

**“This notice is exclusively for information purposes.
It is not an offer to sell securities.”**

**NOTICE OF CONCLUSION OF THE PRIMARY AND SECONDARY OFFERING OF COMMON SHARES
ISSUED BY**



OURO FINO SAÚDE ANIMAL PARTICIPAÇÕES S.A.

Authorized Capital Publicly-Held Company

Corporate Taxpayer's ID (CNPJ/MF): 20.258.278/0001-70

Company Registry (NIRE): 3530046541-5

CVM Code: 2350-7

Rodovia Anhanguera, SP 330, KM 298, Bloco C, 2º andar, Sala CCS 210

CEP 14140-000, Cravinhos, São Paulo

BM&FBOVESPA Trading Code: “OFSA3”

ISIN Code: “BROFSAACNOR7”

Primary Offering Registration: CVM/SRE/REM/2014/002, on October 20, 2014

Secondary Offering Registration: CVM/SRE/SEC/2014/001, on October 20, 2014

Pursuant to Article 29 of Instruction 400 December 29, 2003, issued by the Brazilian Securities and Exchange Commission (“CVM”), as amended, (“CVM Instruction 400”), **OURO FINO SAÚDE ANIMAL PARTICIPAÇÕES S.A.** (“Company”), **BNDES Participações S.A. - BNDESPAR** (“BNDESPAR”) and the individual selling shareholders identified in the Final Memorandum (“Individual Selling Shareholders”) and, jointly with BNDESPAR, (“Selling Shareholders”), jointly with **BANCO J.P. MORGAN S.A.** (“J.P. Morgan” or “Lead Manager”), **BANCO ITAÚ BBA S.A.** (“Itaú BBA” or “Stabilizing Agent”), **BANCO BRADESCO BBI S.A.** (“Bradesco BBI”) and **BB-BANCO DE INVESTIMENTO S.A.** (“BB Investimentos”, jointly with the Lead Manager, Itaú BBA and Bradesco BBI, (“Offering Coordinators”), hereby announce the conclusion of the primary and secondary offering of 15,480,769 common shares issued by the Company, listed in the Novo Mercado special trading segment of the BM&FBOVESPA S.A. – Securities, Commodities and Futures Exchange (“BM&FBOVESPA”), comprising: (i) a primary offering of 3,942,307 registered, non-par, book-entry common shares, free and clear of any lien or encumbrances and issued by the Company (“Primary Offering”); and (ii) a secondary offering of 11,538,462 registered, non-par, book-entry shares (“Shares”), , free and clear of any lien or encumbrances, issued by the Company and held by the Selling Shareholders (“Secondary Offering” and, jointly with the Primary Offering, (“Offering”) in Brazil, including the full placement of the Overallotment Shares (as defined below), with placement efforts abroad (except for Shares held by BNDESPAR), with no preemptive rights for current shareholders, as per Article 172, item I, of Law 6404 of December 15, 1976, as amended (“Brazilian Corporation Law”), within the limit of authorized capital defined in the Company's Bylaws, at R\$27.00 per Share (“Price per Share”), totaling

R\$417,980,763.00

The Offering was held in Brazil, in the non-organized over-the-counter market, in compliance with CVM Instruction 400 and other applicable regulations, and coordinated by the Offering Coordinators, with the participation of XP Investimentos Corretora de Câmbio, Títulos e Valores Mobiliários S.A. (“Contracted Coordinator”) and specific associated institutions authorized to operate in the Brazilian capital market, accredited with the BM&FBOVESPA, which invited to take part in the Offering for the sole purpose of conducting share placement efforts with Non-Institutional Investors (“Associated Institutions”) and, jointly with

the Offering Coordinators and the Contracted Coordinator, “Institutions Participating in the Offering”), in compliance with CVM Instruction 400 and in accordance with the widespread share dispersal efforts called for in the Novo Mercado Regulations.

Placement efforts of Shares (except for Shares held by BNDESPAR) were also conducted, simultaneously, by J.P. Morgan Securities LLC, Itaú BBA USA Securities, Inc., Bradesco Securities Inc., Banco do Brasil Securities LLC and XP Securities LLC (“International Placement Agents”) (i) in the United States of America, exclusively, for qualified institutional buyers, resident and domiciled in the United States of America, as defined by Rule 144A of the Securities Act of 1933, edited by the U.S. Securities and Exchange Commission (“SEC”), as amended (“Securities Act”) in transactions exempt from registration in the United States of America, in compliance with the Securities Act and its associated regulations; and (ii) in other countries, except for the United States of America and Brazil, for investors deemed non-resident in the United States of America or who are not established as per the laws of that country (non-U.S. Persons), in compliance with Regulation S edited by the SEC within the scope of the Securities Act, in accordance with the prevailing laws of the country of domicile of each investor (investors described in items “i” and “ii” above, jointly, “Foreign Investors”) and, in both cases, provided that these Foreign Investors are registered with the CVM and invest in Brazil as per the investment mechanisms regulated by Law 4131 of September 3, 1962, as amended, or Resolution 2689 of the Brazilian Monetary Council of January 26, 2000, as amended, and CVM Instruction 325 of January 27, 2000, as amended, without, therefore, the need to request and obtain distribution and placement registration of Shares in capital market agencies or regulatory bodies of a different country, including before the SEC. Share placement efforts, except for Shares held by BNDESPAR, with Foreign Investors, exclusively abroad, were held in compliance with the Placement Facilitation Agreement entered into between the Company, the Individual Selling Shareholders and the International Placement Agents.

Pursuant to Article 14, paragraph 2 of CVM Instruction 400, the number of Shares initially offered (excluding Overallotment Shares, as defined below), at the criterion of the Selling Shareholders, in agreement with the Offering Coordinators, could have been but was not increased by 20% of the total Shares initially offered (excluding the Overallotment Shares, as defined below), i.e. by up to 2,692,308 shares issued by the Company, to be entirely disposed of by the Selling Shareholders in the proportion established in the Final Memorandum, under the same conditions and for the same price as the Shares initially offered (“Additional Shares”).

Pursuant to Article 24 of CVM Instruction 400, the number of Shares initially offered (excluding the Additional Shares) was increased by 15%, i.e., by 2,019,230 common shares issued by the Company under the same conditions and at the same price as the Shares initially offered (“Overallotment Shares”) due to the exercise, by the Stabilizing Agent, of the option for distribution of an additional lot of common shares issued by the Company, granted by the Company as per the Agreement of Coordination, Placement and Firm Guarantee of Settlement of Common Shares Issued by Ouro Fino Saúde Animal Participações S.A. (“Placement Agreement”), entered into between the Company, the Selling Shareholders, the Offering Coordinators and, as intervening party, the BM&FBOVESPA, exclusively to meet excess demand observed during the Offering (“Overallotment Shares Option”). As provided for in the Placement Agreement, the Overallotment Shares were not subject to firm a settlement commitment by the Offering Coordinators.

In compliance with the Agreement for the Provision of Price Stabilization Services of the Common Shares Issued by Ouro Fino Saúde Animal Participações S.A., we hereby announce that 12,100 Shares were acquired and 12,100 Shares were disposed of within the scope of the stabilization activities.

The financial institution contracted to provide bookkeeping services for the common shares issued by the Company is Itaú Corretora de Valores S.A.

The final data of the Offering, including the exercise of the Option of Overallotment Shares, are shown below:

Type of Investor	Number of Share Subscribers/Acquirers	Number of Shares Subscribed/Acquired
Individuals	2,570	1,437,507
Investment Clubs	27	43,347
Investment Funds	110	3,399,417
Private Pension Entities	1	1,400

Insurance Companies	-	-
Foreign Investors ⁽¹⁾	65	3,109,473
Institutions Participating in the Offering	-	-
Financial Institutions related to the Company and/or the Selling Shareholders and/or the Institutions Participating in the Offering	-	-
Other Financial Institutions	-	-
Other Legal Entities related to the Company and/or the Selling Shareholders and/or the Institutions Participating in the Offering	1	250
Other Legal Entities	52	7,447,893
Partners, Administrators, Employees, Representatives and other persons related to the Company and/or the Selling Shareholders and/or the Institutions Participating in the Offering	96	41,482
Other Investors	-	-
Total	2,922	15,480,769

- (1) Including 90,000 Shares subscribed/acquired by J.P. Morgan and/or its affiliates or persons that, either directly or indirectly, control, are controlled or are jointly-controlled by J.P. Morgan, for hedging purposes in derivative transactions with third parties for which the Company's common shares are a reference, conducted abroad, on behalf of third parties (including total return swap transactions and/or other financial instruments entered into abroad with the same purpose).

Corporate Approvals

The holding of the Primary Offering, upon the Company's capital increase, within the limit of authorized capital defined in its Bylaws with no preemptive rights for current shareholders, pursuant to Article 172, item I of Brazilian Corporation Law, as well as its terms and conditions, were approved by the Company's Extraordinary Shareholders' Meeting held on August 20, 2014, whose minutes were registered with the São Paulo State Registry of Commerce ("JUCESP") on September 5, 2014, filed under number 349.792/14-8 and published in the *Diário Oficial do Estado de São Paulo* ("DOESP") and in the *Diário Comercial* newspaper on September 12, 2014.

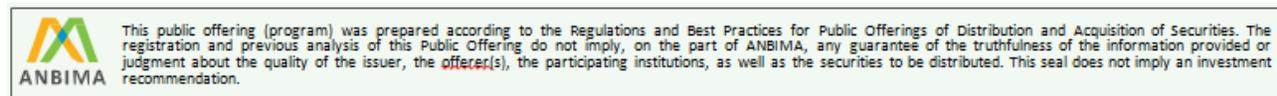
The Price per Share and the effective capital increase of the Company, within the limit of authorized capital defined in its Bylaws, were approved by the Company's Board of Directors' Meeting of October 17, 2014, whose minutes were duly registered with JUCESP on November 14, 2014 and are currently being filed with JUCESP, and published in *Valor Econômico* newspaper and DOESP on the business day subsequent to the date of the Notice of Commencement of the Primary and Secondary Offering of Common Shares Issued by Ouro Fino Saúde Animal Participações S.A.

The Price per Share and the Company's capital increase arising from the full exercise of the Overallotment Share Option were approved at the Company's Board of Directors' Meeting of November 13, 2014, whose minutes will be duly registered with JUCESP.

BNDESPAR's participation in the Secondary Offering, as well as its terms and conditions, were authorized by its Executive Board Meeting of September 23, 2014, through Executive Board' Decision no. 70/2014, while the Price per Share and the number of shares offered were approved by BNDESPAR's Executive Board Meeting of October 17, 2014, through Executive Board Decision no. 80/2014.

Given that the other Selling Shareholders are individuals, no corporate approval towards the Selling Shareholders was necessary for participation in the Secondary Offering and establishment of the Price per Share.

São Paulo, November 19, 2014.



OFFERING COORDINATORS

J.P.Morgan



CONTRACTED COORDINATOR



ASSOCIATED INSTITUTIONS

[Logos]