

**BANCO DAYCOVAL S.A.**  
Publicly-held Company  
CNPJ/MF n.º 62.232.889/0001-90  
NIRE 35.300.524.110

## **MATERIAL FACT**

**São Paulo, June 21 2016** - Banco Daycoval S.A. (BM&FBOVESPA: DAYC4), a financial institution headquartered at Avenida Paulista, No. 1.793 in the city of São Paulo, state of São Paulo, enrolled with the CNPJ/MF under No. 62.232.889/0001-90 and NIRE 35300524110 ("**Daycoval Bank**" or "**Company**"), in compliance with the conditions contained in Article 157, Paragraph 4, of Law No. 6.404 of December 15, 1976, as amended, and Instruction no. 358 of the Securities Exchange Commission ("**CVM**") of January 3, 2002, as amended, is hereby informing its shareholders and the market in general the receipt of the Letter No. 212/2016/CVM/SRE/GER-1, issued on the date hereof by the CVM ("**Letter**"), through which was notified of the registration approval, by the CVM, of the unified public offer for the acquisition of up to all of the preferred shares issued by the Company and those owned by its non-controlling shareholders for the purpose of (i) delisting the Company for trading of shares on the market as an issuer of category "A" securities and conversion to category "B," pursuant to CVM Instruction 480, of December 7, 2009, as amended and (ii) for the purpose of the withdrawal of the Company from the special segment of the BM&FBOVESPA S.A. - Bolsa de Valores Mercadorias e Futuros ("**BM&FBOVESPA**") denominated Corporate Governance Level 2 ("**Offer**").

The Offer was registered by the CVM under No. CVM/SRE/OPA/CAN/2016/004.

The Company informs that in compliance with the Letter and to Article 11 of CVM Instruction 361, the Offer instrument will be published in major newspapers usually used by the Company, within 10 (ten) days from the date of the Letter.

The Company will keep the market and its shareholders informed of the matter addressed in this Material Fact.

This Material Fact is exclusively informational in nature and does not constitute an offer to purchase securities.

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