

MRV ENGENHARIA E PARTICIPAÇÕES S.A.
GENERAL TAXPAYERS REGISTER No.CNPJ/MF No. 08.343.492/0001-20
NIRE 31.300.023.907
Public Company

MINUTES OF THE GENERAL EXTRAORDINARY MEETING
HELD ON JANUARY 30, 2017.

The General Extraordinary Meeting of **MRV ENGENHARIA E PARTICIPAÇÕES S.A.**, duly summoned in the edition of 01/13/2017, 01/20/2017 and 01/25/2017 of the newspapers Estado de Minas and Diário Oficial de Minas Gerais ,and held with the presence of the shareholders representing the legal quorum, presided by **Ms. Maria Fernanda N. Menin Teixeira de Souza Maia** and having as secretary **Ms. Ana Thelbia Marinho Ameno**, was held on January 30, 2017 at 10:00 a.m. at the Company's headquarters, at Avenida Professor Mario Werneck, 621, Estoril, in Belo Horizonte, State of Minas Gerais. These deliberations were written in a summarized view, according to article 130, first paragraph of law No. 6,404/1976. According to the Agenda, the following deliberation was taken and approved, registered the votes which are filed at the Company: **(i) by unanimity**, as proposed by the Company's Board of Directors at a meeting held in November 09, 2016, the distribution of extraordinary interim dividends in the approximate amount of R\$ 150,000,000.00, equivalent to R\$ 0.34 per share issued by the Company to the Profit Retention Reserve account existing in the balanced sheet dated in December 31, 2015.**(i.a)**The dividends total amount of R\$ 0.34 per share will be based on shareholders position in March 03, 2017, considering repurchases, transfers and/or cancelation occurred up this date; **(i.b.)** The proposed date to dividends payment is March 30, 2017. Having no further issues to discuss, the General Extraordinary Meeting was closed and the present minutes were deliberated and approved by the present members. Belo Horizonte, January 30, 2017. **Ms. Maria Fernanda N. Menin Teixeira de Souza Maia**, Chairman; Ana Thelbia Marinho Ameno, Secretary.

MARIA FERNANDA N. MENIN TEIXEIRA DE SOUZA MAIA;

b.p. Maria Fernanda N. Menin Teixeira de Souza Maia;

RUBENS MENIN TEIXEIRA DE SOUZA; EDUARDO FISCHER TEIXEIRA DE SOUZA; JOSÉ ADIB TOMÉ SIMÃO; HUDSON GONÇALVES ANDRADE; HOMERO AGUIAR PAIVA; EDUARDO PAES BARRETTO; JÚNIA MARIA DE SOUSA LIMA GALVÃO; MARCOS ALBERTO CABALEIRO FERNANDEZ; RAFAEL NAZARETH MENIN TEIXEIRA DE SOUZA;

BANCO BNP PARIBAS BRASIL S.A.

b.p Paulo Roberto Esteves – OAB/SP62754

CC&L Q EMERGING MARKETS EQUITY FUND;ROBECO CAPITAL GROWTH FUNDS

CITIBANK N.A.

b.p Paulo Roberto Esteves – OAB/SP62754

ACADIAN COLLECTIVE INVESTMENT TRUST;ACADIAN EMERGING MARKETS EQUITY FUND;ACADIAN EMERGING MARKETS EQUITY II FUND, LLC;ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUND LLC; ADVANCED SERIES TRUST - AST GOLDMAN SACHS MULTI-ASSET PORTFOLIO; ADVANCED SERIES TRUST - AST PARAMETRIC EMERGING MARKETS EQUITY PORTFOLIO; ADVANCED SERIES TRUST : AST J.P. MORGAN STRATEGIC OPPORTUNITIES PORTFOLIO; AJO EMERGING MARKETS ALL-CAP MASTER FUND, LTD; AJO EMERGING MARKETS SMALL-CAP MASTER FUND, LTD; ALPINE EMERGING MARKETS REAL ESTATE FUND ; ARROWSTREET US GROUP TRUST ; ASCENSION HEALTH MASTER PENSION TRUST ; ASHMORE SICAV IN RESPECT OF ASHMORE SICAV LATIN AMERICAN SMALL-CAP EQUITY FUND; BELL ATLANTIC MASTER TRUST; CAISSE DE DEPOT ET PLACEMENT DU QUEBEC; CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM; CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM; CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM; CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM; CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM; CATERPILLAR INC. MASTER RETIREMENT TRUST; CELANESE AMERICAS RETIREMENT PENSION PLAN; CENTURYLINK, INC. DEFINED CONTRIBUTION PLAN MASTER TRUST; CHEVRON MASTER PENSION TRUST; CITY OF NEW YORK GROUP TRUST ; CITY OF NEW YORK GROUP TRUST; CITY OF NEW YORK GROUP TRUST ; CITY OF NEW YORK GROUP TRUST; CITY OF NEW YORK GROUP TRUST; COMMONWEALTH OF PENNSYLVANIA PUBLIC SCHOOL EMPLOYEES RETIREMENT SYSTEM;

COX ENTERPRISES INC MASTER TRUST; CREDIT SUISSE EMERGING MARKETS EQUITY FUND; DGIA EMERGING MARKETS EQUITY FUND L.P.; DUNHAM EMERGING MARKETS STOCK FUND; EATON VANCE MANAGEMENT; EMERGING MARKETS EQUITY FUND; EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND; EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND; EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND B;EMPLOYEES';RETIREMENT PLAN OF DUKE UNIVERSITY; ENSIGN PEAK ADVISORS, INC.; FIDELITY RUTLAND SQUARE TRUST II: STRATEGIC ADVISERS EMERGING MARKETS FUND;FIDELITY RUTLAND SQUARE TRUST II: STRATEGIC ADVISERS EMERGING MARKETS FUND; FIDELITY SALEM STREET TRUST: SPARTAN TOTAL INTERNATIONAL INDEX FUND; FIREMEN'S ANNUITY AND BENEFIT FUND OF CHICAGO; FIRST TRUST BRAZIL ALPHADDEX FUND; FLORIDA RETIREMENT SYSTEM TRUST FUND; FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST; FRANCISCAN ALLIANCE, INC.; GLOBAL ADVANTAGE FUNDS - EMERGING MARKETS HIGH VALUE TEILFONDS; GMAM INVESTMENT FUNDS TRUST; GMAM INVESTMENT FUNDS TRUST ;GMO GLOBAL EQUITY ALLOCATION INVESTMENT FUND; GMO GLOBAL REAL RETURN (UCITS) FUND, A SUB-FUND OF GMO FUNDS PLC; GOLDMAN SACHS SELECT INVESTMENT TRUST (CAYMAN ISLANDS) - MULTI-ASSET ENHANCED VALUE FUND; GOLDMAN SACHS TRUST II- GOLDMAN SACHS MULTI-MANAGER GLOBAL EQUITY FUND; GOLDMAN SACHS TRUST II- GOLDMAN SACHS MULTI-MANAGER GLOBAL EQUITY FUND; GOTHIC CORPORATION; GOTHIC HSP CORPORATION; HARBOR DIVERSIFIED INTERNATIONAL ALL CAP FUND; HIGHLAND COLLECTIVE INVESTMENT TRUST; IBM 401(K) PLUS PLAN; IBM DIVERSIFIED GLOBAL EQUITY FUND; INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT, A T F S R P A T/RET STAFF BEN PLAN AND TRUST; INVESCO LOW VOLATILITY EMERGING MARKETS FUND; ISHARES III PUBLIC LIMITED COMPANY; ISHARES MSCI BRAZIL SMALL-CAP ETF; ISHARES MSCI EMERGING MARKETS SMALL-CAP ETF;JAPAN TRUSTEE SERVICES BANK, LTD. RE: RB EMERGING SMALL-MID CAP EQUITY FUND; JAPAN TRUSTEE SERVICES BANK, LTD. RE: RTB NIKKO BRAZIL EQUITY ACTIVE MOTHER FUND; KAISER FOUNDATION HOSPITALS;KAISER FOUNDATION HOSPITALS; KAISER PERMANENTE GROUP TRUST; KAISER PERMANENTE GROUP TRUST; KAISER PERMANENTE GROUP TRUST; KAPITALFORENINGEN UNIPENSION INVEST,GLOBALE AKTIER II; LEGAL & GENERAL COLLECTIVE INVESTMENT TRUST ;LOCKHEED MARTIN CORPORATION MASTER RETIREMENT TRUST; M&G GLOBAL EMERGING MARKETS FUND A SUB FUND OF M&G INVESTMENT FUNDS; MAINSTAY EMERGING MARKETS OPPORTUNITIES FUND; MAINSTAY VP EMERGING MARKETS EQUITY PORTFOLIO; MANAGED PENSION FUNDS LIMITED; MARATHON GLOBAL FUND PUBLIC LIMITED COMPANY ; MARATHON UCITS FUNDS ; MARATHON UCITS FUNDS; MARATHON-LONDON GLOBAL FUND, A SUB-FUND OF THE MARATHON-LONDON GROUP TRUST FOR E BENEFIT PLANS; MISSOURI LOCAL GOVERNMENT EMPLOYEES RETIREMENT SYSTEM; NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST; NEW YORK STATE TEACHERS RETIREMENT SYSTEM; NORGES BANKNORTHERN TRUST COLLECTIVE EAFE SMALL CAP INDEX FUND-NON LENDING;NORTHERN TRUST COLLECTIVE GLOBAL REAL ESTATE INDEX FUND-LENDING;NORTHERN TRUST COLLECTIVE GLOBAL REAL ESTATE INDEX FUND-NON LENDING;NORTHERN TRUST COMPANY SUB-ADVISED COLLECTIVE FUNDS TRUST; OPSEU PENSION PLAN TRUST FUND; ORBIS GLOBAL EQUITY FUND (AUSTRALIA REGISTERED); ORBIS OEIC - GLOBAL EQUITY FUND;ORBIS OPTIMAL GLOBAL FUND L.P.;ORBIS OPTIMAL SA FUND LIMITED; ORBIS SICAV GLOBAL EQUITY FUND; OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM; OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM; OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM; OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM; PARAMETRIC EMERGING MARKETS CORE; PARAMETRIC EMERGING MARKETS FUND; PARAMETRIC TAX-MANAGED EMERGING MARKETS FUND ; PIMCO FUNDS: GLOBALINVESTORS SERIES PLC; PUBLIC EMPLOYEES RETIREMENT SYSTEM OF MISSISSIPPI; RAYTHEON COMPANY MASTER TRUST; ROCHE U.S. RETIREMENT PLANS MASTER TRUST; RUSSELL INSTITUTIONAL FUNDS, LLC - RUSSELL EMERGING MARKETS EQUITY PLUS FUND; SCHRODER COLLECTIVE INVESTMENT TRUST; SCHWAB GLOBAL REAL ESTATE FUND;SCHWAB INTERNATIONAL CORE EQUITY FUND; SPDR S&P EMERGING MARKETS ETF; SPDR S&P EMERGING MARKETS SMALL CAP ETF; STATE OF NEW JERSEY COMMON PENSION FUND D; STATE OF WISCONSIN INVESTMENT BOARD MASTER TRUST; STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAX EXEMPT RETIREMENT PLANS; STATE STREET BK & TR CO INV FD F TAX EXEMPT RET PLANS - MSCI EM MKTS SMALL CAP INDEX SEC LENDING FD; STATE STREET GLOBAL ADVISORS LUXEMBOURG SICAV - SSGA EMERGING MARKETS SELECT EQUITY FUND/ STATE STREET GLOBAL ADVISORS LUXEMBOURG SICAV - SSGA ENHANCED EMERGING MARKETS EQUITY FUND;STICHTING DELA DEPOSITARY & MANAGEMENT; TEACHER RETIREMENT SYSTEM OF TEXAS ;TEACHER RETIREMENT SYSTEM OF TEXAS; TEACHER RETIREMENT SYSTEM OF TEXAS;TEXAS MUNICIPAL RETIREMENT SYSTEM; THE BANK OF NEW YORK MELLON EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN; THE BOARD OF ADMINISTRATION OF THE LOS ANGELES CITY EMPLOYEES' RETIREMENT SYSTEM; THE CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM; THE HONEYWELL INTERNATIONAL INC. MASTER RETIREMENT TRUST; THE MASTER TRUST BANK OF JAPAN, LTD AS TRUSTEE

OF DAIWA BRAZIL STOCK OPEN - RIO WIND; THE MONETARY AUTHORITY OF SINGAPORE; THE MONETARY AUTHORITY OF SINGAPORE; THE PENSION RESERVES INVESTMENT MANAGEMENT BOARD; THE WALT DISNEY COMPANY RETIREMENT PLAN MASTER TRUST; TIFF MULTI-ASSET FUND; TREASURER OF THE STATE OF NORTH CAROLINA EQUITY INVESTMENT FUND POOLED TRUST; TRILOGY INVESTMENT FUNDS PLC; TYCO ELECTRONICS RETIREMENT SAVINGS INVESTMENT PLAN TRUST; UNION PACIFIC CORPORATION MASTER RETIREMENT TRUST; UNITED CHURCH FUNDS, INC.; UNITED FOOD AND COMMERCIAL WORKERS INTERNATIONAL UNION-INDUSTRY PENSION FUND; UNITED NATIONS RELIEF AND WORKS AGENCY FOR PALESTINE REFUGEES IN THE NEAR EAST; VANECK VECTORS BRAZIL SMALL-CAP ETF; VANGUARD EMERGING MARKETS STOCK INDEX FUND; VANGUARD GLOBAL EQUITY FUND, A SERIES OF VANGUARD HORIZON FUNDS; VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX FUND; VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS; VERIZON MASTER SAVINGS TRUST; VIRGINIA RETIREMENT SYSTEM; VOYA MULTI-MANAGER EMERGING MARKETS EQUITY FUND; WASHINGTON STATE INVESTMENT BOARD; WASHINGTON STATE INVESTMENT BOARD; WELLS FARGO BANK DECLARATION OF TRUST ESTABLISHING INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTS; WEST VIRGINIA INVESTMENT MANAGEMENT BOARD; WILLIAM BLAIR SICAV; WISDOMTREE EMERGING MARKETS CONSUMER GROWTH FUND; WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND FUND; WISDOMTREE GLOBAL SMALLCAP DIVIDEND FUND; XEROX CORPORATION RETIREMENT & SAVINGS PLAN;

HSBC CTVM S.A. ORGANIZACAO BRADESCO;

b.p Paulo Roberto Esteves – OAB/SP62754

HSBC AS DEPOSITARY FOR AXA DISTRIBUTION INVESTMENT ICVC AXA GLOBAL DISTRIBUTION FUND;

ITAU UNIBANCO S.A.;

b.p Paulo Roberto Esteves – OAB/SP62754

BOSTON PATRIOT CONGRESS ST LLC;

J.P. MORGAN S.A. - DISTRIBUIDORA DE TÍTULOS E VALORES MOBILIÁRIOS

b.p Paulo Roberto Esteves – OAB/SP62754

AQR EMERGING SMALL CAP EQUITY FUND, L.P.; BUREAU OF LABOR FUNDS-LABOR PENSION FUND; BUREAU OF LABOR FUNDS-LABOR PENSION FUND; JPMORGAN FUNDS; MINISTRY OF STRATEGY AND FINANCE; NATIONWIDE BAILARD EMERGING MARKETS EQUITY FUND; NATIONWIDE BAILARD INTERNATIONAL EQUITIES FUND; PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO; PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO; PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO; PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO; PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO; SBC MASTER PENSION TRUST; STICHTING PENSIOENFONDS VOOR HUISARTSEN; THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST; THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST; THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST; THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST; THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE FOR MTB; VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND, A SERIES OF VANGUARD STAR FUNDS;

BB DTVM;

b.p Dra. Camélia Belem Gotelipe dos Reis – OAB- MG136304

BB PREVIDENCIÁRIO AÇÕES GOVERNAÇÃO FI; BRASILPREV TOP PLUS FUNDO DE INVESTIMENTO DE INVESTIMENTO DE AÇÕES; BRASILPREV TOP MM RE FI CREDITO PRIVADO; BB TOP AÇÕES DIVIDENDOS MIDCAPS FI; BB TERRA DO SOL FI MM; BB CAP IBOVESPA INDEXADO FIA; BB SML 1 FUNDO DE INVESTIMENTO EM AÇÕES; BB ETF S P DIVIDENDOS BRASIL FUNDO DE INDICE; BB TOP ACOES DUAL STRATEGY FI; CLUBE DE INV. DOS. FUNC. DA NOSSA CAIXA/NO BANCO; BB TOP AÇÕES SMALL CAPS FUNDO DE INVESTIMENTO; BB TOP ACOES INDICE DE SUST EMP FI EM ACOES; BRASILPREV TOP A FUNDO DE INV DE AÇÕES; BB TOP AÇÕES MULTISETORIAL ATIVO FI; BB TOP AÇÕES IBOVESPA INDEXADO FI; BB TOP ACOES SETORIAL CONSUMO FI; BB TOP AÇÕES IBRX INDEXADO FI; BB TOP AÇÕES CONSTRUÇÃO CIVIL FIA;