two slaughterhouses in Mirassol d'Oeste and Várzea Grande, Mato Grosso state from BRF SA, in exchange for which BRF received a 15.2% stake in Minerva. BRF and VDQ Holdings signed a shareholders' agreement in November 2013, which is valid until 2024. The agreement mandates that BRF and VDQ hold meetings prior to Minerva board meetings, and that directors appointed by VDQ vote according to decisions made in the earlier meeting. In shareholders' meetings, BRF cannot vote against VDQ's nominations to the board of Minerva. The agreement also grants VDQ the right of first refusal if BRF sells more than a 3% stake in Minerva, and grants BRF tag-along rights if VDQ sells more than a 3% stake in Minerva. BRF does not appoint Minerva board members. Sérgio Carvalho Mandin Fonseca, a VDQ-appointed director of Minerva since 2012, was CEO of BRF between 2013 and 2015.
Dawn Farms Food Ltd	Ireland-based cooked and fermented meat products company Dawn Farms Food Ltd formed a 50-50 JV with Minerva in 2007. The JV, Minerva Dawn Farms Indústria e Comércio de Proteínas SA, is a cooked and frozen meat production unit in Barretos, São Paulo state, which began operation in 2009. In 2010, Minerva acquired an additional 30% stake in Minerva Dawn Farms Indústria e Comércio de Proteínas for BRL 60m, and in 2012 bought Dawn Farms' remaining 20% for BRL 15m, 85% of which was paid via Minerva shares. According to Minerva, the unit has a production capacity of 80 to 120 tons of meat products per day.
Saudi Agricultural and Livestock Investment Co	Salic (UK) Ltd is a London-registered, wholly-owned subsidiary of Saudi Agricultural and Livestock Investment Co, which is owned by Saudi Arabia's sovereign wealth fund, the Public Investment Fund. In 2015, Salic acquired a 19.95% stake in Minerva for BRL 746m through an issuance of 47 million new shares, decreasing the stake of family holding company VDQ Holdings from 32.87% to 26.31%. Salic signed a shareholders' agreement with VDQ, which mandates that the two hold meetings prior to Minerva board meetings, and that directors appointed by both must vote in accordance with decisions made at the prior meeting. According to the agreement, Salic can appoint two directors to Minerva's board if its stake in Minerva is between 10% and 15%, and three directors if its stake is above 15%. VDQ can appoint three directors if its stake is below 15%, four if its stake is between 15 and 20%, and five if above 20%. VDQ appoints the chairman of the board, and VDQ and Salic each appoint a vice-chairman. The agreement also gives VDQ and Salic right of first refusal if the other sells its stake to a third party. The agreement is valid until December 2025. Salic held a 21.4% stake in Minerva as of March 2018.

RISK FACTORS Legal issues, conflicts and controversies	
Anti-trust fines (2007-present)	In 2007, Brazil's anti-trust authority (CADE) found Minerva guilty of colluding with 10 other meat processing companies to fix prices for the purchase price of cattle, and was ordered to pay a fine of 5% of its 2004 revenue, according to Valor Econômico. Ibar Vilela de Queiroz and Antônio Sebastião Domingos Neto were each ordered to pay personal fines equivalent to 10% of that paid by the company. According to court documents, Minerva filed an action for annulment of the fines in a federal court in May 2008. In 2014, the court ordered the cancellation of the fine against Domingos Neto, but upheld the fines against Vilela de Queiroz and Minerva. The company and Vilela de Queiroz appealed, and the case is ongoing.
Live cattle export controversy, injunction and fines (2018)	In December 2017, Minerva received authorization to export 27,000 live bull calves from the port of Santos, São Paulo state, which had not allowed the export of live cattle since 1996. On 31 January 2018, Minerva was fined BRL 1.5m for irregularities in the transport of the cattle to the port, according to the Santos city government's website. The ship was scheduled to leave the Santos port for Turkey on 1 February, but activists from the Animal Rights News Agency and the National Forum for the Defense and Protection of Animals obtained an injuction from a São Paulo court suspending the exports and ordering the cattle to be removed from the ship. On 2 February, the company was fined BRL 2m due to the foul odor emanating from the shipment waiting at the Santos port. The Attorney General's Office (AGU) appealed the injuction in a federal court and on 4 February the court allowed the ship to leave the port, arguing the 30 days it would allegedly take to remove the cattle from the ship would be more detrimental to the cattle's health. According to El País, agriculture minister Blairo Maggi intervened via the AGU to overturn the injuction and allow the ship to leave the port. Minerva said it followed all legal requirements to protect the well-being of its cattle during transportation and export.
Operation Lucas investigation: bribery of Agriculture Ministry officials to avoid fines (2017)	In May 2017, federal police announced the Operation Lucas investigation into bribery of Ministry of Agriculture officials by meat and dairy companies between 2010 and 2016 to delay or annul fines resulting from administrative proceedings (cases handled by administrative agencies rather than courts), according to press reports. On 30 August 2017, Minerva's processing unit in Araguaína, Tocantins state, was targeted in a police raid in connection with the investigation. According to press reports, exports from the unit were suspended. In a press release on the same day, Minerva said that the unit continued to operate normally and there was no indictment against the company or its officers. There do not appear to have been further developments in the case.
Collective dismissal fines (2015-2017)	In July 2015, Minerva closed the Mirassol d'Oeste slaughterhouse and dismissed 700 employees, according to Valor Econômico. The previous month, it had announced the closing of its Batayporã slaughterhouse and the dismissal of over 800 employees, according to the same article. Mato Grosso state labor prosecutors filed a civil case against Minerva alleging illegal collective dismissal of Mirassol d'Oeste employees, and in May 2017, the company agreed to pay a BRL 350,000 fine. In November 2017, the Mirassol d'Oeste unit was reopened.
Worker safety issues (2013-2017)	In August 2016, one person died and eight were injured due to an ammonia leak at a Minerva slaughterhouse in Barretos, São Paulo state, according to press reports. In September 2016, the Environmental Company of the State of São Paulo filed a lawsuit against the company for environmental damages related to the accident. If found guilty, the company will have to pay a BRL 12.5m fine, according to Minerva's annual report. On 23 March 2017, the Barretos unit was evacuated twice due to ammonia leaks that injured a total of 15 people, according to press reports. Minerva said the evacuation was not due to a leak, but to the automatic opening of a safety valve, and said it follows all safety regulations. In 2013, Minerva's Araguaína plant experienced three ammonia leaks in four months, according to news website G1. Following the first of these, in March, 51 employees were hospitalized. In 2013, Minerva was fined BRL 200,000 for an ammonia leak in its Araraquara unit in January 2012.
Financial crimes charges in relation to BNDES loan (2002-2014)	In 2004, federal prosecutors filed criminal charges against Edivar, Antônio, Ibar, Ismael, Izonel and Edvair Vilela de Queiroz and Fernando Galletti de Queiroz, the owners of Minerva SA, for crimes against the financial system, according to court documents. Federal prosecutors claimed that the company misused a BRL 18m loan from the Brazilian Development Bank (BNDES), which was intended for the construction of a slaughterhouse in Palmeiras de Goiás, in Goiás state. According to prosecutors, Minerva falsified documents in its accounting and financial reporting to BNDES. According to a court announcement, the matter was also investigated by BNDES in 2003 after receiving an anonymous complaint, and the investigation found accounting fraud in relation to the construction of the unit. In 2012, Brazil's Supreme Court of Justice dismissed the case citing a defective pleading. The court found that the prosecution filed the lawsuit against the seven family members because they were shareholders of the company, but did not detail how they were involved in the alleged offense. Since the lawsuit was not considered on its merits, a new case could potentially be filed.

DEBTWIRE COVERAGE	
04 Apr 2018	Minerva perpetual bond tender early deadline extended to 16 April
03 Apr 2018	Minerva continues with proposed bond issue
28 Mar 2018	Minerva withdraws proposed bond issue - reported rumor (translated)
19 Mar 2018	Minerva: HSBC launches tender offer for 8.75% perpetual notes
19 Mar 2018	Minerva to roadshow this week in US, Europe, and Asia
06 Mar 2018	Minerva to stop acquisitions in 2018 to reduce leverage – CEO
01 Feb 2018	Minerva appoints Eduardo de Toledo as CFO
29 Jan 2018	Minerva board determines CEO Fernando Galleti de Queiroz will also act as CFO
16 Jan 2018	Minerva CFO to step down end January
14 Dec 2017	Minerva bondholders tender USD 198m of 2023 bonds in offer launched by HSBC
05 Dec 2017	Minerva prices USD 500m 10NC5 at 6.125% yield
05 Dec 2017	Minerva sets low-to-mid 6%-area IPT for USD 500m 10NC5
05 Dec 2017	RESEARCH: Minerva 3Q17 Tear Sheet
04 Dec 2017	Minerva proposed USD 500m 2028 notes rated 'BB-' - Fitch
04 Dec 2017	Minerva proposed senior unsecured 2028 bonds rated 'BB-' - S&P
30 Nov 2017	Minerva: HSBC launches tender offer for 2023 bond
29 Nov 2017	Minerva expects Brazil to resume beef exports to US in 1Q18 (translated)
21 Nov 2017	Minerva to supply meat from other LatAm countries following Russian ban on Brazilian exports
20 Nov 2017	Brazil meat exports to Russia get temporary restriction (translated)
16 Oct 2017	Minerva redeems BRL 155.76m in domestic bonds
30 Aug 2017	Minerva and its executives not indicted in federal police investigation
12 Jul 2017	JBS authorized by judge to sell assets to Minerva (translated)
02 Jul 2017	JBS' appeal against suspension of asset sale to Minerva rejected by Supreme Court (translated)
23 Jun 2017	Minerva's Brazilian fresh beef exports to US to be re-routed to Uruguay following US ban

***Disclaimer**: We have obtained the information provided in this report in good faith from sources that we consider to be reliable, but we do not independently verify the information. The information is not intended to provide tax, legal or investment advice. We shall not be liable for any mistakes, errors, inaccuracies or omissions in, or incompleteness of, any information contained in this report. All such liability is excluded to the fullest extent permitted by law. Data has been derived from corporate disclosures, regulatory announcements, government publications, media reports, press releases, presentations and Debtwire intelligence.*