

Cosan Ltd.  
Form SC 13D/A  
September 14, 2016

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 11)\*

Cosan Limited  
(Name of Issuer)

Class A Common Stock, par value \$.01 per share  
(Title of Class of Securities)

G25353107  
(CUSIP Number)

Eduardo Soares

Gávea Investimentos Ltda.

Av Ataulfo de Paiva, 1100, 7° andar

Rio de Janeiro, RJ, 22440-35, Brazil

+55-21-3526-9937

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and  
Communications)

September 12, 2016  
(Date of Event Which Requires Filing of This  
Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. [ ]

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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**1** NAME OF REPORTING PERSON

GIF Venus, Ltd.

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF (b) " A GROUP

**3** SEC USE ONLY

**4** SOURCE OF FUNDS

**5** AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands  
SOLE VOTING POWER

**8** NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

0 SHARED VOTING POWER

14,566,135 SOLE DISPOSITIVE POWER

**9** 0 SHARED DISPOSITIVE POWER

14,566,135

<b>11</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON
	14,566,135
<b>12</b>	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) ..
<b>13</b>	EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
<b>14</b>	8.4% TYPE OF REPORTING PERSON
	IV

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		NAME OF REPORTING PERSON
<b>1</b>		Gávea Investimentos Ltda. (f/k/a 3F Administração de Recursos Ltda.)
		CHECK THE APPROPRIATE BOX IF A MEMBER OF(b) A GROUP
<b>2</b>		
<b>3</b>		SEC USE ONLY SOURCE OF FUNDS
<b>4</b>		AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
<b>5</b>		CITIZENSHIP OR PLACE OF ORGANIZATION
<b>6</b>		Brazil
	<b>7</b>	SOLE VOTING POWER
		0
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	<b>8</b>	SHARED VOTING POWER
	<b>9</b>	15,332,484 SOLE DISPOSITIVE POWER
		0

10 SHARED  
DISPOSITIVE  
POWER

15,332,484

11 AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED BY EACH  
PERSON

15,332,484  
CHECK IF THE  
AGGREGATE  
AMOUNT IN  
ROW (11) ..

12 EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF CLASS  
REPRESENTED BY  
13 AMOUNT IN ROW (11)

8.8%  
14 TYPE OF REPORTING  
PERSON

OO

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**1** NAME OF REPORTING PERSON

Arminio Fraga Neto

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF (b) " A GROUP

**3** SEC USE ONLY SOURCE OF FUNDS

**4** AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION

**5** United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

**7** SOLE VOTING POWER

**8** 0 SHARED VOTING POWER

**9** 15,332,484 SOLE DISPOSITIVE POWER

**10** 0 SHARED DISPOSITIVE POWER

	15,332,484
<b>11</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH PERSON
<b>12</b>	15,332,484 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) ..
<b>13</b>	EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
<b>14</b>	8.8% TYPE OF REPORTING PERSON  IN



**Item**  
**1. SECURITY AND ISSUER**

This Amendment No. 11 amends the statement on Schedule 13D filed on November 13, 2008 (the "Original Schedule 13D") as amended and restated by Amendment No. 1 filed on January 18, 2011 ("Amendment No. 1"), Amendment No. 2 filed on April 7, 2011 ("Amendment No. 2"), Amendment No. 3 filed on July 14, 2011 ("Amendment No. 3"), Amendment No. 4 filed on January 23, 2013 ("Amendment No. 4"), Amendment No. 5 filed on April 11, 2013 ("Amendment No. 5"), Amendment No. 6 filed on May 15, 2013 ("Amendment No. 6"), Amendment No. 7 filed on September 19, 2013 ("Amendment No. 7"), Amendment No. 8 filed on December 4, 2013 ("Amendment No. 8"), Amendment No. 9 filed on June 2, 2016 ("Amendment No. 9"), Amendment No. 10 filed on June 8, 2016 ("Amendment No. 10" and the Original Schedule 13D as amended and restated by Amendment No. 1, Amendment No. 2, Amendment No. 3, Amendment No. 4, Amendment No. 5, Amendment No. 6, Amendment No. 7, Amendment No. 8, Amendment No. 9 and Amendment No. 10, the "Schedule 13D"), with respect to the Class A Common Stock, par value \$.01 per share (the "Shares") of Cosan Limited, a Bermuda exempted company (the "Issuer"). Capitalized terms used herein and not otherwise defined in this Amendment have the meanings set forth in the Schedule 13D. This Amendment amends Item 5 as set forth below.

**Item**  
**5. INTEREST IN SECURITIES OF THE ISSUER**

Items 5(a), (b) and (c) are hereby amended and restated as follows:

(a) See rows (11) and (13) of the cover pages hereto for the aggregate number of Shares and percentage of Shares beneficially owned by each of the Reporting Persons. Percentages of the Shares outstanding reported herein are calculated based upon the 174,355,341 Shares outstanding as of December 31, 2015 as disclosed in the Form 20-F/A filed by the Issuer on June 13, 2016.

(b) See rows (7) through (10) of the cover pages hereto for the number of Shares as to which each Reporting Person has the sole or shared power to vote or direct the vote and sole or shared power to dispose or to direct the disposition.

(c) The transactions in the Shares in the past 60 days effected by Gávea on behalf of the Gávea Funds, which were all in the open market, are set forth on Schedule A and are incorporated herein by reference.

**SIGNATURES**

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: September 14, 2016

GIF Venus, Ltd.

By: Gávea Wealth  
Management Ltd.,

as Director

/s/ Luiz Henrique Fraga  
Name: Luiz Henrique Fraga  
Title: Executive Officer

Gávea Investimentos Ltda.

/s/ Luiz Henrique Fraga  
Name: Luiz Henrique Fraga  
Title: Executive Officer

/s/ Arminio Fraga Neto  
ARMINIO FRAGA NETO

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## Schedule A

This Schedule sets forth information with respect to each purchase and sale of Shares which were effectuated by a Reporting Person in the past 60 days. All transactions were effectuated in the open market through a broker.

Gávea Investimentos Ltda. on behalf of the Gávea Funds

## Trade Date Shared Purchased (Sold) Price Per Share (\$)

8/30/2016	(122,711)	7.15
8/30/2016	(3,500)	7.17
8/31/2016	(134,149)	7.03
8/31/2016	(10,019)	7.06
9/2/2016	(191,000)	7.28
9/2/2016	(9,500)	7.32
9/6/2016	(215,266)	7.25
9/6/2016	(10,700)	7.33
9/7/2016	(161,322)	7.38
9/8/2016	(245,749)	7.44
9/8/2016	(21,900)	7.45
9/9/2016	(15,706)	7.22
9/9/2016	(800)	7.21
9/12/2016	(40,164)	7.02
9/12/2016	(2,100)	7.10
9/13/2016	(30,686)	7.01
9/13/2016	(1,600)	6.87