

**BROOKFIELD INCORPORAÇÕES S.A.**  
**Publicly-held Company**  
**Corporate Taxpayer's ID (CNPJ/MF): 07.700.557/0001-84**  
**Corporate Registry (NIRE): 33.3.002.7715-3**

**MATERIAL FACT**

Pursuant to CVM Instruction 358/2002, Brookfield Incorporações S.A. ("Company" or "BISA"), hereby informs its shareholders and the market that it intends to hold a primary offering of common shares ("Offering"), whose value is estimated at between R\$500,000,000.00 and R\$700,000,000.00.

If the Offering takes place, it will be registered with the National Association of Investment Banks (ANBID) and the Brazilian Securities and Exchange Commission (CVM) pursuant to CVM Instructions 400/2003 and 471/2008. The Offering should not be registered with the U.S. Securities and Exchange Commission or any agency or capital market regulatory body of any other country, except Brazil, with the shares that are the object of the Offering not being offered or sold in any other country, unless an exception to the requirement of registration is applicable.

The Offering's execution and conclusion, as well as the final structure to be adopted, are subject to the approval of BISA's Board of Directors and depend upon national and international capital market conditions.

Rio de Janeiro, September 8, 2009.

**Luiz Rogelio Rodrigues Tolosa**  
**Investor Relations Officer**