

6-K 1 abv20130226\_6k.htm NOTICE TO SHAREHOLDERS

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 6-K**

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of the  
Securities Exchange Act of 1934

**For the month of February, 2013**

**Commission File Number 1-15194m**

**COMPANHIA DE BEBIDAS DAS AMÉRICAS-AMBEV**  
(Exact name of registrant as specified in its charter)

**American Beverage Company-AMBEV**  
(Translation of Registrant's name into English)

**Rua Dr. Renato Paes de Barros, 1017 - 4<sup>th</sup> Floor**  
**04530-000 São Paulo, SP**  
**Federative Republic of Brazil**  
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

**COMPANHIA DE BEBIDAS DAS AMÉRICAS - AMBEV**  
CNPJ [National Taxpayer s Registry] No. 02,808,708/0001-07  
NIRE [Corporate Registration Identification Number] 35,300,157,770  
A Publicly-Held Company

**NOTICE TO SHAREHOLDERS**

We hereby announce to the shareholders of Companhia de Bebidas das Américas - Ambev (the Company<sup>o</sup>) that, as indicated in the Minutes of the Board of Directors Meeting held on February 25, 2012, the members of the Company s Board of Directors approved the distribution of (i) dividends, to be deducted from the results of the 2012 fiscal year based on the 2012 financial statements and attributed to the minimum mandatory dividends for 2012, of R\$0.568 per common share and R\$0.6248 per preferred share, without withholding income tax, pursuant to applicable law; and (ii) interest on own capital ( IOC<sup>o</sup>), to be deducted from the results of the current fiscal year based on the extraordinary balance sheet prepared on January 31, 2013 and attributed to minimum mandatory dividends for 2013, of R\$0.08 per common share and R\$0.088 per preferred share. The distribution of IOC shall be taxed pursuant to applicable law, which shall result in a net distribution of IOC of R\$0.068 per common share and R\$0.0748 per preferred share, except for legal entities exempt from withholding tax pursuant to Article 5 of Law 11,053/04, as amended by Law 11,196/05, which have confirmed such qualification by means of specific notice sent to the Company in view of the last payment of earnings on January 21, 2013. **Shareholders who did not confirm such qualification, or who confirmed such qualification solely for the payment made on January 21, 2013, shall provide specific notice to such effect to Companhia de Bebidas das Américas Ambev, rea de Ações, c/o Nilson Casemiro Rua Dr. Renato Paes de Barros, nº 1.017, 4º andar, CEP 04530-001, São Paulo/SP, Brazil, by no later than March 1, 2013.** In case such qualification is not received by then, income tax shall be withheld.

The aforementioned payments shall be made as from March 28, 2013, (whereas for item (i) above the dividends distribution shall be subject to the approval by the Annual General Meeting which shall resolve upon the financial statements related to the fiscal year of 2012 and for item (ii) above the IOC distribution shall be subject to the approval by the Annual General Meeting which shall resolve upon the financial statements related to the fiscal year of 2013) and the record date shall be February 27, 2013 for BM&FBovespa shareholders and March 8, 2013 for ADR holders, without any monetary adjustment. Shares shall be traded *ex-dividends* as from February 28, 2013, while ADRs shall be traded *ex-dividends* as from March 6, 2013.

It is important to emphasize that the shares issued in connection with the capital increase approved at the Meeting of the Board of Directors of the Company, held on January 31 and February 1<sup>st</sup>, 2013, still pending ratification by the Board of Directors, shall not be entitled to the dividends and IOC approved on this date.

## SERVICE TO SHAREHOLDERS

Shareholders who have already indicated a bank account shall have their credits available at the informed account. Shareholders who have not provided such indication shall receive from Banco Bradesco S.A., as depositary bank, at their stated address, a notice containing information with respect to the payment. Such notice shall be presented at one of Banco Bradesco s branches along with the appropriate deposit instructions. Shareholders who hold their shares under a fiduciary custody arrangement shall have their proceeds available according to procedures adopted by the appropriate stock exchange.

São Paulo, February 26, 2013.

Companhia de Bebidas das Américas Ambev  
Nelson José Jamel  
Investor Relations Officer

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### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: February 26, 2013

COMPANHIA DE BEBIDAS DAS AMERICAS-  
AMBEV

By: /s/ Nelson Jose Jamel

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Nelson Jose Jamel

Chief Financial and Investor Relations Officer

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