



BANCO BTG PACTUAL S.A.

Publicly-Held Company
Corporate Taxpayer ID (CNPJ/MF): 30.306.294/0001-45
Praia de Botafogo n.º 501, 6º andar
Rio de Janeiro, RJ, Brazil

**NOTICE TO SHAREHOLDERS
PAYMENT OF DIVIDENDS AND INTEREST ON EQUITY**

Banco BTG Pactual S.A. ("Bank" or "Company") hereby informs its shareholders and the market in general that its Board of Directors has approved the distribution of shareholder payments totaling one hundred and ninety-two million, two hundred and eighty-six thousand, nine hundred and twenty-seven reais and eighty-six centavos (R\$192,286,927.86) in the form of dividends, being, therefore, exempt from withholding income tax in Brazil. Shareholders will be paid in proportion to their interest in the Company's capital stock.

The amounts per share and unit are listed below:

- a) Dividend amount per common or preferred share: R\$ 0.070826465.
- b) Total dividends per BBTG11 unit: R\$ 0.212479395.

The dividends will be paid to shareholders registered as such at the end of business on February 22, 2013 and shares will be traded ex-dividends as of February 25, 2013, inclusive. Payment will take place on March 5, 2013, through the shares' depository institution, Banco Bradesco S.A., by automatic credit in the case of those shareholders who hold accounts with the bank and those who have provided Banco Bradesco with their individual (CPF) or corporate (CPNJ) taxpayer's ID number and respective bank account information. Shareholders who have not supplied this information should go to a Bradesco branch to update their registration details.

In addition, the interest on equity approved on December 19, 2012, and duly announced to the market through a Notice to Shareholders published on December 19, 2012, will also be paid to shareholders on March 5, 2013, as per the details given on that date, also through the shares' depository institution, Banco Bradesco S.A., by automatic credit in the case of those shareholders who hold accounts with the bank and those who have provided Banco Bradesco with their individual (CPF) or corporate (CPNJ) taxpayer's ID number and respective bank account information. Shareholders who have not supplied this information should go to a Bradesco branch to update their registration details.

BTG Pactual

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Payments related to shares / units held in the fungible custody of BM&F BOVESPA shall be credited to that institution and the DEPOSITING BROKERS shall be responsible for passing them on to the respective shareholders and unit holders.

We hereby inform holders of the Global Depositary Receipts (GDRs) traded on the MTF segment of the Alternext, organized by Euronext Amsterdam N.V. that the shareholder payments will be effected by The Bank of New York Mellon, the depository institution for the GDRs, which shall inform the market of its respective date of payment.

Information on the payment date, as well as additional information, can be obtained from the website www.btgpactual.com.

Rio de Janeiro, February 19, 2013.

João Marcello Dantas Leite
Investor Relations Officer