

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, and future amendments, hereby informs the market and the public in general that, on this date, through its indirect subsidiary Sociedade Educacional Atual da Amazônia Ltda. ("ATUAL"), acquired all shares of **FACULDADES INTEGRADAS DE CASTANHAL LTDA.**, limited company headquartered in the city of Castanhal, state of Pará, the controlling institution of Faculdade de Castanhal - FCAT ("**FCAT**") ("Transaction").

The total investment in FCAT was of twenty-six million reais (R\$26,000,000.00), to be paid as follows: (i) five million nine hundred thousand reais (R\$5,900,000.00) through the assumption of debts and liabilities; (ii) eleven million reais (R\$11,000,000.00) in financial resources, on the closing date; and (iii) the remaining balance in one installment of three million nine hundred thousand reais (R\$3,900,000.00) to be paid on May 17, 2016, and four additional annual installments of one million three hundred thousand reais (R\$1,300,000.00) to be paid from November 17, 2016 onwards. The transaction does not include real estate.

Founded in 2007, FCAT has approximately 2,700 students and 9,225 total authorized seats. Its portfolio has 12 undergraduate and 24 graduate courses, besides extension programs. In 2013, FCAT was evaluated by the Ministry of Education (MEC), which issued an Institutional Grade (CI) of 4, on a scale of 1 to 5. Located in the city of Castanhal, its area of influence includes other 14 municipalities, which together cover around 600,000 inhabitants.

The consolidation of our Pará operations will allow the Company to expand its activities in a market where it already operates, thus becoming the largest on-campus Higher Education institution in the state. Besides, the acquisition complements a course portfolio that already covered the main segments demanded by the labor market, in particular: Law, Health, and Management. Lastly, the operation in the city will allow for important gains in academic quality, efficiency, and scale.

Therefore, we reiterate our discipline and commitment to execute our expansion strategy with responsibility, consolidating the Company's brand nationwide through the presence in all capitals and other markets with growth potential.

Rio de Janeiro, November 17, 2015.

Virgílio Deloy Capobianco Gibbon
Investor Relations Officer
Estácio Participações S.A.