



**QGEP Participações S.A.**  
**Corporate Taxpayer's ID (CNPJ): 11.669.021/0001-10**  
**Publicly Held Company**

**NOTICE TO THE MARKET**

**- Acquisition of Relevant Stake -**

QGEP Participações S.A. ("QGEP", "Company", BM&FBOVESPA: QGEP3), pursuant to article 12 of CVM Rule 358/2002, hereby announces that it received the attached correspondence from Capital Group International, Inc. ("Capital"). In the aforementioned correspondence, Capital informed that it holds 13,444,300 common shares issued by QGEP, corresponding to 5.0579% of its capital stock.

According to information provided by Capital, the acquisition of those shares is not intended to change QGEP's control or administrative structure. Attached below is the correspondence received by the Company.

For more information, please contact QGEP's Investor Relations Area:

Telephone: 55 21 2544-4114  
E-mail: [ri@qgep.com.br](mailto:ri@qgep.com.br)  
[www.qgep.com.br/ri](http://www.qgep.com.br/ri)

Rio de Janeiro, March 17, 2011.

Paula Vasconcelos da Costa  
Investor Relations Officer

**About Queiroz Galvão Exploração e Produção**

QGEP Participações S.A. or the "Company" is the largest private Brazilian company in the country's Exploration and Production (E&P) sector, in terms of barrel equivalents of oil ("boe") per day, according to ANP data in 2010. It is also the only private Brazilian company in the E&P sector to be certified in by the National Petroleum, Natural Gas and Biofuel Agency (ANP), in 2007 and 2008, to operate as an A Operator in Deep and Ultra-Deep Water. The Company has a diverse portfolio of high quality assets with great potential for exploration and production, made up of concession rights in exploratory blocks off the Brazilian coast, including pre-salt reserves located in the Santos, Jequitinhonha and Camamu Basins. Moreover, the Company holds 45% interest in the Manati Field Concession, located in the Camamu Basin, the largest non-associated natural gas field in production in Brazil, according to ANP data from November 2010. The field covers approximately 76 km<sup>2</sup> and has been operating since 2007 at a productive capacity of 50.3 thousand boe per day. For more information, access the Company's website: [www.qgep.com.br/ri](http://www.qgep.com.br/ri)

## NOTICE

Pursuant to article 12, “caput”, of CVM Rule 358, of January 3, 2002, as amended, Capital Group International, Inc., incorporated and existing in accordance with the laws of the United States of America, with head offices at 333, South Hope Street, Los Angeles, California 90071, United States of America (“CGII”), as a holding of foreign investment management companies announces that through operations carried out on stock exchanges on the behalf of its clients, (i) Capital Guardian All Country World Equity Master Fund, Corporate Taxpayer’s ID (CNPJ/MF): 07.743.014/0001-44, (ii) Capital Guardian Emerging Markets Equity DC Master Fund, Corporate Taxpayer’s ID (CNPJ/MF): 10.419.225/0001-30, (iii) Capital Guardian Emerging Markets Equity Fund for Tax-Exempt Trusts, Corporate Taxpayer’s ID (CNPJ/MF): 07.740.247/0001-93, (iv) Capital Guardian Emerging Markets Equity Master Fund, Corporate Taxpayer’s ID (CNPJ/MF): 10.419.226/0001-85, (v) Capital Guardian Emerging Markets Restricted Equity Fund for Tax-Exempt Trusts, Corporate Taxpayer’s ID (CNPJ/MF): 10.419.228/0001-74, (vi) Capital International All Country Equity, Corporate Taxpayer’s ID (CNPJ/MF): 08.857.569/0001-80, (vii) Capital International Emerging Markets Fund, Corporate Taxpayer’s ID (CNPJ/MF): 07.729.559/0001-04, (viii) Capital International Fund Japan – Global Equity Fund, Corporate Taxpayer’s ID (CNPJ/MF): 10.664.508/0001-48, (ix) CIKK Fund – Capital International All Countries Fund, Corporate Taxpayer’s ID (CNPJ/MF): 11.164.429/0001-30, (x) Emerging Markets Growth Fund, Inc, Corporate Taxpayer’s ID (CNPJ/MF): 07.729.570/0001-66, (xi) Glory (Best Investment Corporation), Corporate Taxpayer’s ID (CNPJ/MF): 10.817.855/0001-63, (xii) IBM Emerging Markets Active Equity Fund, Corporate Taxpayer’s ID (CNPJ/MF): 07.622.470/0001-36, (xiii) JNL/ Capital Guardian Global Balanced Fund, Corporate Taxpayer’s ID (CNPJ/MF): 10.956.187/0001-55, (xiv) Kansas Public Employees Retirement System, Corporate Taxpayer’s ID (CNPJ/MF): 05.870.272/0001-66, (xv) Minnesota State Board of Investment, Corporate Taxpayer’s ID (CNPJ/MF): 05.450.650/0001-52, (xvi) Monetary Authority of Singapore – Emerging Market Equity, Corporate Taxpayer’s ID (CNPJ/MF): 05.840.118/0001-41, (xvii) Motorola Inc. Pension Plan Trust, Corporate Taxpayer’s ID (CNPJ/MF): 08.972.477/0001-40, (xviii) NCP – Capital International Emerging Markets Equity Trust, Corporate Taxpayer’s ID (CNPJ/MF): 09.132.423/0001-30, (xix) Pension Fund Association of Japan, Corporate Taxpayer’s ID (CNPJ/MF): 05.840.107/0001-61, (xx) Public Employee Retirement System of Idaho, Corporate Taxpayer’s ID (CNPJ/MF): 05.987.640/0001-50, (xxi) SAGE 3 Account 30383 (Saudi Arabian Monetary Fund), Corporate Taxpayer’s ID (CNPJ/MF): 08.694.449/0001-09, (xxii) SAGE No 6 Account 33826 (Saudi Arabian Monetary Fund),

Corporate Taxpayer's ID (CNPJ/MF): 08.694.449/0001-09, (xxiii) SAGEM Account 54289 (Saudi Arabian Monetary Fund), Corporate Taxpayer's ID (CNPJ/MF): 08.694.449/0001-09, and (xxiv) Volvo Personvagnars Pensionsstiftelse, Corporate Taxpayer's ID (CNPJ/MF): 07.247.314/0001-32, acquired common shares ("Common Shares") issued by QGEP Participações Ltda., a publicly held company, Corporate Taxpayer's ID (CNPJ/MF): 11.669.021/0001-10 ("Company"). CGII managed 13,242,700 of the Company's Common Shares, and as a result of the transactions mentioned above it now manages a total of 13,444,300 of the Company's Common Shares, equivalent to 5.0579% of this type of share. No other CGII group company holds any interest in the Company. This is a minority investment that does not change the composition of the Company's controlling block or its management structure. At present, CGII does not seek to hold any specific number of shares in the Company. Neither CGII nor any related person holds, directly or indirectly, any debentures convertible into shares or any agreement or contract regulating the exercise of voting rights or the purchase or sale of shares issued by the Company in which CGII or any person related to it are a part of.

March 16, 2011.

**CAPITAL GROUP INTERNATIONAL, INC.**