



## **LIGHT S.A.**

Corporate Taxpayer's ID (CNPJ/MF) 03.378.521/0001-75

Company Registry (NIRE) 33.3.0026316-1

Publicly-held company

### **MATERIAL FACT**

Light S.A. (BM&FBovespa: LIGT3), a corporation (*sociedade anônima*) with its headquarters in the city of Rio de Janeiro, State of Rio de Janeiro, Av. Marechal Floriano, 168, enrolled under corporate taxpayer's identification (CNPJ/MF) No. 03.378.521/0001-75 ("Company" or "Light"), in compliance with the provisions of Instruction No. 358, dated January 3, 2002, as amended, of the Brazilian Securities Commission ("CVM"), hereby informs its shareholders and the market in general that (i) on this date, its Board of Directors approved the call for an Extraordinary General Meeting of the Company ("AGE") to resolve on changes in Light's bylaws ("Statutory Reform"); and (ii) it is considering a primary public offering of its shares with restricted selling efforts, in Brazil, under the rules of Instruction CVM No. 476, dated January 16, 2009, as amended and internationally, to qualified institutional investors in the United States and to investors who are deemed to be non-residents or non-domiciled in the United States of America, pursuant to Rule 144A and Regulation S, under the U.S. Securities Act of 1933, as amended (the "Securities Act") ("Offering"), which may also have a secondary portion with the possible participation of Company shareholders.

Detailed information on the Statutory Reform proposal will be included in the call notice of the AGE, the Manual for Participation of Shareholders in the AGE and its annexes, which will be made available, when AGE is convened.

With regarding to the Offering, it is worth noting that any potential public offering is subject to the prevailing conditions of the Brazilian and international capital markets, regulatory approvals,

as applicable, and the Company and the selling shareholders obtaining the requisite corporate approvals. Additionally, any eventual future equity offering will be conducted in accordance with applicable laws and regulation.

**This material fact is not intended for publication or distribution, directly or indirectly, in or into the United States and does not constitute an offer of securities for sale in the United States. The securities mentioned in this material fact have not been and will not be registered under the Securities Act, or any state securities laws, and they may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act.**

**On this date, there is no public offer of securities of the Company being conducted in Brazil or in the United States.**

**There shall not be any sale of the securities to be sold in the offering in any state or jurisdiction, including in Brazil or the United States, in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.**

**This Material Fact is intended to be merely informative and under no circumstances shall be construed as, nor configure, an investment recommendation or offer to sell, or a solicitation or offer to buy, any security issued by the Company in Brazil, including its shares.**

The Company will keep its shareholders and the market in general informed about any public offering of shares, pursuant to the applicable regulations.

Rio de Janeiro, Março 28, 2017.

Ana Marta Horta Veloso  
Chief Business Development and IR Officer