



ESTÁCIO PARTICIPAÇÕES S.A.
A Publicly Traded Company
CNPJ/MF N° 08.807.432/0001-10
NIRE No 33.3.0028205-0

MATERIAL FACT

ESTÁCIO PARTICIPAÇÕES S.A. ("the Company", Bovespa: ESTC11), in compliance with the terms of Article 157, paragraph 4 of Law nº 6,404/76 and CVM Instruction 358/02, informs the market and the general public that, in accordance with the Material Fact disclosed on February 18th, 2008, and acting through its subsidiary IREP Sociedade de Ensino Superior, Médio e Fundamental Ltda., completed, on this date, the acquisition of all the capital stock of: (i) Sociedade Interlagos de Educação e Cultura S/S Ltda., which maintains the Interlagos College (Fintec), with a total of 1,399 registered students, for the sum of R\$6,295,500, equivalent to R\$4,500 per student; (ii) Sociedade Abaeté de Educação e Cultura Ltda., parent company of the Instituto Euro-Latino-Americano de Cultura e Tecnologia Ltda., which maintains the European College (Faculdade European), with a total of 1,856 registered students, for the sum of R\$8,352,000, equivalent to R\$4,500 per student; and (iii) Faculdade Brasília de São Paulo Ltda., with a total of 581 registered students, for the sum of R\$2,234,526, equivalent to R\$3,846 per student. The financial settlement of these acquisitions took place on the present date, partly through the assumption of debt, amounting to a total of R\$3,099,052.05, along with the effective transfer of the shares of these institutions to their new owners.

The Company also announces that the respective appraisals are being prepared, for the analysis of possible withdrawal rights on the part of any dissident shareholders in relation to the decisions that were taken at the Extraordinary General Meeting, in accordance with the terms of Article 256, paragraph 2 of Law nº 6,404/76.

Once the appraisals are ready, a General Meeting of the shareholders will be called and any pertinent information regarding withdrawal rights will be disclosed, along with the conditions for exercising such rights, if necessary.

Rio de Janeiro, February 29, 2008.

João Carlos de Castro Rosas
Investor Relations Officer
Estácio Participações S.A.

This document contains forward-looking statements regarding future business prospects, estimates of future operating and financial results, and the growth prospects for Estácio Participações. These forward-looking statements are mere forecasts, based entirely on the expectations of the Company's management regarding the future of the business.