

MARCOPOLO S.A.
CNPJ No. 88.611.835/0001-29
NIRE No. 43 3 0000723 5
Open Company

NOTICE TO SHAREHOLDERS

In addition to the Proposal the Administration sent to CVM and BM&FBOVESPA on Feb 25, 2014 through the IPE System, the company reports that according to a letter received from minority shareholder, the Central Bank Private Pension Foundation - CENTRUS, at the Regular and Extraordinary General Assembly on March 27, 2014, it will nominate the following names for a two year mandate on the Board of Directors and to serve on the Audit Committee until the next AGO (Regular General Assembly), which will take place in 2015:

For member of the Board of Directors: Mr. **ODAIR LUCIETTO**, Brazilian, businessman, CPF (Individual Taxpayer Registration) No. 603.411.738-00, ID Card No. 391.011 - SSP/DF, resides in Brasilia – DF, SHIS QL 2 Building 3, house 9, Lago Sul, CEP (ZIP code) 71.610-035, **as an Independent Member.**

For full member and alternate for the Audit Committee: Mr. **AUGUSTO MARCOS DE CAMPOS**, Brazilian, married, accountant, CPF No. 358.435.001-87, ID Card No. 00890307, issued by CRC/DF on Feb 10, 2009, resident of Brasília, DF, on Rua 33 Sul, Lt. 10, Resid. Noblesse, apt. 106, Águas Claras, CEP 71.930-250, as a full member, and Mr. **MARCO ANTONIO DA SILVA**, Brazilian, married, businessman, CPF No. 122.937.766-20, ID Card No. M152741 - SSP/MG, resident of Brasília, DF, SCN, Section 02, Block A, 8th floor, as an alternate member.

For the purposes of the provisions of Article 10 in CVM Instructions 481/09, below is the information regarding the names to be nominated by minority shareholder Centrus for the Board of Directors and the Audit Committee at the AGO/E (Regular and Extraordinary General Assembly) on Mar 27, 2014:

BOARD OF DIRECTORS	
NAME	ODAIR LUCIETTO
Age	61 years old
Profession	Businessman
CPF	603.411.738-00
Elected Office	Board Member
Date of election	Will be nominated at AGO/E on Mar 27, 2014
Start date	-or-
Term of office	02 years from the date of the election
Other positions or duties held in the company	Not applicable
Elected by controller	No
Event which refers to letter "b" from item 12.8 on the Reference Form - Art. 10, Instructions CVM 481	Not applicable

AUDIT COMMITTEE (Full member)	
NAME	AUGUSTO MARCOS DE CAMPOS
Age	47 years old
Profession	Accountant
CPF	358.435.001-87
Elected office	Full member
Date of election	Mar 27, 2013 (will be nominated for reelection)
Start date	Mar 27, 2013
Term of office	01 year
Other positions or duties held in the company	Does not hold any other position or duty
Elected by controller	No
Event which refers to letter "b" from item 12.8 on the Reference Form - Art. 10 of Instructions CVM 481	Not applicable

AUDIT COMMITTEE (Alternate)	
NAME	MARCO ANTONIO DA SILVA
Age	65 years old
Profession	Businessman
CPF	122.937.766-20
Elected office	Alternate
Date of election	Mar 27, 2013 (will be nominated for reelection)
Start date	Not applicable
Term of office	01 year
Other positions or duties held in the company	-or-
Elected by controller	No
Event which refers to letter "b" from item 12.8 on the Reference Form - Art. 10 of Instructions CVM 481	Not applicable

Summary of Resumes of members to be nominated by shareholder CENTRUS:

ODAIR LUCIETTO:

Has an undergraduate degree in Business Administration, is a retired employee of the Central Bank of Brazil. He was a regional delegate of the Central Bank in Brasília, Coordinator of the Financial Program for the National Treasury, Deputy Chief for Government in the Staff of the Presidency of the Republic - PR, Member of the Interministerial Commission for Ocean Resources, Chief Advisor for Strategic Planning at the Supreme Federal Court, was President of the companies Brasilprev-Seguros e Previdência (BB), Nossa Caixa Seguros e Previdência (SP) and Seguradora do Estado de São Paulo, was a member of the Board of Directors for the Banco do Nordeste e da Telecomunicações do Paraná and Cosep and member of the Banco do Brasil Audit Committee, Caixa Econômica Federal and Cia. Vale do Rio Doce.

None of the companies listed above are in the Marcopolo economic group.

Declaration of any convictions: Declares that he possesses no: (i) criminal convictions, (ii) convictions in CVM administrative proceedings, (iii) unappealable convictions at the judicial or administrative level which have suspended or disqualified him from practicing any professional or commercial activity.

AUGUSTO MARCOS DE CAMPOS:

Undergraduate degree in Accounting from UNEB, graduate Latu-Sensu course in Accounting from FGV, Accounting Technician through SENAC-DF, and other accounting, banking techniques and administration courses.

Professional experiences in the last five years: Member of the Accounting Committee at ABRAPP - Midwestern Region (2011-2012), Full professor of the General Accounting, Financial Administration and Entrepreneurship courses since 2010, Financial Administration Manager at the Central Bank Private Pension Foundation since 2003. Was elected full member of the Audit Committee at Marcopolo S.A.. None of the companies listed above are in the Marcopolo economic group.

Declaration of any convictions: Declares that he possesses no: (i) criminal convictions, (ii) convictions in CVM administrative proceedings, (iii) unappealable convictions at the judicial or administrative level which have suspended or disqualified him from practicing any professional or commercial activity.

MARCO ANTONIO DA SILVA

Bachelor's degree in Business Administration from the College of Economic Sciences at the University of Uberlândia, MG, with a specialization in Internal and External audits from the Federal District Association of Unified Education - AEUDF-ICAT. Courses taken in the last five years: Specialization in Supplementary Pension - ABRAPP, VIII National Meeting of HR Professionals and Supplementary Pension Funds, Supplementary Pension Introductory Course - ABRAPP, X Meeting on accounting and budgetary aspects of Central Banks - Center for Latin American Monetary Studies - CEMLA and BACEN. Professional experience in the last five years: Career employee at Central Bank of Brazil until November 2007, with his last post as chief of the division, employed by the Central Bank Private Pension Foundation - CENTRUS since November 2007; is currently in the Benefits Manager position. Was elected alternate member of the Audit Committee at Marcopolo S.A..

None of the companies listed above are in the Marcopolo economic group.

Declaration of any convictions: Declares that he possesses no: (i) criminal convictions, (ii) convictions in CVM administrative proceedings, (iii) unappealable convictions at the judicial or administrative level which have suspended or disqualified him from practicing any professional or commercial activity.

Caxias do Sul, RS - Mar 10, 2014

Carlos Zignani
Director of Investor Relations