

BANCO DAYCOVAL S.A.
Publicly-held Company
CNPJ/MF n.º 62.232.889/0001-90
NIRE 35.300.524.110

MARKET NOTICE

São Paulo, June 15, 2016 - Banco Daycoval S.A. (BM&FBOVESPA: DAYC4), a financial institution headquartered at Avenida Paulista, No. 1.793 in the city of São Paulo, state of São Paulo, enrolled under CNPJ no. 62.232.889/0001-90 and NIRE 35300524110 ("**Company**"), is reporting to its shareholders and the market in general, in response to Official Letter No. 202/2016/CVM/SRE/GER-1 issued by the Superintendence of Securities Registry of the Brazilian Securities and Exchange Commission ("**SRE**" and "**CVM**," respectively), dated June 14, 2016, attached to this Market Notice ("**Letter**"), within the scope of the public offering for acquisition of the Company's preferred shares ("**Offer**"), hereby clarifies and informs the following.

Through the Letter, the CVM requested the Company to disclose to the market the information related to the payment of interest on shareholders' equity by the Company for the period comprising April 1, 2016 and June 30, 2016, to be decided by its Executive Board and the Board of Directors (collectively, "Management") at a meetings to be held on June 30, 2016 ("**Payment of ISE**"), in view of the fact that such information has already been included in documents related to the Offer submitted and filed with the CVM, pursuant to the Company's Market Notice published on 10 June 10, 2016.

Regarding this fact, it should be clarified that the information on the ISE payment related to the Offer and submitted to the CVM **are only estimates**, still subject to the approval of the Company's Management, "*ad referendum*" of the General Shareholders Meeting.

Nevertheless, in compliance with the Letter and applicable regulations, in order to provide the Company's shareholders and the market in general complete information about Payment of ISE, we are informing that:

- (i) **the Payment of ISE, if approved by the Company's Management:**
 - (a) will be in the gross total amount of R\$ 53,708,653.02 (fifty-three million, seven hundred and eight thousand, six hundred fifty-three reais and two centavos), corresponding to R\$ 0.22000 (twenty-two thousand of a thousandth of a real) per share, subject to withholding of income tax at the source at the rate of 15% (fifteen percent), except for shareholders who are proven to be exempted from the referred taxation, or shareholders domiciled in countries for which the legislation establishes various tax rates;
 - (b) it will be conducted based on the equity position as at June 30, 2016, after the close of trading on the BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros;
 - (c) as of and including July 1, 2016, the Company's shares will be traded "ex-rights" to interest on shareholders' equity.
 - (d) will be available to shareholders as of July 15, 2016; and

- (e) the payments of the stockholding rights of the shares held in the CBLC (Brazilian Clearing and Depository Corporation) shall be through transfers made by the custody agents to the Bank's shareholders.
- (ii) as a result of the Payment of ISE, **if approved by the Company's Management**, the Price per Share within the scope of the Offer will be adjusted and become R\$ 9.08 (nine reais and eight centavos), pursuant to the Price per Share adjustment hypotheses foreseen in the Company's Material Fact disclosed on June 24, 2015.

The above estimates concerning the Payment of ISE may or may not be realized. Therefore, as soon as the Company's Management approves the Payment of ISE, the Company will promptly disclose this fact to the market.

The Company informs that the registration of the Offer is still under review by the SRE.

Finally, the Company will keep the market and its shareholders informed of the matters related to the Offer as well as those regarding the Payment of ISE.

This Market Notice is exclusively informational in nature and does not constitute an offer to purchase securities.

Ricardo Gelbaum

Investor Relations Officer

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COMISSÃO DE VALORES MOBILIÁRIOS

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Tel.: (21) 3554-8686 - www.cvm.gov.br

Ofício nº 202/2016/CVM/SRE/GER-1

Rio de Janeiro, 14 de junho de 2016.

Ao Senhor
Ricardo Gelbaum
Diretor de Relações com Investidores
Banco Daycoval S.A.
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01311-200 - São Paulo – SP
E-mail: ri@bancodaycoval.com.br

c.c.

À Senhora
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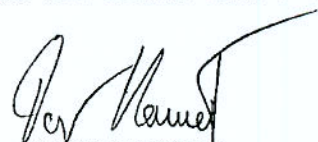
Assunto: OPA unificada de Banco Daycoval S.A. - Processo CVM nº RJ-2015-8057

Prezados Senhores,

1. Referimo-nos ao expediente protocolado na CVM em 10/06/2016, em resposta ao Ofício nº 186/2016/CVM/SRE/GER-1, no âmbito do pedido de registro de oferta pública de aquisição de ações preferenciais (“OPA” ou “Oferta”) de emissão do Banco Daycoval S.A. (“Companhia”) unificada, “para cancelamento de registro”, visando à conversão de seu registro de emissor da Categoria A para a Categoria B, e “voluntária” (visando à sua saída do segmento especial denominado Nível 2 da BM&FBovespa S.A.), com adoção de procedimento diferenciado, nos termos do art. 34 da Instrução CVM nº 361/02 (“Instrução CVM 361”).
2. A propósito, tendo em vista que a versão do Edital da OPA que fora encaminhada por meio do expediente supra compõe autos de Processo de natureza pública, além de já se encontrar disponível no *site* da CVM, determinamos que a Companhia dê publicidade imediata ao mercado, utilizando a sua política de divulgação de informações, a respeito do futuro pagamento de juros sobre o capital próprio relativos ao período de 01/04/2016 a 30/06/2016, bem como de seu impacto no preço da Oferta.
3. Necessitando esclarecimentos adicionais, entrar em contato com o Sr. Gustavo Unfer, pelo telefone (21) 3554-8500.


RAUL DE CAMPOS CORDEIRO
Gerente de Registros-1

Atenciosamente,


DOV RAWET
Superintendente de Registro de Valores Mobiliários

c.c. SEP