3Q12 RESULTS

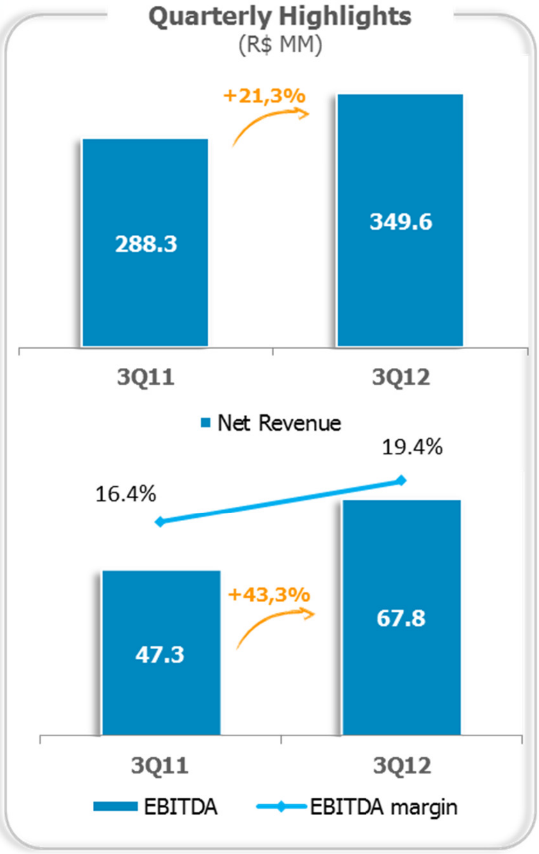
Growing with Sustainability

43% EBITDA growth and 3.0 p.p. margin gain

Rio de Janeiro, November 8, 2012 - **Estácio Participações S. A. -** "Estácio" or "Company" (BM&FBovespa: ESTC3; Bloomberg: ESTC3. BZ; Reuters: ESTC3. SA; OTC: ECPCY) announces its results for the third quarter of 2012 (3Q12) in comparison with the same period of the previous year (3Q11). Except where stated otherwise, the following accounting information is presented in accordance with the International Financial Reporting Standards ("IFRS") and on a consolidated basis.

Highlights

- Estácio closed 3Q12 with a student base of **284,400 students,** 14.8% higher than in 3Q11, of which 231,100 students were enrolled in on-campus programs (11.5% higher than in the same period last year) and 53,300 in distance learning programs (31.3% more than in 3Q11).
- **Net operating revenue** came to R$349.6 million in 3Q12, an increase of 21.3% year on year, due to the significant increase in the average ticket and the growth of the student base.
- Consolidated **EBITDA** reached R$67.8 million in 3Q12, up 43.3% year on year, while margin increased by 3.0 p.p. Under the 'same shops' concept, excluding acquisitions in the period, the EBITDA margin grew by 3.2 p.p.
- **Net income** totaled R$39.8 million in 3Q12, up 28.0% over 3Q11. **Earnings per share** stood at R$0.48, an increase of 28% over 3Q11.
- **Operating cash flow** in the period was a positive R$67.6 million, compared to R$5.7 million in the third quarter of 2011.
- At the end of 3Q12, Estácio had **cash, bank deposits and invesments** of R$183.8 million.



ESTC3
(November 7, 2012)

Price: R$39.00/share
Number of Shares: 82,505,351
Market Cap: R$3.2 billion
Free Float: 80%

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Key Indicators in the Quarter

Financial Highlights	Consolidated 3Q11	Consolidated 3Q12	Consolidated Change	Excluding Acquisitions 3Q11	Excluding Acquisitions 3Q12	Excluding Acquisitions Change
Net Revenue (R$ million)	288.3	349.6	21.3%	288.3	341.4	18.4%
Gross Profit (R$ million)	100.4	138.0	37.5%	100.4	136.1	35.6%
Gross Profit margin	*34.8%*	*39.5%*	*4.7 p.p.*	*34.8%*	*39.9%*	*5.1 p.p.*
EBIT (R$ million)	32.1	52.7	64.2%	32.1	52.0	62.0%
EBIT Margin	*11.1%*	*15.1%*	*4.0 p.p.*	*11.1%*	*15.2%*	*4.1 p.p.*
EBITDA (R$ million)	47.3	67.8	43.3%	47.3	66.8	41.2%
EBITDA Margin	*16.4%*	*19.4%*	*3.0 p.p.*	*16.4%*	*19.6%*	*3.2 p.p.*
Net Income (R$ million)	31.1	39.8	28.0%	31.1	39.4	26.7%
Net Income Margin	*10.8%*	*11.4%*	*0.6 p.p.*	*10.8%*	*11.5%*	*0.7 p.p.*

Note: Adjusted EBITDA with the addition of the Operating Financial Result (Revenue from Fines and Interest over Monthly Fees).
The number of ex-acquisitions excludes the results from those acquired in 2012; the acquisitions of 2011 are already consolidated in the result.

Message from Management

2012 has been a remarkable year for Estácio, starting with our "Estácio Day", passing through the solid results reported in the first and second quarters, and now coming to the third quarter release. This is a special time for our Institution, when several initiatives that had been developed and carried out over the past four years have begun to deliver the results we had expected, and with this the long-awaited "turning point" has come.

We once again reached record student enrollment, for the fifth consecutive quarter. This time, 74,800 new students joined Estácio's on-campus and distance learning undergraduate programs, an increase of 21.6% over the same period last year. All in all, there are more than 284,000 higher education students enrolled in our undergraduate and graduate courses, a 14.8% increase in our base over 2011. The growth of the student base, combined with the transfer of inflation to our prices, resulted in an increase in the 3Q12 net operating revenue, which amounted to R$349.6 million, up 21.3% on 3Q11.

In this context, our EBITDA reached R$67.8 million in the period, an increase of 43.3% over 3Q11. Year-to-date EBITDA reached R$168.3 million, 20% higher than the total result obtained in 2011. The EBITDA margin for the quarter was 19.4%, up 3.0 p.p. year-on-year. Growth under the 'same shop' concept, excluding acquisitions, would have been 3.2 p.p., reflecting a small natural loss after the acquisition of new institutions, which have not yet been fully integrated into our operations.

Speaking of acquisitions, we announced this quarter the purchase of FARGS and Uniuol, which along with the acquisitions of SEAMA, iDez and São Luis earlier this year, have strengthened our position to expand our presence and brand nationwide. The Distance Learning segment, one of Estácio's growth levers, continues to grow at significant rates, with revenue and average ticket increases, while it waits for the regular process to obtain the authorization to increase the number of distance learning centers, which is underway at the Ministry of Education (MEC).

Our net income totaled R$39.8 million, up 28.0% year on year, mainly due to the 43.3% increase in EBITDA, which offset the growth in financial expenses due to the servicing of debts contracted during 2011. As a result, our earnings per share jumped from R$0.38 to R$0.48, an increase of approximately 28% over the previous year.

The quarterly highlight, however, was operating cash flow, which reached R$67.6 million. Our days receivables continue to improve as our management model responds to our needs and our action plans become reality. Furthermore, other cash flow variables are also showing gains. Actually, this result was not only even better because we faced operational problems with the repurchase of FIES certificates, which should have occurred on the last day of the quarter and could have added another R$10 million to our final cash. It is worth noting that these amounts were received in the first week of October and thus will benefit our cash for the fourth quarter.

With such impressive results, it is natural that our shareholders are pleased with Estácio. We know, however, that modern companies' management is supposed to understand the concept of stakeholder satisfaction, because in the long run it is precisely this ability to work with all of them that will ensure the creation of value for our shareholders. Indeed, this is the concept of sustainability, which not coincidentally was used in the title of this publication, as our understanding is that this idea is exactly what makes 2012, and particularly the third quarter, a very special moment for Estácio.

After all, it was precisely the above-mentioned financial results that allowed us to: (a) invest R$75 million CAPEX in our own institution for the benefit of our students and faculty; (b) invest in training and benefits, such as healthcare and health insurance for our employees (approximately R$12.6 million); (c) pay more than R$8 million in debt service year-to-date, thus honoring the commitment with our financial partners; and (d) pay R$17 million in dividends to our shareholders, which include Pension Funds and Individuals who use such gains to support themselves.

Parallel to this, we were able to promote solid initiatives in the same quarter aiming the satisfaction of our stakeholders, as follows: (a) the holding of the 4th Annual Faculty Forum, which brought together 550 teachers from all over Brazil for a three-day event in Rio de Janeiro; (b) the launch of our new and pioneering social network Didatic@, which will run for our students on the digitized books used in our academic model, in an unforgettable event for 300 guests held in a Rio movie theater; (c) the launch of "Estácio's Excellence Program" this semester, which will encourage, reward, and then identify, standardize, and spread the best practices developed by our units; and (d) the second edition of Estácio Journalism Award, which gathered opinion makers at the Chácara Flora campus for an awards event of the most important news stories about Higher Education in Brazil. In 2012, 188 press articles from 86 media companies in 21 states competed in eight categories.

Another stakeholder is the Brazilian Government, represented by the Ministry of Education (MEC). On this matter, it is important to mention that the Official Gazette published in September that Faculdade Estácio do Ceará (Estácio FIC) and Faculdade Estácio de Sá de Santa Catarina (FESSC) had their applications for registration as 'university center' (Centro Universitário) unanimously approved by the National Education Council (CNE), after completing all levels of quality assessment for a Higher Education institution. Another important indicator measured by MEC concerns the campuses on-site visits which regularly happen for our courses. In 2012, 85 visits took place so far, all of which had a 'grade 3' (the minimum required for validation) or higher evaluation. It is important to note that more than 50% of the courses had grades above 3. Besides that, in the top 20 list of private institutions with the higher approval levels in the latest national Bar exam, two were Estácio institutions.

Speaking about the Government, we remain committed to our strategy towards the FIES program, which already had 39,500 students at the end of 3Q12. Here at Estácio, we seek to use FIES primarily for students who need financial support, thereby improving retention and increasing the number of graduates, which is the ultimate reason for this program created by the Brazilian Government. Although still based on a dose of empiricism, it is possible to say that the adoption of FIES significantly improves the retention rates, probably in the range of 5 to 8 p.p.. In this scenario, we can deliver more well-prepared people to sustain Brazil's growth in the coming years, as well as allow more students from public schools to come directly to Estácio University, instead of having to find a job to afford their studies some years after high school graduation.

Last but not least, considering the interest of our shareholders and long-term investors, we are completing a long and detailed Strategic Planning exercise that works with a horizon of 2020. In this exercise, besides identifying the key trends and proposing concrete action plans for our "core business", we will also define the best opportunities in the education sector which are outside our current portfolio, so we will be able to take conscious and structured action on new fronts. With such a planning, which will be announced to the market in the coming months, we hope not only to ensure our current business growth, but also to seek ways to maintain and expand our growth rates on a longer horizon in order to minimize highs-and-lows in our institution and to continue our pursuit of excellent returns over invested capital.

Student Base

Estácio closed 3Q12 with a **student base** of 284,400 (14.8% above 3Q11), of which 231,100 were enrolled in on-campus courses and 53,300 in distance learning programs. Excluding the acquisitions made in 2012, the student base under the 'same shops' concept grew 12.9% over the same period last year. We still have additional 4,000 students from Faculdade São Luís, which will be consolidated in the breakdown of the student base next quarter.

Table 1 - Total Student Base*

'000	3Q11	3Q12	Change
On-Campus	**207.2**	**226.4**	**9.3%**
Undergraduate	196.9	213.9	8.7%
Graduate	10.3	12.5	21.4%
Distance Learning	**40.6**	**53.3**	**31.3%**
Undergraduate	37.4	51.8	38.5%
Graduate	3.2	1.5	-53.1%
Student Base - same shops	**247.8**	**279.7**	**12.9%**
Acquisitions in 2012	-	4.7	N.A.
Total Student Base	**247.8**	**284.4**	**14.8%**
# Campuses	69	74	7.2%
On-Campus Students per Campus	**3,003**	**3,060**	**1.9%**
# Distance Learning Centers	52	52	0.0%
Distance Learning Students per Center	**781**	**1,025**	**31.3%**

Note: The Acquisitions made in 2011 have already been incorporated into the total student base for on-campus undergraduate students.

At the end of 3Q12, **Estácio's on-campus undergraduate base** totaled 218,600 students, 11.0% more than in 3Q11. Growth under the 'same shops' concept, excluding the acquisitions made in 2012, came to 8.7%.

Table 2 - Evolution of On-Campus Student Base (undergraduate)*

'000	3Q11	3Q12	Change
Students - Starting balance	**191.6**	**201.1**	**5.0%**
(-) Acquisitions in 2011	-	(3.1)	N.A.
(-) Graduates	(17.0)	(13.0)	-23.5%
Renewable Base	**174.6**	**185.0**	**6.0%**
(+) Enrollments	45.5	57.1	25.4%
(-) Not Renewed	(21.1)	(22.5)	6.4%
(-) Students not enrolled in class	(2.1)	(5.7)	171.4%
Students - same shops	**196.9**	**213.9**	**8.7%**
(+) Acquisitions in the year	-	4.7	N.A.
Students - Ending Balance	**196.9**	**218.6**	**11.0%**

Our **distance learning undergraduate student base** grew 38.5% year on year to reach a total of 51,800 students. On the other hand, it is worth noting that just as in recent quarters, due to new processes of renewal and delinquency control, the **distance learning postgraduate program** reduced in comparison to 3Q11, but remained at the same levels of 2Q12. Our expectation is that this segment resumes its growth already in the end of the year under the new parameters. It is also important to highlight the 16.1% reduction in dropouts this quarter, as a result mainly of the student base maturation, as well as the increasing adoption of good practices by our team throughout Brazil.

(*) Information not revised by auditors.

Table 3 - Evolution of Distance Learning Student Base (undergraduate)*

'000	3Q11	3Q12	Change
Students - Starting Balance	**31.4**	**43.4**	**38.2%**
(-) Graduates	-	(0.9)	N.A.
(+) Enrollments	16.0	17.7	10.7%
(-) Dropouts	(10.0)	(8.4)	-16.1%
Students - Ending Balance	**37.4**	**51.8**	**38.5%**

Operating Revenue

Our **net operating revenue** came to R$349.6 million in 3Q12, up 21.3% year on year, due both to the 14.8% growth in the student base and to the increase in the average ticket in the period.

Table 4 - Operating Revenue

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
Gross Operating Revenue	**415.1**	**502.3**	**21.0%**	**1,221.1**	**1,468.2**	**20.2%**
Monthly Tuition Fees	407.7	495.2	21.5%	1,201.7	1,449.9	20.7%
Others	7.4	7.0	-5.4%	19.4	18.3	-5.7%
Gross Revenue Deductions	**(126.8)**	**(152.6)**	**20.3%**	**(367.1)**	**(446.6)**	**21.7%**
Scholarships and Discounts	(114.0)	(138.3)	21.3%	(330.2)	(401.3)	21.5%
Taxes	(12.8)	(14.3)	11.7%	(36.8)	(45.3)	23.1%
% Scholarships and Discounts/ Gross Operating Revenue	*27.5%*	*27.5%*	*0.1 p.p.*	*27.0%*	*27.3%*	*0.3 p.p.*
Net Operating Revenue	**288.3**	**349.6**	**21.3%**	**854.0**	**1,021.6**	**19.6%**

The **on-campus and distance learning** average ticket climbed by 7.8% and 12.2%, respectively, once again reflecting our ability to increase our prices in a sustainable way, which is only possible due to the increasing perception of Estácio's quality and service level among our students. The distance learning segment, despite not having FIES, posted an even higher average ticket increase. This fact, along with evasion rate reduction, shows that the distance learning operation keeps growing at a healthy, sustainable pace, adding value to our business.

Table 5 - Calculation of the Monthly Average Ticket - On-Campus*

'000	3Q11	3Q12	Change
On-Campus Undergraduate Student Base	**196.9**	**218.6**	**11.0%**
(-) Dropouts	(6.9)	(7.4)	6.0%
(=) Revenue Generating On-Campus Undergraduate Student Base	**190.0**	**211.3**	**11.2%**
(+) On-Campus Graduate Student Base	**10.3**	**12.5**	**21.4%**
(=) Revenue Generating On-Campus Student Base	**200.3**	**223.8**	**11.7%**
On-Campus Gross Revenue	**380.0**	**456.7**	**20.2%**
On-Campus Deductions	(115.2)	(137.9)	19.7%
On-Campus Net Revenue (R$ million)	**264.8**	**318.8**	**20.4%**
On-Campus Average Ticket (R$)	**440.8**	**475.0**	**7.8%**

Note: Average ticket calculation does not include revenues from Academia do Concurso.

Table 6 - Calculation of the Monthly Average Ticket - Distance Learning*

'000	3Q11	3Q12	Change
Distance Learning Undergraduate Student Base	**37.4**	**51.8**	**38.5%**
(-) Dropouts	-	(2.3)	N.A.
(=) Revenue Generating Distance Learning Undergraduate Student Base	**37.4**	**49.5**	**32.5%**
(+) Distance Learning Graduate Student Base	**3.2**	**1.5**	**-53.1%**
(=) Revenue Generating Distance Learning Student Base	**40.6**	**51.0**	**25.7%**
Distance Learning Gross Revenue	**31.9**	**43.7**	**37.0%**
Distance Learning Deductions	(11.2)	(14.5)	29.5%
Distance Learning Net Revenue (R$ million)	**20.7**	**29.2**	**41.1%**
Distance Learning Average Ticket (R$)	**170.0**	**190.7**	**12.2%**

(*) Information not revised by auditors.

Cost of Services

In 3Q12, the **ratio of cash cost to net revenue** registered a margin gain of 4.8 p.p. over 3Q11, mainly due to: (i) the significant reduction in personnel costs (2.4 p.p. gain), reflecting the increasing efficiency in the control of faculty costs as in recent quarters; (ii) the gain in the INSS line (+1.0 p.p.), resulting from the end of the INSS step-up; and (iii) the gains of 0.8 p.p. in rentals and of 0.8 p.p. in third-party services, which show our capacity to control costs and our discipline and rigor in contractual adjustments with our real estate partners and third parties.

Table 7 - Cost of Services

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
Cost of Services	**(180.4)**	**(202.1)**	**12.0%**	**(552.4)**	**(608.9)**	**10.2%**
Personnel	(135.6)	(152.9)	12.8%	(419.8)	(456.8)	8.8%
Salaries and Payroll Charges	(111.3)	(126.4)	13.6%	(344.0)	(375.8)	9.2%
Brazilian Social Security Institute (INSS)	(24.4)	(26.5)	8.6%	(75.8)	(81.0)	6.9%
Rentals / Real Estate Taxes Expenses	(26.7)	(29.8)	11.6%	(77.7)	(87.3)	12.4%
Textbooks Materials	(5.0)	(6.3)	26.0%	(17.7)	(24.3)	37.3%
Third-Party Services and Others	(13.1)	(13.1)	0.0%	(37.2)	(40.5)	8.9%

Table 8 - Vertical Analysis of Cost of Services

% of Net Operating Revenue	3Q11	3Q12	Change	9M11	9M12	Change
Cost of Services	**-62.6%**	**-57.8%**	***4.8 p.p.***	**-64.7%**	**-59.6%**	***5.1 p.p.***
Personnel	-47.1%	-43.7%	*3.4 p.p.*	-49.1%	-44.7%	*4.4 p.p.*
Salaries and Payroll Charges	-38.6%	-36.2%	*2.4 p.p.*	-40.2%	-36.8%	*3.4 p.p.*
Brazilian Social Security Institute (INSS)	-8.5%	-7.5%	*1.0 p.p.*	-8.9%	-7.9%	*1.0 p.p.*
Rentals / Real Estate Taxes Expenses	-9.3%	-8.5%	*0.8 p.p.*	-9.1%	-8.5%	*0.6 p.p.*
Textbooks Materials	-1.7%	-1.8%	*-0.1 p.p.*	-2.1%	-2.4%	*-0.3 p.p.*
Third-Party Services and Others	-4.5%	-3.7%	*0.8 p.p.*	-4.4%	-4.0%	*0.4 p.p.*

Table 9 - Reconciliation of Cost

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
Cash Cost of Services	**(180.4)**	**(202.1)**	**12.0%**	**(552.4)**	**(608.9)**	**10.2%**
(+) Depreciation	(7.5)	(9.6)	28.0%	(18.8)	(28.8)	53.2%
Cost of Services	**(187.9)**	**(211.7)**	**12.7%**	**(571.2)**	**(637.7)**	**11.6%**

Gross Income

Table 10 - Statement of Gross Income

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
Net Operating Revenue	288.3	349.6	21.3%	854.0	1,021.6	19.6%
Cost of Services	(187.9)	(211.7)	12.7%	(571.2)	(637.7)	11.6%
Gross Profit	**100.4**	**138.0**	**37.5%**	**282.7**	**383.9**	**35.8%**
(-) Depreciation	7.5	9.6	28.0%	18.8	28.8	53.2%
Cash Gross Profit	**107.9**	**147.6**	**36.8%**	**301.5**	**412.7**	**36.9%**
Cash Gross Margin	*37.4%*	*42.2%*	*4.8 p.p.*	*35.3%*	*40.4%*	*5.1 p.p.*

Selling, General and Administrative Expenses

In the third quarter of 2012, **general and administrative expenses** represented 13.4% of net revenue, for a margin gain of 1.4 p.p. over 2011 mainly due to: (i) the 1.1 p. p. gain in the third-party services line; and (ii) the 2.1 p.p. improvement in the provision for contingencies line.

The improvement in the **provision for contingencies** account occurred due to the following factors: (i) reversals obtained from revised calculations in labor lawsuits; and (ii) provision write-offs due to payments made during the period.

On the other hand, the increase in the **personnel** account was the result of: (i) a one-time recovery of taxes and charges that happened last year; (ii) the provision for variable compensation, which last year occurred entirely in the fourth quarter; and (iii) the wage increases via collective bargaining agreement (2nd installment of 2011 and 1st installment of 2012).

Selling expenses represented 9.7% of the 3Q12 net revenues, causing a margin reduction (-2.1 p.p.) from 3Q11, mainly due to the result of the 1.8 p.p. increase in the PDA/net revenue ratio, still reflecting a worse scenario compared to last year, but showing improvement when compared to the first half (when the loss was 2.5 p.p.). It is important to remember that the provisioning for FIES receivables, as explained in the 1Q12 results, causes an increase in this account since it anticipates the provision for these students, while our standard provision criteria waits 180 days to constitute provisions.

Table 11 - Selling, General and Administrative Expenses

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
Selling, General and Administrative Cash Expenses	**(64.7)**	**(80.8)**	**24.9%**	**(198.9)**	**(251.0)**	**26.2%**
Selling Expenses	**(22.0)**	**(33.9)**	**54.1%**	**(82.8)**	**(119.7)**	**44.6%**
Provisions for Doubtful Debts	(8.2)	(16.1)	96.3%	(30.9)	(60.2)	94.8%
Marketing	(13.8)	(17.8)	29.0%	(51.8)	(59.6)	15.1%
General and Administrative Expenses	**(42.7)**	**(46.9)**	**9.8%**	**(116.1)**	**(131.3)**	**13.1%**
Personnel	(17.8)	(25.8)	44.9%	(50.6)	(67.5)	33.4%
Salaries and Payroll Charges	(15.1)	(23.0)	52.3%	(42.1)	(58.9)	39.9%
Brazilian Social Security Institute (INSS)	(2.6)	(2.8)	7.7%	(8.5)	(8.7)	2.4%
Others	(24.9)	(21.1)	-15.3%	(65.5)	(63.7)	-2.7%
Third-Party Services	(11.7)	(10.6)	-9.4%	(32.0)	(33.2)	3.8%
Machinery rentals and leasing	(0.6)	(0.4)	-33.3%	(2.0)	(0.9)	-55.0%
Consumable Material	(0.4)	(0.4)	0.0%	(1.2)	(1.2)	0.0%
Provision for Contingencies	(3.9)	2.6	N.A.	(1.2)	2.1	-275.0%
Other Operating Renevue (expenses)	3.3	3.0	-9.1%	7.4	9.6	29.7%
Others	(11.7)	(15.4)	31.6%	(36.5)	(40.1)	9.9%
Depreciation	**(3.6)**	**(4.4)**	**22.2%**	**(10.8)**	**(13.2)**	**22.2%**

Table 12 - Vertical Analysis of Selling, General and Administrative Expenses

% of Net Operating Revenue	3Q11	3Q12	Change	9M11	9M12	Change
Selling, General and Administrative Cash Expenses	**-22.4%**	**-23.1%**	***-0.7 p.p.***	**-23.3%**	**-24.6%**	***-1.3 p.p.***
Selling Expenses	**-7.6%**	**-9.7%**	***-2.1 p.p.***	**-9.7%**	**-11.7%**	***-2.0 p.p.***
Provisions for Doubtful Debts	-2.8%	-4.6%	*-1.8 p.p.*	-3.6%	-5.9%	*-2.3 p.p.*
Marketing	-4.8%	-5.1%	*-0.3 p.p.*	-6.1%	-5.8%	*0.3 p.p.*
General and Administrative Expenses	**-14.8%**	**-13.4%**	***1.4 p.p.***	**-13.6%**	**-12.9%**	***0.7 p.p.***
Personnel	-6.1%	-7.4%	*-1.3 p.p.*	-5.9%	-6.6%	*-0.7 p.p.*
Salaries and Payroll Charges	-5.2%	-6.6%	*-1.4 p.p.*	-4.9%	-5.8%	*-0.9 p.p.*
Brazilian Social Security Institute (INSS)	-0.9%	-0.8%	*0.1 p.p.*	-1.0%	-0.9%	*0.1 p.p.*
Others	-8.6%	-6.0%	*2.6 p.p.*	-7.7%	-6.2%	*1.5 p.p.*
Third-Party Services	-4.1%	-3.0%	*1.1 p.p.*	-3.7%	-3.2%	*0.5 p.p.*
Machinery rentals and leasing	-0.2%	-0.1%	*0.1 p.p.*	-0.2%	-0.1%	*0.1 p.p.*
Consumable Material	-0.1%	-0.1%	*0.0 p.p.*	-0.1%	-0.1%	*0.0 p.p.*
Provision for Contingencies	-1.4%	0.7%	*2.1 p.p.*	-0.1%	0.2%	*0.3 p.p.*
Other Operating Renevue (expenses)	1.1%	0.9%	*-0.2 p.p.*	0.9%	0.9%	*0.0 p.p.*
Others	-4.1%	-4.4%	*-0.3 p.p.*	-4.3%	-3.9%	*0.4 p.p.*
Depreciation	**-1.2%**	**-1.3%**	***-0.1 p.p.***	**-1.3%**	**-1.3%**	***0.0 p.p.***

EBITDA

In 3Q12, **EBITDA** totaled R$67.8 million, 43.3% up on 3Q11, with an EBITDA margin of 19.4%, for a margin gain of 3.0 p.p. over the previous year, mainly due to the better management of costs and expenses and the 21.3% growth in net revenue, which offset the expected increase in PDA expenses.

Table 13 - Statement of Earnings before Interest, Taxes, Depreciation and Amortization (EBITDA)

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
Net Revenue	**288.3**	**349.6**	**21.3%**	**854.0**	**1,021.6**	**19.6%**
(-) Cash Cost of Services	(180.4)	(202.1)	12.0%	(552.4)	(608.9)	10.2%
(-) Selling, General and Administrative Cash Expenses	(64.7)	(80.8)	24.9%	(198.9)	(251.0)	26.2%
(+) Operating Financial Result	4.1	1.1	-73.2%	11.0	6.5	-40.9%
EBITDA	**47.3**	**67.8**	**43.3%**	**113.7**	**168.3**	**48.0%**
EBITDA Margin	*16.4%*	*19.4%*	*3.0 p.p.*	*13.3%*	*16.5%*	*3.2 p.p.*

Under the 'same shops' concept, excluding the acquisitions made in 2012, the 3Q12 EBITDA totaled R$66.8 million, an increase of 41.2% over 3Q11, with a margin gain of 3.2 p.p. Note that the acquisitions made in 2011 have already been consolidated into our results.

Table 14 - Statement of Earnings before Interest, Taxes, Depreciation and Amortization (EBITDA) - Same shops

R$ MM	3Q11	3Q12 ex-acquisitions	Change
Net Revenue	**288.3**	**341.4**	**18.4%**
(-) Cash Cost of Services	(180.4)	(195.8)	8.6%
(-) Selling, General and Administrative Cash Expenses	(64.7)	(79.7)	23.1%
(+) Operating Financial Result	4.1	1.0	-76.5%
EBITDA	**47.3**	**66.8**	**41.2%**
EBITDA Margin	*16.4%*	*19.6%*	*3.2 p.p.*

Companies Acquired

The following chart shows the results of the companies acquired in 2012. These details will be provided for up to 12 months from the date of acquisition to enable follow-up of the Company's performance under the 'same shops' concept. After this period, the results of acquired companies will be included in the consolidated results, as it has been done with the companies acquired in 2011 (Atual, FAL, FATERN and Academia do Concurso). The table below shows the result of the acquired companies SEAMA and iDez. Uniuol, FARGS and Fac. São Luís have not had full quarter figures recorded in our results, and will be shown in detail next quarter.

Table 15 - Key Indicators of Acquired Companies in 3Q12

R$ million	SEAMA	iDez
Net Revenue	**4.6**	**0.6**
Gross Profit	**1.0**	**0.0**
Gross Margin	*21.7%*	*0.0%*
EBITDA	**0.7**	**-0.1**
EBITDA Margin	*15.2%*	*-16.7%*
Net Income	**0.6**	**-0.2**
Income Margin	*13.0%*	*-33.3%*

Financial Result

Table 16 - Breakdown of the Financial Result

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
Financial Revenue	**5.6**	**4.7**	**-16.1%**	**23.9**	**18.8**	**3.2%**
Fines and interest charged	4.1	1.1	-73.1%	14.1	6.5	-40.8%
Income of financial applications	1.1	3.2	183.7%	8.0	10.5	71.3%
Other	0.3	0.4	33.3%	1.8	1.7	53.8%
Financial Expenses	**(7.9)**	**(15.3)**	**93.3%**	**(29.5)**	**(40.5)**	**93.0%**
Bank charges	(2.1)	(1.6)	-20.7%	(5.6)	(5.0)	15.5%
Interest and fianancial charges	(3.1)	(8.3)	169.1%	(9.7)	(22.7)	367.1%
Debt relief	-	-	N.A.	(3.3)	-	-100.0%
Financial Discounts	(1.9)	(4.6)	144.3%	(6.7)	(9.7)	67.7%
Other	(0.9)	(0.7)	-19.4%	(4.2)	(3.0)	12.4%
Financial Result	**(2.3)**	**(10.6)**	**359.7%**	**(5.6)**	**(21.7)**	**687.2%**

In 3Q12, the **financial result** was negative by R$10.6 million, as a result of the R$7.4 million increase in financial expenses. This raise was mainly due to the increase of R$5.2 million in interest and financial expenses to the service of debt contracted in 2011, in particular the loan from the IFC and the R$-denominated bonds.

The reduction in **fines and interest charged** was due to the redefinition of accounting parameters for fees paid to the collection agents, which previously had a counterpart in the third-party services line for subsequent payment to the collection agents. In this context, we should see from now on a reduction in these two lines, in the proportion shown this quarter.

Net Income

Table 17 - Reconciliation of EBITDA and Net Income

R$ MM	3Q11	3Q12	Change	9M11	9M12	Change
EBITDA	**47.3**	**67.8**	**43.3%**	**113.7**	**168.3**	**48.0%**
Operating Financial Result	(4.1)	(1.1)	-73.2%	(11.0)	(6.5)	-40.9%
Financial Result	(2.3)	(10.6)	360.9%	(2.8)	(21.7)	675.0%
Depreciation	(11.1)	(14.1)	27.0%	(29.6)	(42.0)	41.9%
Non-operating result	(2.2)	(0.1)	-95.5%	(2.2)	(0.1)	-95.5%
Social Contribution	0.9	(0.6)	-166.7%	(0.1)	(0.8)	700.0%
Income Tax	2.6	(1.6)	-161.5%	(0.2)	(2.3)	1050.0%
Net Income	**31.1**	**39.8**	**28.0%**	**67.8**	**94.8**	**39.9%**

In the third quarter of 2012, **net income** totaled R$39.8 million, a 28.0% increase year on year, mainly due to the 21.3% increase in the net revenue and the efficiency gains in the cost lines, which led to the significant 43.3% EBITDA growth that more than compensated the negative financial result and income tax increase.

Earnings per share in 3Q12 was R$0.48, versus R$0.38 in 3Q11.

FIES

The **FIES student base** grew significantly in the past 12 months, totaling 39,500 students at the end of 3Q12, an increase of more than 200% over 3Q11. It now represents 18.1% of our on-campus undergraduate base.

Bear in mind that in June the eligibility of our student base for FIES increased substantially, reaching 94.7%, after we got the approval for offering FIES for Business Administration and Law programs in Rio de Janeiro.

Table 18 - FIES Student Base*

('000)	2Q11	3Q11	4Q11	1Q12	2Q12	3Q12	Change
On-campus undergraduate students	191.6	196.9	189.9	219.4	201.1	218.6	11.0%
FIES Student Base	**10.2**	**13.0**	**15.2**	**23.0**	**30.3**	**39.5**	**203.8%**
% of FIES Students	5.3%	6.6%	8.0%	10.5%	15.1%	18.1%	*11.5 p.p.*

Of the 39,500 FIES students in Estácio's base, approximately 56% contracted the loan through the **FIES Guarantee Fund (FGEDUC)**, 41% **with a guarantor** and 3% are still under the **previous FIES**. The increase in students resorting to FGEDUC shows the evolution of the program, in line with the profile of undergraduate students in the lower income brackets.

Table 19 - Breakdown of the FIES Student Base*

FIES Students ('000)	1H11	2H11	1H12	3Q12	%
FGEDUC	5.5	6.5	16.7	22.0	56%
With Guarantor	0.6	5.8	12.4	16.3	41%
Previous FIES	4.1	2.9	1.2	1.2	3%
TOTAL	**10.2**	**15.2**	**30.3**	**39.5**	**100%**

Accounts Receivable and Average Receivable Days

The number of **days receivables from students** (tuitions and agreements) decreased by 6 days from 2Q12 and 2 days from 3Q11, reaching 60 days. The average collection period reduction shows the evolution of our Operations'management ability when it comes to delinquency. Excluding FIES Revenues from the calculation, our average days receivables reached 72 days, a 4 day reduction when compared to the previous quarter.

Table 20 - Accounts Receivable and Average Receivable Days

Accounts Receivable (R$ MM)	3Q11	4Q11	1Q12	2Q12	3Q12	3Q12 ex-acquisitions
Gross Accounts Receivable	**283.2**	**320.8**	**358.5**	**350.9**	**351.6**	**332.5**
FIES	31.0	36.5	55.4	36.5	45.0	44.2
Tuition monthly fees	195.0	241.4	246.6	261.7	251.5	235.7
Credit Cards receivable	16.4	12.2	21.9	20.0	25.3	24.7
Renegotiation receivables	35.5	26.4	33.7	32.8	29.8	27.9
Fees receivables	5.3	4.4	0.8	(0.0)	-	-
Credits to identify	(5.2)	(7.4)	(6.1)	(5.7)	(5.3)	(5.3)
Provision for bad debts	(56.0)	(69.3)	(73.9)	(77.2)	(81.9)	(69.7)
Net Accounts Receivable	**221.9**	**244.1**	**278.5**	**268.0**	**264.4**	**257.5**
(-) FIES	(31.0)	(36.5)	(55.4)	(36.5)	(45.0)	(44.2)
Net Accounts Receivable Ex. FIES	**190.9**	**207.6**	**223.0**	**231.5**	**219.4**	**213.3**
Net Revenue (last twelve months)	**1,106.5**	**1,148.4**	**1,203.2**	**1,254.7**	**1,316.1**	**1,302.8**
Days Receivables Ex. FIES	**62**	**65**	**67**	**66**	**60**	**59**
Net Revenue Ex. FIES (last twelve months)	**1,023.8**	**1,047.0**	**1,085.4**	**1,096.9**	**1,098.1**	
Days Receivables Ex. FIES and FIES Revenue	**67**	**71**	**74**	**76**	**72**	

Note: The calculation of ex-acquisitions excludes only the results from those acquired from 2012 on.

(*) Information not revised by auditors.

Respecting our commitment to transparency and to the level of disclosure of results, we once again publish the calculation of the average days of receivables of FIES and the calculation of the gross average receivables, which uses gross accounts receivables (including FIES and without discounting PDA), given that this indicator has a direct impact on the working capital and operating cash generation by the Company.

Table 21 - Accounts Receivable and Average FIES Receivable Days

FIES Average Days Receivables	3Q11	4Q11	1Q12	2Q12	3Q12
FIES Receivables	31.0	36.5	55.4	36.5	45.0
FIES Carry-Forward Credits	7.8	13.7	8.1	2.3	10.9
FIES Net Revenue (last twelve months)	82.7	101.4	117.7	157.8	218.0
FIES Days Receivables	**169**	**178**	**194**	**88**	**92**

Note: The line numbers for Carry-Forward Credits in 3Q11, 4Q11 and 1Q12 presented in this table have been adjusted to show only the FIES Carry-Forward Credits (formerly the calculation included other Carry-Forward Credits), which caused a reduction in the number of FIES Days Receivables presented in previous releases since 3Q11.

FIES Accounts Receivable posted a R$8.5 million increase over 2Q12, mainly due to the amendment process performed in odd quarters, but also improved significantly over 1Q12 (R$10 million), despite the increase in the FIES student base. We consider that the level of our FIES accounts receivables, around R$45 million, or approximately 1.5 to 2 times the FIES net revenue per month, is suitable for the sustainable expansion of the FIES base in our operation.

Table 22 - Evolution of FIES Accounts Receivable

FIES Accounts Receivable (R$ MM)	1Q12	2Q12	3Q12
Opening Balance	**36.5**	**55.4**	**36.5**
(+) FIES Net Revenue	42.4	60.7	78.7
(-) Transfer	21.1	75.6	70.1
(-) FIES PDA	2.3	4.1	1.0
(+) Acquisitions	-	-	0.8
Ending Balance	**55.4**	**36.5**	**45.0**

FIES Carry-Forward Credits climbed by R$8.6 million, as a result of thea delay in the transferring process from the Government at the end of the quarter. The transfer was made on October 2 and the number of FIES days receivables went back to the levels registered in 2Q12. If it were not for the delay in this transfer by the FNDE, the average FIES collection period would have been 76 days. Moreover, it is important to emphasize the increasing participation in repurchase auctions of FIES certificates and their use for tax payment, in addition to the factors mentioned in the preceding paragraph.

Table 23 - Evolution of FIES Carry-Forward Credits

FIES Carry-Forward Credits (R$ MM)	1Q12	2Q12	3Q12
Opening Balance	**13.7**	**8.0**	**2.3**
(+) Transfer	21.1	75.6	70.1
(-) Tax payment	22.3	33.0	43.0
(-) Repurchase auctions	4.5	50.2	18.5
(+) Acquisitions	-	1.9	-
Ending Balance	**8.0**	**2.3**	**10.9**

The **provisioning for delinquency of FIES students** will be as follows:

(i) 2.25% for students with a guarantor (conservatively assuming that the future loss of the FIES portfolio will be 15%, which is approximately three times higher than the historical loss of the ex-FIES student portfolio; the provision was built considering 15% of credit risk over 15% of delinquency).

(ii) 7% for students who are part of FGEDUC until March 2012.

(iii) 5.63% for students who are part of the FGEDUC after April 2012.

In fact, in this first year our PDA was negatively impacted since we recognized this provision right away, anticipating something that would normally wait for 180 days according to Estácio's criterion.

Gross accounts receivable, presented in the table below, takes both FIES and total gross accounts receivable into consideration, without discounting PDA. As shown, this amount is higher than the receivable days usually presented (as indicated in Table 20 - Accounts Receivable and Average Receivable Days), as PDA balance is not discounted and FIES receivables are also included.

Table 24 - Gross Accounts Receivable and Average Receivable Days

Average Days Receivables	3Q11	4Q11	1Q12	2Q12	3Q12
Gross Accounts Receivable	283.2	320.8	358.5	350.9	351.6
Net Revenue (last twelve months)*	1,106.5	1,148.4	1,203.2	1,254.7	1,316.1
Gross Days Receivables	**92**	**101**	**107**	**101**	**96**
Gross Days Receivables Ex. FIES	**82**	**89**	**91**	**90**	**84**

As we foresaw in 1Q12, with the return to normality of the FIES contract amendments and the effects of the Company's greater focus on the control of ex-FIES receivables, gross accounts receivable days returned to 3Q11 levels and decreased by 5 days in relation to the previous quarter, dropping to 96 days.

Table 25 - Aging of Gross Total Accounts Receivable

Breakdown of Accounts Receivable by Age (R$ million)	3Q11	%	3Q12	%
FIES	31.0	11%	45.0	13%
Not yet due	90.8	32%	97.5	28%
Overdue up to 30 days	45.4	16%	50.5	14%
Overdue from 31 to 60 days	19.7	7%	24.8	7%
Overdue from 61 to 90 days	6.0	2%	8.8	2%
Overdue from 91 to 179 days	34.3	12%	43.2	12%
Overdue more than 180 days	56.0	20%	81.9	23%
TOTAL	**283.2**	**100%**	**351.6**	**100%**

Table 26 - Aging of Agreements Receivable

Breakdown of Agreements by Age (R$ million)	3Q11	3Q12	3Q12	%
Not yet due	25.0	70%	16.4	55%
Overdue up to 30 days	2.2	6%	3.4	11%
Overdue from 31 to 60 days	1.2	3%	0.9	3%
Overdue from 61 to 90 days	1.3	4%	1.2	4%
Overdue from 91 to 179 days	2.9	8%	3.0	10%
Overdue more than 180 days	2.9	8%	5.0	17%
TOTAL	**35.5**	**100%**	**29.8**	**100%**
% over Accounts Receivable	**13%**		**8%**	

Our Receivables portfolio remains healthy. Thanks to the rigorous policies on debt renegotiation, in 3Q12 only 8% of the total receivables came from renegotiations with students, 5 p.p. lower than in 3Q11. Moreover, the percentage of receivables from renegotiations overdue more than 60 days represents 31% of all agreements, or 2.6% of our total accounts receivable.

Our criteria remain strict, clear and objective, as we provision for 100% of receivables overdue for more than 180 days, now complemented by the provisions made for FIES. The tables 27 and 28 show how our PDA is recorded, and reconcile the balance with the amounts that passed through the result.

Table 27 - Constitution of Provision for Doubtful Accounts in the P&L

R$ MM	12/31/2011	Gross increase in the provision for deliquency	Deliquency recover	Net provision effect	Write off	09/30/2012
Tuitions and fees	56.8	96.9	(43.5)	53.4	(51.0)	59.2
Acquired Companies	12.5	21.5	(7.8)	13.7	(3.5)	22.7
TOTAL	**69.3**	**118.4**	**(51.3)**	**67.1**	**(54.5)**	**81.9**

Table 28 - Reconciliation of the Provision for Doubtful Balances in the Balance Sheet

	09/30/2012	09/30/2011
Additional Provision	67.1	36.2
Credit Risk - FIES	7.2	0.3
Write off of charges and unidentified deposits	(2.9)	(5.5)
Sale of 2010 portfolio	(5.2)	-
Acquired companies at the time of acquisition	(6.6)	
Others	0.6	-
Total	**60.2**	**30.9**

Investments (CAPEX and Acquisitions)

Table 29 - CAPEX Breakdown

R$ million	3Q11	3Q12	Change
Total CAPEX	**24.2**	**62.5**	**158.1%**
Maintenance	**8.6**	**12.9**	**50.0%**
Discretionary, Expansion and Acquisitions	**15.6**	**49.6**	**217.8%**
Academic Model	4.4	3.7	-15.9%
New IT Architecture	5.3	2.3	-56.6%
Integration Processes	2.5	-	-100.0%
Tablet Project	-	3.8	N.A.
Expansion	3.4	0.9	-73.5%
Acquisitions	-	38.9	N.A.

Total CAPEX in 3Q12 climbed by 158.3% on 3Q11, mainly due to the expenditures for acquisitions this quarter (R$38.9 million), which did not occur in the same period last year. **CAPEX excluding acquisitions** amounted to R$23.7 million, the same level as in the third quarter of 2011.

Maintenance CAPEX totaled R$12.9 million in 3Q12, allocated mainly to the upgrade of software and hardware, as well as the modernization of equipment, libraries and laboratories in our campuses. Approximately R$3.7 million was invested in the **Academic Model** (creation of content and development and generation of distance learning content), R$3.8 million in the Tablet Project and R$2.3 million to acquire hardware and licenses for our IT architecture upgrade project, which will replace our legacy academic systems and prepare our hardware to sustain the growth envisioned by Estácio.

Investments in expansion projects, as well as revitalization and improvements of units totaled R$0.9 million in 3Q12 and included the investments made in units to be launched in the future.

Capitalization and Cash

Table 30 - Capitalization and Cash

R$ MM	9/30/2011	06/30/2012	09/30/2012
Shareholders' Equity	**634.1**	**679.1**	**716.7**
Cash & Cash Equivalents	**62.3**	**167.7**	**183.8**
Total Gross Debt	**(71.2)**	**(272.2)**	**(321.7)**
Loans and Financing	(58.9)	(258.4)	(287.7)
Short Term	(3.2)	(7.7)	(17.8)
Long Term	(55.7)	(250.6)	(269.9)
Commitments to Pay	(7.3)	(9.5)	(24.3)
Taxes Paid in Installments	(5.0)	(4.4)	(9.7)
Cash / Net Debt	**(8.9)**	**(104.5)**	**(137.9)**

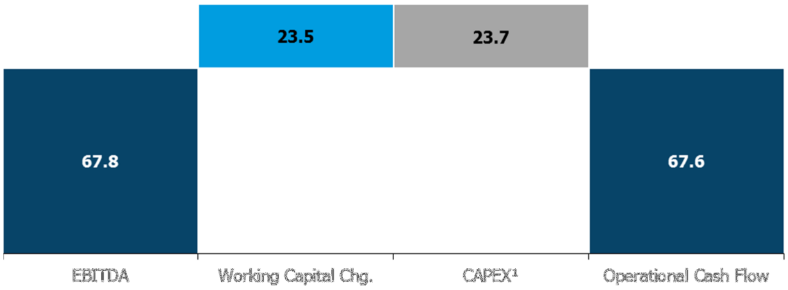
At the end of 3Q12, **cash** totaled R$183.8 million, which was conservatively invested in fixed-income instruments pegged to the CDI rate, in government bonds and in certificates of deposits at first class Brazilian banks. The bank **debt** of R$287.7 million corresponds to the Company's first local debenture issue amounting to R$200 million, the loan taken from the IFC (first loan of R$48.5 million and first withdrawal of the second line of funding, around R$20 million) and the capitalization of equipment leasing expenses in compliance with Federal Law 11,638. We have also included the commitments for future payments related to acquisitions made, of around R$24.3 million, as well as taxes payable in installments, to determine our **gross debt**, which totaled R$321.7 million at the end of 3Q12. Thus, the Company's **net debt** at the end of 3Q12 stood at R$137.9 million.

Cash Flow

In 3Q12, the working capital increase of R$14.5 million, together with the CAPEX increase of R$23.7 million (excluding acquisitions), consumed R$9.2 million of our EBITDA, generating a **positive operational cash flow** of R$58.6 million.

The positive operational cash flow before CAPEX was R$82.3 million in the third quarter.

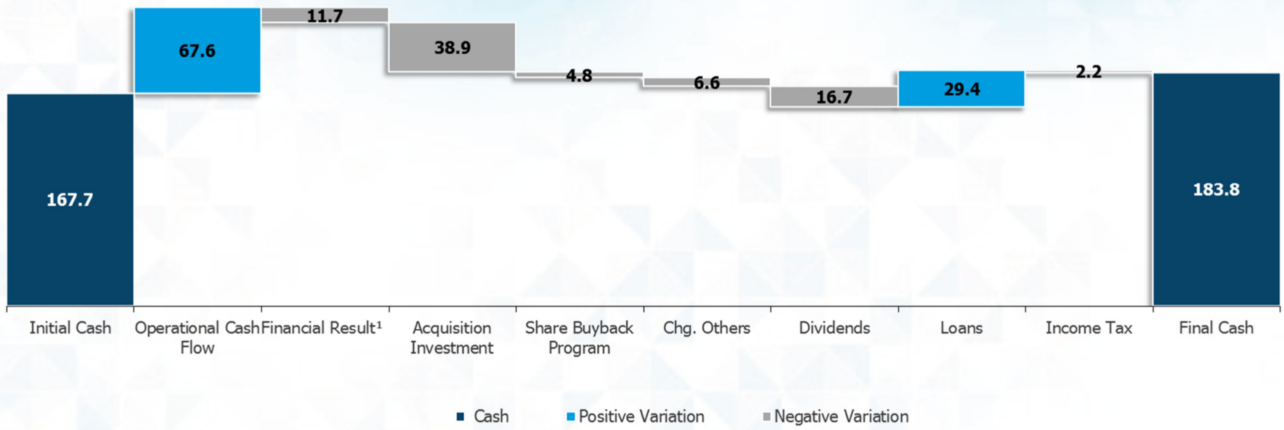
Graph 1 - Operational Cash Flow (R$ million) - Quarter



[1]CAPEX excluding Acquisitions.

In 3Q12, the positive operating cash flow was consumed by the negative financial result (R$11.7 million), the investments in acquisitions (R$38.9 million) and the dividends paid (R$16.7 million). Nevertheless, the positive operating cash flow and the increase in loans were sufficient to more than offset these negative effects, raising our cash position by R$183.8 million at the end of the quarter, an increase of R$16.1 million.

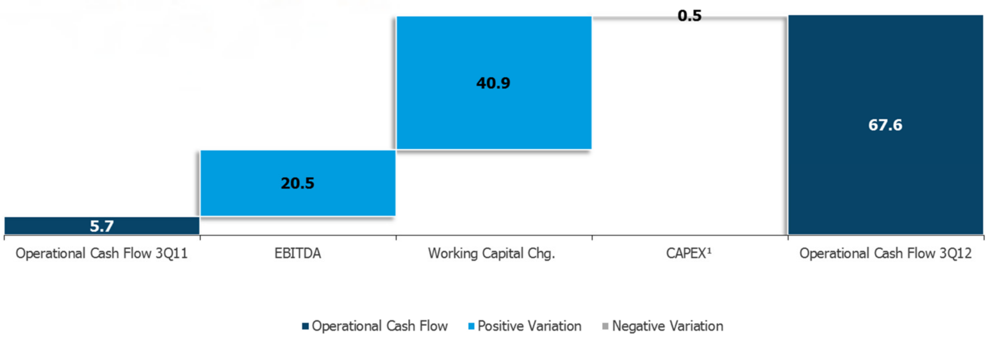
Graph 2 - Cash Flow (R$ million) - Quarter



[1]Financial Result excluding the Operating Financial Result

The positive operating cash flow for the quarter was R$61.9 million higher than in 3Q11 (R$5.7 million). This difference is a direct result of the significant increase in our EBITDA and the better management of cash and the FIES proceedings, once again demonstrating our ability to generate funds to finance our growth and our improvement in cash generation in 2012.

Graph 3 - Operational Cash Flow Quarterly Evolution (R$ million) – year-on-year

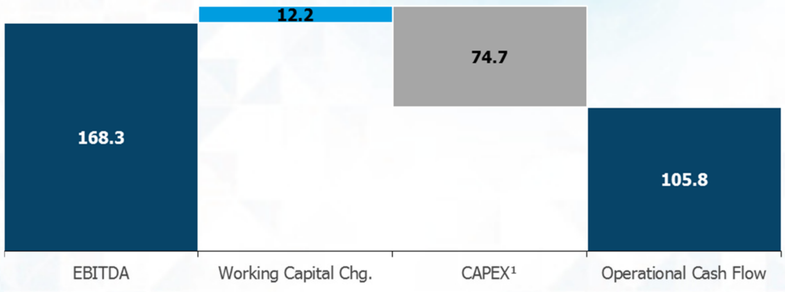


[1]CAPEX excluding Acquisitions.

In 9M12, the CAPEX of R$74.7 million (excluding acquisitions), consumed only part of the R$168.3 million of our EBITDA, which together with an increase of R$12.2 million in working capital generated a **positive operating cash flow** of R$105.8 million.

The positive operational cash flow before CAPEX was R$180.5 million through September.

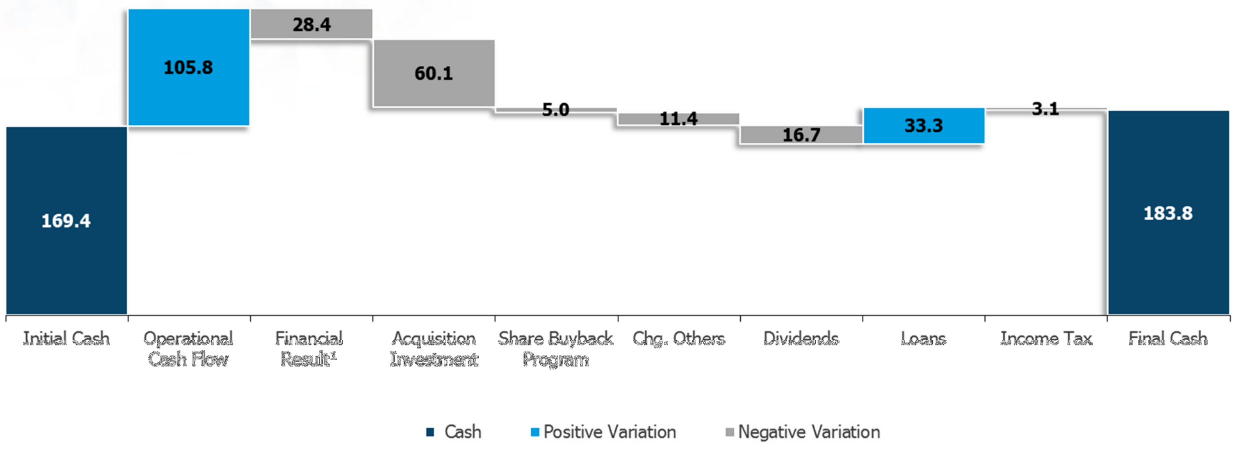
Graph 4 - Operational Cash Flow (R$ million) - Nine-month period



[1]CAPEX excluding Acquisitions.

In 9M12, the positive operating cash flow was consumed by the negative financial result (R$28.4 million), the investments in acquisitions (R$60.1 million) and the dividends paid (R$16.7 million). However, the new loans contracted, coupled with the positive operating cash flow were more than enough to compensate for these variations, leading to a R$14.4 million increase over the cash position of the beginning of the period.

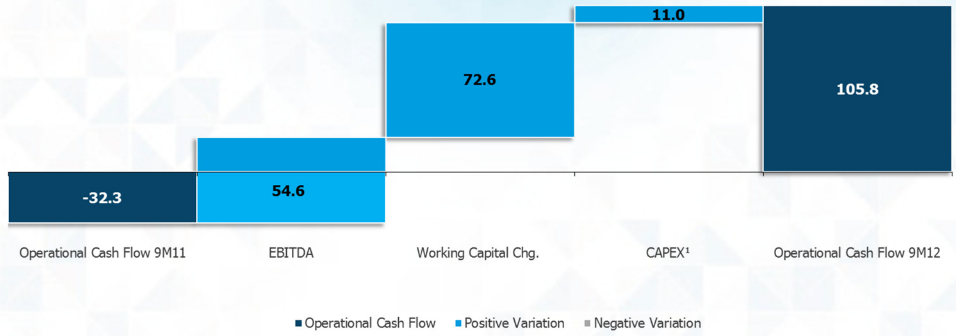
Graph 5 - Cash Flow (R$ million) - Nine-month period



[1]Financial Result excluding the Operating Financial Result

In 9M12, the operational cash flow was R$129.1 million higher than in the same period last year (a negative R$32.3 million). The significant improvement in our cash generation in 2012 is a result of the R$54.6 million EBITDA increase, our better working capital control, which yielded an almost R$64 million gain, and the reduction of R$11.0 million in CAPEX excluding acquisitions.

Graph 6 - Operational Cash Flow Nine-month period Evolution (R$ million) – year-on-year



Key Material Facts in 3Q12

Estácio Launches Didátic@, a New Tablet Application

Estácio has just launched Didátic@, an innovative teaching tool that will be made available for students in the coming days and will lead academic relations to digital media through an exclusive network for sharing personal study content. The online application is another step of Tablet Project, initiated in 2011 by Estácio. Currently, 20,000 tablets have been delivered to students. The Didátic@ project was developed in association with the Instituto Eldorado in Campinas, São Paulo, and received an investment of R$1 million.

The main goal of Didátic@ is to bring more efficiency and dynamics to the studying activity, so that academic content can be shared among thousands of students and professors across the country. Once available in the network, this material can be enriched by all other students on the network by inserting comments, multicolored notes, links, videos, and page and text markup, among other features. For students who wish to provide material for only one group of friends, there will be a special icon that will restrict access to content.

Estácio's CEO, Rogério Melzi, reinforced the pioneering quality of this tool. According to him, this novelty is another example of how the institution is ahead of trends and how much is being invested for the students to have the best training in the market. "Estácio is thinking of what will be the future of education in this country. We won this right because, four years ago, when Estácio resumed its growth process, we had already decided that our model would be based on innovation," Melzi highlighted.

Didátic@ was officially launched on October 4 in Rio de Janeiro, in an event attended by around 300 guests, including professors, employees, and students of Estácio, as well as investors and journalists from all over Brazil. Among the guests was economist and professor Eduardo Giannetti, who spoke about the challenges of education in the 21st century and the importance of the innovative capacity of educational institutions in this context. "We live a very special moment for the Brazilian economy, where society intends to invest more in education. Didátic@ is a change in the passive posture towards education, by encouraging students to think on their own and in a network. This is an essential step for building a prosperous society," he said.

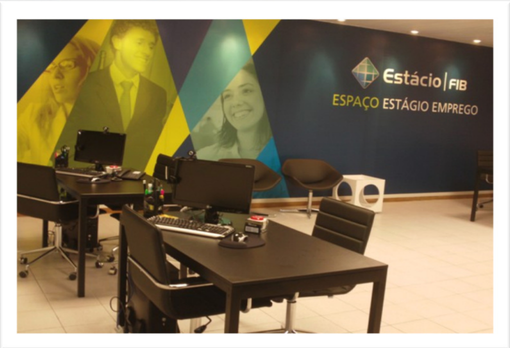
New Investor Relations Officer

On November 7, 2012, Virgílio Deloy Capobianco Gibbon, Estácio's Chief Financial Officer, was appointed to serve also as Investor Relations Officer, a position hitherto taken by the Company's Chief Executive Officer, Rogério Melzi.

Termination of Market Maker Agreement

On September 20, 2012, Estácio released a Material Fact which announced the termination of the Market Maker Service Agreement, signed on February 2, 2011, with XP Investimentos Corretora de Câmbio, Títulos e Valores Mobiliários S.A.

Estácio opens E3 Project in Downtown Rio



In August we opened the E3 (Jobs & Internships Office) of the Presidente Vargas unit, in Rio de Janeiro. With this inauguration, the project has 21 offices throughout Brazil. Located in the city's central district, amidst several companies, this E3 Project alone is expected to fill 20,000 job vacancies by December 2012.

"The city center concentrates many companies and HR consulting firms. E3 will be a reference in attracting candidates for these companies and may generate opportunities for other units, thus benefiting a large number of students," said Solange Calvano, head of the E3 project.

<u>The current numbers of the E3 Project are:</u>

- Companies registered: 30,000;
- Students participating in E3 offices in 2012: 15,000;
- Jobs offered in 2012 (until Aug): 203,200;
- Monthly access to the vacancy portal: more than 300,000.

Annual Faculty Forum 2012

Estácio's Annual Faculty Forum, held on August 2nd and 3rd, has established itself over the years as an event for reflecting on educational issues and exchanging experience. This year, around 550 professors and academic administrators across the country discussed the theme "Language is plural: professors and students interpret reality together," in order to analyze the existing pedagogical discourses within and outside "school" and discuss the need for adopting methodologies that develop students' social, critical and cultural awareness.

Among the speakers were Miguel de Paula, the Human Resources Officer, Eduardo Alcalay, Chairman of the Board of Directors, Rogério Melzi, CEO of the Estácio Group, Gustavo Ioschpe, master in Economic Development and International Economics and columnist of *Veja* magazine, Luiz Claudio Costa, President of the Anísio Teixeira Institute of Educational Studies and Research (INEP), and Paula Caleffi, Chief Academic Officer, in addition to two renowned academics, Vasco Moretto and Eliana Yunes, which allowed a profound debate on the teaching practice. In his lecture "Deciphering statement: what is the heart of the matter," Professor Vasco Moretto discussed the implications of the evaluation process and the need for re-signifying it, while Professor Eliana Yunes presented the assumptions in the formation of readers and the importance of reading for the reader's inclusion as a citizen of the world.

Launch of the Management Excellence Program - PEG

The Company launched in this quarter the Management Excellence Program (PEG), which seeks to guide, monitor and evaluate the activities of Estácio's units and recognize the best practices.

Ruled by five key pillars (Academic, Administrative and Financial, Customer Service, Sales, Human Resources), PEG is based in the previous experience of companies which have already a consolidated management model.

The goal of the program is to encourage the improvement of units by establishing operating and performance standards, promoting the exchange of best practices and rewarding the program's best units.

Conference Calls Relating to 3Q12 Results

Conference Call (in Portuguese)	Conference Call (in English)
Date: November 9, 2012 (Friday)	Date: November 9, 2012 (Friday)
Time: 11 a.m. (Brasília)/8 a.m. (US ET)	Time: 2 p.m. (Brasília)/11 a.m. (US ET)
Connection Dial-in Brazil: +55 (11) 3127 4971	Connection Dial-in NY: +1 (412) 317-6776
Access Code: Estácio	Access Code: Estácio
Webcast: www.estacioparticipacoes.com.br/ri	Webcast: www.estacioparticipacoes.com.br/ir
Replay: available until November 16, 2012	Replay: available until November 18, 2012
Access Dial-in Brazil: +55 (11) 3127 4999	Access Dial-in NY: +1 (412) 317-0088
Access Code: 36443200	Access Code: 10019949

The statements included in this report related to the prospects of the business, estimates of operating and financial results, as well as those relating to Estácio's growth prospects, are merely projections and as such are based exclusively on the Management's expectations regarding the future of the business. These statements depend substantially on changes in market conditions and the performance of the Brazilian economy, the industry and international markets and therefore are subject to changes without prior notice.

Income Statement in IFRS

R$ MM	Consolidated 3Q11	Consolidated 3Q12	Consolidated Change	Excluding Acquisitions in 2012 3Q11	Excluding Acquisitions in 2012 3Q12	Excluding Acquisitions in 2012 Change
Gross Operating Revenue	**415.1**	**502.3**	**21.0%**	**415.1**	**492.3**	**18.6%**
Monthly Tuition Fees	407.7	495.2	21.5%	407.7	485.4	19.1%
Others	7.4	7.0	-5.4%	7.4	7.0	-5.4%
Gross Revenue Deductions	**(126.8)**	**(152.6)**	**20.3%**	**(126.8)**	**(151.0)**	**19.1%**
Scholarships and Discounts	(114.0)	(138.3)	21.3%	(114.0)	(137.2)	20.3%
Taxes	(12.8)	(14.3)	11.7%	(12.8)	(13.8)	7.8%
Net Operating Revenue	**288.3**	**349.6**	**21.3%**	**288.3**	**341.4**	**18.4%**
Cost of Services	**(187.9)**	**(211.7)**	**12.7%**	**(187.9)**	**(205.2)**	**9.2%**
Personnel	(135.6)	(152.9)	12.8%	(135.6)	(147.8)	9.0%
Rentals / Real Estate Taxes Expenses	(26.7)	(29.8)	11.6%	(26.7)	(29.1)	9.0%
Textbooks Materials	(5.0)	(6.3)	26.0%	(5.0)	(6.2)	24.0%
Third-Party Services and Others	(13.1)	(13.1)	0.0%	(13.1)	(12.7)	-2.8%
Depreciation	(7.5)	(9.6)	28.0%	(7.5)	(9.4)	25.3%
Gross Profit	**100.4**	**138.0**	**37.5%**	**100.4**	**136.1**	**35.6%**
Gross Margin	***34.8%***	***39.5%***	***4.7 p.p.***	***34.8%***	***39.9%***	***5.1 p.p.***
Selling, General and Administrative Expenses	**(68.3)**	**(85.3)**	**24.9%**	**(68.3)**	**(84.1)**	**23.1%**
Selling Expenses	**(22.0)**	**(33.9)**	**54.1%**	**(22.0)**	**(33.3)**	**51.4%**
Provisions for Doubtful Debts	(8.2)	(16.1)	96.3%	(8.2)	(15.6)	90.2%
Marketing	(13.8)	(17.8)	29.0%	(13.8)	(17.7)	28.3%
General and Administrative Expenses	**(42.7)**	**(46.9)**	**9.8%**	**(42.7)**	**(46.3)**	**8.4%**
Personnel	(17.8)	(25.8)	44.9%	(17.8)	(25.7)	44.6%
Others	(24.9)	(21.1)	-15.3%	(24.9)	(20.6)	-17.3%
Depreciation	**(3.6)**	**(4.4)**	**22.2%**	**(3.6)**	**(4.4)**	**22.2%**
EBIT	**32.1**	**52.7**	**64.2%**	**32.1**	**52.0**	**62.0%**
EBIT Margin	***11.1%***	***15.1%***	***4.0 p.p.***	***11.1%***	***15.2%***	***4.1 p.p.***
(+) Depreciation	11.1	14.1	27.0%	11.1	13.8	24.3%
(+) Operating Financial Result	4.1	1.1	-73.2%	4.1	1.0	-75.6%
EBITDA	**47.3**	**67.8**	**43.3%**	**47.3**	**66.8**	**41.2%**
EBITDA Margin	***16.4%***	***19.4%***	***3.0 p.p.***	***16.4%***	***19.6%***	***3.2 p.p.***
Operating Financial Result	(4.1)	(1.1)	-73.2%	(4.1)	(1.0)	-75.6%
Financial Result	(2.3)	(10.6)	360.9%	(2.3)	(10.4)	352.2%
Depreciation and Amortization	(11.1)	(14.1)	27.0%	(11.1)	(13.8)	24.3%
Non-operating result	(2.2)	(0.1)	N.A.	(2.2)	(0.1)	N.A.
Social Contribution	0.9	(0.6)	-166.7%	0.9	(0.6)	-166.7%
Income Tax	2.6	(1.6)	-161.5%	2.6	(1.6)	-161.5%
Net Income	**31.1**	**39.8**	**28.0%**	**31.1**	**39.4**	**26.7%**
Net Income Margin	***10.8%***	***11.4%***	***0.6 p.p.***	***10.8%***	***11.5%***	***0.7 p.p.***

R$ MM	Consolidated 9M11	9M12	Change
Gross Operating Revenue	**1,221.1**	**1,468.2**	**20.2%**
Monthly Tuition Fees	1,201.7	1,449.9	20.7%
Others	19.4	18.3	-5.7%
Gross Revenue Deductions	**(367.1)**	**(446.6)**	**21.7%**
Scholarships and Discounts	(330.2)	(401.3)	21.5%
Taxes	(36.8)	(45.3)	23.1%
Net Operating Revenue	**854.0**	**1,021.6**	**19.6%**
Cost of Services	**(571.3)**	**(637.7)**	**11.6%**
Personnel	(419.8)	(456.8)	8.8%
Rentals / Real Estate Taxes Expenses	(77.7)	(87.3)	12.4%
Textbooks Materials	(17.8)	(24.3)	36.5%
Third-Party Services and Others	(37.2)	(40.5)	8.9%
Depreciation	(18.8)	(28.8)	53.2%
Gross Profit	**282.7**	**383.9**	**35.8%**
Gross Margin	***33.1%***	***37.6%***	***4.5 p.p.***
Selling, General and Administrative Expenses	**(209.6)**	**(264.1)**	**26.0%**
Selling Expenses	**(82.8)**	**(119.7)**	**44.6%**
Provisions for Doubtful Debts	(30.9)	(60.2)	94.8%
Marketing	(51.8)	(59.6)	15.1%
General and Administrative Expenses	**(116.1)**	**(131.3)**	**13.1%**
Personnel	(50.6)	(67.5)	33.4%
Others	(65.5)	(63.7)	-2.7%
Depreciation	**(10.8)**	**(13.2)**	**22.2%**
EBIT	**73.1**	**119.7**	**63.7%**
EBIT Margin	***8.6%***	***11.7%***	***3.1 p.p.***
(+) Depreciation	29.7	42.0	41.4%
(+) Operating Financial Result	11.0	6.5	-40.9%
EBITDA	**113.7**	**168.3**	**48.0%**
EBITDA Margin	***13.3%***	***16.5%***	***3.2 p.p.***
Operating Financial Result	(11.0)	(6.5)	-40.9%
Financial Result	(2.8)	(21.7)	675.0%
Depreciation and Amortization	(29.7)	(42.0)	41.4%
Non-operating result	(2.2)	(0.1)	N.A.
Social Contribution	(0.1)	(0.8)	700.0%
Income Tax	(0.2)	(2.3)	1050.0%
Net Income	**67.8**	**94.8**	**39.8%**
Net Income Margin	***7.9%***	***9.3%***	***1.4 p.p.***

Balance Sheet in IFRS

R$ MM	09/30/2011	06/30/2012	09/30/2012
Short-Term Assets	**355.2**	**520.5**	**542.7**
Cash & Cash Equivalents	53.7	17.9	11.8
Short-Term Investments	8.7	149.7	172.0
Accounts Receivable	221.9	268.0	264.5
Carry-Forwards Credits	9.7	6.2	15.0
Advance to Employees / Third-Parties	18.7	20.3	23.2
Related Parties	0.3	0.3	0.3
Prepaid Expenses	12.9	12.8	23.2
Taxes and contributions	-	18.6	15.5
Others	29.3	26.7	17.4
Long-Term Assets	**545.3**	**630.5**	**696.5**
Non-Current Assets	**72.9**	**94.4**	**111.9**
Prepaid Expenses	0.6	0.7	0.7
Related Parties	-	-	-
Judicial Deposits	56.1	78.8	80.4
Taxes and contributions	-	-	9.0
Deferred Taxes and others	16.1	15.0	21.7
Permanent Assets	**472.4**	**536.1**	**584.6**
Investments	0.2	0.2	0.2
Fixed Assets	250.8	275.9	279.8
Intangible	221.4	260.0	304.6
Total Assets	**900.5**	**1151.0**	**1239.2**
Short-Term Liabilities	**143.0**	**154.2**	**178.2**
Loans and Financing	3.2	7.7	17.8
Suppliers	17.6	20.7	30.4
Salaries and Payroll Charges	92.2	83.6	91.2
Taxes Payable	12.2	8.9	15.1
Prepaid Monthly Tuition Fees	6.3	7.2	5.4
Advances under Partnership Agreement	-	2.9	2.9
Taxes Paid in Installments	0.3	0.2	1.0
Dividends Payable	-	16.7	0.0
Commitments Payable	7.3	3.5	12.0
Others	3.9	2.9	2.5
Long-Term Liabilities	**123.4**	**317.6**	**344.3**
Loans and Financing	55.7	250.6	269.9
Provisions for Contingencies	30.9	27.0	23.5
Advances under Partnership Agreement	18.5	13.5	12.7
Taxes Paid in Installments	4.7	4.2	8.7
Provision for asset retirement obligations	13.6	13.7	13.9
Deferred Taxes	-	2.7	3.2
Commitments Payable	-	6.0	12.4
Shareholders' Equity	**634.1**	**679.1**	**716.7**
Capital	364.4	367.8	366.5
Share Issuance Expenses	(2.8)	(2.8)	-
Capital Reserves	108.7	111.8	112.8
Earnings Reserves	100.5	153.9	153.9
Retained Earnings	67.8	55.0	94.8
Treasury Stocks	(4.4)	(6.5)	(11.3)
Total Liabilities and Shareholders' Equity	**900.5**	**1151.0**	**1239.2**

About Estácio

Estácio is one of the largest **private sector post-secondary educational institutions** in Brazil in number of students enrolled, with a nationwide presence, in the country's major cities. Its student base has a highly diversified profile and includes mostly young working adults from the middle and lower-middle income brackets. Its growth and market leadership are due to the quality of its programs, the strategic location of its units, its competitive prices and its solid financial position.

Estácio's strengths are:

Strong Positioning to Explore the Market's Growth Potential

- Nationwide presence, with units in the country's largest urban centers
- Broad portfolio of academic programs
- Managerial and financial capacity to innovate and improve the academic programs
- Widely recognized "Estácio" brand

High Quality Learning Experience

- Nationally integrated syllabi
- Unique teaching methodology
- Full convergence between On-Campus and Distance Learning Models
- Highly qualified faculty

Professional and Integrated Operational Management

- Result-oriented management model
- Focus on educational quality

Scalable Business Model

- Growth with profitability
- Organic expansion through acquisitions

Financial Solidity

- Strong cash reserve
- Capacity to generate and raise funds
- Control of working capital

At the end of the third quarter of 2012, Estácio had 284,400 students enrolled in its undergraduate, graduate and distance learning education network with nationwide coverage, which, after the acquisitions in recent months, started operating in three more states, as the map shows: