



Triunfo
PARTICIPAÇÕES E INVESTIMENTOS

TPI - TRIUNFO PARTICIPAÇÕES E INVESTIMENTOS S.A.

Publicly Held Company
Corporate Taxpayer ID (CNPJ) 03.014.553/0001-91
Company Registry (NIRE): 35.300.159.845

MATERIAL FACT
DIVESTMENT OF ASSETS

São Paulo, August 25, 2015 – Triunfo Participações e Investimentos S.A. (“Company”) (BM&FBOVESPA: TPIS3), one of the Brazilian companies most active in the infrastructure sector, in accordance with Article 157, Paragraph 4 of Federal Law 6.404/76 of December 15, 1976, and with CVM Instruction 358/2002, as amended, announces to shareholders and the general market that, on August 24, 2015, it entered into a Stock Purchase and Sale Agreement with China Three Gorges Brasil Energia Ltda. (“CTG Brasil”), establishing on a binding basis the divestment of the interests that the Company holds in its subsidiaries in the energy segment, namely Rio Verde Energia S.A. (“Rio Verde”), which is responsible for the operations of the Salto Hydroelectric Plant located in the Verde River basin in the state of Goiás, with installed capacity of 116MW, Rio Canoas Energia S.A. (“Rio Canoas”), which is responsible for the administration of the Garibaldi Hydroelectric Plant in the state of Santa Catarina, with installed capacity of 192 MW, and TNE – Triunfo Negócios de Energia (“TNE”), which is responsible for power trading operations.

The amount to be paid by CTG Brasil in accordance with the Stock Purchase and Sale Agreement for all shares held by the Company in the three subsidiaries is: i) R\$970 million subject to usual adjustments on this type of operation, ii) the assumption of the short- and long-term gross debt of the three subsidiaries, which on December 31, 2014 amounted to R\$770.4 million; and iii) the potential payment of R\$148.5 million, contingent upon the achievement of certain events.

CTG Brasil is a subsidiary of China Three Gorges Corporation, one of the world's largest clean energy companies. With a presence in the country since 2013, via strategic partnerships, CTG Brasil holds interests in 3 hydroelectric plants and 11 wind farms, with owned installed capacity of 687 MW, which will increase to around 1,000 MW upon the conclusion of the transaction.

The conclusion and consummation of the sale are subject to the performance by the parties of certain conditions precedent provided for in the Stock Purchase and Sale agreement that are typical to transactions of this type, including approval by Brazil's antitrust authorities, by the National Electric Power Agency (ANEEL) and by certain government authorities of China, the country in which CTG Brasil is based. The Company will keep shareholders and the market informed of the developments of the transaction as well as of any other events that could affect its terms and conditions.

The transaction to divest the assets Rio Verde, Rio Canoas and TNE is connected with the commitment of the Company to improve its capital structure and position it for a new growth cycle. The proceeds will be used primarily to deleverage the Company and strengthen its financial liquidity. The Company reinforces its commitment to maximizing the creation of value for shareholders and to focusing on segments in which it holds ample expertise.

About Triunfo

Triunfo Participações e Investimentos S.A. (TPIS3) is one of Brazil's leading infrastructure companies with a strong presence in concessions in the toll road, port and airport administration, and energy generation sectors. Listed since 2007 on the Novo Mercado, the segment of the BM&FBovespa with the highest corporate governance standards, Triunfo bases its growth strategy on diversifying its portfolio through carefully structured projects focused on creating value for its shareholders.

Investor Relations Department

Sandro Antonio de Lima, CFO and IRO
Marcos Pereira
Jenifer Nicolini
Victoria Machado

Tel: + 55 11 2169 3999
Email: ri@triunfo.com
Website: www.triunfo.com/ri

