



ALL – AMÉRICA LATINA LOGÍSTICA S.A.
Corporate Taxpayer ID (CNPJ/MF): 02.387.241/0001-26
Company Registry (NIRE): 41.3.00019886
Publicly-held Company
Category A

MATERIAL FACT

As a complement to the material facts released on December 20 and 21, 2010, and April 1, 2011, **ALL – América Latina Logística S.A.** (“Company”), in compliance with the provisions in the article 157, paragraph 4, of Law 6404/76 and in the Instruction 358 of Comissão de Valores Mobiliários (CVM), from January 3, 2002, hereby to inform that, on this date, the Fundo de Investimento do Fundo de Garantia do Tempo de Serviço – FI-FGTS (“FI-FGTS”) will carry out a capital injection in Brado Logística e Participações S.A. (“Brado”), a subsidiary of the Company, in the amount of R\$400,000,000.00, through a capital increase of Brado (“Capitalization”), evaluating Brado at R\$1.4 billion prior to the Capitalization. As a result of the Capitalization, the Company will hold 62.22222%, the older shareholders of Standard Logística S.A. (“Original Shareholders”) will hold 15.55556%, and FI-FGTS will hold 22.22222% of Brado’s capital.

The funds obtained of the Capitalization will be invested by Brado in transportation infrastructure and intermodal logistics (railroad, highway and port), such as rolling stock, terminals and permanent way, aiming to expand its capacity and increase its market share, in view of its object of act providing transportation services, warehousing, terminal operations and port retro areas, handling and other complementary services to containers transportation.

The Company, the Original Shareholders and the FI-FGTS will celebrate new shareholders’ agreements regulating their rights and obligations as Brado’s shareholders.

As originally granted to the Original Shareholders, if Brado does not carry out a public offering of its shares, FI-FGTS can swap it owns shares issued by Brado for shares issued by the Company, based on the economic value of both companies on the swap date. The eventual exercise of this liquidity right by the Original Shareholders can only happen in the period between April 2014 to April 2016 and by FI-FGTS in the period between June 2018 and June 2020.

In case of the Original Shareholders exercise their swap right mentioned above, the amount paid by FI-FGTS upon the Capitalization will be adjusted. In this case, FI-FGTS will value Brado at R\$1.35 billion prior to the Capitalization, and will receive issued shares by Brado enough to have total shareholding corresponding to 22.85714% of its capital, diluting the other shareholders proportionately.

The Company further clarifies that, the Capitalization is subject to the applicable government approvals.

The Company will keep its shareholders informed about the progress of the subjects mentioned above.

Curitiba, June 5, 2013.

Rodrigo Barros de Moura Campos
Chief Financial and Investor Relations Officer