



M. Dias Branco S.A. Indústria e Comércio de Alimentos
CNPJ nº 07.206.816/0001-15
Listed Company

MATERIAL FACT

M. Dias Branco S.A. Indústria e Comércio de Alimentos, listed company with its headquarters in the city of Eusebio, State of Ceará, Rodovia BR 116 - Km 18, ZIP CODE 61760-000, registered with Corporate Taxpayers ID 07.206.816/0001-15 (“Company”) comes to announce, in compliance with Normative Ruling no. 358 issued by the Brazilian Securities and Exchange Commission (“CVM”), on January 3, 2002 and with the CVM Ruling no. 400, of December 29, 2003 (“CVM Ruling 400”), and for the purposes of the request for a preliminary analysis, in compliance with the CVM Ruling no. 471, of August 8, 2008, of the application for registration of the Secondary Public Offering of ordinary common shares held by the Controlling Shareholder Dibra Fundo de Investimento em Participações (“Dibra” and “Offering”), filed with the National Association of Financial and Capital Markets Institutions (“ANBIMA”) on December 11, 2009 and with CVM on December 30, 2009 that, was reported by Dibra the filing with CVM, on this date, of the request of interruption of the Offering for sixty (60) working days starting on January 21, 2010, based on the Dibra’s assessment about the current market conditions and its impact on the timetable of the Offering, after that, the analysis terms shall restart as if a new registration request had been presented.

Eusébio, January 21, 2009.

M. Dias Branco S.A. Indústria e Comércio de Alimentos

Geraldo Luciano Mattos Júnior
Investments and Controlling Vice President