

RODOBENS NEGÓCIOS IMOBILIÁRIOS S.A.

Publicly Held Company

Corporate Taxpayer ID (CNPJ/MF): 67.010.660/0001-24

Company Registry (NIRE): 35.300.335.210

NOTICE TO THE MARKET

The management of Rodobens Negócios Imobiliários S.A. (“Company”), in accordance with CVM Instruction 358/02, as amended, announces to its shareholders and the general market that, on the date hereof, the Board of Directors of the Company approved the signing of a memorandum of understanding for the entry of two new partners, HPL Participações e Incorporações Ltda. (“HPL”) and Pare Aqui Desenvolvimento Imobiliário Ltda. (“Pare Aqui”), into Rodobens Malls Administração de Shopping Centers S.A. (“RNI Malls”), a subsidiary of the Company that was incorporated together with Lumine Soluções em Shopping Centers Ltda.

The objective of the Transaction is to strengthen and focus the business plan of RNI Malls. The new structure will have at its disposal the vast experience of Libercon Engenharia, a subsidiary of HPL, for building and managing commercial and logistics projects, with the injection of projects and the management of the team from PareAqui and with the structure and capacity of the Company to leverage the business. In this context, note that Lumine will remain our partner in the development and marketing of projects, bringing all of its expertise in commercial centers.

The capacity injected by the three shareholders, combined with the experience of Lumine in the mall market, leaves us very confident in the more robust development of this business.

The entry of PareAqui and of HPL into the capital of RNI Malls will involve investment of the order of R\$11.25 million, of which R\$6.75 million will be made by PareAqui and R\$4.5 million by HPL. The Company and RNI Malls will contribute with 18 commercial lots that represent approximately 164,000 m² and book value of approximately R\$5.7 million. For the entry of the partners, these assets were appraised at approximately R\$45 million. The remaining commercial lots totaling approximately 137,000 m² may be injected in the future.

As a result of the Transaction, the Company will hold eighty percent (80%) of RNI Malls, PareAqui will hold twelve percent (12%) and HPL will hold eight percent (8%).

Management expects the transaction to be concluded within 60 days as from the signing of this agreement.



São Paulo, November 7, 2013

FLÁVIO VIDIGAL DE CAPUA
Chief Financial and Investor Relations Officer
Rodobens Negócios Imobiliários S.A.