



COMPANHIA BRASILEIRA DE DISTRIBUIÇÃO

Authorized Capital Publicly-Held Company

Corporate Taxpayer's No. (CNPJ/MF)

47.508.411/0001-56

NIRE 35.300.089.901

MATERIAL FACT

Companhia Brasileira de Distribuição (“CBD”), in compliance with paragraph 4 of article 157 of Law no. 6,404/1976, and CVM Instruction no. 358/2002, both as amended and in force, hereby inform their shareholders and the market in general, what follows:

I. Complementing the information made available by Via Varejo by means of the Material Fact disclosed on June 13, 2013, the Board of Directors of CBD and Via Varejo in meetings held on 17th of the current month have approved to authorize the Executive Management of Via Varejo to proceed with the registration request before the Comissão de Valores Mobiliários and the BM&FBOVESPA S.A. – Bolsa de Mercadorias, Valores e Futuros (“BM&FBOVESPA”) of a primary and secondary public offering of Units, each consisting of one (1) common share and two (2) preferred shares issued by Via Varejo, to be listed for trading on Level 2 corporate governance segment of the BM&FBOVESPA (the “Offering”).

II. Additionally, CBD, Via Varejo and certain shareholders of Nova Pontocom Comércio Eletrônico S.A. (“Nova Pontocom”) agreed to the purchase and sale of shares issued by Nova Pontocom, by which CBD acquired shares (i) held by Via Varejo representing 6.20% of the total corporate capital for R\$80,000,000.00; and (ii) held by minority shareholders representing 1.96% of the total corporate capital for R\$25,293,909.48. The resulting composition of the corporate capital of Nova Pontocom is: 52.06% is held by CBD, 43.90% is held by Via Varejo, and 4.04% is held by minority shareholders. The management of CBD shall submit in due time the purchase of shares of Nova Pontocom to the ratification of its shareholders in a General Meeting as per the applicable law, being that the holders of preferred shares issued by CBD shall not be entitled to withdraw rights as per Article 137, item II, of Law 6,404/76.

III. In order to reflect the new governance structure of Nova Pontocom and to promote increased alignment of interests among the parties, it was signed on this date **(i)** a new Shareholders Agreement of Nova Pontocom, which establishes the new standards of corporate governance of Nova Pontocom, further to mutual equity rights and obligations among all of its shareholders, as well as **(ii)** an Operational Agreement among CBD, Via Varejo and Nova Pontocom, setting forth the terms and conditions of relationship among the parties in the development of their activities, with the objective of increasing synergies and also reinforcing the multichannel strategy between physical stores and the e-commerce activities, in order to maximize value for the Companies' shareholders.

São Paulo, October 17th 2013

Companhia Brasileira de Distribuição

Daniela Sabbag