



# Diagnósticos da América S.A.

Investor Relations  
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## MATERIAL FACT DIAGNÓSTICOS DA AMÉRICA S.A. Corporate Tax Payer (CNPJ) no.: 61.486.650/0001-83

Pursuant to CVM Instruction no. 358/2002 and the applicable laws in effect, Diagnósticos da América S.A. (Bovespa: DASA3) hereby informs its stockholders and the market of the following:

1. On October 17, 2005, Diagnósticos da América S.A. (“DASA”) acquired 4,300,000 nominal common shares representing 100% of the capital stock of Image Memorial S.A. Empreendimentos e Participações Hospitalares (“Image”), a company that provides diagnostic imaging services in the city of Salvador, Bahia State;
2. The amount to be paid for the totality of such shares is R\$ 33,237,500.00. Image had as at the referred date a net debt of R\$ 7,129,215.00. Of the total sum to be paid to its former partners, R\$ 21,000,000.00 will be paid in cash while R\$ 8,050,000.00 will be withheld in deposit accounts for as long as 6 years. The remaining R\$ 4,187,500.00 will be paid on February 15, 2006, subject to an adjustment corresponding to 5.375 times the audited EBITDA variation (operating income plus depreciation and amortization) to be determined as of 2005, which has been estimated at R\$ 7,300,000.00;
3. Image was founded in 1997 to provide diagnostic imaging services in the city of Salvador (Bahia State). The Company reported a gross revenue of R\$ 14.5 million from January to August 2005 and it operates through two service units located in the districts of Itaigara and Ondina. Considering the reputation of Image Memorial as a brand name in the city of Salvador, DASA’s business plan assumes that the services offered by the two existing units will be expanded and that a range of clinical analyses teste will be introduced;
4. The two partners responsible for the Company’s medical management so far will continue to work for image as service providers, in pursuit of specific strategic goals previously agreed and under an incentive plan;
5. This operation was approved in a meeting held on October 17, 2005 by the Board of Directors of DASA. As the purchase price represents a significant investment for DASA as per Act no. 6.404/76, Article 256, Subsection I, Paragraph 1, the transaction will be submitted to its stockholders for ratification in a Special Shareholders’ Meeting to be summoned on an appropriate date. The right of withdrawal of dissident shareholders from the said Shareholders’ Meeting will not be contemplated because the acquisition does not exceed the limits specified in Act no. 6404/76, Article 256, Subsection II. The acquisition of Image will also be submitted to the Brazilian Antitrust Commission (*Conselho Administrativo de Defesa Econômica - CADE*) for approval.

São Paulo, October 17, 2005

Marcelo Marques Moreira Filho  
CFO and Investor Relations Director

