

TELEFONICA BRASIL S.A.
Form 6-K
April 11, 2019

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE
SECURITIES EXCHANGE ACT OF 1934**

For the month of April, 2019

Commission File Number: 001-14475

TELEFÔNICA BRASIL S.A.
(Exact name of registrant as specified in its charter)

TELEFONICA BRAZIL S.A.
(Translation of registrant's name into English)

Av. Eng° Luís Carlos Berrini, 1376 - 28° andar
São Paulo, S.P.
Federative Republic of Brazil
(Address of principal executive office)

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

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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

X

TELEFÔNICA BRASIL S.A.

Publicly-held Company

CNPJ MF 02.558.157/0001-62 - NIRE 35.3.001.5881-4

NOTICE TO SHAREHOLDERS

PAYMENT OF INTEREST ON OWN CAPITAL AND DIVIDENDS

YEAR 2018

I. The Board of Telefônica Brasil S.A. ("Company") hereby announces to its shareholders that will pay the Dividends ("Dividends") and Interest on Own Capital ("IOC") referring to the fiscal year of 2018 as follows:

(a) August 20, 2019: payment of the amounts related to the IOC deliberated on the Meetings of the Board of Directors held on June 18, 2018 and September 5, 2018, as described on the Notice to Shareholders published on the same dates. Such proceeds were ratified and approved by the General Shareholders' Meeting held on April 11, 2019 ("GSM"), as follows:

| Proceeds | Deliberation | Record | Gross Amount per Share (R\$) | | Net Amount per Share (R\$) | |
|----------|--------------|------------|------------------------------|---------------|----------------------------|---------------|
| | Date | Date | ON | PN* | ON | PN* |
| IOC | 06/18/2018 | 06/29/2018 | 0.22214474945 | 0.24435922439 | 0.18882303703 | 0.20770534073 |
| IOC | 09/05/2018 | 09/17/2018 | 1.55501324615 | 1.71051457077 | 1.32176125923 | 1.45393738515 |

(*) 10% higher than the amount granted to each common share, in accordance with article 7 of the Company's Bylaws.

In accordance to the articles 28 of the Company's Bylaws, such IOC were charged to the mandatory minimum dividend for the fiscal year 2018, *ad referendum* of the General Shareholders' Meeting, which ratified the proceeds on April 11, 2019.

(b) December 17, 2019: payment of the amounts related to the IOC deliberated on the Meeting of the Board of Directors held on December 4, 2018, as described on the Notice to Shareholders published on the same date. Such proceeds were ratified and approved by the General Shareholders' Meeting held on April 11, 2019 ("GSM"). On December 17, 2019, we will also pay out the amounts related to the Dividends approved by the GSM as follows:

| Proceeds | Deliberation | Record | Gross Amount per Share (R\$) | | Net Amount per Share (R\$) | |
|-----------|--------------|------------|------------------------------|----------------|----------------------------|---------------|
| | Date | Date | ON | PN* | ON | PN* |
| IOC | 12/04/2018 | 12/17/2018 | 0.749738529390 | 0.824712382330 | 0.637277749980 | 0.70100552498 |
| Dividends | 04/11/2019 | 04/11/2019 | 1.371012945201 | 1.508114239721 | 1.371012945201 | 1.50811423972 |

(*) 10% higher than the amount granted to each common share, in accordance with article 7 of the Company's Bylaws.

In accordance to the article 27 and 28 of the Company's Bylaws, such IOC and Dividends were charged to the mandatory minimum dividend for the fiscal year of 2018, *ad referendum* of the General Shareholders' Meeting, which ratified/approved the proceeds on April 11, 2019.

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II. WITHHOLDING INCOME TAX, ACCORDING TO CURRENT LEGISLATION

1 – Interest on Own Capital

An income tax of 15% is withheld at the source when paying Interest on Own Capital. No income tax will be withheld in the case of immune or exempt legal entities that provide proof of such condition within the established deadline.

2 – Dividends

Dividends are exempt from Income Tax Withholding, according to the Law 9,249/95.

III. ADDITIONAL INFORMATION:

Dividends not claimed within the period of 03 (three) years after the date of the payment beginning will be forfeited in favor of the Company (Law 6,404 of December 15, 1976, Article 287, II, a).

São Paulo, April 11, 2019.

David Melcon Sanchez-Friera

CFO and Investor Relations Officer

Telefônica Brasil – Investor Relations

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Information available at: www.telefonica.com.br/ir

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: April 11, 2019

TELEFÔNICA BRASIL S.A.
By: /s/ Luis Carlos da Costa Plaster
Name: Luis Carlos da Costa Plaster
Title: Investor Relations Director
