

## COMUNICADO AO MERCADO

**Rio de Janeiro, 2 de agosto de 2016 - ALIANSCCE SHOPPING CENTERS S.A.**, companhia aberta, com sede na Rua Dias Ferreira, nº 190, sala 301 (parte), na Cidade do Rio de Janeiro, Estado do Rio de Janeiro, inscrita no CNPJ/MF sob o nº 06.082.980/0001-03 (“Companhia”), vem, em cumprimento à Instrução CVM nº 358 de 03/01/2002, conforme alterada, comunicar que recebeu, nesta data, da Aspiracional, LLC (“Aspiracional”), sociedade de responsabilidade limitada administrada pela Jaguar Real Estate Partners, L.P. (“Jaguar”), com sede na 390 Park Avenue, Suite 400, Nova Iorque, NY 10022, a carta anexa, com as informações abaixo:

- (a) A Aspiracional celebrou com a Luanda Empreendimentos e Participações S.A. (“Luanda”) e GGP Brazil III, LLC (“GGP”) um Contrato de Compra e Venda de Ações (“Contrato”), por meio do qual a Luanda e a GGP se comprometeram a vender para a Aspiracional 18.311.928 (dezoito milhões, trezentas e onze mil, novecentas e vinte oito) ações ordinárias de emissão da Companhia, equivalentes a aproximadamente 11,3% (onze vírgula três por cento) de seu capital social (“Transferência das Ações”); e
- (b) A conclusão da Transferência das Ações está sujeita ao cumprimento das condições precedentes do Contrato.

A Companhia reitera seu compromisso de manter seus acionistas e o mercado em geral informados acerca do desenvolvimento das informações ora divulgadas, bem como qualquer outro fato relevante. Para informações adicionais, contatar a área de Relações com Investidores:

### RELAÇÕES COM INVESTIDORES

Telefone: +55 (21) 2176-7272  
[ri@aliansce.com.br](mailto:ri@aliansce.com.br)  
[www.aliansce.com.br/ri](http://www.aliansce.com.br/ri)

### Sobre a Aliansce S.A.

A **Aliansce Shopping Centers S.A.** (Bovespa: ALSC3) é uma das empresas líderes do setor de Shopping Center e a segunda maior administradora de Shoppings do Brasil em número de shoppings administrados, dentre as empresas de capital aberto do setor. As principais atividades da Aliansce são as participações em Shopping Centers e a prestação dos seguintes serviços: (i) a administração de Shopping Centers; (ii) a comercialização de espaços de Shopping Centers; e (iii) o planejamento e desenvolvimento de Shopping Centers. A Companhia é uma empresa full service com atuação em todas as fases de implementação de Shopping Centers, desde o planejamento, desenvolvimento do projeto, lançamento do Shopping Center, até o gerenciamento da estrutura e gestão financeira, comercial, jurídica e operacional.

**Aspiracional, LLC**  
390 Park Avenue  
Suite 400  
New York, NY 10022

New York, August 1<sup>st</sup>, 2016

To  
**ALIANSCCE SHOPPING CENTERS S.A.,**  
Rua Dias Ferreira 190, Room 301, 3<sup>rd</sup> floor  
Rio de Janeiro, RJ

Attention: Eduardo Prado Lopes Filho  
**Investor Relations Officer**

Ref. Change in shareholding position – Purchase of Material Equity Holding

Dear Sir,

Pursuant to article 12 of CVM Instruction No. 358/02, as amended (“ICVM 358”), the undersigned, Aspiracional, LLC (“Aspiracional”), a limited liability company managed by Jaguar Real Estate Partners, L.P., hereby informs that, on this date, has signed a Share Purchase Agreement (“SPA”) entered into by Aspiracional, Luanda Empreendimentos e Participações S.A. (“Luanda”) and GGP Brazil III, LLC (“GGP”), by means of which Luanda and GGP committed to sell to Aspiracional, subject to certain conditions precedent, eighteen million, three hundred and eleven thousand, nine hundred and twenty-eight (18,311,928) common shares, and corresponding political and economic rights, issued by Aliansce Shopping Centers S.A. (“Aliansce” or “Company”) (“Transaction”).

Upon the fulfillment of the conditions precedent of the SPA and the conclusion of the transfer of the shares, Aspiracional will acquire a relevant equity position in Aliansce, which represents, on the date hereof, approximately 11.3% (eleven point three per cent) of the total issued and outstanding share capital of Aliansce, as detailed bellow.

▪ **Name and qualification of the announcer:**

Aspiracional, LLC, a company organized and existing under the laws of the State of Delaware, United States of America, with head offices at 390 Park Avenue, Suite 400, New York, NY 10022, enrolled with the CNPJ/MF under No. 25.314.739/0001-07.

▪ **Objective of the participation and targeted quantity, containing, as the case may be, a statement by the announcer that the acquisitions do not aim at changing the composition of control or the administrative structure of the Company:**

Aspiracional currently does not intend to change the Company’s control. However, Aspiracional retains and intends to avail itself of all its rights as a shareholder of Aliansce in order to best protect its investor’s economic interests.

With respect of the intention of Aspiracional to change the administrative structure of the Company, Aspiracional informs that, in a near future and as soon as it is possible, intends to change the administrative structure of Aliansce by appointing a member to the Company's Board of Directors.

- **Number of shares and other securities or derivative instruments related to company shares, either of cash or physical liquidation, disclosing the amount, class and type of related shares:**

As of the date hereof, Aspiracional does not hold any shares of the Company nor other securities issued by the Company. As mentioned above, after the conclusion of the SPA, Aspiracional will hold 18,311,928 (eighteen million, three hundred and eleven thousand, nine hundred and twenty-eight) common shares issued by the Company, representing approximately 11.3% (eleven point three per cent) of the Company's voting, total and outstanding capital stock.

- **Indication of any agreements or contracts regulating the exercise of voting rights or the purchase or sale of securities issued by the Company:**

Aspiracional is not a party to any agreement governing the exercise of voting rights or the purchase or sale of securities issued by the Company.

- **In case the announcer is resident and domiciled abroad, name and taxpayer number of its attorney-in-fact or legal representative in the country, for purposes of Article 119 of Law no. 6,404/76:**

Aspiracional's legal representative in Brazil, for purposes of Article 119 of Law no. 6,404/76, is Flavio Roberto Pentecado Meyer, enrolled with the Brazilian General Taxpayers' List under CPF/MF no. 219.116.528-18.

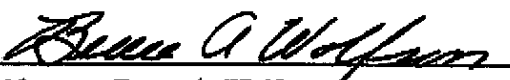
Finally, we request you to forward this information to the market in accordance with ICVM 358.

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Should you have any further question or comments on the above, please do not hesitate to contact us.

Sincerely yours,

**ASPIRACIONAL, LLC**

By:   
Name: Bruce A. Wolfson  
Title: Authorized Signatory