

ESTÁCIO PARTICIPAÇÕES S.A.
PUBLICLY-HELD COMPANY
Corporate Taxpayer's ID (CNPJ/MF): 08.807.432/0001-10
Company Registry (NIRE): 33.3.0028205-0

NOTICE TO THE MARKET
Clarifications on CVM/BOVESPA Consultations

Rio de Janeiro, June 27, 2017

To the
BRAZILIAN SECURITIES AND EXCHANGE COMMISSION - CVM
Rua Sete de Setembro 111 / 33º andar
Rio de Janeiro - RJ
CEP 20050-901

Attn: **MR. FERNANDO SOARES VIEIRA**
HEAD OFFICE OF COMPANIES RELATIONS (SEP)
MR. GUILHERME ROCHA LOPES
MANAGEMENT OF COMPANIES MONITORING 2 (GEA-2)

Ref.: Official Letter 201/2017/CVM/SEP/GEA-2 (the "Official Letter")

Dear Sirs,

Answering the Official Letter sent by this Commission to Estácio Participações S.A. ("Company") via email, on June 26, 2017, we hereby provide the following clarifications:

1. The Company and Kroton Educacional S.A. ("Kroton") have been the focus of media attention as the Administrative Council for Economic Defense ("CADE") comes closer to a potential decision on the merger of the Company's shares by Kroton ("Transaction").
2. In light of the news items stating that said regulatory agency might enforce significant restrictions or even block the business merger between the companies, which was approved at the Shareholders' Meetings held on August 15, 2016, the Company's Management has been evaluating all legal alternatives, within the limits of its powers, to comply with the order received from its shareholders to successfully conclude the Transaction.
3. The news article mentioned in the Official Letter, published in the newspaper Valor Econômico on June 26, 2017 under the title "Kroton tries to withdraw the merger plan with Estácio from Cade" ("News Article"), states that one of the alternatives to avoid an unfavorable decision by CADE would be to withdraw the process under appraisal by the local authority and

resubmit it in sixty (60) days. The News Article also points out that the matter would have to be approved at a shareholders' meeting of the Company.

4. Notwithstanding its commitment to conclude the Transaction, the Company's Management ensures the respect to the limits imposed by law (Article 139 of Brazilian Corporation Law) and to the order granted to it by the Protocol and Justification entered into on July 8, 2016 ("Protocol"), which precisely establishes the regular acts of management which are required from it.

5. The excerpts from the News Article that refer to the investiture of two new officers of CADE and how they will vote on the Transaction take into account the news items gathered by the author of the News Article regarding the interpretation of the authorities on the Transaction, which is beyond the Company's ability to comment, with the absence of a formal judgement. Regarding possible divestitures to face potential restrictions that may be imposed by CADE, the Company will wait for the official position of the entity to comply with the guidance provided in the Protocol, whose terms were duly and timely disclosed to the market when approved.

6. The Company's Management will continue to work diligently, keeping in mind the best interest of the Company, focusing on the guidance received from its shareholders and on the commitment to make considered, informed and disinterested decisions.

The Official Letter is attached below, as directed by this Commission.

We remain at your full disposal for any further clarifications that may be necessary.

Sincerely,

Estácio Participações S.A.
Pedro Thompson
Chief Executive Officer and Investor Relations Officer

Copy of Official Letter 201/2017/CVM/SEP/GEA-2