



**MINERVA S.A.**

Publicly-Held Company – CVM nº 20931-1

Corporate Taxpayer's ID (CNPJ/MF): 67.620.377/0001-14

Company Registry (NIRE): 35.300.344.022

Av. Antônio Manço Bernardes, s/nº, Rotatória Família Vilela de Queiroz, Chácara Minerva  
CEP 14781-545 – Barretos/SP

**Notice to the Market**

**Acquisition of Relevant Interest**

Barretos (SP), January 10, 2013 – Minerva S.A. (the “Company”), one of the leaders in South America in the production and sale of fresh beef, live cattle and cattle byproducts, with operations also in the beef, pork and poultry processing segments, pursuant to Article 12 of CVM Instruction CVM 358 of January 3, 2002, as amended, hereby informs its shareholders and the market in general that, on this date it received the attached communication, through which Sul América Investimentos Distribuidora de Títulos e Valores Mobiliários S.A., a financial institution inscribed in the corporate roll of taxpayers (CNPJ/MF) under no. 32.206.435/0001-83 and manager of the investment funds (“Funds”) (i) SULAMERICA MIX 15 - IV FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 13.017.931/0001-44; (ii) SULAMERICA MIX 15 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 02.812.005/0001-44; (iii) SULAMERICA MIX 30 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 02.811.761/0001-59; (iv) SULAMERICA MIX 49 I FI MULTIMERCADO, v inscribed in the CNPJ/MF under no. 04.616.035/0001-00; (v) SULAMERICA MIX 20 FI RENDA FIXA, inscribed in the CNPJ/MF under no. 03.307.621/0001-00; (vi) SULAMERICA MIX 40 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 04.484.351/0001-76; (vii) SULAMÉRICA FUTURE FUNDO DE INVESTIMENTO MULTIMERCADO, inscribed in the CNPJ/MF under no. 13.255.321/0001-89; (viii) SULAMERICA MULTICARTEIRA PREV FIM, inscribed in the CNPJ/MF under no. 08.702.303/0001-68; (ix) SULAMERICA MIX 49 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 02.811.681/0001-01; (x) SULAMERICA MIX 30 - IV FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 04.061.652/0001-97; (xi) AQUILA 1 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 04.519.722/0001-08; (xii) SUL AMÉRICA EXPERTISE EQUITIES LONG ONLY FUND, LLC, managed portfolio; (xiii) FIA RAT II, inscribed in the CNPJ/MF under no. 15.636.013/0001-29; (xiv) SUL AMÉRICA FUNDO DE INVESTIMENTO EM AÇÕES IBOVESPA ATIVO, inscribed in the CNPJ/MF under no. 13.272.272/0001-38; (xv) SUL AMERICA NE FI ACOES PREVIDENCIARIO, inscribed in the CNPJ/MF under no. 02.976.273/0001-00; (xvi)

FUNDO DE INVESTIMENTO EM AÇÕES BOV 07, inscribed in the CNPJ/MF under no. 12.636.500/0001-01; (xvii) AKA SUL AMERICA FIA, inscribed in the CNPJ/MF under no. 10.940.464/0001-31; (xviii) SUL AMÉRICA EXPERTISE FI EM AÇÕES, inscribed in the CNPJ/MF under no. 13.931.931/0001-44; and (xix) SUL AMERICA PENSION IBRX ATIVO FIA, inscribed in the CNPJ/MF under no. 08.702.311/0001-04, declared the acquisition of a relevant interest in the Company by the Funds, so that, as of December 28, 2012, they held 5.23% of the Company's total capital stock, in accordance with the attached correspondence.

## Investor Relations

E-Mail: [ri@minervafoods.com](mailto:ri@minervafoods.com)

Phone: +55 (11) 3074-2444

+55 (17) 3321-3355

Website: [www.minervafoods.com/ri](http://www.minervafoods.com/ri)

## About Minerva S.A.

Minerva S.A. is one of the leading producers and sellers of beef, leather, live cattle exports and cattle byproducts in South America, and one of Brazil's three largest exporters in the industry in terms of gross sales revenue, exporting to around 100 countries. It has a daily slaughtering capacity of 11,480 head of cattle and beef deboning capacity of 2,240 tons. Present in the states of São Paulo, Rondônia, Goiás, Tocantins, Mato Grosso do Sul, Minas Gerais and Pará, as well as in Paraguay and Uruguay, Minerva operates eleven slaughter and deboning plants and ten distribution centers. It also operates in the food service segment through the joint venture Minerva Dawn Farms (MDF), whose total meat processing capacity is 160 tonnes per day, producing food made from beef, pork and poultry. In the 12 months ended September 30, 2012, the Company recorded net sales revenue of R\$4.3 billion, 13.8% up on the same period a year earlier..

São Paulo, January 10, 2013.

To:  
Minerva Foods  
AV. ANTONIO MANÇO BERNARDES S/Nº  
Bairro Chácara Minerva  
Barretos – São Paulo  
CEP: 14781-545

Att: Eduardo Puzziello

Re: Declaration of Interest of more than 5% - BEEF3

Dear Sirs,

Pursuant to CVM Instruction 358/02, as amended by CVM Instruction 449/07, we hereby inform you that the net total of common shares issued by Minerva Foods and acquired by the investment funds:

SULAMERICA MIX 15 - IV FI MULTIMERCADO, inscribed in the corporate roll of taxpayers (CNPJ/MF) under no. 13.017.931/0001-44  
SULAMERICA MIX 15 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 02.812.005/0001-44  
SULAMERICA MIX 30 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 02.811.761/0001-59  
SULAMERICA MIX 49 I FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 04.616.035/0001-00  
SULAMERICA MIX 20 FI RENDA FIXA, inscribed in the CNPJ/MF under no. 03.307.621/0001-00  
SULAMERICA MIX 40 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 04.484.351/0001-76  
SULAMÉRICA FUTURE FUNDO DE INVESTIMENTO MULTIMERCADO, inscribed in the CNPJ/MF under no. 13.255.321/0001-89  
SULAMERICA MULTICARTEIRA PREV FIM, inscribed in the CNPJ/MF under no. 08.702.303/0001-68  
SULAMERICA MIX 49 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 02.811.681/0001-01  
SULAMERICA MIX 30 - IV FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 04.061.652/0001-97  
AQUILA 1 FI MULTIMERCADO, inscribed in the CNPJ/MF under no. 04.519.722/0001-08  
SUL AMÉRICA EXPERTISE EQUITIES LONG ONLY FUND, LLC – managed portfolio FIA RAT II inscribed in the CNPJ/MF under no. 15.636.013/0001-29  
SUL AMÉRICA FUNDO DE INVESTIMENTO EM AÇÕES IBOVESPA ATIVO, inscribed in the CNPJ/MF under no. 13.272.272/0001-38  
SUL AMERICA NE FI ACOES PREVIDENCIARIO, inscribed in the CNPJ/MF under no. 02.976.273/0001-00  
FUNDO DE INVESTIMENTO EM AÇÕES BOV 07, inscribed in the CNPJ/MF under no. 12.636.500/0001-01

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SUL AMERICA PENSION IBRX ATIVO FIA, inscribed in the CNPJ/MF under no. 08.702.311/0001-04

managed by Sul América Investimentos Distribuidora de Títulos e Valores Mobiliários S.A., inscribed in the CNPJ/MF under no. 32.206.435/0001-83, exceeded 5% of the total number of common shares issued by Minerva Foods as of December 28, 2012.

The signatories would like to make it clear that the acquisitions are not intended as an attempt to acquire control of the Company, or alter its shareholding and/or management structure or change its normal course of operations.

We would ask that the Company's Investor Relations Officer, pursuant to article 12, paragraph 6 of CVM Instruction 358/02, take the necessary measures to immediately inform the CVM and the Bovespa of the content of this communication.

Total common shares issued by Minerva Foods S/A	No. of common shares acquired by December 28, 2012	%
[146,307,556]	[7,644,860]	5.23%

Sincerely,

Sul América Investimentos DTVM S.A.