



ARTERIS S.A.

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

Company Registry (NIRE): 35.300.322.746

MATERIAL FACT

For the purpose of complying with CVM Instruction 358, ARTERIS S.A. (“Arteris”) hereby announces that the merger of Latina Sinalização de Rodovias Ltda. (“Latina Sinalização”) by Latina Manutenção de Rodovias Ltda. (“Latina Manutenção”) was approved today (“Merger”). Both companies are controlled by Arteris and provide services exclusively to Group companies. The merger of Latina Sinalização by Latina Manutenção is part of the Group’s corporate restructuring, which is designed to ensure the better organization of its activities, increase economic efficiency, generate synergies, reduce operating and financial costs and simplify the corporate structure.

São Paulo, March 31, 2016.

Alessandro Scotoni Levy

Investor Relations Officer