

MATERIAL FACT

Estácio Participações S.A. ("Estácio" or "Company" - Bovespa: ESTC3), in compliance with paragraph 4 of Article 157 of Law 6,404/76 and CVM Instruction 358/02, as amended, hereby informs the market in general that, as approved by the Board in a meeting held on August 7, 2014, acquired on this date, through its indirect subsidiary Sociedade Educacional Atual da Amazônia Ltda., the entire capital of Centro de Assistência ao Desenvolvimento de Formação Profissional Unicel Ltda. (UNICEL), the transaction does not contemplate real state acquisition. UNICEL is controlling institution of Faculdade Literatus - FAL ("LITERATUS"), headquartered and with campus in the city of Manaus, Amazonas.

The investment in LITERATUS totaled forty eight million reais (R\$48,000,000.00), to be paid partly in cash and partly through the assumption of debt and liabilities. The transaction does not include the real state.

LITERATUS was founded in 2007 and has approximately 4,800 students, 14,170 total places allocated in two campus. Its portfolio contains 22 undergraduate (with eight of these recently authorized and still in maturation period) and 25 graduate programs. In 2012, LITERATUS was evaluated by the Ministry of Education (MEC), which issued an Institutional Concept (CI) of 3, with a 2,44 CI continuos. The deal marks Estácio's entry in the capital of Amazonas and will allow Estácio's expansion in the North of the country, through one of its main markets. Besides, the course portfolio covers the main segments with high labor market demand with special attention on health, engineering and management courses.

Considering the provisions in Article 256, of Law #6.404/76, in the case the assumptions are verified, a call to the Company's General Shareholders Meeting will be announced to approve LITERATUS acquisition. The Company also clarifies that its shares are widely traded and compose the BM&FBovespa liquidity index (IBrX-50). In this sense, shareholders who do not approve the operation may withdraw by selling their shares on the stock exchange.

Rio de Janeiro, August 7, 2014.

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Investor Relations Officer
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