



**EZ TEC EMPREENDIMENTOS E PARTICIPAÇÕES S.A.**

Av. República do Líbano, nº 1921

São Paulo - SP

Corporate Taxpayer ID (CNPJ/MF): 08.312.229/0001-73

Authorized Capital Publicly-Held Company

**MATERIAL FACT**

**EZ TEC EMPREENDIMENTOS E PARTICIPAÇÕES S.A.** ("Company"), in accordance with Article 157, paragraph 4, of Law 6,404, of December 15, 1976 and Instruction 358 of the Brazilian Securities and Exchange Commission, issued on January 3, 2002, hereby informs its shareholders and the market in general that it filed today, at the Company's headquarters, the amendment to the Shareholders' Agreement of Ez Tec Empreendimentos e Participações S.A., entered into on June 24<sup>th</sup>, 2013 between EZ Participações Ltda., HPC Participações S.A., SMM Participações Ltda., GAR Participações S.A., Mapeco Participações S.A., Barolo Participações S.A., SZA Participações S.A., VJR Participações S.A., Valey Participações S.A. and MFT Participações Ltda., with the participation and consent of the Company ("Third Amendment to the Shareholders' Agreement"), and that the Shareholders' Agreement will be valid for ten more years as of this date.

The Third Amendment to the Shareholders' Agreement will be filed in the records of the depository institution of the Company's shares, as provided for in Article 118 of Law 6,404, of December 15, 1976. A copy of the agreement will be available at the websites of the Company, the BM&FBOVESPA S.A. – Securities, Commodities and Futures Exchange ([www.bmfbovespa.com.br](http://www.bmfbovespa.com.br)) and the Brazilian Securities and Exchange Commission ([www.cvm.gov.br](http://www.cvm.gov.br)).

São Paulo, June 24<sup>th</sup>, 2013

**Antônio Emílio Clemente Fugazza**  
**Chief Financial and Investor Relations Officer**