

MATERIAL FACT

BANCO BTG PACTUAL S.A.
Publicly-held Company
Corporate Taxpayer's ID (CNPJ/MF)
30.306.294/0001-45
Praia de Botafogo, 501, 6º andar
Rio de Janeiro, RJ, Brazil

BTG PACTUAL PARTICIPATIONS LTD.
Publicly-held Company
Corporate Taxpayer's ID (CNPJ/MF):
15.073.274/0001-88
Clarendon House, 2 Church Street
Hamilton, HM 11, Bermuda

Banco BTG Pactual S.A. ("Bank") and **BTG Pactual Participations Ltd.** ("BTGP") and, jointly with the Bank, the "Companies", pursuant to CVM Instruction 358 of January 3, 2002, as amended, and in continuation of the Material Fact disclosed on June 14, 2012, hereby informs its shareholders and the market in general that the acquisition of 100% of Bolsa y Renta S.A. ("Bolsa y Renta") was concluded today, having been approved by the Brazilian Central Bank and all conditions precedent having been complied with.

Within the scope of said operation, the capital stock of the Companies was increased by the then shareholders of Bolsa y Renta, who will now jointly hold approximately 0.25% of the Companies' capital stock. It is important to note that, as soon as said increase is approved by the Brazilian Central Bank, all shares then issued will be entitled to the same benefits under the same conditions as existing shares of the same class, including dividends and other capital remuneration distributed by the Companies.

Rio de Janeiro, December 20, 2012.

João Marcello Dantas Leite
Investor Relations Officer