

NATURA COSMÉTICOS S.A.

Corporate Taxpayer's ID (CNPJ/MF) 71.673.990/0001-77

Publicly-held Company

Corporate Registry ID (NIRE) 35.300.143.183

Subscribed and Paid-up Capital: R\$391,422,523.24 – 429,084,749 common shares

Authorized Capital: up to 12,381,074 common shares

NOTICE TO THE SHAREHOLDERS ALLOCATION OF DIVIDENDS AND INTEREST ON NET EQUITY

1. We would like to inform the Shareholders that, at the Board of Directors' Meeting held on February 18, 2009, as proposed by the Board of Executive Officers, the Board Members of **NATURA COSMÉTICOS S.A.** approved, *ad referendum* of the Annual General Meeting intended to examine the Financial Statements of the fiscal year ended December 31, 2008:

1.1. Allocation of Dividends:

- a) on April 8, 2009, dividends related to the **months from July to December 2008** shall be paid to shareholders in the total amount of two hundred fifty-four million, two hundred fifteen thousand, four hundred forty-nine reais and sixty centavos (**R\$254,215,449.60**), corresponding to **R\$0.59248870** per share, without withholding Income Tax;
- b) said dividends shall be calculated based on **shareholding on February 27, 2009**, and from **March 2, 2009**, the Company's shares shall be traded ex dividends; and
- c) The Company recorded the credits corresponding to the dividends in its accounting books on December 31, 2008.

1.2. Allocation of Interest on Net Equity

- a) on April 8, 2009, **interest on net equity** related to the **months from August to December 2007 and from January to December 2008** shall be paid to shareholders in the total amount of fifty-seven million, four hundred sixty-four thousand, nine hundred seventeen reais and

sixty-seven centavos (**R\$57,464,917.67**), corresponding to **R\$0.13393094** per share, with fifteen per cent (15%) Income Tax withheld, resulting in net interest on net equity of **R\$0.11384130** per share, except for shareholders proven to be tax exempt or immune;

- b) the calculation basis for said interest on net equity shall be **shareholding on February 27, 2009**, and from **March 2, 2009**, the Company's shares shall be traded ex interest on net equity; and
- c) The Company recorded the amounts corresponding to interest on net equity in its accounting books on December 31, 2008.

2. The total amount of dividends and interest on net equity, whose allocation was approved by the Company's Board of Directors on February 18, 2009, according to the terms of item 1 above, is **R\$311,680,367.27**, without withholding Income Tax, corresponding to **R\$0.72641964** per share, without withholding Income Tax for shareholders who are proven to be tax exempt or immune, and to **R\$0.70633000** per share, with fifteen per cent (15%) Income Tax withheld as a result of the allocation of interest on net equity.

3. The shareholders who are exempt or immune from withholding income tax shall, by April 2, 2009, send to the Company at the address below the appropriate supporting documentation:

Gerência de Relações com Investidores (Investor Relations Office)
Avenida Juruá, n.º 253, 3º andar, Alphaville
06455-010 Barueri – São Paulo

4. The payments of the above amounts shall be made in the following manner:
- a) Shareholders with checking accounts at Banco Itaú S.A.: by crediting the respective checking accounts;
 - b) Shareholders with checking accounts at other Banks who have already informed the name of the Bank, the branch and the account number: upon wire transfer or Electronic Fund Transfer;
 - c) Shareholders who use fiduciary custodies will have their dividends and interest on net equity credited in accordance with the proceedings adopted by the Stock Exchange;

- d) Shareholder credits will be available on the date the payment of this right begins in the checking accounts and bank locations communicated to Banco Itaú S.A.;
- e) To shareholders whose registration form does not include their Individual Taxpayer's ID (CPF) / Corporate Taxpayer's ID (CNPJ) or information about their Bank, branch and checking account numbers, the dividends and interest on net equity will be credited as from the third working day from the date of request to update the records, provided that the interested parties personally arrange the regularization of their registration at a Banco Itaú S.A. branch offering exclusive service to shareholders. In the event that the records are not updated in a specialized branch, or are updated by mail to Unidade de Ações e Debêntures do Banco Itaú S.A. (Debentures and Shares Unit of Banco Itaú S.A.) located at Avenida Engenheiro Armando Arruda Pereira, n.º 707, 9º andar, CEP 04344-902, in the City of São Paulo, State of São Paulo, the payment will only be released after said records are effectively updated in the electronic files of the respective bank.

NATURA COSMÉTICOS S.A.

ROBERTO PEDOTE

Chief Financial and Investor Relations Officer