



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

July 16, 2014

Via E-mail

Roberto Egydio Setubal  
Chief Executive Officer  
Itau Unibanco Holdings S.A.  
Praça Alfredo Egydio de Souza Aranha, 100  
0344-902 Sao Paulo, SP, Brazil

**Re: Itau Unibanco Holdings S.A.  
Form 20-F for the Fiscal Year Ended December 31, 2012  
Filed April 29, 2013  
File No. 001-15276**

Dear Mr. Setubal:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Kevin W. Vaughn for

Suzanne Hayes  
Assistant Director