

BRAZILIAN DISTRIBUTION CO COMPANHIA BRASILEIRA DE DISTR CBD

Form 6-K

March 14, 2014

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report of Foreign Private Issuer

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

For the month of March, 2014

Brazilian Distribution Company

(Translation of Registrant's Name Into English)

Av. Brigadeiro Luiz Antonio,
3142 São Paulo, SP 01402-901

Brazil

(Address of Principal Executive Offices)

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

Form 20-F Form 40-F

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (1)):

Yes No

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b) (7)):

Yes No

(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 BRASILEIRA DE DISTRIBUIÇÃO

AUTHORIZED CAPITAL PUBLICLY HELD COMPANY

Corporate Taxpayer's No. (CNPJ/MF) 47.508.411/0001-56

Company Registration No. (NIRE) 35.300.089.901

NOTICE TO THE MARKET

Companhia Brasileira de Distribuição (“**CBD**”), pursuant to Article 12 of CVM Instruction 358/02, as amended, hereby discloses the following correspondence received from Península Participações S.A. on March 12th, 2014.

The Company's Investor Relations Department is at shareholders' disposal to clarify any matters relating to the purpose of this Notice through telephone number +55 11 3886-0421 or e-mail gpa.ri@gpabr.com .

São Paulo, March 13th, 2014.

Daniela Sabbag

Investor Relations Officer

Sao Paulo, March 12th, 2014

Companhia Brasileira de Distribuic a ˆo (“Company” or “CBD”)

Avenida Brigadeiro Luis Antˆnio, 3142

01402-901 – Sa ˆo Paulo, SP – Brazil

Att.:Ms. Daniela Sabbag

Corporate Relations and Investor Relations Officer Tel.: 55 11 3886-0421

Fax: 55 11 3886-2677

e-mail: gpa.ri@gpabr.com

Disclosure of Information regarding Interest

Dear Sir,

Pursuant to Instruction 358/02 of Brazilian Securities and Exchange Commission (“CVM”), Península Participaçˆes S.A., stock company with its corporate headquarters at Jerˆnimo da Veiga 384, 3rd floor, enrolled with Brazilian Corporate Taxpayer’s (CNPJ/MF) under no. 58.292.210/0001-80 (“Península”), hereby inform CBD the following:

(i) in the present date *Península* has completed the reduction process of his capital stock through which part of the shares held by Mr. *Abilio dos Santos Diniz*, *Ana Maria Falleiros dos Santos Diniz D´Avilla*, *João Paulo Falleiros dos Santos Diniz*, *Pedro Paulo Falleiros dos Santos Diniz*, *Adriana Falleiros dos Santos Diniz*, *Rafaela Marchesi Diniz* e *Miguel Marchesi* in the capital of the *Peninsula* were canceled and refunded upon transfer of all of its stake on preferred shares issued by CBD, as detailed in the table below:

| Shareholder | Type and class of shares | Inicial Amount | Final Amount |
|--|---------------------------------|-----------------------|---------------------|
| <i>Península</i> | <i>Preferred Shares</i> | 19,375,000 | 0 |
| <i>Abilio dos Santos Diniz</i> | <i>Preferred Shares</i> | 0 | 7,910,758 |
| <i>Ana Maria Falleiros dos Santos Diniz D´Avilla</i> | <i>Preferred Shares</i> | 0 | 1,910,707 |
| <i>João Paulo Falleiros dos Santos Diniz</i> | <i>Preferred Shares</i> | 17,893 | 1,928,600 |
| <i>Pedro Paulo Falleiros dos Santos Diniz</i> | <i>Preferred Shares</i> | 724 | 1,911,431 |
| <i>Adriana Falleiros dos Santos Diniz</i> | <i>Preferred Shares</i> | 0 | 1,910,707 |
| <i>Rafaela Marchesi Diniz</i> | <i>Preferred Shares</i> | 0 | 1,910,707 |
| <i>Miguel Marchesi Diniz</i> | <i>Preferred Shares</i> | 0 | 1,910,707 |

(ii) the process of capital stock reduction is part of *Peninsula* corporate planning;

(iii) the transaction described on item (i) did not affect the participation of *Grupo Diniz* (according to information on the Reference Form), still holder of preferred shares representing 8.8% of the capital stock;

Sincerely,

Península Participações S.A.

SIGNATURES

Pursuant to the requirement 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.

COMPANHIA BRASILEIRA DE DISTRIBUIÇÃO

Date: March 14, 2014

By: /s/ Ronaldo Iabrudi
Name: Ronaldo Iabrudi
Title: Chief Executive Officer

By: /s/ Daniela Sabbag
Name: Daniela Sabbag
Title: Investor Relations Officer

FORWARD-LOOKING STATEMENTS

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.
