

## 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 its Board of Directors in the meeting held on this date, acquired on this date, through its indirect subsidiary Sociedade Educacional Atual da Amazônia Ltda. (“ATUAL”), the entire capital of Instituto de Ensino Superior Social e Tecnológico – IESST (“IESST”), the controlling institution of Faculdade de Ciências Sociais e Tecnológicas - FACITEC (“FACITEC”), headquartered and with campus in the city of Taguatinga, Distrito Federal.

The investment in FACITEC totaled twenty nine million reais (R\$29,000,000.00), to be paid partly in cash and partly through the assumption of debt and liabilities. The parties also agreed to an additional payment of seven million reais (R\$7,000,000.00) should FACITEC become *Centro Universitário* until December 31, 2014. FACITEC was founded in 2001 and has approximately 3,600 students, 8,500 total places and 120 professors allocated in one campus. Its portfolio contains 13 undergraduate and 24 graduate programs, in addition to extension and short-duration courses. The net average ticket of its courses is approximately R\$426. In 2012, FACITEC was evaluated by the Ministry of Education (MEC), which issued an Institutional Concept (CI) of 4, on a scale from 1 to 5. The deal marks Estácio's entry in Distrito Federal, a strategic region for on-campus courses and distance-learning center.

The Company will announce the date of a Shareholders' Meeting to resolve on the acquisition and on the potential exercise of the right to withdrawal by the dissenting shareholders, as well as on the conditions for its exercise, pursuant to article 256 of Law 6,404/76, since the appraisal reports have not been concluded yet.

Rio de Janeiro, April 5, 2013.

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