

QUALICORP CONSULTORIA E CORRETORA DE SEGUROS S.A.

Registered Company

CNPJ/MF nº 11.992.680/0001-93

NIRE 35.300.379.560

Relevant Fact

Qualicorp Consultoria e Corretora de Seguros S.A., registered company, with head offices in the city of São Paulo, State of São Paulo, Rua Dr. Plínio Barreto, nº 365, 14º andar (parte), CEP 01313-020 ("Companhia"), pursuant to article 157, §4º of Lei 6.404/76, as amended, and pursuant to the provisions of Instruction of Comissão de Valores Mobiliários ("CVM") nº 358/2002, as amended, in view of the repercussion related to the excution of the Agreement of Assumption of Obligation not to Sell Shares and Not to Compete with Businesses of the Company with Mr. José Seripieri Filho ("Agreement"), disclosed by the Company by means of the Relevant Fact dated October 1, 2018, hereby informs its shareholders and the market that:

- (i) The Board of Directors of the Company decided that new transactions with related parties involving the Company and shareholders shall mandatorily be submitted to the approval of the shareholders meeting and that the Board will propose the corresponding amendment to the Bylaws of the Company in the next ordinary and extraordinary shareholders meeting;
- (ii) The Board of Directors also decided to create a Governance Committee to be coordinated by Rogério P Calderón Peres, and that will have as purpose identify, recommend, improve and assist in the adoption of the best global practices of corporate governance;
- (iii) XP Gestão de Recursos Ltda. requested to the management of the Company that new studies and reports be done so that the compensation of the CEO of the company be more in line with the results of the Company already for the next fiscal year;
- (iv) By referral of XP Gestão de Recursos Ltda., as manager of investment funds that are shareholders of the Company and in its own name, holding shares representing approximately 9% of the total common shares of the Company, Mr. Rogério P. Calderón Peres was appointed as member of the Board of Directors of the Company in substitution of Mr. Claudion Bahbout who has made available his seat to make possible this appointment; and
- (v) The Company received a letter from Mr. José Seripieri Filho by which Mr. Seripieri (a) renounces to the full amount of the variable compensation for the current fiscal year that Mr. Seripieri was entitled to as CEO and (b) for having a long term vision and a position of a shareholder aligned with measures for value creation for the Company, agreed to acquire, until the end of this calendar year, shares of the Company at market price on market trades of B3, in a total amount at least equal to the indemnification received as a result of the execution of the Agreement.

The measures hereby announced reinforce and elevate the corporate governance, the professional path of the Board of Directors, the alignment of the Company with Mr. José Seripieri Filho, its founder and largest shareholder, strengthening the implementation and development of the operational and strategic targets of the Company.

The Investment Relations Office is at the disposal for any clarifications that may be required.

São Paulo, October 7, 2018.

Grace Cury de Almeida Gonçalves Tourinho
CFO and Investment Relations Officer