



TPI - Triunfo Participações e Investimentos S.A.
Corporate Taxpayer ID (CNPJ): 03.014.553/0001-91
Company Registry (NIRE) No. 35.300.159.845
Publicly Held Company

NOTICE TO THE MARKET

TPI - TRIUNFO PARTICIPAÇÕES E INVESTIMENTOS S.A. (“Company”), in accordance with paragraph 4, article 157 of Law 6,404, of December 15, 1976, and with Instruction 358 issued by the Securities and Exchange Commission of Brazil (“CVM”) on January 3, 2002, announces to its shareholders and the market that on this date it resubmitted the Management Proposal for the Extraordinary Shareholders Meeting to be held on June 26, 2017 (“Management Proposal” and “ESM”), to reflect the re-ratification of the Board of Directors’ meeting held on June 8, 2017, as approved on June 12, 2017 (“Re-ratification of the BDM”), as well as the Audit Board meeting held on June 12, 2017 (“ABM”).

Thus, where in the Management Proposal it read:

“6. Copy of the minutes of all the meetings of the board of directors, audit board and special committees in which the operation was discussed, including any dissenting votes.”

Copies of the Minutes of the Meeting of the Board of Directors of the Company and of Vênus are presented, as per the documents attached to this Proposal as Annex II-1.”

it now reads as follows:

“6. Copy of the minutes of all meetings of the board of directors, audit board and special committees in which the operation was discussed, including any dissenting votes.”

Copies of the Minutes of the Meeting of the Board of Directors of the Company and of Vênus, as well as Minutes of the Meeting of the Audit Board of the Company are presented, as per the documents attached to this Proposal as Annex II-1.”

Similarly, where in the Management Proposal it read:



***“7. Copy of studies, presentations, reports, opinions or valuation reports of the companies involved in the operation made available to the controlling shareholder at any stage of the operation.*”**

There are no reports or opinions to be presented, since the Operation will not involve any capital increase, given that the shareholders' equity of Vênus is already fully reflected in the balance sheet of the Company. Similarly, there will be no replacement.

A copy of the valuation report of the net book value based on the accounting books of Venus is presented, as per the documents available as Annex II-2 of this Proposal."

it now reads as follows:

***“7. Copy of studies, presentations, reports, opinions or valuation reports by the companies involved in the operation made available to the controlling shareholder at any stage of the operation.*”**

Except for the Audit Board report, available as Annex II-2 of this Proposal, there are no other reports or opinions to be presented, since the Operation will not involve any capital increase, given that the shareholders' equity of Vênus is already fully reflected in the balance sheet of the Company. Similarly, there will be no replacement.

A copy of the valuation report of the net book value based on the accounting books of Venus is presented, as per the documents available as Annex II-2 of this Proposal."

Furthermore, Annex II-1 now includes a copy of the Re-ratification of the Board of Directors' meeting and Audit Board Meeting, and Annex II-2 now includes a copy of the Audit Board report.

The Company clarifies that these adjustments are formal and do not impact the matters to be discussed in the ESM.

The revised version of the Management Proposal is available to Shareholders at the registered office of the Company and on the websites of the CVM (www.cvm.gov.br), BM&FBovespa (www.bmfbovespa.com.br) and the Company (<http://ri.triunfo.com/>).

The Company remains at the disposal of Shareholders to clarify any doubts related to the Management Proposal.



São Paulo, June 13, 2017.

Sandro Antônio de Lima
**Chief Administrative, Financial and
Investor Relations Officer**