

ARTERIS S.A.

Corporate Taxpayer's ID (CNPJ/MF): 02.919.555/0001-67

Company Registry (NIRE): 35.300.322.746

MATERIAL FACT

Within the scope of its intended public tender offer to acquire in its entirety all of the Company's shares ("OPA") to cancel its registration in Category A and transfer to Category B, with the consequent withdrawal from the Novo Mercado Listing segment of the BM&FBOVESPA – Securities, Commodities and Futures Exchange, to be carried out by its controlling shareholder, as per the Material Facts of April 30th and August 5th, 2015, **Arteris S.A.** ("Company") hereby informs its shareholders and the market in general that it received, on this date, after the closure of the trading session, the appraisal report of the shares issued by the Company at their economic value, prepared by Banco BNP Paribas Brasil S.A. ("Appraisal Report"), as resolved by the Company's Extraordinary Shareholders' Meeting of August 25th, 2015.

According to the Appraisal Report, Banco BNP Paribas Brasil S.A. assessed the economic value of the Company's shares between R\$8,74 and R\$9,55.

The Appraisal Report is being disclosed simultaneously with this Material Fact through the IPE System of the Brazilian Securities Exchange Commission ("CVM"), on the website of the BM&FBOVESPA - Securities, Commodities and Futures Exchange, and on the Company's investor relations website (<http://ri.arteris.com.br/>), pursuant to Article 8, Paragraph 5 of CVM Instruction no. 361/2002.

São Paulo, September 22nd, 2015.

Alessandro Scotoni Levy
Investor Relations Officer