

# Material Fact

## Corporate Reorganization of Controlled Companies

São Paulo, July 1, 2017 – GOL Linhas Aéreas Inteligentes S.A. (“GLAI”), (NYSE: GOL and B3: GOLL4), Brazil’s #1 airline, in compliance with the provisions in §4 of article 157 of Law no. 6404, dated December 15, 1976, as amended (“Brazilian Corporations Act”) and in CVM Instruction no. 358/2002 (“ICVM 358”), and in continuance with the Material Facts dated June 6, 2017 and June 30, 2017, hereby informs that, as described in a Smiles S.A. (“Smiles”) Material Fact dated as of this date, the merger of Smiles into Smiles Fidelidade S.A. (formerly named as Webjet Participações S.A., hereinafter referred to as “Smiles Fidelidade,” and jointly with Smiles, the “Companies”) (“Merger”) was approved at a Special Shareholders’ Meeting of Smiles Fidelidade, under the terms of the Protocol and Justification of Merger entered into between the Companies on June 6, 2017. As a consequence of the approval of the Merger, Smiles will cease to exist, with Smiles Fidelidade being its successor in all its rights and obligations, as set forth in articles 224, 225, 227, and 264 of the Brazilian Corporations Act.

Additional information concerning the Merger was made available by Smiles on the periodic information system of the Brazilian Securities and Exchange Commission and is available to the shareholders at the webpages of CVM ([www.cvm.gov.br](http://www.cvm.gov.br)), of BM&FBOVESPA ([www.bvmf.com.br](http://www.bvmf.com.br)) and of Smiles(<http://ri.smiles.com.br>).

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### About GLAI – GOL Linhas Aéreas Inteligentes S.A.

The largest transport and air travel services group in Brazil, with three main branches of activity: passenger transportation, cargo transportation and alliance loyalty programs. **GOL** is the largest air carrier in Brazil, transporting 33 million passengers in more than 700 daily flights to 63 destinations in Brazil and 11 international destinations in South American and in the Caribbean with a fleet of more than 120 Boeing 737 aircraft, and additional orders placed for other 120 Boeing 737 aircraft. **COLLOG** is the leading cargo transportation and logistics division that services more than 2,200 Brazilian municipalities and, through its partners, 195 international destinations in 95 countries. **SMILES** is one of the largest alliance loyalty programs in Latin America, with more than 12 million recorded participants, allowing customers to accumulate miles and redeem air tickets to more than 700 locations around the world. GOL has a labor count of more than 15,000 highly qualified aviation professionals who deliver the most punctual performance in Brazil, GOL being the industry leader recording a safety history of 16 years. GOL’s stocks are traded at B3 (GOLL4) and in NYSE (GOL).