

**BANCO DO ESTADO DO RIO GRANDE DO SUL S.A.**  
Corporate Taxpayer's ID (CNPJ) 92.702.067/0001-96

## **MATERIAL FACT**

**BANCO DO ESTADO DO RIO GRANDE DO SUL S.A. ("Banrisul")**, pursuant to Instruction no. 358 of January 3, 2002, issued by the Brazilian Securities and Exchange Commission ("CVM"), as amended ("CVM Instruction 358"), and Paragraph 4 of Article 157 of Law no. 6,404 of December 15, 1976, as amended ("Corporation Law 6.404/76"), hereby informs shareholders and the market that together with its subsidiary Banrisul Cartões SA ("Banrisul Cartões"), it has entered into an Association Agreement with OPnGO Brasil Tecnologia SA ("OPnGO"), a digital platform that automates the payment of parking in shopping centers in Brazil, and OPnGO Group BV ("OPnGO Group"), holder of the OPnGO brand, with international experience in the development of parking and mobility solutions, for the formation of a strategic partnership with the objective of offering an integrated payment solution ("VeroGo Solution") that will allow both the payment of parking fees and purchases made at affiliated retailers stores. The VeroGo Solution will result from the integration of the Vero acquiring network system with the convenience service of access and payment of parking facilities provided by OPnGO. This partnership will be implemented through the creation of a new company, VeroGo, whose shareholding interests will be distributed as follows: 44.01% for OPnGO and 6% for OPnGO Group, totaling 50.01%; 43.99% for Banrisul Cartões and 6% for Banrisul, totaling 49.99%. This Joint Venture is an important step to promote the nationwide expansion of Vero, Banrisul Cartões' acquiring network, and is expected to become a resilient source of revenues for the next 30 years.

The conclusion of the operation is subject to the compliance with certain conditions, including obtaining the relevant regulatory authorizations.

Banrisul will keep shareholders and the market informed of any new facts related to the matters addressed in this Material Fact.

Porto Alegre, November 26, 2018.

Regards,

**Julio Francisco Gregory Brunet**

Chief Planning, Service Channels and Investor Relations Officer

**Investor Relations Department**

Phone: +55 (51) 3215-3232

Email: [ri@banrisul-ri.com.br](mailto:ri@banrisul-ri.com.br)

Website: [www.banrisul.com](http://www.banrisul.com)