



TOTVS S.A.

Publicly-Held Company
Corporate Taxpayer's ID (CNPJ/MF): 53.113.791/0001-22
Company Registry (NIRE): 35.300.153.171

NOTICE TO THE SHAREHOLDERS

TOTVS S.A. (BM&FBOVESPA: TOTS3) ("**TOTVS**") informs its shareholders and the market in general that has received from the legal representatives of *SulAmérica Mix 20 FI Renda Fixa*, *SulAmérica Mix 40 FI Multimercado*, *SulAmérica Mix 49 I FI Multimercado*, *SulAmérica Mix 30 – IV FI Multimercado*, *SulAmérica Mix 15 FI Multimercado*, *SulAmérica Mix 30 FI Multimercado*, *SulAmérica Mix 49 FI Multimercado*, *SulAmérica Mix 15 – IV FI Multimercado*, *Sul América Expertise FIA*, *SulAmérica Future FI Multimercado*, *Sul América FIA Master Prev*, *Sul América Shell Prev 49 FI Multimercado*, *Sul América Pipe Sul Energia FIA*, the indication of Mr. Mauro Gentile da Cunha Rodrigues, Brazilian, married, consultant, ID card (RG)no. 404.399 MM, and Individual Taxpayer's ID (CPF) no. 004275077-66. ("Mr. Mauro") as a candidate of such shareholders for the election of members of the Board of Directors, which will occur in the annual and extraordinary general shareholders meeting of the Company to be held on April 26, 2016, at 10 am, at the Company's headquarters. The information and resume of Mr. Mauro sent by the shareholders is in **Annex I** to this notice

São Paulo, April 4, 2016.

GILSOMAR MAIA SEBASTIÃO
Executive and Financial Vice-President and
Investor Relations Officer

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Annex I

MAURO GENTILE RODRIGUES DA CUNHA, Brazilian, married, consultant, ID card (RG) No. 404.399 MM, and Individual Taxpayer's ID (CPF) No. 004275077-66. President of Amec - Association of Investors in Capital Markets - since April 2012. Before that, he was manager of Opus Investimentos Ltda. in Rio de Janeiro from October 2010 to March 2012. In São Paulo, he was president of the Brazilian Institute of Corporate Governance - IBGC from May 2008 to April 2010 and advisor from May 2003 to April 2008, and was its representative in Brazil and abroad. He was Senior Partner and Equity Investment Director of Mauá Investimentos Ltda. from July 2007 to September 2010, Equity Investment Director of Franklin Templeton Investments (Brazil) Ltda. from March 2006 to July 2007 and Investment Director of Bradesco Templeton Asset Management from August 2001 to March 2006. Records experience from Investidor Profissional, Morgan Stanley Asset Management, Deutsche Morgan Grenfell, Bank of America e Banco Pactual. Currently, he is on the Board of Directors of Usiminas, Par Corretora and CESP. He was a Board Member of Petrobras, BR Distribuidora and Trisul. He is Chartered Financial Analyst - CFA since 1997, MBA from the Graduate School of Business, University of Chicago (1998) and Bachelor in Economics from the Pontifical Catholic University of Rio de Janeiro - PUC-Rio (1992). He is also a Professor of Corporate Governance and consultant.