



[Free Translation]

QGEP PARTICIPAÇÕES S.A.

Taxpayer Identification Number (CNPJ/MF) 11.669.021/0001-10
Business Register Identification Number (NIRE): 33300292896

CALL OF MEETING

ANNUAL GENERAL MEETING

APRIL 19th, 2013, at 10:00 o'clock.

The shareholders of **QGEP PARTICIPAÇÕES S.A.**, (“QGEPP” or “Company”), are hereby called to attend the **Annual General Meeting of Shareholders** to be held on April 19th, 2013 at 10:00 o'clock, at the ground floor auditorium of the Company's principal address, located at Avenida Almirante Barroso, n° 52, in the City and State of Rio de Janeiro, to decide on the following agenda: (a) annual accounts as approved, and proposed, by the Board of Directors; revision, discussion and voting of the Company's Financial Statements, concerning the fiscal year ended on December 31st 2012, which is accompanied of the Management Report and the opinion of the independent auditors; (b) revision, discussion and voting of the Board of Director's proposal regarding destination of profits assessed in the fiscal year ended on December 31st, 2012; (c) revision, discussion and voting of the global remuneration of the Management until the date of the Annual General Meeting which will approve the annual accounts concerning the fiscal year ending on December 31st 2013; and (d) ratification of the amount of R\$ 51,102.00 (fifty one thousand, one hundred and two Reais), paid during the 2012 fiscal year in excess of the global Management remuneration amount approved by the Shareholders, such discrepancy related to the payment of approved social benefits which were not contemplated at the proposal which was approved by the Company's General Meeting which approved the limit of the remuneration of the Managers for the fiscal year of 2012.

The following documents shall be available to the shareholders, at the Legal Department of the Company, located at Av. Almirante Barroso, n° 52, sala 1301 (parte), in the City and State of Rio de Janeiro: (a) Management Report on the Company's businesses and main administrative facts of the fiscal year ended; (b) a copy of the Company's Financial Statements concerning the fiscal year ended December 31st, 2012; (c) opinion of the independent auditors and other documents containing all information required by the regulation in force. Said documents shall also be available on our website (www.qgep.com.br), and on the websites of BM&FBovespa (www.bmfbovespa.com.br) and CVM (www.cvm.gov.br).

The Company's Shareholders may participate in the Annual General Meeting, herein called, in person or in the person of their legal representatives or attorneys-in-fact, pursuant to article 126 of Law No. 6.404/76, bearing the following documents: (a) if Individuals: identity card with photo (RG, RNE, CNH or officially recognized professional identity card). (b) if Legal entities: certified copy of the last restated articles



of organization or incorporation and the corporate documentation granting powers of representation (minutes of election of officers and/or power of attorney), as well as identification document with photo of the legal representative. (c) if Investment Funds: certified copy of the last restated bylaws of the fund and the articles of incorporation or organization of its manager, in addition to the corporate documentation granting powers of representation (minutes of election of officers and/or power of attorney), as well as identification document with photo of the legal representative. All shareholders shall provide proof of ownership of the issued shares of QGEPP, issued by the financial institution responsible for the bookkeeping and/or custody agent dated up to the last two (2) business days before the realization of the Annual General Meeting. The shareholder may be represented by an attorney-in-fact who has been appointed less than 1 (one) year before, provided that such attorney-in-fact is a shareholder, manager of QGEPP, lawyer or financial institution, and the manager of the investment fund shall represent its unit holders. Powers of attorney in a foreign language shall be translated to Portuguese before being submitted to QGEPP. In order to facilitate the access of the Shareholders at the Annual General Meeting, QGEPP shall commence their registration from April 4, 2013. For such purpose, the above-mentioned documents shall be delivered by April 18, 2013, at the registered office of QGEPP mentioned above in attention to the Legal Department or by electronic copy to be forwarded to ri@qgep.com.br.

Rio de Janeiro, April 3rd, 2013

Mr. Antônio Augusto de Queiroz Galvão
Chairman of the Board of Directors