



DIAGNÓSTICOS DA AMÉRICA S.A.

Listed Company

CNPJ/MF n.º 61.486.650/0001-83

NIRE 35.300.172.507

MATERIAL ANNOUNCEMENT

In compliance with CVM Instruction No. 358/02, **Diagnósticos da América S.A.** ("DASA" or "Company"), headquartered in the City of Barueri, State of São Paulo, at Avenida Juruá 434, Alphaville, enrolled with the Brazilian federal taxpayers' registry (CNPJ/MF) under No. 61.486.650/0001-83 and duly registered in the commercial registry of the State of São Paulo under the Corporations Registry Identification Number (NIRE) 35.300.172.507, announces to its shareholders and to the market that the Brazilian Antitrust Agency (*Administrative Council for Economic Defense*, or "CADE") approved, in today's ordinary session, within the proceedings of Merger Review No. 08012.010038/2010-43, the acquisition of MD1 Diagnósticos S.A., closed on January 5, 2011 ("MD1 Acquisition"), with the following restrictions, consolidated in the Performance Commitment Term ("TCD", in the Portuguese acronym) entered into by and between the Company and CADE:

(i) the Company will dispose of assets in municipalities of the State of Rio de Janeiro, representing the amount of R\$110,000,000.00 (one hundred and ten million reais) in annual revenues, to a single third-party acquirer that (a) does not have any (direct or indirect) corporate relationship with the Company; and (b) does not hold more than 20% (twenty percent) of the relevant market of diagnostic testing services ("DTS") in the municipality of Rio de Janeiro;

(ii) the Company may not perform the transactions described in items (A) to (C) below for an initial three-year term, involving DTS providing companies in the municipalities of Duque de Caxias, Nilópolis, Niterói, Nova Iguaçu, Rio de Janeiro, São Gonçalo and Belford Roxo, active in

the relevant markets of: (a) clinical laboratory analysis; (b) pathological anatomy and cytopathology; (c) echocardiogram, echocardiography, echo doppler, echo vascular, echo carotid, echo vertebral, echo transesophageal, (d) electroencephalogram; (e) computed tomography; (f) ultrasonography; (g) magnetic resonance; (h) bone densitometry scans; and (i) mammography:

- (A) consolidation or merger of company operating in the DTS markets ("Consolidation/Merger");
- (B) direct or indirect acquisition, by purchase and sale or exchange of shares, units of ownership, share-convertible bonds or securities, or tangible or intangible assets, by contractual means or otherwise, of the control or parts of one or other companies operating in the DTS markets ("Acquisition"); or
- (C) execution of partnership agreement, consortium or joint venture with company operating in the DTS markets ("Association" and, together with Consolidation/Merger, Acquisition, as defined above, "Qualified Operations").

(iii) the Company may not perform Qualified Operations for an initial two-year term, involving DTS providing companies in the municipalities of Guarulhos, Osasco, Santo André, São Bernardo do Campo, São Caetano do Sul, São Paulo and Taboão da Serra, active in the relevant markets of: (a) clinical laboratory analysis; (b) pathological anatomy and and cythopathology; (c) echocardiogram, echocardiography, echo doppler, echo vascular, echo carotid, echo vertebral, and echo transesophageal; (d) magnetic resonance; (e) computed tomography; and (f) ultrasonography;

(iv) the Company may not perform Qualified Operations for an initial two-year term, involving DTS providing companies in the municipalities of Curitiba and São José dos Pinhais, active in the relevant markets of (a) clinical laboratory analysis; (b) computed tomography; and (c) ultrasonography;

(v) following the end of the initial three- or two-year terms, as the case may be, set forth in items (ii), (iii) and (iv) above, respectively, and the additional two-year term after the referred initial terms, the Company shall submit to CADE's prior approval any Qualified Operation in the respective localities, regardless the achievement of the minimum levels of revenues provided for in the antitrust legislation for required notification of mergers.

Subject to the restrictions described above, the TCD a) does not prevent corporate restructuring transactions of the Company and of companies directly and indirectly controlled thereby; b) does not restrict acquisitions of companies that operate outside the municipalities listed above; and c) does not contain provisions that may restrict the Company's organic growth.

The Company's Management will take the necessary measures to comply with the obligations set forth by CADE within the TCD.

As a consequence of the execution of the TCD, the Transaction Reversibility Preservation Agreement - APRO executed by the Company on October 26, 2011 was declared by CADE as fulfilled and terminated.

The Company will maintain the market informed of the matters purpose of this material announcement.

Barueri, December 4, 2013.

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Paulo Bokel Catta-Pretta

Investors Relations Officer