

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

**NOTICE TO SHAREHOLDERS**

**Rio de Janeiro, April 24, 2014 – QGEP Participações S.A.** (“Company”) (BM&FBOVESPA: QGEP3) hereby announces that the payment of dividends corresponding to the results for the fiscal year ending December 31, 2013, in the total amount of R\$40,000,000.00, or R\$0.1551275835 per share, will take place on May 5, 2014, as resolved in the Company’s Annual Shareholders’ Meeting held on April 16, 2014.

Dividends will be paid to shareholders of record as of April 16, 2014. As of April 17, 2014, the Company’s shares are considered to be trading “ex-dividend”.

Additional information can be obtained through Banco Itaú’s Shareholders’ Service on the following phone numbers: +55 (11) 3003-9285 (Capital and Metropolitan regions) or +55 0800 720 9285 (Other locations) and through the e-mail [investfone@itau.com.br](mailto:investfone@itau.com.br).

For more information, please contact our Investors’ Relations Department:

Telephone: +55 (21) 3509-5959

E-mail: [ri@qgep.com.br](mailto:ri@qgep.com.br)

[www.qgep.com.br/ri](http://www.qgep.com.br/ri)

**About QGEP**

QGEP Participações S.A. is Brazil’s only private Brazilian company to operate in the premium pre-salt area in Santos Basin. QGEP is qualified by the ANP to act as “Operator A” from shallow to 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 m3 per day. For more information, access [www.qgep.com.br/ri](http://www.qgep.com.br/ri).