

ARTERIS S.A.

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

Company Registry (NIRE): 35.300.322.746

Publicly Held Company

MATERIAL FACT

ARTERIS S.A. ("Company"), pursuant to Article 157, paragraph 4 of Law 6404/1976 and CVM Instruction 358/2002, hereby informs that the Board of Directors' members, in a meeting held on this date, approved the execution of an Instrument of Advance for Future Capital Increase ("AFAC") between the Company and Partícipes en Brasil S.A., by means of its whole-owned subsidiary PDC Participações S.A., in the amount of up to six hundred million reais (R\$600,000,000.00), in view of the Company's and its subsidiaries' cash requirements.

São Paulo, May 25, 2016.

Alessandro Scotoni Levy
Investor Relations Officer