

**QGEP Participações S.A.**  
**CNPJ/MF nº 11.669.021/0001-10**  
**NIRE 33300292896**  
**Publicly Held Company**

## **NOTICE TO THE MARKET**

**Rio de Janeiro, April 1, 2013** – QGEP Participações S.A. (BMF&Bovespa: QGEP3, “Company”), today submitted the following items in response to a letter received from the CVM on March 26, 2013 titled, “Ofício/CVM/SEP/GEA-1/Nº 080/2013”, which addresses a Management Proposal that will be discussed at the Company’s Annual Shareholders Meeting on April 19, 2013: (i) Item 10.4 of Annex A of the Management Proposal, (ii) Item 4 of Annex B of the Management Proposal, and (iii) Items 13.2, 13.5, 13.7(c)iv, 13.7(d) v, 13.7(d)vi, 13.9(c), 13.9(d), 13.9(e) and 13.10(a) to (h) of Annex C of the Management Proposal.

An updated Management Proposal, which includes the aforementioned amendments, has been submitted to the IPE system, in compliance with CVM Instruction nº 481/09, and is also available on the Company’s Investor Relations website at [www.qgep.com.br/ri](http://www.qgep.com.br/ri).

QGEP stands by its commitment to transparency, as well as the Company’s duty to remain compliant with all the rules and procedures required through the Company’s listing on the BM&FBOVESPA.

For more information, please contact our Investor Relations team:

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### **About Queiroz Galvão Exploração e Produção**

QGEP Participações S.A. is Brazil’s largest producing company in the Brazilian Exploration and Production (E&P) private sector, and the first and only private Brazilian company to operate in the premium pre-salt area in Brazil. QGEP is qualified by the ANP in the last two auctions in 2007 and 2008 to act as “Operator A” in Deep and Ultra-Deep Waters. The Company has a diversified portfolio of high quality and high potential exploration and production assets. Furthermore, it owns 45% of the concession for the Manati Field located in the Camamu Basin, which is one of the largest non-associated natural gas fields under production in Brazil. Manati Field has been in operation since 2007, and has average production capacity of approximately 6 million of m<sup>3</sup> per day. For more information, access [www.qgep.com.br/ri](http://www.qgep.com.br/ri)