

ITAÚSA

2013 ITAÚSA REPORT

Work based on
the values of the
controlling family,
on the ability to align
with partners, on the
culture and on the
continuous evolution
of management and
government practices

THE CONGLOMERATE

*Presence in several
segments and more than
20 countries through
its subsidiaries*

CORPORATE GOVERNANCE

*Adoption of the best
corporate governance
practices with sound results
for stockholders and society*

ETHICS IN BUSINESS

*Operations of subsidiaries
guided by the Conglomerate's
operational philosophy*

SUSTAINABILITY

*Recognition in the portfolios
of the Dow Jones Sustainability
World Index and of the
BM&FBOVESPA Corporate
Sustainability Index*

Ethics and transparency in accountability

ITAÚSA – INVESTIMENTOS ITAÚ S.A. (ITAÚSA OR THE CONGLOMERATE) HAS PUBLISHED ANNUAL REPORTS SINCE 2000 AND FOR FIVE YEARS NOW HAS FOLLOWED THE GUIDELINES OF THE GLOBAL REPORTING INITIATIVE (GRI). COVERING THE PERIOD FROM JANUARY 1 TO DECEMBER 31, 2013, THIS REPORT ALSO REFERS TO EVENTS THAT OCCURRED IN 2014, AFTER THE END OF THE FISCAL YEAR. THESE INCLUDE THE CONCLUSION OF THE TENDER OFFER FOR TABLEMAC S.A. BY DURATEX S.A. (DURATEX), IN COLOMBIA, AND THE AGREEMENT ENTERED INTO BY ITAÚ UNIBANCO HOLDING S.A. (ITAÚ UNIBANCO HOLDING) AND CORPBANCA, WHICH WILL CREATE ITAÚ CORPBANCA, WITH 389 BRANCHES IN CHILE AND COLOMBIA. GRI G4-28 | G4-29 | G4-30

THIS REPORT IS CONSISTENT WITH THE GRI VERSION GRI-G4 GUIDELINES, WITH A COMPREHENSIVE APPROACH. IT PROVIDES INFORMATION ON ITAÚSA'S PROFILE AND GOVERNANCE, AS WELL AS ON ANY CHANGES RELATED TO THE SIZE, STRUCTURE AND OWNERSHIP OF THE ORGANIZATION. THE ECONOMIC, SOCIAL AND ENVIRONMENTAL PERFORMANCE INDICATORS FOR ITAÚSA'S MAIN SUBSIDIARIES ARE REPORTED IN EACH COMPANY'S OWN ANNUAL REPORTS, AND ARE AVAILABLE AT: GRI G4-13 | G4-32



www.duratex.com.br/ri/en



www.elekeiroz.com.br/en



www.itautech.com.br/en-us-investor-relations



www.itaubr.com.br/investor-relations

THE PROCESS OF DEFINING THE FULL CONTENTS OF THIS REPORT AND RELATED LIMITS WAS CARRIED OUT BY USING A MATERIALITY MATRIX, AS DETAILED BELOW. ANY CHANGES IN THE INFORMATION PROVIDED IN PREVIOUS REPORTS IN CONNECTION WITH THE SCOPE AND LIMITS OF THE REPORT ARE ADDRESSED IN THE TEXT. GRI G4-22 | G4-23

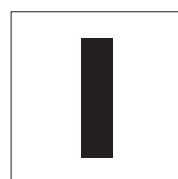
THE FINANCIAL STATEMENTS, PREPARED IN ACCORDANCE WITH INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS), ARE AVAILABLE FROM THE SECURITIES AND EXCHANGE COMMISSION OF BRAZIL (CVM). THESE STATEMENTS, AS WELL

AS OUR SOCIAL AND ENVIRONMENTAL REPORTING, HAVE BEEN AUDITED BY PRICEWATERHOUSECOOPERS AUDITORES INDEPENDENTES (PWC). THE DATA COLLECTION FOR THIS REPORT INVOLVED THE MAIN AREAS OF THE SUBSIDIARIES AND THE WHOLE VALIDATION PROCESS WAS APPROVED BY ITAÚSA'S VICE-CHAIRS.

GRI G4-33 | G4-48

FOR FURTHER INFORMATION ON ITAÚSA AND CLARIFICATIONS ON THE REPORT, CONTACT INVESTOR RELATIONS (IR) BY VISITING WWW.ITAUSA.COM.BR OR EMAILING US AT RELACOES.INVESTIDORES@ITAUSA.COM.BR. GRI G4-31

MATERIALITY MATRIX



In order to increase the understanding of its activities and operations, as well as of those of its subsidiaries, for the second time Itaúsa conducted a survey with specialists to

define its materiality matrix and, accordingly, determine the contents to be addressed in the 2013 Annual Report. The first meeting took place in 2011, with the participation of 12 specialists. In 2013, aiming at defining Itaúsa's overriding themes, a questionnaire was emailed to selected professionals, so they could analyze 31 themes deemed material for the Conglomerate. Sixteen specialists took part in the process.

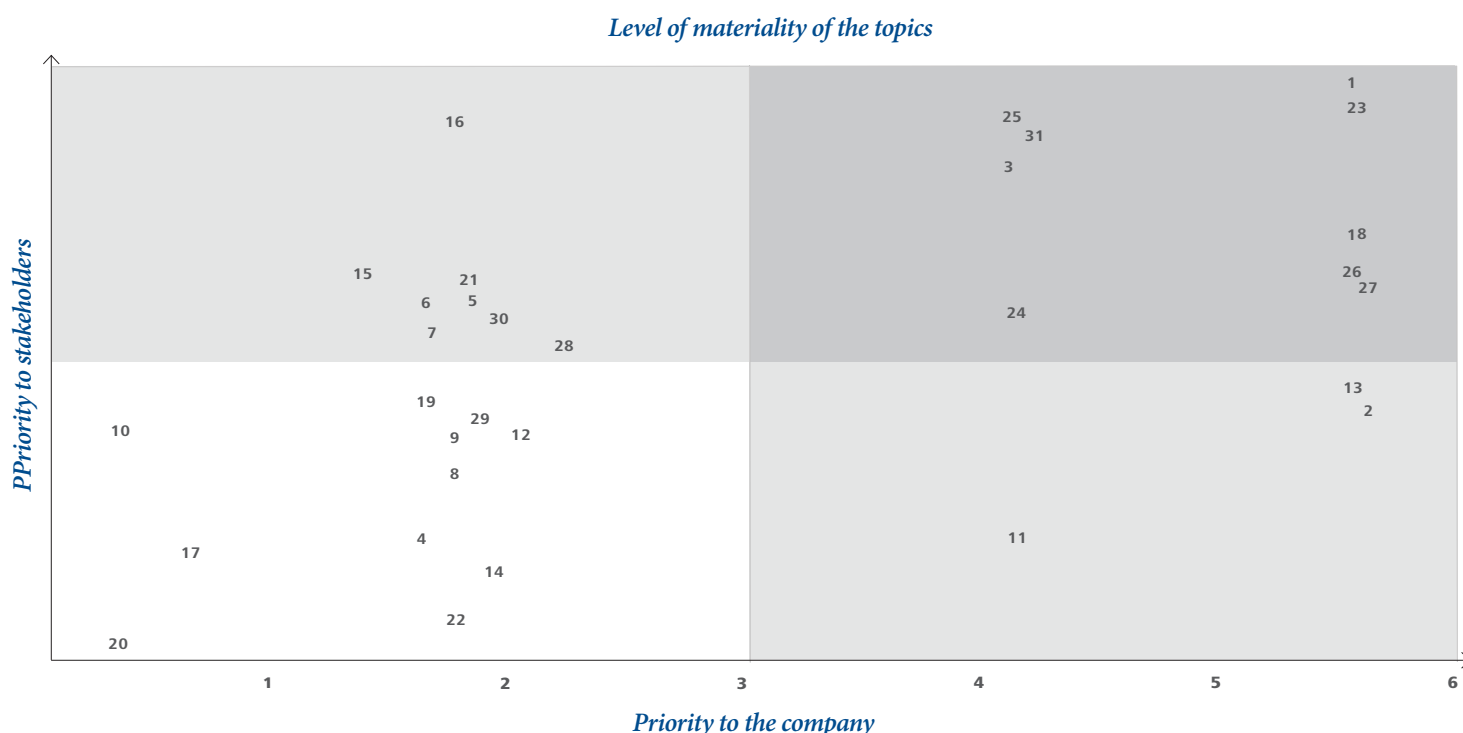
These specialists, comprising professionals from the capital markets, investors, professors, strategy advisors, journalists, banking sector experts, community representatives and representatives of non-governmental organizations, have reported their views on the selected themes. In addition to these professionals, the process counted on the participation of Itaúsa's managers, who contributed to updating the priorities of this report. **GRI G4-24**

The main aspects identified in the process of defining the contents of the report, all of them deemed material by specialists and the Conglomerate's managers, are as follows: **GRI G4-19 | G4-20 | G4-21 | G4-27**

- *Financial performance – theme 1*
- *Indirect economic impacts – theme 3*
- *Child, forced and compulsory labor – theme 18*
- *Fight against corruption – theme 23*
- *Itaúsa's position in relation to public policies – theme 24*
- *Complaints mechanisms – theme 24*
- *Compliance – theme 26*
- *Anti-competitive behavior – theme 27*
- *Client privacy – theme 31*

Itaúsa determined the contents to be addressed in this report based on this new matrix with the information extracted from the engagement with both internal and external stakeholders, together with the reporting of commitments undertaken, the analysis of the 2012 Annual Report and the communications that guided Itaúsa during 2013.

GRI G4-18 | G4-25 | G4-26



**The economic,
environmental and
social commitments
assumed by the
subsidiaries are in
accordance with the
activities specific to
each company and
are supported
by Itaúsa**

A

s is known, Itaúsa is a pure holding company. That is, it carries out its activities indirectly by way of its subsidiaries and, therefore, its results basically arise from equity in the earnings of its subsidiaries. It is also a mixed holding company, since, besides having a strong presence in the financial area, it also has subsidiaries operating in the industrial sector in Brazil. It should also be mentioned that, in the control of its companies, it currently has significant partnerships with highly experienced groups with proven success. The establishment of these partnerships, started in 2008 during the Itaú and Unibanco merger process, proceeded with the merger of Duratex with Satipel, and it is a policy that more recently has continued with the partnership of Itaútec S.A. (Itaútec) with the OKI Japanese group.

Undoubtedly holding a very significant position in the Itaúsa world, in 2013 Itaú Unibanco posted an outstanding performance, as can be seen in the over 20% increase in assets and profitability. Itaú Unibanco is the largest private financial institution in Brazil, with an ever increasing share of the banking system in South America. This year its corporate strength was demonstrated when its shares became the most coveted, among those quoted, in the Bovespa index.

In the industrial sector, Duratex's performance came to the spotlight, both for the results amounting to R\$520 million and its large investment program, financed by the internal funds of the company. Elekeiroz S.A. (Elekeiroz) will celebrate its 120th anniversary this year and has kept its leading role in a number of niches of the chemical products markets in which it operates, in addition to having purchased the assets of the oxo-gas production plant located in the Camaçari industrial complex.

Itaútec's operational reorganization was comprehensively analyzed in 2013 and in early 2014 the partnership with OKI was formalized. OKI has acquired

70% of the interest held by Itaútec in BR Indústria e Comércio de Produtos e Tecnologia de Automação SA, which received from Itaútec all the support required to operate in the banking and commercial automation market. This transaction has corresponded to a partial divestiture of our group in that technology area, as Itaútec's interest in BR is now no larger than 30%.

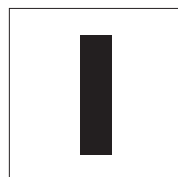
As a consequence of the string performance of our main subsidiaries, in 2013 Itaúsa's net income amounted to R\$5.698 billion, a 26% increase as compared to 2012. Itaúsa's financial strength is corroborated by both its stockholders' equity, which, at the end of 2013, reached R\$33 billion, and the practically nonexistent liabilities in its balance sheet. This financial position provides respite from debts and, together with the strong internal generation of funds of our subsidiaries, has provided an environment favorable to the increase in investments, which will eventually occur subject to a careful assessment of opportunities.

It is worth mentioning once again our understanding that the creation of value is indeed the sound foundation for Itaúsa's future sustainability, which will always have to be supported by a culture of values that emphasizes the company's ethics in the day-to-day business.

In 2013, this Board of Directors has carried out its functions in full compliance with legal and statutory provisions. Supported and fully reported to by the Executive Board, the Board of Directors monitored as closely as possible the operation and determination of the quarterly results of our subsidiaries, and stated its position in relation to the investment projects and the dividend distribution policy. The Board is well aware of its duty to continuously contribute to the improvement of the corporate governance practices, as well as the instruments and tools facilitating adherence to the principles guiding Itaúsa's business management and its relationships with other entities.

CARLOS DA CAMARA PESTANA

Chairman of the Board of Directors



Itaúsa is a family holding company. Its management strategy is governed by the monitoring of its subsidiaries by members of the Board of Directors and the executive bod-

ies of these subsidiaries, while respecting and upholding the autonomy of each company in relation to its own directions and management.

Itaúsa's performance is founded on the values of its controlling family. These are reflected in the capacity to align with its stockholders and partners, in its culture and in the ongoing improvement of management and governance practices, always with the purpose of ensuring advancement and the sustainable growth of its business.

In the Brazilian economic environment of 2013, the increase in the Selic interest rate (short-term interest rate) stood out, as it halted the fall of the banking interest rates. Notwithstanding such increase, the banking loans as a proportion of the Gross Domestic Product (GDP) increased to 56.5% in December 2013; the figure recorded in December 2012 was 53.9%. Accordingly, the increase in GDP from the previous year was 2.3% – lower, however, than the rate expected by the market. In view of this, the results for the 2013 fiscal year were frankly positive, with approximately R\$6 billion of recurring net income on average equity of 20%.

Itaú Unibanco, the leading private bank in terms of loans, has significantly improved the quality and efficiency of services, as well as its risk management, aiming at building an economically healthy environment that contributes to social change. In 2014, besides having proceeded with its investments in the technology center, in which R\$11.1 billion will be invested by 2015, Itaú Unibanco acquired Credicard Financiamentos in Brazil. And in early 2014, it entered into an agreement with CorpBanca through Itaú Chile, which will give rise to the creation of one of the strongest financial institutions in Latin America. Itaú CorpBanca will have 389 branches in Chile and Colombia and it represents a significant step in the institution's internationalization process in Latin America.

In the industrial area, Duratex, a leader in wood panels and bathroom fixtures, improved the design and quality of products, services and deliveries, seeking to distinguish itself with clients. It also expanded its production capacity by acquiring all shares of the capital stock of Thermosystem, a manufacturer of electronic showers and solar heating systems; completed the new Medium Density Fiberboard (MDF) plant in the city of Itapetininga (state of São Paulo); finished the debottlenecking works of Medium Density Particleboard (MDP) manufacturing in the city of Taquari (state of Rio Grande do Sul); increased the capacity of Deca's unit in the city of Jundiaí (state of São Paulo); and completed the investments in the porcelain unit in the city of Queimados (state of Rio de Janeiro). In January 2014, the Public Offering was concluded; Duratex now holds over 80% of interest in the capital stock of Tablemac, the leader in the Colombian market of industrialized wood panels. These achievements have contributed to strengthening Duratex leadership in the markets of industrialized wood panels, laminate flooring, and bathroom fixtures and fittings.

Elekeiroz is the largest Brazilian producer of chemical intermediates for the supply of the main industries of the economy, such as civil construction, footwear and clothing, paints and varnishes, automotive, food, agribusiness, and advertising and visual communications. Like Duratex it has made investments to expand, modernize and automate its industrial units; particularly noteworthy among these is the acquisition of the assets of Air Products in Camaçari (state of Bahia). With this investment, Elekeiroz has ensured the supply of a significant raw material to expand production and meet the increasing demands of the local market.

Itautec, in its turn, has undertaken a strategic repositioning by reorganizing its operational structure and entering into a partnership with Oki Electric Industry Co., Ltd. in the area of banking and commercial automation and service provision. OKI, a company established in compliance with the laws of Japan, acquired 70% of the interest held by Itautec S.A. and Itautec Participações e Comércio S.A. in BR Indústria e Comércio de Produtos e Tecnologia em Automação S.A. It was decided to gradually decommission the activities of the computing unit, without affecting the full compliance with all agreements and obligations to supply Itautec/InfoWay-branded equipment, nor with the client and maintenance-related services.

An important part of the ongoing improvement and dissemination of the corporate governance and sustainable management practices of the Conglomerate's companies are Itaúsa's recognitions in Brazil and abroad. In 2013 Itaúsa was once more selected for the portfolio of the Dow Jones Sustainability World Index (DJSI). This was the 10th time that Itaúsa was included in this index, which highlights companies with capacity to create value for stockholders in the long term, qualified management and social, cultural and environmental commitments.

For the 7th consecutive year, Itaúsa was selected for the BM&FBovespa Corporate Sustainability Index, and also in 2013 it was recognized by the Carbon Disclosure Project (CDP) Latin America as leader in transparency.

We keep our business performance based on values such as balance, entrepreneurship, financial stability, ethics, humility, meritocracy, respect, social responsibility, concern for future generations and trust. The impressive results of Itaúsa and its subsidiaries are the result of the meritocratic management of a family group and market executives, supported by specific active committees, the Board of Directors and the Fiscal Board, which underlies the continuation of the business. This dynamic makes the dissemination of the Conglomerate's principles an easier process. This basis, inherent in Itaúsa's performance, fosters the generation of value for stockholders and society. Accordingly, we count on a path that is well paved and the attitude necessary to face the challenges ahead and continuously and consistently seek to achieve results in the future.

ALFREDO EGYDIO ARRUDA VILLELA FILHO
Chief Executive Officer

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SCENARIO AND RESULTS

Net income of R\$6.2 billion in 2013

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**Itaúsa operates
in many products
and services
segments and
it is present in
more than 20
countries by means
of traditional
and respected
trademarks in their
respective markets**

Four decades of excellence in management

Itaúsa is a holding company that has led a conglomerate of companies for over four decades. Subsidiaries Duratex, Elekeiroz and Itaútec, operating in the industrial sector, and Itaú Unibanco Holding, operating in the financial sector, are traditional and respected brands in their respective markets. **GRI G4-3 | GRI G4-7**

The Conglomerate's main companies are publicly traded and their administrative head offices are located in the state of São Paulo. By way of its subsidiaries, Itaúsa is present in Brazil and over 20 countries and operates in a number of segments of services and products, such as industrialized wood panels, laminate flooring, bathroom fixtures and fittings, chemical intermediates for industrial use, financial services, and, up to December 31, 2013, automation solutions and technology services. **GRI G4-5**

Accordingly, Itaúsa defines, centralizes and aligns the vision for business

development and management with the corporate values that guide the performance of its subsidiaries. It concurrently preserves the operational autonomy of each subsidiary and provides for the adoption of specific strategies in accordance with the requirements of the respective operating areas.

The operation of each subsidiary is guided by the Conglomerate's operating philosophy.

Itaúsa contributes to the creation of jobs and the development of the countries in which it operates. Duratex, Elekeiroz, Itaútec and Itaú Unibanco collectively have 112,000 employees, approximately 7,000 of whom are in foreign units, with labor and management relations based on the principles of the Itaúsa Code of Ethics. The guidelines of this Code are followed by all managers of Itaúsa and its subsidiaries (for further information, see the chapter Code of Ethics).

OPERATING PHILOSOPHY

- *Rigorous, professional investment management*
- *Participation in the strategic decisions of subsidiaries*
- *Guaranteed operating autonomy for subsidiaries*
- *Diverse operations, with a business focus*

MAP OF ITAÚSA'S OPERATIONS IN THE WORLD

GRI G4-6 | GRI G4-8



The Conglomerate's long-term commitment to ethical conduct in business, transparency, compliance with the law, corporate governance and social, cultural and environmental responsibilities has led to Itaúsa and Itaú Unibanco being selected, respectively, for the 10th and 14th consecutive years, for the portfolio of the Dow Jones Sustainability World Index, and to Duratex being selected for the 2nd consecutive year for the portfolio of the Dow Jones Sustainability Emerging Markets Index.

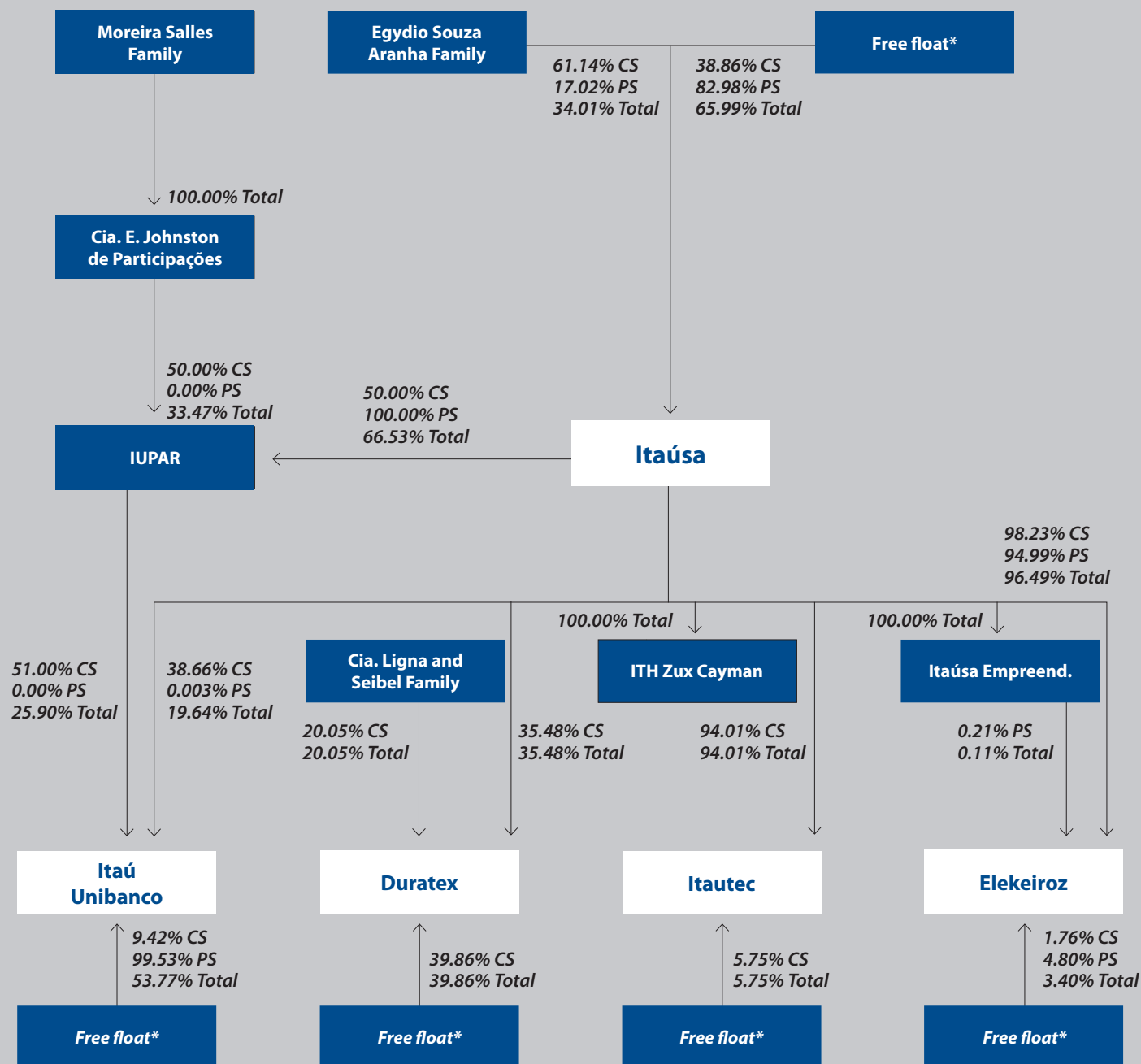
For the 7th consecutive year, Itaúsa was selected to form part of the BM&FBovespa Corporate Sustainability Index, as were Itaú Unibanco and Duratex, for the 9th and 6th consecutive years, respectively. Itaúsa was also acknowledged as the leader in transparency by the Carbon Disclosure Project, according to the Climate Changes 2013 Edition survey.

For further information on the employees' profile of each subsidiary, along with other information and collective agreements, access the reporting on each subsidiary, available at: Duratex – www.duratex.com.br/ri/en; Elekeiroz – www.elekeiroz.com.br/en; Itaútec – www.itautech.com.br/en-us-investor-relations; and Itaú Unibanco – www.itaun.com.br/investor-relations.

GRI G4-1

In the capital markets, Itaúsa's shares are traded on BM&FBovespa, listed at Corporate Governance Level 1. Its capital stock is represented by common and preferred shares under the symbols ITSA3 and ITSA4, respectively.

OWNERSHIP STRUCTURE AT 12/31/2013



* Excluding shares held by controlling stockholders and treasury shares.

**OWNERSHIP
STRUCTURE AT
12/31/2013
in thousands**

	Common shares		Preferred shares		Total shares	
	Number	Percentage	Number	Percentage	Number	Percentage
Controlling stockholders	1,287,819	61.14	572,667	17.02	1,860,486	34.01
Free float	818,407	38.86	2,791,774	82.98	3,610,181	65.99
Total shares outstanding	2,106,227	100.00	3,364,441	100.00	5,470,667	100.00
Treasury	-	-	-	-	-	-
Total shares issued	2,106,227	-	3,364,441	-	5,470,667	-

The main indicators for the years ended December 31, 2013 and 2012 are as follows.

**MAIN INDICATORS
AT THE END OF EACH YEAR
in R\$ million**

	Parent company		Subsidiaries		Consolidated	
	2013	2012	2013	2012	2013	2012
Net income	5,698	4,539	313	297	6,011	4,836
Recurring net income	6,199	4,777	362	279	6,561	5,056
Stockholders' equity	33,131	30,027	2,843	2,647	35,974	32,674
Annualized return on average equity (%)	18.2	15.2	11.3	11.7	17.6	14.9
Recurring annualized return on average equity (%)	19.8	16.0	13.1	11.0	19.2	15.6

112

thousand employees are part of the companies of the Conglomerate: Duratex, Elekeiroz, Itautec and Itaú Unibanco

R\$6,199

million was the amount of Itaúsa's recurring net income in 2013

ITAÚ UNIBANCO

In addition to operations in Brazil, Itaú Unibanco operates in 19 countries, 7 of them on the Latin American continent. It has approximately 95,696 employees and 32,900 points of service, offering a wide range of banking services to a diversified base of individual and corporate clients. These services are seamlessly provided by the following operational segments:

■ **Commercial Banking – Retail:** *comprises credit cards, asset management, insurance, pension plan and capitalization products, and a number of credit products and services to individuals and very small and small businesses.*

■ **Wholesale Banking:** *corporate and investment banking activities, including banking services to middle-market businesses (companies with annual revenues above R\$30 million).*

■ **Consumer Credit – Retail:** *financial products and services to non-accountholders.*

■ **Market + Corporation Activities:** *includes the results from excess capital, excess subordinated debt and the net balance of tax assets and liabilities.*

In 2013 Itaú Unibanco's results were driven by the fall in default rates and the increase in banking service fees. In addition, Itaú Unibanco proceeded with the investments started in 2012 in the technology center in the interior of the state of São Paulo, and acquired BMG Seguradora in April 2013 and Credicard in May 2013. It also entered into an agreement with CorpBanca and its controlling stockholders, and established the terms and conditions for the merger of operations of Banco Itaú Chile and CorpBanca in Chile and Colombia. This merger strengthens the Latin America growth strategy (for further information, see the chapter Strategy and investments).

In 2013 Itaú Unibanco received a number of awards in view of its strong performance, services and products. Some of these awards are as follows:

■ **Brazil's most valuable brand | Valued at R\$19.3 billion by the Interbrand consulting company, the Itaú brand is the leader in this ranking for the tenth consecutive time.**

■ **Latin Finance's Banks of the Year Awards 2013 | Itaú Unibanco was chosen by this publication in the Latin Finance Bank of the Year and Bank of the Year Brazil categories. Itaú BBA was also acknowledged as the Best Investment Bank in Brazil.**

■ **The 100 companies with the best reputation in Brazil | Itaú Unibanco was ranked 1st in the financial sector among the companies with the best image in the Brazilian market in the survey conducted by Exame.com and by Exame magazine.**

■ **Best Bank Award 2013 by Global Finance magazine** | Itaú Unibanco was recognized by the market and stakeholders in the following categories: Best Emerging Market Banks in Latin America (Banco Itaú Paraguay); World's Best Subcustodian Banks (custody services in Brazil, Paraguay and Uruguay); Best Investment Bank and Best Debt Bank (Itaú BBA); and outstanding institution in Regional Winners (Latin America) and Country Winners (Brazil).

■ **As Melhores da Dinheiro 2013 (the best of Dinheiro 2013)** | For the seventh time Itaú Unibanco topped the banking sector ranking carried out by Isto É Dinheiro magazine, in view of its use of management criteria, such as financial sustainability, human resources, innovation and quality, social and environmental responsibility and corporate governance.

■ **Época Negócios 360º** | Itaú Unibanco achieved the 1st place in the banking sector in the second edition of the guide prepared by Época magazine, in partnership with the Dom Cabral Foundation. Accordingly, the bank was assessed by considering its financial performance, corporate governance, human resources practices, innovation, vision of the future and social and environmental responsibility dimensions.

■ **Latin American Executive Team 2013** | Institutional Investor magazine recognized Itaú Unibanco in the following categories: Best Relations with Investors on Sell and Buy Sides, Best CEO on Sell and Buy Sides, Best Bank CFO on Buy Side and Best Investor Relations Professional on Buy Side. In addition, Itaú BBA was ranked the number one Research team of Latin America.

■ **IR Magazine Awards Brazil 2013** | In the awards organized by IR Magazine, in partnership with IR Magazine and the Brazilian Institute of Investor Relations (IBRI), Itaú Unibanco was recognized in the following categories: Best Annual Report, Best Conference Call, Best Meeting with the Investor Analyst Community and Best Relations with Investors in the Financial Sector.

■ **Euromoney magazine** | For the sixth consecutive year, Itaú Unibanco was recognized as the Best Cash Management Bank in Brazil by this magazine, one of the most important financial market publications.

■ **Reactions Latin America Awards** | Itaú Seguros was selected the best insurance company in Brazil by British magazine Reactions, in awards that acknowledged the main insurance companies in Latin America.

■ **Banker of the Year Awards 2013 – Americas** | The bank was acknowledged as the bank of the year in Paraguay by The Banker magazine and in Uruguay in the Global Awards for Excellence 2013, of Euromoney magazine.

■ **Best Companies to Start a Career in 2013** | The bank received the highest score in the banking and financial services sector in the list published by Você S/A magazine.

■ **Exame Sustainability Guide 2013** | The bank was elected the most sustainable company of the year, leading the financial institutions category.

DURATEX

Duratex is the largest producer of industrialized wood panels in the Southern Hemisphere, a market leader in Brazil in the production of laminate flooring and 1 of the 10 largest producers of bathroom fixtures and fittings in the world. Duratex has 11,733 employees and markets its products in over 30 countries under the Duratex, Deca, Hydra and Durafloor brands. Duratex is structured into two divisions: Deca and Wood.

Deca Division: the Deca and Hydra brands account for the manufacturing and sale of sanitary ware (wash bowls, wash basins, toilets, and bidet), fittings (taps, water mixers, flushing valves, valves, showers, solar heaters and components) and accessories (toilet paper holders, towel rails, and soap dishes, among other items).

Wood Division: the Duratex and Durafloor brands account for the manufacturing and sale of medium density particleboards, medium density fiberboards, high density fiberboards and Durafloor laminate flooring.

In 2013, in line with its strategy to expand business and diversify the mix of products, Duratex acquired the total shares of the capital stock of Thermosystem Indústria Eletro Eletrônica Ltda. In early 2014, it increased from 37.0% to 80.6% its interest in the capital stock of Tablemac S.A., in Colombia, having delivered outstanding results, even in the face of a challenging business environment.

Over the year, Duratex won a number of prestigious awards for its performance.

■ **Exame Sustainability Guide 2013:** this Exame magazine publication selected Duratex as the most sustainable company in the construction materials sector. The article published in the guide highlighted the efforts of Duratex to reduce greenhouse gas (GHG) emissions, such as the replacement of diesel oil with wood trim to be used as fuel and the extension of natural gas use.

■ **Best Companies for Stockholders in 2013:** Capital Aberto magazine ranked Duratex first in the category of companies with assets between R\$5 billion and R\$15 billion. This award points out the most outstanding companies in terms of business and share profitability, liquidity, corporate governance and sustainability.

■ **Abrasca Creation of Value Award:** the Brazilian Association of Listed Companies (Abrasca) recognized Duratex in the category Highlight of the Sector 2013 – Pulp, Paper and Wood, as the best value-creation case between 2009 and 2012.

11.7 thousand employees in Duratex

120 years of Eleikeiroz's existence will be celebrated in 2014

4.0 thousand places are served by Itaotec in Brazil

- **Época Empresa Verde Special Highlight Award:** in the awards granted by Época magazine and PwC, Duratex was the winner in the Climate Change category for its specific activities tackling global warming. Duratex was also acknowledged with the Época Empresa Verde Special Highlight Award for its environmental actions.

- **Época Negócios 360°:** Duratex was the winner in the Corporate Governance dimension of the awards granted by Época magazine. For the second consecutive year, it was also selected the winner in the Construction Materials and Decoration sector.

ELEKEIROZ

In 2014 Eleikeiroz will celebrate its 120th anniversary. A traditional producer of petrochemical intermediates, its products are intended for industries serving end consumers in segments such as civil construction, automotive, footwear and clothing, food, and agribusiness, in addition to other chemical industries.

In South America, it is the only company with an integrated production of oxo derivatives (octanol, butanol, isobutanol and 2-ethylhexanoic acid), phthalic and maleic anhydrides, fumaric acid and a number of types of plasticizers. The Eleikeiroz portfolio also contains the following products: formaldehyde, urea formaldehyde concentrate, unsaturated polyester resins and sulfuric acid.

In 2013 Eleikeiroz had 767 employees and today it counts on 2 strategically located industrial complexes. One is in the city of Várzea Paulista (state of São Paulo), the largest consumer market of Brazil, close to the main highways of the state and linked to the Santos Port by railway. The other one is Camaçari (state of Bahia).

In December 2013, it acquired the assets of the oxo-gas production plant of Air Products Brasil, also located in the Camaçari industrial complex, which is now incorporated into the actual complex (for further information, see the chapter Strategy and investments).

ITAUTEC

Up to December 31, 2013, Itaotec manufactured commercial and banking automation products. Noteworthy among these were the automatic teller machines (ATMs) and the provision of technology services, such as the customer services provided in over 4,000 locations in Brazil.

At its factory located in the city of Jundiaí (São Paulo) it manufactured products complying with strict sustainability standards, such as the Restriction of Certain Hazardous Substances (RoHS) regulation, which restricts the use of harmful chemical substances in equipment manufacturing.

In the last years, the market in which Itaotec operates has been impacted by a number of factors that led to a dramatic fall in the company's competitiveness, including macroeconomic, commercial and competitive factors, aggravated by the new players entering the market with a global production scale.

Accordingly, with a poor outlook for the creation of value for stockholders, in 2013 Itaútec started to implement its strategic repositioning process in the information technology (IT) market. This eventually led to the strategic partnership with Oki Electric Industry Co., Ltd. (OKI Electric), a company governed under the laws of Japan, in the Automation and Services sectors, and to the gradual decommissioning of the computing segment. These steps were taken without affecting the full compliance with all agreements and obligations to supply Itaútec/InfoWay-branded equipment, nor with the customer service and maintenance-related services.

At the end of the year, Itaútec had 4,171 direct employees and subsidiaries in Argentina, Spain, Mexico, Paraguay and Portugal, which facilitates the supply of its products in foreign markets.

Itaútec was awarded and acknowledged by the market for its management practices.

■ **World Finance Technology Awards 2013** | Itaútec was recognized by World Finance magazine as follows: the best developer of safety solutions in Latin America, since 2011; the best company providing technological solutions for banking automation in Latin America, since 2011; and the best provider of solutions for middle & back office in Latin America.

■ **FinTech 100** | For the 15th consecutive year, Itaútec was the Latin American company with the best score in the Fintech 100 yearly ranking, which points out the 100 best global technology suppliers to the financial sector. Itaútec is 39th in this ranking.

■ **Ethics in Business award** | Itaútec was nominated as a finalist in the Communication and Transparency Category of the 2013 edition of this award organized by the Brazilian Institute of Ethics in Business. Its selection as a finalist took into account Itaútec's concern and care in providing internal and external audiences with specific information on its strategic repositioning and the announcement of the OKI Electric partnership.

Recognition of human capital, ethics in business and creation of value for stockholders and society guide the Conglomerate's efforts in all of its operations

In line with the best governance practices

Itaúsa adopts the best corporate governance practices in its business to create value for its stockholders and society, with sound economic, social and environmental results. It operates in a number of market sectors by way of its subsidiaries, which share the strategic vision of conducting business and also respect values guided by ethics and transparency. The results achieved through good corporate governance practices benefit the company on an ongoing and long-term basis, thus making the access to capital and sustainable growth easier.

Accordingly, Itaúsa lays its foundation on an organizational culture consolidated throughout the Conglomerate, which is based on the principles of valuing human capital, ethics in business and creation of value to stockholders. This identity is perceived by our stakeholders and reflected in the market values of our subsidiaries.

In line with its principles and values, Itaúsa adopts the Code of Ethics, Shareholders' Agreement, Bylaws of the Board of Directors and of the Fiscal Council, and the Disclosure and Trading Policies. All these documents are available on Itaúsa's website (www.itausa.com.br), to ensure its management transparency.

Itaúsa has also voluntarily adhered to the Abrasca Code for Self-Regulation and Best Practices, which comprises recommendations on the best corporate governance practices, therefore evidencing its commitment to the issue. Itaúsa's responsible attitude is also reflected in its participation in:

Itaúsa authorized the publication of the answers to the questionnaire of the Corporate Sustainability Index (ISE) on BM&FBovespa's website

MEMBER OF
Dow Jones Sustainability Indices
In Collaboration with RobecoSAM



Índice de Governança Corporativa Trade **IGCT**

IBOVESPA

Índice de Ações com Governança Corporativa Diferenciada **IGC**

Índice Carbono Eficiente **ICO2**

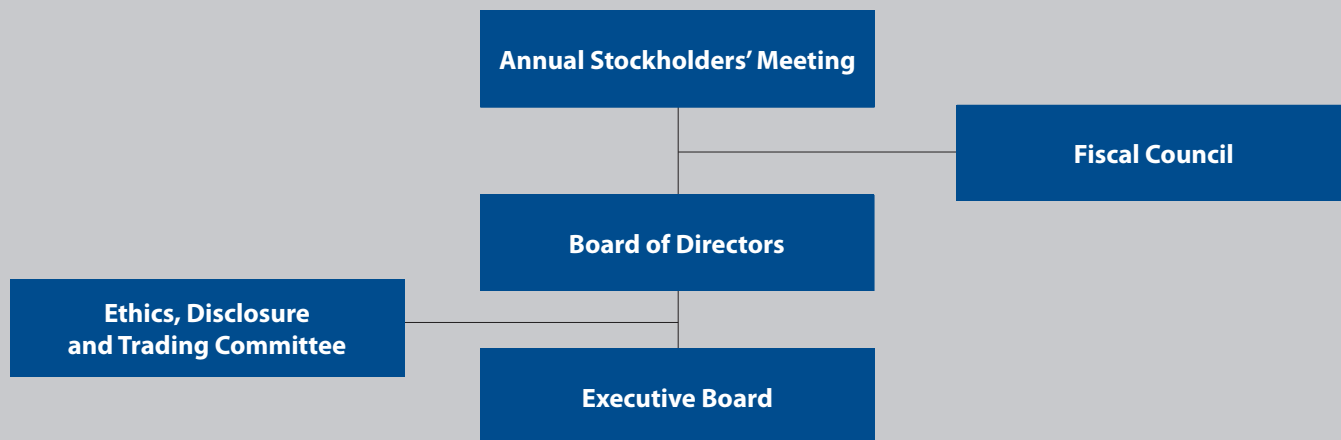
BVS&A
Bolsa de Valores
Sociais & Ambientais

Índice de Sustentabilidade Empresarial **ISE**
2013

Índice de Ações com Tag Along Diferenciado **ITAG**

CDP
DRIVING SUSTAINABLE ECONOMIES

STRUCTURE GRI G4-34



Stockholders' Meetings

Itaúsa's senior governing body, the Stockholders' Meeting, meets once a year on an ordinary basis, and whenever required on an extraordinary basis. Among its functions, it has the role of examining, discussing and voting on the financial statements, determining the allocation of the net income for the year and the distribution of dividends, and electing the members of the Board of Directors and the Fiscal Council.

The Annual Stockholders' Meeting (ASM) is called by the publication of a call notice in a large circulation newspaper 15 days in advance and, together with the Meeting Manual, published by CVM/BM&FBovespa. This notice includes all the matters that will be discussed at the meeting and the guidance to take part in the meeting.

On April 30, 2013, stockholders met with the Board of Directors, the members of the Fiscal Council and the independent auditors to hold the Annual and Extraordinary Stockholders' Meetings. The main agenda items were as follows: approval of the management's accounts and the financial statements for 2012; the allocation of the net income for the 2012 fiscal year and the ratification of the early distribution of interest on income and dividends; the election of members of the Board of Directors and the Fiscal Council for 2013; the determination of the annual amount intended for compensation of the members of the Board of Directors, the Fiscal Council and the Executive Board; the increase in capital with a 10% share bonus; and the amendment to and consolidation of the Bylaws.

The meeting aligns the values adopted in the market to the company's strategy in order to establish the compensation for the members of each body. The compensation and profit sharing amounts, as well as the health and private pension fund benefits, are determined in accordance with the Bylaws and the Minutes of the Meeting and fully disclosed to stockholders and the market, which may access this information at www.itausa.com.br/en/announcements-and-minutes/general-meetings. **GRI G4-51 | G4-52**

Board of Directors

The mission of the Board of Directors is to protect and value Itaúsa's assets and to work at maximizing return on investment, through the intermediation of the Executive Board. The Board is responsible for establishing the overall direction of the business. It has full powers to elect and remove members of the Executive Board and to determine their responsibilities in accordance with the Bylaws, to inspect the officers' management, to examine the Management Report, to call the Stockholders' Meeting, to appoint and to remove the independent auditors, and create committees to deal with specific matters, among other functions. For further information on the matters resolved by the Board of Directors in 2013, access www.itausa.com.br/en/announcements-and-minutes/board-of-directors.

The composition of Itaúsa's Board of Directors respects the Shareholders' Agreement and takes into account the qualifications and expertise of the professionals in the market. The Board of Directors is composed of at least 3 and at the most 12 effective members, elected by the Stockholders' Meeting, with a term of office of 1 year, who are eligible for reelection. The Board will have 1 Chairman and from 1 to 3 Vice-Chairmen chosen by the members among their peers. On April 30, 2013, the Stockholders' Meeting elected a new Board of Directors for the annual term of office that will be in effect until the members who were elected in the Ordinary General Meeting of 2014 take office. **GRI G4-38 | G4-39 | G4-40**

In order to avoid conflicts of interest in the Board of Directors, Itaúsa's controlling stockholders have signed the Shareholders' Agreement, so that the foundations of their performance in the management of matters related to Itaúsa's key strategic elements are assured. **GRI G4-41**

The Shareholders' Agreement establishes the indebtedness and risk policies for Itaúsa and subsidiaries. These policies establish the indebtedness level limits in accordance with the stockholders' equity of the subsidiaries. Risk management is essential to optimize the use of resources and select the best business opportunities, since it aims at mapping internal and external events that may affect the strategies conducted by the business units. **GRI G4-45**

Accordingly, the Board of Directors meets every quarter or whenever necessary, to analyze the efficiency of the organization's risk management processes in connection with economic matters. The financial risk indicators are fully monitored at these meetings, therefore ensuring the control effectiveness and coverage.

Limits are designed and the projected results of the balance sheet, stockholders' equity and risk profile for each unit are assessed in order to better establish any management measures. In addition, these limits are checked on a daily basis and any excess is discussed in the commissions. Environmental and social risks are the responsibility of each company, which must follow Itaúsa's overall guidelines and comply with applicable legislation and the directions of social welfare-oriented associations. **GRI G4-46 | G4-47**

With the purpose of developing and improving the expertise of the Board of Directors, Itaúsa invites experts on economic, environmental and social themes to meetings held with the Board members. One example of this practice is the presence of a senior economist from Itaú Unibanco at the Board meetings, who will explain macroeconomic outlooks; the Board members will then have the opportunity to discuss the matters they deem most significant. Social and environmental issues, such as the company's performance in the DJSI and in the ISE of BM&FBovespa, in addition to specific topics such as Brazil's new anti-corruption act, are analyzed in the quarterly meetings of the Ethics, Disclosure and Trading Committee. **GRI G4-43**

Aiming at improving the efficient performance of its Board of Directors, in 2006 the Conglomerate started to conduct a performance evaluation process, gradually implemented in the Conglomerate's companies. Itaúsa's Board of Directors is composed of members who exercise the same functions on the boards of its subsidiaries. **GRI G4-44**

BOARD OF DIRECTORS

CARLOS DA CAMARA PESTANA
Chairman

PAULO SETUBAL NETO
Effective member

ALFREDO EGYDIO ARRUDA VILLELA FILHO
Vice-Chairman

RODOLFO VILLELA MARINO
Effective member

ALFREDO EGYDIO SETUBAL
Vice-Chairman

RICARDO EGYDIO SETUBAL
Alternate member

JOSÉ SERGIO GABRIELLI DE AZEVEDO*
Effective member

RICARDO VILLELA MARINO
Alternate member

* *Independent member.*

Fiscal Council

Itaúsa's Fiscal Council, which operates on a non-permanent basis, was instituted in 1995, in accordance with Law No. 6,404/76. It is responsible for monitoring the financial statements and the acts of Itaúsa's management, and issue opinions on Itaúsa's activities. The Chairman of the Board of Directors will be responsible for providing any clarifications and information requested by the Fiscal Council in connection to its inspection duties.

In Itaúsa, the Fiscal Council is composed of three to five effective members, with the same number of alternate members, elected by the Stockholders' Meeting – one of these will be the President, elected by the members themselves. In April 2013, the meeting elected a new Fiscal Council, with an annual term of office that will be in effect until the ASM of 2014 is held.

FISCAL COUNCIL

TEREZA CRISTINA GROSSI TOGNI

President

JOSÉ ROBERTO BRANT DE CARVALHO

Alternate member

JOSÉ CARLOS DE BRITO E CUNHA

Member

LUIZ ANTÔNIO CARELI

Alternate member

PAULO RICARDO MORAES AMARAL

Member

JOÃO COSTA

Alternate member

Ethics, Disclosure and Trading Committee GRI G4-37

The Ethics, Disclosure and Trading Committee is responsible for overseeing the Policies of the Disclosure of Acts or Material Facts and the Trading Policies of Itaúsa and ensure the ethical conduct of the Conglomerate's officers and employees. The Committee's main responsibilities are to advise the Investor Relations Officer, review and approve the information disclosed to the market before its publication, and address any official enquiries from regulatory and self-regulatory bodies.

The Committee is also responsible for investigating reports of possible ethical violations, received through a specific channel in Itaúsa, to ensure the confidentiality of information and the anonymity of the complainant. All recommendations being addressed by this Committee are reported to the Board of Directors. In 2013 no report was recorded through this channel; the investigation of facts, if any, is swiftly carried out on a professional, unbiased and secret basis. **GRI G4-49 | G4-50 | G4-53**

The Ethics, Disclosure and Trading Committee is composed of at least two and at the most ten professionals, annually appointed by the Board of Directors, and meets quarterly or whenever called by the Investor Relations Officer.

ETHICS, DISCLOSURE AND TRADING COMMITTEE

ALFREDO EGYDIO ARRUDA VILLELA FILHO

Member

RICARDO EGYDIO SETUBAL

Member

ALFREDO EGYDIO SETUBAL

Member

RODOLFO VILLELA MARINO

Member

HENRI PENCHAS

Member

Executive Board

The members of the Executive Board manage and legally represent Itaúsa. Specifically two officers together have the powers to represent Itaúsa, assuming obligations or exercising rights in connection with any act, contract or document that may give rise to liabilities to be held by the company, including endorsements and sureties, among other guarantees. The Chief Executive Officer is responsible for calling and chairing the Executive Board meetings; the General Manager will structure and guide all the company's operations, as well as determine internal and operational rules, in accordance with the guidelines defined by the Board of Directors; and the Executive Vice-Presidents and the Executive Officers should cooperate with the Chief Executive Officer and the General Manager in the business management and the direction of the company's operations.

As set forth in the Bylaws, the Executive Board is responsible for settling or waiving rights, assigning and selling corporate property, providing guarantees for third party liabilities and deciding as to the issue of promissory notes and bonds overseas and of commercial papers.

The Executive Board is elected annually by the Board of Directors and is composed of 3 to 15 members, all with a term of office of 1 year, and eligible for reelection. No individual may be elected to the position of officer who is 75 years of age or older on the date of his/her election.

The Executive Vice-Presidents, responsible for the economic area, are evaluated by the Board of Directors, regarding their experiences, market expertise and professional background, as well as all the duties granted to the executives accordingly. Each company of the Conglomerate will be responsible for assessing and defining the criteria adopted to choose the professionals responsible for the social and environmental areas. **GRI G4-35 | G4-36**

The résumés of the members of the Board of Directors, Fiscal Council, Ethics, Disclosure and Trading Committee and the Executive Board are available in Itaúsa's Reference Form at www.cvm.gov.br and at www.itausa.com.br/en/financial-information/reference-form.

EXECUTIVE BOARD

ALFREDO EGYDIO ARRUDA VILLELA FILHO

Chief Executive Officer

HENRI PENCHAS

*Executive Vice-President
and Investor Relations Officer*

ROBERTO EGYDIO SETUBAL

Executive Vice-President

CODE OF ETHICS **GRI G4-56**

The Conglomerate's conduct is based on values and principles that are consistent with the performance and structure its identity. This responsible attitude is guided by the Itaúsa Code of Ethics, which comprises guidelines engaging all stakeholders – employees, clients and consumers, suppliers and service providers, competitors, the third sector and the media – and promotes the alignment with the Codes of Ethics of the subsidiaries, thus ensuring consistent conduct in all segments in which Itaúsa operates.

Among the main guidelines we highlight the following: increasing sustainability and the social relevance of the institution; encouraging attitudes that favor identification, honesty and cooperation between Itaúsa and its stakeholders; reducing the risk of Itaúsa acting in ways that are inconsistent with its values and purposes; and preserving the good reputation of Itaúsa and its management and partners. This document also introduces channels for reporting any ethical misconduct. It may be accessed by email, telephone or address for correspondence, and ensures the anonymity of the complainant. **GRI G4-57 | G4-58**

The Itaúsa Code of Ethics is available for all Itaúsa stakeholders at www.itausa.com.br/en/corporate-governance/code-of-ethics.

DISCLOSURE POLICY

In accordance with CVM Instruction No. 358, of January 3, 2002, Itaúsa has a Disclosure Policy, which establishes procedures for disclosing material acts or facts and for preserving the secrecy of undisclosed information. Any documents falling into this policy are prepared by the Ethics, Disclosure and Trading Committee, with the participation of the departments involved. Through this policy, Itaúsa ensures the equality and transparency of information disclosed to the market and proper authorities.

TRADING POLICY

The Policy for Trading Itaúsa's Securities, voluntarily adopted, sets out the guidelines to be followed in the trading of the securities issued by Itaúsa. It aims at ensuring transparency of all parties involved in the trading and preventing insider information. This policy is managed by the Investor Relations Officer and, like the Disclosure Policy, is in accordance with CVM Instruction No. 358.

With general guidelines from the Holding Company and strategies specific to each market, each subsidiary has the potential to generate resources and develop in a sustainable way

Strategies aligned for growth

A

s a holding company, Itaúsa seeks to define, centralize and align the vision for the business development and management and the Conglomerate's corporate values.

Each subsidiary, however, is otherwise autonomous and free to adopt an individual strategy more in line with the sectors in which it operates, with the capacity to generate enough resources to maintain a sustainable operation.

We present below the investments made by the subsidiaries in 2013.

ITAÚ UNIBANCO

In 2013 Itaú Unibanco's investments focused on increasing its assets and the availability of products and services, strengthening the commitment to the Brazilian market and creating value over time for its stockholders.

On May 14, 2013 it entered into an agreement with Banco Citibank S.A. for the acquisition of Credicard and Citifinancial, including the Credicard brand, for the approximate amount of R\$2.8 billion. Offering and distributing financial products and services, mainly personal loans and credit cards, Credicard and Citi-financial have a base of 4.8 million cards, and the credit

portfolio amounts to R\$7.3 billion (gross amount in December 2012). This transaction was completed on December 20, 2013, after all approvals from regulatory bodies were achieved.

On January 29, 2014, Itaú Unibanco entered into an agreement with CorpBanca and its controlling stockholders, and established the terms and conditions for the merger of the operations of Banco Itaú Chile and CorpBanca in Chile, Colombia, Peru and Central America. This agreement represents a major step for Itaú Unibanco in its internationalization process and purpose of being the leading bank in Latin America. It is now the fourth largest bank in Chile and the fifth largest in Colombia in terms of loans.

Itaú CorpBanca, controlled by Itaú Unibanco, will offer its clients a wide and innovative range of financial products and services through a large network of branches in Chile (217) and Colombia (172), keeping the service quality that distinguishes both banks. The completion of this transaction is subject to the compliance with certain conditions precedent, including the approval of CorpBanca's Stockholders' Meeting and of proper regulatory authorities.

This new data center should be one of the largest in Brazil, with capacity to support the expansion of Itaú Unibanco's operations in the coming decades, while upholding the commitment to ensure the availability of financial services through the continuous search for quality, efficiency and client satisfaction.

**R\$
601.5**

million
invested in
the expansion
of Duratex's
operations

**R\$
70.0**

million
invested in
the Industrial
Complex of
Camaçari by
Elekeiroz

**R\$
64.3**

million
spent on product
development
in Itaútec

In 2012 Itaú Unibanco announced investments of R\$11.1 billion in technology, innovations and services to be made through 2015, comprising:

R\$ 2.7 billion for data processing systems

R\$ 0.8 billion for acquisition of software

R\$ 4.6 billion for system development

R\$ 3.0 billion for the data center in the state of São Paulo

DURATEX

In 2013 Duratex expanded its operations with new acquisitions and an increased installed capacity, with investments of R\$601.5 million in these projects.

In January 2013 Duratex acquired for R\$56.4 million, through the Deca Division, the shares of the capital stock of Thermosystem Indústria Eletro Eletrônica Ltda. This is a manufacturer of electronic showers and solar heating systems, with capacity to produce 1.5 million pieces per year.

The highlight in the Panels Division was the completion of the MDF unit in the city of Itapetininga (state of São Paulo), and the debottlenecking works of MDP manufacturing in the city of Taquari (state of Rio Grande do Sul). The Deca Division highlight was the increased capacity of bathroom fittings in the city of Jundiaí (state of São Paulo) and of bathroom fixtures in the city of Queimados (state of Rio de Janeiro). In July 2013 the first MDF board was produced in the new unit in Itapetininga (state of São Paulo), whose annual capacity is 520,000 cubic meters. All these projects were in the technical ramp-up phase and are expected to reach full capacity from the second half of 2016 on.

In January 2014, with investments of approximately R\$152 million, Duratex held 80.62% of the capital stock of Tablemac, a leading manufacturer of industrialized wood panels in Colombia.

ELEKEIROZ

In December 2013 Elekeiroz acquired the assets of the oxo-gas plant of Air Products Brasil Ltda., in the Camaçari industrial complex (state of Bahia). In addition to these assets, this R\$70 million estimated investment includes the acquisition of equipment to adjust the mix of products and the interconnection, through ducts, to the current Elekeirox complex in that location.

With this acquisition, Elekeiroz, which already produces oxo-gas in its Camaçari complex and was supplied by Air Products, can now ensure the supply of this raw material to increase production and meet the increasing demands of the local market. This is particularly the case for butanol, a significant input for the acrylic acid plant currently being built in the Camaçari complex.

In the search for a more competitive edge, improved processes, a more valuable portfolio and the use of renewable and sustainable raw materials, the Research, Development and Innovation area has entered into agreements with international technology companies and renowned research institutes for the development of processes, equipment and products. These partnerships are encouraged by the Brazilian Industrial Research and Innovation Company (Embrapii) and the Research and Projects Financing Institution (Finep).

ITAUTEC

Itautec reorganized its operating structure and on May 15, 2013 announced to the market its strategic partnership agreement with Oki Electric Industry Co., Ltda. (OKI Electric), involving banking and commercial automation and the provision of services.

As set forth in the agreement and after meeting certain contractual conditions, on January 10, 2014 OKI Electric acquired 70% of the interest held by Itautec S.A. and Itautec Participações e Comércio S.A. in the company BR Indústria e Comércio de Produtos e Tecnologia em Automação S.A. (BR Automação). BR Automação received all support required to operate in the market, including technology, patents, intellectual property and other assets, including contracts, and the transfer of employees and experts in the Automation and Services segments. And since September 1, 2013, the company has been in charge of the supply of equipment, software and services, in addition to needed warranty and maintenance related to the Automation and Services segments.

Also on May 15, 2013, Itautec's management decided to gradually decommission the activities of the Computing Unit, without affecting the full compliance with all agreements and obligations to supply Itautec/InfoWay-branded equipment, nor with the customer service and maintenance-related services.

In this process, sales of products in the personal computing segment were terminated in the third quarter, in addition to the outsourcing of the production of equipment for the corporate and government segments.

In 2013 Itautec made investments of R\$85.1 million, with R\$64.3 million being for the development of products in the banking and commercial automation segments, including hardware and software. Itautec also made investments of R\$20.8 million in fixed assets.

RISK MANAGEMENT

GRI G4-2 | G4-14

The role of Itaúsa as a holding company is to manage its interests. The risks to which Itaúsa is exposed arise from the risk factors to which its subsidiaries are exposed. These risks are managed in accordance with the exposure of the segments of each business. Accordingly, Itaúsa and subsidiaries have a specific risk management process, aiming at establishing control parameters. Among the subsidiaries, the most relevant risk is concentrated at the financial level, where Itaú Unibanco operates. Itaú Unibanco and other subsidiaries carry out strict management of their risks, which is described below. Details of the risks associated with the operations of each company and the management of all risks are available on the companies' websites.

The instruments for assessing and managing risks are continuously improved in accordance with the priorities of each segment, making the decision-making process easier

Itaú Unibanco

For Itaú Unibanco, risk management is an essential tool for optimizing the use of resources and selecting the best business opportunities to maximize value creation for stockholders.

The identification of risks seeks to map internal and external events that could affect the strategies and objectives of the business units or help meet their objectives through possible impacts on the bank's results, capital, liquidity and reputation.

The risk management processes pervade the whole company and are in line with the guidelines of the Board of Directors and the executives, who, through committees and management commissions, define the overall objectives, expressed in goals and limits to the business units. The control and capital management units, in turn, support Itaú Unibanco's management by monitoring and risk and capital analysis processes.

In order to ensure that credit, market, operational, liquidity, social and environment, underwriting and capital management risks are managed in accordance with established policies and procedures and to expedite the corporate decisions made by the Board of Directors and its executives, Itaú Unibanco has a specific control unit to address these issues.

For further information on the risks inherent in Itaú Unibanco's operations, access the Consolidated Annual Report, available at www.itaunet.com.br/ri (Financial Information).

Duratex

Since 2011 Duratex has used a specialized consulting company to formally coordinate the management of risks impacting its business. Accordingly, this consulting company has prepared a mapping of the risks to which Duratex is exposed, which outcome was the Risk Management Report, supervised by the Risk Commission. This document, based on the Company's Risk Management Policy, gathers the risks by category – Governance; Business Model; Political and Economic; Financial, Operational and Regulatory – which facilitates the adoption of action plans to mitigate such risks.

Duratex also has an Audit and Risk Management Committee, which is responsible for supervising the internal controls and risk management processes in connection with the risks inherent in the company and its subsidiaries, as well as the assignments carried out in the internal and external audits. The Committee also assesses the quality and completeness of the financial statements.

Duratex manages specific risks, such as foreign exchange, cash flows (or fair value associated with interest rates), credit and environmental risks. For further information, access the Duratex Reference Form at www.duratex.com.br/ri.

Elekeiroz

Elekeiroz has an Audit and Risk Management Committee, which is responsible for supervising the internal controls and risk management processes in connection with the risks inherent in the Company, as well as inspecting the actions carried out in the internal and external audits.

The main risks monitored by Elekeiroz are as follows: accidents involving products and processes, dependency on suppliers, concentration in the chemical sector, restriction in use of products manufactured by the company and foreign exchange risk. For further information on each of the risks managed by Elekeiroz, access the Reference Form at www.elekeiroz.com.br/ri.

Itautec

At the end of December 2013, Itautec's risk exposure related to market risks in connection with fluctuations in interest rates, cash flows and foreign exchange variations, as well as to operational risks related to the supply chain, obsolescence, technology and climate change. For risk management purposes, Itautec has adopted special procedures and protection tools that contributed to reducing the impact on its business, such as monitoring exposure levels and establishing decision-making limits, and counted on the cooperation of the Audit and Risk Management Committee. For further information, access Itautec Reference Form at www.itautech.com.br/ri.

INTANGIBLE ASSETS AND COMPETITIVE ADVANTAGES

The brands of the companies that make up the Conglomerate represent intangible assets that add competitive advantages to Itaúsa. Their well-known and respected names are renowned in the markets in which they operate. Due to the strong Itaúsa brand, in addition to its good market practices and sustainable development of its business, Itaúsa was selected for the portfolio of the Dow Jones Sustainability World Index (DJSI), and Itaúsa was also included in the BM&FBovespa's (ISE) Corporate Sustainability Index, in the Carbon Disclosure Project (CDP) and in the Carbon Efficiency Index (ICO2) of BM&FBovespa.

The intangible assets and competitive advantages of each company of the Conglomerate are described below.



Duratex is noteworthy for the quality of its products, with brands Deca and Hydra in the bathroom fittings segment, and Durafloor in the wood panels segment.

With 120 years of existence, it is acknowledged in highly diverse segments of the industrial chain for the quality of its products, reliability in supply and adoption of sustainable practices in its operations.

This brand has been recognized for the quality and safety of its products and for its sound operation in the market for over 34 years. The innovation and development of its products certified by an international body attest to excellence in all project development lines.

This brand has the intention of increasingly transforming the life of people, society and the country by means of the financial products and services that it provides, and well as valuing sustainability.

Competitive advantages:

largest manufacturer of industrialized wood panels in the Southern Hemisphere; one of the ten largest global manufacturers of bathroom fixtures and fittings and wood panels; plants geographically located near major consumer centers; high level of forest self-sufficiency, with short distances to supply plants.

Competitive advantages:

only integrated manufacturer in Latin America of oxo-alcohols, phthalic and maleic anhydrides and plasticizers; two sites strategically located, one in the largest integrated industrial complex in the Southern Hemisphere and the other one in the country's largest consumer market.

Competitive advantages:

thirty four years in the domestic market; pioneer in sustainable IT in Brazil; one of the largest manufacturers of ATMs worldwide; extensive network of technical assistance operating in 4,000 locations in Brazil.

Competitive advantages:

thirtieth largest bank in the world by market value (December 31, 2013 – source Bloomberg); approximately 5,000 branches and service centers and 28,000 own ATMs; segmentation and scale in all operating niches, financial products and service; capital strength: Basel Ratio of 16.6%.

The action plan of each subsidiary considers the concern with the environmental impacts, support for social development and creation of value for stakeholders

Posture recognized in Brazil and abroad

T

he Conglomerate's management is aligned with the pursuit of sustainable development. Its commitments of an economic, environmental and social nature, as well as participa-

tion in associations and other bodies, meet criteria that involve specific activities of each company. Thus, they seek to meet the clients' demands with excellence, developing the offer of products and services that contribute to the improvement of quality of life of people, and to create value for stockholders and society.

Itaúsa's role, as a holding company, is to assess the development and contribution of its assets to business sustainability. In this context, the company encourages partnerships that may ensure consistency in the group's results. In line with this vision, Itaúsa supported Itautec's strategic repositioning, carried out through the partnership with OKI Electric (for further information, see the chapter Strategy and investments).

Sustainability in the development of subsidiaries is also maintained due to a long-term commitment to ethical conduct of business, transparency, compliance with the legal frameworks, corporate governance, and social, cultural and environmental responsibilities.

As a result of their responsible actions, in 2013, Itaúsa and Itaú Unibanco were selected again to be part of the portfolio of the Dow Jones Sustainability World Index, composed of 333 companies from 25 countries in the Americas, Europe, Asia, Africa and Oceania. Likewise, Duratex was chosen for the second consecutive time to make up the portfolio of the Dow Jones Sustainability Emerging Markets Index 2013/2014, one of the most highly regarded sustainability indexes in the market. Duratex was classified in the industrial group of materials, in the paper & forest products industry.

In Brazil, Itaúsa, Itaú Unibanco and Duratex were chosen for the 2014 portfolio of the Corporate Sustainability Index of BM&FBovespa – Itaúsa for the 7th year, Itaú Unibanco for the 19th year, and Duratex for the 6th year in a row. The ISE is composed of shares of companies with the best performance in all dimensions that measure corporate sustainability. In this edition, it comprises 51 shares of 40 companies, which represent 18 industries. In addition to participating in the ISE, Itaúsa is also part of the Carbon Efficient Index (ICO2) of BM&FBovespa, composed of shares of companies that participate in the Brazil 50 Index (IBrX-50), and that agreed to take part in this initiative to adopt transparent practices regarding their greenhouse gas emissions. This index considers, for the weighting of participant companies, their GHG emissions efficiency level, in addition to the free float (total outstanding shares) of each one of them.

10th

time that
Itaúsa is chosen
to be in the
DJSI portfolio

7th

year that
the Holding
Company is in
the ISE portfolio

In 2013, Itaúsa was also hailed by the Carbon Disclosure Project Latin America as Transparency Leader in accordance with the CDP global scoring methodology applied to the 2013 Climate Change questionnaire. The study comprises data and analyses on emissions of gases that cause the greenhouse effect and how the companies address the climate change topic in their management.

Additionally, Itaúsa and its subsidiaries publish annual reports, aiming at presenting their economic, social and environmental development to their audiences, on a clear and transparent basis.

SOCIAL AND ENVIRONMENTAL

The holding company makes social and environmental commitments that involve the social wellbeing of its employees and concern with the environment. These commitments include the participation in organizations related to specific activities of each subsidiary. The commitment covers the concern with labor practices, complaint mechanisms, human rights, responsibility for the product, conduct with stakeholder groups, and environmental impacts, among other aspects, expressed in the holding company's Ethics Code. They are presented below.

Complaints mechanism

A specific channel receives reports, questions, interpretation issues, complaints, and suggestions, among other points of attention related to social and environmental practices in Itaúsa's business and operations, which guarantees whistle-blowers protection against reprisals. The holding company verifies the reported facts with impartiality, secrecy and confidentiality. Communications, which can also be anonymous, are reported to the Ethics, Disclosure and Trading Committee through the following channels:

email address:

carlos.zanelato@itausa.com.br

mailing address:

Avenida Paulista, 1,938 – 19th floor –
Bela Vista – São Paulo (SP)

ZIP: 01310-942

telephone numbers: (11) 3179-7959
and 3179-7957

fax number: (11) 3179-7939

Public policies

When participating in the preparation, assessment, implementation or monitoring of public policies at the social level, the company always makes direct contact with the agents in charge, through sector or trade associations, and by taking part in formal channels of articulation with the state and civil society. Partnerships and contributions to the public

The commitment to social development involves caring for employees' welfare

sector, when made by the Conglomerate, should aim at the benefit of society and improvement of public service. Therefore, contributions are transparent and comply with the legislation in force; they are not subterfuge to obtain benefits for the institution or third parties. They are made to applicants whose integrity is clear, and who submit proposals aimed at improving citizenship and society.

Privacy of clients and consumers

The holding company values the privacy of clients and consumers and uses information security and protection devices to ensure that data is used only for the benefit of this group. Thus, it adopts a corporate policy to prevent the unauthorized use of information about clients and consumers, and to preserve their privacy. This includes guidelines for the marketing and sales departments, and for the departments responsible for data gathering, safe-keeping and analysis.

Other procedures adopted by the Conglomerate to guarantee the respect of privacy and proper use of information gathered are: prior requests of clients and consumers, as well as business partners, regarding the use of data; and means for these groups to request that their data no longer be used for business purposes, even if previously authorized.

Child labor, forced labor or compulsory labor

Itaúsa respects human rights and does not consent to any form of exploration, discrimination, harassment, disrespect or prejudice. Therefore, it adopts policies and practices developed to prevent, combat and eradicate degrading forms of work – child, forced, compulsory labor, etc. – in its operations or in the supply chain. This commitment is expressed in its Code of Ethics and corporate policies. Furthermore, the Conglomerate adheres to labor standards and public statements regarding these issues have always been made. To prevent degrading work, subsidiaries establish internal guidelines on the topic, extend their commitment to the value chain and take disciplinary actions in cases of noncompliance.

Fight against corruption

The holding company and its subsidiaries fight against and do not tolerate any type of wrongful or criminal act, be it corruption, influence peddling, undue advantage, fraud, or money laundering, among other practices. This commitment is formal and it is expressed in its Codes of Ethics and corporate policies. It is monitored and inspected by subsidiaries, which adopt: preventive measures for active or passive involvement in situations that constitute corruption in the company and in the value chain; rules and laws that govern the relationships of the Conglomerate's representatives with the public authorities; disciplinary actions in cases of noncompliance; and ethical criteria in the selection of suppliers by means of public lists of compliant or noncompliant debtors regarding the companies to be contracted. Itaúsa also seeks to engage its internal audience and business partners in this topic.

Unfair competition

Itaúsa seeks to comply with all laws, rules and regulations of the countries in which it operates by means of its subsidiaries, observing all levels of administrative, environmental, civil, commercial, labor, tax and other laws. It also operates in accordance with the principles of free competition and respects the reputations of competing companies. Thus, the company takes part in business associations in the spirit of cooperation, aiming at improving the economic sectors in which it operates, and it does not use competitors' information without authorization.

Compliance with laws and regulations

At the social level, the Conglomerate respects human rights and does not consent to any form of exploration, discrimination, harassment, disrespect and prejudice. Likewise, at the environmental level, the company adopts practices aiming at mitigating impacts on its business and operations. Additionally, to properly cover both aspects, the company complies with laws, rules and regulation in all countries in which it operates. Itaúsa also adopts mechanisms to protect confidential, classified and restricted information, to avoid a leak affecting the holding company and its subsidiaries, and does not breach the relationships of trust it maintains with stakeholders inside and outside the organization.

ECONOMIC

Itaúsa, through its subsidiaries, contributes to improving the social and economic conditions of the communities that surround its plants.

The Conglomerate has a performance management system based on indicators linked to the strategic planning. The company also adopts procedures to manage corporate opportunities considering social and environmental aspects in the short and long term, to identify alternatives that preserve or create value. These procedures include the generation of opportunities in inclusive business, which provide economic returns to the population, as well as business in which the products and services contribute to the resolution of environmental problems.

In the management and planning process, the Conglomerate guides its subsidiaries on the need to consider activities minimizing impacts on climate change and the environment, mentioning as examples: inclusion of the analysis of greenhouse gas emissions in the selection and development of suppliers; promotion of and incentives for energy efficiency, use of renewable energy, reduction of GHG emissions in transportation and logistics, technological innovation or creation of new products, and establishment of goals for reduction of GHG emissions and identification of climate change risks.

In a challenging economic context, characterized by the increase in interest rates, inflationary pressures and the complex international scenario, Itaúsa had positive year-end results

Recurring net income of R\$6.2 billion in 2013

T

he economic recovery of the United States, with actual growth of 1.9%, was one of the events that characterized the global macroeconomic context in 2013. The Federal Reserve (United States central bank) announced, at the end of the year, a decrease in the level of purchases of assets, showing that the American monetary policy is starting to return to normality and indicating improvement in the economic conditions of that country. China, which has posted decreasing growth rates, introduced new stimulus measures, and the expectation is of economic rebalancing and medium-term growth. The Eurozone is growing again, at a rather modest rate, after six quarters of recession.

Domestically, GDP grew 2.3%, a rate higher than that reached in 2012, but lower than that expected by the market in the beginning of the year. The real depreciated 15.37% against the dollar and the exchange rate was R\$2.36/US\$ at the end of the year, particularly as a result of the partial withdrawal of the monetary stimulus in the US and increase in the perception of risk in the emerging markets. The

Central Bank of Brazil increased the basic interest rate by 275 p.p. over 2013, and in January 2014 the Selic rate reached 10.5%. Even so, bank loans as a proportion of GDP increased 260 b.p., to 56.5% in 2013. The inflation rate measured by the Extended National Consumer Price Index (IPCA) remained practically unchanged and at the end of 2013 it was 5.9%.

The activities and results of Itaúsa are significantly affected by the economic conditions. The year 2013 presented a challenging business environment to the Conglomerate, with an increase in interest rates, inflationary pressure and volatility in Brazil, combined with an international scenario marked by the beginning of the withdrawal of economic stimulus implemented since 2008. Even in this environment, in 2013 Itaúsa posted a significant improvement in its results.

HOLDING COMPANY

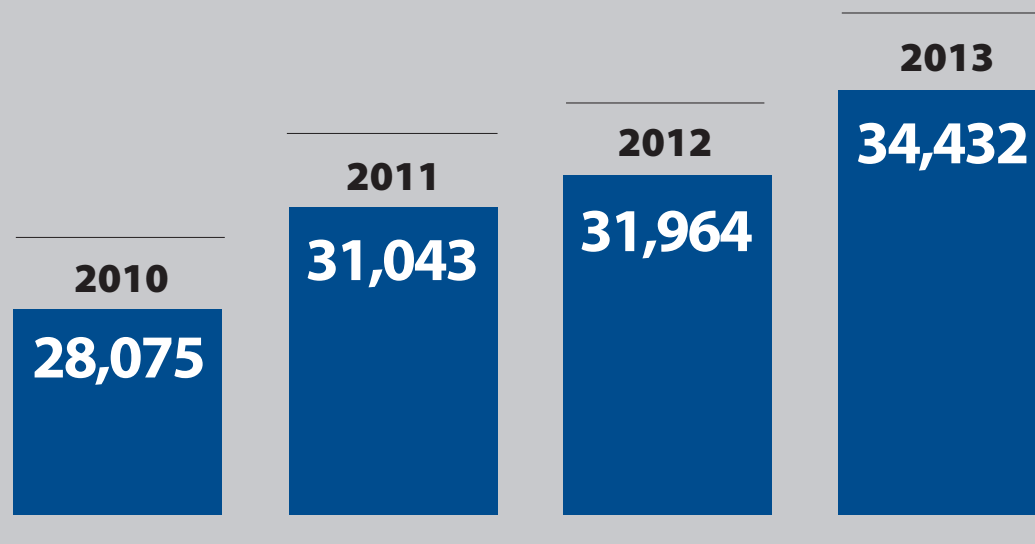
Recurring net income from January to December 2013 was R\$6.2 billion, with a recurring return on average equity of 19.8%. Net income for the same period reached R\$5.7 billion with a return of 18.2%.



The Financial Statements are available at:
www.itausa.com.br/pt/informacoes-financeiras/demonstracoes-contabeis

TOTAL ASSETS

in R\$ million ■ individual balance sheet

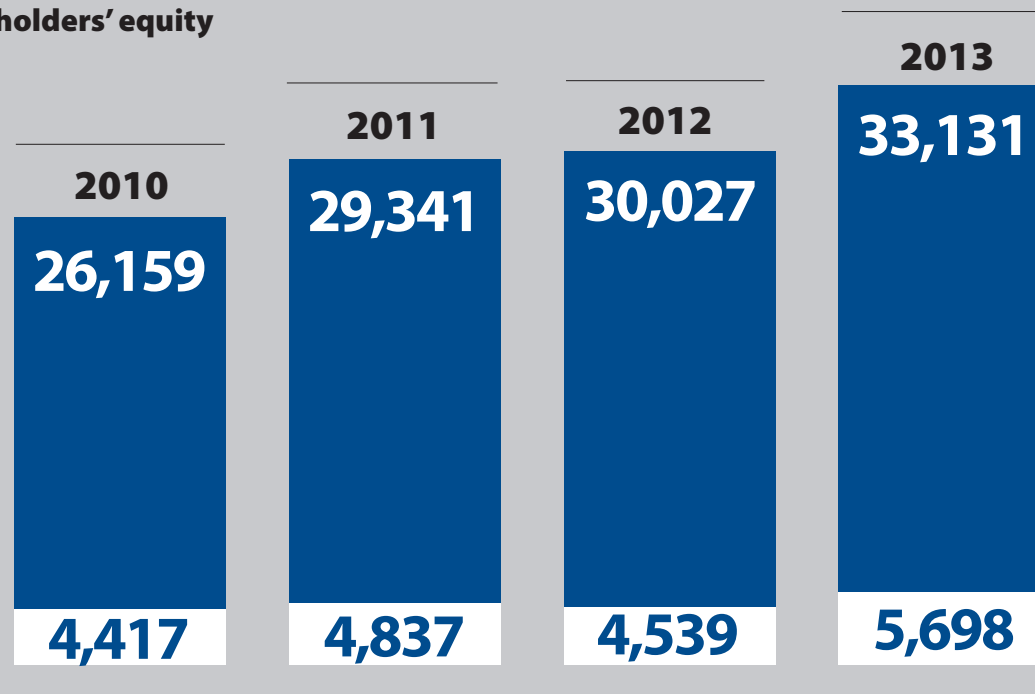


HOLDING COMPANY'S STOCKHOLDERS' EQUITY AND NET INCOME

in R\$ million

■ Net income

■ Stockholders' equity



**CONSOLIDATED STATEMENT
OF ADDED VALUE**
in R\$ million

	2013	%	2012	%
Income	5,545		5,253	
Expenses	(532)		(549)	
Input acquired from third parties	(2,717)		(2,486)	
Gross added value	2,296		2,218	
Depreciation and amortization	(681)		(556)	
Net added value produced	1,615		1,662	
Added value received from transfer	5,868		4,607	
Total added value to be distributed	7,483		6,269	
Distribution of added value	7,483	100.00	6,269	100.00
Personnel	1,113	14.87	1,109	17.69
Direct compensation	891		930	
Benefits	140		122	
Government Severance Pay Fund (FGTS)	82		57	
Taxes, fees and contributions	345	4.61	324	5.17
Federal	342		322	
State	2		2	
Municipal	1			
Return on third parties' capital – rent	14	0.19		0.00
Return on own capital	6,011	80.33	4,836	77.14
Dividends and interest on capital – paid/provided for	2,151		1,904	
Retained earnings for the period	3,547		2,635	
Non-controlling interests in retained earnings	313		297	

SUBSIDIARIES

RESULTS IN IFRS in R\$ million	January to December	Itaú Unibanco	Duratex	Elekeiroz	Itautech	Itaúsa Consolidated
Total assets	2013	1,027,297	8,178	730	751	41,929
	2012	957,154	7,759	672	1,076	39,050
Operating income	2013	119,154	3,873	1,004	439	11,157
	2012	125,484	3,373	900	700	9,490
Net income	2013	16,424	520	39	(389)	6,011
	2012	12,634	460	-	1	4,836
Stockholders' equity	2013	83,223	4,365	504	156	35,974
		75,902	4,024	476	543	32,674
Annualized return on average equity (%)	2013	21.1	12.3	8.0	-112.2	17.6
	2012	16.9	11.9	0.1	0.3	14.9
Internal fund raising	2013	47,706	1,368	71	(183)	962
	2012	54,805	1,104	50	(25)	710

Note: Accounting information determined under the IFRS.

Itaú Unibanco

In 2013, Itaú Unibanco's net income reached R\$16.5 billion, with annualized return of 20.9% on average equity (16.6% in 2012). The 19.9% increase in service fees and the reduction in the loan portfolio default to the lowest levels since the Itaú and Unibanco merger contributed to this positive change. There was also a reduction in expenses for the allowance for loan losses of 25.5% in the same period. The risk-adjusted efficiency ratio reached 69.5% for the year, as compared to 73.6% in 2012.

Duratex

In 2013, Duratex increased its shipped volume by 8.6% in the Deca Division and 1.3% in the Wood Division. Consolidated net revenues amounted to R\$3.9 billion, a 14.8% increase as compared to 2012. Net income totaled R\$520 million, a 13.1% increase as compared to 2012, with an annualized return on average equity of 12.3%. Recurring net income was R\$562 million, posting a 23.3% increase when compared to the prior year. There was a recurring net margin of 14.5%, as compared to the 13.5% accumulated for 2012.

Elekeiroz

At the end of 2013, Elekeiroz posted a 2% increase in shipped volume as compared to 2012. Total net revenue was R\$1.0 billion, 12% higher than in the previous year, particularly due to the 19% growth in the domestic market. Net income was R\$39.4 million – R\$0.5 million in 2012 – and earnings before interest, tax, depreciation and amortization (Ebitda) totaled R\$80.5 million for the year, a 110% increase as compared to 2012. This included the effects of the development of tax lawsuits known as semi-annual payments of PIS 07/70. If these effects had been disregarded, net income for 2013 would have been R\$21.5 million and Ebitda would have been R\$56.6 million.

Itautech

Consolidated selling and services revenue for the year was R\$1.1 billion, 32.0% lower than in 2012. Gross profit for 2013 was R\$50.2 million, 73.9% lower than that reported in the previous year. This happened due to the gradual decommissioning of the computing unit, which resulted in a decreased number of items of equipment manufactured, associated with contractual renegotiations with banks, the loss of a large logistics service agreement, and lower shipment of ATMs. The analysis of Itautech's performance considers the consolidated financial information before the reclassification of results, assets and liabilities of discontinued operations of automation and technology services.

CAPITAL MARKET

Communication with the market

To present and discuss its results and market perspectives on a transparent basis with its stockholders, each year Itaúsa holds public meetings in partnership with the Association of Capital Market Analysts and Investment Professionals (Apimec). In 2013, this meeting was held for the 13th consecutive time with lectures by the main executives of the Conglomerate, to strengthen the holding company's commitment to transparency and governance with its stockholders and the market.

In line with its commitment, Itaúsa holds annual teleconferences on the results of the fiscal year, where the Conglomerate's executives are available to answer questions and to make clarifications. Additionally, the Investor Relations area clarifies doubts of stockholders and the market through individual meetings, by telephone or through emails received by the Contact IR channel, available on its website.

Share performance

At the end of 2013, the main index of BM&FBovespa, the Ibovespa, reached 51,507 points, a 15.5% decrease in relation to the same period of 2012.

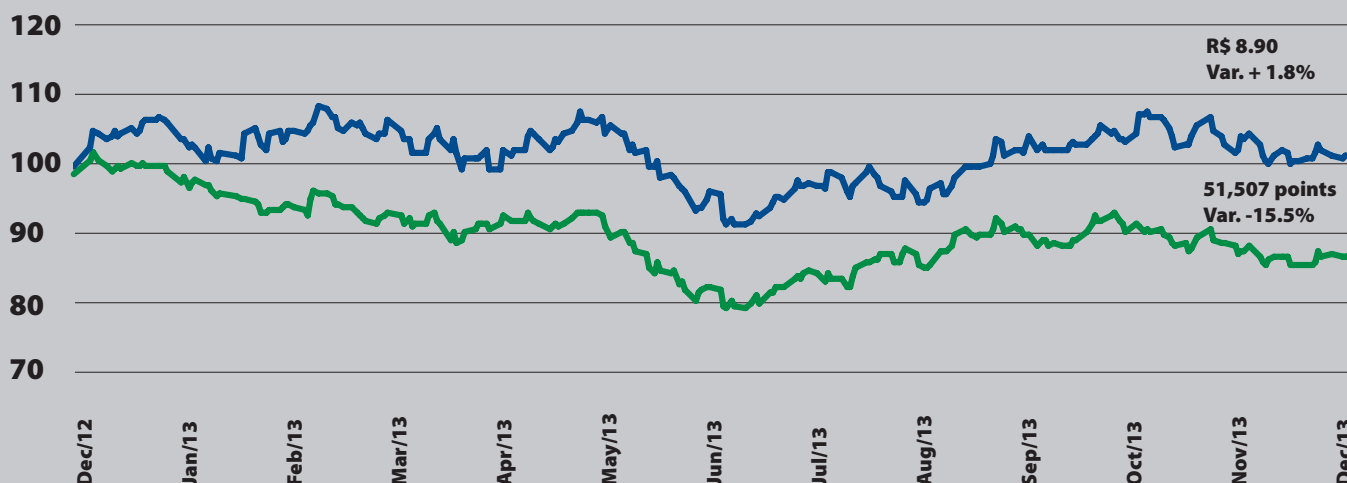
At the end of 2013, Itaúsa's market value was R\$56.7 billion and its capital was represented by 5,470,667,000 shares, of which 3,364,440,000 are preferred shares and 2,106,227,000 are common shares.

At the year end, Itaúsa's most liquid shares, the preferred shares identified on BM&FBovespa by the ticker symbol ITSA4, were quoted at R\$8.90 per share, 1.81% higher in the year; if dividend reinvestments received in the period were included, the figure would be 5.63% higher. The quotation of common shares (ticker symbol ITSA3) at the end of 2013 was R\$12.70, a 2.3% decrease as compared to the same period of the prior year.

PERFORMANCE OF ITSA4 SHARES AND IBOVESPA

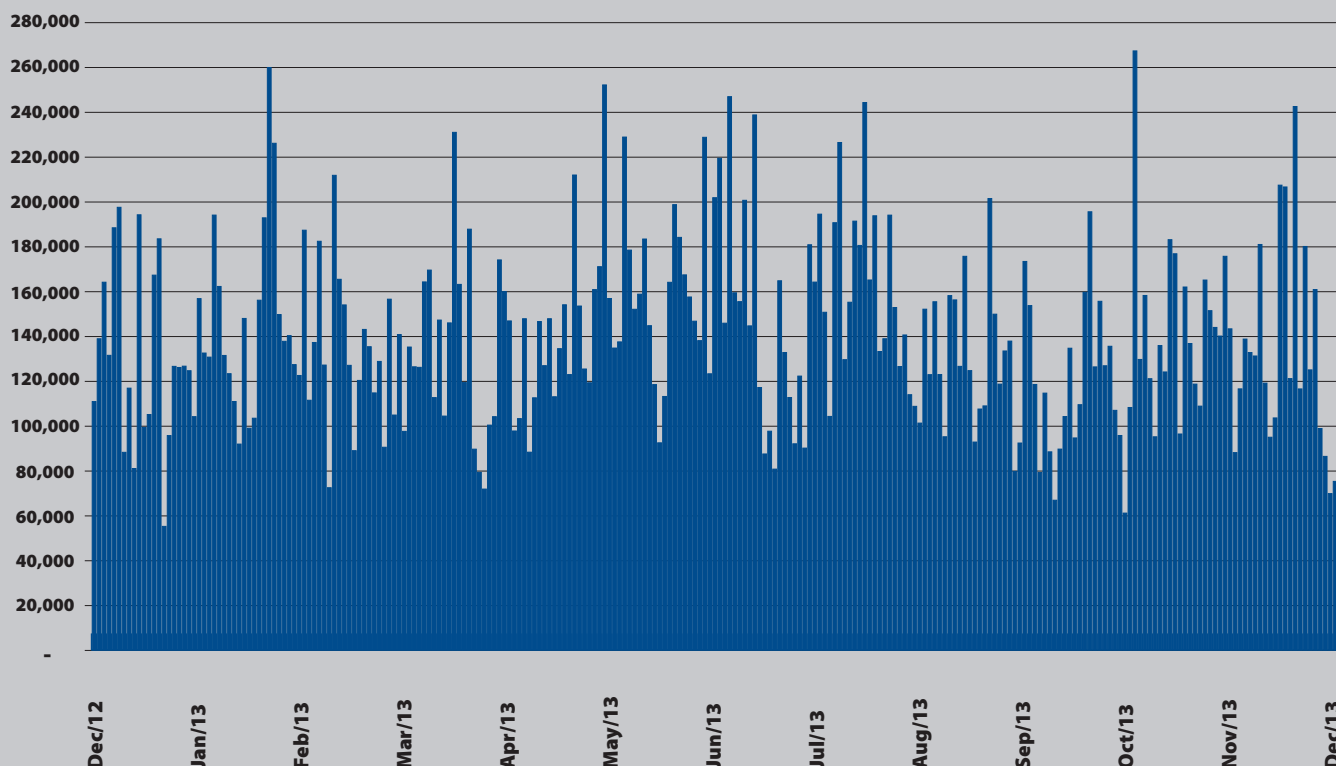
BASE 100 AT 12/28/2012

— ITSA4 — IBOV



DAILY FINANCIAL VOLUME TRADED IN THE LAST 12 MONTHS – ITSA4

in R\$ thousands



R\$56.7

billion was Itaúsa's
market value at the end
of 2013

1.8%

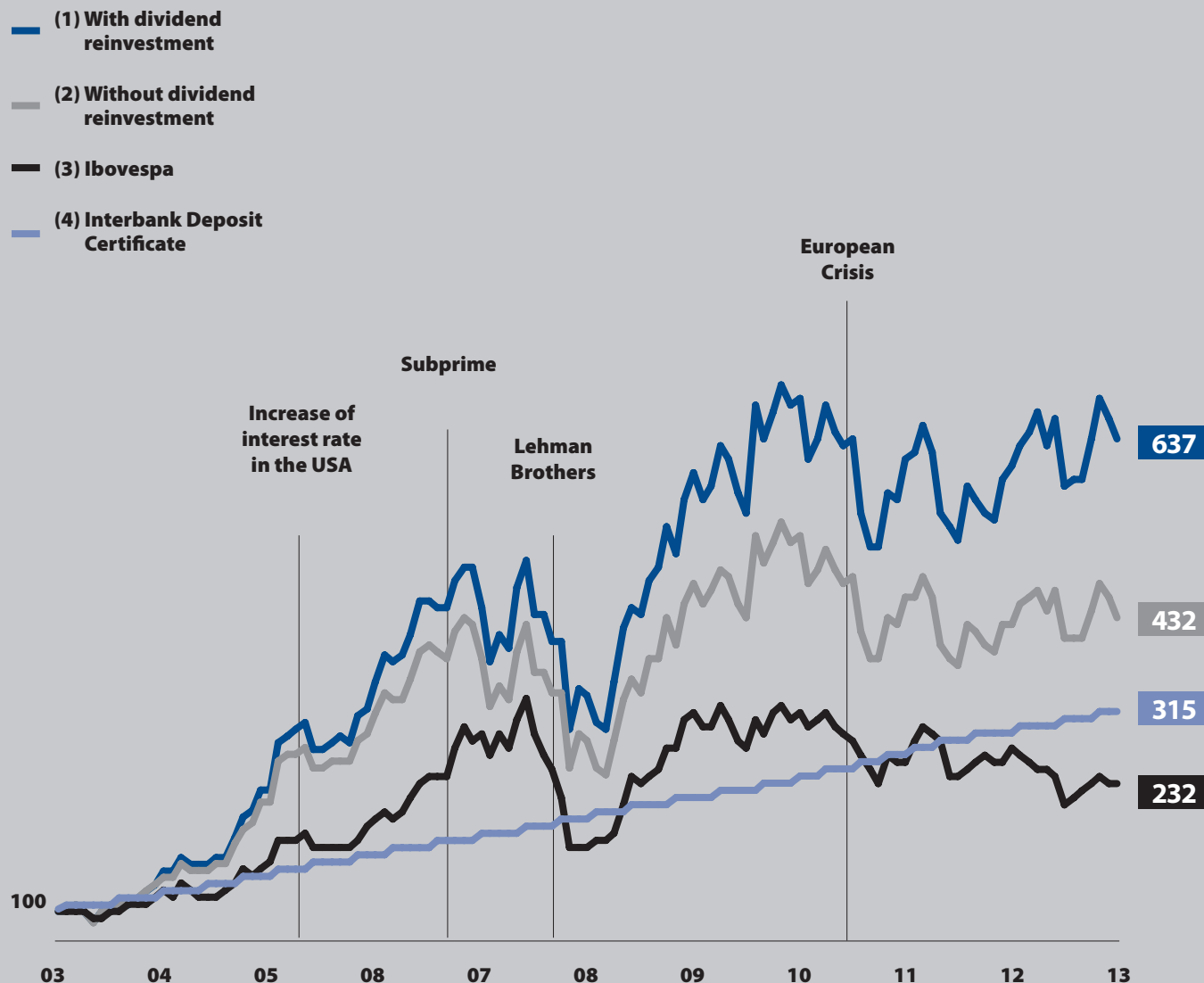
was the appreciation
of the preferred shares
in the period

In the long-term perspective, Itaúsa shares went up above the average return of the Interbank Deposit Certificate (CDI) and Ibovespa. In ten years, Itaúsa's shares (ITSA4) posted a 20.35% increase with dividend reinvestment and 15.74% without this reinvestment. In the same period, the CDI and Ibovespa posted variations of 12.16% and 8.76%, respectively. Those who invested R\$100.00 in Itaúsa shares at December 30, 2003 saw their investment reach R\$637.00 (with dividend reinvestment) and R\$432.00 (without dividend reinvestment) at December 30, 2013.

VALUATION OF PREFERRED SHARES – ITSA 4

Change in R\$100 invested on December 30, 2003 up to December 30, 2013

Annual Average Valuation in reais (R\$)



	Itaúsa ⁽¹⁾	Itaúsa ⁽²⁾	Ibov. ⁽³⁾	CDI ⁽⁴⁾
10 years	20.35%	15.74%	8.76%	12.16%
5 years	13.16%	8.50%	6.52%	9.52%
12 months	5.63%	1.81%	-15.50%	8.01%

Dividends

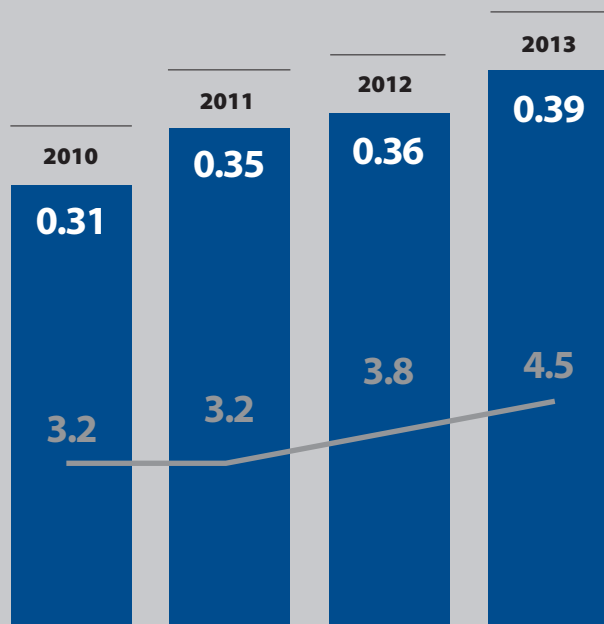
The Bylaws ensure stockholders mandatory minimum dividends of 25% of net income each year, with quarterly payments in accordance with the legislation in force. Historically, Itaúsa has distributed dividends higher than those required by law. In 2013, the proportion of the holding company's net income made up of dividends distributed was 34.68%, in the amount of R\$1,877 million.

**34.68% of 2013
net profit were
distributed as dividends**

GROSS DIVIDENDS/INTEREST ON CAPITAL PER SHARE AND DIVIDEND YIELD (DY)*

■ Itaúsa's DY – in %

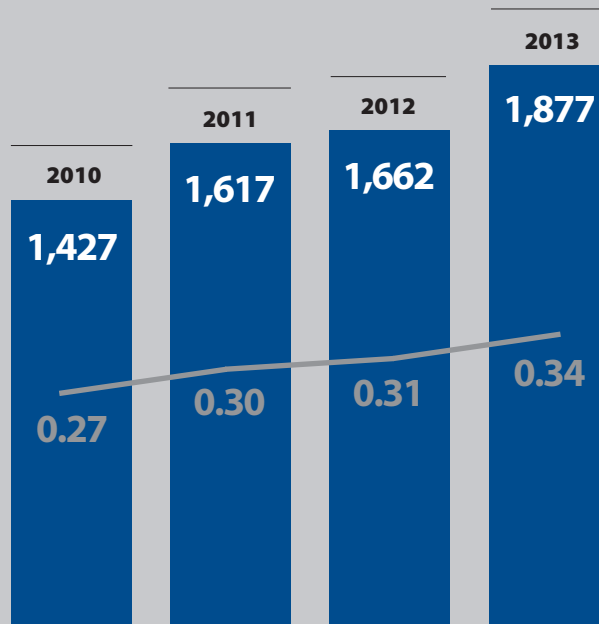
■ Adjusted gross dividend/interest on capital per bonus – R\$/share



TOTAL AND PER SHARE NET DIVIDENDS/INTEREST ON CAPITAL

■ Adjusted net dividend/interest on capital per bonus – R\$/share

■ Total net dividends/interest on capital – R\$ million



* Assumptions: (Gross dividend + interest on capital per share related to the base year) / (Closing price of the preferred share on December 31 of the previous year)

Itaúsa Discount

One of the indicators most used by analysts, stockholders and investors in the capital market to assess investment in Itaúsa is the difference between the market value verified by the holding company and the theoretical market value, which is obtained by adding up the values of the parties that compose it. Therefore, the value of Itaúsa shares would be formed by the sum of the market values of its interest in publicly-held subsidiaries. The

difference between this value and the market value effectively verified by Itaúsa is called the discount.

In order to promote transparency in the market and accuracy of information, Itaúsa has since 2005, on a monthly basis, disclosed this information in a section named Itaúsa Discount on its IR website. The table below details the calculation of the discount at the end of 2013:

PUBLICLY-HELD COMPANIES	Total shares (thousand) (A)	Average quotation – most liquid share (R\$) (B)	Companies' market value (in R\$ million) (C) = (A) x (B)	Itaúsa's interest in Companies (%) (D)	Companies' market value (in R\$ million) (E) = (C) x (D)
Itaú Unibanco Holding S.A.	4,959,160	31.65	156,957	36.87%	57,863
Duratex S.A.	603,654	13.03	7,866	35.48%	2,791
Itautec S.A.	11,651	27.92	325	94.01%	306
Elekeiroz S.A.	31,485	10.54	332	96.60%	321
Other net assets and liabilities (F)					595
Market value of the sum of Itaúsa's parties at 12/31/2013 (G)					61,875
Market value of Itaúsa at 12/30/2013	5,470,667	8.91	48,744		48,744
Discount percentage (I) = (H) / (G) - 1					-21.22%

(A) = Total outstanding capital stock of the companies (obtained in the most recent financial statements of each company available on website of the Brazilian Securities Commission).

(B) = The most liquid shares of Itaú Unibanco, Duratex, Itautec, Elekeiroz and Itaúsa are, respectively: ITUB4 (preferred), DTEX3 (common), ITEC3 (common), ELEK4 (preferred) and ITSA4 (preferred). Average quotations on the last day of the period were obtained from the BM&FBovespa website.

(C) = Corresponds to the stock exchange value of privately-held companies.

(D) = Direct and indirect interest of Itaúsa in the Companies' total capital, in accordance with Note 2.4 of the financial statements of Itaúsa, available on the website www.itausa.com.br.

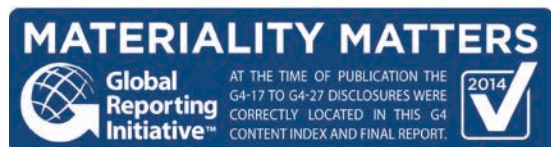
(E) = Market value, i.e., the portion held by Itaúsa in each privately-held subsidiary.

(F) = Net value of other assets and liabilities; data from the individual balance sheet.

(G) = Theoretical market value of Itaúsa, calculated based on the sum of market value of interests held by Itaúsa in the privately-held companies.

(H) = Actual market value, i.e. the value calculated through the quotation of Itaúsa shares in a stock exchange.

(I) = Discount calculated value. The discount is valid for the base date on which it was calculated, since it changes daily with the quotations of companies in the market.



GENERAL STANDARD DISCLOSURE

STRATEGY AND ANALYSIS		External assurance	AR pages
G4-1	Provide a statement from the most senior decision-maker of the organization about the relevance of sustainability to the organization and the organization's strategy for addressing sustainability		4 to 6
G4-2	Provide a description of key impacts, risks, and opportunities.		27 and 28
ORGANIZATIONAL PROFILE		External assurance	AR pages
G4-3	Report the name of the organization.		9
G4-4	Report the primary brands, products, and services.		9 to 17
G4-5	Report the location of the organization's headquarters.		9
G4-6	Report the number of countries where the organization operates, and names of countries where either the organization has significant operations or that are specifically relevant to the sustainability topics covered in the report.		10
G4-7	Report the nature of ownership and legal form.		9
G4-8	Report the markets served (including geographic breakdown, sectors served, and types of customers and beneficiaries).		10
G4-9	Report the scale of the organization.		9 to 17
G4-10	Report the total number of permanent and outsourced employees and self-employed workers by employment contract, employment type, region and gender. Report any significant variations in employment numbers.	Yes (56 and 57)	9 to 17
G4-11	Report the percentage of total employees covered by collective bargaining agreements.		10
G4-12	Describe the organization's supply chain.		Not applicable. Itaúsa is a holding company and does not have revenues from products and/or services – therefore, there is no supply chain.
G4-13	Report any significant changes during the reporting period regarding the organization's size, structure, ownership, or its supply chain.		1
G4-14	Report whether and how the precautionary approach or principle is addressed by the organization.		27 and 28
G4-15	List externally developed economic, environmental and social charters, principles, or other initiatives to which the organization subscribes or which it endorses.	Yes (56 and 57)	31 to 33
G4-16	List memberships of associations (such as industry associations) and national or international advocacy organizations	Yes (56 and 57)	31 to 33

IDENTIFIED MATERIAL ASPECTS AND BOUNDARIES		External assurance	AR pages
G4-17	List all entities included in the organization's consolidated financial statements or equivalent documents. Report whether any of these entities is not covered by the report.		9 to 17
G4-18	Explain the process for defining the report content and the aspect boundaries. Explain how the organization has implemented the Principles for Defining the Content of the Report.	Yes (56 and 57)	3
G4-19	List all the material aspects identified in the process for defining report content.	Yes (56 and 57)	3
G4-20	For each material aspect, report the aspect boundary within the organization. - List all entities within the organization for which the aspect is material or not. Use the list of entities or groups of entities included in G4-17 as reference. - Report any specific limitation related to the limit of aspect in the organization.	Yes (56 and 57)	3
G4-21	For each material aspect, report the aspect boundary outside the organization. - Identify the entities, groups of entities or elements for which the aspect is material. In addition, describe the geographical location where the appearance is material for the entities identified. - Report any specific limitation related to the limit of matter outside of the organization.	Yes (56 and 57)	3
G4-22	Report the effect of any restatements of information provided in previous reports, and the reasons for such restatements.		2
G4-23	Report significant changes from previous reporting periods in the Scope and Aspect Boundaries.		2
STAKEHOLDER ENGAGEMENT		External assurance	AR pages
G4-24	Provide a list of stakeholder groups engaged by the organization.	Yes (56 and 57)	3
G4-25	Report the basis for identification and selection of stakeholders with whom to engage.	Yes (56 and 57)	3
G4-26	Report the organization's approach to stakeholder engagement, including frequency of engagement by type and by stakeholder group, and an indication of whether any of the engagement was undertaken specifically as part of the report preparation process.	Yes (56 and 57)	3
G4-27	Report key topics and concerns that have been raised through stakeholder engagement, and how the organization has responded to those key topics and concerns, including through its reporting. Report the stakeholder groups that raised each of the key topics and concerns.	Yes (56 and 57)	3
REPORT PROFILE		External assurance	AR pages
G4-28	Reporting period (such as fiscal or calendar year) for information provided.		1
G4-29	Date of most recent previous report (if any).		1
G4-30	Reporting cycle (such as annual, biennial).		1
G4-31	Provide the contact point for questions regarding the report or its contents.		2
G4-32	Report the in accordance option the organization has chosen. Report the summary of content of GRI to the option chosen. The reference to the Report of External Verification if the report has been submitted to this check.		1 and 44
G4-33	Report the organization's policy and current practice with regard to seeking external assurance for the report.		2

GOVERNANCE		External assurance	AR pages
G4-34	Report the governance structure of the organization, including committees of the highest governance body. Identify any committees responsible for supporting the board of directors in decisions that have economic, environmental and social impacts.	Yes (56 and 57)	20 to 23
G4-35	Report the process for delegating authority for economic, environmental and social topics from the highest governance body to senior executives and other employees.		23
G4-36	Report whether the organization has appointed an executive-level position or positions with responsibility for economic, environmental and social topics, and whether post holders report directly to the highest governance body.		23
G4-37	Report processes for consultation between stakeholders and the highest governance body on economic, environmental and social topics. If consultation is delegated to their bodies, structures or people, describe to which/whom and any feedback processes to the highest governance body.	Yes (56 and 57)	22
G4-38	Report the composition of the highest governance body and its committees.	Yes (56 and 57)	21
G4-39	Report whether the Chair of the highest governance body is also an executive officer (and, if so, his or her function within the organization's management and the reasons for this arrangement).	Yes (56 and 57)	21
G4-40	Report the nomination and selection processes for the highest governance body and its committees, and the criteria used for nominating and selecting highest governance body members.	Yes (56 and 57)	21
G4-41	Report processes for the highest governance body to ensure conflicts of interest are avoided and managed. Report whether conflicts of interest are disclosed to stakeholders.	Yes (56 and 57)	21
G4-42	Report the highest governance body's and senior executives' roles in the development, approval, and updating of the organization's purpose, value or mission statements, strategies, policies, and goals related to economic, environmental and social impacts.	Yes (56 and 57)	19 to 23
G4-43	Report the measures taken to develop and enhance the highest governance body's collective knowledge of economic, environmental and social topics.	Yes (56 and 57)	21
G4-44	Report the processes for evaluation of the highest governance body's performance with respect to governance of economic, environmental and social topics. Report whether such evaluation is a self-assessment.	Yes (56 and 57)	21
G4-45	Report the highest governance body's role in the identification and management of impacts, risks, and opportunities. Report if processes of consultation and stakeholder relations are used to support the highest component of governance.	Yes (56 and 57)	21
G4-46	Report the highest governance body's role in reviewing the effectiveness of the organization's risk management processes.	Yes (56 and 57)	21
G4-47	Report the frequency of the highest governance body's review of impacts, risks, and opportunities.	Yes (56 and 57)	21
G4-48	Report the highest committee or position that formally reviews and approves the organization's sustainability report and ensures that all material aspects are covered.		2
G4-49	Report the process for communicating critical concerns to the highest governance body.	Yes (56 and 57)	22
G4-50	Report the nature and total number of critical concerns that were communicated to the highest governance body and the mechanism(s) used to address and resolve them.	Yes (56 and 57)	22

G4-51	Report the remuneration policies for the highest governance body and senior executives for the below types of remuneration. Report how the performance criteria of the remuneration policy applies to economic goals and environmental.	Yes (56 and 57)	20
G4-52	Report the process for determining remuneration. Report whether remuneration consultants are involved in determining remuneration and whether they are independent of management.	Yes (56 and 57)	20
G4-53	Report how stakeholders' views are sought and taken into account regarding remuneration, including the results of votes on remuneration policies and proposals, if applicable.	Yes (56 and 57)	22
G4-54	Report the ratio of the annual total compensation for the organization's highest-paid individual in each country of significant operations to the median annual total compensation for all employees (excluding the highest-paid individual) in the same country.		Itaúsa is a holding company and manages investments in subsidiaries, therefore, it does not have employees. Each company has its own compensation policy, targets and measures.
G4-55	Report the ratio of percentage increase in annual total compensation for the organization's highest-paid individual in each country of significant operations to the median percentage increase in annual total compensation for all employees (excluding the highest-paid individual) in the same country.		Itaúsa is a holding company and manages investments in subsidiaries, therefore, it does not have employees. Each company has its own compensation policy, targets and measures.
ETHICS AND INTEGRITY		External assurance	AR pages
G4-56	Describe the organization's values, principles, standards and norms of behavior such as codes of conduct and codes of ethics.	Yes (56 and 57)	23
G4-57	Report the internal and external mechanisms for seeking advice on ethical and lawful behavior such as relationship channels (for example: Ombudsman's Office).	Yes (56 and 57)	23
G4-58	Report the internal and external mechanisms for reporting concerns about unethical or unlawful behavior, and matters related to organizational integrity, such as escalation through line management, whistleblowing mechanisms or hotlines.	Yes (56 and 57)	23

ECONOMIC MANAGEMENT APPROACH

33

ASPECT: ECONOMIC PERFORMANCE		External assurance	AR pages
G4-EC1	Direct economic value generated and distribute.		-
G4-EC2	Financial implications and other risks and opportunities for the organization's activities due to climate change.		-
G4-EC3	Coverage of the organization's defined benefit plan obligations.		-
G4-EC4	Financial assistance received from government.		-

MANAGEMENT APPROACH

ASPECT: MARKET PRESENCE		External assurance	AR pages
G4-EC5	Ratios of standard entry level wage by gender compared to local minimum wage at significant locations of operation.		-
G4-EC6	Proportion of senior management hired from the local community at significant locations of operation.		-

MANAGEMENT APPROACH

33

ASPECT: INDIRECT ECONOMIC IMPACTS		External assurance	AR pages
G4-EC7	Development and impact of infrastructure investments and services supported.		-
G4-EC8	Significant indirect economic impacts, including the extent of impacts.		-

MANAGEMENT APPROACH

ASPECT: PROCUREMENT PRACTICES		External assurance	AR pages
G4-EC9	Proportion of spending on local suppliers at significant locations of operation.		-

AMBIENTAL MANAGEMENT APPROACH

ASPECT: MATERIALS		External assurance	AR pages
G4-EN1	Materials used by weight or volume.		-
G4-EN2	Percentage of materials used that are recycled input materials.		-

MANAGEMENT APPROACH

ASPECT: ENERGY		External assurance	AR pages
G4-EN3	Energy consumption within the organization.		-
G4-EN4	Energy consumption outside of the organization.		-
G4-EN5	Energy intensity.		-
G4-EN6	Reduction of energy consumption.		-
G4-EN7	Reductions in energy requirements of products and services.		-

MANAGEMENT APPROACH

ASPECT: WATER		External assurance	AR pages
G4-EN8	Total water withdrawal by source.		-
G4-EN9	Water sources significantly affected by withdrawal of water.		-
G4-EN10	Percentage and total volume of water recycled and reused.		-

MANAGEMENT APPROACH

ASPECT: BIODIVERSITY		External assurance	AR pages
G4-EN11	Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas.		-
G4-EN12	Description of significant impacts of activities, products, and services on biodiversity in protected areas and areas of high biodiversity value outside protected areas.		-
G4-EN13	Habitats protected or restored.		-
G4-EN14	Total number of IUCN red list species and national conservation list species with habitats in areas affected by operations, by level of extinction risk.		-

MANAGEMENT APPROACH

ASPECT: EMISSIONS		External assurance	AR pages
G4-EN15	Direct greenhouse gas (GHG) emissions (scope 1).		-
G4-EN16	Energy indirect greenhouse gas (GHG) emissions arising from the acquisition of energy (scope 2).		-
G4-EN17	Other indirect greenhouse gas (GHG) emissions (scope 3).		-
G4-EN18	Greenhouse gas (GHG) emissions intensity.		-
G4-EN19	Reduction of greenhouse gas (GHG) emissions.		-
G4-EN20	Emissions of ozone-depleting substances (ODS).		-
G4-EN21	NOx, SOx, and other significant air emissions.		-

MANAGEMENT APPROACH

ASPECT: EFFLUENTS AND WASTE		External assurance	AR pages
G4-EN22	Total water discharge by quality and destination.		-
G4-EN23	Total weight of waste by type and disposal method.		-
G4-EN24	Total number and volume of significant spills.		-
G4-EN25	Weight of transported, imported, exported, or treated waste deemed hazardous under the terms of the Basel Convention – Annex I, II, III, and VIII –, and percentage of transported waste shipped internationally.		-
G4-EN26	Identity, size, protected status, and biodiversity value of water bodies and related habitats significantly affected by the organization's discharges of water and runoff.		-

MANAGEMENT APPROACH

ASPECT: PRODUCTS AND SERVICES		External assurance	AR pages
G4-EN27	Extent of impact mitigation of environmental impacts of products and services.		-
G4-EN28	Percentage of products sold and their packaging materials that are reclaimed by by category of products.		-

MANAGEMENT APPROACH

33

ASPECT: COMPLIANCE		External assurance	AR pages
G4-EN29	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with environmental laws and regulations.		-

MANAGEMENT APPROACH

ASPECT: TRANSPORT		External assurance	AR pages
G4-EN30	Significant environmental impacts of transporting products and other goods and materials for the organization's operations, and transporting members of the workforce.		-

MANAGEMENT APPROACH

ASPECT: OVERALL		External assurance	AR pages
G4-EN31	Total environmental protection expenditures and investments by type.		-

MANAGEMENT APPROACH

ASPECT: SUPPLIER ENVIRONMENTAL ASSESSMENT		External assurance	AR pages
G4-EN32	Percentage of new suppliers that were screened using environmental criteria.		-
G4-EN33	Significant actual and potential negative environmental impacts in the supply chain and actions taken.		-

MANAGEMENT APPROACH

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ASPECT: ENVIRONMENTAL GRIEVANCE MECHANISMS		External assurance	AR pages
G4-EN34	Number of grievances about environmental impacts filed, addressed, and resolved through formal grievance mechanisms.		-

LABOR PRACTICES AND DECENT WORK MANAGEMENT APPROACH

ASPECT: EMPLOYMENT		External assurance	AR pages
G4-LA1	Total number and rates of new employee hires and employee turnover by age group, gender and region.		-
G4-LA2	Benefits granted to employees full-time, which are not offered to temporary employees or half period, broken down by the operational units important organization.		-
G4-LA3	Return to work and retention rates after parental leave, by gender.		-

MANAGEMENT APPROACH

ASPECT: LABOR/MANAGEMENT RELATIONS		External assurance	AR pages
G4-LA4	Minimum notice periods regarding operational changes, including whether these are specified in collective agreements.		-

MANAGEMENT APPROACH

ASPECT: OCCUPATIONAL HEALTH AND SAFETY		External assurance	AR pages
G4-LA5	Percentage of total workforce represented in formal joint management-worker health and safety committees that help monitor and advise on occupational health and safety programs.		-
G4-LA6	Type of injury and rates of injury, occupational diseases, lost days, and absenteeism, and total number of work-related fatalities, by region and by gender.		-
G4-LA7	Workers with high incidence or high risk of diseases related to their occupation.		-
G4-LA8	Health and safety topics covered in formal agreements with trade unions.		-

MANAGEMENT APPROACH

ASPECT: TRAINING AND EDUCATION		External assurance	AR pages
G4-LA9	Average hours of training per year per employee by gender, and by employee category.		-
G4-LA10	Programs for skills management and lifelong learning that support the continued employability of employees and assist them in managing career endings.		-
G4-LA11	Percentage of employees receiving regular performance and career development reviews, by gender and by employee category.		-

MANAGEMENT APPROACH

ASPECT: DIVERSITY AND EQUAL OPPORTUNITY		External assurance	AR pages
G4-LA12	Composition of governance bodies and breakdown of employees per employee category according to gender, age group, minority group membership, and other indicators of diversity.		-

MANAGEMENT APPROACH

ASPECT: EQUAL REMUNERATION FOR WOMEN AND MEN		External assurance	AR pages
G4-LA13	Ratio of basic salary and remuneration of women to men by employee category, by significant locations of operation.		-

MANAGEMENT APPROACH

ASPECT: SUPPLIER ASSESSMENT FOR LABOR PRACTICES		External assurance	AR pages
G4-LA14	Percentage of new suppliers that were screened using labor practices criteria.		-
G4-LA15	Significant actual and potential negative impacts for labor practices in the supply chain and actions taken.		-

MANAGEMENT APPROACH		32	
ASPECT: LABOR PRACTICES GRIEVANCE MECHANISMS		External assurance	AR pages
G4-LA16	Number of grievances about labor practices filed, addressed, and resolved through formal grievance mechanisms.		-
HUMAN RIGHTS MANAGEMENT APPROACH			
ASPECT: INVESTMENT		External assurance	AR pages
G4-HR1	Total number and percentage of significant investment agreements and contracts that include human rights clauses or that underwent human rights screening.		-
G4-HR2	Total hours of employee training on human rights policies or procedures concerning aspects of human rights that are relevant to operations, including the percentage of employees trained.		-
MANAGEMENT APPROACH			
ASPECT: NON-DISCRIMINATION		External assurance	AR pages
G4-HR3	Total number of incidents of discrimination and corrective actions taken.		-
MANAGEMENT APPROACH			
ASPECT: FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING		External assurance	AR pages
G4-HR4	Operations and suppliers identified in which the right to exercise freedom of association and collective bargaining may be violated or at significant risk, and measures taken to support these rights.		-
MANAGEMENT APPROACH		33	
ASPECT: CHILD LABOR		External assurance	AR pages
G4-HR5	Operations and suppliers identified as having significant risk for incidents of child labor, and measures taken to contribute to the effective abolition of child labor.		-
MANAGEMENT APPROACH		33	
ASPECT: FORCED OR COMPULSORY LABOR		External assurance	AR pages
G4-HR6	Operations and suppliers identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of all forms of forced or compulsory labor.		-
MANAGEMENT APPROACH			
ASPECT: SECURITY PRACTICES		External assurance	AR pages
G4-HR7	Percentage of security personnel trained in the organization's human rights policies or procedures that are relevant to operations.		-

MANAGEMENT APPROACH

ASPECT: RIGHTS OF INDIGENOUS AND TRADITIONAL PEOPLES

		External assurance	AR pages
G4-HR8	Total number of incidents of violations involving rights of indigenous and traditional peoples and actions taken.		-

MANAGEMENT APPROACH

ASPECT: ASSESSMENT

		External assurance	AR pages
G4-HR9	Total number and percentage of operations that have been subject to human rights reviews or impact assessments.		-

MANAGEMENT APPROACH

ASPECT: SUPPLIER HUMAN RIGHTS ASSESSMENT

		External assurance	AR pages
G4-HR10	Percentage of new suppliers that were screened using human rights criteria.		-
G4-HR11	Significant actual and potential negative human rights impacts in the supply chain and actions taken.		-

MANAGEMENT APPROACH

32

ASPECT: HUMAN RIGHTS GRIEVANCE MECHANISMS

		External assurance	AR pages
G4-HR12	Number of grievances about human rights impacts filed, addressed, and resolved through formal grievance mechanisms.		-

SOCIETY

MANAGEMENT APPROACH

ASPECT: LOCAL COMMUNITIES

		External assurance	AR pages
G4-SO1	Percentage of operations with implemented local community engagement, impact assessment, and local development programs.		-
G4-SO2	Operations with significant actual and potential negative impacts on local communities.		-

MANAGEMENT APPROACH

33

ASPECT: ANTI-CORRUPTION

		External assurance	AR pages
G4-SO3	Total number and percentage of operations assessed for risks related to corruption and the significant risks identified.		-
G4-SO4	Communication and training on anti-corruption policies and procedures.		-
G4-SO5	Confirmed incidents of corruption and actions taken.		-

MANAGEMENT APPROACH

32

ASPECT: PUBLIC POLICY

		External assurance	AR pages
G4-SO6	Total value of contributions to political parties and politicians by country and recipient/beneficiary.		-

MANAGEMENT APPROACH		33	
ASPECT: ANTI-COMPETITIVE BEHAVIOR		External assurance	AR pages
G4-SO7	Total number of legal actions for anti-competitive behavior, anti-trust, and monopoly practices and their outcomes.		-
MANAGEMENT APPROACH		33	
ASPECT: COMPLIANCE		External assurance	AR pages
G4-SO8	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with laws and regulations.		-
MANAGEMENT APPROACH		33	
ASPECT: SUPPLIER ASSESSMENT FOR IMPACTS ON SOCIETY		External assurance	AR pages
G4-SO9	Percentage of new suppliers that were screened using criteria for impacts on society.		-
G4-SO10	Significant actual and potential negative impacts on society in the supply chain and actions taken.		-
MANAGEMENT APPROACH		32	
ASPECT: GRIEVANCE MECHANISMS FOR IMPACTS ON SOCIETY		External assurance	AR pages
G4-SO11	Number of grievances about impacts on society filed, addressed, and resolved through formal grievance mechanisms.		-
PRODUCT RESPONSIBILITY MANAGEMENT APPROACH			
ASPECT: CUSTOMER HEALTH AND SAFETY		External assurance	AR pages
G4-PR1	Percentage of significant product and service categories for which health and safety impacts are assessed for improvement.		-
G4-PR2	Total number of incidents of non-compliance with regulations and voluntary codes concerning the health and safety impacts of products and services during their life cycle, by type of outcomes.		-
MANAGEMENT APPROACH			
ASPECT: PRODUCT AND SERVICE LABELING		External assurance	AR pages
G4-PR3	Type of product and service information required by the organization's procedures for product and service information and labeling, and percentage of significant product and service categories subject to such information requirements.		-
G4-PR4	Total number of incidents of non-compliance with regulations and voluntary codes concerning product and service information and labeling, by type of outcomes.		-
G4-PR5	Results of surveys measuring customer satisfaction.		-

MANAGEMENT APPROACH

ASPECT: MARKETING COMMUNICATIONS		External assurance	AR pages
G4-PR6	Sale of banned or disputed products.		-
G4-PR7	Total number of incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising, promotion, and sponsorship, by type of outcomes.		-

MANAGEMENT APPROACH

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ASPECT: CUSTOMER PRIVACY		External assurance	AR pages
G4-PR8	Total number of substantiated complaints regarding breaches of customer privacy and losses of customer data.		-

MANAGEMENT APPROACH

33

ASPECT: COMPLIANCE		External assurance	AR pages
G4-PR9	Monetary value of significant fines for non-compliance with laws and regulations concerning the provision and use of products and services.		-

(A free translation of the original in Portuguese)

INDEPENDENT AUDITORS' LIMITED ASSURANCE REPORT ON INFORMATION RELATED TO SUSTAINABILITY INCLUDED IN THE ANNUAL REPORT FOR 2013

To the Board of Directors
Itaúsa – Investimentos Itaú S.A.
São Paulo – SP

INTRODUCTION

We have been engaged by Itaúsa – Investimentos Itaú S.A. to present our limited assurance report on the compilation of the information related to sustainability included in the Annual Report for 2013 of Itaúsa – Investimentos Itaú S.A. (“Itaúsa”) for the year ended December 31, 2013.

MANAGEMENT'S RESPONSIBILITY

The management of Itaúsa is responsible for the preparation and fair presentation of the sustainability information included in the Annual Report for 2013, in accordance with the guidelines of the Global Reporting Initiative (GRI-G4) and for such internal control as it determines is necessary to enable the preparation of information free from material misstatement, whether due to fraud or error.

INDEPENDENT AUDITOR'S RESPONSIBILITY

Our responsibility is to express a conclusion on the information related to sustainability included in the Annual Report for 2013, based on our limited assurance engagement carried out in accordance with the Technical Communication CTO 01, “Issuance of an Assurance Report related to Sustainability and Social Responsibility”, issued by the Federal Accounting Council (CFC), based on the Brazilian standard NBC TO 3000, “Assurance Engagements Other than Audit and Review”, also issued by the CFC, which is equivalent to the international standard ISAE 3000, “Assurance engagements other than audits or reviews of historical financial information”, issued by the International Auditing and Assurance Standards Board (IAASB). Those standards require that we comply with ethical requirements, including independence requirements, and perform our engagement to obtain limited assurance that the information related to sustainability included in the Annual Report for 2013, taken as a whole, is free from material misstatement.

A limited assurance engagement conducted in accordance with the Brazilian standard NBC TO 3000 and ISAE 3000 mainly consists of making inquiries of management and other professionals of the entity involved in the preparation of the information, as well as applying analytical procedures to obtain evidence that allows us to issue a limited assurance conclusion on the information taken as a whole. A limited assurance engagement also requires the performance of additional procedures when the independent auditor becomes aware of matters that lead him to believe that the information taken as a whole might present significant misstatements.

The procedures selected are based on our understanding of the aspects related to the compilation and presentation of the information related to sustainability included in the Annual Report for 2013, other circumstances of the engagement and our analysis of the areas in which significant misstatements might exist. The following procedures were adopted:

- (a) planning the work, taking into consideration the materiality and the volume of quantitative and qualitative information and the operating and internal control systems that were used to prepare the information related to sustainability included in the Annual Report for 2013 of Itaúsa;
- (b) understanding the calculation methodology and the procedures adopted for the compilation of indicators through interviews with the managers responsible for the preparation of the information;

(c) applying analytical procedures to quantitative information and making inquiries regarding the qualitative information and its correlation with the indicators disclosed in the information related to sustainability included in the Annual Report for 2013; and

(d) obtaining evidence for the most significant GRI - G4 indicators included in the Annual Report for 2013 and presented in the “GRI Summary”.

The limited assurance engagement also included the application of procedures to assess compliance with the guidelines of the Global Reporting Initiative (GRI-G4) applied in the preparation of the information related to sustainability included in the Annual Report for 2013.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our limited assurance conclusion.

SCOPE AND LIMITATIONS

The procedures applied in a limited assurance engagement are substantially less detailed than those applied in a reasonable assurance engagement, the objective of which is the issuance of an opinion on the information related to sustainability included in the Annual Report for 2013. Consequently, we were not able to obtain reasonable assurance that we would become aware of all significant matters that might be identified in a reasonable assurance engagement, the objective of which is the issuance of an opinion. If we had performed an engagement with the objective of issuing an opinion, we might have identified other matters and possible misstatements in the information related to sustainability included in the Annual Report for 2013. Therefore, we do not express an opinion on this information.

Non-financial data are subject to more inherent limitations than financial data, due to the nature and diversity of the methods used to determine, calculate and estimate these data. Qualitative interpretations of the materiality, relevance, and accuracy of the data are subject to individual assumptions and judgments. Furthermore, we did not consider in our engagement the data reported for prior years, nor future projections and goals.

CONCLUSION

Based on the procedures performed, described herein, no matter has come to our attention that causes us to believe that the information related to sustainability included in the Annual Report for 2013 of Itaúsa – Investimentos Itaú S.A. has not been compiled, in all material respects, in accordance with the guidelines of the Global Reporting Initiative (GRI-G4).

São Paulo, April 24, 2014

PricewaterhouseCoopers
Auditores Independentes
CRC 2SP000160/O-5

Manuel Luiz da Silva Araújo
Contador CRC 1RJ039600/O-7 “S” SP

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