

**OURO FINO SAÚDE ANIMAL PARTICIPAÇÕES S.A.**

CNPJ/MF nº 20.258.278/0001-70

NIRE 35.300.465.415

**MATERIAL FACT**

**Changes in the Company's Management and Board of Directors**

**OURO FINO SAÚDE ANIMAL PARTICIPAÇÕES S.A.** (“**Company**”) hereby informs its shareholders and the market in general that, at a meeting held on November 10, 2016, the Company's Board of Directors decided (i) to accept Mr. Dolivar Coraucci Neto's resignation as the Company's Chief Executive Officer and member of the Human Resources and Innovation Committees; and (ii) to elect Mr. Jardel Massari as the Company's new Chief Executive Officer.

Mr. Jardel Massari is a co-founder and one of the Company's controlling shareholders, and has formerly occupied, among others, the position of Ouro Fino Group's Chief Executive Officer. Mr. Jardel Massari returns to lead a restructuring process with focus on profitability, but always maintaining the Company's commitment to quality, service level and innovation. He accepted to receive a symbolic remuneration of one (1) minimum salary per month.

Mr. Dolivar Coraucci will continue contributing to the Company by rendering strategic consulting services to the Company's Chief Executive Officer.

Further, the Board of Directors decided (i) to elect Mr. Norival Bonamichi as the new Chairman of the Company's Board of Directors and Mr. José Francisco Hintze Júnior as the new Vice-Chairman of the Company's Board of Directors; (ii) to elect Mr. Jardel Massari as the new member of the Innovation and Human Resources Committees and Mr. Luiz Antônio Santos Baptista as the new member of the Human Resources Committee; and (iii) to accept Mr. Jardel Massari's resignation as Chairman of the Company's Board of Directors, notwithstanding the fact that Mr. Jardel Massari will remain a regular member of the Board of Directors..

Finally, the Company informs that, pursuant to the terms of the Brazilian Securities and Exchange Commission Ruling No. 480, dated December 7, 2009, it will proceed with the timely update of its Reference Form in order to reflect the changes in the Company's Management and Board of Directors referred to in this Material Fact.

Cravinhos, November 10, 2016.

**KLEBER CÉSAR SILVEIRA GOMES**

CFO and Investor Relations Officer