



DIAGNÓSTICOS DA AMÉRICA S.A.

Publicly-Traded Company

NIRE 35.300.172.507

CNPJ/MF n.º 61.486.650/0001-83

MATERIAL FACT

Diagnósticos da América S.A. ("Company" or "DASA"), in addition to the material fact published on this date, informs that the Company received today a copy of the official letter sent by the Comissão de Valores Mobiliários ("CVM"), **Ofício/CVM/SER/GER-1/Nº16/2014** (a free translation is attached below) ("Official Letter") to CROMOSSOMO PARTICIPAÇÕES II S.A. ("Offering Party"), informing that "*...the Public Notice published on the date hereof does not retain any relation to the one published on December 23, 2013, and the BM&FBovespa S.A. must, under the terms of §3 of art.12 of CVM Instruction 361, send the statements with reference to the auction or its non-occurrence, as applicable. Thus, we are disregarding the Public Notice published today...*".

Due to the above mentioned, the Offering Party is the only responsible to take any eventual action in the context of the Official Letter.

Without limiting the foregoing, DASA will keep its shareholders and the market duly informed of the evolution of the subjects mentioned by this material fact.

Barueri, January 22, 2014.

Paulo Bokel Catta-Preta

Chief Investors Relations Officers

Attachment to the Material Fact of January 22nd, 2014
The content of this Attachment is not a manifestation of Diagnósticos da América S.A.

OFFICIAL LETTER/CVM/SRE/GER-I/N° 16/2014

[FREE TRANSLATION]

Rio de Janeiro, January 22, 2014

To:

Bruno Duque
Banco BTG Pactual S.A.

Ricardo Chamma Lutfalla
BTG Pactual CTVM S.A.

Avenida Brigadeiro Faria Lima, n° 3.477, 14° andar, São Paulo, SP

04538-133 - São Paulo - SP

Banco BTG: (11) 3383-2001

BTG CTVM: (11) 3383-2000

Company: (11) 4197-

5530

Lefosse: (11) 3024-6200

BM&FBovespa: (11) 2565-4067

Regarding: Diagnósticos da América S.A. Voluntary Tender Offer
CVM Proceeding n° RJ-2014-783

Dear Sirs:

We make reference to the Public Notice of a voluntary tender offer to acquire common shares issued by Diagnósticos da América S.A. (“DASA”), as published in papers with large circulation on the date hereof.

Such Public Notice includes a waiver of the following condition for the effectiveness of the offer, as provided originally in the Public Notice published on December 23, 2013:

*“1.8.1. Acceptance of the Offer by shareholders holding Shares representing at least 82,362,124 (eighty-two million, three hundred sixty-two thousand, one hundred and twenty-four) shares, corresponding to 26.41 % (twenty-six point four one percent) plus 1 (one) common share issued by DASA, and the effective acquisition, by the Offeror, of such Shares (the “**Minimum Quantity of Shares**”). Under the terms of article 32-B, paragraph 3, of CVM Instruction 361, if the **Minimum Quantity of Shares** is not attained, the Tender Offer will not be successful under the terms of paragraph 1 of such article and the Offeror will not be able to acquire shares, through this Offer.”*

Here, we clarify that, this being a tender offer (“Tender Offer”) intending to acquire control of DASA, the requirements provided in arts. 257 to 263 of Law n° 6.404/76 (the “Brazilian Corporations Law”) and in arts. 32 to 32-G of CVM Instruction n° 361/02 (“CVM Instruction 361”) must be complied with in full.

Accordingly, the offeror is not afforded the above-referenced waiver, by reference to the legal and normative provisions included in item III of art. 258 of the Brazilian Corporations Law and item III of art. 32 of CVM Instruction 361.

In addition, the Public Notice of the Tender Offer to acquire control published on December 23, 2013, included an end-date for the effectiveness of the offer, under the terms of item 1.5 in the Public Notice, of today.

In view of the foregoing, the Public Notice published on the date hereof does not retain any relation to the one published on December 23, 2013, and the BM&FBovespa S.A. must, under the terms of

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§3 of art.12 of CVM Instruction 361, send the statements with reference to the auction or its non-occurrence, as applicable.

Thus, we are disregarding the Public Notice published today, and the target company must make appropriate arrangements with respect to its disclosure policy.

Respectfully,

GUSTAVO LUCHESE UNFER
Acting Manager of
Registrations 1

REGINALDO PEREIRA DE OLIVEIRA
Superintendent of Registration of
Securities

Cc: SMI; SEP.