



TPI - TRIUNFO PARTICIPAÇÕES E INVESTIMENTOS S.A.

Publicly-held Company

Corporate Taxpayer's ID (CNPJ): 03.014.553/0001-91

Company Registry (NIRE): 35.300.159.845

**NOTICE TO SHAREHOLDERS
DISTRIBUTION OF DIVIDENDS**

We hereby inform our Shareholders that the Meeting of the Board of Directors of TPI – TRIUNFO PARTICIPAÇÕES E INVESTIMENTOS S.A. (“Triunfo” or “Company”) held on March 5, 2010, as proposed by the Executive Board, approved *ad referendum* to the Annual Shareholders’ Meeting called to analyze the financial statements for the fiscal year ended December 31, 2009:

1. Payment of dividends:

a) dividends for the period between January and December 2009 will be paid to shareholders, in the total amount of R\$8,388,594.89 (eight million, three hundred and eighty-eight thousand, five hundred and ninety-four reais and eighty-nine centavos), corresponding to R\$0.057456 (fifty-seven thousand, four hundred and fifty-six millionths of a real) per share, without withholding income tax, on April 15th, 2010.

b) said payments will be calculated based on shareholding positions on March 5, 2010, will be entitled to receive payment and the Company’s shares will be traded ex-dividend as of March 8, 2010.

2. The above amounts will be paid as follows:

a) Shareholders with current accounts in Banco Itaú S.A. will have their payment credited to said current accounts ;

b) Shareholders with current accounts in other banks and who have provided details of their bank, branch and current account: number will be paid through electronic payment order (DOC or TED);

c) Shareholders whose shares are in fiduciary custody will have their dividends credited in accordance with the procedures adopted by the Securities, Commodity and Futures Exchange (BM&FBOVESPA S.A.);

d) Shareholders will be credited on the initial payment date in accordance with the bank and current account details provided to Banco Itaú S.A.;

e) Shareholders whose registration details do not include their individual (CPF) or corporate (CNPJ) taxpayer’s number or complete information on their bank, branch and current account, will only be credited with their dividends and/or interest on equity on the third business day after the date on which they request the updating of said registration details, provided they make such a request personally at a branch of Banco Itaú S.A. that provides exclusive services to shareholders. If the updating of said details is requested at a branch that does not provide such services or via correspondence sent to the *Unidade de Processamento e Soluções para Corporações* of Banco Itaú S.A. located at Avenida Engenheiro Armando Arruda Pereira, n.º 707, 7º andar, CEP 04344-902, in the city and state of São Paulo, payment will be effected after the information is registered in the electronic files of said bank.

São Paulo, March 05, 2010.

Ana Cristina Carvalho

Investor Relations Officer

