

# ITAÚSA

## Complete Financial Statements

March 31, 2015

**ITAÚSA - INVESTIMENTOS ITAÚ S.A.****MANAGEMENT REPORT – January to March 2015**

We hereby present the Management Report and the Financial Statements of Itaúsa - Investimentos Itaú S.A. (Itaúsa) and its subsidiaries for the period from January to March 2015, prepared in accordance with the standards established by the Accounting Pronouncements Committee (CPC) and approved by the Brazilian Securities and Exchange Commission (CVM), as well as the International Financial Reporting Standards (IFRS).

The Financial Statements for the period from January to March 2015, were audited by BDO RCS Auditores Independentes S/S as independent auditors in attendance to the statutory requirements, including the Brazilian Securities and Exchange Commission policy and received an unqualified opinion from the external auditors and furthermore, the financial statements were approved by the Fiscal Council. In Attendance to the Corporate Governance principles, the financial statements were also audited by PricewaterhouseCoopers Auditores Independentes (PwC) as independent auditors of Conglomerate, including the parent company of Itaúsa.

The financial statements were made available to the CVM and to BM&FBovespa.

**1) HIGHLIGHTS****Itaúsa**

In April 2015, Itaúsa published the 2014 Annual Report based on the GRI-G4 version, with the comprehensive approach of the Global Reporting Initiative (GRI). The adoption of these guidelines is in line with the best sustainability practices and commitment to transparency. Itaú Unibanco and Duratex, companies of the Itaúsa's Group, have also prepared their reports in compliance with GRI-G4 application guidelines.

On April 27, 2015, Itaúsa's Board of Directors approved a capital increase in the amount of R\$ 300 million.

Among other issues, the General Stockholders' Meeting held on April 30, 2015 approved the following:

- 10% bonus shares, with capitalization of revenue reserves in the amount of R\$ 5.0 billion. The unit cost assigned to bonus shares is R\$ 8.137540972 per share, regardless of their type. Shares subscribed in the capital increase were also entitled to the 10% share bonus; and
- Cancellation of 10,547,800 book-entry shares of own issue in treasury, of which 8,227,800 are common shares and 2,320,000 are preferred shares, with no capital reduction.

Given that the quarterly dividends was maintained at R\$ 0.015 per share, the stockholders shall be increased by 10% in this flow.

On May 11, 2015, Itaúsa's Board of Directors, in line with the transition process and structural changes in the direction of Itaú Unibanco Holding, approved the following changes in the composition of its management:

- Alfredo Egydio Arruda Villela Filho became the Chairman of the Board of Directors of Itaúsa; and
- Alfredo Egydio Setubal became the Executive President of Itaúsa.

**Itaú Unibanco Holding**

In February 2015, Itaú Unibanco Holding announced changes in the structure of its management, chaired by Roberto Setubal, with the organization of a new Executive Committee composed of:

- Three General Directors' Offices:
  - Wholesale;
  - Retail;
  - Technology & Operations.
- Two Vice-Presidents' Offices:
  - Risk & Finance Control & Management;
  - Legal, Personnel & Institutional.

The purpose is the ongoing reinvigoration aimed at sustainable performance for our employees, stockholders and society, as well as offering products of consistent quality and convenience to our clients. The three main priorities remain the same: focus on clients, efficiency and streamlining.

In March 2015, Itaú Unibanco opened the new data center, in which R\$ 3.3 billion were invested. This technology center will increase 25 fold the processing and storage capacity of operations, in addition to providing for a 43% reduction in the use of energy, as compared to current consumption. The new data center will support growth up to 2050, ensuring the high performance and availability of operations. The migration of systems and services is scheduled to be completed in the second half of 2016.

In March 2015, Itaú Unibanco entered into an agreement with MasterCard Brasil Soluções de Pagamento Ltda. to establish an alliance for a 20-year term in the payment solutions market in Brazil. This alliance will operate a new electronic payments network through a company controlled by MasterCard, in which Itaú Unibanco will have certain vetoes and approval rights. The objectives of this alliance are to expand its issuing and acquiring businesses, mostly related to this new payment solutions network, to access new payment solutions technologies, to achieve significant gains of scale and efficiency, and to capitalize on MasterCard's expertise in the management of payment solutions' brands of international acceptance.

On April 29, 2015, the Extraordinary Stockholders' Meeting approved a capital increase upon the capitalization of the statutory revenue reserves by R\$ 10.15 billion, with a share bonus of 10%. This operation is pending approval by BACEN.

### **Duratex**

In March, Duratex signed a Binding Proposal for the Acquisition of Ducha Corona Ltda., in the amount of R\$ 88.5 million, continuing with its strategic plan for expanding operations in electric showers. This acquisition is in line with the Company's plan for increasing its stake in synergetic industries. The consummation of the transaction depends on the due diligence and approval of the Board of Directors of the Administrative Council for Economic Defense (CADE). With this movement, Duratex will be the vice leader in the electric shower and faucet sector, with a 30% market share.

The Company's investments totaled R\$ 123.8 million in the quarter. The estimate is to invest R\$ 400 million in 2015 (disregarding the acquisition amount of Ducha Corona), designated only to sustain operations. An approximate amount of R\$ 177 million out of this total refer to planting and maintenance of forest areas.

### **Elekeiroz**

In the period, investments of R\$ 30.0 million were designated particularly for the project to interconnect and adjust the industrial gas unit (Elekeiroz Gas Plant) to the Company's complex in Camaçari and maintenance shut-off of oxo-alcohols and phtalic plants and of the Elekeiroz Gas Plant. The interconnection works are within the schedule and completion is expected for the next quarter.

### **Itautec**

In the meeting held on February 25, 2015, the members of Itautec's Board of Directors unanimously resolved to approve Itautec's intention to exercise the put option of the 30% interest it held in Oki Brasil, which is scheduled to take place in January 2017, according to the Shareholders' Agreement. The present value of this operation is R\$ 40 million and is recorded in Non Current Assets (future value of R\$ 50 million).

In continuity to Itautec's Strategic Repositioning process, which includes the gradual decommissioning of the Computing Unit, in the first quarter of 2015, 4.2 thousand pieces of equipment, comprising desktops, notebooks and servers, were delivered. Additionally, Itautec continued to honor the warranty and maintenance contracts related to the Itautec/Infoway-branded equipment, not giving rise to any prejudice to its customers.

## 2) BUSINESS PERFORMANCE

Recurring net income for the period from January to March 2015 amounted to R\$ 2,002 million - a 27.4% increase in relation to the same period of the previous year - with recurring annualized return on average equity of 20.2%. Net income for the same period reached R\$ 1,930 million, with annualized return of 19.5%.

### MAIN INDICATORS OF RESULTS OF ITAÚSA CONSOLIDATED

	Parent company		Non-controlling interests		Consolidated	
	03/31/2015	03/31/2014	03/31/2015	03/31/2014	03/31/2015	03/31/2014
Net income	1,930	1,681	44	103	1,974	1,784
Recurring net income	2,002	1,571	44	85	2,046	1,656
Stockholders' equity	39,987	33,726	3,060	2,951	43,047	36,677
Annualized return on average equity (%)	19.5%	20.1%	5.8%	14.2%	18.5%	19.6%
Annualized recurring return on average equity (%)	20.2%	18.8%	5.8%	11.7%	19.2%	18.2%

### MAIN FINANCIAL INDICATORS

	03/31/2015	03/31/2014	Change %
<b>Indicators per share - in R\$</b>			
Net income of parent company	0.32	0.28	13.3%
Recurring net income of parent company	0.33	0.26	25.7%
Book value of parent company	6.56	5.61	17.0%
Dividends/ interest on capital, net	0.08	0.07	13.3%
Price of preferred share (PN) (1)	9.99	8.38	19.2%
Market capitalization (2) – in millions of Brazilian reais - R\$	60,935	50,434	20.8%

(1) Calculated based on the average quotation of preferred shares on the last day of the period.

(2) Calculated based on the average quotation of preferred shares on the last day of the period (quotation of average PN multiplied by the number of outstanding shares at the end of the period).

Note: The number of outstanding shares and the quotation of the share were adjusted to reflect the 10% bonus declared out on April 28, 2014.

### DISTRIBUTION OF RECURRING NET INCOME BY AREA

As a public held holding company, Itaúsa's results are basically derived from its share of income of its subsidiaries. Below we present the share of income and result of Itaúsa considering recurring events only.

Recurring Share of Income by Areas	Jan-Mar/15	Share %	Jan-Mar/14	Share %	Change %
<b>Financial Services Area</b>	<b>2,090</b>	<b>99.7%</b>	<b>1,680</b>	<b>98.0%</b>	<b>24.4%</b>
<b>Industrial Area</b>	<b>6</b>	<b>0.3%</b>	<b>34</b>	<b>2.0%</b>	<b>-82.4%</b>
Duratex	24	1.1%	47	2.7%	-48.9%
Elekeiroz	(7)	-0.3%	-	0.0%	-
Itautec	(11)	-0.5%	(13)	-0.8%	-15.4%
<b>Recurring share of income</b>	<b>2,096</b>	<b>100.0%</b>	<b>1,714</b>	<b>100.0%</b>	<b>22.3%</b>
Results of Itaúsa - net of taxes	(94)		(143)		
<b>Recurring Net Income</b>	<b>2,002</b>		<b>1,571</b>		<b>27.4%</b>
Non-Recurring results	(72)		110		
<b>Net Income</b>	<b>1,930</b>		<b>1,681</b>		<b>14.8%</b>

## Reconciliation of recurring net income

In order to allow the appropriate analysis of the financial statements for the period, we present the net income with exclusion of the following main non-recurring effects, net of respective taxes effects:

	Parent company		Non-controlling interests		Consolidated	
	01/01 to 03/31/2015	01/01 to 03/31/2014	01/01 to 03/31/2015	01/01 to 03/31/2014	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Net Income</b>	<b>1,930</b>	<b>1,681</b>	<b>44</b>	<b>103</b>	<b>1,974</b>	<b>1,784</b>
<b>Inclusion / (Exclusion) of non-recurring effects</b>	<b>72</b>	<b>(110)</b>	<b>-</b>	<b>(18)</b>	<b>72</b>	<b>(128)</b>
<b>Arising from stockholding interest in Itaú Unibanco Holding</b>	<b>75</b>	<b>5</b>	<b>-</b>	<b>-</b>	<b>75</b>	<b>5</b>
Change in Treasury Shares	56	(19)	-	-	56	(19)
Provision for Contingencies - Economic Plans	15	15	-	-	15	15
Amortization of Goodwill	14	-	-	-	14	-
Effect of Adherence to the Program for the Payment of Federal Taxes	(10)	-	-	-	(10)	-
Effect of the Favorable Decision, by the Supreme Court, on the Legality of COFINS - Plus the Provision for Losses on Tax Loss - Porto Seguro	-	21	-	-	-	21
Effect of the Favorable Decision on the Increase of the PIS/COFINS Calculation Base of IRB	-	(12)	-	-	-	(12)
<b>Arising from stockholding interest in others Itausa conglomerate companies</b>	<b>(3)</b>	<b>(115)</b>	<b>-</b>	<b>(18)</b>	<b>(3)</b>	<b>(133)</b>
Duratex	-	(10)	-	(18)	-	(28)
Elekeiroz	(3)	-	-	-	(3)	-
Itautec	-	(105)	-	-	-	(105)
<b>Recurring net income</b>	<b>2,002</b>	<b>1,571</b>	<b>44</b>	<b>85</b>	<b>2,046</b>	<b>1,656</b>

## MAIN INDICATORS OF THE ITAÚSA CONGLOMERATE COMPANIES

	January to March	FINANCIAL SERVICES AREA	INDUSTRIAL AREA			CONSOLIDATED ITAUSA <sup>(1)</sup>
		Itaú Unibanco Holding	Duratex	Elekeiroz	Itautec	
<b>Total assets</b>	<b>2015</b>	<b>1,169,439</b>	<b>8,948</b>	<b>705</b>	<b>262</b>	<b>49,172</b>
	2014	1,025,285	8,584	697	492	42,769
<b>Operating revenues <sup>(2)</sup></b>	<b>2015</b>	<b>45,710</b>	<b>1,001</b>	<b>209</b>	<b>10</b>	<b>3,235</b>
	2014	35,663	930	241	55	2,891
<b>Net income</b>	<b>2015</b>	<b>5,673</b>	<b>68</b>	<b>(4)</b>	<b>(11)</b>	<b>1,974</b>
	2014	4,551	161	-	(6)	1,784
<b>Stockholders' equity</b>	<b>2015</b>	<b>100,365</b>	<b>4,677</b>	<b>461</b>	<b>98</b>	<b>43,047</b>
	2014	84,481	4,510	504	142	36,677
<b>Annualized return on average equity (%) <sup>(3)</sup></b>	<b>2015</b>	<b>23.1%</b>	<b>5.9%</b>	<b>-3.3%</b>	<b>-44.1%</b>	<b>18.5%</b>
	2014	22.1%	14.5%	0.2%	-15.8%	19.6%
<b>Internal fund generation <sup>(4)</sup></b>	<b>2015</b>	<b>7,668</b>	<b>242</b>	<b>3</b>	<b>(8)</b>	<b>108</b>
	2014	22,571	227	12	-	135

(1) Itaúsa Consolidated includes: the consolidation of 100% of the subsidiaries and is net of consolidation elimination and unrealized results of intercompany transactions.

The amounts for Itaú Unibanco that were not consolidated and are now being accounted for under the equity method.

(2) Operating revenue by area of operations was obtained as follows:

- Itaú Unibanco Holding: Interest and similar income, dividend income, net gain (loss) from investment securities and derivatives, banking service fees, income from insurance, private pension and capitalization operations before claim and selling expenses and other income.
- Duratex, Itautec and Elekeiroz: Sales of products and services.
- Itaúsa Consolidated: Sales of products and services and share income of associates and joint ventures.

(3) Represents the ratio of net income for the period and the average equity ((Dec'14 + Mar) / 2).

(4) Refers to funds arising from operations as reported by the statement of cash flows.

## 2.1 FINANCIAL SERVICES AREA

### Itaú Unibanco Holding

The amounts commented below, when related to the accounting information, were determined according to the International Financial Reporting Standards (IFRS) and are not made proportion to reflect the ownership interest of 36.77% held by Itaúsa.

#### Results

In the first quarter of 2015, net income attributable to controlling stockholders was 24.7% higher than in the same period of the previous year, and totaled R\$ 5.7 billion. Itaú Unibanco recorded an annualized return of 23.1% on average equity (22.1% in 2014). Recurring net income from January to March 2015 reached R\$ 5.7 billion, a 23.9% increase as compared to 2014, reaching a recurring return on average equity of 23.3%.

The increase of 14.7% in banking service fees and income from bank charges, together with a 16.7% growth in income from insurance, pension plan and capitalization, contributed to this increased result.

The decrease of financial margin<sup>1</sup> is mainly due to the tax effects of hedging foreign investments, which are recorded under Income Tax, Social Contribution on Net Income and Tax Expenses. If it was made reclassified this income, the financial margin would have reached R\$ 16,785 million, a 21.6% increase as compared to the same period of the previous year. This same reclassification to the Income Tax and Social Contribution on Net Income line would have brought this figure to an expense of R\$ 2,496 million, with a 26.5% increase as compared to the same period of the previous year. Given the same criteria, in the first quarter of 2015, Tax Expenses would have reached R\$ 1,663 million, a 29.1% increase as compared to first quarter of 2014.

#### Assets

Total consolidated assets totaled R\$ 1.2 trillion at the end of the first quarter of 2015, with a 14.1% increase in the past 12 months, whereas stockholders' equity attributable to owners of parent company totaled R\$ 100.4 billion, a growth of 18.8% as compared to the end of March 2014.

Business diversification is reflected in the changed composition of the loan portfolio in the last few years, focusing on origination in segments of lower risks and with increased guarantees, as follows:

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<sup>1</sup> Financial Margin= Interest and similar Income + Interest Expenses + Dividend Income + Net Gain (Loss) with Financial Assets and Liabilities + Foreign Exchange Operations and Foreign Exchange Variation on Investments Abroad.

## Loan Portfolio

At March 31, 2015, the balance of the loan portfolio, including endorsements and sureties, reached R\$ 544.1 billion, a 13.3% increase as compared to the end of the first quarter of 2014. Should the risks associated to loans raised under private securities be taken into account, this increase would reach 14.0%. If we disregarded the effects of foreign exchange variation, the increases in total loan portfolio would be 6.4% in 12 months.

Credit Portfolio	R\$ million				
	03/31/15	12/31/14	03/31/14	mar/15- dec/14	mar/15- mar/14
<b>Individuals</b>	<b>187,565</b>	<b>186,505</b>	<b>167,818</b>	<b>0.6%</b>	<b>11.8%</b>
Credit cards	56,331	59,321	52,259	-5.0%	7.8%
Personal loans	29,794	28,505	28,114	4.5%	6.0%
Payroll advance loans	44,605	40,525	24,637	10.1%	81.0%
Vehicles	26,446	29,047	37,309	-9.0%	-29.1%
Mortgage loans	30,389	29,107	25,498	4.4%	19.2%
<b>Companies</b>	<b>304,811</b>	<b>295,762</b>	<b>275,511</b>	<b>3.1%</b>	<b>10.6%</b>
Corporate	219,373	211,637	191,688	3.7%	14.4%
Very small, small and middle market companies	85,438	84,125	83,823	1.6%	1.9%
<b>Latin America (*)</b>	<b>51,677</b>	<b>43,923</b>	<b>36,823</b>	<b>17.7%</b>	<b>40.3%</b>
<b>Total with endorsements and sureties</b>	<b>544,053</b>	<b>526,190</b>	<b>480,151</b>	<b>3.4%</b>	<b>13.3%</b>
Corporate – private securities (**)	35,202	34,175	28,126	3.0%	25.2%
<b>Total with endorsements, sureties and private securities</b>	<b>579,255</b>	<b>560,365</b>	<b>508,277</b>	<b>3.4%</b>	<b>14.0%</b>
<b>Total with endorsements, sureties and private securities (excluding exchange variation)</b>	<b>579,255</b>	<b>582,738</b>	<b>544,347</b>	<b>-0.6%</b>	<b>6.4%</b>

(\*) Includes Argentina, Chile, Colombia, Paraguay and Uruguay.

(\*\*) Includes debentures, securitized real estate loans (CRI) and commercial paper.

*Individuals* – In Brazil, the loan portfolio to **individuals** reached R\$ 187.6 billion at March 31, 2015, an 11.8% growth in twelve months. At the end of the first quarter, the balance of the loan portfolio reflects Itaú Unibanco's strategy to prioritize lower risk portfolios. Highlights:

- Itaú Unibanco is the leader in the credit card segment in Brazil in terms of revenue. At the end of March 2015, the balance of this portfolio reached R\$ 56.3 billion, a 7.8% increase in relation to the same period of the previous year. From January to March 2015, the transacted amount in debit and credit cards reached R\$ 78.6 billion, a 10.1% increase as compared to the same period of 2014. Since its launch less than three years ago, over 5.8 million "Itaucard 2.0" cards have been issued, a pioneer credit card in the Brazilian market, which introduced in the country the international practice for calculating interest.
- At March 31, 2015, the **personal loan** portfolio reached R\$ 29.8 billion, a 6.0% increase as compared to the same period of the previous year, whereas the payroll loans portfolio reached R\$ 44.6 billion, a 81.0% increase as compared to March 31, 2014, reaching 8.2% of Itaú Unibanco's total credit, including endorsements and sureties. Noteworthy are the portfolios of retirees and pensioners from the INSS, and employees from the public sector, which in overall increased 96.4% compared to March 2014.
- The balance of the **vehicles** portfolio reached R\$ 26.4 billion, and the average ratio of the loan amount to the asset value portfolio was 72.9% in March 2015. From January to March 2015, vehicle financing reached R\$ 2.4 billion, with an average term of 39 months, and half of the transactions were carried out with maximum terms of up to 36 months. We strengthened the use of the iCarros website, as a business generator for corporate (car dealers and resellers) and Individual clients, with a volume of 45.6 million hits in the first quarter of 2015, a 15.7% increase as compared to the same period of the previous year.
- Itaú Unibanco is the leader in **mortgage loans** to individuals among Brazilian private banks. The offer of this product is made by the network of branches, development companies, and real estate agencies. The balance of the loan portfolio reached R\$ 30.4 billion, a 19.2% increase in 12 months, with loan to value (ratio of a loan to the value of an asset purchased) of approximately 42.8%.

Approximately 7.9 thousand financing operations to borrowers were carried out, amounting to R\$ 2.5 billion. For entrepreneurs, the volume of financing operations contracted generated 3.5 thousand new units, in the amount of R\$ 614 million.

*Companies* – In Brazil, the portfolio of loan operations with endorsements and sureties to **companies** reached R\$ 304.8 billion at March 31, 2015, posting a 10.6% increase in relation to the same period of 2014.

- The balance of the loan portfolio to **large companies** reached R\$ 219.4 billion at March 31, 2015. The portfolio is composed of loans in domestic and foreign currency, mandatory loans and guarantees.
- The balance of the loan portfolio to **very small, small and middle market companies** reached R\$ 85.4 billion at March 31, 2015. Itaú Unibanco kept the focus on reviewing and streamlining its product offering to very small, small and middle market companies. As an example, the “Conta Certa” (right account), in addition to including more services, enables clients to customize the number of payment forms, wire and electronic transfers (DOCs and TEDs), custody of cheques, among others, in accordance with their needs. The offering of REDE products is also being expanded.

The loan portfolio in **Latin America (Argentina, Chile, Colombia, Paraguay and Uruguay)** posted a 40.3% increase. The depreciation of Latin American currencies against the Real had a major impact in this increase. Should this effect be disregarded, variation in the loan portfolio in the period would be 11.6%.

The individuals segment posted a 48.2% increase (17.7% in legal tender), and noteworthy is the growth of 45.9% (16.6% in legal tender) in Chile’s portfolio, as compared to the same period of the previous year.

The companies segment increased 36.3% (8.3% in legal tender), and noteworthy is the increase in the portfolios of Uruguay and Paraguay, which posted increases of 61.1% (30.1% in legal tender) and of 55.9% (18.8% in legal tender), respectively.

## Default

Itaú Unibanco’s strategy for reducing risk in credit granting, started in 2011, impacted the default rate, mainly due to the change in the credit profile of its portfolio:

- At March 31, 2015, total default rate (transactions overdue for over 90 days) reached 3.0%, posting a decrease of 50 basis points as compared to March 31, 2014.
- This ratio reached 4.5% for the individuals portfolio at the end of March 2015, dropping 90 basis points in relation to the same period of the previous year; and
- It was 1.8% for the companies portfolio at the end of March 2015, dropping 10 basis points in relation to the same period of the previous year.

## Services

- **Asset Management:** In February 2015, Itaú Unibanco reached R\$ 405.8 billion in assets under management, according to the ANBIMA management ranking, accounting for 14.7% of the market.
- **Custody Services:** In the custody market, in March 2015, Itaú Unibanco held R\$ 1,007.1 billion in assets, according to the ANBIMA ranking, a 12.6% increase as compared to the same period of the previous year, and acted as bookrunner for 491 issues in March 2015, accounting for 52.3% of the market.
- **Insurance, Pension Plan and Capitalization:** the decrease in earned premiums was 1.7% in relation to the first quarter of 2014, reaching R\$ 1.4 billion (not including the share in Porto Seguro, in which Itaú Unibanco holds 30% of capital). Technical provisions for insurance reached R\$ 5.5 billion at March 31, 2015. Total funding for pension plans totaled R\$ 4.5 billion in the first quarter of 2015, a 24.8% increase when compared to the same period of the previous year. In terms of capitalization, Itaú Unibanco reached 15.6 million certificates in force, 1.7% higher in relation to the same period of the previous year.
- **Electronic Payment Means (REDE):** In the first quarter of 2015 Itaú Unibanco reached 968.1 million debit and credit card transactions, a 7.6% increase in relation to the same period of the previous year. Total debit and



credit revenue reached R\$ 91.1 billion in the first quarter of 2015, a 11.5% increase in relation to the same period of the previous year. Itaú Unibanco closed the period with 1.9 million equipment pieces, a 15.8% increase in relation to the previous year.

- **Investment Banking:** Between January and March 2015 the Merger and Acquisition operation provided financial advisory to five transactions, took second place in the Thomson Reuters ranking. In fixed income, Itaú Unibanco took part in debentures, promissory notes and securitization transactions, which totaled R\$ 2.4 billion in the January to March 2015 period. In fixed income international issues of Latin American companies, it originated US\$ 497 million in the period.
- **Consortia:** In March 2015, the balance of installments receivable reached R\$ 11.0 billion, a 7.9% increase as compared to March 2014. Income from administration from January to March 2015 reached R\$ 153.9 million, 4.0% higher than the same period of the previous year. In March 2015 Itaú Unibanco reached approximately 400,000 active contracts, a 4.0% increase in relation to the same period of the previous year.

## Funding

At March 31, 2015, free, raised and managed assets totaled R\$ 1.7 trillion, a 11.5% annual increase.

## Capital Strength

In order to ensure strength and the capital availability to support business growth, the regulatory capital levels were kept above the requirements to cover the risks, as evidenced by the Basel ratio and the Tier I Capital and Tier II Capital ratios. At the end of March 2015, the Basel ratio reached 15.3%, of which 11.6% of Tier I Capital and 3.7% of Tier II Capital, mainly composed of shares, quotas, reserves and retained earnings, and subordinated debt. These indicators evidence the effective capacity of absorbing losses.

Subordinated debt, which is part of regulatory capital Tier II, reached R\$ 29.1 billion at March 31, 2015.

## Credit Risk Rating by Rating Agencies

Due the publication of its new global methodology for banks, in March 2015 Moody's announced changes in the ratings of 1,021 banks, out of a total of 1,934 rated in the world. Due to this methodological reassessment, the ratings of Itaú Unibanco Holding, Itaú Unibanco S.A. and Itaú BBA were placed on review for downgrade.

In April 2015, as a consequence of Fitch Ratings' revising the outlook of Brazil (sovereign) rating from steady to negative, the agency also revised the ratings of 20 Brazilian financial institutions, including Itaú Unibanco Holding, Itaú Unibanco S.A. and Itaú BBA, which were downgraded in their outlooks and ratings.

In April 2015, Standard & Poor's (S&P) disclosed certain changes in ratings and outlooks of Brazilian financial institutions. Itaú Unibanco Holding and Itaú BBA did not undergo any changes in their ratings and outlooks.

## 2.2 INDUSTRIAL AREA

### Duratex

Net revenue totaled R\$ 1,001.5 million in the first quarter of 2015, equivalent to a 7.7% increase as compared to 2014, as a result of the 12.2% rise in the volume shipped in the Wood Division. Recurring EBITDA reached R\$ 214.4 million, with a 21.4% margin. Recurring net income reached R\$ 68.5 million, with annualized return on average equity of 5.9%.

The increase in the volume shipped by the Wood Division was mainly due to the upturn in the furniture sector, basically driven by large retailers and exports. Noteworthy were the sales of MDP, which had experienced a decline since the second quarter of 2014.

As a response to this reinvigorated demand, Duratex announced an average rise of 7% prices, both for MDF and MDP, which became effective in April 2015. This action will help to reinvigorate our margins, which are under pressure by the increased resulting from higher electricity prices and the depreciation of the Brazilian real.

In the first quarter of 2015, the Deca Division recorded a decline of 5.4% in the shipped volume, with a 2.8% fall in net revenue as compared to the first quarter of 2014. Duratex attributed this situation to the scenario in the civil construction sector, with the ongoing downturn, particularly regarding the launch of new units.

In view of the difficult scenario in the material construction sector, Deca recorded consistent margins similar to 2014. The adjusted recurring EBITDA margin for the period was 18.0%, slightly below the 21.6% margin for the first quarter of 2014.

### Elekeiroz

Net revenue for the first quarter of 2015 reached R\$ 238.8 million, a 13% decrease as compared to the same period of 2014. The domestic market, accounting for 90% of sales, posted a 7% decrease, whereas exports decreased 45%.

Cost of products sold totaled R\$ 198.5 million, a 12% decrease in relation to 2014, in line with the fall in net revenue.

In the period, the Company posted a loss of R\$ 3.8 million; in the first quarter of 2014, net income was R\$ 0.3 million.

The result for the first quarter of 2015 was affected by the reversal of provisions for civil contingencies in the amount of R\$ 3.3 million. Excluding this reversal, loss for the quarter would be R\$ 7.1 million, in fact according to expectations, in view of the several maintenance shut-off in the oxo-alcohols, phthalic-anhydride units and in the industrial gas plant.

The EBITDA for the quarter was R\$ 4.2 million, as compared to R\$ 10.1 million in the first quarter of 2014. Excluding the reversal effect, EBITDA would be R\$ 1.0 million.

Indebtdness: at the end of March 2015, net debt totaled R\$ 102.0 million, which represented 22% of stockholders' equity.

### Itautec

Consolidated net revenue of sales and services for the first quarter of 2015 was R\$ 10.0 million.

Accumulated gross results for the quarter was negative by R\$ 2.2 million, as a result of the fall in the Computing segment's profitability, due to the gradual decommissioning of the Unit.

Operating expenses (selling, administrative, and research and development) reached R\$ 7.8 million in the first quarter of 2015, 43.1% lower in relation to that reported in the first quarter of 2014.

Due to the above-mentioned factors, net result for the first quarter of 2015 was a loss of R\$ 11.4 million.

At the end of March 2015, the balance of cash and deposits on demand was R\$ 29.9 million and gross debt was R\$ 82.7 million, causing the Company to record a negative net debt of R\$ 52.8 million.

### **3) PEOPLE MANAGEMENT**

Itaúsa Conglomerate had the support of approximately 105,000 people at the end of March 2015, including approximately 7.6 thousand employees in foreign units. The employee's fixed compensation plus charges and benefits totaled R\$ 3.4 billion for the period.

### **4) INDEPENDENT AUDITORS – CVM INSTRUCTION No. 381**

#### **Procedures adopted by the Company**

The policy adopted by Itaúsa and its subsidiaries, to engage non-audit related services from our independent auditors, is based on the applicable regulations and internationally accepted principles that preserve the auditor's independence. These principles include the following: (a) an auditor cannot audit his or her own work, (b) an auditor cannot function in the role of management in companies in which he or she provides external audit services; and (c) an auditor cannot promote the interests of its client.

During the period from January to March 2015, BDO and its related parties did not provide non-audit related services to the company.

Additionally, we decided to apply the standards from the CVM instruction to engage non-audit related services by PwC. In the first quarter of 2015 were engaged the following services:

- January 21, February 11 and March 23, 2015 – acquisition of surveys and technical materials.

### **5) ACKNOWLEDGEMENTS**

Recorded a vote of thanks to Dr. Carlos da Camara Pestana, for his commitment, intense dedication and valuable contribution to Itaúsa Conglomerate for over nearly 40 years. In the General Stockholders' Meeting held on April 30, 2015, he was not reappointed as Company's Chairman of the Board of Directors.

We thank our stockholders and clients for their trust, which we always try to pay back by obtaining results differentiated from those of the market, and making available quality products and services, and our employees for their talent, which has enabled the sustainable growth of our business.

(Approved at the Board of Directors' Meeting of May 11, 2015).

## ITAÚSA - INVESTIMENTOS ITAÚ S.A.

### BOARD OF DIRECTORS <sup>(1)</sup>

#### Chairman

ALFREDO EGYDIO ARRUDA VILLELA FILHO

#### Vice-Chairman

ALFREDO EGYDIO SETUBAL

#### Members

HENRI PENCHAS

LICIO DA COSTA RAIMUNDO

PAULO SETUBAL

RODOLFO VILLELA MARINO

#### Alternate members

RICARDO EGYDIO SETUBAL

RICARDO VILLELA MARINO

### EXECUTIVE BOARD <sup>(2)</sup>

#### Chief Executive Officer

ALFREDO EGYDIO SETUBAL (\*)

#### Executive Vice-Presidents

ROBERTO EGYDIO SETUBAL

RODOLFO VILLELA MARINO

(\*) *Investors Relations Officer*

(1) *Elected on April 30, 2015*

(2) *Elected on May 11, 2015*

### FISCAL COUNCIL <sup>(1)</sup>

#### President

TEREZA CRISTINA GROSSI TOGNI

#### Members

ALEXANDRE BARRENCO RIBEIRO

FLAVIO CÉSAR MAIA LUZ

JOSÉ CARLOS DE BRITO E CUNHA

PAULO RICARDO MORAES AMARAL

#### Alternate members

JOSÉ ROBERTO BRANT DE CARVALHO

PEDRO AMÉRICO HERBST

FELÍCIO CINTRA DO PRADO JÚNIOR

AUGUSTO CARNEIRO DE OLIVEIRA FILHO

JOÃO COSTA

#### Accountant

RICARDO JORGE PORTO DE SOUSA

CRC 1SP - 185.916/O-8

## ITAÚ UNIBANCO HOLDING S.A.

### BOARD OF DIRECTORS

#### Chairman

PEDRO MOREIRA SALLES

#### Vice-Chairmen

ALFREDO EGYDIO ARRUDA VILLELA FILHO

ROBERTO EGYDIO SETUBAL

#### Members

ALFREDO EGYDIO SETUBAL

CANDIDO BOTELHO BRACHER

DEMONSTHENES MADUREIRA DE PINHO NETO

GUSTAVO JORGE LABOISSIÈRE LOYOLA

HENRI PENCHAS

ISRAEL VAINBOIM

NILDEMAR SECCHES

PEDRO LUIZ BODIN DE MORAES

RICARDO VILLELA MARINO

### AUDIT COMMITTEE

#### President

GERALDO TRAVAGLIA FILHO

#### Members

ALKIMAR RIBEIRO MOURA

DIEGO FRESCO GUTIERREZ

LUIZ ALBERTO FIORE

MARIA HELENA DOS SANTOS FERNANDES DE SANTANA

SERGIO DARCY DA SILVA ALVES

### FISCAL COUNCIL

#### President

IRAN SIQUEIRA LIMA

#### Members

ALBERTO SOZIN FURUGUEM

LUIZ ALBERTO DE CASTRO FALLEIROS

### EXECUTIVE BOARD

#### Chief Executive Officer

ROBERTO EGYDIO SETUBAL

#### Executive Vice-Presidents

CANDIDO BOTELHO BRACHER

CLAUDIA POLITANSKI

EDUARDO MAZZILLI VASSIMON

#### Executive Directors

ALEXSANDRO BROEDEL LOPES

CAIO IBRAHIM DAVID

LEILA CRISTIANE BARBOZA BRAGA DE MELO

RICARDO BALDIN

#### Directors

ADRIANO CABRAL VOLPINI

ÁLVARO FELIPE RIZZI RODRIGUES

CLÁUDIO JOSÉ COUTINHO ARROMATTE

EDUARDO HIROYUKI MIYAKI

EMERSON MACEDO BORTOLOTO

JOSÉ VIRGILIO VITA NETO

MARCELO KOPEL (\*)

MATIAS GRANATA

RODRIGO LUÍS ROSA COUTO

WAGNER BETTINI SANCHES

(\*) *Investor Relations Officer*

## DURATEX S.A.

### BOARD OF DIRECTORS

#### Chairman

SALO DAVI SEIBEL

#### Vice-Chairmen

ALFREDO EGYDIO ARRUDA VILLELA FILHO  
RICARDO EGYDIO SETUBAL

#### Members

ALFREDO EGYDIO SETUBAL  
ÁLVARO ANTONIO CARDOSO DE SOUZA  
FRANCISCO AMAURI OLSEN  
HELIO SEIBEL  
HENRI PENCHAS  
KATIA MARTINS COSTA  
RAUL CALFAT  
RODOLFO VILLELA MARINO

#### Alternate members

ANDREA LASERNA SEIBEL  
OLAVO EGYDIO SETUBAL JÚNIOR  
RICARDO VILLELA MARINO

### EXECUTIVE BOARD

#### Chief Executive Officer and Vice-Chairman of the Wood business unit

ANTONIO JOAQUIM DE OLIVEIRA

#### Vice-Chairman of the DECA business unit

RAUL PENTEADO DE OLIVEIRA NETO

#### Directors

ALEXANDRE COELHO NETO DO NASCIMENTO  
BRUNO BASILE ANTONACCIO  
FLAVIO MARASSI DONATELLI (\*)  
JOSÉ RICARDO PARAÍSO FERRAZ  
MARCO ANTONIO MILLEO  
MARIA JULIETA PINTO RODRIGUES NOGUEIRA  
PAULO CESAR MARÓSTICA  
RONEY ROTENBERG

(\*) *Investor Relations Officer*

## ITAUTEC S.A. - GRUPO ITAUTEC

### BOARD OF DIRECTORS

#### Chairman

RICARDO EGYDIO SETUBAL

#### Vice-Chairman

ALFREDO EGYDIO ARRUDA VILLELA FILHO

#### Members

HENRI PENCHAS  
OLAVO EGYDIO SETUBAL JÚNIOR  
RODOLFO VILLELA MARINO

#### Alternate members

ALFREDO EGYDIO SETUBAL  
RICARDO VILLELA MARINO

### EXECUTIVE BOARD

#### Chief Executive Officer

JOÃO JACÓ HAZARABEDIAN

#### Directors

RENATA MARTINS GOMES  
RODOLFO LATINI NETO (\*)

(\*) *Investor Relations Officer*

## ELEKEIROZ S.A.

### BOARD OF DIRECTORS

#### Chairman

RODOLFO VILLELA MARINO

#### Vice-chairman

OLAVO EGYDIO SETUBAL JÚNIOR

#### Members

CESAR SUAKI DOS SANTOS  
HENRI PENCHAS  
RICARDO EGYDIO SETUBAL

#### Alternate members

ALFREDO EGYDIO SETUBAL  
RICARDO VILLELA MARINO

### EXECUTIVE BOARD

#### Chief Executive Officer

MARCOS ANTONIO DE MARCHI (\*)

#### Directors

ELDER ANTONIO MARTINI  
RICARDO CRAVEIRO MASSARI

(\*) *Investor Relations Officer*

**ITAÚSA - INVESTIMENTOS ITAÚ S.A****Consolidated Balance Sheet***(In millions of Reais)*

<b>ASSETS</b>	<b>NOTE</b>	<b>03/31/2015</b>	<b>12/31/2014</b>
Cash and cash equivalents	3	1,991	1,897
Financial assets held for trading	4	295	290
Trade accounts receivable	5	1,151	1,069
Other financial assets	6a	877	1,080
Inventories	7	826	831
Investments in associates and joint ventures	8 IIa	36,196	35,798
Fixed assets, net	9	4,151	4,085
Intangible assets, net	10	1,028	1,029
Biological assets	11	1,387	1,355
Tax assets		1,213	1,130
Income tax and social contribution - current		227	286
Income tax and social contribution - deferred	12b	859	744
Other		127	100
Other assets	6a	19	30
Held-for-sale assets	28	38	-
<b>TOTAL ASSETS</b>		<b>49,172</b>	<b>48,594</b>

*The accompanying notes are an integral part of these financial statements.*

<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>NOTE</b>	<b>03/31/2015</b>	<b>12/31/2014</b>
<b>Liabilities</b>			
Dividends and interest on capital		621	1,322
Loans and financing	13	2,921	2,902
Debentures	14	122	123
Provisions	15	625	574
Tax liabilities		830	751
Income tax and social contribution - current		31	11
Income tax and social contribution - deferred	12b	695	623
Other		104	117
Other liabilities	6b	714	683
Advance for future capital increase		292	-
<b>Total Liabilities</b>		<b>6,125</b>	<b>6,355</b>
<b>Stockholders' Equity</b>			
Capital	16a	27,025	27,025
Treasury shares		(96)	(91)
Reserves	16c	13,374	12,777
Cumulative other comprehensive income		(316)	(485)
<b>Total stockholders' equity attributable to owners of the parent company</b>		<b>39,987</b>	<b>39,226</b>
Non-controlling interests		3,060	3,013
<b>Total stockholders' equity</b>		<b>43,047</b>	<b>42,239</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>		<b>49,172</b>	<b>48,594</b>

*The accompanying notes are an integral part of these financial statements.*

**ITAÚSA - INVESTIMENTOS ITAÚ S.A****Consolidated Statement of Income***(In millions of Reals, except per share information)*

	NOTE	01/01 to 03/31/2015	01/01 to 03/31/2014
Sales of products and services	18	1,220	1,220
Cost of products and services	19	(916)	(891)
Sales expenses		(153)	(133)
Financial results		(24)	(19)
General and administrative expenses	20	(70)	(67)
Other (losses) / gains, net	21	10	166
Tax expenses		(142)	(113)
Share of income in associates and joint ventures	8 IIa	2,015	1,671
<b>Income before income tax and social contribution</b>		<b>1,940</b>	<b>1,834</b>
Current income tax and social contribution	12a	(15)	(27)
Deferred income tax and social contribution	12b	49	(23)
<b>NET INCOME</b>		<b>1,974</b>	<b>1,784</b>
Net income attributable to owners of the parent company		1,930	1,681
Net income attributable to non-controlling interests		44	103
<b>EARNINGS PER SHARE - BASIC AND DILUTED</b>	22		
Common		0.32	0.28
Preferred		0.32	0.28
<b>Weighted average number of shares outstanding – basic and diluted</b>			
Common		2,344,456,007	2,316,849,373
Preferred		3,755,390,279	3,700,664,614

*The accompanying notes are an integral part of these financial statements.*



**ITAÚSA - INVESTIMENTOS ITAÚ S.A**  
**Consolidated Statement of Comprehensive Income**

(In millions of Reais)

	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>NET INCOME</b>	<b>1,974</b>	<b>1,784</b>
<b>Other comprehensive income</b>	<b>169</b>	<b>34</b>
<b>Amounts that will be subsequently reclassified to results.</b>	<b>165</b>	<b>27</b>
<b>Interest in associates and jointly controlled entities</b>	<b>154</b>	<b>33</b>
Available-for-sale financial assets; hedge and foreign exchange variation on investments abroad	154	33
<b>Interest in subsidiaries</b>	<b>11</b>	<b>(6)</b>
Available-for-sale financial assets and foreign exchange variation on investments abroad	11	(6)
<b>Amounts that will not be subsequently reclassified to results.</b>	<b>4</b>	<b>7</b>
<b>Interest in associates and jointly controlled entities</b>	<b>4</b>	<b>7</b>
Remeasurement of post-employment benefits obligations	4	7
<b>Total comprehensive income</b>	<b>2,143</b>	<b>1,818</b>
Comprehensive income attributable to owners of the parent company	2,099	1,715
Comprehensive income attributable to non-controlling interests	44	103

*The accompanying notes are an integral part of these financial statements.*

**ITAÚSA- INVESTIMENTOS ITAÚ S.A.**  
**Consolidated Statement of Cash Flows**

(In millions of Reais)

	Note	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Adjusted Net Income</b>		<b>108</b>	<b>135</b>
Net income		1,974	1,784
Adjustments to net income:		(1,866)	(1,649)
Interest, foreign exchange and monetary variations, net		75	57
Depreciation, amortization and depletion	9, 10 and 11	152	373
Share of income in associates and joint ventures	8 IIa	(2,015)	(1,671)
Deferred income tax and social contribution		(49)	23
Change in fair value of biological assets		(44)	(221)
Allowance for loan losses		(1)	3
Income from the sale of fixed assets		-	(3)
Other		16	(210)
<b>Changes in assets and liabilities</b>		<b>262</b>	<b>381</b>
(Increase)/ decrease in financial assets		(8)	13
(Increase)/ decrease in trade accounts receivable		(80)	23
(Increase)/ decrease in inventories		16	(24)
Decrease in tax assets		-	5
Decrease in other assets		227	210
Increase/ (decrease) in suppliers		26	(81)
Increase in tax and labor liabilities		8	9
Increase in other liabilities		73	226
<b>Others</b>		<b>(65)</b>	<b>(82)</b>
Payment of income tax and social contribution		(4)	(28)
Interest paid on loans and financing		(61)	(54)
<b>Net cash from operating activities</b>		<b>305</b>	<b>434</b>
Purchase of investments		-	(148)
Acquisition of intangibles	10	(6)	(2)
Purchase of fixed assets	9	(112)	(412)
Sale of fixed assets	9	-	48
Interest on capital and dividends received		1,621	1,206
Other		(2)	(16)
<b>Net cash used in investment activities</b>		<b>1,501</b>	<b>676</b>
Subscription of shares		3	6
Treasury shares		(5)	(15)
Interest on capital and dividends paid		(1,708)	(909)
Borrowings and financing		122	411
Payment of borrowings and financing		(119)	(231)
Issue of debentures		(7)	(7)
<b>Net cash from financing activities</b>		<b>(1,714)</b>	<b>(745)</b>
<b>Net increase in cash and cash equivalents</b>		<b>92</b>	<b>365</b>
Cash and cash equivalents at the beginning of the period	3	1,897	1,539
Effects of changes in exchange rates on cash and cash equivalents		2	-
Cash and cash equivalents at the end of the period	3	1,991	1,904

The accompanying notes are an integral part of these financial statements.

**ITAÚSA - INVESTIMENTOS ITAÚ S.A.**  
**Consolidated Statement of Added Value**

(In millions of Reais)

	01/01 to 03/31/2015	%	01/01 to 03/31/2014	%
<b>INCOME</b>	<b>1,290</b>		<b>1,397</b>	
Sales of products and services	1,220		1,220	
Other	70		177	
<b>INPUTS PURCHASED FROM THIRD PARTIES</b>	<b>(691)</b>		<b>(832)</b>	
Cost of products and services	(456)		(695)	
Materials, energy, third-party services and other	(11)		(11)	
Other	(224)		(126)	
Data processing and telecommunications	(2)		(2)	
Advertising, promotions and publicity	(155)		(105)	
Installations, repairs and maintenance of asset items	(2)		(1)	
Travel expenses	(1)		(1)	
Legal	(2)		-	
Other	(62)		(17)	
<b>GROSS ADDED VALUE</b>	<b>599</b>		<b>565</b>	
<b>DEPRECIATION, AMORTIZATION AND DEPLETION</b>	<b>(152)</b>		<b>(71)</b>	
<b>NET ADDED VALUE PRODUCED BY THE COMPANY</b>	<b>447</b>		<b>494</b>	
<b>ADDED VALUE RECEIVED FROM TRANSFER</b>	<b>2,099</b>		<b>1,729</b>	
Share of income in associates and joint ventures	2,015		1,671	
Financial income	84		58	
<b>TOTAL ADDED VALUE TO BE DISTRIBUTED</b>	<b>2,546</b>		<b>2,223</b>	
<b>DISTRIBUTION OF ADDED VALUE</b>	<b>2,546</b>	<b>100.00%</b>	<b>2,223</b>	<b>100.00%</b>
Personnel	190	7.46%	193	8.68%
Compensation	154		158	
Benefits	26		25	
FGTS – Government severance pay fund	10		10	
Taxes, fees and contributions	272	10.68%	169	7.60%
Federal	211		168	
State	57		1	
Municipal	4		-	
Return on third parties' assets	110	4.32%	77	3.46%
Interest	108		77	
Rents	2		-	
Return on own assets	1,974	77.54%	1,784	80.26%
Dividends and interest on capital paid/provided for	523		455	
Retained earnings for the period	1,407		1,226	
Non-controlling interests in retained earnings	44		103	

The accompanying notes are an integral part of these financial statements.

**ITAÚSA - INVESTIMENTOS ITAÚ S.A.****Individual Balance Sheet***(In millions of Reais)*

<b>ASSETS</b>	<b>NOTE</b>	<b>03/31/2015</b>	<b>12/31/2014</b>
Cash and cash equivalents		828	643
Financial assets held for trading		295	290
Other financial assets		528	697
Dividends and interest on capital		467	625
Escrow deposits in guarantee to contingencies		61	72
Investments in subsidiaries, associates and joint ventures	8   b	38,479	38,035
Fixed assets, net		70	70
Intangible assets, net		460	460
Tax assets		772	759
Income tax and social contribution - current		183	206
Income tax and social contribution - deferred		587	551
Other		2	2
Other assets		4	4
<b>TOTAL ASSETS</b>		<b>41,436</b>	<b>40,958</b>

*The accompanying notes are an integral part of these financial statements.*

<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>NOTE</b>	<b>03/31/2015</b>	<b>12/31/2014</b>
<b>Liabilities</b>			
Dividends and interest on capital		620	1,282
Provisions		483	412
Tax liabilities		48	32
Income tax and social contribution - current		3	-
Income tax and social contribution - deferred		5	5
Other		40	27
Other liabilities		6	6
Advance for future capital increase		292	-
<b>Total Liabilities</b>		<b>1,449</b>	<b>1,732</b>
<b>Stockholders' equity</b>			
Capital	16a	27,025	27,025
Treasury shares		(96)	(91)
Reserves	16c	13,374	12,777
Cumulative other comprehensive income		(316)	(485)
<b>Total stockholders' equity</b>		<b>39,987</b>	<b>39,226</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>		<b>41,436</b>	<b>40,958</b>

*The accompanying notes are an integral part of these financial statements.*

**ITAÚSA - INVESTIMENTOS ITAÚ S.A.****Individual Statement of Income***(In millions of Reais, except per share information)*

	NOTE	01/01 to 03/31/2015	01/01 to 03/31/2014
Financial results		24	12
Other operating income		3	3
General and administrative expenses		(10)	(8)
Tax expenses		(142)	(112)
Share of income in subsidiaries, associates and joint ventures	8 l b	2,024	1,824
<b>Income before income tax and social contribution</b>		<b>1,899</b>	<b>1,719</b>
Current income tax and social contribution		(4)	-
Deferred income tax and social contribution		35	(38)
<b>Net income</b>		<b>1,930</b>	<b>1,681</b>
<b>Earnings per share - basic and diluted</b>	22		
Common		0.32	0.28
Preferred		0.32	0.28
<b>Weighted average number of shares outstanding – basic and diluted</b>			
Common		2,344,456,007	2,316,849,373
Preferred		3,755,390,279	3,700,664,614

*The accompanying notes are an integral part of these financial statements.***ITAÚSA - INVESTIMENTOS ITAÚ S.A.****Individual Statement of Comprehensive Income***(In millions of Reais)*

	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Net Income</b>	<b>1,930</b>	<b>1,681</b>
<b>Other Comprehensive Income</b>	<b>169</b>	<b>34</b>
<b>Amounts that will be subsequently reclassified to result</b>	<b>165</b>	<b>27</b>
<b>Interest in associates and jointly controlled entities</b>	<b>154</b>	<b>33</b>
Available-for-sale financial assets; hedge and foreign exchange variation on investments abroad	154	33
<b>Interest in subsidiaries</b>	<b>11</b>	<b>(6)</b>
Available-for-sale financial assets and foreign exchange variation on investments abroad	11	(6)
<b>Amounts that will not be subsequently reclassified to result</b>	<b>4</b>	<b>7</b>
<b>Interest in associates and jointly controlled entities</b>	<b>4</b>	<b>7</b>
Remeasurement of post-employment benefits obligations	4	7
<b>Total comprehensive income</b>	<b>2,099</b>	<b>1,715</b>

*The accompanying notes are an integral part of these financial statements.*

## ITAÚSA - INVESTIMENTOS ITAÚ S.A

## Statement of Changes in Stockholders' Equity (Note 16)

(In millions of Reais)

	Attributable to owners of the parent company							Total stockholders' equity – owners of the parent company	Total stockholders' equity – non-controlling interests	Total
	Capital	Treasury shares	Appropriated reserves / Capital and revenue	Unappropriated reserves	Proposal for distribution of additional dividends	Retained earnings / (accumulated deficit)	Share of other comprehensive income			
<b>Balance at 01/01/2014</b>	<b>22,000</b>	-	<b>8,127</b>	<b>3,262</b>	<b>617</b>	-	<b>(875)</b>	<b>33,131</b>	<b>2,843</b>	<b>35,974</b>
Transactions with owners	-	(5)	-	-	(617)	(455)	-	(1,077)	5	(1,072)
Treasury shares	-	(5)	-	-	-	-	-	(5)	-	(5)
Change in non-controlling interests	-	-	-	-	-	-	-	-	5	5
Dividends and interest on capital	-	-	-	-	-	(455)	-	(455)	-	(455)
Dividend – amount in addition to the minimum mandatory dividend for prior years	-	-	-	-	(617)	-	-	(617)	-	(617)
Transactions with Subsidiaries and Jointly Controlled Companies	-	-	(43)	-	-	-	-	(43)	-	(43)
Paid-in reserves	-	-	3,262	(3,262)	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	-	1,681	34	1,715	103	1,818
Net income	-	-	-	-	-	1,681	-	1,681	103	1,784
Other comprehensive income	-	-	-	-	-	-	34	34	-	34
Appropriations:	-	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	84	-	-	(84)	-	-	-	-
Unappropriated reserves	-	-	-	1,142	-	(1,142)	-	-	-	-
<b>Balance at 03/31/2014</b>	<b>22,000</b>	<b>(5)</b>	<b>11,430</b>	<b>1,142</b>	<b>(617)</b>	<b>-</b>	<b>(841)</b>	<b>33,726</b>	<b>2,951</b>	<b>36,677</b>
<b>Change in the period</b>	<b>-</b>	<b>(5)</b>	<b>3,303</b>	<b>(2,120)</b>	<b>(617)</b>	<b>-</b>	<b>34</b>	<b>595</b>	<b>108</b>	<b>703</b>
<b>Balance at 01/01/2015</b>	<b>27,025</b>	<b>(91)</b>	<b>7,249</b>	<b>4,969</b>	<b>559</b>	<b>-</b>	<b>(485)</b>	<b>39,226</b>	<b>3,013</b>	<b>42,239</b>
Transactions with owners	-	(5)	(159)	-	(559)	(523)	-	(1,246)	3	(1,243)
Treasury shares	-	(5)	-	-	-	-	-	(5)	-	(5)
Change in non-controlling interests	-	-	-	-	-	-	-	-	3	3
Dividends and interest on capital	-	-	-	-	-	(523)	-	(523)	-	(523)
Dividend – amount in addition to the minimum mandatory dividend for prior years	-	-	(159)	-	(559)	-	-	(718)	-	(718)
Transactions with Subsidiaries and Jointly Controlled Companies	-	-	(92)	-	-	-	-	(92)	-	(92)
Paid-in reserves	-	-	4,969	(4,969)	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	-	1,930	169	2,099	44	2,143
Net income	-	-	-	-	-	1,930	-	1,930	44	1,974
Other comprehensive income	-	-	-	-	-	-	169	169	-	169
Appropriations:	-	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	97	-	-	(97)	-	-	-	-
Unappropriated reserves	-	-	-	1,310	-	(1,310)	-	-	-	-
<b>Balance at 03/31/2015</b>	<b>27,025</b>	<b>(96)</b>	<b>12,064</b>	<b>1,310</b>	<b>-</b>	<b>-</b>	<b>(316)</b>	<b>39,987</b>	<b>3,060</b>	<b>43,047</b>
<b>Change in the period</b>	<b>-</b>	<b>(5)</b>	<b>4,815</b>	<b>(3,659)</b>	<b>(559)</b>	<b>-</b>	<b>169</b>	<b>761</b>	<b>47</b>	<b>808</b>

The accompanying notes are an integral part of these financial statements.

**ITAÚSA - INVESTIMENTOS ITAÚ S.A.****Individual Statement of Cash Flows***(In millions of Reais)*

	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Adjusted net income</b>	<b>(129)</b>	<b>(104)</b>
Net income	1,930	1,681
Adjustments to net income:	(2,059)	(1,785)
Share of income in subsidiaries, associates and joint ventures	(2,024)	(1,824)
Deferred income tax and social contribution	(35)	38
Depreciation and amortization	-	1
<b>Change in assets and liabilities</b>	<b>303</b>	<b>127</b>
(Increase) decrease in financial assets	(4)	18
Decrease in other assets	196	196
Increase (Decrease) in provisions and other liabilities	111	(87)
<b>Net cash from operating activities</b>	<b>174</b>	<b>23</b>
Interest on capital and dividends received	1,651	1,255
<b>Net cash from investing activities</b>	<b>1,651</b>	<b>1,255</b>
Subscription of shares	3	6
Purchase of treasury shares	(5)	(5)
Interest on capital and dividends paid	(1,638)	(805)
<b>Net cash used in financing activities</b>	<b>(1,640)</b>	<b>(804)</b>
<b>Net increase in cash and cash equivalents</b>	<b>185</b>	<b>474</b>
Cash and cash equivalents at the beginning of the period	643	340
Cash and cash equivalents at the end of the period	828	814

*The accompanying notes are an integral part of these financial statements.*

**ITAÚSA - INVESTIMENTOS ITAÚ S.A.****Individual Statement of Added Value***(In millions of Reais)*

	01/01 to 03/31/2015	%	01/01 to 03/31/2014	%
<b>Inputs purchased from third parties</b>	<b>(7)</b>		<b>(3)</b>	
Third-party services	(3)		(1)	
Other	(4)		(2)	
Agreement for apportionment of common costs	(1)		(1)	
Other	(3)		(1)	
<b>Gross added value</b>	<b>(7)</b>		<b>(3)</b>	
Depreciation and amortization	-		(1)	
<b>Net added value produced by the company</b>	<b>(7)</b>		<b>(4)</b>	
<b>Added value received from transfer</b>	<b>2,061</b>		<b>1,844</b>	
Share of income in subsidiaries, associates and joint ventures	2,024		1,824	
Financial income	34		17	
Other income	3		3	
<b>Total added value to be distributed</b>	<b>2,054</b>	<b>100.00%</b>	<b>1,840</b>	<b>100.00%</b>
<b>Distribution of added value</b>	<b>2,054</b>		<b>1,840</b>	
Personnel	3	0.15%	3	0.16%
Compensation	3		3	
Taxes, fees and contributions	111	5.40%	151	8.21%
Federal	111		151	
Return on third parties' assets - Financial expenses	10	0.49%	5	0.27%
Return on own assets	1,930	93.96%	1,681	91.36%
Dividends and interest on capital	523		455	
Retained earnings for the period	1,407		1,226	

*The accompanying notes are an integral part of these financial statements.*



**ITAÚSA – INVESTIMENTOS ITAÚ S.A**  
**Notes to the Consolidated Financial Statements**  
**At March 31, 2015**  
*(In millions of Reais)*

**NOTE 1 – OVERVIEW**

Itaúsa – Investimentos Itaú S.A. (“ITAÚSA”) is a publicly-held company, organized and existing under the Laws of Brazil, and is located at Praça Alfredo Egydio de Souza Aranha, No. 100, Jabaquara, Torre Olavo Setubal, in the city of São Paulo, Brazil.

ITAÚSA has as its main objective supporting the companies in which it holds an equity interest, through studies, analyses and suggestions on the operating policy and projects for the expansion of the mentioned companies, obtaining resources to meet the related additional needs of risk capital through subscription or acquisition of securities issued, to strengthen their position in the capital market and related activities or subsidiaries of interest of the mentioned companies, except for those restricted to financial institutions.

Through its controlled and joint-controlled companies, ITAÚSA operates in the following markets: financial services (Itaú Unibanco Holding), wood panels, bathroom porcelains and metals (Duratex), information technology (Itautec), and in the chemical products (Elekeiroz) – as shown in Note 25 “Segment Information”.

ITAÚSA is a holding company controlled by the Egydio de Souza Aranha family whom holds 61.38% of the common shares and 16.92% of the preferred shares, 34.01% of the total.

These interim Individual and Consolidated Financial Statements were approved by the Board of Directors of ITAÚSA – Investimentos Itaú S.A. on May 11, 2015.

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied in the preparation of these individual and consolidated financial statements are set out below.

### 2.1 BASIS OF PREPARATION

#### Consolidated financial statements

The consolidated financial statements of Itaúsa and its subsidiaries (ITAÚSA CONSOLIDATED) were prepared and are being presented in accordance with the accounting practices adopted in Brazil, including the pronouncements issued by the Accounting Pronouncements Committee (CPC), as well as the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

#### Individual financial statements

The individual financial statements of the parent were prepared in accordance with the Brazilian accounting practices issued by the CPC and are published together with the consolidated financial statements.

The preparation of financial statements requires the Company's Management to use certain critical accounting estimates and exercise judgment in the process of application of accounting policies of ITAÚSA and its subsidiaries. The areas that require a higher degree of judgment and have a higher complexity, as well as those in which assumptions and estimates that are significant to the consolidated financial statements are disclosed in Note 2.3.

The presentation of the individual and consolidated Statements of Value Added is required by the Brazilian corporate legislation and the accounting practices adopted in Brazil applicable to publicly-held companies: The IFRS do not require the presentation of this statement. As a consequence, under IFRS, this statement is presented as supplementary information, without prejudice to the set of financial statements.

All references to the Pronouncements of the CPC shall also be understood as references to the corresponding IFRS Pronouncements, and vice versa, and it should be noted that, in general, the early adoption of revisions or new IFRSs is not available in Brazil.

### 2.2 NEW PRONOUNCEMENTS, CHANGES TO AND INTERPRETATIONS OF EXISTING PRONOUNCEMENTS

#### a) Amendments to accounting pronouncements applicable for periods ended March 31, 2015

- IAS 19 (R1) – Benefits to Employees – the entity should include contributions carried out by employees and third parties when accounting for defined benefit plans. This change has no impact on us, since Itaúsa and Subsidiaries already carry out these procedures.

#### b) Accounting pronouncements recently issued and applicable in future periods

The following pronouncements will become applicable for periods after the date of these consolidated financial statements and were not early adopted:

- IFRS 9 Financial Instruments: IFRS 9 – Financial Instruments – Pronouncement meant to replace IAS 39 – Financial instruments: Recognition and Measurement. The IFRS 9 Includes: (a) a logical model for classification and measurement; (b) a single impairment model for financial instruments, which provides a response to expected losses; (c) the exclusion of volatility in results arising from the own credit risk; and (d) a new approach to hedge accounting. In effect for the years beginning on January 1, 2018. Possible impacts arising from the adoption of this change are being assessed, and this assessment will be completed by the date this standard is in force..

- IFRS 15 – Revenue from Contracts with Customers – requires that revenues be recognized to depict the transfer of goods or services to customers in amounts that reflect the company's expectation to have in consideration the rights to these goods or services. IFRS 15 supersedes IAS 18, IAS 11, and related interpretations (IFRICs 13, 15 and 18). It is effective for the years beginning after January 1, 2017 and its early adoption is permitted by IASB. Possible impacts arising from the adoption of this amendment will be assessed up to the date this standard becomes effective.
- Amendment to IFRS 11 – Joint Arrangements – This amendment establishes accounting criteria for the acquisition of interest in joint ventures and joint operations, which constitutes a business, in accordance with the methodology established in IFRS 3 – Business Combinations. Effective for annual periods beginning on January 1, 2016, with early adoption permitted by IASB. The impact of this amendment will be due only in case of acquisition of joint control.
- Amendment to IAS 16 – Property, Plant and Equipment and IAS 38 Intangible Assets – The amendment clarifies the base principle for depreciation and amortization as being the expected pattern of consumption of future economic benefits embodied in the asset. Effective for annual periods beginning on January 1, 2016, with early adoption permitted by IASB. Any possible impacts arising from the adoption of this amendment are being assessed and will be completed until the date this standard becomes effective.
- Amendment to IFRS 10 – Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures. These amendments relate to an inconsistency between the requirements of IFRS 10 and IAS 28 (2011) regarding the sale or contribution of assets between an investor and its associates or joint ventures. Effective for annual periods beginning on January 1, 2016, with early adoption permitted by IASB. Any possible impacts arising from the adoption of this amendment are being assessed and will be completed until the date this standard becomes effective.
- IASB Annual Improvement Cycle (2012-2014) – Annually IASB makes minor amendments to a series of pronouncements to clarify the current standards and avoid double interpretation. In this cycle IFRS 1 – Initial Adoption, IFRS 5 – Non-Current Assets Held for Sale and Discontinued Operations, IFRS 7 – Financial Instruments: Disclosures, IAS 19 – Employee Benefits, and IAS 34 – Interim Financial Reporting were reviewed. Effective for annual periods beginning on January 1, 2016, with early adoption permitted by IASB. Any possible impacts arising from the adoption of this amendment are being assessed and will be completed until the date this standard becomes effective.
- Amendment to IAS 1 – Presentation of Financial Statements: The purpose of the changes is to encourage companies to choose which information is sufficiently relevant to be disclosed in the financial statements; and to do so, it is necessary to determine which information is immaterial. The standard also clarifies that materiality is also applicable to the whole set of financial statements, including their notes, and it is applicable to any and requirement for disclosure of IFRS standards. In effect for the years beginning on January 1, 2016 and early adoption is permitted by IASB. Possible impacts arising from the adoption of this change are being assessed, and this assessment will be completed by the date this standard is in force.
- Amendment to IAS 28, IFRS 10 and IFRS 12 – Applying the Consolidation Exception: the document comprises guidelines on the application of the concept of Investment Entity. The amendments to IAS 28, IFRS 10 and IFRS 12 are in effect for the years beginning on January 1, 2016 and its early adoption is permitted by IASB.

### 2.3 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of the individual and consolidated financial statements in compliance with the CPCs requires Management to make estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements, as well as the reported amounts of revenue, expenses, gains and losses over the reporting and subsequent periods, because actual results may differ from those determined in accordance with such estimates and assumptions.

All estimates and assumptions made by Management are in compliance with the CPCs and represent the current best estimates made in conformity with the applicable rules. Estimates and judgments are evaluated on an ongoing basis, considering past experience and other factors.

The consolidated financial statements reflect a variety of estimates and assumptions. The critical accounting estimates and assumptions that have the most significant impact on the carrying amounts of assets and liabilities are described below:

**a) Deferred income tax and social contribution**

As explained in Note 2.4k, deferred tax assets are recognized only in relation to temporary differences and loss carryforwards to the extent that it is probable that ITAÚSA and its subsidiary companies will generate future taxable profit for their utilization. The expected realization of deferred tax assets of ITAÚSA and its subsidiaries is based on the projection of future income and other technical studies, as disclosed in Note 12. The carrying amount of deferred tax assets was R\$ 859 at March 31, 2015 (R\$ 744 at December 31, 2014).

**b) Fair value of financial instruments, including derivatives**

The fair values of financial instruments, including derivatives that are not traded in active markets are determined by using valuation techniques. This calculation is based on assumptions that take into consideration Management's judgment about market information and conditions existing at the balance sheet date.

ITAÚSA and its subsidiary companies rank the fair value measurements using a fair value hierarchy that reflects the significance and observable nature of inputs adopted in the measurement process. There are three broad levels related to the fair value hierarchy, detailed in Note 27.

ITAÚSA and its subsidiary companies believe that all methodologies they have adopted are appropriate and consistent with market participants. Regardless of this fact, the adoption of other methodologies or use of different assumptions to estimate fair values may result in different fair value estimates.

The methodologies used to estimate the fair value of certain financial instruments are also described in Note 27.

**c) Contingent Assets and Liabilities**

ITAÚSA and its subsidiary companies periodically review their contingencies. These contingencies are evaluated based on Management's best estimates, taking into account the opinion of legal counsel, when there is a likelihood that financial resources will be required to settle the obligations and the amounts may be reasonably estimated.

Contingencies classified as probable losses are recognized in Balance Sheet under "Provisions."

Contingent amounts are measured using appropriate models and criteria, despite uncertainty surrounding the ultimate timing and amounts, as detailed in Note 15.

The carrying amount of these contingencies at March 31, 2015 is R\$ 625 (R\$ 574 at December 31, 2014).

**d) Biological assets**

Forest reserves are recognized at their fair value, less estimated costs to sell at the harvest time, in accordance with Note 11. For immature plantations (up to one year of life), their cost is considered close to their fair value. Gains and losses arising from the recognition of a biological asset at its fair value, less costs to sell, are recognized in the statement of income. The depletion appropriated in the statement of income is formed by the portion of the formation cost and the portion related to the difference of the fair value.

The formation costs of these assets are recognized in the statement of income as incurred, and they are reported net of the effects of changes in the biological asset fair value, in a specific account in the statement of income.

**e) Benefits of pension plans**

The current amount of assets related to pension plans depends on a number of factors that are determined based on actuarial calculations, which use several assumptions. Among the assumptions adopted to calculate these amounts are the discount rate and the current market conditions. Any changes in these assumptions will affect the corresponding book values.

## 2.4 SUMMARY OF MAIN ACCOUNTING PRACTICES

### a) CONSOLIDATION AND EQUITY METHOD

#### I. Subsidiaries

In compliance with CPC 36 / IAS 27 – “Consolidated Financial Statements”, subsidiaries are entities over which ITAÚSA holds control. ITAÚSA controls an entity when it is exposed, or is entitled to variable returns arising from the involvement with that entity and it is capable of affecting such returns.

The table below shows the fully consolidated subsidiaries and joint ventures that are accounted for under the equity method.

	Incorporation country	Activity	Interest in capital at 03/31/2015	Interest in capital at 12/31/2014
<b>Joint Ventures</b>				
IUPAR - Itaú Unibanco Participações S.A.	Brazil	Holding company	66.53%	66.53%
Itaú Unibanco Holding S.A.	Brazil	Holding company/Financial institution	36.77%	36.72%
<b>Full consolidation</b>				
Duratex S.A.	Brazil	Wood and bathroom porcelain and metals	35.53%	35.53%
Elekeiroz S.A.	Brazil	Chemical products	96.49%	96.49%
Itaúsa Empreendimentos S.A.	Brazil	Service	100.00%	100.00%
Itautec S.A.	Brazil	Information technology	97.80%	97.80%
ITH Zux Cayman	Cayman Islands	Holding	100.00%	100.00%
RT Diamond Multimercado Crédito Privado Fundo de Investimento	Brazil	Exclusive investment fund	100.00%	100.00%

#### II. Business combinations

Accounting for business combinations under CPC 15 / IFRS 3 – “Business combinations” is applicable when a business is acquired. Under CPC 15 / IFRS 3, a business is defined as an integrated set of activities and assets that is conducted and managed for the purpose of providing a return to investors, or cost reduction or other economic benefits. In general, a business consists of inputs and processes applied to those inputs and the resulting outputs that are or will be used to generate income. If there is goodwill in a set of activities or transferred assets, this is presumed to be a business. For acquisitions that meet the definition of business, accounting under the acquisition method is required.

The acquisition cost is measured at the fair value of the assets delivered, equity instruments issued and liabilities incurred or assumed at the exchange date, plus costs directly attributable to the acquisition. Acquired assets and assumed liabilities and contingent liabilities identifiable in a business combination are initially measured at their fair value at the acquisition date, regardless of the existence of non-controlling interests. The excess of the acquisition cost over the fair value of identifiable net assets acquired is accounted for as goodwill.

The treatment of goodwill is described in Note 2.4i. If the acquisition cost is lower than the fair value of identifiable net assets acquired, the difference is recognized directly in income.

For each business combination, the acquirer should measure any non-controlling interest in the acquired company at the fair value or amount proportional to its interest in net assets of the acquired company.

#### III. Transactions with the non-controlling interests

CPC 36 / IAS 27 – “Consolidated Financial Statements” establishes that changes in ownership interests in a subsidiary, which do not result in change of control, are accounted for as capital transactions and any difference between the amount paid and the carrying amount of non-controlling stockholders is recognized directly in consolidated stockholders' equity.

## **b) FOREIGN CURRENCY TRANSLATION**

### **II. Functional and presentation currency**

The consolidated financial statements of ITAÚSA and its subsidiaries are presented in Brazilian reais, which is its functional currency and the presentation currency of these consolidated financial statements. For each investment held, ITAÚSA and its subsidiaries have defined the functional currency.

CPC 02 / IAS 21 – “The effects of changes in foreign exchange rates and translation of financial statements” defines the functional currency as the currency of the primary economic environment in which the entity operates. If the indicators are mixed and the functional currency is not obvious, Management has to use its judgment to determine the functional currency that most faithfully represents the economic effects of the entity’s operations, focusing on the currency that mainly influences the pricing of transactions. Additional indicators are the currency in which financing or in which funds from operating activities are generated or received, as well as the nature of activities and the extent of transactions between the foreign subsidiaries and the other entities of the consolidated group.

The assets and liabilities of subsidiaries with a functional currency other than the Brazilian real are translated as follows:

- assets and liabilities are translated at the closing rate at the balance sheet date;
- income and expenses are translated at monthly average exchange rates;
- exchange differences arising from translation are recorded in Cumulative Comprehensive Income.

### **III. Foreign currency transactions**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the Consolidated Statement of Income under “Income or Financial expenses”.

In case of changes in the fair value of monetary assets denominated in foreign currency classified as available for sale, the exchange differences resulting from a change in the amortized cost of the instrument are separated from all other changes in the carrying amounts of the instruments. The exchange differences resulting from a change in the amortized cost of the instrument are recognized in the income statement, while those resulting from other changes in the carrying amount, except impairment losses, are recognized in Cumulative Comprehensive Income until derecognition or impairment.

## **c) CASH AND CASH EQUIVALENTS**

ITAÚSA CONSOLIDATED defines cash and cash equivalents as cash and current accounts in banks (included in the heading “Cash and deposits on demand”), securities and financial assets that have original maturities equal to or less than 90 days or less, as shown in Note 3.

## **d) FINANCIAL ASSETS**

### **I. Classification**

ITAÚSA classifies its financial assets, in the initial recognition, depending on the purpose for which they were acquired. The classifications used are: designated at fair value through profit or loss, held-to-maturity, loans and receivables and available-for-sale financial assets.

#### **(a) Financial assets designated at fair value through profit or loss**

Financial assets at fair value through profit or loss are financial assets held for trading.

A financial asset is classified in this category if it was acquired particularly to be sold in the short term. Assets in this category are classified as current assets.

**(b) Held-to-maturity financial assets**

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturity that an entity has the positive intention and ability to hold to maturity, other than those that the entity upon initial recognition designates as at fair value through profit or loss.

**(c) Loans and Receivables**

These are non-derivative financial assets that are not quoted in an active market and that have either fixed or determinable payments. They are presented as current assets, except for those whose maturity period exceeds 12 months after the balance sheet date (these are classified as non-current assets). Financial assets recognized by ITAÚSA in this category of financial instruments are mainly: cash and cash equivalents, trade accounts receivable, and securities.

**(d) Available-for-sale financial assets**

Available-for-sale financial assets are non-derivative assets, which are designated in this category or which are not classified in any of the previous categories. They are recorded as noncurrent assets, unless management intends to sell the investment within 12 months after the reported period date.

**I. Recognition and Measurement**

Purchases and sales of financial assets are usually recognized on the trade date. Investments are initially recognized at fair value plus transaction costs for all financial assets not classified at fair value through profit or loss. Financial assets are written off when the rights to receive cash flow are expired or have been transferred; in the second case, provided that ITAÚSA has significantly transferred all its risks and benefits of property. The available-for-sale financial assets are subsequently accounted for at fair value. Loans and receivables are accounted for at amortized cost, under the effective interest rate method.

Exchange variations from non-monetary financial assets and liabilities, such as investments in shares classified as available for sale, are recognized in the "Other Comprehensive Income" account, under stockholders' equity.

When securities classified as available for sale are sold or impaired, accumulated adjustments of the fair value recognized in equity are included in the statement of income as "Financial Income (Loss)".

Dividends of available-for-sale financial assets, such as investments in shares, are recognized in the statement of income as part of other revenues, when ITAÚSA's right to receive dividends has been established.

Fair values of investments with public quotation are based on current purchase prices. If the market of a financial asset (and securities not listed in a stock exchange) is not active, ITAÚSA establishes the fair value based on valuation techniques. These techniques include the use of transactions recently carried out with third parties, reference to other instruments that are substantially similar, discounted cash flow analysis and option pricing models that make the largest use possible of information generated by the market and that rely the least possible on information generated by the company's management itself.

**II- Offset of financial instruments**

Financial assets and liabilities are offset against each other and the net amount is reported in the balance sheet solely when there is a legally enforceable right to offset the recognized amounts and there is an intention of settling them or realizing the asset and of simultaneously settling the liability.

**III. Impairment of financial assets****(i) Assets measured at amortized cost**

ITAÚSA assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is an objective evidence of impairment as a result of one or more events occurred after the initial recognition of assets (a "loss event") and that loss event (or events) impact(s) the estimated future cash flows of a financial asset or group of financial assets that may be reliably estimated.

The criteria that Itaúsa adopts to determine if there is objective evidence of impairment loss include:

- (i) significant financial difficulty of the issuer or debtor;
- (ii) a breach of contract, such as default or late payment of interest or principal;
- (iii) the Group, for economic or legal reasons related to the debtor's financial difficulty, makes concessions to a borrower that a creditor would not consider usually;
- (iv) it becomes probable that the debtor will file for bankruptcy or another financial reorganization;
- (v) the disappearance of an active market for that financial asset due to financial difficulties; or
- (vi) observable data indicating that there is a measurable reduction in estimated future cash flows based on a portfolio of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the portfolio, including:
  - adverse changes in the payment condition of the debtors in the portfolio;
  - national or local economic conditions that are intertwined with default on the assets in the portfolio.

The amount of impairment loss is measured as the difference between the asset carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the original effective interest rate of the financial assets. The book value of the asset is reduced and the loss amount is recognized in the statement of income. If an account receivable or an investment held to maturity has a variable interest rate, the discount rate to measure an impairment loss is the effective interest rate established in accordance with the agreement. As a practical action, ITAÚSA may measure impairment based on the fair value of an instrument using an observable market price.

If, in a subsequent period, the impairment loss amount decreases and the reduction is objectively related to an event that took place after the impairment is recognized (as an improvement in the debtor's credit rating), the reversal of the previous recognized loss will be recognized in the statement of income.

## **(ii) Assets Classified as Available-for-sale**

ITAÚSA assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired.

In case of investments in equity securities classified as available-for-sale, a significant or long-lasting decrease in the fair value of the security below its cost is also evidence that the asset is impaired. Should there be any evidence of this type for available-for-sale financial assets, cumulative loss – measured as the difference between the acquisition cost and current fair value, less any impairment loss on the financial asset previously recognized in income (loss) - will be excluded from equity and recognized in the statement of income.

Equity instrument impairment losses recognized in the statement of income are not reversed through the statement of income.

## **e) TRADE ACCOUNTS RECEIVABLE**

Trade accounts receivable are recorded and maintained at the nominal value of the amounts obtained on sales of products, plus exchange variations, where applicable. Trade accounts receivable substantially refer to short-term operations and are, therefore, not discounted to present value as, no significant adjustment would arise therefrom. The provision for doubtful receivables (allowance for doubtful accounts or impairment) is constituted based on the analysis of risks of realization of the credits receivable, in an amount considered sufficient by management to cover potential losses in the realization of these assets.

Recoveries of written-off items are credited to "other operating income", in the statement of income.

## **f) INVENTORIES**

Inventories are stated at cost or net realizable value, whichever is lower. Cost is determined using the average cost of purchase or production. The cost of finished goods and products in progress comprises raw materials, direct labor, and other direct costs, excluding borrowing costs, and is recognized in income when products are sold. When applicable, a valuation allowance is recognized for inventories, products obsolescence and physical inventory losses.

Imports in transit are stated at the cost of each import.



The net realizable value is the selling price estimated in the ordinary course of business, less the applicable variable selling expenses.

## **g) INVESTMENTS IN ASSOCIATES AND JOINT VENTURES**

### **I. Associates**

In conformity with CPC 18 / IAS 28 – “Investment in Affiliates, Subsidiaries and Joint-Ventures”, associates are those companies in which the investor has a significant influence, but does not have control; significant influence is usually presumed to exist when an interest in voting capital from 20% to 50% is held. Investments in these companies are initially recognized at cost of acquisition and subsequently accounted for under the equity method. Investments in unconsolidated companies include the goodwill identified upon acquisition, net of any cumulative impairment loss.

### **II. Joint Ventures**

In accordance with the CPC 19 / IAS 31 – “Investments in Joint Business” are classified as joint operations or joint ventures.

The classification depends on the contractual rights and obligations held by each investor, rather than the legal structure of the joint business.

The share of ITAÚSA, and its subsidiaries, in the profits or losses of their unconsolidated companies after acquisition is recognized in the consolidated statement of income. The share of changes in the reserves of corresponding stockholders’ equity of their unconsolidated companies is recognized in their own reserves in stockholders’ equity. The cumulative changes after acquisition are adjusted against the carrying amount of the investment. When the share of ITAÚSA and its subsidiaries in the losses of an unconsolidated company is equal to or above their interest in the unconsolidated company, including any other receivables, ITAÚSA and its subsidiaries do not recognize additional losses, unless they have incurred any obligations or made payments on behalf of the unconsolidated company.

Unrealized gains on transactions between ITAÚSA CONSOLIDATED and its unconsolidated companies are eliminated to the extent of the interest of ITAÚSA CONSOLIDATED. Unrealized losses are also eliminated, unless the transaction provides evidence of an impairment of the transferred asset. The accounting policies of unconsolidated companies were changed, when necessary, to ensure consistency with the policies adopted by ITAÚSA CONSOLIDATED.

If the interest in the unconsolidated company decreases, but ITAÚSA CONSOLIDATED retains significant influence, only a proportional amount of the previously recognized amounts in “Other comprehensive income” is reclassified to Income, when appropriate.

Gains and losses from dilution arising from investments in unconsolidated companies are recognized in the Consolidated Statement of Income under “Share of income in associates and joint ventures”.

## **h) FIXED ASSETS**

In accordance with CPC 27 / IAS 16 – “Property, plant and equipment”, fixed assets are recognized at cost of acquisition less accumulated depreciation, which is calculated using the straight-line method and rates based on the estimated useful lives of these assets. Such rates are presented in Note 9.

The residual values and useful lives of assets are reviewed and adjusted, if appropriate, at the end of each year.

ITAÚSA CONSOLIDATED reviews its assets in order to identify whether any indication of impairment exists. If such indications are identified, fixed assets are tested for impairment. In accordance with CPC 01 / IAS 36 – “Impairment of assets”, impairment losses are recognized at the amount for which the carrying amount of the asset (or group of assets) exceeds the recoverable amount, and they are recognized in the consolidated statement of income. The recoverable amount of an asset is defined as the higher of its fair value less costs to sell and its value in use. For purposes of assessing impairment, assets are grouped at the lowest level for which independent cash flows can be identified (cash-generating units.). The assessment can be made at an individual asset level when the fair value less its cost to sell can be determined reliably.

Gains and losses on disposals of fixed assets are recognized in the Consolidated Statement of Income under "Other (losses)/gains, net".

#### **i) GOODWILL**

In accordance with CPC 15 / IFRS 3 – "Business Combination", goodwill represents the excess of the cost of an acquisition over the fair value of net identifiable assets and liabilities of the acquired entity at the date of acquisition. Goodwill is not amortized, but its recoverable amount is tested for impairment annually or when there is any indication of impairment, using an approach that involves the identification of cash-generating units and estimates of fair value less cost to sell and/or value in use.

As defined in CPC 01 / IAS 36 - "Impairment of assets", a cash-generating unit is the lowest identifiable group of assets that generates cash flows that are independent of the cash inflows from other assets or groups of assets. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units that are expected to benefit from the business combination.

CPC 01 / IAS 36 determines that an impairment loss shall be recognized for a cash-generating unit if the recoverable amount of the cash-generating unit is less than its carrying amount. The loss shall be allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit, and then to the other assets of the unit on a pro rata basis of the carrying amount of each asset. The loss cannot reduce the carrying amount of an asset below the higher of its fair value less costs to sell and its value in use. The impairment loss of goodwill cannot be reversed.

Goodwill of unconsolidated companies is reported as part of the investments in the Consolidated Balance Sheet under "Investments in associates and jointly controlled entities", and the impairment test is carried out in relation to the total balance of the investments (including goodwill).

#### **j) INTANGIBLE ASSETS – OTHER INTANGIBLE ASSETS**

Intangible assets are non-physical assets, including software and other assets, and are initially recognized at cost. Intangible assets are recognized when they arise from legal or contractual rights, their costs can be reliably measured, and in the case of intangible assets not arising from separate acquisitions or business combinations, if it is probable that future economic benefits may arise from their use. The balance of intangible assets refers to acquired assets or those that are internally generated.

Intangible assets may have finite or indefinite useful lives. Intangible assets with finite useful lives are amortized using the straight-line method over their estimated useful lives. Intangible assets with indefinite useful lives are not amortized, but are tested annually in order to identify any indication of impairment.

ITAÚSA and its subsidiaries semi-annually assess their intangible assets in order to identify whether any indications of impairment exist, as well as the possible reversal of previous impairment losses. If such indications are found, intangible assets are tested for impairment. In accordance with CPC 01 / IAS 36, impairment losses are recognized as the difference between the carrying and recoverable amount of an asset (or group of assets) in the Consolidated Statement of Income. The recoverable amount of an asset is defined as the higher of its fair value less costs to sell and its value in use. For the purpose of assessing an impairment, assets are grouped into the minimum level for which cash flows can be identified (cash-generating units). The assessment can be made at an individual asset level when the fair value less its cost to sell can be determined reliably.

As provided for in CPC 4 / IAS 38 - "Intangible Assets", ITAÚSA chose the cost model to measure its intangible assets after their initial recognition.

#### **k) INCOME TAX AND SOCIAL CONTRIBUTION**

There are two components to the provision for income tax and social contribution: current and deferred.

Current income tax expense approximates taxes to be paid or recovered for the applicable period. Current assets and liabilities are recorded in the balance sheet under "Tax assets – Income tax and social contribution - current" and "Tax liabilities – Income tax and social contribution - current", respectively.

Deferred income tax and social contribution represented by deferred tax assets and liabilities are based on the differences between the tax bases of assets and liabilities and the amounts reported in the financial statements at each year-end. Deferred tax assets, including those arising from tax losses, are only recognized when it is probable that future taxable income will be available for offset. Deferred tax assets and liabilities are recognized in the Balance Sheet under “Tax assets – income tax and social contribution – deferred” and “Tax liabilities – income tax and social contribution - deferred”, respectively.

Income tax and social contribution expenses are recognized in the consolidated statement of income under “income tax and social contribution”, except when it refers to items directly recognized in Cumulative comprehensive income, such as: deferred tax on fair value measurement of available-for-sale financial assets, and tax on cash flow hedges. Deferred taxes of such items are initially recognized in Cumulative comprehensive income and subsequently recognized in Income together with the recognition of the gain/loss originally deferred.

Changes in tax legislation and rates are recognized in the consolidated statement of income under “Income tax and social contribution” in the period in which they are enacted. Interest and fines are recognized in the Consolidated statement of income under “General and administrative expenses”. Income tax and social contribution are calculated at the rates shown below, considering the respective taxable bases, based on the current legislation related to each tax, which, in the case of the operations in Brazil, are equal to for all the reporting periods as follows:

Income tax	15%
Additional income tax	10%
Social contribution	9%

In order to determine the proper level of provisions for taxes to be maintained for uncertain tax positions, a two-phased approach was applied, according to which a tax benefit is recognized if it is more probable than not that a position can be sustained. The benefit amount is then measured to be the highest tax benefit when its probability of realization is over 50%.

## **l) EMPLOYEE BENEFITS**

### **Pension plans - defined contribution**

ITAÚSA and its subsidiaries offer the Defined Contribution Plan to all employees, managed by Fundação Itaúsa Industrial. The plan regulation provides for the contributions by sponsors that range from 50% to 100% of the amount contributed by the employees. ITAÚSA and its subsidiaries have already offered this Defined Benefit Plan to its employees, but this plan is being extinguished, and the access to new participants is barred.

Regarding the Defined Contribution Plan, there is no additional payment obligation after the contribution is made. Contributions are recognized as expense for employee benefits, when due. Contributions made in advance are recognized as an asset in the proportion these contributions caused an effective reduction in future payments. Gains and losses are recognized in income for the period.

### **m) STOCK BASED COMPENSATION**

Stock-based compensation is accounted for in accordance with CPC 10 / IFRS 2 - “Share-based payment”, which requires the entity to measure the value of equity instruments granted, based on their fair value at the options grant date. This cost is recognized during the vesting period of the right to exercise the instruments.

The total amount to be expensed is determined by reference to the fair value of the options granted excluding the impact of any service and non-market performance vesting conditions (notably an employee remaining in the entity over a specified time period). The fulfillment of non-market vesting conditions is included in the presumptions about the number of options that are expected to be exercised. At the end of each period, the entity revises its estimates for the number of options that are expected to be exercised based on non-market vesting conditions. It recognizes the impact of the revision of the original estimates, if any, in the statement of income, with a corresponding adjustment to the stockholders’ equity.

When the options are exercised, the subsidiaries generally deliver treasury shares to the beneficiaries.

The fair value of stock options is estimated by using option pricing models that take into account the exercise price of the option, the current stock price, the risk-free interest rate, the expected volatility of the stock price and the life-span of the option.

All stock based compensation plans established by subsidiaries correspond to plans that can be settled exclusively through the delivery of shares – Note 17.

#### **n) LOANS AND FINANCING**

Borrowing is initially recognized at its fair value when funds are received, net of transaction costs, and subsequently stated at amortized cost, that is, with the addition of charges and interest proportional to the period elapsed (calculated on a pro rata basis), using the effective interest rate method, except for borrowing hedged by derivative instruments, which is stated at fair value.

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset, i.e. an asset that requires a substantial period of time to prepare for its intended use or sale, are capitalized as part of the cost of the asset when it is probable that these cost will result in future economic benefits to the entity which can be reliably measured. Other borrowing costs are recognized as expenses in the year in which they are incurred.

#### **o) CAPITAL AND TREASURY SHARES**

##### **Capital**

Common and preferred shares are classified in stockholders' equity. The additional costs directly attributable to the issue of new shares are included in stockholders' equity as a deduction from the amount raised, net of taxes.

##### **Treasury shares**

Common and preferred shares repurchased are recorded in Stockholders' Equity under Treasury Shares at their average purchase price.

Treasury shares that are subsequently sold, such as those sold to grantees under our Stock Option Plan, are recorded as a reduction in treasury shares, measured at the average price of treasury stock held at that date.

The difference between the sale price and the average price of the treasury shares is recorded as a reduction or increase in "Additional Paid-in Capital" depending upon the circumstance. The cancellation of treasury shares is recorded as a reduction in treasury shares against Appropriated Reserves, at the average price of treasury shares at the cancellation date.

#### **p) DIVIDENDS AND INTEREST ON CAPITAL**

Pursuant to the Company's bylaws, stockholders are entitled to a mandatory minimum dividend of 25% of the net income for the year with quarterly payments, adjusted in accordance with the legislation in force. Minimum dividend amounts established in the bylaws are recorded as liabilities at the end of each quarter. Any other amount above the mandatory minimum dividend is accounted for as a liability when approved by the stockholders at a Stockholder's Meeting. Since January 1, 1996, Brazilian companies have been permitted to attribute a tax-deductible nominal interest rate charge on net equity (called interest on capital).

For accounting purposes interest on capital is treated as a dividend and is presented as a reduction of stockholders' equity in the Consolidated Financial Statements. The related tax benefit is recorded in the Consolidated Statement of Income.

#### **q) EARNINGS PER SHARE**

Earnings per share are computed by dividing net income attributable to the owners of ITAÚSA by the weighted average number of common and preferred shares outstanding for each reporting period. Weighted average shares are computed based on the periods for which the shares were outstanding.

Earnings per share are presented based on the two types of stock issued by ITAÚSA. Both types, common and preferred, participate in dividends on substantially the same basis, except that preferred shares are entitled to a priority non-cumulative minimum annual dividend of R\$ 0.01 per share. Earnings per share are computed based on the distributed earnings (dividends and interest on capital) and undistributed earnings of ITAUSA after giving effect to the preference indicated above, without regard to whether the earnings will ultimately be fully distributed. Earnings per share amounts have been determined as if all earnings were distributed and computed following the requirements of CPC 41 / IAS 33 – “Earnings per share”.

#### **r) REVENUES**

##### **Sales of products**

Revenues from the sale of products are recognized in income at the time all risks and benefits inherent in the product are transferred to the purchaser. Revenues are not recognized if there is a significant uncertainty as to their realization.

#### **s) SEGMENT INFORMATION**

CPC 22 / IFRS 8 – “Segment Information” determines that operating segments be disclosed consistently with the information provided to the chief operating decision maker, who is the person or group of persons that allocates resources to the segments and assesses their performance. ITAÚSA considers that its Board of Directors is the chief operating decision maker.

ITAÚSA has the following business segments: Financial and Industrial Area, subdivided into Duratex, Itautec and Elekeiroz.

Segmental information is presented in Note 25.

**NOTE 3 - CASH AND CASH EQUIVALENTS**

For the purpose of consolidated statements of cash flows, cash and cash equivalents of ITAÚSA CONSOLIDATED comprises the following items (amounts with original maturity terms are equal to or less than 90 days):

	<b>03/31/2015</b>	<b>12/31/2014</b>
Cash and deposits on demand	36	43
Investments in fixed income and investment funds	102	135
Bank deposit certificates	1,005	1,074
Repurchase agreements	848	640
Financial treasury bill	-	5
<b>Total</b>	<b>1,991</b>	<b>1,897</b>

**NOTE 4 - FINANCIAL ASSETS HELD FOR TRADING**

	<b>03/31/2015</b>	<b>12/31/2014</b>
Subordinated financial bill	59	61
Financial treasury bill	236	229
<b>Total</b>	<b>295</b>	<b>290</b>

**NOTE 5 - TRADE ACCOUNTS RECEIVABLE**

<b>Trade Accounts Receivable</b>	<b>03/31/2015</b>	<b>12/31/2014</b>
Domestic customers	1,073	1,015
Foreign customers	127	101
Impairment	(49)	(47)
<b>Total</b>	<b>1,151</b>	<b>1,069</b>

The balances of accounts receivable by maturity are as follows:

<b>Maturities</b>	<b>03/31/2015</b>	<b>12/31/2014</b>
Not yet due	1,091	1,002
Past-due up to 30 days	22	31
From 31 to 60 days	5	4
From 61 to 90 days	4	3
From 91 to 180 days	20	28
More than 180 days	58	48
<b>Total</b>	<b>1,200</b>	<b>1,116</b>

Below the changes in the allowance for doubtful accounts for the year ended March 31, 2015

	<b>03/31/2015</b>	<b>12/31/2014</b>
Opening Balance	(47)	(38)
Constitution of provision	(3)	(21)
Reversal (income statement)	-	3
Write-offs	1	9
<b>Closing Balance</b>	<b>(49)</b>	<b>(47)</b>

**NOTE 6 - OTHER ASSETS AND LIABILITIES****a) Other assets**

	<b>03/31/2015</b>	<b>12/31/2014</b>
<b>Other assets financial</b>	<b>877</b>	<b>1,081</b>
Deposits in guarantee for contingent liabilities	98	149
Dividends and Interest on stockholders equity receivable	466	607
Amounts receivable from the sale of fixed assets	23	21
Retirement plan assets (Note 24)	159	164
Credits from certificates of judgment debt of the government	87	87
Acquisitions Escrow	11	26
Other amounts receivable	33	27
<b>Other assets non-financial</b>	<b>19</b>	<b>30</b>
Prepaid expenses	7	20
Other	12	10

**b) Other liabilities**

	<b>03/31/2015</b>	<b>12/31/2014</b>
Suppliers	245	213
Personnel provision	149	163
Partnerships in which some partners are passive	105	108
Advances from customers	33	7
Acquisition of Companies	34	34
Deferred Income	7	7
Freight and insurance payable	22	16
Commissions payable	9	9
Acquisition of reforestation areas and fixed assets	7	12
Provision for warranties and restructuring costs	27	33
Other	76	81
<b>Total</b>	<b>714</b>	<b>683</b>



**NOTE 7 – INVENTORIES**

	<b>03/31/2015</b>	<b>12/31/2014</b>
Raw material, supplies and packaging	339	327
Finished products	288	302
Work in progress	104	105
Showroom	96	101
Advance to suppliers	9	9
Allowance for inventory losses	(10)	(13)
<b>Total</b>	<b>826</b>	<b>831</b>

The cost of inventories recognized in results and included in “Cost of Products and Services” totaled at March 31, 2015 R\$ 916 (R\$ 891 at March 31, 2014).

At March 31, 2015 and December 31, 2014, the subsidiaries of ITAÚSA did not have any inventories pledged as collateral.

**NOTE 8 - INVESTMENTS****I - ITAÚSA****a) Interest in subsidiaries and joint ventures**

Companies	Capital	Stockholders' equity	Net income for the period	Number of shares owned by ITAÚSA		Interest in capital	Interest in voting capital
				Common	Preferred		
<b>Jointly Controlled Entities</b>							
Itaú Unibanco Holding S.A.	75,000	100,365	5,673	1,071,022,909	93,291	<sup>(1)</sup> 36,77%	<sup>(2)</sup> 64,16%
IUPAR - Itaú Unibanco Participações S.A.	7,430	24,723	414	355,227,092	350,942,273	66.53%	50.00%
<b>Subsidiaries</b>							
Duratex S.A.	1,868	4,602	67	235,621,037	-	35.53%	35.53%
Elekeiroz S.A.	321	461	(4)	14,261,761	16,117,360	96.49%	98.23%
Itautec S.A.	272	98	(11)	10,953,371	-	97.80%	97.80%
Itaúsa Empreendimentos S.A.	52	106	-	752,189	-	100.00%	100.00%
ITH Zux Cayman Company Ltd.	39	1	-	12,200,000	-	100.00%	100.00%

(1) It includes a direct interest of 19.59% in Itaú Unibanco Holding S.A. and indirect interest of 17.19% through the investment in joint-controlled subsidiary IUPAR - Itaú Unibanco Participações S.A., which holds 25.83% of direct interest in Itaú Unibanco Holding S.A.

(2) It includes a direct interest of 38.66% in common shares of Itaú Unibanco Holding S.A. and indirect interest of 25.5% through the investment in joint-controlled subsidiary IUPAR - Itaú Unibanco Participações S.A., which holds 51% of direct interest in common shares of Itaú Unibanco Holding S.A.

## b) Changes in Interest in Subsidiaries and joint ventures

Companies	Balances at 12/31/2013	Dividends and interest on capital <sup>(1)</sup>	Share of income	Other Comprehensive Income	Other adjustments directly recognized in stockholders' equity	Balances at 03/31/2014	Market value <sup>(2)</sup>
<b>Jointly Controlled Entities</b>	<b>30,002</b>	<b>(1,269)</b>	<b>1,675</b>	<b>40</b>	<b>(43)</b>	<b>30,405</b>	<b>61,739</b>
Itaú Unibanco Holding S.A.	16,490	(1,211)	1,414	21	(23)	16,691	61,739
IUPAR - Itaú Unibanco Participações S.A.	13,512	(58)	261	19	(20)	13,714	-
<b>Subsidiaries</b>	<b>2,179</b>	<b>(19)</b>	<b>149</b>	<b>(6)</b>	<b>-</b>	<b>2,303</b>	<b>2,994</b>
Duratex S.A.	1,542	(19)	57	(6)	-	1,574	2,498
Elekeiroz S.A.	486	-	-	-	-	486	292
Itautec S.A.	46	-	92	-	-	138	204
Itaúsa Empreendimentos S.A.	104	-	-	-	-	104	-
ITH Zux Cayman Company Ltd.	1	-	-	-	-	1	-
<b>Grand Total</b>	<b>32,181</b>	<b>(1,288)</b>	<b>1,824</b>	<b>34</b>	<b>(43)</b>	<b>32,708</b>	<b>64,733</b>

Companies	Balances at 12/31/2014	Dividends and interest on capital <sup>(1)</sup>	Share of income	Other Comprehensive Income	Other adjustments directly recognized in stockholders' equity	Balances at 03/31/2015	Market value <sup>(2)</sup>
<b>Jointly Controlled Entities</b>	<b>35,766</b>	<b>(1,642)</b>	<b>2,015</b>	<b>157</b>	<b>(92)</b>	<b>36,204</b>	<b>70,849</b>
Itaú Unibanco Holding S.A.	19,520	(1,539)	1,739	84	(49)	19,755	70,849
IUPAR - Itaú Unibanco Participações S.A.	16,246	(103)	276	73	(43)	16,449	-
<b>Subsidiaries</b>	<b>2,269</b>	<b>(15)</b>	<b>9</b>	<b>12</b>	<b>-</b>	<b>2,275</b>	<b>2,460</b>
Duratex S.A.	1,607	(15)	24	12	-	1,628	2,050
Elekeiroz S.A.	449	-	(4)	-	-	445	234
Itautec S.A.	106	-	(11)	-	-	95	176
Itaúsa Empreendimentos S.A.	106	-	-	-	-	106	-
ITH Zux Cayman Company Ltd.	1	-	-	-	-	1	-
<b>Grand Total</b>	<b>38,035</b>	<b>(1,657)</b>	<b>2,024</b>	<b>169</b>	<b>(92)</b>	<b>38,479</b>	<b>73,309</b>

(1) Other financial assets include dividends and interest on capital receivable.

(2) Fair value of investments in subsidiaries and jointly controlled entities based on stock price quotations, in Itaú Unibanco Holding was considered indirect interest by IUPAR.

## II - ITAÚSA CONSOLIDATED

### a) Composition at Investments in Associates and Jointly Controlled Entities

	Interest % at 12/31/2014		12/31/2014			01/01 to 03/31/2014	
	Total	Voting	Stockholders' equity	Investment Balance	Market value	Net income	Share of income
Itaú Unibanco Holding	36.72	64.16	99,260	19,520	69,823	4,551	1,414
IUPAR - Itaú Unibanco Participações	66.53	50.00	24,418	16,246	-	392	261
Tablemac	-	-	-	40	-	-	1
Other	-	-	-	(8)	-	-	(5)
<b>Total</b>				<b>35,798</b>			<b>1,671</b>

	Interest % at 03/31/2015		03/31/2015			01/01 to 03/31/2015	
	Total	Voting	Stockholders' equity	Investment Balance	Market value	Net income	Share of income
Itaú Unibanco Holding	36.77	64.16	100,365	19,755	70,849	5,673	1,739
IUPAR - Itaú Unibanco Participações	66.53	50.00	24,723	16,449	-	414	276
Other	-	-	-	(8)	-	-	-
<b>Total</b>				<b>36,196</b>			<b>2,015</b>

## b) Other Information

The table below shows the summary of the financial information of the investees accounted for under the equity method.

<b>Assets and liabilities</b> <sup>(*)</sup>	<b>03/31/2015</b>	<b>12/31/2014</b>
<b>Assets</b>	<b>1,169,441</b>	<b>1,127,206</b>
Cash and cash equivalents	86,468	125,318
Financial assets	443,978	384,835
Loan operations and lease operations portfolio	444,699	430,039
Tax assets	41,277	35,246
Other assets	153,019	151,768
<b>Liabilities</b>	<b>1,067,382</b>	<b>1,026,586</b>
Deposits	298,652	294,773
Securities sold under repurchase agreements	293,867	288,683
Other financial liabilities	312,726	288,200
Reserves for insurance and private pension	113,790	109,778
Civil, labor, tax and social security lawsuits	17,524	17,027
Other liabilities	30,823	28,125

(\*) Basically represented by Itaú Unibanco Holding.

<b>Other Financial Information - Itaú Unibanco Holding</b>	<b>01/01 to 03/31/2015</b>	<b>01/01 to 03/31/2014</b>
Interest and similar income	34,967	27,470
Interest and similar expense	(15,793)	(14,185)
Net income before income tax and social contribution	2,873	7,194
Income tax and social contribution	2,910	(2,593)
Net income	5,783	4,601
Net income attributable to owners of the parent company	5,673	4,551
Other comprehensive income	428	109
Total comprehensive income	6,211	4,710

<b>Reconciliation of jointly-controlled interests</b>	<b>Itaú Unibanco Holding</b>		<b>IUPAR</b>		<b>Total</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
<b>Stockholders' equity at January 1st</b>	<b>99,260</b>	<b>83,223</b>	<b>24,418</b>	<b>18,369</b>	-	-
Net income attributable to owners of the parent company	5,673	4,551	414	4,019	-	-
Other comprehensive income	428	109	111	279	-	-
Dividends / interest on capital	(4,449)	(6,994)	(155)	(161)	-	-
Corporate reorganizations	(160)	(639)	-	-	-	-
Other change stockholders' equity	(387)	19,010	(65)	1,912	-	-
<b>Stockholders' equity at March 31, 2015 and December 31, 2014</b>	<b>100,365</b>	<b>99,260</b>	<b>24,723</b>	<b>24,418</b>	-	-
Interest in Capital	19.59%	19.56%	66.53%	66.53%	-	-
	19,657	19,413	16,449	16,246	36,106	35,659
Unrealized income (loss)	(13)	(14)	-	-	(13)	(14)
Fair Value - Identifiable Assets and Liabilities (Note 23 a)	111	121	-	-	111	121
<b>Total</b>	<b>19,755</b>	<b>19,520</b>	<b>16,449</b>	<b>16,246</b>	<b>36,204</b>	<b>35,766</b>

## NOTE 9 – FIXED ASSETS

FIXED ASSETS	Annual depreciation rates (%)	Balance at 12/31/2013			Changes				Balance at 03/31/2014		
		Cost	Accumulated depreciation	Net book value	Acquisitions	Write-offs	Depreciation expense	Other	Cost	Accumulated depreciation	Net book value
Land	-	686	-	686	84	(45)	-	-	725	-	725
Buildings and Improvements	4	983	(386)	597	103	-	(10)	9	1,094	(395)	699
Equipment and facilities	5 to 20	3,729	(1,650)	2,079	179	(3)	(67)	49	3,949	(1,712)	2,237
Furniture and fixtures	10	46	(31)	15	2	-	(1)	1	48	(31)	17
Vehicles	10	52	(45)	7	2	-	(1)	-	52	(44)	8
Assets under development or construction	-	407	-	407	42	-	-	(57)	392	-	392
Other (data processing and other assets)	4 to 20	136	(95)	41	-	-	(1)	(5)	126	(91)	35
<b>Total</b>		<b>6,039</b>	<b>(2,207)</b>	<b>3,832</b>	<b>412</b>	<b>(48)</b>	<b>(80)</b>	<b>(3)</b>	<b>6,386</b>	<b>(2,273)</b>	<b>4,113</b>

FIXED ASSETS	Annual depreciation rates (%)	Balance at 12/31/2014			Changes				Balance at 03/31/2015		
		Cost	Accumulated depreciation	Net book value	Acquisitions	Write-offs	Depreciation expense	Other	Cost	Accumulated depreciation	Net book value
Land	-	727	-	727	10	-	-	10	747	-	747
Buildings and Improvements	4	1,114	(398)	716	1	-	(10)	2	1,117	(408)	709
Equipment and facilities	5 to 20	4,169	(1,920)	2,249	16	-	(69)	93	4,278	(1,989)	2,289
Furniture and fixtures	10	52	(34)	18	1	-	-	-	53	(34)	19
Vehicles	10	56	(46)	10	1	-	(1)	-	57	(47)	10
Assets under development or construction	-	318	-	318	79	-	-	(80)	317	-	317
Other (data processing and other assets)	4 to 20	145	(98)	47	5	-	(3)	11	161	(101)	60
<b>Total</b>		<b>6,581</b>	<b>(2,496)</b>	<b>4,085</b>	<b>113</b>	<b>-</b>	<b>(83)</b>	<b>36</b>	<b>6,730</b>	<b>(2,579)</b>	<b>4,151</b>

## NOTE 10 - INTANGIBLE ASSETS

INTANGIBLE ASSETS	Annual amortization rates (%)	Balance at 12/31/2013			Changes			Balance at 03/31/2014		
		Cost	Accumulated amortization	Net value	Acquisitions	Amortization expense	Other	Cost	Accumulated amortization	Net value
Software	20.00	59	(38)	21	1	(2)	-	60	(40)	20
Trademarks and patents	-	15	(1)	14	-	(1)	-	14	(1)	13
Goodwill for future profitability	-	714	-	714	1	-	-	715	-	715
Customer portfolio	6.67	396	(105)	291	-	(6)	16	413	(112)	301
<b>Total</b>		<b>1,184</b>	<b>(144)</b>	<b>1,040</b>	<b>2</b>	<b>(9)</b>	<b>16</b>	<b>1,202</b>	<b>(153)</b>	<b>1,049</b>

INTANGIBLE ASSETS	Annual amortization rates (%)	Balance at 12/31/2014			Changes			Balance at 03/31/2015		
		Cost	Accumulated amortization	Net value	Acquisitions	Amortization expense	Other	Cost	Accumulated amortization	Net value
Software	20.00	73	(48)	25	6	(1)	-	79	(49)	30
Trademarks and patents	-	12	(1)	11	-	(1)	-	12	(2)	10
Goodwill for future profitability	-	714	-	714	-	-	-	714	-	714
Customer portfolio	6.67	412	(133)	279	-	(7)	2	414	(140)	274
<b>Total</b>		<b>1,211</b>	<b>(182)</b>	<b>1,029</b>	<b>6</b>	<b>(9)</b>	<b>2</b>	<b>1,219</b>	<b>(191)</b>	<b>1,028</b>

**NOTE 11 – BIOLOGICAL ASSETS (Forest reserves)**

ITAÚSA CONSOLIDATED, through its subsidiaries Duratex Florestal Ltda. and Tablemac S.A., owns eucalyptus and pine forest reserves that are mainly used as raw materials in the production of wood panels, floors and components, and are also sold to third parties.

These reserves guarantee the supply of its plants, as well as protect us from future risks of increase in wood prices. It is an operation that is sustainable and integrated into its industrial complexes, which together with the supply network, provides a high self-sufficiency level for wood supply.

At March 31, 2015, they had approximately 166.7 thousand with actual planting (164.6 thousand hectares at December 31, 2014) which are cultivated in the states of São Paulo, Minas Gerais, Rio Grande do Sul and Colombia.

**a) Fair value estimate**

Fair value is determined based on the estimated wood volume at the point of harvest, at the current prices of standing timber, except (i) forests that have up to one year of life which are stated at cost, as a result of a judgment that these amounts approximate to the fair value; (ii) forests in the growth process in which case we use the discounted cash flow method.

Biological assets are measured at fair value, less cost to sell at the point of harvest.

The fair value was determined by valuing the estimated volumes at the point of harvest considering the current market prices in view of the volume estimates. The assumptions used were as follows:

i. Discounted cash flow – forecasted wood volume at the point of harvest, considering the current market prices, net of realizable planting costs and capital costs of land used in planting (brought to present value) at the discount rate of 10.1% p.a. at March 31, 2015 and December 31, 2014.

ii. Prices – prices in R\$/cubic meter through current market prices, disclosed by specialized companies in regions and products similar to those of the Duratex, in addition to the prices set in transactions with third parties, in active markets as well.

iii. Differentiation – harvest volumes were separated and valued according to the species (a) pine and eucalyptus, (b) region, (c) use: saw and process.

iv. Volumes – estimates of volumes to be harvested (6th year for eucalyptus and 12th year for pine), were based on the projected average productivity for each region and species. The average productivity may vary based on age, cropping, climate conditions, quality of seedlings, fires and other natural risks. In relation to formed forests, the current wood volumes are used. Rotating inventories are taken from the second year of life of forests and their effects are included in the financial statements.

v. Regularity – expectations regarding future wood prices and volumes are reviewed at least every quarter, or when the rotational physical inventory is concluded.

**b) Composition of balances**

Biological assets balances are composed of the cost of forest planting and the difference between the fair value and the planting cost, as shown below:

	03/31/2015	12/31/2014
Cost of formation of biological assets	811	785
Difference between cost and fair value	576	570
<b>Fair value of biological assets</b>	<b>1,387</b>	<b>1,355</b>

Forests are free from any lien or guarantees to third parties, including financial institutions. In addition, there is no forest for which legal title is restricted.



**c) Changes**

The changes in the accounting balances from the beginning of the period are as follows:

	<b>03/31/2015</b>	<b>12/31/2014</b>
<b>Opening balance</b>	<b>1,355</b>	<b>1,126</b>
Variation in fair value		
Volume price	44	221
Depletion	(39)	(181)
Variation in historic value		
Formation	48	292
Depletion	(21)	(103)
<b>Closing balance</b>	<b>1,387</b>	<b>1,355</b>
	<b>03/31/2015</b>	<b>12/31/2014</b>
<b>Effects of the variation in fair value of biological assets</b>	<b>5</b>	<b>40</b>
Variation in fair value	44	221
Depletion of fair value	(39)	(181)

**NOTE 12 - INCOME TAX AND SOCIAL CONTRIBUTION**

ITAÚSA and each of its subsidiaries file separate corporate income tax returns for each fiscal year. Income tax in Brazil comprises income tax and social contribution on net income, which is a tax on income additional to income tax.

**a) Composition of income tax and social contribution expense**

The amounts recorded as income tax and social contribution expense in the consolidated financial statements are reconciled to the statutory rates, as follows:

Current income tax and social contribution	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Income before income tax and social contribution</b>	<b>1,940</b>	<b>1,834</b>
Charges (income tax and social contribution) at the current rates	(660)	(624)
<b>Increase/decrease to income tax and social contribution charges arising from:</b>		
<b>(Additions) / exclusions</b>	<b>694</b>	<b>574</b>
Share of comprehensive income of associates and joint ventures	685	568
Income from foreign investments	(1)	3
Interest on capital	3	37
Other	7	(34)
<b>Total income tax and social contribution</b>	<b>34</b>	<b>(50)</b>

**b) Deferred Income Tax and Social Contribution**

I - The balance and changes of Deferred Income Tax and Social Contribution are represented by:

	12/31/2013	Realization/ reversal	Increase	03/31/2014
<b>Deferred Tax Assets</b>				
Tax losses and social contribution loss carryforwards	294	-	10	304
Allowance for loan losses	3	-	-	3
Adjustment to market value - securities and derivative financial instruments	2	-	-	2
Goodwill on purchase of investments	142	-	-	142
Provision for contingent liabilities	142	(14)	28	156
Companies headquartered abroad	146	(72)	26	100
<b>Total deferred tax assets</b>	<b>729</b>	<b>(86)</b>	<b>64</b>	<b>707</b>
<b>Deferred tax liabilities</b>				
Revaluation reserve	(56)	-	-	(56)
Present value of financing	(7)	-	-	(7)
Swap results	(17)	9	-	(8)
Depreciation	(8)	-	-	(8)
Pension plans	(4)	-	-	(4)
Sale of property	(6)	1	-	(5)
Other liabilities	(120)	-	(4)	(124)
Adjustments: CPCs / IFRS	(301)	-	(55)	(356)
<b>Total deferred tax liabilities</b>	<b>(519)</b>	<b>10</b>	<b>(59)</b>	<b>(568)</b>
<b>Deferred Tax Assets, Net</b>	<b>210</b>	<b>(76)</b>	<b>5</b>	<b>139</b>

	12/31/2014	Realization/ reversal	Increase	03/31/2015
<b>Deferred tax assets</b>				
Tax losses and social contribution loss carryforwards	369	(2)	81	448
Allowance for loan losses	6	(1)	-	5
Adjustment to market value - securities and derivative financial instruments	3	-	-	3
Goodwill on purchase of investments	142	-	-	142
Provision for contingent liabilities	189	(6)	40	223
Other	35	(2)	5	38
<b>Total deferred tax assets</b>	<b>744</b>	<b>(11)</b>	<b>126</b>	<b>859</b>
<b>Deferred tax liabilities</b>				
Revaluation reserve	(54)	1	-	(53)
Present value of financing	(5)	-	(1)	(6)
Swap results	(44)	-	(58)	(102)
Depreciation	(105)	-	(6)	(111)
Pension plans	(4)	-	(1)	(5)
Sale of property	(4)	-	-	(4)
Other liabilities	(31)	-	(2)	(33)
Adjustments: CPCs / IFRS	(376)	-	(5)	(381)
<b>Total deferred tax liabilities</b>	<b>(623)</b>	<b>1</b>	<b>(73)</b>	<b>(695)</b>
<b>Deferred tax assets, Net</b>	<b>121</b>	<b>(10)</b>	<b>53</b>	<b>164</b>

II- The estimated realization and the present value of the Deferred Income Tax and Social Contribution at March 31, 2015, in accordance with the expected generation of future taxable income, based on the history of profitability and technical feasibility studies, are as follows:

	03/31/2015	12/31/2014
<b>Deferred tax assets</b>	<b>859</b>	<b>744</b>
Deferred tax assets to be recovered within 12 months	109	109
Deferred tax assets to be recovered after 12 months	750	635
<b>Deferred tax liabilities</b>	<b>(695)</b>	<b>(623)</b>
Deferred tax liabilities to be recovered after 12 months	(695)	(623)
<b>Deferred tax assets, net</b>	<b>164</b>	<b>121</b>

## NOTE 13 - LOANS AND FINANCING

Company	Type <sup>(1)</sup>	Charges	Guarantees	03/31/2015		12/31/2014	
				Current	Non Current	Current	Non Current
<b>Duratex</b>	BNDES	TJLP + 2.2 % p.a.	Surety - Itaúsa- Investimento Itaú S.A.	72	53	77	69
	BNDES	TJLP + 2.7 % p.a.	Guaranteee - Cia Ligna de Investimentos	16	-	24	-
	BNDES	TJLP + 2.8 % p.a.	Surety - 70% Invest. Itaú S.A e 30% natural person	64	193	66	208
	BNDES	4.6 % p.a.	Surety - 70% Invest. Itaú S.A e 30% natural person	5	10	5	11
	BNDES	Selic + 2.16 % p.a.	Surety - 70% Invest. Itaú S.A e 30% natural person	1	2	1	3
	FINAME	TJLP + 2.3 % p.a./ Fixed 6 % p.a.	Chattel Mortgage and Promissory Notes	5	48	5	46
	FINAME	6.0 % p.a.	Chattel Mortgage and guaranteee	-	7	-	4
	BNDES PROGEREN	TJLP + 2.85 % p.a.	Promissory Note	20	-	27	-
	BNDES PROGEREN	9.0 % p.a.	Trade Note	-	-	1	-
	INDUSTRIAL CREDIT	103 % of CDI	Surety - Duratex Coml. Exportadora S.A.	162	-	205	-
	INDUSTRIAL CREDIT with swap	12.7 % p.a.	Surety - Duratex Coml. Exportadora S.A.	60	-	58	-
	FUNDIEST	30 % IGP-M per month	Guaranteee - Cia Ligna de Investimentos	21	106	20	111
	FUNDOPEM	IPCA + 3 % p.a.	Surety - 70% Invest. Itaú S.A and 30% natural person	1	29	1	29
	PROINVEST / PRO FLORESTA	IGP-M + 4 % p.a./IPCA + 6 % p.a.	Guaranteee - Cia Ligna de Inv. and Mortgage of Assets	11	2	12	4
	EXPORT CREDIT with swap	8.0 % p.a.	-	1	58	1	58
	EXPORT CREDIT	104.8 % of CDI	-	2	522	6	407
	<b>Total Local currency</b>			<b>441</b>	<b>1,030</b>	<b>509</b>	<b>950</b>
	BNDES	Basket of currencies + 2.2 % p.a.	Surety - Itaúsa- Investimento Itaú S.A.	14	9	12	10
	BNDES	Basket of currencies + 2.4 % p.a.	Guaranteee - Cia Ligna de Investimentos	4	-	4	-
	BNDES	US\$ + Libor + 1.6 % p.a.	Surety - Itaúsa- Investimento Itaú S.A.	2	2	2	2
	BNDES	US\$ + Libor + 2.1 % p.a.	Surety - 70% Invest. Itaú S.A and 30% natural person	-	1	-	1
	RESOLUTION 4131 with Swap	US\$ + Libor + 1.7 % p.a.	Promissory Note	104	-	104	-
	RESOLUTION 4131 with Swap	US\$ + 1.5 % p.a.	Promissory Note	119	-	119	-
	RESOLUTION 4131 with Swap	US\$ + Libor + 1.5 % p.a.	Promissory Note	-	109	-	109
	RESOLUTION 4131 with Swap	US\$ + 2.1 % p.a.	Promissory Note	-	108	-	108
	RESOLUTION 4131 with Swap	US\$ + Libor + 2.27 % p.a.	Promissory Note	1	127	1	127
	RESOLUTION 4131 with Swap	US\$ + 2.5 % p.a.	Promissory Note	1	123	1	126
	<b>Total Foreign currency</b>			<b>245</b>	<b>479</b>	<b>243</b>	<b>483</b>
<b>Total Duratex</b>				<b>686</b>	<b>1,509</b>	<b>752</b>	<b>1,432</b>
<b>Duratex</b>	BNDES	5.5 % p.a.	Surety - 70% Invest. Itaú S.A and 30% natural person	1	1	1	1
<b>Subsidiaries</b>	BNDES	TJLP + 2.8 % p.a.	Surety - 70% Invest. Itaú S.A and 30% natural person	2	76	2	76
	FINAME	Fixed 5.6 % p.a.	Chattel Mortgage and Promissory Note	1	4	-	4
	EXPORT CREDIT NOTE	104.9% of CDI	Surety - Duratex S.A.	1	141	139	-
	RURAL CREDIT NOTE with swap	10.6 % p.a.	Surety - Duratex S.A.	116	-	113	-
	RURAL CREDIT NOTE with swap	11.5 % p.a.	Surety - Duratex S.A.	-	114	-	111
	<b>Total Local currency</b>			<b>121</b>	<b>336</b>	<b>255</b>	<b>192</b>
	SANTADER Bank-HERMES with swap	4.59 % p.a.	Insurance (95%)	5	5	2	7
	CII	Libor + 3.95 % p.a.	Pledge and Mortgage of Equipments	1	3	-	5
	DEG/CII	5.4 % p.a.	Pledge and Mortgage of Equipments	10	28	-	39
	LEASING	DTF + 2.0 %	Promissory Note	1	-	-	1
	<b>Total Foreign currency</b>			<b>17</b>	<b>36</b>	<b>2</b>	<b>52</b>
<b>Total Duratex subsidiaries</b>				<b>138</b>	<b>372</b>	<b>257</b>	<b>244</b>
<b>Elekeiroz</b>	BNDES	TJLP + 1.72 to 4.32 % p.a.	Surety - Itaúsa- Investimento Itaú S.A.	15	37	14	39
	BNDES	IPCA + 1.96 to 2.26 % p.a.	Surety - Itaúsa- Investimento Itaú S.A.	-	1	-	1
	BNDES	3.0 a 6.0 % p.a.	Surety - Itaúsa- Investimento Itaú S.A.	1	4	1	4
	FINEP	3.5% p.a.	Surety - Itaúsa- Investimento Itaú S.A.	2	10	2	12
	CREDIT ASSIGNMENT	14.25 % p.a.	-	26	-	33	-
	NCE	CDI + 2.25 % p.a.	-	15	-	-	-
	VENDOR	-	-	2	-	1	-
	<b>Total Local currency</b>			<b>61</b>	<b>52</b>	<b>51</b>	<b>56</b>
	BNDES	Exchange variation + 2.03 to 2.16 % p.a.	Surety - Itaúsa- Investimento Itaú S.A.	5	11	4	10
	FOREIGN EXCHANGE DISCOUNT	1.35 % p.a.	-	3	-	9	-
	<b>Total Foreign currency</b>			<b>8</b>	<b>11</b>	<b>13</b>	<b>10</b>
<b>Total Elekeiroz</b>				<b>69</b>	<b>63</b>	<b>64</b>	<b>66</b>
<b>Itautec</b>	BNDES	TJLP + 1.1 % p.a.	Banking guaranteee	2	1	2	2
	BNDES	TJLP + 3.1 % p.a.	Banking guaranteee	2	-	1	1
	BNDES	5,6 % p.a.	Banking guaranteee	1	-	1	1
	FINEP	4.0 % p.a.	Surety- Itaúsa- Investimento Itaú S.A.	15	30	15	33
	BB 4131	105.6 % of CDI	-	11	-	-	10
	HSBC 4131	106.5% of CDI	-	21	-	20	-
	<b>Total Local currency</b>			<b>52</b>	<b>31</b>	<b>39</b>	<b>47</b>
<b>Total Itautec</b>				<b>52</b>	<b>31</b>	<b>39</b>	<b>47</b>
<b>Total Itaúsa Consolidated</b>				<b>945</b>	<b>1,976</b>	<b>1,113</b>	<b>1,789</b>

(1) Certain loans and financing (identified in the table above as "with Swap") were designated at fair value through profit or loss.

Maturities	03/31/2015	12/31/2014
2016	406	542
2017	520	468
2018	310	239
2019	244	179
2020	398	330
2021	78	14
2022	9	8
Other	11	9
<b>Total</b>	<b>1,976</b>	<b>1,789</b>

**NOTE 14 – DEBENTURES**

On February 8, 2012, the first Private Issuance of Debentures was approved in Duratex, with floating guarantee, convertible into common shares issued by Duratex, for private subscription, in the total amount of R\$ 100, remunerated at IPCA + 6% p.a. paid annually on January 15 of each year, maturing on January 15, 2017, and whose proceeds were allocated to:

- a) Fixed investment, at the company's industrial unit in Itapetininga – SP, in a new production line for the manufacture of medium density reconstituted wood fiber panels (MDF), a new low pressure coating line, and a new low pressure line for the impregnation of laminated paper;
- b) The acquisition by the company of locally manufactured machinery and equipment needed for (a).

We present below the debentures in Itaúsa Consolidated

	03/31/2015			12/31/2014		
	Current	Non-current	Total	Current	Non-current	Total
Debentures - Duratex	1	121	122	7	116	123

**NOTE 15 – PROVISIONS FOR CONTINGENCIES**

ITAÚSA and its subsidiaries record provisions for tax, labor and civil contingencies in the ordinary course of business.

The respective provisions were recognized considering the probability of loss as assessed by legal advisors for the group.

Relying on the opinion of our legal advisors, management believes that the provisions for contingencies recognized are sufficient to cover any loss possibly incurred in any legal actions or administrative proceedings.

**a) Contingent Assets:**

ITAÚSA and its subsidiaries are seeking in court the recovery of taxes, contributions, import license fee (Cacex Fee) and administrative service fees imposed on the import and custom clearance of goods at the Manaus Duty Free Zone.

The table below shows the main lawsuits that, in accordance with the opinion of the legal advisors, have probability of a favorable outcome to the company considered probable, and the amounts related to these lawsuits are not recognized in the financial statements.

	03/31/2015	12/31/2014
IPI bonus credit from 1960 to 1985	125	122
Monetary adjustment of credits from Eletrobrás	12	12
Recovery of ILL paid with dividends distributed from 1989 to 1992	13	12
INSS - SAT, change of rural rate, transportation voucher, and health insurance	19	19
PIS and COFINS	4	4
Collection/execution of out-of-court instruments	12	11
Offset of PIS Decrees-Laws 2445 and 2449, of 1988	17	17
Other	15	16
<b>Total</b>	<b>217</b>	<b>213</b>

**b) Contingent Liabilities:**

- **Tax:** Contingencies are equivalent to the principal amount of taxes involved in tax, administrative or judicial challenges, subject to tax assessment notices, plus interest and, when applicable, fines and charges. The amount is accrued when it involves a legal liability, regardless of the likelihood of loss, that is, a favorable outcome to the institution is dependent upon the recognition of the unconstitutionality of the applicable law in force. In other cases, the Bank recognizes a provision whenever the likelihood of loss is probable.

- **Labor:** Relate to claims disputing alleged labor rights deriving from overtime, occupational disease, salary equivalence, and involving subsidiary liability.

- **Civil:** Civil lawsuits mainly refer to pain and suffering and property damage.

	Tax	Labor	Civil	Total
<b>Balance at 12/31/2014</b>	<b>484</b>	<b>76</b>	<b>32</b>	<b>592</b>
Monetary adjustment	9	4	-	13
Increase	65	9	-	74
Reversal	(1)	(3)	(4)	(8)
Payments	-	(8)	-	(8)
<b>Balance at 03/31/2015</b>	<b>557</b>	<b>78</b>	<b>28</b>	<b>663</b>
Escrow deposits	(24)	(14)	-	(38)
<b>Balance at 03/31/2015 after the offset of escrow deposits</b>	<b>533</b>	<b>64</b>	<b>28</b>	<b>625</b>

The main discussions related to tax provisions are described as follows:

- PIS and COFINS – Calculation basis – R\$ 458: The right to calculate and pay contributions to PIS and COFINS without including the amounts received as interest on capital in the calculation basis is under discussion.

**c) Contingencies not recognized**

ITAÚSA and its subsidiaries are involved in tax, labor and lawsuits, which, in the opinion of their legal advisors, have probability of possible loss and do not have a provision recognized.

At March 31, 2015, these lawsuits totaled R\$ 801 for tax lawsuits, R\$ 16 for labor claims and R\$ 7 for civil lawsuits.

The main disputes concerning tax lawsuits that have a probability of possible loss are related to the topics as follows:

- Taxation of revaluation reserve – R\$ 231: Discussion related to taxation of revaluation reserve in corporate spin-off operations carried out in the 2006-2009 period;
- Income tax withheld at source, Income tax, Social contribution, Integration program tax on revenue (PIS) and Social security funding tax on revenue (COFINS) – Request for offset denied – R\$ 277: Cases in which the liquidity and certainty of offset credits are discussed;
- IRPJ and CSLL – “Summer Plan” – R\$ 58: We claim the recognition of the right to monetarily restate the balance sheet for the fiscal year 1989 by fully applying the IPC (gross rate) of 70.28% or the difference of 51.83%;
- Integration program tax on revenue (PIS) and Social security funding tax on revenue (COFINS) – Disallowance of credits – R\$ 43: the restriction to the right to credits in connection with certain inputs related to these contributions is being disputed accordingly;
- Differences in accessory obligations – R\$ 44: Discussion of possible differences between the information included in the accessory obligations;
- Levy of Tax on circulation of goods and services (ICMS) Credits – R\$ 32: Discussion on the levy, recognition and use of ICMS credits
- Income tax and social contribution – Profit made available abroad - R\$ 12: Discussion of the calculation basis for levy of these taxes on profits earned abroad.

**NOTE 16 – STOCKHOLDERS' EQUITY ITAÚSA****a) Capital**

The authorized capital is 8,250,000,000 in book entry shares with no par value, being up to 2,750,000,000 in common shares and up to 5,500,000,000 in preferred shares.

Capital is R\$ 27,025, represented by 6,110,133,986 book-entry shares with no par value, of which 2,352,423,707 are common shares and 3,757,710,279 are preferred shares without voting rights, but with the following advantages:

- Priority to receive the non-cumulative annual minimum dividend of R\$ 0.01 per share;
- Right to, in a possible disposal of control, be included in the public offering of shares, so as to be entitled to a price equal to 80% of the amount paid for a share with voting rights, which is part of the controlling stake, and dividend equal to the common shares.

The table below shows the breakdown of and change in shares of paid-in capital and reconciliation of the balances at March 31, 2015 and December 31, 2014:

	Number			Amount
	Common	Preferred	Total	
<b>Shares outstanding at 12/31/2013</b>	<b>2,106,226,703</b>	<b>3,364,440,558</b>	<b>5,470,667,261</b>	<b>22,000</b>
<b>Changes in shares of paid-in capital from 01/01 to 12/31/2014</b>	<b>246,197,004</b>	<b>393,269,721</b>	<b>639,466,725</b>	<b>5,125</b>
Capital increase with paid-in reserves	-	-	-	4,600
10% bonus shares	213,856,700	341,610,025	555,466,725	-
Subscription of shares	32,340,304	51,659,696	84,000,000	525
<b>Shares of capital stock at 12/31/2014</b>	<b>2,352,423,707</b>	<b>3,757,710,279</b>	<b>6,110,133,986</b>	<b>27,025</b>
Residents in Brazil	2,351,938,446	2,307,922,622	4,659,861,068	20,610
Residents abroad	485,261	1,449,787,657	1,450,272,918	6,415
<b>Treasury shares at 12/31/2014 (*)</b>	<b>(7,718,200)</b>	<b>(2,320,000)</b>	<b>(10,038,200)</b>	<b>-</b>
<b>Shares outstanding at 12/31/2014</b>	<b>2,344,705,507</b>	<b>3,755,390,279</b>	<b>6,100,095,786</b>	<b>27,025</b>
<b>Shares of capital stock at 03/31/2015</b>	<b>2,352,423,707</b>	<b>3,757,710,279</b>	<b>6,110,133,986</b>	<b>27,025</b>
Residents in Brazil	2,351,984,754	2,333,535,063	4,685,519,817	20,724
Residents abroad	438,953	1,424,175,216	1,424,614,169	6,301
<b>Treasury shares at 03/31/2015 (*)</b>	<b>(8,227,800)</b>	<b>(2,320,000)</b>	<b>(10,547,800)</b>	<b>-</b>
<b>Shares outstanding at 03/31/2015</b>	<b>2,344,195,907</b>	<b>3,755,390,279</b>	<b>6,099,586,186</b>	<b>27,025</b>

(\*) Own shares, purchased based on authorization of the Board of Directors, to be held in Treasury for subsequent cancellation or replacement in the market, at the average unit cost of R\$ 9.15.

## b) Dividends

Stockholders are entitled to a mandatory minimum dividend of not less than 25% of adjusted net income pursuant to the provisions of the Brazilian Corporate Law. Both common and preferred shares participate equally, after common shares have received dividends equal to the minimum priority dividend of R\$ 0.01 per share to be paid on preferred shares. The minimum dividend may be paid in four or more installments, at least quarterly or at short intervals.

The calculation of the quarterly advance of the mandatory minimum dividend is based on the share position on the last day of the prior month, with payment being made on the first business day of the subsequent month, in the amount of R\$ 0.015 per share.

### I. Calculation

Net income	1,930	
(-) Legal reserve	(97)	
Dividend calculation basis	1,833	
<b>Mandatory minimum dividend</b>	<b>458</b>	<b>25.00%</b>

### II. Provision for interest on capital and dividends

	Gross	WTS	Net
<b>Provided for / To be declared</b>	<b>523</b>	<b>(65)</b>	<b>458</b>
<b>Dividends</b>	<b>91</b>	<b>-</b>	<b>91</b>
1 quarterly installment of R\$ 0.015 per share to be paid on 07/01/2015	91	-	91
<b>Interest on capital</b>	<b>432</b>	<b>(65)</b>	<b>367</b>
Supplementary of R\$ 0.0708 per share to be declared	432	(65)	367
<b>Total at 03/31/2015 - R\$ 0.0752 net per share</b>	<b>523</b>	<b>(65)</b>	<b>458</b>
<b>Total at 03/31/2014 - R\$ 0.0664 net per share (*)</b>	<b>455</b>	<b>(56)</b>	<b>399</b>

(\*) For comparative purposes, we considered bonuses.

## c) Appropriated reserves

### • Legal reserve

It is recognized at 5% of net income for each year, pursuant to Article 193 of Law No. 6,404/76, amended by Law No.11,638/07 and Law No.11,941/09, up to the limit of 20% of capital.

### • Statutory reserves

These reserves are recognized with the aim of:

- dividend equalization with the purpose of guaranteeing funds for the payment of dividends, including interest on capital or its advances, to maintain the flow of the stockholders' compensation;
- increasing working capital, guaranteeing funds for the company's operations; and
- increasing the capital of investees, to guarantee the preemptive rights of subscription upon capital increases of investees.



	03/31/2015	12/31/2014
<b>Revenue Reserves</b>	<b>12,806</b>	<b>11,600</b>
Legal	1,246	1,149
Statutory	11,560	10,451
Dividends equalization	3,452	2,998
Working capital increase	3,366	3,104
Increase in capital of investees	4,742	4,349
<b>Proposal for distribution of additional dividends</b>	<b>-</b>	<b>559</b>
<b>Other reserves</b>	<b>568</b>	<b>618</b>
<b>Total reserves at parent company</b>	<b>13,374</b>	<b>12,777</b>

	Revenue reserves		Other reserves	Total reserves
	Legal reserve	Statutory reserves		
<b>Balance at 12/31/2014</b>	<b>1,149</b>	<b>11,010</b>	<b>618</b>	<b>12,777</b>
Recognition of reserves	97	1,310	-	1,407
Dividend amount in addition to the minimum mandatory dividend for prior years	-	(718)	-	(718)
Transactions with Subsidiaries and Jointly Controlled Companies	-	(42)	(50)	(92)
<b>Balance at 03/31/2015</b>	<b>1,246</b>	<b>11,560</b>	<b>568</b>	<b>13,374</b>

#### d) Unappropriated reserves

It refers to balance of profit remaining after the distribution of dividends and appropriation to legal reserve. This reserve is recognized after a resolution of the board of directors, in the Annual Stockholders' Meeting, in the year subsequent to that of the financial statements.

**NOTE 17 – SHARE-BASED PAYMENTS****Stock option plan of subsidiaries****a) Duratex S.A.**

As set forth in the bylaws, Duratex S.A. has a stock option plan with the purpose of integrating its executives in the company's development process in the medium and long term, providing them with the option of taking part in the value that their work and dedication brought to the capital stock of Duratex.

The options will entitle their holders to subscribe common shares of Duratex, subject to the conditions established in the plan.

The rules and operating procedures related to the plan will be proposed by the Personnel committee, appointed by the Company's board of directors. This committee will periodically submit proposals regarding the application of the plan to the approval of the board of directors.

Options may only be granted in years in which there are sufficient profits to distribute mandatory dividends to stockholders. The total number of options to be granted in each year will not exceed the limit of 0.5% of the total shares held by Duratex that the controlling and non-controlling interest holders own on the date of that year-end balance sheet.

The exercise price to be paid to Duratex is established by the Personnel committee at the option granting date. The exercise price will be calculated by the Personnel committee based on the average prices of Duratex common shares at the BM&FBOVESPA trading sessions, over a period of at least five and at most ninety trading sessions prior to the option issue date; at the discretion of that committee, which will also decide on the positive or negative adjustment of up to 30%. The established prices will be adjusted up to the month prior to the exercise of the option at IGP-M or, in its absence, using an index established by the Personnel committee.

<b>Assumptions</b>	<b>2006</b>	<b>2007</b>	<b>2008</b>	<b>2009</b>	<b>2010</b>	<b>2011</b>	<b>2012</b>	<b>2013</b>	<b>2014</b>
Total stock options granted	2,659,180	2,787,050	2,678,901	2,517,951	1,333,914	1,875,322	1,315,360	1,561,061	1,966,869
Exercise price at granting date	11.16	11.82	15.34	9.86	16.33	13.02	10.21	14.45	11.44
Fair value at granting date	9.79	8.88	7.26	3.98	7.04	5.11	5.69	6.54	4.48
Exercise deadline	10 years	10 years	10 years	8 years	8 years	8.5 years	8.8 years	8.9 years	8.1 years
Vesting period	1.5 years	1.5 years	1.5 years	3 years	3 years	3.5 years	3.8 years	3.9 years	3.1 years

To determine this value, the following economic assumptions were adopted:

	<b>2006</b>	<b>2007</b>	<b>2008</b>	<b>2009</b>	<b>2010</b>	<b>2011</b>	<b>2012</b>	<b>2013</b>	<b>2014</b>
Volatility of share price	34.80%	36.60%	36.60%	46.20%	38.50%	32.81%	37.91%	34.13%	28.41%
Dividend yield	2.00%	2.00%	2.00%	2.00%	2.00%	2.00%	2.00%	2.00%	2.00%
Risk-free return rate <sup>(1)</sup>	8.90%	7.60%	7.20%	6.20%	7.10%	5.59%	4.38%	3.58%	6.39%
Effective exercise rate	96.63%	96.63%	96.63%	96.63%	96.63%	96.63%	96.63%	96.63%	96.63%

(1) IGP-M coupon

The company carries out the settlement of this benefit by delivering its own shares held in treasury up to the effective exercise of the options by executives.

Granting date	Granted number	Maturity date	Exercise deadline	Granting price	To be exercised		Option price	Total amount	Periods			Other periods
					Dec/14	Mar/15			2007 to 2012	2013	2014	
					(*)							
02/08/2006	2,659,180	06/30/2007 to 12/31/2016		11.16	59,113	59,113	9.79	1	1	-	-	-
01/31/2007	2,787,034	06/30/2008 to 12/31/2017		11.82	1,506,527	1,506,527	8.88	25	25	-	-	-
02/13/2008	2,678,887	06/30/2009 to 12/31/2018		15.34	1,580,420	1,580,420	7.26	19	19	-	-	-
06/30/2009	2,517,937	06/30/2012 to 12/31/2017		9.86	898,639	898,639	3.98	9	9	-	-	-
04/14/2010	1,333,914	12/31/2013 to 12/31/2018		16.33	1,483,850	1,483,850	7.04	9	7	2	-	-
06/29/2011	1,875,322	12/31/2014 to 12/31/2019		13.02	2,045,299	2,045,299	5.11	9	4	3	3	-
04/09/2012	1,290,994	12/31/2015 to 12/31/2020		10.21	1,411,122	1,411,122	5.69	7	1	2	2	-
04/17/2013	1,561,061	12/31/2016 to 12/31/2021		14.45	1,648,699	1,648,699	6.54	9	-	2	2	1
02/11/2014	1,966,869	12/31/2017 to 12/31/2022		11.44	2,163,532	2,154,616	4.48	9	-	-	2	1
<b>Sum</b>	<b>18,671,198</b>				<b>12,797,201</b>	<b>12,788,285</b>		<b>97</b>	<b>66</b>	<b>9</b>	<b>9</b>	<b>2</b>
<b>Exercise effectiveness</b>								<b>96.63%</b>	<b>96.63%</b>	<b>96.63%</b>	<b>96.63%</b>	<b>96.63%</b>
<b>Computed value</b>								<b>93</b>	<b>64 (1)</b>	<b>8 (2)</b>	<b>8 (3)</b>	<b>2 (4)</b>
												<b>11 (5)</b>

(1) Amount charged to income from 2007 until 2012.

(2) Amount charged to income in 2013.

(3) Amount charged to income in 2014.

(4) Amount charged to income in the 1st quarter 2015.

(5) Value charged to income in other periods.

(\*) Includes bonus shares of 10% as per resolution at the A/ESM of April 22, 2014.

At March 31, 2015, Duratex S.A. had 2,485,759 treasury shares, which may be used in a possible option exercise.

## b) Itaútec S.A.

The Company had a Stock Option Plan until 2006 with the purpose of integrating its executives in the Company's development process in the medium and long terms, providing them with the option of participating in the value that their work and dedication brought to the Company's shares.

This plan was managed by a Committee and the options granted were approved by the Board of Directors; at present, it is subject to the study and review by that Board of Directors. The participants of the plan were chosen at the sole discretion of the Committee among the Company's executives.

The price established for the granting of stock options was based on the average quotation of the Company's shares in the BM&FBOVESPA trading session, comprising a period of at least one (1) month and at most twelve (12) months prior to the option issue date.

At the discretion of the Committee, a positive or negative adjustment of up to 50% in the average price was made. The assumptions used in the fair value of options, based on the Binominal model, were as follows:

**Assumptions**

<b>Grant date</b>	<b>2006 Plan</b>
Number of shares granted (i) (ii)	173,333
Price of share at the granting date (in Reais - R\$) (ii)	45.60
Exercise price (in Reais - R\$) (ii)	36.45
Fair value of the option (in Reais - R\$) (ii)	32.88
Vesting period	06/30/07
Exercise deadline	12/31/16
Volatility	65%
Dividends (dividend yield)	2.7%
Risk-free return rate	13.7%

(i) *Deducting cancellations;*

(ii) *Considering the reverse split, at the rate of 15 shares for 1, carried out in October 2006.*

Volatility comprises the period of the last three years up to the granting date of each plan.

No stock option has been exercised so far and there has been no variation in the number of shares of the plans described above in the presented period.

On March 31, 2015, the market price of the shares was R\$ 16.10 (R\$ 16.10 at December 31, 2014) per share.

**c) Elekeiroz S.A.****Stock option plan**

With the purpose of integrating the managers and employees in the Company's development process in the medium and long term, the Extraordinary Stockholders' Meeting held on July 31, 2003 resolved to adopt a stock option plan, providing them with the option of participating in the value that their work and dedication may bring to the Company's capital. Up to the closing of these financial statements, this plan had not produced any effects to be recognized in the Company's financial statements.

**NOTE 18 - SALES OF PRODUCTS AND SERVICES**

	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Gross revenue from sales and services</b>	<b>1,551</b>	<b>1,543</b>
Domestic market	1,389	1,407
Foreign market	162	136
Taxes and contributions on sales	(331)	(323)
<b>Net revenue from sales of products and services</b>	<b>1,220</b>	<b>1,220</b>

**NOTE 19 - COST OF PRODUCTS AND SERVICES**

	01/01 to 03/31/2015	01/01 to 03/31/2014
Raw materials and consumable materials	(693)	(790)
Compensation, charges and benefits	(164)	(154)
Depreciation, amortization and depletion	(147)	(124)
Changes in inventories of finished products and work in process	98	135
Variation in fair value of biological asset	44	56
Other costs	(54)	(14)
<b>Total</b>	<b>(916)</b>	<b>(891)</b>

**NOTE 20 - GENERAL AND ADMINISTRATIVE EXPENSES**

	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Personnel expenses</b>	<b>(41)</b>	<b>(43)</b>
Compensation	(28)	(28)
Charges	(6)	(8)
Welfare benefits	(3)	(4)
Training	(1)	(1)
Employee profit sharing	(3)	(2)
<b>Administrative expenses</b>	<b>(26)</b>	<b>(22)</b>
Data processing and telecommunications	(2)	(2)
Third-party services	(11)	(9)
Advertising, promotions and publicity	(1)	(1)
Travel	(1)	(1)
Rental and facilities	(3)	(3)
Agreement for apportionment of common costs	(1)	-
Other	(7)	(6)
<b>Depreciation</b>	<b>(3)</b>	<b>(2)</b>
<b>Total</b>	<b>(70)</b>	<b>(67)</b>

**NOTE 21 - OTHER (LOSSES) / GAINS, NET**

	01/01 to 03/31/2015	01/01 to 03/31/2014
Provisions for contingencies - Reversal	6	18
Write-off of surplus of pension plan	(1)	-
Amortization of customer portfolio	(7)	(7)
Options granted and recognized	(4)	(5)
Loss on sale of other investments and fixed assets <sup>(*)</sup>	10	161
Other	6	(1)
<b>Total</b>	<b>10</b>	<b>166</b>

(\*) Includes the recognition in the 1st quarter of 2014, of the accumulated balance of unrealized results arising from sales carried out by Itaútec to the companies of Itaúsa Conglomerate in the amount of R\$100 million, taking into account that the banking automation, commercial automation and service provision business is now controlled by OKI Electric.

**NOTE 22 - EARNINGS PER SHARE**

Basic and diluted earnings per share were computed pursuant to the table below for the years indicated.

Basic earnings per share are computed by dividing the net income attributable to the stockholders of ITAÚSA by the average number of shares for the year, and by excluding the number of shares purchased and held as treasury shares.

Diluted earnings per share are computed in a similar way, but with the adjustment made to the denominator when assuming the conversion of all shares that may dilute earnings.

Net income attributable to owners of the parent company	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Net income</b>	<b>1,930</b>	<b>1,681</b>
Minimum non-cumulative dividend on preferred shares in accordance with our bylaws	(38)	(37)
<b>Subtotal</b>	<b>1,892</b>	<b>1,644</b>
Retained earnings to be distributed to common equity owners in an amount per share equal to the minimum dividend payable to preferred equity owners	(23)	(23)
<b>Subtotal</b>	<b>1,869</b>	<b>1,621</b>
<b>Retained earnings to be distributed to common and preferred equity owners on a pro-rata basis</b>		
To common equity owners	718	624
To preferred equity owners	1,151	997
<b>Total net income available to common equity owners</b>	<b>741</b>	<b>647</b>
<b>Total net income available to preferred equity owners</b>	<b>1,189</b>	<b>1,034</b>
<b>Weighted average number of shares outstanding</b>		
Common shares	2,344,456,007	2,316,849,373
Preferred shares	3,755,390,279	3,700,664,614
<b>Earnings per share – Basic and diluted of Continued Operations - R\$</b>		
Common shares	0.32	0.28
Preferred shares	0.32	0.28

*The impact from the dilution of earnings per share is lower than R\$ 0.01.*

**NOTE 23 – BUSINESS COMBINATIONS**

In May 2010, Bank of America Corporation (BAC) sold its interest in the capital of Itaú Unibanco Holding. Preferred shares were traded in the market and common shares were purchased by ITAÚSA, which increased its direct and indirect interest in the capital of Itaú Unibanco Holding from 35.46% to 36.57%.

June 30, 2010 was determined as the date for the application of the acquisition method set forth in CPC 15 / IFRS 3 – “Business Combinations”. The application of the acquisition method consists of the recognition and measurement of identifiable assets acquired, liabilities assumed and any non-controlling interest in the acquiree, and the recognition and measurement of goodwill or gain arising from a bargain purchase.

On the purchase date ITAÚSA recorded goodwill of R\$ 809 considering:

- (i) identifiable assets acquired, liabilities assumed and any non-controlling interest in the acquiree;
- (ii) the consideration for the control of the purchased company; and
- (iii) goodwill or gain from a bargain purchase.

The table below shows the balance of identifiable assets and liabilities and the amount of goodwill computed proportionally to the acquisition of 1.22%:

	12/31/2014	Amortization/ Realization	03/31/2015
<b>Intangible assets subject to amortization</b>			
Customer relationships	62	(13)	49
Exclusive access to retail customers and real estate brokers	72	(4)	68
Other	1	-	1
<b>Total intangible assets subject to amortization (I)</b>	<b>135</b>	<b>(17)</b>	<b>118</b>
<b>Intangible assets not subject to amortization</b>			
Hipercard brand	2	-	2
Itaú brand	65	-	65
<b>Total intangible assets not subject to amortization ( II )</b>	<b>67</b>	<b>-</b>	<b>67</b>
<b>Total allocated to intangible assets (III = I + II)</b>	<b>202</b>	<b>(17)</b>	<b>185</b>
<b>Deferred tax liability (IV)</b>	<b>(81)</b>	<b>7</b>	<b>(74)</b>
<b>Total goodwill allocated (V = III + IV )</b>	<b>121</b>	<b>(10)</b>	<b>111</b>
<b>Goodwill</b>	<b>437</b>	<b>-</b>	<b>437</b>

Identifiable intangible assets subject to amortization are recorded in income for a period of 2 to 16 years, according to the useful life defined based on the expected future economic benefit generated by the asset.

Intangible assets not subject to amortization and the residual goodwill, which also represent expected future economic benefits, do not have defined useful lives, and will have their recoverability tested at least annually by Management.

This purchase of shares represented an increase in the interest of ITAÚSA, and most of the identifiable assets and liabilities were recorded in ITAÚSA based on criteria of similar previously recorded operations, before the increase in interest. Likewise, the same was followed for income, expenses and net income of ITAÚSA.



**NOTE 24 – POST-EMPLOYMENT BENEFITS**

As prescribed in CPC 33 / IAS 19 - "Employee Benefits", we present the policies adopted by ITAÚSA and its subsidiaries regarding employee benefits, as well as the accounting procedures adopted.

ITAÚSA's subsidiaries in Brazil are part of the group of companies that sponsor Fundação Itaúsa Industrial (Foundation), a not-for-profit organization which purpose is to manage private plans for the concession of bonus plans or supplementary income or benefits similar to those conferred by the official government retirement plan. Fundação Itaúsa manages a Defined Contribution Plan - PAI - CD ("CD Plan") and a Defined Contribution Plan – BD ("BD Plan").

Employees hired by the industrial area companies have the option to voluntarily participate in the Defined Contribution Plan PAI – CD, managed by Fundação Itaúsa Industrial.

**(a) Defined contribution plan - CD Plan**

This plan is offered to all employees of sponsor companies and had 9,613 participants at March 31, 2015 (9,719 at December 31, 2014).

The CD Plan – PAI (individual retirement plan) offers no actuarial risk and the investment risk is taken by their participants.

**Pension Plan Program Fund**

Contributions made by sponsors that remained in the plan because the participants had elected redemption or early retirement, formed the Fundo Programa Previdencial (pension plan program fund) that, according to the internal rules of the plan, has been used to offset contributions made by the sponsors.

The present value of future regular contributions, calculated using the projected unit credit method, was recognized in the interim financial statements for March 31, 2015.

The amount recorded in the balance sheet under Other Financial Assets (Note 6a) is R\$ 130 (R\$ 131 at December 31, 2014). The amount of R\$ 1 was recognized in results (R\$ 2 at March 31, 2014).

**(b) Defined benefit plan – BD Plan**

This plan has as its basic purpose the concession of benefits that, as a life monthly income, are intended to supplement, pursuant to its terms, the income paid by the official government retirement plan. This plan is no longer available, which means that no new participants will be admitted to it.

The plan includes the following benefits: supplementation to the governmental retirement plan, payable based on time of contribution, special circumstances, age, disability, life monthly income, retirement premium and death bonus.

At March 31, 2015, the surplus and restored technical balance of the BD Plan was recorded in other financial assets (Note 6a), in the amount of R\$ 29 (R\$ 33 at December 31, 2014), payable in 11 monthly installments to which the return rate of investment in the BD Plan applies.

**Main assumptions used in actuarial valuation of Retirement Plans**

	<b>03/31/2015</b>	<b>03/31/2014</b>
Discount rate	11.66% p.a.	12.73% p.a.
Mortality table <sup>(1)</sup>	AT-2000	AT-2000
Turnover	Null	Null
Future salary growth	7.59 % p.a.	9.18 % p.a.
Growth of the pension benefit /Plans	5.20 % p.a.	6.00 % p.a.
Inflation	5.20 % p.a.	6.00 % p.a.

*(1) The mortality tables adopted correspond to those disclosed by SOA – Society of Actuaries, the North-American entity equivalent to IBA – Brazilian Institute of Actuarial Science, which reflects a 10% increase in the probabilities of survival as compared to the respective basic tables; The life expectancy in years by the AT-2000 mortality table for participants of 55 years of age is 27 and 31 years for men and women, respectively.*

**NOTE 25 – SEGMENT INFORMATION**

In accordance with the standards in force, an operating segment may be understood as a component of an entity:

- (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity);
- (b) whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance;
- (c) for which discrete financial information is available.

The operating segments of ITAÚSA were defined according to the reports submitted to the Board of Directors for decision making. Therefore, the segments are divided into the Financial Services and the Industrial Areas.

ITAÚSA is a holding company and its subsidiaries are: Duratex, Elekeiroz and Itaotec, which operate in the industrial area, and Itaú Unibanco Holding, under our joint control and operating in the financial area.

The Itaúsa subsidiaries have independence to define their differentiated and specific standards in the management and segmentation of their respective businesses.

- **Financial Area**

Itaú Unibanco Holding is a banking institution that offers, directly or through its subsidiaries, a broad range of credit and other financial services to a diversified client base of individuals and companies in and outside Brazil.

ITAÚSA exercises the joint control over the businesses of Itaú Unibanco Holding; the jointly-controlled entities were accounted for under the equity method and were not consolidated.

The complete financial statement to Itaú Unibanco Holding for the period from January 1, 2015 to March 31, 2015 are available in website [www.itaunibanco.com.br/ri](http://www.itaunibanco.com.br/ri).

- **Industrial Area**

In the industrial segment, we have a broad range of companies; for this reason, we separated information by company. A brief description of the products manufactured by each company is as follows:

I) Duratex manufactures bathroom porcelain and metals, and respective fittings, with the Deca and Hydra brands (for flush toilet valves), which stand out for the wide range of products, the bold design, and the superior quality; and produces wood panels from pine and eucalyptus, largely used in the manufacturing of furniture, mainly fiberboard, chipboard and medium, high and super density fiberboards, best known as MDF, HDF and SDF, from which laminated floor (Durafloor) and ceiling and wall coatings are manufactured.

II) Elekeiroz: It operates in the chemical market and it is engaged in the manufacturing and sale of chemical and petrochemical products in general, including third parties' products, import and export. The company's production capacity exceeds 700 thousand tons of chemical products per year in its industrial units, and the products are basically intended for the industrial sector, particularly for the civil construction, clothing, automotive and food industries.

III) Itaotec: Its main business is holding interest in companies in Brazil and abroad, particularly in companies operating in the manufacture and sale of commercial and banking automation equipment and the provision of services.

	January to March	FINANCIAL SERVICES AREA	INDUSTRIAL AREA			CONSOLIDATED ITAUSA <sup>(1)</sup>
		Itaú Unibanco Holding	Duratex	Elekeiroz	Itautec	
Total assets	2015	1,169,439	8,948	705	262	49,172
	2014	1,025,285	8,584	697	492	42,769
Operating revenues <sup>(2)</sup>	2015	45,710	1,001	209	10	3,235
	2014	35,663	930	241	55	2,891
Net Income	2015	5,673	68	(4)	(11)	1,974
	2014	4,551	161	-	(6)	1,784
Stockholders' equity	2015	100,365	4,677	461	98	43,047
	2014	84,481	4,510	504	142	36,677
Annualized return on average equity (%) <sup>(3)</sup>	2015	23.1%	5.9%	-3.3%	-44.1%	18.5%
	2014	22.1%	14.5%	0.2%	-15.8%	19.6%
Internal fund generation <sup>(4)</sup>	2015	7,668	242	3	(8)	108
	2014	22,571	227	12	-	135

(1) Itaúsa Consolidated includes: the consolidation of 100% of the subsidiaries and is net of consolidation elimination and unrealized results of intercompany transactions. The amounts for Itaú Unibanco that were not consolidated and are now being accounted for under the equity method.

(2) Operating revenue by area of operations was obtained as follows:

- Itaú Unibanco Holding: Interest and similar income, dividend income, net gain (loss) from investment securities and derivatives, banking service fees, income from insurance, private pension and capitalization operations before claim and selling expenses and other income.
- Duratex, Itautec and Elekeiroz: Sales of products and services.
- Itaúsa Consolidated: Sales of products and services and share income of associates and joint ventures.

(3) Represents the ratio of net income for the year and the average equity ((Dec14 + Mar / 2).

(4) Refers to funds arising from operations as reported by the statement of cash flows.

**NOTE 26 – RELATED PARTIES**

Transactions between related parties are carried out at amounts, maturities and average rates in accordance with normal market practices on the respective dates, as well as under reciprocal conditions.

Transactions between companies included in the consolidation were eliminated from the consolidated financial statements. The transaction terms take into consideration the absence of risk.

The transactions with these related parties are mainly characterized by:

**a) Related Parties**

	Assets/(Liabilities)		Revenue/(Expenses)	
	03/31/2015	12/31/2014	01/01 to 03/31/2015	01/01 to 03/31/2014
<b>Financial Investments</b>	<b>202</b>	<b>218</b>	<b>6</b>	<b>7</b>
Itaú Unibanco S.A.	202	218	6	7
<b>Customers</b>	<b>54</b>	<b>54</b>	<b>53</b>	<b>39</b>
Other Related Parties <sup>(*)</sup>	54	54	53	39
<b>Banking service fees</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1</b>
Itaú Unibanco S.A.	-	-	-	1
<b>Total</b>	<b>256</b>	<b>272</b>	<b>59</b>	<b>47</b>

(\*) Refer basically to the operations for the sale of Duratex S.A.'s goods to Leo Madeiras Maqs. E Fer. S.A. and Leroy Merlin Cia. Bras. de Bricolagem.

In addition to the aforementioned operations, ITAÚSA and non-consolidated related parties, as an integral agreement for apportionment of common costs, recorded in General and Administrative Expenses, the amount of R\$ 1 (R\$ 1 from 01/01 to 03/31/2014) due to the use of the common structure.

As at March 31, 2015 it was not necessary to make provision for allowance for doubtful.

**b) Guarantees provided**

In addition to these transactions, there are guarantees provided by ITAÚSA, represented by endorsements, sureties and other, as follows:

	03/31/2015	12/31/2014
Duratex S.A.	422	454
Elekeiroz S.A.	86	87
Itautec S.A.	45	48
<b>Total</b>	<b>553</b>	<b>589</b>

**c) Compensation of Key personnel**

01/01 to 03/31/2015	ITAÚSA	DURATEX	ITAUTEC	ELEKEIROZ	TOTAL
Compensation	2	4	1	1	8
Profit Sharing	1	2	-	-	3
Stock Options	-	1	-	-	1
<b>Total</b>	<b>3</b>	<b>7</b>	<b>1</b>	<b>1</b>	<b>12</b>

01/01 to 03/31/2014	ITAÚSA	DURATEX	ITAUTEC	ELEKEIROZ	TOTAL
Compensation	2	4	2	2	10
Profit Sharing	2	2	-	-	4
Stock Options	-	2	-	-	2
<b>Total</b>	<b>4</b>	<b>8</b>	<b>2</b>	<b>2</b>	<b>16</b>

**NOTE 27 – MANAGEMENT OF FINANCIAL RISKS****I – Financial Risk Factors**

In order to understand the risks inherent in the activities of ITAÚSA, it is important to know that its objective is the management of investments in its companies. Accordingly, the risks to which ITAÚSA is subject are those that are managed by its subsidiaries and affiliates.

As to liquidity risk, the cash flow forecast of ITAÚSA is made by Management, which monitors the continuous forecasts of liquidity requirements to ensure that it has sufficient cash to meet operating needs, mainly the payment of dividends and interest on capital and settlement of other obligations assumed.

The excess cash of ITAÚSA is invested in government securities and investment fund quotas.

At the reporting date, ITAÚSA had short-term funds amounting to R\$ 643, which are expected to readily generate cash inflows to manage the liquidity risk.

With the purpose of maintaining investments at acceptable risk levels, new investments or increases in interests are discussed at a joint meeting of ITAÚSA's Executive Board and Board of Directors.

We present below the main risks associated to ITAÚSA subsidiaries:

**a) Market risk****(i) Foreign currency risk**

Changes in foreign exchange rates may result in the decrease in asset amounts or increase in liability amounts. The foreign exchange risk derives from future commercial operations, assets and liabilities recognized and net foreign investments.

In view of risk management procedures, which aim at minimizing the foreign exchange exposure, hedge mechanisms are in place to protect most of foreign exchange exposure.

**(ii) Derivative operations**

In derivative operations there are no checks, monthly settlements or margin calls, and the contract is settled upon maturity, and recorded at fair value, taking into account market conditions for term and interest rates.

We present below the types of contracts in place in subsidiaries:

- Swap Contracts - US\$ x CDI: this type of operation aims at changing debts expressed in US dollars into debts indexed to CDI;
- Swap Contracts – Fixed rate x CDI: This type of operation aims at changing debts at fixed interest rates into debts indexed to CDI;
- NDF (Non Deliverable Forward) Contracts: this type of operation aims at changing liabilities expressed in US dollars into Reais; In this operation the contract is settled upon maturity, taking into account the difference between the forward exchange rate (NDF) and the foreign exchange rate at the end of the period (PTAX).
- The fair value of financial instruments was calculated using valuation determined based on the estimated present value, both for the long and short positions, in which the resulting difference between these positions gives rise to the SWAP market value.

The following table summarizes the fair value of derivatives financial instruments:

	Notional amount	Fair value	Accumulated
	03/31/2015	03/31/2015	Amount receivable
<b>Swap contracts</b>	-	286	286
<b>Asset position</b>	988	1,327	286
Foreign currency (USD and EUR)	681	976	285
Fixed rate	307	351	1
<b>Liability position</b>	(988)	(1,041)	-
CDI	(988)	(1,041)	-

	Notional amount	Fair value	Accumulated
	12/31/2014	12/31/2014	Amount receivable
<b>Swap contracts</b>	-	116	116
<b>Asset position</b>	988	1,152	116
Foreign currency (USD and EUR)	681	809	114
Fixed rate	307	343	2
<b>Liability position</b>	(988)	(1,036)	-
CDI	(988)	(1,036)	-

The gains or losses from operations shown in the table were offset in the interest and foreign currency, asset and liability positions, which effects are presented in the financial statements.

### Sensitivity analysis

We present below the statement of sensitivity analysis of financial instruments, including derivatives, describing the risks that may give rise to material losses to ITAÚSA CONSOLIDATED, with a Probable Scenario (Base Scenario) and two other scenarios, pursuant to the provisions of CVM No. 475/08, representing 25% and 50% of the impairment of the risk variable considered.

For the risk variable rates used in the Probable Scenario, the BM&FBOVESPA / Bloomberg quotations were used for the respective maturity dates.

Risk	Instrument/Operation	Description	Probable Scenario	Possible Scenario	Remote Scenario
Interest rate	Swap – Fixed/ CDI	Increase - CDI	(7)	(18)	(28)
	Hedged item: loans at fixed rates		7	18	28
	Swap - US\$ / CDI (Res. 2770 Res. 4131)	Drop - US\$	58	(244)	(547)
	Hedged item: Debt in foreign currency (US\$)	(Increase US\$)	(58)	244	547
Foreign exchange	Exports receivable	(Drop - US\$)	-	(7)	(15)
		Increase - US\$	-	7	15
	BNDES – Revolving credit	Drop - US\$	-	5	9
		(Increase US\$)	-	(5)	(9)
	Advances on exchange contracts – Foreign exchange discount	Drop - US\$	-	1	2
		(Increase US\$)	-	(1)	(2)
	Foreign suppliers	Drop - US\$	-	4	8
		(Increase US\$)	-	(4)	(8)
<b>Total</b>			-	-	-

#### (iii) Cash flow risk or fair value associated to interest rate

The cash invested earns interest indexed to the CDI variation percentage, with redemption guaranteed by issuing banks in accordance with the contracted rates. There are no other relevant assets which result is directly affected by the changes in market interest rates.

For liabilities, the interest rate risk derives from long-term loans. Most of these loans are indexed to the Brazilian long-term interest rate (“TJLP”), a rate aimed at encouraging long-term investments to the production sector, which is historically lower than the financing rates in the market.

The risk associated to these contracted interest rates is monitored since the beginning of the financing, and the institution's policy is to monitor the changes in and projections of the interest market, analyzing any possible need or opportunity to contract hedge for these operations.

#### b) Credit risk

The sales policy is directly associated to the credit risk level the institution is willing to be subject to in the course of business. Diversifying the receivables portfolio and selecting clients, as well as monitoring sales financing terms and individual credit limits are procedures adopted to minimize default levels or losses in the realization of Accounts Receivable.

Regarding financial and other investments, our policy is to work together with prime institutions and refrain from having investments concentrated in one single economic group.

#### c) Liquidity Risk

It is the risk that ITAÚSA and subsidiaries fail to have net funds sufficient to meet their financial commitments, as a result of the mismatching of terms or volume between scheduled receipts and payments. Assumptions for future reimbursements and receipts, daily monitored by the treasury area, are established to manage the liquidity of cash in domestic and foreign currencies.

The table below shows the maturities of financial liabilities and accounts payable to suppliers at the balance sheet date:

03/31/2015	Less than 1 year	From 1 to 2 years	From 3 to 5 years	Over 5 years
Loans and financing	944	1,037	1,052	10
Suppliers and other payables	285	7	4	42
<b>Total</b>	<b>1,229</b>	<b>1,044</b>	<b>1,056</b>	<b>52</b>

  

12/31/2014	Less than 1 year	From 1 to 2 years	From 3 to 5 years	Over 5 years
Loans and financing	1,116	1,124	776	9
Suppliers and other payables	276	61	-	-
<b>Total</b>	<b>1,392</b>	<b>1,185</b>	<b>776</b>	<b>9</b>

## II - Estimated Fair Value

It is assumed that the balances of trade accounts receivable and trade accounts payable at carrying amount less impairment are close to their fair values. The fair value of financial assets and liabilities, for disclosure purposes, is estimated by discounting future contractual cash flows at the interest rate in force in the market, which is available for ITAÚSA and subsidiaries for similar financial instruments.

The financial statements are in conformity with CPC 40 / IFRS 7 – “Financial Instruments: Evidences” measured in the balance sheet at fair value – which requires the disclosure of these measurements by using the following hierarchy levels:

- Level 1: quoted prices (unadjusted) for identical assets or liabilities in active markets;
- Level 2: information, in addition to quoted prices, included in level 1, which are adopted by the market for assets or liabilities, either directly (that is, as prices) or indirectly (that is, as price derivatives);
- Level 3: inputs for assets or liabilities not based on the data adopted by the market (that is, non-observable inputs).

Following we present the consolidated financial instruments by level:



	Level	03/31/2015	12/31/2014
<b>Assets: (*)</b>		<b>4,314</b>	<b>4,336</b>
Cash and cash equivalents	1	36	48
Cash and cash equivalents	2	1,955	1,849
Subordinated financial bill	2	59	61
Financial treasury bill	1	236	229
Trade accounts receivable	2	1,151	1,069
Dividends and Interest on Capital	2	466	607
Deposits in guarantee for contingent liabilities	2	98	149
Other Assets	2	313	324
<b>Liabilities:</b>		<b>3,907</b>	<b>4,560</b>
Loans/ Financing/ Debentures	2	3,043	3,025
Suppliers / Other expenses	2	245	213
Dividends and Interest on Capital	2	619	1,322

(1) Fair value joint ventures interests unconsolidated are reported in note 8 I.

## NOTE 28 - HELD-FOR-SALE ASSETS

In accordance with the meeting held on February 25, 2015, the members of Itaotec's Board of Directors unanimously resolved to approve Itaotec's intention to exercise the put option of the 30% interest it held in Oki Brasil.

Accordingly, as from February 2015, Itaotec's investment in Oki Brasil's capital stock is now stated in two headings, since its fair value is higher than the book value, as follows:

- "Held-for-Sale Assets" in the amount of R\$ 38;
- "Other Receivables" in the amount of R\$ 2, corresponding to the difference between the book value and the fair value adjusted to put option present value.

In accordance with the agreement, the aforementioned amounts will be realized in January 2017 upon the put option exercise.

## NOTE 29 – SUBSEQUENT EVENTS

On April 27, 2015, Itaúsa's Board of Directors resolved on the capital increase in the amount of R\$ 300, with the issue of 44,776,120 new shares, of which 17,210,555 are common shares and 27,565,565 are preferred shares.

Among other issues, the General Stockholders' Meeting held on April 30, 2015 approved as follows:

- A 10% share bonus, with capitalization of reserves, in the amount of R\$ 5,000. The unit cost assigned to the bonus shares is R\$ 8.137540972 per share, regardless of their type. Shares subscribed in the capital increase were also entitled to the 10% share bonus; and
- Cancellation of 10,547,800 book-entry shares of own issue in treasury, of which 8,227,800 are common shares and 2,320,000 are preferred shares, with no capital reduction.

### **NOTE 30 – SUPPLEMENTARY INFORMATION**

Law No. 12,973: On May 14, 2014, Provisional Measure No. 627 was converted into Law No. 12,973, amends the federal tax legislation on IRPJ, CSLL, PIS and COFINS. Among other issues, Law No. 12,973/14 sets forth the following:

- revocation of the Transition Tax Regime – RTT, established by Law No. 11,941, of May 27, 2009;
- taxation of legal entities domiciled in Brazil, regarding the equity increase arising from interest in income earned abroad by subsidiaries and affiliates, and income earned by individuals resident in Brazil by means of a legal entity controlled abroad.

ITAÚSA estimates that Law No. 12,973/14 does not have any significant accounting effect on the consolidated financial statements of ITAÚSA.

## **INDEPENDENT AUDITOR'S REVIEW REPORT ON THE INDIVIDUAL AND CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

To the Shareholders and Management of  
**Itaúsa – Investimentos Itaú S.A.**  
São Paulo – SP

### **Introduction**

We have reviewed the accompanying balance sheet of **Itaúsa - Investimentos Itaú S.A. (Company)**, as of March 31, 2015 and the related statements of income, comprehensive income, changes in shareholders' equity and cash flows for the three-month period then ended, as well as a summary of the main accounting practices and other notes.

We have also reviewed the consolidated balance sheet of **Itaúsa - Investimentos Itaú S.A. and its controlled companies (Consolidated)**, as of March 31, 2015 and the related consolidated statements of income, comprehensive income, changes in shareholders' equity and cash flows for the three-month period then ended, as well as a summary of the main accounting practices and other notes.

The Company's management is responsible for the fair presentation and preparation of the individual interim financial statements in accordance with Technical Pronouncement CPC 21 (R1) – Interim Financial Statements, issued by the Committee of Accounting Pronouncements (CPC), and of the consolidated interim financial statements in accordance with Technical Pronouncement CPC 21 (R1) – Interim Financial Statements and with the International Accounting Standard IAS 34

– Interim Financial Reporting issued by the International Accounting Standards Board (IASB). Our responsibility is to express an opinion on the interim information based on our review.

### **Scope of the review**

We conducted our review in accordance with Brazilian and international standards for reviewing interim financial information (NBC TR 2410 and ISRE 2410 – “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”). An interim review consists principally of applying analytical and other review procedures, and making enquiries of and having discussions with persons responsible for financial and accounting matters. An interim review is substantially less in scope than an audit conducted in accordance with auditing standards. An interim review does not provide assurance that we would become aware of any or all significant matters that might be identified in an audit. Accordingly, we do not express such an audit opinion.

### **Conclusion on the individual interim financial statements**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying individual interim financial statements referred to above do not present fairly, in all material respects, the financial position of Itaúsa – Investimentos Itaú S.A. at March 31, 2015, the results of its operations and cash flows for the three-month period then ended, in accordance with Technical Pronouncement CPC 21 (R1) - Interim Financial Statements.

### **Conclusion on the consolidated interim financial statements**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying consolidated interim financial statements referred to above do not present fairly, in all material respects, the financial position of Itaúsa – Investimentos Itaú S.A. and its controlled companies at March 31, 2015, the consolidated results of its operations and cash flows for the three-month period then ended, in accordance with Technical Pronouncement CPC 21 (R1) - Interim Financial Statements and International Accounting Standard IAS 34 - Interim Financial Reporting, issued by IASB.

### **Other issues**

#### **Interim statements of value added**

We have also reviewed the Individual and Consolidated interim statements of value added for the three-month

period ended March 31, 2015. These statements are the responsibility of the company's management and are presented as supplementary information. These statements were submitted to the same review procedures previously described and based on our review, we are not aware of any fact that would lead us to believe that they have not been fairly stated, in all material respects, in relation to the interim financial statements, Company and Consolidated, taken as a whole.

**Audit of the previous year's and period's amounts**

The amounts related to the year ended December 31, 2014 and to the three-month period ended March 31, 2014, presented for comparison purposes, were previously audited and reviewed by other independent auditors, whose reports thereon, dated February 09, 2015 and May 05, 2014 respectively, were unmodified.

São Paulo, May 11, 2015.



**BDO RCS Auditores Independentes SS CRC 2 SP  
013846/O-1**

**Jairo da Rocha Soares Accountant CRC 1 SP  
120458/O-6**

## Report on review

To the Board of Directors and Shareholders of  
Itaúsa - Investimentos Itaú S.A.

### Introduction

We have reviewed the accompanying interim balance sheet of Itaúsa - Investimentos Itaú S.A. ("Parent Company") as at March 31, 2015 and the related statements of income, comprehensive income and cash flows for the three month period then ended and changes in equity for the three-month period then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

We have also reviewed the accompanying consolidated interim balance sheet of Itaúsa - Investimentos Itaú S.A. and its subsidiaries ("Consolidated") as at March 31, 2015 and the Consolidated statements of income, comprehensive income and cash flows for the three -month period then ended and changes in equity for the three -month period then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management is responsible for the preparation of the Parent Company interim financial statements in accordance with the accounting standard CPC 21, Interim Financial Reporting, of the Brazilian Accounting Pronouncements Committee (CPC), and of the Consolidated interim financial statements in accordance with accounting standard CPC 21 and International Accounting Standard (IAS) 34 - Interim Financial Reporting issued by the International Accounting Standards Board (IASB). Our responsibility is to express a conclusion on these interim financial statements based on our review.

### Scope of review

We conducted our review in accordance with the Brazilian and International Standards on Reviews of Interim Financial Information (NBC TR 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity and ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity, respectively). A review of interim information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Brazilian and International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### Conclusion on the Parent Company interim financial statements

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Parent Company interim financial statements referred to above do not present fairly, in all material respects, the financial position of Itaúsa - Investimentos Itaú S.A. at March 31, 2015, and its financial performance and cash flows for the three -month period ended March 31, 2015, in accordance with CPC 21 - Interim Financial Reporting.

### **Conclusion on the Consolidated interim financial statements**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Consolidated interim financial statements referred to above do not present fairly, in all material respects, the financial position of Itaúsa - Investimentos Itaú S.A. and its subsidiaries, at March 31, 2015, and their financial performance and the cash flows for the three-month period ended March 31, 2015, in accordance with CPC 21 - Interim Financial Reporting and the International Accounting Standard (IAS) 34 - Interim Financial Reporting issued by the International Accounting Standards Board (IASB).

### **Other matters**

We have also reviewed the Parent Company and Consolidated interim statements of value added for the three - month period ended March 31, 2015. These statements are the responsibility of the company's management, and are presented as supplementary information. These statements have been submitted to the same review procedures described above and, based on our review, nothing has come to our attention that causes us to believe that they are not prepared, in all material respects, in relation to the interim financial statements taken as a whole.

The accompanying individual and consolidated financial statements of Itaúsa - Investimentos Itaú S.A. referred to in paragraphs 1 and 2 above were also reviewed by other independent auditors, as legally required, including with respect to the Securities Commission (CVM) rules. Those auditors have issued a limited review report dated May 11, 2015, without qualifications.

São Paulo, May 11, 2015

PricewaterhouseCoopers  
Auditores Independentes  
CRC 2SP000160/O-5

Washington Luiz Pereira Cavalcanti  
Contador CRC 1SP172940/O-6

# ITAÚSA - INVESTIMENTOS ITAÚ S.A.

CNPJ 61.532.644/0001-15

A Publicly Listed Company

NIRE 35300022220

## OPINION OF THE FISCAL COUNCIL

The effective members of Fiscal Council of **ITAÚSA - INVESTIMENTOS ITAÚ S.A.** (Itaúsa) have proceeded to examine the account statements for the quarter ending March 31, 2015, which were reviewed by BDO RCS Auditors Independents S/S (BDO) in their capacity as independent auditors, pursuant to the statutory requirements including those relating to the regulations issued by the Brazilian Securities and Exchange Commission. The said account statements incorporate the unqualified report of the independent auditors. Pursuant to the practices of Corporate Governance, these account statements have also be reviewed by PricewaterhouseCoopers Auditors Independents (PwC), in the quality of the Conglomerate's independent auditors, including of the controlling company of Itaúsa.

The Fiscal Councilors have verified the exactness of the elements examined and in the light of the opinions of BDO and PwC mentioned above, understand that these documents adequately reflect the equity situation, the financial position and the activities of Itaúsa in the period. São Paulo (SP), May 11, 2015. (signed) Tereza Cristina Grossi Togni – President; Alexandre Barenco Ribeiro, Flavio Cesar Maia Luz, José Carlos de Brito e Cunha and Paulo Ricardo Moraes Amaral – Councilors.

HENRI PENCHAS  
Investor Relations Officer