

MILLS ESTRUTURAS E SERVIÇOS DE ENGENHARIA S.A.

CNPJ/MF N.º 27.093.558/0001-15

NIRE 33.3.0028974-7

A PUBLICLY HELD COMPANY

MINUTES OF THE BOARD OF DIRECTORS MEETING

HELD ON JUNE 12, 2017.

DATE, TIME AND PLACE: In a virtual place, being coordinated at the headquarters of the Company, located at Estrada do Guerenguê, 1.381, Taquara, in the city and state of Rio de Janeiro, on June 12, 2017, at 09:00 AM, in accordance with article 15, paragraph 3 of the Company's Bylaws.

CALL NOTICE AND ATTENDANCE: Call notice was waived in light of the attendance of all members of the Board of Directors, in accordance with article 15, paragraph 2 of the Bylaws of the Company, stating the compliance with the requirements set forth therein

CHAIR: Chairman: Andres Cristian Nacht; Secretary: Elio Demier.

AGENDA: Deliberate about: (i) take notes of the letter sent by Mr. Jorge Camargo, dated June 9, 2017, informing about your resignation to the functions of member of the Company's Board of Directors; and (ii) deliberate about the election of a substitute member of the Board of Directors, in conformity with Article 150 of Law no. 6.404/76.

RESOLUTIONS: Turning to the assessment of the items included in the agenda, the following resolutions were taken, via electronic mail:

- (i) Take notes about the letter sent by Mr. Jorge Camargo, dated June 9, 2017, informing about your resignation to the functions of member of the Company's Board of Directors which had been re-elected at the Company's Ordinary General Meeting held on April 28, 2016 whose term of Office would be extended until the Ordinary General Meeting to be held in April 2018, thanking him by the relevant services rendered; and
- (ii) **Approve the election**, in conformity with article 150 of Law no. 6.404/76, of Mr. Fábio Bruggioni, brazilian, married, business administrator, bearer of ID card no. 20.713.706-7-SSP/SP, with CPF/MF under no. 266.193.038-89, resident and domiciled at Rua Joaquim Eugênio de

Lima, 1655, ap 51 city and state of São Paulo, CEP 01403-002, for the position of member of the Board of Directors, whose term of Office will be extend until the next General Meeting of the Company. The Board of Directors authorized, in accordance with article 149, paragraph 1 of the Law 6.404/76, that the office of Mr. Fábio Bruggioni should be held on the next Board of Directors Meeting, on August 1, 2017. The counselor herein elected will take office upon the signature of the Term of Office recorded in the Book of Minutes of the Board of Directors of the Company, which should contain the resolutions in conformity with Article 147 of the Corporation Law, as well in CVM Instruction no. 367/02. The counselor herein elected should sign the instrument of agreement of Managers referred to by the Novo Mercado Listing Regulation of BM&FBOVESPA and join to the Relevant Act or Fact Disclosure Policy of the Company, as well as the Securities Trading Policy of the Company.

The Board of Directors has seized the opportunity to elect a new member with experience in technology and process innovation.

CLOSING AND SIGNATURES: There being nothing more to address, the Chairman closed the meeting, and these minutes of the Board of Directors Meeting were drafted, read, approved, and signed in the book of minutes by the Secretary on behalf of all Board members, under the terms of article 15, paragraph 3º of the Company's bylaws consigning the receipt of confirmations of vote of all member in writing. Directors in attendance: Andres Cristian Nacht, Elio Demier, Francisca Kjellerup Nacht, Aymar Ferreira de Almeida Junior and Roberto Pedote.

Rio de Janeiro, June 12, 2017.

I certify that these minutes are a faithful copy of the minutes drawn up in the Company's Book of Minutes.

Elio Demier
Secretary