

## **ALL – AMÉRICA LATINA LOGÍSTICA S.A.**

Corporate Taxpayer Registration Number: CNPJ/MF nº 02.387.241/0001-60

Corporate Identification Number: NIRE nº 413.000.19886

Publicly-Traded Company

### **MARKET COMMUNICATION**

#### **PUBLIC REQUEST FOR PROXY VOTING AT A SPECIAL MEETING OF PREFERENCE SHAREHOLDERS OF ALL – AMÉRICA LATINA LOGÍSTICA S/A, TO BE HELD ON SEPTEMBER 9, 2010**

**ALL - AMÉRICA LATINA LOGÍSTICA S.A.** (“the Company”), in accordance with article 25 and following articles of CVM Instruction 481/2009 (“CVM Instruction 481/09”) and as announced through the Notice to the Market released on August 24, 2010, is presenting the requisite information related to the public request for proxy voting at the Special Meeting of Preference Shareholders of the Company, to be held on September 9, 2010.

The purpose of this initiative by the Company’s management is to ensure the participation of shareholders in the Special Shareholders’ Meeting, ensuring the minimum quorum necessary for installation of the meeting and deliberation at first call.

As a result, the Company management requests that shareholders that cannot attend the aforementioned Special Meeting of Preference Shareholders, and that cannot be represented by an attorney indicated at their exclusive discretion, include one of the attorneys indicated by the Company as their proxy or use the proxy voting electronic platform, whether they wish to vote in favor, against or abstain in matters included on the meeting’s agenda.

It is important to remind that the holders of share certificates of deposit - Units (ALLL11) can also vote in this Special Meeting of Preference Shareholders, as it is true to state that each 1 (one) Unit represents 4 (four) preference shares, and, consequently, 4 (four) votes.

Pursuant to the provisions of article 23 of CVM Instruction 481/09, the information indicated in Annex 23 of the aforementioned Instruction is detailed in Annex I of this Notice to the Market, and Annex II contains the models for proxy instruments fully qualifying the attorneys indicated by the Company, as well as the procedures for voting through the proxy voting electronic platform.

Curitiba, September 27, 2010.

Rodrigo Barros de Moura Campos  
Director of Investor Relations

**ANNEX I**  
**REQUEST FOR PROXY**

*(in accordance with Art. 23 of CVM Instruction CVM nº 481, of December 17, 2009)*

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**1. State the Company's name**

ALL - América Latina Logística S.A. ("the Company")

**2. State the issues for which proxy is being requested**

As a result of the Company's inclusion in the special segment of the BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros, denominated the Novo Mercado, the issue under discussion is the conversion of all preference shares issued by the Company into ordinary shares, at a ratio of 1 preference share for 1 common share (1:1).

**3. Identify the individuals or corporate entities that promote, organize or charge for the proxy request, even if only partially, stating:**

**a. Name and address**

The Company's Management.

**b. Since when they have been a shareholder in the Company**

Not applicable.

**c. The number and percentage of shares of each type and class owned**

Not applicable.

**d. The number of shares loaned**

Not applicable.

**e. Total exposure in terms of derivatives related to shares in the Company**

Not applicable.

**f. Relations of a corporate, business or family nature existing or maintained in the last 3 (three) years with the Company or parties related to the Company, as defined by the accounting rules dealing with this issue**

Not applicable.

**4. State whether the persons mentioned in item 3, as well as any other of its controllers, subsidiaries, companies under joint control or affiliates have any special interest in the approval of the issues on the agenda for which proxy is being sought, describing in detail the nature and extent of the interest in question.**

The aim of the present public proxy request is exclusively to ensure the participation of shareholders at the Special Meeting of Preference Shareholders in the Company, to be held on September 9, 2010, ensuring the minimum quorum necessary for installation of the meeting and deliberation at first call.. Company management has no other specific or special interest in approving the issue on the agenda at the Special Meeting referred to.

**5. State the estimated cost of the proxy request**

The Company estimates the cost for the present public proxy request will be up to R\$ 15,000.00 (fifteen thousand reais).

**6. State whether the Company has defrayed the expense of the proxy request or (b) if its authors will seek reimbursement of the same from the Company**

The Company will bear the expense of all the costs pertinent to the proxy request herein identified.

**7. State:**

**a. The address to which the proxy should be sent after it has been signed; or**

Shareholder willing to grant the proxy directly to the people indicated in Annex II, this proxy should be sent or delivered to the following address, care of Gerência Societário & Projetos. In the case of corporate shareholders, it is requested that their proxy be accompanied with a copy of personal documents for natural persons, or their Bylaws and any other corporate documents that prove the powers of the signatory (ies) to grant proxy for corporate entities.

ALL – América Latina Logística S.A.  
Care of Gerência Societário & Projetos  
Rua Emílio Bertolini, 100.  
Bairro Cajuru, Curitiba, Paraná.  
CEP 82.920-030.

**b. If the Company accepts proxies by email or other electronic means using global computer networks, the instructions granting proxy are as follows:**

Additionally to the proxy grant model mentioned in aforementioned item 7.a., ALL will make available for all shareholders an electronic platform for receiving proxies and vote instructions through the Internet. The procedure to use this platform is the following:

b.1 – Period for voting though the Platform: form August 30, 2010 to September 7, 2010.

b.2 – Platform URL: [www.all-logistica.com/ri/proxy](http://www.all-logistica.com/ri/proxy) or [www.all-logistica.com/ir/proxy](http://www.all-logistica.com/ir/proxy)

b.3 – Information for accessing the Platform:

b.3.1 – For shareholders already registered in the platform: click on the button for Registered Clients and supply your login information.

b.3.2 – For shareholders not registered in the platform: click on the button for Non-registered Clients for getting contact information of platform administrators or just contact the platform administrators by using contact information below:

Working hours: from 8 a.m. to 9 p.m. (BRT)

Phone - +55 (11) 3156-2363

Alternate Phone - +55 (11) 3156-2369

e-mail: [irproxy@all-logistica.com](mailto:irproxy@all-logistica.com)

Supplying the following e-mail message subject: ALL – Proxy voting process

b.3.3. – After proving the shareholder condition, the platform administrators will provide login information for accessing the voting system.

b.3.4 – Platform administrators are available for solving questions about the use of the platform through aforementioned contact information.

**ANNEX II**  
**MODEL PROXY APPOINTMENT**

*(in accordance with Art. 24 of CVM Instruction n° 481, of December 17, 2009)*

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Pursuant to the provisions of art. 24 of CVM Instruction 481/09, in this Annex, shareholders can find the proxy models also proposed by the Company's management to take part and exercise their right to vote at the Special Meeting of Preference Shareholders in the Company. The model to be used should be applicable and specifically related to your vote on the issue on the agenda, as follows:

**Annex II-1 – Favorable (FOR) Vote:**

If you wish to vote **in favor or FOR** approving the item on the agenda, you should nominate Ms Cristiane Gritsh as your attorney, whose proxy model can be found in Annex II-1 herein.

**Annex II-2 – Vote Against:**

If you wish to vote **against** the item on the agenda, you should nominate Ms Mariana Dall'Agnol Canto as your attorney, whose proxy model can be found in Annex II-2 herein.

**Annex II-3 – Abstaining:**

If you wish to **abstain** from voting on the item on the agenda, you should nominate Ms Carla Gonçalves Marcondes as your attorney, whose proxy model can be found in Annex II-3 herein.

**ANNEX II-1**  
**MODEL PROXY APPOINTMENT**  
**FAVORABLE VOTE**

*(in accordance with Art. 24 of CVM Instruction n° 481, of December 17, 2009)*

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**PROXY**

**GRANTOR:**

Name or Business Name: \_\_\_\_\_

RG: (personal identity number): \_\_\_\_\_

CPF or CNPJ (Individual or Corporate Taxpayers ID): \_\_\_\_\_

Address: \_\_\_\_\_

For a corporate entity:

*Legal Representative #1:*

Name: \_\_\_\_\_

RG: \_\_\_\_\_

CPF: \_\_\_\_\_

Job Position: \_\_\_\_\_

*Legal Representative #2:*

Name: \_\_\_\_\_

RG: \_\_\_\_\_

CPF: \_\_\_\_\_

Job Position : \_\_\_\_\_

**AGENT:**

**Cristiane Gritsh**, Brazilian, married, attorney, bearer of Professional Identity Card OAB/PR 30.586, registered with the Brazilian Tax Authority under Individual Taxpayers' ID (CPF/MF) 016.993.149-85, domiciled in the city of Curitiba, in the State of Paraná, at Rua Emilio Bertolini, 100, Bairro Cajuru, CEP 82.920-030.

The GRANTOR, in this present private proxy appointment, names and constitutes the AGENT as their attorney, with all the powers necessary to represent it as a preference shareholder in ALL - AMÉRICA LATINA LOGÍSTICA S.A., a Company based in Curitiba, the State of Paraná, at Rua Emílio Bertolini, 100, Bairro Cajuru, CEP 82.920-030, registered under corporate taxpayer's ID CNPJ/MF 02.387.241/0001-60 ("the Company"), and specifically at the Special Meeting of Preference Shareholders of the Company, to be held on September 9, 2010, at 5p.m. (BRT), and vote **IN FAVOR (FOR)** approving the sole item on the agenda, namely the conversion of all preference shares issued by the Company into common shares, at a ratio of 1 preference share for 1 common share (1:1), including the authorization to sign, in the Name and place of the GRANTOR all and any document deemed necessary in relation to the Special Meeting referred to, including, for example, the shareholders' book of presence and respective minutes in the same.

\_\_\_\_\_, \_\_\_\_\_ of \_\_\_\_\_ 2010  
(place) (day) (month)

(signature(s)) \_\_\_\_\_

**ANNEX II-2**  
**MODEL PROXY APPOINTMENT**  
**VOTE AGAINST**

*(in accordance with Art. 24 of CVM Instruction n° 481, of December 17, 2009)*

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**ANNEX II-2**

**PROXY**

**GRANTOR:**

Name or Business Name: \_\_\_\_\_

RG (personal identity number): \_\_\_\_\_

CPF or CNPJ (Individual or Corporate Taxpayers ID): \_\_\_\_\_

Address: \_\_\_\_\_

For a corporate entity:

*Legal Representative #1:*

Name: \_\_\_\_\_

RG: \_\_\_\_\_

CPF: \_\_\_\_\_

Job Position : \_\_\_\_\_

*Legal Representative #2:*

Name: \_\_\_\_\_

RG: \_\_\_\_\_

CPF: \_\_\_\_\_

Job Position : \_\_\_\_\_

**AGENT:**

**Mariana Dall’Agnol Canto**, Brazilian, single, attorney, bearer of Professional Identity Card OAB/PR 54.674, registered with the Brazilian Tax Authority under Individual Taxpayers’ ID (CPF/MF) 009.523.869-76, domiciled in the city of Curitiba, in the State of Paraná, at Rua Emilio Bertolini, 100, Bairro Cajuru, CEP 82.920-030.

The GRANTOR, in this present private proxy appointment, names and constitutes the AGENT as their attorney, with all the powers necessary to represent it as a preference shareholder in ALL - AMÉRICA LATINA LOGÍSTICA S.A., a Company based in Curitiba, the State of Paraná, at Rua Emílio Bertolini, 100, Bairro Cajuru, CEP 82.920-030, registered under corporate taxpayer’s ID CNPJ/MF 02.387.241/0001-60 (“ the Company”), and specifically at the Special Meeting of Preference Shareholders of the Company, to be held on September 9, 2010, at 5 p.m. (BRT), and vote **AGAINST** the sole item on the agenda, namely the conversion of all preference shares issued by the Company into common shares, at a ratio of 1 preference share for 1 common share (1:1), including the authorization to sign, in the Name and place of the GRANTOR all and any document deemed necessary in relation to the Special Meeting referred to, including, for example, the shareholders’ book of presence and respective minutes in the same.

\_\_\_\_\_, \_\_\_\_\_ of \_\_\_\_\_ 2010  
(place) (day) (month)

(signature(s)) \_\_\_\_\_

**ANNEX II-2**  
**MODEL PROXY APPOINTMENT**  
**ABSTENTION**

*(in accordance with Art. 24 of CVM Instruction n° 481, of December 17, 2009)*

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**GRANTOR:**

Name or Business Name: \_\_\_\_\_

RG (personal identity number): \_\_\_\_\_  
CPF or CNPJ (Individual or Corporate Taxpayers  
ID): \_\_\_\_\_

Address: \_\_\_\_\_

For a corporate entity:

*Legal Representative #1:*

Name: \_\_\_\_\_

RG: \_\_\_\_\_

CPF: \_\_\_\_\_

Job Position : \_\_\_\_\_

*Legal Representative #2:*

Name: \_\_\_\_\_

RG: \_\_\_\_\_

CPF: \_\_\_\_\_

Job Position : \_\_\_\_\_

**AGENT:**

**Carla Gonçalves Marcondes**, Brazilian, married, attorney, bearer of Professional Identity Card OAB/PR 50.098, registered with the Brazilian Tax Authority under Individual Taxpayers' ID (CPF/MF) 942.209.215-91, domiciled in the city of Curitiba, in the State of Paraná, at Rua Emilio Bertolini, 100, Bairro Cajuru, CEP 82.920-030.

The GRANTOR, in this present private proxy appointment, names and constitutes the AGENT as their attorney, with all the powers necessary to represent it as a preference shareholder in ALL - AMÉRICA LATINA LOGÍSTICA S.A., a Company based in Curitiba, the State of Paraná, at Rua Emílio Bertolini, 100, Bairro Cajuru, CEP 82.920-030, registered under corporate taxpayer's ID CNPJ/MF 02.387.241/0001-60 (" the Company"), and specifically at the Special Meeting of Preference Shareholders of the Company, to be held on September 9, 2010, at 5 p.m. (BRT), and **ABSTAIN** from voting on the sole item on the agenda, namely the conversion of all preference shares issued by the Company into common shares, at a ratio of 1 preference share for 1 common share (1:1), including the authorization to sign, in the Name and place of the GRANTOR all and any document deemed necessary in relation to the Special Meeting referred to, including, for example, the shareholders' book of presence and respective minutes in the same.

\_\_\_\_\_, \_\_\_\_\_ of \_\_\_\_\_ 2010  
(place) (day) (month)

(signature(s)) \_\_\_\_\_