



## **LINX S.A.**

*Publicly-Held Company Corporate*

Taxpayer's ID (CNPJ/MF): 06.948.969/0001-75

Company Registry (NIRE): 35.300.316.584

### **MATERIAL FACT**

**LINX S.A.** (B3: LINX3), pursuant to the paragraph 4 of article 157 of Law 6404, of December 15, 1976, as amended and in force ("Brazilian Corporate Law"), and the Normative Regulation 358, of January 03, 2002, as amended, hereby informs the market and Shareholders the acquisition of Percycle Serviços Ltda. ("**Percycle**"), through the signing, on December 21, 2017, of a Purchase and Sale of Shares Agreement by Linx Sistemas e Consultoria Ltda. ("**Linx**"), a subsidiary of the Company, for 100% of the shares of Percycle.

Percycle operates the leading native online media platform, uniting merchants, brands and consumers. It allows a company to advertise within the top e-commerce sites in different formats and segmentations, in addition to enable the maximizing of the ROI (return on investment) generated in the campaign. Percycle gross sales in the last 12 months was BRL8 million.

For the acquisition, Linx will pay BRL13,000,000.00 (thirteen million *reais*) in one installment. Additionally, subject to the achievement of financial and operating targets, Linx could pay up to BRL9,730,000.00 (nine million seven hundred and thirty thousand *reais*) during the next three years.

This acquisition is aligned with the Company's strategic objectives, expanding our portfolio of solutions that increase customer profitability, improve the consumer shopping experience, as well as opening the advertising market, and reinforce our offers for e-commerce and the industry.

The acquisition was approved by the Company's Board of Directors on the date of signing the Contract, pursuant to article 23, item (xxvii) of the Company's Bylaws, with approval being waived at



a Shareholders' Meeting, since this acquisition is not covered by the article 256 of the Brazilian Corporate Law (Lei das Sociedades por Ações).

São Paulo, December 21, 2017.

Pedro Holmes Monteiro Moreira  
**Investor Relations Officer**