

SÃO MARTINHO S.A.
Corporate Taxpayer ID (CNPJ): 51.466.860/0001-56
Company Registry (NIRE): 35.300.010.485
Publicly-Held Company

**ANNUAL AND EXTRAORDINARY SHAREHOLDERS MEETING
CALL NOTICE**

SÃO MARTINHO S.A. ("Company") hereby invites its shareholders to the Annual and Extraordinary Shareholders Meeting ("Meeting") to be held on July 31, 2020, at 11:00 a.m., at its registered office located at Fazenda São Martinho, in the city of Pradópolis, state of São Paulo, to deliberate on the following agenda:

At the extraordinary meeting:

1. Increase the capital stock by R\$ 375,167,560.24 without the issue of new registered common shares with no par value and the consequent amendment to article 5 of the Bylaws;
2. Amendments to the Bylaws, as per appendix VIII to the Management Proposal, to establish: the permanent Fiscal Council and separate election for one of the vacancies, by noncontrolling shareholders (article 1, sole paragraph; 16, 30 and 37); (ii) term of office of two years for the Board of Executive Officers and Fiscal Council so as to unify them with that of the Board of Directors (articles 23 and 30, head paragraph); (iii) validity of 2 years for powers of attorney (article 26, second paragraph); (iv) amendments to the approval authority of the Board of Directors and the date of correction (article 19, clauses xi, xii, xiii, xix and sole paragraph; and (v) simplifying the formalization of Board of Directors meetings through videoconferences (article 20, fifth paragraph);
3. Restatement of the Bylaws.

At the annual meeting:

1. Annual Management Report, Financial Statements, accompanied by the Independent Auditor's Report, for the fiscal year ended March 31, 2020;
2. Allocation of net income from the fiscal year ended March 31, 2020;
3. Election of members of the Board of Directors;
4. Election of members and alternate members of the permanent Fiscal Council, in accordance with the Bylaws already amended or the rules in force if the amendment was not approved;
5. Overall annual compensation of the Managers and Fiscal Council members.

General Information:

Documents available to Shareholders:

Documents pertaining to the matters to be deliberated at the Annual and Extraordinary Shareholders Meeting are available to shareholders at the registered office of the Company, on its Investor Relations website (www.saomartinho.com.br/ri) and the websites of the Securities and Exchange Commission of Brazil (CVM) (www.cvm.gov.br) and the São Paulo Stock Exchange - B3 S.A. - Brasil, Bolsa, Balcão (www.b3.com.br), in accordance with article 133 and paragraph 3, article 135 of Federal Law 6,404/76 and article 6 of CVM Instruction 481/2009.

To consult and examine said documents at the registered office of the company, shareholders must contact the Investor Relations Department by email (ri@saomartinho.com.br), sending a statement of their stockholdings issued within the last two (2) days.

Participation in the Meeting:

In light of the current COVID-19 pandemic scenario, the Company recommends to its shareholders the adoption of absentee ballot system. The onsite Meeting will be held in compliance with the measures on protection, cleaning of environments and physical distancing, as well as recommendations from Brazil's Ministry of Health and the World Health Organization. If there is a need to change the Meeting format due to *force majeure* reasons, the Company will disclose a Notice to the Market or Material Fact notice with the necessary instructions.

To facilitate access for shareholders to the Meeting, we request shareholders to send the following documents to Rua Geraldo Flausino Gomes, nº 61, 13º andar, Brooklin Novo, CEP 04575-060, in the city and state of São Paulo, to the care of the Investor Relations Department, by July 28, 2020: (i) statement or proof of ownership of shares issued by the Company's stock transfer agent; and (ii) for those represented by proxy, the proxy instrument in accordance with applicable legal requirements (article 126 of Federal Law 6,404/76). The Company will reimburse, upon presentation of the respective receipts, 50% of the costs incurred with the appointment of proxies by shareholders representing more than 0.5% of the capital stock.

Shareholders or their legal representatives must present an identity document at the Meeting.

Legal entities must attend the Shareholders Meeting bearing the bylaws or articles of incorporation and the corporate documents attesting to their power of representation and, in case of Investment Funds, the fund's regulations; the bylaws or articles of incorporation of the administrator, as applicable, observing the voting policy of the fund; and corporate documents attesting to their powers of representation.

Foreign shareholders must present the same documents required for Brazilian shareholders, duly notarized in the country of origin, consularized and with sworn translation.

Shareholders wishing to exercise their absentee voting rights (in accordance with CVM Instruction 481/2009), may: (a) submit the absentee ballot directly to the Company by July 24, 2020; (b) submit their voting instructions to Banco Bradesco S.A., for shares deposited with the central depository, observing the procedures and documents required by the financial institution; (c) submit their voting instructions to their Trustee, for shares deposited with the central depository, observing the procedures and documents required by the respective custodian.

For more information about the exercise of absentee ballot rights, shareholders must check the rules in CVM Instruction 481/09, as well as the guidelines and timeframes contained in the Proxy Statement for the Meeting, available on the Investor Relations page of the Company's website (www.saomartinho.com.br/ri) and the websites of CVM (www.cvm.gov.br) and B3 S.A. – Brasil, Bolsa, Balcão (<http://www.b3.com.br>).

In compliance with article 3 of CVM Instruction 165/91 and article 4, clause I, of CVM Instruction 481/09, the minimum percentage to adopt cumulative voting for electing the members of the Board of Directors is 5% (five percent) of the capital stock and must be requested by shareholders at least 48 (forty-eight) hours before the scheduled date of the Meeting.

Pradópolis, June 29, 2020.

Marcelo Campos Ometto
Chairman of the Board of Directors