

MINERVA S.A.

Publicly-Held Company – CVM No. 20931-1

Corporate Taxpayer's ID (CNPJ/MF): 67.620.377/0001-14

Company Registry (NIRE): 35.300.344.022

Av. Antônio Manço Bernardes, s/nº, Rotatória Família Vilela de Queiroz, Chácara Minerva

ZIP Code 14781-545 – Barretos, São Paulo

MATERIAL FACT

Announcement and Payment of Dividends and Interest on Equity

Barretos (SP), March 5th, 2012 – Minerva S.A. ("Company"), one of South America's market leaders in the production and sale of fresh beef, live cattle and cattle byproducts, with operations also in the beef, pork and poultry processing segments, hereby informs its shareholders and the market that the Board of Directors Meeting held on this date approved, subject to approval by the Ordinary Shareholders' Meeting, the payment of:

(a) dividends totaling eleven million, seven hundred and sixty-one thousand, nine hundred and ninety-three reais and sixty-nine centavos (R\$11,761,993.69), equivalent to R\$0.114732 per share, which will be considered as part of minimum mandatory dividends, considering that: (1) payment will be based on shareholding positions on March 6th, 2012; (2) the dividends will be paid on March 15th, 2012, based on the banking information provided by the shareholder to Itaú Corretora de Valores Mobiliários S.A., the custody bank for the Company's book-entry shares; and (3) as of March 7th, 2012, inclusive, the Company's shares will be traded ex-dividends on the BM&FBOVESPA S.A. - Securities, Commodities and Futures Exchange;

(b) Interest on equity totaling twenty million, five hundred and sixty thousand, two hundred and thirty-six reais and sixteen centavos (R\$20,560,236.16) before income tax, equivalent to R\$0.200554 per share, subject to 15% withholding income tax, totaling R\$0.170471 per share after income tax, which will be considered as part of mandatory dividends, considering that: payment will be based on shareholding positions on March 6th, 2012; (2) interest on equity will be paid on March 15th, 2012, based on the banking information provided by the shareholder to Itaú Corretora de Valores Mobiliários S.A., the custody bank for the Company's book-entry shares, subject to withholding income tax, except for shareholders who prove to be exempt from said tax; and (3) as of March 7th, 2012, inclusive, the Company's shares will be traded ex-interest on equity on the BM&FBOVESPA S.A. - Securities, Commodities and Futures Exchange."

Investor Relations

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About Minerva S.A.

Minerva S.A. is one of the leading producers and sellers of beef, leather, live cattle exports and cattle byproducts in South America, and one of Brazil's three largest exporters in the industry in terms of gross sales revenue, exporting to some 100 countries. It has a daily slaughtering capacity of 10,480 head of cattle and beef deboning capacity of 2,040 tons. Present in the states of São Paulo, Rondônia, Goiás, Tocantins, Mato Grosso do Sul, Minas Gerais and Pará, as well as in Paraguay and Uruguay, Minerva operates ten slaughter and deboning plants, one tannery and eleven distribution centers. It also operates in the food service segment through the joint venture Minerva Dawn Farms (MDF), whose total meat processing capacity is 160 to tonnes per day, producing food made from beef, pork and poultry. In the 12 months ended December 31, 2011, the Company recorded net sales revenue of R\$4.0 billion, up 16.7% on the same period a year earlier.