



MINERVA S.A.

Public Held Company – CVM 20931-1

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

Company Register (NIRE): 35.300.344.022

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MATERIAL FACT

Acquisition of Meatpacking Plant in Uruguay

Barretos, March 22nd, 2011 - Minerva SA (BOVESPA: BEEF3; Bloomberg: BEEF3.BZ; Reuters: BEEF3.SA), one of the market leaders in Brazil in the production and sale of fresh beef, live cattle and byproducts, with operations also in the beef, pork and poultry processing segments, announces that, in addition to the Material Fact published on January 18th, 2011, it has executed today a Stock Purchase and Sale Agreement (*Contrato de Compra e Venda de Acciones*) in accordance with Uruguayan law, for the acquisition of 100% of the shares representing the capital stock of PULSA S.A. (Frigorífico Pul), a corporation headquartered in Uruguay with a production unit located in the province of Cerro Largo, close to its capital Melo.

As disclosed previously, part of the payment could be done through the transfer by the Company of shares of its own issuance. For this purpose, the Company will seek approval from the *Comissão de Valores Mobiliários* for the use of shares held in treasury as part of the agreed upon price of acquisition.

The Company also informs that the aforementioned acquisition constitutes a relevant investment under the scope of Article 256, Item I of Brazilian Corporation Law (Federal Law 6,404 of 1976, as amended), and that it will further issue a call notice for an extraordinary shareholders' meeting for ratification of the transaction by its shareholders.

Investor Relations

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About Minerva SA

O Minerva SA is one of the leaders producers and sellers of beef, leather and live cattle exports in Brazil, and is one of the country's three largest exporters in the sector in terms of gross revenue, exporting to some 100 countries. Minerva has daily slaughter capacity of 8.940 head of cattle and beef processing capacity of 1,890 tons, which is equivalent to approximately 11,962 head. Present in the states of São Paulo, Rondônia, Goiás, Tocantins, Minas Gerais, Mato Grosso do Sul and in Paraguay, Minerva operates nine slaughter and deboning plants, one tannery and eight distribution centers. Minerva also operates in the food service segment through Minerva Dawn Farms (MDF), which currently has meat processing capacity of 120 tons per day, producing food made from beef, pork and poultry. In the 12 months ended December 31st, 2010, the Company recorded net sales revenue of R\$3.4 billion, a growth of 31% on the same period a year earlier.

