

NOTICE TO THE MARKET

Tupy S.A. issues US\$ 350 million with 6.625% coupon due 2024

Joinville, July 10, 2014 – Tupy S.A. (“Tupy” or “Company”), world’s largest foundry of iron blocks and heads, announces that it has issued and priced, on this date, ten-year Notes (“Notes”) in the international capital markets through its wholly-owned subsidiary Tupy Overseas S.A., located in Luxembourg (“Issuance”). The Notes will be guaranteed by Tupy S.A.

Final terms and conditions:

Issuer	Tupy Overseas S.A.
Guarantor	Tupy S.A.
Ratings	S&P: BB- / Fitch: BB
Principal Amount	US\$ 350,000,000
Type of Offering	Senior Notes 144A / Reg S
Debt Maturity	10 years
Maturity Date	July 17, 2024
Coupon	6.625% per annum, semiannually on January and July
Listing	Luxembourg Stock Exchange (Euro MTF)
# of investors	139 institutional investors allocated
Geographical distribution	74% Americas, 20% EMEA, 3% Asia Pacific, 3% Others

The Issuance is in line with the Company's strategy of optimizing its capital structure through the extension of debt profile and diversification of funding sources.

This is the first time the Company accesses the international debt capital markets. The Issuance was extremely successful as the demand exceeded more than 8 times the offer, demonstrating the confidence and the interest of foreign investors in the strengths of Tupy's resilient business model. The proceeds from the Issuance should be used to the payment of existing debt maturing between 2014 and 2017.

The Notes will be offered to qualified institutional buyers in reliance on Rule 144A under the Securities Act of 1933, as amended, and to non-U.S. persons in offshore transactions outside the United States in accordance with Regulation S.

This notice shall not constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of the Notes in any state or jurisdiction in which such offer, solicitation or sale would be unlawful.

Leonardo P. Gadelha

CFO

Investor Relations Officer

IR Contacts:

Cynthia Burin – IR Manager

Lucas Brandao – IR Analyst

Telephone: + 55 (11) 2763-7842/7844

E-mail: dri@tupy.com.br

Site: www.tupy.com.br/ri

About Tupy - Tupy is the largest iron foundry in the world in cast and machined products for the automotive sector, especially blocks and heads for engines, besides hydraulic components to several industrial sectors. Founded in 1938 in Joinville, Santa Catarina, it has four industrial plants, two in Brazil and two in Mexico. With an installed capacity of around 848 thousand tons per year, Tupy produced approximately 635 thousand tons in products in 2013 with revenues of R\$3.1 billion, being around 70% to foreign markets, mainly North America and Europe. For more information, please access www.tupy.com.br/ri.

This release contains forward-looking statements subject to risks and uncertainties. Such forward-looking statements are based on the management's beliefs and assumptions and information currently available to the Company. Forward-looking statements include information on our intentions, beliefs or current expectations, as well as on those of the Company's Board of Directors and Officers. The reservations as to forward-looking statements and information also include information on possible or presumed operating results, as well as any statements preceded, followed or including words such as "believes", "may", "will", "expects", "intends", "plans", "estimates" or similar expressions. Forward-looking statements are not performance guarantees; they involve risks, uncertainties and assumptions because they refer to future events and, therefore, depend on circumstances which may or may not occur. Future results may differ materially from those expressed or suggested by forward-looking statements. Many of the factors which will determine these results and figures are beyond Tupy's control or prediction capacity.