



**COMPANHIA DE SANEAMENTO DO PARANÁ – SANEPAR**

*Publicly-Held Company*  
Rua Engenheiros Rebouças, 1376  
80215-900, Curitiba, PR  
CNPJ/MF 76.484.013/0001-45  
NIRE 41.300.048.436  
CVM Code 01862-7

**MATERIAL FACT**

**COMPANHIA DE SANEAMENTO DO PARANÁ – SANEPAR** (“Company”), pursuant to Section 157, §4° of Law No. 6,404, dated December 15, 1976, as amended, and the Brazilian Securities and Exchange Commission (*Comissão de Valores Mobiliários*) (“CVM”) Instruction No. 476, dated January 16, 2009, as amended (“CVM Rule 476”) and Rule No. 358, dated January 3rd, 2002, as amended, hereby informs its shareholders and the market in general the launch of a restricted secondary offering (the “Restricted Offering”) of an initial 16,387,980 units of the Company (each unit is evidenced by a *certificado de depósito de ações* that represents one outstanding *ação ordinária* (common share) and four outstanding *ações preferenciais* (preferred shares)) (the “Units”) to no more than 75 institutional investors in Brazil, to qualified institutional buyers (as defined under Rule 144A of the United States Securities Act of 1933, as amended (the “Securities Act”)) in the United States and elsewhere to institutional and other investors that are not U.S. persons (as defined in Regulation S of the Securities Act). The Restricted Offering will consist of the offering of 9,986,263 Units owned by Estado do Paraná, 5,251,954 Units owned by Companhia Paranaense de Energia – COPEL (“Copel”) and 1,149,763 units owned by Copel Comercialização S.A. (“Copel Comercialização”).

**The Restricted Offering of the Units has not been and will not be registered under the Securities Act, or any other U.S. federal and state securities laws, and the Units may not be offered, sold, pledged or otherwise transferred in the United States or to U.S. investors, unless they are registered, or exempt from, or not subject to, registration under the Securities Act.**

In accordance with CVM regulations, the total number of Units to be initially offered may be increased by a secondary offering of up to 15% of the Units initially offered, owned by Copel and Copel Comercialização, at the offering price, to cover over-allotments, if any.

This material fact notice is disclosed for informative purpose only and shall not, in any circumstances, be construed as an investment recommendation. This material fact notice does not constitute an offer to sell or the solicitation of an offer to buy the Company’s securities, including the Units, and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.