

**ARTERIS S.A.**  
**CNPJ nº 02.919.555/0001-67**  
**NIRE nº 35.300.322.746**

ARTERIS S.A. ("Company") hereby communicates to its shareholders and to the market in general, in compliance with the terms of Article 157, 4<sup>th</sup> Paragraph of Law n. 6.404/1976 and of CVM Rule n. 358/2002, that, on the date hereof, the auction of the public tender offer for the acquisition of up to the totality of the ordinary shares issued by the Company for the purposes of the cancellation of its registration as a publicly-held company under category "A" and conversion into category "B", with the consequent exit from the Novo Mercado special listing segment of BM&FBovespa S.A. – Bolsa de Valores, Mercadorias e Futuros ("Auction", "Tender Offer" and "BM&FBOVESPA, respectively), was successfully held at BM&FBOVESPA, in accordance with the terms of the Announcement of the Tender Offer published on April 15<sup>th</sup>, 2016 ("Tender Offer Announcement").

As a result of the Auction, Participes en Brasil II, S.L. ("Offeror"), a wholly-owned subsidiary of Participes en Brasil S.A., the direct controlling shareholder of the Company, has acquired 52.380.129 ordinary shares issued by the Company, representative of 15,2% of the Company's capital stock. The shares have been acquired at the price of R\$ 10,06 per share ("Tender Offer Price"), totaling the amount of R\$ 526.944.097,74. The settlement of the Tender Offer shall occur on May 20, 2016, pursuant to the terms of the Tender Offer Announcement.

Considering that the number of shares acquired by the Offeror at the Auction exceeds the minimum threshold of 2/3 (two thirds) of the Shares for the Category Conversion, as defined under item 3.4 of the Tender Offer Announcement, the Company will take the necessary steps for the cancellation of its registration as a publicly-held company under Category "A" and its conversion into Category "B", in accordance and within the timeframe set forth in CVM Rule n. 480/2009 ("Category Conversion").

The shares issued by the Company will cease to be traded in the Novo Mercado special listing segment of BM&FBOVESPA as of the day after of the conclusion of the Auction, and will be traded in the traditional segment of BM&FBOVESPA until CVM's notification regarding the approval of the Category Conversion.

São Paulo, May 17<sup>th</sup>, 2016.

**Alessandro Scotony Levy**  
**Investor Relations Officer**