

**April 20, 2017**

**To**

**Brazilian Securities and Exchange Commission – CVM**

Attention to: Corporate Oversight Manager - 1 - Ms. Nilza Maria Silva de Oliveira

Re: Official Letter 172/2017/CVM/SEP/GEA-1 – Request for clarification on news item

BANCO BTG PACTUAL S.A. (“BTG Pactual”), in response to the CVM’s Official Letter, transcribed below, which requests clarification on a news item published in the media, hereby clarifies that:

(I) BTG Pactual did not participate or have any involvement in the purchase of an interest in Banco Panamericano S.A. (“Banco Panamericano”) by Caixa Participações S.A. – CAIXAPAR (“CAIXAPAR”) in 2009;

(ii) BTG Pactual was required to present documents related to its investment in Banco Panamericano, which was carried out in 2011. These documents were already available at the Central Bank of Brazil; and

(iii) BTG Pactual’s transaction was carried out in 2011 with the then controlling shareholder, Grupo Silvio Santos, and the sale took into account the difficulties faced by Banco Panamericano at the time. As a result, BTG Pactual did not purchase any Banco Panamericano shares held by CAIXAPAR.

**João Marcello Dantas Leite**

Investor Relations Officer of Banco BTG Pactual S.A.

Rio de Janeiro, April 19, 2017.

To

MR. JOÃO MARCELLO DANTAS LEITE

Investor Relations Officer

BANCO BTG PACTUAL S.A.

Praia de Botafogo, 501 - 6º andar - Botafogo

Rio de Janeiro - RJ

CEP: 22250-040

Phone: (21) 3262-9600/ Fax: (21) 3262-8600

E-mail: [ri@btgpactual.com](mailto:ri@btgpactual.com)

c/c: [emissores@bvmf.com.br](mailto:emissores@bvmf.com.br); [ccarajoinas@bvmf.com.br](mailto:ccarajoinas@bvmf.com.br); [apereira@bvmf.com.br](mailto:apereira@bvmf.com.br)

Subject: **Request for clarification on news item.**

Dear Sir:

1. We refer to the news items published today by Agência Brasil and Reuters, entitled “Operação da Polícia Federal investiga fraudes na Caixa Participações” (Federal Police Operation investigates fraud at Caixa Participações), “PF investiga suspeita de fraude na compra de ações do Banco Panamericano pela Caixa” (Federal Police investigates suspected fraud in the purchase of Banco Panamericano shares by Caixa) and “Banco Pan diz PF cumpriu mandado de busca em sua sede, mas que fato não tem relação com gestão atual” (Banco Pan says that the Federal Police carried out a search warrant at its headquarters, but that it is not related to the current management), which state that:

*“This morning (9), the Federal Police launched Operation Conclave, which investigates a possible fraud in the purchase of Banco Panamericano by Caixa Participações S.A. (Caixapar). The investigation is assessing the liability of managers of Caixa Econômica Federal (CEF) and inquiring into possible losses caused to clients and account holders.*

[...]

*According to investigation, some criminal groups were identified, including “the group of public agents, who were directly responsible for signing the opinions, agreements and other documents leading to the purchase and sale of Banco Panamericano by Caixapar and the*

*subsequent purchase and sale of significant shares of Banco Panamericano by Banco BTG Pactual S/A".*

*According to the Federal Police, another group, composed of consulting firms, issued opinions to make the deals legitimate. And the group of executives who, "being aware of the situation of their companies and the need to make the deals look legitimate, contributed to the investigated crimes".*

*[...]"*

*"[...]*

*Banco Pan BPAN4.SA issued a notice announcing that the Federal Police carried out a search and seizure warrant at its headquarters related to the acquisition of Banco Panamericano shares by Caixa Participações, but pointed out that the action is not related to the bank's current management.*

*"The company clarifies that it is cooperating with the investigation and that this fact is not related to the current management or its operations", it stated in a notice to the market.*

*Banco Pan BPAN4.SA preferred shares were down 6.6% on the Bovespa at around 10:15 a.m.*

*In December 2009, Caixa acquired 49% of the voting capital and 20.7% of the preferred shares of Panamericano for R\$739.2 million. At the beginning of 2011, BTG Pactual acquired control of Panamericano, which was facing problems, for R\$450 million, through the purchase of Grupo Silvio Santos' entire interest in the bank.*

*In a note, Caixa said it is in contact with the authorities and providing "full cooperation" to the investigation. The bank was also the target of a Federal Police action this Wednesday.*

*When asked by Reuters, BTG Pactual did not immediately respond to a request for comment.*

*[...]"*

2. In view of the above, we request that you make a statement on the news items and the possible impacts on the Company, as well as comment on other information deemed relevant to the issue.
3. This statement should be sent through the Empresa.NET system, category: Notice to the Market, type: Clarifications on CVM/Bovespa Consultations, subject: News Item Published in the Media, which should include a transcript of this official letter.
4. We remind you of the obligation, pursuant to the sole paragraph of article 4 of CVM Instruction 358/2002, to question the company's management and controlling shareholders, as well as all other persons with access to material acts or facts, in order to ascertain if they were cognizant of information that should be disclosed to the market.
5. We caution that, as determined by the Corporate Relations Department, in compliance with its legal duties and, based on clause II of article 9 of Law 6,385/76 and CVM Instruction 452/07, a punitive fine in the amount of **R\$1,000.00 (one thousand reais)** will be applied, without prejudice to other administrative sanctions, in case of non-compliance with the requirements in this letter by **April 21, 2017**,

notwithstanding the provisions in the sole paragraph of article 6 of CVM Instruction 358/02.