

VALID SOLUÇÕES S.A.
Company Registry (NIRE): 33.3.0027799-4
Corporate Taxpayer's ID (CNPJ): 33.113.309/0001-47

MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON MAY 21, 2020

DATE, TIME AND PLACE: May 21, 2020, at 2:00 p.m., in the Company's headquarters located at Avenida Paulista, 2064, sala 15/parte, 15º. Andar, Bela Vista, in the city and state of São Paulo. **CALL AND ATTENDANCE:** Notice sent to each of the members of the Board of Directors, with the prior statutory advance notice established in article 18, paragraph 1 of the Company's Bylaws. **INSTALLATION AND PRESENCE:** Attendance of all members of the Board of Directors, the meeting having been held by videoconference, as provided for in Article 18 of the Bylaws. **PRESIDING BOARD:** Chairman: Sidney Levy; Secretary: Maria Isabel Tavares; **AGENDA:** 1) to resolve on the investment in the acquisition of 50% + 1 share of the companies **SERBET - SISTEMA DE ESTACIONAMENTO VEICULAR DO BRASIL LTDA and ALPDEX PROCESSAMENTO DE DADOS LTDA**, both in a company with Alano Branco, with a 39.9998% participation and Fabricio Naue, with a 9.99995% participation. **2) Resolutions:** the Executive Board presents to the Directors the operation of acquisition of 50% + 1 share of the companies SERBET - SISTEMA DE ESTACIONAMENTO VEICULAR DO BRASIL LTDA and ALPDEX PROCESSAMENTO DE DADOS LTDA, in a company with Alano Branco, with the participation of 39.9998% and Fabricio Naue, with the participation of 9.99995% of the Stock Capital, to the present case, the right to withdraw does not apply, as provided in the articles 136 and 137 of Law 6404/76. The form of the operation was demonstrated: There will be a secondary investment, paid to shareholders Alano and Fabricio, in the amount of R\$4,500,000.00 (four million five hundred thousand reais) and a primary investment through a capital increase in the amount of R\$5,500,000.00 (five million five hundred thousand reais) which will be paid in up to one year from the date of execution of the investment contract. The investment contract also foresees earn-out payment in the maximum amount of R\$10,000,000.00 (ten million reais) as long as the metrics defined in the instrument are met.

After the presentation of the Board of Directors, where the need for the aforementioned investment was justified, the Board members resolved unanimously to approve it.

Closure: There being no further business to discuss, the proceedings were ended and these minutes were drawn up, which, after being read and found to agree, were signed by the councilors.

São Paulo, May 21, 2020.

Sidney Levy
Chairman

Maria Isabel Tavares
Secretary

Board Members:

Sidney Levy

Marcílio Marques Moreira

Cláudio Almeida Prado

Henrique Bredda

Guilherme Affonso Ferreira

Fiamma Zarife