

ALL – AMÉRICA LATINA LOGÍSTICA S.A.
Corporate Taxpayer's ID (CNPJ/MF): 02.387.241/0001-60
Corporate Registry (NIRE): 413.000.19886
Publicly-held Company
Category A

MATERIAL FACT

ALL – AMÉRICA LATINA LOGÍSTICA S.A., a publicly-held company with headquarters at Rua Emílio Bertolini 100, in the city of Curitiba, state of Paraná (the “Company”), pursuant to article 157, paragraph 4 of Law 6404/76 and CVM Instruction 358/02, and as a complement to the Material Facts released on June 2, 2010, August 18, 2010 and September 9, 2010 and the Notice to the Market released on September 13, 2010, informs the market the following:

- (i) on October 13, 2010 the term for exercising the withdrawal right ended, in accordance to the provisions of article 137, item I of Law 6,404/76. The withdrawal right was exercised by the holders of 322,800 preferred shares issued by the Company. The Company’s management chose not to exercise the faculty referred to in paragraph 3 of article 137. The reimbursement to shareholders that decided to exercise the withdrawal right will be paid by the Company on October 21, 2010. As the preparation of a special balance sheet has not been requested, in accordance to the provisions of article 45, paragraph 1 of Law 6,404/76, the reimbursement amount will be equivalent to the book value of the share as of December 31, 2009, or R\$ 1.1101722 per share;
- (ii) on October 19, 2010, in a meeting of the Company’s Board of Directors, it was approved and ratified the execution of all acts and documents necessary to the entry of the Company in Novo Mercado. Then, in accordance to item 5.8(i) of the minutes of the Extraordinary Shareholders’ Meeting held on September 9, 2010, all resolutions approved at said Shareholders’ Meeting will be effective as of October 22, 2010, including (a) the conversion of all preferred shares issued by the Company into common shares, at the ratio of 1 common shares for 1 preferred share (the “Conversion”); (b) the reversal split of shares, at the ratio of 5 common shares for one new common share (the “Reversal Split”), to be effective as explained below; (c) the entry of the Company in the Novo Mercado listing segment of BM&FBOVESPA (“Novo Mercado”);

- (iii) in regard to the Reversal Split, notwithstanding the information released through the Material Fact as of September 9, 2010, those shareholders that as of October 21, 2010 hold a number of shares that is not multiple of 5 (five) – and, as a result, do not have a sufficient number of shares to maintain their shareholder status or hold a fraction of shares after the Reversal Split – will be entitled to receive as many shares are necessary (up to a maximum of 4 (four) shares) in order to ensure them the holding of at least one share or the inexistence of fraction of shares issued by the Company after the Reversal Split. The shares will be donated by the controlling shareholders or by people appointed by them;
- (iv) October 21, 2010 will be the last day of trading of preferred shares (ALLL4) and Units - deposit certificates representing shares issued by the Company (ALLL11), whose respective trading codes will be cancelled;
- (v) as of October 22, 2010, the Company will only have common shares traded in the Novo Mercado of BMF&BOVESPA, through trading code ALLL3, already reversely split. The lockup of shares and Units issued until October 21, 2010 with number of shares not reversely split will be valid until October 26, 2010; and
- (vi) also, as of October 22, 2010, the new Bylaws of the Company will be in force, as approved at the Extraordinary Shareholders' Meeting held on September 9, 2010.

The Company will keep its shareholders and the general market informed of any progress in this matter.

Curitiba, October 19, 2010.

Rodrigo Barros de Moura Campos
Investor Relations Officer