

**DISTANCE VOTING BALLOT****Annual General Meeting (AGM) - INDUSTRIAS ROMI S.A. to be held on 03/13/2018****Shareholder's Name****Shareholder's CNPJ or CPF****E-mail****Instructions on how to cast your vote**

This Form must be filled in if the shareholder chooses to exercise its remote voting right, pursuant to the Brazilian Securities and Exchange Commission ("CVM") Instruction 481/09 and amendments.

In this case, it is imperative that the above blank spaces are filled in with the full name (or corporate name) of the shareholder and the Corporate Taxpayer ID (CNPJ) or Individual Taxpayer ID (CPF) also electronic mail for eventual contact.

In addition, in order for this Form to be considered valid and the votes herein are counted in the quorum of the Annual Shareholders Meeting, the following instructions must be observed:

- i. The blank spaces in this Form must be filled out;
- ii. All pages must be initialed;
- iii. The shareholder or his / her legal representative (s), as the case may be and in accordance with current legislation, shall sign the Form on the last page; and
- iv. It will be required the notarization of the signatures, in the cases of foreigners, the respective notarization, not being necessary the sworn translation of power of attorney sent in the Spanish and English languages.

**Instructions for sending your ballot, indicating the delivery process by sending it directly to the Company or through a qualified service provider**

The shareholder who chooses to exercise its right of remote voting must:

- i. Complete and send directly to the Company; or
- ii. Transmit the filling instructions to qualified service providers as follows:

Remote voting exercise through the custodian:

Shareholder who chooses to exercise its voting rights through their custody agent shall transmit their voting instructions according to the rules adopted by the bookkeeper, who shall forward the statements of vote to the Central Depository of the stock exchange B3 S.A - Brasil, Bolsa, Balcão (B3). To do so, the shareholders must contact their bookkeepers to verify the procedures.

According to CVM Instruction 481/09, the shareholder must send the instructions and the completed Form to its agents up to seven days before the date of the meeting, that is, up to 07/03/2018 (including the day), unless otherwise established by its custody agents.

It is recommended that the shareholder send the Form, which will be made available by the company at least one month before the date of the meeting, and the related documents, as far in advance as possible, so that there is sufficient time for evaluation by the company and eventual return with reasons for rectification, correction and resubmission thereof.

It is worth noting that, as determined by CVM Instruction 481/09, the Central Depository of B3, upon receiving the voting instructions of the shareholders through their respective custodian agents, will disregard any instructions that differ from the same resolution which have been issued by the same CPF and CNPJ registration number.

In addition to the above option, shareholders with shares in the book-entry system may exercise their right to vote remotely through Banco Bradesco, the institution that manages the Company's book-entry shares system. In this case, the shareholder / proxy must go to any branch of Banco Bradesco to deliver the Form duly completed.

**Postal and e-mail address to send the distance voting ballot, if the shareholder chooses to deliver the document directly to the company**

The shareholder who chooses to exercise its right to remote voting may, alternatively, do so directly to the Company, for this purpose, the shareholder must send the following documents to SP-304, KM 141.5 - Santa Bárbara D'Oeste, São Paulo, Brazil, or by the digital transmission to the assembleia@romi.com email address at the attention of the Investor Relations Officer.

- i. Physical copie of this Form duly completed, signed and with all pages initialed;
- ii. Authenticated copy of the following documents:
  - a- Individuals:
    - Valid identity document with photo and CPF number;
    - In the case of an attorney-in-fact (constituted less than one year before the date of the Shareholders Meeting), send a proxy with a notarized signature of the attorney-in-fact.

b- Legal entities:

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-Last bylaws or consolidated articles of association and the corporate documents proving the legal representation of the shareholder;  
- CNPJ; and  
- Identity document with photo of legal representative.

c- For investment funds:

- Last consolidated regulation of the fund with CNPJ;  
- Bylaws or articles of association of the director or manager, as the case may be, subject to the voting policy of the fund and corporate documents proving the powers of representation; and  
- Identity document with photo of legal representative.

Once received the Form and the required documentation, the Company will advise the shareholder of its acceptance or need for rectification, pursuant to CVM Instruction 481/09.

If the Form is sent directly to the Company and is not properly completed or without supporting documents described above, it may be disregarded and the shareholder will be informed by the e-mail address above indicated.

The Form and other supporting documents must be filed in the Company or sent by e-mail to [assembleia@romi.com](mailto:assembleia@romi.com) within seven days, until 07/03/2018 (including the day). Any Form received by the Company after this date will be disregarded.

#### **Indication of the institution hired by the company to provide the registrar service of securities, with name, physical and electronic address, contact person and phone number**

Any doubts and clarifications regarding the direct sending of this Form to Bradesco can be clarified through the channel provided by Bradesco below:

Banco Bradesco S.A.  
Departamento de Ações e Custódia  
Address: Núcleo Cidade de Deus, Prédio Amarelo, 2º andar, Vila Yara, Osasco, CEP 06029-900, Osasco, São Paulo, Brasil.  
Phone number: 0800 701 1616  
e-mail: [4010.accustodia@bradesco.com.br](mailto:4010.accustodia@bradesco.com.br)

Banco Bradesco informs that the above information were inserted only so that the shareholder has a direct channel to clarify any doubts. However, Bradesco will not receive Forms electronically, only those presented at any Bradesco Branch will be accepted.

#### **Resolutions concerning the Annual General Meeting (AGM)**

##### **Simple Resolution**

1. Acknowledge the management accounts, examine, discuss and vote on the Financial Statements related to the fiscal year ended on December 31, 2017.

Approve  Reject  Abstain

##### **Simple Resolution**

2. Resolve on proposal for the allocation of the net income of the fiscal year ended on December, 31, 2017.

Approve  Reject  Abstain

##### **Simple Resolution**

3. To set at 8 the number of members for the Board of Directors

Approve  Reject  Abstain

##### **Simple Question**

4. Do you request the adoption of the multiple voting process for the election of the Board of Directors, pursuant to Article 141 of Law 6,406 of 1976?

Yes  No  Abstain

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#### Election of the board of directors by candidate - Total members to be elected: 7

5. Appointment of the candidates for the Board of Directors (the shareholders may appoint as many candidates as the number of vacancies to be filled in the general election).

Américo Emílio Romi Neto - Presidente

Approve  Reject  Abstain

Carlos Guimarães Chiti - Vice - Presidente

Approve  Reject  Abstain

José Carlos Romi

Approve  Reject  Abstain

Paulo Romi

Approve  Reject  Abstain

Mônica Romi Zanatta

Approve  Reject  Abstain

Antônio Cândido de Azevedo Sodré Filho (independente)

Approve  Reject  Abstain

Paolo Guglielmo Bellotti (independente)

Approve  Reject  Abstain

6. In case of adoption of the election by multiple voting, do you wish to distribute the adopted vote in percentages by the candidates you chose?

Yes  No  Abstain

7. View of all candidates to appoint the % (percentage) of votes to be distributed.

Américo Emílio Romi Neto - Presidente [   ] %

Carlos Guimarães Chiti - Vice - Presidente [   ] %

José Carlos Romi [   ] %

Paulo Romi [   ] %

Mônica Romi Zanatta [   ] %

Antônio Cândido de Azevedo Sodré Filho (independente) [   ] %

Paolo Guglielmo Bellotti (independente) [   ] %

#### Separate election of the board of directors - Common shares (B)

8. Appointment of candidates for the board of directors by minority shareholders holding shares with voting rights (the shareholder must complete the blank spaces if he left the general election blank and holds the shares which he votes during the preceding 3 months to this annual shareholders meeting)

Márcio Guedes Pereira Junior (independente)

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Approve  Reject  Abstain

### Simple Question

9. Do you wish to instate the advisory board, pursuant to articles 36 to 39 of the Company's Bylaws?

Yes  No  Abstain

### Simple Question

10. Request to instate the Fiscal Council, pursuant to article 161 of Law no. 6,404 of 1976?

Yes  No  Abstain

### Simple Resolution

11. To set at 3 the number of members for the Fiscal Council

Approve  Reject  Abstain

### Election of the fiscal council by candidate - Total members to be elected: 2

12. Appointment of candidates for the Fiscal Council (the shareholder may appoint as many candidates as the number of vacancies to be filled in the general election).

Alfredo Ferreira Marques Filho (Titular) / Roberto de Carvalho Bandiera (Suplente)

Approve  Reject  Abstain

Clóvis Ailton Madeira (Titular) / Artemio Bertholini (Suplente)

Approve  Reject  Abstain

### Separate election of the fiscal council - Common shares

13. Appointment of candidates to the fiscal council by minority shareholders holding shares with voting rights (the shareholder must fill the blank spaces if he left the general election blank).

Walter Luis Bernardes Albertoni (Titular) / Julia Holland Reid Ferretti (Suplente)

Approve  Reject  Abstain

### Simple Resolution

14. To define the global and annual compensation of the Company's Directors and Management up to seven million reais (BRL 7,000,000.00).

Approve  Reject  Abstain

### Simple Resolution

15. To define the global and annual compensation of the advisory board up to four hundred thousand reais (BRL 400,000.00) if instated.

Approve  Reject  Abstain

### Simple Resolution

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16. To define the global and annual compensation of the the Fiscal Council up to three hundred thousand reais (BRL 300,000.00).

Approve  Reject  Abstain

#### Simple Question

17. In case of a second call of this Shareholders Meeting, can the voting instructions included in this From also be considered for the second call Meeting?

Yes  No  Abstain

City : \_\_\_\_\_

Date : \_\_\_\_\_

Signature : \_\_\_\_\_

Shareholder's Name : \_\_\_\_\_

Phone Number : \_\_\_\_\_