

MARCOPOLO S.A.
National Registry of Legal Entities no.: 88.611.835/0001-29
A Publicly-Held Company
NIRE NO. 43 3 0000723 5

NOTICE TO SHAREHOLDERS

2nd SUBSCRIPTION PERIOD FOR LEFTOVER SHARES

MARCOPOLO S.A. (B3: POMO3, POMO4), in addition to the information already disclosed in the Notice to Shareholders dated 10/12/2018 and 01/31/2019, announces that on 07/02/2019 the exercise period of the subscription right ended in the first apportionment of surpluses related to the capital increase approved by the Board of Directors in a meeting held on December 10.

During the first period of apportionment of leftovers, 1,227,175 book-entry preferred shares of the Company were subscribed at a price of BRL 3.20 per share. These shares, together with the 20,622,846 shares subscribed in the period of preference, total the subscribed and paid-in amount of 21,850,021 book-entry preferred shares, which total BRL 69,920,067.20. Considering that the maximum limit approved for the capital increase was 21,933,779 book-entry preferred shares, with no par value, the amount of 83,758 book-entry preferred shares, which may be subscribed by the shareholders who stated, in the 1st apportionment of leftovers, interest in the reserve of new leftovers, in the proportion of 0.00545864250 new shares for each share subscribed in the preferred period.

Shareholders who opt for the acquisition of remaining shares in the 2nd apportionment, must subscribe them in the period from 02/14/2019 to 02/19/2019, and pay them in the act of subscription, at the same price BRL 3,20 per share, in cash), and the apportionment coefficient indicated in the previous item on the shares effectively subscribed in the preferential period must be observed.

If the leftover coefficient multiplied by the number of shares subscribed in the preference period is less than one share, the subscription will not be available, as there will be no share fraction subscription.

The controlling shareholders have expressed their intention to subscribe to the remaining shares that they have in the apportionment.

After the above period, if there are still unsubscribed shares, they will be canceled.

Customer Service:

- a) Holders of shares registered in Itaú: to attend any specialized agency Itaú Unibanco S.A. ;
- b) Holders of shares registered with the Central Depository of B3 Assets contact their custody agents.

Further information may be obtained from the Superintendence of Services to Companies and Foundations of Itaú Unibanco SA, by telephones (11) 3003-9285 (capitals and metropolitan areas) and 0800 720 9285 (other locations), on business days from 9:00 am to 6:00 pm, or with the Investor Relations Office of Marcopolo, by telephone (54) 2101.4950.

Caxias do Sul, RS, February 13, 2019.

José Antonio Valiati
Investor Relations Officer