

DURATEX S.A.

CNPJ. 97.837.181/0001-47

A Publicly Traded Company

NIRE 35300154410

SUMMARIZED MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD ON MAY 6, 2020

DATE, TIME AND PLACE: on May 6, 2020 at 10:30 a.m., at Avenida Paulista, 1938, 5th floor, Room 505, in the city and state of São Paulo.

PRESIDING: Alfredo Egydio Setubal and Salo Davi Seibel (Cochairmen) and Mirna Justino Mazzali (Secretary).

QUORUM: the totality of the effective members with manifestation by e-mail.

RESOLUTIONS ADOPTED: the Directors unanimously resolved to:

1. 1st Quarter 2020 Results: approve the Company's individual and consolidated interim financial information for the quarter ended March 31, 2020, the subject of **(i)** a recommendation for approval issued by the Audit and Risks Management Committee; **(ii)** an unqualified review report issued by PricewaterhouseCoopers Auditores Independentes; and **(iii)** a manifestation of the Board of Officers, agreeing with the options expressed in the report of the independent auditors and with the intermediate accounting information.

2. Charter of the Audit and Risks Management Committee: increase the maximum number of members, from 5 to 6, with the consequent amendment in the wording of item 3.1. of the Company's Charter of the Audit and Risks Management Committee, in the attached form.

3. Advisory Committees of the Board of Directors and the Disclosure and Negotiation Committee: approve the composition of these Committees for the annual mandate expiring on the date of investiture of those elected in 2021, as follows:

- (i) **Audit and Risks Management Committee:** Raul Calfat (President), Juliana Rozenbaum Munemori, Paula Lucas Setubal, Ricardo Egydio Setubal, Rodolfo Villela Marino and Tereza Cristina Grossi Togni (Specialist Member);
- (ii) **Personnel, Governance and Nomination Committee:** Maria Elsa Alba Bernhoeft (President and Specialist Member), Alfredo Egydio Arruda Villela Filho, Alfredo Egydio Setubal, Rodolfo Villela Marino and Salo Davi Seibel;
- (iii) **Sustainability Committee:** Rodolfo Villela Marino (President), Marcelo de Camargo Furtado, Ricardo Egydio Setubal and Tarcila Reis Correa Ursini (Specialist Member);
- (iv) **Evaluation of Transactions with Related Parties Committee:** Juliana Rozenbaum Munemori (President) and Raul Calfat;

- (v) **IT and Digital Innovation Committee:** Alfredo Egydio Arruda Villela Filho (President), Andrea Laserna Seibel, Antonio Joaquim de Oliveira, Daniel Lopes Franco and Alexandre de Barros (Specialist Member); and
- (vi) **Disclosure and Negotiation Committee:** Antonio Joaquim de Oliveira, Ivan Caetano Diniz de Mello and Ricardo Egydio Setubal, in addition to the Investor Relations Officer Carlos Henrique Pinto Haddad.

4. authorize the Board of Officers to disclose of these information through the Brazilian Securities and Exchange Commission, B3 S.A. – Brasil, Bolsa, Balcão and the Company’s website www.duratex.com.br.

CONCLUSION: with the work of the meeting concluded, these minutes were drafted, read, approved and signed by all. São Paulo (SP), May 6, 2020. (aa) Alfredo Egydio Setubal and Salo Davi Seibel – Co-Chairmen; Alfredo Egydio Arruda Villela Filho – Vice President; Helio Seibel, Juliana Rozenbaum Munemori, Raul Calfat, Ricardo Egydio Setubal and Rodolfo Villela Marino – Directors; and Mirna Justino Mazzali – Secretary.

CARLOS HENRIQUE PINTO HADDAD
Investor Relations Officer

DURATEX S.A.

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A Publicly Listed Company

NIRE 35300154410

CHARTER OF AUDIT AND RISK MANAGEMENT COMMITTEE

1. REGULATIONS

- 1.1. The responsibilities, competencies and duties of the Audit and Risk Management Committee ("Committee") of Duratex S.A. ("Company") are defined and established in this Charter.

2. OBJECTIVES

- 2.1. The Committee is a collegiate body of advice and guidance established by the Board of Directors of the Company ("Board") and it's responsible for:
 - (i) Overseeing the Corporate Governance Management, area responsible for the process of internal controls, compliance with the law, regulations and internal standards, and the management of risks inherent to the activities of the Company and its subsidiaries, as well as the work undertaken by Internal Audit;
 - (ii) Overseeing the work undertaken by Independent Audit; and
 - (iii) Assess the quality and integrity of financial statements.

3. COMPOSITION

- 3.1. The Committee will consist of at least 3 (three) and a maximum of six (6) members selected annually by the Board between their members and professionals with proven knowledge in corporate accounting, internal controls, finance, or auditing areas ("expert member"). The Presidency of the Committee shall be held by an independent member appointed by the Board;
- 3.2. Committee members shall be subject to the same duties of the Board of Director, as defined in Article 6 of the Charter of the Board of Directors;
- 3.3. The Co-Chairmen of the Board and the other members will be permanent guests of the Committee's meetings;
- 3.4. A member function of the Committee is undelegatable;
- 3.5. The election of members occurs, preferentially, at the meeting of Board in which will be elected the Executive Directors of the Company and the period shall be one (1) year, reelection being permitted; and
- 3.6. In case of vacancy in the Committee, the Board may designate a member that will sit for the remainder of the outgoing member's term, with the proviso that the minimum number of members shall be respected.

4. OPERATION

- 4.1. At the beginning of each year, the Committee President will send the annual schedule of the work to the Co-Chairmen of the Board for distribution to other Board members and the CEO, for their information. The schedule should contain the meetings referred to the item 4.8 below.
- 4.2. The Committee will meet at least 6 (six) times a year, convened by its President.

- 4.3. The schedule of the meetings and reading and/or presentation materials will be circulated to Committee members with a minimum of five (5) days;
- 4.4. The meetings may be held by telephone, videoconference, conference call, e-mail, or any other means of communication. In these cases, a member shall be deemed present at the meeting for the purposes of determining the quorum for convening and deliberation, and their vote shall be deemed valid for all legal intents and purposes. The minutes of the meeting shall be signed by all members in attendance at the respective meeting, whether in person or remotely;
- 4.5. Members attending in the manner described above shall make sure that no unauthorized persons shall have access to the matters discussed at the meeting.
- 4.6. The deliberations of the Committee shall be taken by a majority of its members and will be recorded in the minutes, copies of which will be sent to the Co-Chairmen of the Board and to the Chief Executive Officer of the Company;
- 4.7. The Committee will make recommendations to management about the subjects within their area of competence in particular those listed on item 5 below. The Chief Executive Officer should be informed of the Committee's recommendations;
- 4.8. The Committee will schedule meetings with: (i) Board members and the Ombudsman, whenever the Committee may deem it appropriate; and (ii), with the Company's independent auditors, with the Corporate Governance Management, at least quarterly;
- 4.9. In order to obtain clarification, the Committee, by resolution of the majority of their members, may convene any employee or officer of the Company, informing previously the Chief Executive Officer;
- 4.10. Quarterly, the Committee's President, together with the expert member, will meet with the CEO before the meeting of the Board to examine the financial statements;
- 4.11. Quarterly, at meeting of the Board to review the financial statements, the Committee, through its President, should report on the work done in the period and notify the relevant facts observed; and
- 4.12. The Committee, as part of their duties, may engage the services of experts, with the prior approval of the Board.

5. ATTRIBUTIONS

- 5.1. With regard to the systems of internal controls, compliance and risk management:
 - (i) Overseeing the work undertaken by internal controls area;
 - (ii) To evaluate the effectiveness of internal controls processes, risk management, processes and structures in place for compliance with the law, regulations and internal standards implemented by the Company's Board of Officers.
 - (iii) To meet with Coordinator of the Risk Commission, with Corporate Governance Management and Ombudsman to discuss relevant topics of risk exposure; and
 - (iv) Annually, to formally evaluate the internal controls, compliance and risk management area, mainly by means of the analysis of aspects associated with quality, objectivity and effectiveness of the work done.
- 5.2. With regard to the financial statements:
 - (i) Review prior to disclosure, the Company's financial statements, also included, the accounting notes, the management report and the Independent Auditing report;
 - (ii) Analyze, together with the Independent Auditors in respect of the financial statements: accounting principles and criteria used, the formation of the main provisions; methods of risk evaluation and its results; the main risks, changes in

the scope eventually happened in the work of the Independent Audit; relevant deficiencies, if found, main failures of internal controls. The transparent disclosure of financial statements is in major topic of discussion;

- (iii) Analyze, together with the Independent Auditor, alternative methods of accounting treatment, if any, its effects on the financial statements and the criteria for disclosure and also the accounting treatment advised by the Independent Auditing firm;
- (iv) Assess the legal, tax, social security, labor or any other contingencies that may impact on the financial statements, together with the legal department; and
- (v) Act on the solution of divergences between the Independent Audit firm and Directorship, regarding the financial statements and financial reports;

5.3. With regard to the Internal and Independent Audits:

- (i) Recommend to the Board the hiring, compensation and replacement of the Independent Auditing;
- (ii) Define, according to the rules of the Federal Accounting Council, the list of services that cannot be provided to the Company by the firm responsible for auditing the financial statements, because they affect their independence and / or objectivity, recommending to the Board of Directors, as appropriate, changes to the Policy Governing Independent Audit Retainer Services;
- (iii) Meet, discuss and monitor the plan and scope of work to be developed by the Independent Audit;
- (iv) Supervise the operation, planning and results of the audit work and the technical skills of the Internal Audit staff; and
- (v) Proceed annually a formal evaluation of Internal and Independent Audits, analyzing mainly, aspects relating to quality, objectivity, independence and effectiveness of the work.

6. SECRETARY TO THE COMMITTEE

6.1. The Committee President shall appoint a Secretary, who may or may not be a member of the Committee, with the following attributions:

- (i) to monitor the matters included in the agendas of the meetings in accordance with the annual schedule as prepared by the President, as well as with eventual requests from members of the Committee, advance scheduling with participants and guests, and any pending matters;
- (ii) to issue calls to members of the Committee and send them the agenda of the day and reading and/or presentation materials for the meetings, so that they can be informed of the matters at hand and participate productively in the debates;
- (iii) to ask the parties responsible for presentations to provide the materials for appreciation at meetings to be submitted, with copy to the Committee President, at least five (5) days in advance, for distribution to other members of the Committee;
- (iv) to act as meeting secretary, putting recommendations on record, drafting and formalizing the respective minutes, expert opinions and other documents on the appropriate register; and
- (v) to provide copies of the minutes of meetings, recommendations and reports to the members of the Committee, as well as to the Co-Chairmen of the Board, the Chief Executive Officer, and, as the case may be, any parties involved in the resolution of any recommendations and/or pending matters.

7. CONFLICTS OF INTEREST

- 7.1. A member of the Committee shall declare, prior to the opening of discussions and/or deliberations on a certain matter, if, for any reason, they may have a private interest or interests in conflict with the Company's in connection with said matter. In this case, such a member shall abstain from analysis thereof and any recommendations in connection with it;
- 7.2. As soon as a private or conflicting interest on a certain matter is identified without self-declaration from the affected member, any other member shall disclose the situation to the remaining members of the Committee; and
- 7.3. Members of the Committee shall not, whether directly or indirectly, receive any form of compensation from the Company for the provision of consultancy, advice, or any other services standing barring or incompatible with the obligations and responsibilities of the members of the Committee.

8. EVALUATION

- 8.1. The Committee will conduct, formally and annually, your self-evaluation addressing the activities developed during the period, which will be submitted to the analysis of the Board.

9. AMENDMENTS

- 9.1. This Charter shall be reviewed every three (3) years or whenever a majority of the Committee members understand relevant. A consequential amendment should be submitted to and approved by the.
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