

BIOSEV S.A.
C.N.P.J. N° 15.527.906/0001-36
NIRE 35.3.0034518.5

CALL
EXTRAORDINARY SHAREHOLDERS' MEETING

In the form of legal provisions, the Shareholders of BIOSEV S.A. ("Company") are hereby called to meet the Extraordinary Shareholders' Meeting to be held on February 19, 2013, at 9:00 a.m., at the Company's office, located at Avenida Brigadeiro Faria Lima, 1355, 11^o andar, Pinheiros, in the City of São Paulo, State of São Paulo, in order to resolve on the following: **(i)** change in the Company's authorized capital limit; **(ii)** performance of the initial public offering of the common shares issued by the Company ("Offering"), and authorization of the Company's Board of Directors to undertake all measures deemed necessary for the registry of the Offering before the Brazilian Securities and Exchange Commission ("CVM") and its implementation, as prescribed by CVM Instruction 400, of December 29, 2003, as amended, as well as execute all agreements and other documents related to the Offering, in addition to ratify the measures already undertaken by the Executive Board in this sense; **(iii)** approval of the conversion of the Class A preferred shares and Class B preferred shares issued by the Company into registered common shares, without par value, issued by the Company, at the proportion of one (1) common share issued by the Company to each Class A or Class B preferred share issued by the Company, as set forth in the Master Debt Acknowledgement Agreement and Other Covenants, entered into on September 24, 2009, whose effectiveness is subject to the publication of the announcement of commencement of the Offering; **(iv)** approval of the reverse split of the common shares issued by the Company, at the proportion of one (1) registered common share, without par value, for each one hundred (100) existing common shares, whose effectiveness is also subject to the publication of the announcement of commencement of the Offering; **(v)** ratification of the Company's variable compensation plan, approved at the Extraordinary Shareholders' Meeting, held on June 11, 2012, whose effectiveness is also subject to the publication of the announcement of commencement of the Offering; **(vi)** approval of the changes in the compensation policy of the Company's Board of Directors, approved at the Extraordinary Shareholders' Meeting held on June 11, 2012; **(vii)** amendment to the Company's Bylaws, in order to adjust certain conditions set forth therein according to the regulation applicable to the Publicly-held Companies and the corporate governance practices of the Novo Mercado Listing Rules of BM&FBOVESPA S.A – Bolsa de Valores, Mercadorias e Futuros, whose effectiveness is also subject to the publication of the announcement of commencement of the Offering, as well as to reflect the adjustments in connection with the approval of items (i), (iii) and (iv) above; and **(viii)** approval of other Company's matters. The documents related to the matters to be discussed at the Extraordinary Shareholders' Meeting are available for consultation to the shareholders at the Company's office.

As set forth in §1º and §2º, Article 12, of the Company's Bylaws, (i) to attend the Extraordinary Shareholders' Meeting, the shareholder or the representative thereof shall provide the necessary documents to confirm his/her identity and, with respect to the legal entities, the registered copies of the corporate documents confirming the representation powers thereof; and (ii) the shareholder may be represented by an attorney-in-fact, provided that such proxy has been delivered at the Company's office within two (2) days in advance from the date of the Extraordinary Shareholders' Meeting.

São Paulo, January 29, 2012

Kenneth Carson Geld
Chairman of the Board of Directors