

**YDUQS PARTICIPAÇÕES S.A.**

Publicly-Held Company

Corporate Taxpayer's ID (CNPJ ME) 08.807.432/0001-10

State Registry (NIRE) 33.3.0028205-0

**MATERIAL FACT**

Acquisition of Adtalem - Closing

**YDUQS Participações S.A.** ("Company"; "YDUQS") - (B3: YDUQ3; OTC: YDUQY), pursuant to art. 157, §4 of the Law No 6,404/76 and in compliance with CVM instruction No. 358, in accordance with Material Facts of October 21 of 2019 and April 13<sup>th</sup> of 2020, hereby informs the market and the general public that Sociedade de Ensino Superior Estácio de Sá Ltda., its wholly-owned subsidiary, has concluded the acquisition of 100% of the quotas issued by Adtalem Brasil Holding Ltda. ("Adtalem"), upon the payment of the total amount of R\$2,206,497,019.00. Given the locked box mechanism agreed by the parties Adtalem will be received with a *pro forma* net cash position of R\$389,371,719.95 as of March 31<sup>st</sup>, 2020.

The acquisition is transformational for the history of YDUQS, as it enables a significant expansion of the Company operation horizons. The combination of scale, investment capacity, technology and quality will lead to the creation of a unique operation that will transform the higher education landscape in Brazil.

Rio de Janeiro, April 27<sup>th</sup> 2020**Eduardo Haiama**

CFO and Investor Relation Officer