

# ITAÚSA - INVESTIMENTOS ITAÚ S.A.

CNPJ. 61.532.644/0001-15

A Publicly Listed Company

## Notice to the Stockholders

### INCREASE OF THE CAPITAL STOCK THROUGH CAPITALIZATION OF RESERVES WITH A 10% BONUS IN SHARES

We announce to the Stockholders that at the Extraordinary and Annual General Meeting, held on this date, approval was given to the increase in the Company's capital stock through:

**1) Capitalization of Reserves:** the subscribed and paid in capital stock was increased from R\$ 22,525,000,010.00 to R\$ 27,025,000,000.00, through the capitalization of resources in the amount of R\$ 4,499,999,990.00, booked to revenue reserves on December 31, 2013.

**2) Bonus Shares (10%):** in the light of the capitalization of reserves, 555,466,725 new book entry shares shall be issued, with no par value, being 213,856,700 common and 341,610,025 preferred shares, to be granted of charge to the Stockholders in the form of bonus shares in the proportion of 1 (one) new share for every 10 (ten) shares of the same type of which they were holders on the date of record, considering:

**a) Date of Record:** Stockholders of shares held at the end of the trading day on May 2, 2014 shall be entitled to bonus shares; the shares subscribed to the increase in capital stock decided by the Board of Directors on February 18, 2014 and ratified on April 25, 2014, shall also be entitled to these bonus shares;

**b) Negotiation:** the current shares shall continue to be traded with rights to bonus shares up to May 2, 2014; as from May 5, 2014, the shares shall trade ex-right to bonus shares; shares received as bonus shares shall be incorporated in the Stockholders' share position as of May 8, 2014;

**c) Rights of the Bonus Shares:** the shares received as a bonus shall be entitled to dividends and/or interest on equity capital in full and which may be declared as from May 2, 2014. Considering that the quarterly dividends shall be maintained at R\$ 0.015 per share, the values paid quarterly to the Stockholders shall be increased by 10% following the inclusion of the new shares in the Stockholders' positions;

**d) Share Fractions:** the bonus shares shall also be effected in whole numbers; the stockholders who wish to transfer fractions of bonus shares, the period from May 8, 2014 to June 6, 2014 is established in conformity with the provision in paragraph 3 of Article 169 to Law 6,404/76; after this period, any shares remaining from these fractions will be separated and grouped in whole numbers and sold on the BM&FBOVESPA S.A. – Securities, Commodities and Futures Exchange and the resulting net value shall be made available to the Stockholders, which as of the baseline date, were registered Stockholders. The Company shall provide greater details on the said procedure in due course; and

**e) Cost Acquisition of the Bonus Shares:** the cost attributed to the bonus shares is R\$ 8.101295339 per share irrespective of type for the purposes of the provision in Paragraph 1, Article 47 of Normative Instruction 1022 of the Brazilian Internal Revenue Service of April 5, 2010.

**3) Composition of the Capital Stock:** as a result, the subscribed and paid-in capital stock shall be R\$ 27,025,000,000.00, represented by 6,110,133,986 book entry shares with no par value, being 2,352,423,707 common and 3,757,710,279 preferred shares.

São Paulo (SP), April 28, 2014.

HENRI PENCHAS  
Investor Relations Officer