



Internal Regulation of the Strategy Committee

Article 1. The Article 34 of the Articles of Incorporation of Embraer S.A. ("Company") determines that the Board of Directors shall appoint an Strategy Committee ("Committee"), permanent, composed of up to 5 (five) members, without deliberative or management power, destined to help it in the performance of its duties.

Article 2. The Committee, in the performance of its duties of assisting the Board of Directors of the Company shall have its operation regulated by the provisions contained in this Internal Regulation.

Article 3. It is for the Committee to assist the Board of Directors, in the performance of its duties, focused on the following subjects:

- (i) Strategic Plan and Action Plan of the Company, with its strategic objectives and macro-projects. and;
- (ii) Potential opportunities assessment of new business;

Article 4. May be appointed for the Committee members of the Board of Directors or Managers of the Company.

Paragraph 1. The Coordinator of the works shall be appointed by the Board of Directors.

Paragraph 2. In the event of indication of members of the Board of Directors to compose the Committee, it shall be incumbent upon the Director that is holding positions only the highest among the remunerations applicable to each one of the positions held. The members of the Board of Directors indicated to compose the mentioned body may accumulate the remunerations applicable to the positions held.

Article 5. The term of office of the members of the Committee shall begin with his/her appointment by the Board of Directors and shall end with the end of the term of office or resignation to the position of advisor, or before, if the Board of Director decides this way.

Article 6. The recommendations and opinions of the Committee to be sent to the Board of Directors must be deliberated by majority of its members. In the case of differences, the different positioning must be presented to the Board of Directors.

Article 7. In the exercise of its duties, the Committee shall keep effective relationship with the Board of Directors, with the Management and with the other administrative bodies of the Company.

Article 8. The President of the Board of Directors may, at any time, take part in the meetings of the Committee. May be convened Directors of the Company to take part in the meetings, as well as employees, experts and/or advisors, eventually or permanent, as necessary and convenient, at the discretion of the Committee.

Article 9. The Committee shall hold its ordinary meeting, each three months, and, extraordinarily, whenever deemed necessary by any of its members.

Article 10. The Committee shall establish, at the beginning of each year, the calendar of its quarterly meetings, and the extraordinary meetings shall be convened, by the member that so request, by email, facsimile or other means that allow the proof or receipt by the addressee, at least a week in advance, indicating time, place and the subjects to be discussed at the meeting. The meetings shall be hold regardless of convening in case all the members of the Committee are attending.

Article 11. The meetings shall be held at the premises of the Company or in other place previously agreed by the members of the Committee, and may also be held by telephone-conference or video-conference.

Article 12. The Committee shall appoint a secretary, of the Company staff, or among its members, who will convene the ordinary meetings, help the works and keep minutes, which shall be registered and filed together with the documentation of the Board of Directors of the Company.

Article 13. The Coordinator shall make a report of the activities and status of the works under responsibility of the Committee in the ordinary meetings of the Board of Directors

Article 14. To the members of the Committee shall be applied the provisions contained in the law and the company's policies. The members of the Committee must keep total secrecy of the information of the Company to which they have access, and these and the minutes and discussions taking place at meetings of the Committee shall be disseminated only in the interest of the Company and its shareholders, at discretion of the Board of Directors.

Article 15. These Internal Regulations come into force at the date of its approval and revokes any contrary norms and procedures, and may be changed by deliberation of majority of the members of the Board of Directors.

Article 16. The omitted cases shall be addressed by the Board of Directors.

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