(A free translation of the original in Portuguese)

ALL - América Latina Logística S.A. and its subsidiaries Quarterly Information (ITR)

at September 30, 2013 and 2012 and December 31, 2012
and report on review of quarterly information
prepared in accordance with CPC 21 - "Interim Financial Reporting" and
IAS 34 - "Interim Financial Reporting"

Independent Auditor’s Report
Report on review of quarterly information

To the Management, Board of Directors and Stockholders
ALL - América Latina Logística S.A.
Curitiba - PR

Introduction

We have reviewed the accompanying parent company and consolidated interim accounting information of ALL - América Latina Logística S.A. (the "Company"), included in the Quarterly Information Form (ITR) for the quarter ended September 30, 2013, comprising the balance sheet as at that date and the statements of income and comprehensive income for the quarter and nine-month period then ended, and the statements of changes in equity and cash flows for the nine-month period then ended, and a summary of significant accounting policies and other explanatory information.

Management is responsible for the preparation of the parent company interim accounting information in accordance with the accounting standard CPC 21, Interim Financial Reporting, of the Brazilian Accounting Pronouncements Committee (CPC), and of the consolidated interim accounting information in accordance with CPC 21 and International Accounting Standard (IAS) 34 - Interim Financial Reporting issued by the International Accounting Standards Board (IASB), as well as the presentation of this information in accordance with the standards issued by the Brazilian Securities Commission (CVM), applicable to the preparation of the Quarterly Information (ITR). Our responsibility is to express a conclusion on this interim accounting information based on our review.

Scope of review

We conducted our review in accordance with Brazilian and International Standards on Reviews of Interim Financial Information (NBC TR 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity and ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity, respectively). A review of interim information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Brazilian and International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion on the parent company interim information

Based on our review, nothing has come to our attention that causes us to believe that the accompanying parent company interim accounting information included in the quarterly information referred to above has not been prepared, in all material respects, in accordance with CPC 21 applicable to the preparation of the Quarterly Information, and presented in accordance with the standards issued by the CVM.

Conclusion on the consolidated interim information

Based on our review, nothing has come to our attention that causes us to believe that the accompanying consolidated interim accounting information included in the quarterly information referred to above has not been prepared, in all material respects, in accordance with CPC 21 and IAS 34 applicable to the preparation of the Quarterly Information, and presented in accordance with the standards issued by the CVM.

Emphasis of matter

We draw attention to Note 2.1 to the Quarterly Information, which describes the adjustment and restatement of the Quarterly Information (ITR) for the quarter and period ended September 30, 2013, resulting from the correction of an accounting misstatement. We have issued our original independent auditor's report, dated November 5, 2013, on the financial statements previously published. Due to the adjustment described in Note 2.1, we provide the current independent auditor's report on the restated Quarterly Information. Our conclusion is not qualified in respect of this matter.

Other matters

Statements of value added

We have also reviewed the parent company and consolidated statements of value added for the nine-month period ended September 30, 2013. These statements are the responsibility of the Company’s management, and are required to be presented in accordance with standards issued by the CVM applicable to the preparation of Quarterly Information (ITR) and are considered supplementary information under IFRS, which do not require the presentation of the statement of value added. These statements have been submitted to the same review procedures described above and, based on our review, nothing has come to our attention that causes us to believe that they have not been prepared, in all material respects, in a manner consistent with the parent company and consolidated interim accounting information taken as a whole.

Curitiba, April 10, 2014

PricewaterhouseCoopers
Auditores Independentes
CRC 2SP000160/O-5 "F" PR

Carlos Alexandre Peres
Contador CRC 1SP198156/O-7 "S" PR

ALL – AMÉRICA LATINA LOGÍSTICA S.A. AND ITS SUBSIDIARIES

BALANCE SHEET FOR THE PERIODS ENDED SEPTEMBER 30, 2013 AND DECEMBER 31, 2012

(All amounts in thousands of reais) (A free translation of the original in Portuguese)

		Parent		Consolidated	
	Note	9/30/2013	12/31/2012	9/30/2013	12/31/2012
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	4	163,295	881,213	2,321,145	2,508,360
Trade receivables	5	20,540	17,961	420,429	392,797
Inventories		2,775	5,371	237,120	160,904
Intercompany loans receivable		-	-	971	850
Prepayment of lease agreements	6	-	-	6,186	6,186
Taxes and contributions recoverable	7	1,099	3,715	379,403	323,003
Income tax and social contribution recoverable	7	68,829	85,513	115,362	137,922
Dividends and interest on capital		7,511	21,276	-	2,539
Advances and other receivables		24,061	17,071	247,179	126,817
Prepaid expenses		360	4,952	6,452	15,887
Total current assets		288,470	1,037,072	3,734,247	3,675,265
NON-CURRENT ASSETS					
Long-term receivables					
Receivables from related parties	18	15,121	95,502	-	-
Prepayment of lease agreements	6	-	-	77,528	82,168
Debentures	9	-	212,519	-	-
Taxes and contributions recoverable	7	-	-	431,287	423,826
Income tax and social contribution recoverable	7	3,760	1,878	45,637	38,867
Deferred income tax and social contribution	8	-	-	582,791	581,493
Refundable deposits and restricted amounts	17	4,955	4,716	337,083	328,484
Other receivables		9,593	9,593	70,880	74,067
Prepaid expenses		-	-	6,140	6,794
		33,429	324,208	1,551,346	1,535,699
Investments	10	8,575,265	7,409,088	1,973,729	2,010,370
Intangible assets	11	128	393	2,425,603	2,464,546
Property and equipment	12	56,535	57,999	8,446,542	7,966,537
		8,631,928	7,467,480	12,845,074	12,441,453
Total non-current assets		8,665,357	7,791,688	14,397,220	13,977,152
TOTAL ASSETS		8,953,827	8,828,760	18,131,467	17,652,417

The accompanying notes are an integral part of this quarterly information.

ALL – AMÉRICA LATINA LOGÍSTICA S.A. AND ITS SUBSIDIARIES

BALANCE SHEET FOR THE PERIODS ENDED SEPTEMBER 30, 2013 AND DECEMBER 31, 2012

(All amounts in thousands of reais) **(continued)**

	Note	Parent		Consolidated	
		9/30/2013	12/31/2012	9/30/2013	12/31/2012
LIABILITIES					
CURRENT LIABILITIES					
Trade payables		55,234	5,520	497,123	513,909
Borrowings	13	77,069	84,268	681,690	870,738
Debentures	14	139,542	144,743	238,027	256,168
Taxes payable		6,829	4,456	30,095	34,759
Intercompany loans payable		-	-	3,679	2,786
Leases and concessions	16	-	-	43,952	42,459
Labor and social security obligations		502	8,630	115,634	117,926
Advances from customers		-	521	159,728	149,719
Leases	15	-	-	331,103	186,091
Taxes and social security contributions payable in installments	22	-	492	27,864	35,124
Other payables		9,129	9,129	49,196	53,609
Deferred revenue	21	-	-	2,611	2,611
Advances on real estate credits	20	31,586	29,387	153,230	151,030
Dividends and interest on capital		5,238	61,194	5,707	64,824
Total current liabilities		325,129	348,340	2,339,639	2,481,753
NON-CURRENT LIABILITIES					
Borrowings	13	82,245	148,505	2,739,395	2,441,062
Debentures	14	1,937,062	2,021,442	2,736,391	2,884,186
Payables to related parties	18	21,341	17,198	-	-
Provision for contingencies	17	-	-	197,080	218,114
Leases and concessions	16	-	-	1,595,928	1,466,303
Provision for unrealized profits	19	10,572	11,130	-	-
Leases	15	-	-	1,372,536	1,331,427
Taxes and social security contributions payable in installments	22	-	5,334	148,307	161,153
Advances on real estate credits	20	50,702	65,191	301,070	361,864
Other liabilities		-	-	5,766	7,877
Provision for net capital deficiency in subsidiary	10	99,712	10,689	-	-
Deferred revenue	21	1,991,237	1,997,183	2,014,352	2,022,256
Total non-current liabilities		4,192,871	4,276,672	11,110,825	10,894,242
Total liabilities		4,518,000	4,625,012	13,450,464	13,375,995
EQUITY	23				
Share capital		3,448,283	3,433,941	3,448,283	3,433,941
Capital reserve		318,178	82,809	318,178	82,809
Revenue reserve		698,515	708,609	698,515	708,609
Retained earnings		43,995	-	43,995	-
Carrying value adjustments		(73,862)	(33,802)	(73,862)	(33,802)
Advances for future capital increase		-	12,191	-	12,191
		4,435,827	4,203,748	4,435,827	4,203,748
Non-controlling interests		-	-	245,176	72,674
Total equity		4,435,827	4,203,748	4,681,003	4,276,422
TOTAL LIABILITIES AND EQUITY		8,953,827	8,828,760	18,131,467	17,652,417

The accompanying notes are an integral part of this quarterly information.

ALL – AMÉRICA LATINA LOGÍSTICA S.A. AND ITS SUBSIDIARIES

STATEMENT OF INCOME FOR THE PERIODS ENDED SEPTEMBER 30, 2013 AND 2012

(All amounts in thousands of reais, except for earnings per share) (A free translation of the original in Portuguese)

		Parent				Consolidated			
		Period ended		Quarter ended		Period ended		Quarter ended	
	Note	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Continuing operations									
Net services revenue	28	38,576	95,594	12,553	12,840	2,815,531	2,551,243	943,060	905,692
Cost of services rendered		(43,532)	(48,783)	(15,018)	(15,024)	(1,561,841)	(1,434,529)	(522,938)	(497,410)
Gross profit		(4,956)	46,811	(2,465)	(2,184)	1,253,690	1,116,714	420,122	408,282
Results of investments									
Equity in the results of investees	10	494,737	363,116	174,315	166,768	3,608	2,749	(12,551)	1,487
Provision for net capital deficiencies in subsidiaries	10	(32,056)	(3,118)	(16,999)	(866)	-	-	-	-
Gains/losses on investments	29	(91,990)	-	3,936	-	(92,465)	(554)	3.999	(92)
		370,691	359,998	161,252	165,902	(88,857)	2,195	(8,552)	1,395
Other operating income (expenses)									
Selling		-	(339)	-	(5)	(10,961)	(10,278)	(1,425)	(3,033)
General and administrative		(22,209)	(27,059)	2,774	(8,998)	(149,467)	(110,022)	(54,961)	(36,973)
Other operating income (expenses), net	28	6,929	8,691	280	(2,764)	6,111	2,439	8,049	(820)
		(15,280)	(18,707)	3,054	(11,767)	(154,317)	(117,861)	(48,337)	(40,826)
Operating profit before finance result		350,455	388,102	161,841	151,951	1,010,516	1,001,048	363,233	368,851
Finance costs	25	(167,872)	(150,244)	(54,911)	(45,005)	(851,877)	(814,514)	(283,640)	(258,369)
Finance income	25	42,103	51,558	10,026	14,083	116,886	124,104	40,668	28,745
		(125,769)	(98,686)	(44,885)	(30,922)	(734,991)	(690,410)	(242,742)	(229,624)
Operating profit (loss) before taxes		224,691	289,416	116,956	121,029	276,525	310,638	120,491	139,227
Provision for income tax and social contribution	8	-	-	-	-	(50,738)	(60,108)	(10,142)	(30,518)
Deferred income tax and social contribution	8	-	-	-	-	16,784	48,016	(2,614)	17,423
		-	-	-	-	(33,954)	(12,092)	(12,756)	(13,095)
Profit from continuing operations		224,686	289,416	116,956	121,029	241,571	298,546	114,416	126,132
Discontinued operations									
Loss from discontinued operations	29	(180,691)	(31,637)	(32,539)	(14,849)	(187,901)	(34,757)	(24,694)	(16,301)
Profit for the period		43,995	257,779	84,417	106,180	53,670	263,789	89,722	109,831
Attributable from continuing operations									
Owners of the Company						43,995	257,779	84,417	106,180
Non-controlling interests						9,675	6,010	5,305	3,651
Earnings per share from continuing operations attributable to the owners of the Company during the period (expressed in R$ per share)									
Basic earnings per share	26								
Per common share						0.3283	0.4237	0.1709	0.1772
Diluted earnings per share	26								
Per common share						0.3245	0.4141	0.1689	0.1732
Loss per share from discontinued operations attributable to the owners of the Company during the period (expressed in R$ per share)									
Basic loss per share	26								
Per common share						(0.2640)	(0.0463)	(0.0475)	(0.0217)
Diluted loss per share	26								
Per common share						(0.2610)	(0.0463)	(0.0470)	(0.0217)

The accompanying notes are an integral part of this quarterly information.

ALL – AMÉRICA LATINA LOGÍSTICA S.A. AND ITS SUBSIDIARIES

STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIODS ENDED SEPTEMBER 30, 2013 AND 2012

(All amounts in thousands of reais) (A free translation of the original in Portuguese)

	Parent				Consolidated			
	Period ended		Quarter ended		Period ended		Quarter ended	
	9/30/2013	**9/30/2012**	**9/30/2013**	**9/30/2012**	**9/30/2013**	**9/30/2012**	**9/30/2013**	**9/30/2012**
Profit for the period	43,995	257,779	84,417	106,180	53,670	263,789	89,722	109,831
Foreign exchange gains (losses) on investments abroad	(2,558)	(351)	(11,005)	641	(2,558)	(943)	(5,289)	(101)
Available-for-sale investments marked to market	-	(4,470)	-	-	-	(4,470)	-	-
Mark-to-market effects on hedge instruments	(25,927)	(16,365)	72,325	2,449	(25,927)	(16,365)	72,325	2,449
Tax effects on carrying value adjustments	(11,575)	3,386	(5,220)	12,685	(11,575)	3,386	(5,220)	12,685
Total comprehensive income (loss), net of taxes	**4,653**	**239,979**	**141,235**	**121,954**	**14,326**	**245,397**	**152,254**	**124,864**
Attributable to:								
Owners of the Company	-	-	-	-	4,653	239,979	141,235	121,955
Non-controlling interests	-	-	-	-	9,674	5,418	11,020	2,909
	-	-	-	-	**14,326**	**245,397**	**152,254**	**124,864**

The accompanying notes are an integral part of this quarterly information.

ALL – AMÉRICA LATINA LOGÍSTICA S.A. AND ITS SUBSIDIARIES

STATEMENT OF CHANGES IN EQUITY FOR THE PERIODS ENDED SEPTEMBER 30, 2013 AND 2012

(All amounts in thousands of reais) (A free translation of the original in Portuguese)

	Paid-up capital		Capital reserve				Revenue reserves					Carrying value adjustments						
	Subscribed	Unpaid	Treasury shares	Cost of debentures issued	Options granted	Profit (loss) from transactions with non-controlling interests and goodwill	Legal	Tax incentives	For investments	Retained earnings	Advances on future capital increase	Cumulative translation adjustments	Deemed cost	Mark-to-market gains (losses) - hedge	Available-for-sale investments marked to market	Total	Non-controlling interests	Total equity
At December 31, 2011	**3,448,283**	**(14,342)**	**(63,803)**	**(19,439)**	**90,390**	**55,853**	**65,860**	**134,551**	**329,693**	**-**	**12,295**	**(11,571)**	**5,316**	**(17,251)**	**4,470**	**4,020,305**	**67,256**	**4,087,561**
Profit for the year	-	-	-	-	-	-	-	-	-	257,779	-	-	-	-	-	257,779	6,015	263,794
Foreign exchange gains (losses) on investments abroad	-	-	-	-	-	-	-	-	-	-	-	(351)	-	-	-	(351)	(597)	(948)
Mark-to-market gains (losses) - hedge	-	-	-	-	-	-	-	-	-	-	-	-	-	(16,365)	-	(16,365)	-	(16,365)
Tax effects on carrying value adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-	3,386	-	3,386	-	3,386
Available-for-sale investments marked to market	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(4,470)	(4,470)	-	(4,470)
Reserve for options granted (Note 24)	-	-	-	-	16,050	-	-	-	-	-	(7,656)	-	-	-	-	8,394	-	8,394
Options exercised	-	-	11,426	-	(422)	-	-	-	(1,532)	-	4,189	-	-	-	-	13,661	-	13,661
Changes in revenue reserves (Note 24)	-	-	1,269	-	-	-	-	-	(1,269)	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	3,363	272	(272)	-	-	3,363	-	3,363
At September 30, 2012	**3,448,283**	**(14,342)**	**(51,108)**	**(19,439)**	**106,018**	**55,853**	**65,860**	**134,551**	**326,892**	**257,779**	**12,191**	**(11,650)**	**5,044**	**(30,230)**	**-**	**4,285,702**	**72,674**	**4,358,376**
At December 31, 2012	**3,448,283**	**(14,342)**	**(51,108)**	**(19,439)**	**97,503**	**55,853**	**77,726**	**187,864**	**443,019**	**-**	**12,191**	**(13,900)**	**4,708**	**(24,610)**	**-**	**4,203,748**	**72,674**	**4,276,422**
Profit for the quarter	-	-	-	-	-	-	-	-	-	43,994	-	-	-	-	-	43,994	9,674	53,667
Foreign exchange gains (losses) on investments abroad	-	-	-	-	-	-	-	-	-	-	-	(2,558)	-	-	-	(2,558)	-	(2,558)
Mark-to-market gains (losses) - hedge	-	-	-	-	-	-	-	-	-	-	-	-	-	(25,927)	-	(25,927)	-	(25,927)
Tax effects on carrying value adjustments	-	-	-	-	-	-	-	-	-	-	-	-	-	(11,575)	-	(11,575)	-	(11,575)
Adjustments in associates	-	-	-	-	-	-	-	-	-	-	-	252	(252)	-	-	-	-	-
Total comprehensive income (loss) for the period	-	-	-	-	-	-	-	-	-	43,994	-	(2,306)	(252)	(37,502)	-	4,652	9,674	14,325
Gains on transactions with non-controlling interests (Note 10)	-	-	-	-	-	226,371	-	-	-	-	-	-	-	-	-	226,371	162,829	389,100
Share-based payment transactions																		
Reserve for options granted (Note 23)	-	2,429	10,094	-	(678)	-	-	-	(10,094)	-	-	-	-	-	-	1,751	-	1,751
Options exercised	-	-	-	-	(1,634)	-	-	-	-	-	938	-	-	-	-	(696)	-	(696)
Advances for Future Capital Increase (AFAC)	-	11,913	1,216	-	-	-	-	-	-	-	(13,129)	-	-	-	-	-	-	-
Total transactions with the owners of the Company	-	14,342	11,310	-	(2,312)	226,371	-	-	(10,094)	-	(12,191)	-	-	-	-	227,426	162,831	390,255
At September 30, 2013	**3,448,283**	**-**	**(39,798)**	**(19,439)**	**95,191**	**282,224**	**77,726**	**187,864**	**432,925**	**43,994**	**-**	**(16,206)**	**4,456**	**(62,112)**	**-**	**4,435,826**	**245,176**	**4,681,002**

The accompanying notes are an integral part of this quarterly information.

ALL – AMÉRICA LATINA LOGÍSTICA S.A. AND ITS SUBSIDIARIES

STATEMENT OF CASH FLOWS FOR THE PERIODS ENDED SEPTEMBER 30, 2013 AND 2012

(All amounts in thousands of reais) (A free translation of the original in Portuguese)

	Parent		Consolidated	
	9/30/2013	**9/30/2012**	**9/30/2013**	**9/30/2012**
Cash flows from operating activities				
Profit for the period	43,995	257,779	53,670	263,789
Expenses (income) not affecting cash and cash equivalents				
Depreciation and amortization (Note 28)	1,748	2,841	337,958	304,096
Goodwill amortization (Note 28)	42,176	42,063	42,466	42,064
Equity in the results of investees and gains/losses on investments (Note 10)	(402,747)	(363,116)	88,856	(2,195)
Provision for net capital deficiency (Note 10)	32,056	3,118	-	-
Deferred income tax and social contribution (Note 8)	-	-	(16,784)	(48,016)
Provision for unrealized profits (Note 19)	(558)	(558)	-	-
Realization of deferred revenue	-	-	(1,957)	(1,967)
Interest and foreign exchange variations on borrowings and debentures	13,490	(11,408)	61,375	(14,506)
Stock option granting	1,630	4,018	6,516	16,049
Foreign exchange gains (losses) on discontinued operations	-	-	(10,518)	(5,851)
Results from discontinued operations	180,691	31,637	187,901	34,757
	(87,519)	(33,626)	749,483	588,220
Changes in assets				
Trade receivables	(13,075)	(12,110)	(59,423)	(116,875)
Inventories	2,596	2,290	(101,300)	(48,796)
Taxes and contributions recoverable	19,064	(6,835)	(63,215)	(91,198)
Dividends and interest on capital	1,072	66	2,965	338
Cash and cash equivalents from discontinued operations (Note 29)	-	-	(38,740)	(6,797)
Other assets	5,236	3,172	(7,719)	19,347
	14,893	(13,417)	(267,432)	(243,981)
Changes in liabilities				
Trade payables	42,720	(1,082)	(81,839)	(61,063)
Labor and social security obligations	(8,887)	(9,590)	12,230	13,007
Taxes payable	(5,380)	198	(19,687)	16,318
Income tax and social contribution paid	-	-	(8,780)	39,774
Leases and concessions payable	-	-	130,235	132,679
Other liabilities	-	(18,450)	(9,742)	(53,062)
	28,453	(28,924)	22,417	87,653
Net cash provided by (used in) operating activities	**(44,173)**	**(75,967)**	**510,551**	**431,892**
Cash flows from investment activities				
Purchases of property and equipment	(314)	(1,366)	(698,311)	(683,961)
Acquisition of investments	(630,974)	(26,048)	-	-
Net cash used in investing activities	(631,288)	(27,414)	(698,311)	(683,961)
Cash flows from financing activities				
Financing				
New borrowings	-	-	959,765	459,524
Repayment of borrowings	(208,127)	(123,663)	(1,253,575)	(657,632)
Capital increase and advances for future capital increase	-	4,084	(35,727)	(21,964)
Premium on issue of shares	-	-	226,371	-
Acquisition of non-controlling interests	-	-	162,828	-
Dividends and interest on capital	(55,956)	(54,674)	(59,117)	(55,078)
Related parties	(3,441)	(281,855)	-	(12,979)
Proceeds from debentures	225,067	93,117	-	-
Net cash provided by (used in) financing activities	(42,457)	(362,991)	545	(288,129)
Decrease in cash and cash equivalents	**(717,918)**	**(466,372)**	**(187,215)**	**(540,198)**
Cash and cash equivalents at the beginning of the period	881,213	714,753	2,508,360	2,099,738
Cash and cash equivalents at the end of the period	163,295	248,381	2,321,145	1,559,540
Decrease in cash and cash equivalents	**(717,918)**	**(466,372)**	**(187,215)**	**(540,198)**

The accompanying notes are an integral part of this quarterly information.

ALL – AMÉRICA LATINA LOGÍSTICA S.A. AND ITS SUBSIDIARIES

STATEMENT OF VALUE ADDED FOR THE PERIODS ENDED SEPTEMBER 30, 2013 AND 2012

(All amounts in thousands of reais) (A free translation of the original in Portuguese)

	Parent		Consolidated	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Revenue				
Services	42,991	100,075	3,218,561	2,957,487
Other revenue	7,182	9,363	42,477	595,470
Provision for impairment of trade receivables	-	(339)	(6,232)	(5,043)
	50,173	**109,099**	**3,254,806**	**3,547,914**
Inputs acquired from third parties				
Cost of services	(896)	(3,583)	(614,610)	(477,293)
Materials, electricity, outsourced services and other	(14,411)	(8,140)	(323,212)	(388,122)
Impairment/recovery of assets	1,669	(10,085)	19,797	(198,931)
Other	(255)	(8)	(12,886)	(236,709)
	(13,893)	**(21,816)**	**(930,891)**	**(1,301,055)**
Gross value added	**36,280**	**87,283**	**2,323,915**	**2,246,859**
Depreciation and amortization	(43,924)	(44,903)	(380,424)	(361,054)
Net value added generated by the entity	**(7,644)**	**42,380**	**1,943,491**	**1,885,805**
Value added received through transfer				
Results from investments/provision for net capital deficiency/gain on investments	370,691	359,998	(88,858)	2,195
Finance income	42,103	51,558	116,886	124,104
	412,794	**411,556**	**28.028**	**126,299**
Total value added to distribute	**405,150**	**453,936**	**1,971,519**	**2,012,104**
Distribution of value added				
Personnel				
Direct remuneration	3,972	7,445	247,998	207,120
Benefits	1,635	(32)	39,045	28,820
Government Severance Indemnity Fund for Employees (FGTS)	293	272	11,861	11,223
	5,900	**7,685**	**298,904**	**247,163**
Taxes and contributions				
Federal	5,349	5,738	307,646	341,134
State	-	-	79,309	132,207
Municipal	349	38	8,074	10,932
	5,698	**5,776**	**395,029**	**484,273**
Third-party capital remuneration				
Interest	167,872	150,244	851,877	814,514
Rental	994	815	184,138	167,610
	168,866	**151,059**	**1,036,015**	**982,124**
Own capital remuneration				
Profits reinvested/loss for the period	43,995	257,779	43,995	257,779
Discontinued operations	180,691	31,637	187,901	34,757
Non-controlling interests in results	-	-	9,675	6,010
	224,686	**289,416**	**241,571**	**298,546**
Total value added distributed	**405,150**	**453,936**	**1,971,519**	**2,012,106**

The accompanying notes are an integral part of this quarterly information.

(All amounts in thousands of reais unless otherwise stated)

1. General information

a) The Company

ALL - América Latina Logística S.A. (the "Company" or "Parent Company" or "ALL") was incorporated on December 31, 1997, and is headquartered in the city of Curitiba, State of Paraná.

The Company's main activities are:

- Investments in other companies, ventures and consortia, whose objectives are related to transportation services, including railway transportation.

- The performance of transportation related activities, including logistics, intermodal transport, port operations, the transfer and storage of goods, the exploration and management of bonded and general warehouses.

- The acquisition, leasing or lending of locomotives, wagons and other railway equipment to third parties.

Since October 22, 2010, the Company's shares have been traded in the "New Market" segment of BOVESPA.

The Company operates railroad transportation in the Southern region of Brazil through ALL - América Latina Logística Malha Sul S.A., and in the Mid-West region and State of São Paulo through its subsidiaries ALL - América Latina Logística Malha Paulista S.A., ALL - América Latina Logística Malha Norte S.A. and ALL - América Latina Logística Malha Oeste S.A.

The concession terms are as follows:

Companies	Concession period	Regions covered
ALL Malha Sul	February 2027	South of Brazil
ALL Malha Paulista	December 2028	State of São Paulo
ALL Malha Oeste	June 2026	Mid-West and State of São Paulo
ALL Malha Norte	May 2079	Mid-West and State of São Paulo
Portofer	June 2025	Porto de Santos (port in the State of São Paulo)
Terminal XXXIX	October 2025	Porto de Santos (port in the State of São Paulo)
TGG - Guarujá Retail Terminal	August 2027	Porto de Santos (port in the State of São Paulo)
Termag - Guarujá Maritime Terminal	August 2027	Porto de Santos (port in the State of São Paulo)

A list of all the companies that make up the ALL group is provided in Note 3.

Boswells S.A. is a financial investment company established in Uruguay.

ALL Overseas: a wholly-owned subsidiary acquired in December 1999. Its main business purpose is to carry out any activities that are in accordance with the legislation applicable in the Bahamas.

Track Logística: organized on April 7, 2010, its main business purposes are rendering general cargo logistics operating services, managing and operating ports, terminals, distribution centers, warehouse units, and bonded warehouses, and investing in other companies, among others. It has not started its activities yet.

Brado Holding: organized on July 9, 2010, its main business purpose is holding interest in other entities, consortia or ventures, either locally or abroad. On April 1, 2011, Brado Holding acquired an 80% interest in Brado Logística e Participação S.A. On August 5, 2013, the participation in Brado Logistica increased to 62.22% after the intake of the new investor FI-FGTS, as presented in Note 10.

Brado Logística e Participação S.A.: acquired in 2010, this name was given to the company on November 24, 2010. On April 1, 2011, Brado Holding started holding a 100% interest in Standard Logística e Distribuição S.A. (currently named Brado Logística S.A.) through carrying out a merger of its shares. Its main business purpose is holding shares issued by Brado Logística S.A.

Brado Logística S.A.: formerly Standard Logística e Distribuição S.A. It was acquired on April 1, 2011, and is a wholly-owned subsidiary of Brado Logística e Participação S.A. Its main business purpose is providing general cargo logistics operating services, managing and operating terminals, distribution centers, ports, bonded warehouses, and holding direct and indirect interest in other companies.

Ritmo Logística S.A.: this company was formed on July 1, 2011, through the combination of the highway operations of ALL Intermodal S.A. (which became the parent company of Ritmo Logística S.A.) and the highway business of Ouro Verde Transportes e Locação S.A. This operation was carried out through the contribution of the dedicated assets of ALL Intermodal S.A. and Ouro Verde Transportes e Locação S.A., and through the transfer of all employees of both companies to the new company, with the objective of establishing a strategic association in the highways segment.

Vetria Mineração S.A: as described in Note 10, Vetria Mineração S.A. was formed on December 3, 2012 by ALL - América Latina Logística S.A, together with other stockholders, in order to create an integrated mine-railroad-port system.

On March 5, 2009, the Company and its subsidiaries established a relationship with Rumo Logística Operadora Multimodal S.A. (“Rumo”) in order to improve sugar transport by rail from São Paulo State to the Port of Santos. This relationship, established to develop a partnership between the parties, foresee a number of investments, including the duplication of the Campinas-Santos stretch, the acquisition of rolling stock, and improvements in the structures of loading and unloading terminals.

Rumo owns the terminals and rolling stock, while the federal government owns the railway, which is under the concession and control of ALL Malha Paulista S.A. The Rumo’s contributions are remunerated through a fee established by R$/ton, in accordance with specific volumes transported by the rail to the Port of Santos. The railway freight tariff is determined on the agreement and establishes competitiveness against the road transportation.

The project’s investments can be splitted into different types and they are treated as follows:

(i) The amount invested in rolling stock, owned by Rumo, refers to operational lease, in accordance with the rules defined by CPC 06, and the costs related to this leasing are accounted as operating costs under market conditions;

(ii) The amount invested in railways, owned by the federal government and under the concession and control of ALL Malha Paulista S.A., refers to a fixed asset of the Company which is accounted under Lease – Rent Incentive. This financing generates financial expenses and its consequent payment reduces its balance.

Therefore, the fees that remunerate Rumo's investments are bifurcated, being a part considered as operational lease of rolling stock and a part as the lease payment.

b) Operating restrictions and conditions of all of the concessions granted to ALL Malha Sul, ALL Malha Paulista and ALL Malha Oeste

The companies are subject to compliance with certain conditions set forth in the privatization public notices and in the concession agreements for the Railroad Networks.

The concession agreements of these subsidiaries will be terminated upon the following events: end of the contractual term; expropriation; forfeiture; termination; annulment and bankruptcy; or dissolution of the concessionaire.

Should any concessions cease to exist, the major effects will be as follows:

- The rights and privileges transferred to the companies will be returned to the Federal Government together with any leased assets or assets resulting from investments, which will revert to the Government as being necessary to continue to provide the related services.

- Assets which revert will be indemnified by the Federal Government at their residual carrying values, computed based on the companies' accounting records, after the deduction of depreciation. This amount will be subject to technical and financial assessment by the Federal Government. All and any improvements made to the permanent railroad superstructure will not be considered as investments for indemnification purposes.

2. Accounting policies

a) The main accounting policies applied for the preparation of this consolidated quarterly information are consistent with those used for the preparation of the 2012 financial statements, consequently, it should be read together with the complete consolidated financial statements for the year ended December 31, 2012, described in Note 2 to the aforementioned statements. The financial statements for the year ended December 31, 2012 were disclosed on March 5, 2013.

b) Due to the application of CPC 31 - "Non-current assets held for sale and discontinued operations", referring to the railroad operations in Argentina, the consolidation of these operations is no longer carried out in the Company's results. It is now presented in the line item of results from discontinued operations. Consequently, the result balances were adjusted to ensure comparability with the prior year.

2.1. – Restatement of the Quarterly Financial Information – as of September 30 2013

(All amounts in thousands of reais unless otherwise stated)

ALL's jointly-controlled entity, Vetria Mineração (Vetria), recognized accounting adjustments on the originally presented Quarterly Financial information amounting to R$49,347, net of tax effects, which most significant portion relates to interest expenses on payable royalties arising from the purchase of mining rights totaling R$48,816, net of tax effects, in the net income for the nine-month period ended September 30, 2013.

After reconsidering the accounting practices related to the financial charges on this liability, Vetria Mineração's management, subsequent to the release of its quarterly information of September 30, 2013, concluded that the mining rights acquired by Vetria present themselves at a development stage to reach the intended use level by its management and, consequently, the mining rights meet the "qualifying asset" conditions described in Technical Pronouncement CPC 20 (R1) – Borrowing Costs, being these financial charges subject to capitalization to the developing mining rights.

Accordingly, Vetria's management started to capitalize the financial charges on payable royalties to the mining rights (intangible assets), a procedure that was not considered by ALL when it calculated the equity pick up on investments for the nine-month period ended September 30, 2013, at the time of preparation of the original Quarterly Financial Statements for that quarter and, considering the accounting adjustments recorded by the investee, ALL is restating said Quarterly Financial Information. Consequently, given that ALL has a 50.38% interest in Vetria's equity, the equity pick up resulting from this investment was presenting a loss of R$20,242 in the net income of the period. Subsequent to the mentioned accounting adjustments the restated equity pick up represented a gain of R$3,902.

The effects of this restatement are shown below:

	Parent			Consolidated		
	September 30, 2013			September 30, 2013		
	Original	Adjustments	Restated	Original	Adjustments	Restated
Assets						
Current	288.470	-	288.470	3.734.247	-	3.734.247
Non-current	8.640.496	24.861	8.665.357	14.372.359	24.861	14.397.220
Total assets	8.928.966	24.861	8.953.827	18.106.606	24.861	18.131.467
Liabilities and equity						
Current	325.129		325.129	2.339.639	-	2.339.639
Non-current	4.192.871	-	4.192.871	11.110.826	-	11.110.826
Equity	4.410.966	24.861	4.435.827	4.656.142	24.861	4.681.003
Total liabilities and equity	8.928.966	24.861	8.953.827	18.106.606	24.861	18.131.467
Statement of income from 9 ended-months in September 30, 2013						
Results of investments	470.593	24.144	494.737	- 20.536	24.144	3.608
Profit for the period	19.851	24.144	43.995	29.256	24.414	53.670
Attributable from						
Owners of the Company				19.851	24.144	43.995
Earnings per share from continuing operations attributable to the owners of the Company during the period (Express in R$ per share)						
Basic earnings per comon share				0,2930	0,0353	0,3283
Diluited earnings per comon share				0,2897	0,0348	0,3245
Statement of income from 3 ended-months in September 30, 2013						
Results of investments	150.171	24.144	174.315	- 36.695	24.144	- 12.551
Profit for the period	60.273	24.144	84.417	65.578	24.144	89.722
Attributable from						
Owners of the Company				60.273	24.144	84.417
Earnings per share from continuing operations attributable to the owners of the Company during the period (Express in R$ per share)						
Basic earnings per comon share				0,1356	0,0353	0,1709
Diluited earnings per comon share				0,1341	0,0348	0,1689

The stated Quarterly Financial Information was approved by the Board of Directors on April 10, 2014.

3. Basis of consolidation

(All amounts in thousands of reais unless otherwise stated)

Consolidated quarterly information

a) Subsidiaries

The consolidated quarterly information includes the quarterly information of ALL - América Latina Logística S.A. and its subsidiaries at September 30, 2013, as follows:

	Ownership interest - %	
	9/30/2013	12/31/2012
Direct subsidiaries		
ALL - América Latina Logística Intermodal S.A. (ALL Intermodal)	100.00	100.00
ALL - América Latina Logística Malha Oeste S.A. (ALL Malha Oeste)	100.00	100.00
ALL - América Latina Logística Malha Paulista S.A. (ALL Malha Paulista)	100.00	100.00
ALL - América Latina Logística Malha Sul S.A. (ALL Malha Sul)	100.00	100.00
ALL - América Latina Logística Overseas S.A. (ALL Overseas)	100.00	100.00
ALL - América Latina Logística Participações Ltda. (ALL Participações)	100.00	100.00
Boswells S.A.	100.00	100.00
Track Logística S.A.	100.00	100.00
Brado Holding S.A.	100.00	100.00
ALL - América Latina Logística Serviços Ltda. (ALL Serviços)	99.99	99.99
ALL - América Latina Logística Equipamentos Ltda. (ALL Equipamentos)	99.99	99.99
ALL - América Latina Logística Malha Norte S.A. (ALL Malha Norte)	99.24	99.24
ALL - América Latina Logística Argentina S.A. (ALL Argentina)	90.96	90.96
Paranagua S.A.	99.83	-
ALL - América Latina Logística Servicios Integrales S.A. (Sisa)	99.99	99.99
ALL - América Latina Logística Rail Management Ltda. (ALL Rail Management)	50.01	50.01
Jointly-controlled subsidiary		
Vetria Mineração S.A	50.38	50.38
Indirect subsidiaries		
Investees of ALL Intermodal		
ALL - América Latina Logística Armazéns Gerais Ltda. (ALL Armazéns Gerais)	100.00	100.00
Ritmo Logística S.A	65.00	65.00
Investee of ALL Armazéns Gerais		
PGT Grains Terminal S.A. (PGT)	100.00	100.00
Investee of ALL Malha Paulista		
Portofer Transporte Ferroviário Ltda. (Portofer)	50.00	50.00
Investees of ALL Malha Norte		
Terminal XXXIX de Santos S.A. (Terminal XXXIX)	50.00	50.00
Portofer Transporte Ferroviário Ltda. (Portofer)	50.00	50.00
Investees of ALL Argentina		
ALL - América Latina Logística Central S.A. (ALL Central)	73.55	73.55
ALL - América Latina Logística Mesopotámica S.A. (ALL Mesopotámica)	70.56	70.56
Investees of ALL Participações		
ALL - América Latina Logística Servicios Integrales S.A. (Sisa)	0.01	0.01
ALL - América Latina Logística Argentina S.A. (ALL Argentina)	9.04	9.04
ALL - América Latina Logística Serviços Ltda. (former ALL Tecnologia)	0.01	0.01
ALL - América Latina Logística Centro-Oeste Ltda. (ALL Centro-Oeste)	0.01	0.01
ALL - América Latina Logística Equipamentos Ltda. (ALL Equipamentos)	0.01	0.01
Paranagua S.A	0.17	-
Investee of Brado Holding		
Brado Logistica e Participações S.A.	62.22	80.00
Investee of Brado Logística Participações S.A.		
Brado Logística S.A	100.00	100.00

Subsidiaries are fully consolidated from the date of their acquisition, which is the date on which the Company obtains control, and continue to be consolidated until control ceases. The quarterly information of the subsidiaries is prepared for the same reporting period as that of the Parent company, using consistent accounting policies. All intra-group balances, revenues and expenses and unrealized gains and losses arising from intra-group transactions are fully eliminated.

A change in interest held in a subsidiary not resulting in the loss of control of that subsidiary is recorded as a transaction between stockholders, in equity.

Profit or loss for the period and each component of other comprehensive income (recorded directly in equity) are attributed to the Company's owners and non-controlling interests. Losses are attributed to non-controlling interests, even if they result in a negative balance.

b) Jointly-controlled subsidiaries

Jointly-controlled subsidiaries include all entities over which the Company and its subsidiaries share control with one or more parties. Investments in jointly-controlled subsidiaries are accounted for using the equity method and are initially recognized at cost.

The Company's share of its jointly-controlled subsidiaries' profit or loss is recognized in the statement of income and its share of reserve movements is recognized in the reserves of the Company and its subsidiaries. When the Company and its subsidiaries' shares of the losses of a jointly-controlled subsidiary equal or exceed the carrying amounts of the investment, including any other unsecured receivables, the Company and its subsidiaries do not recognize further losses, unless they have incurred obligations or made payments on behalf of the jointly-controlled subsidiary.

Unrealized gains on transactions between the Company and its jointly-controlled subsidiaries are eliminated to the extent of the interest of the Company and its subsidiaries. Unrealized losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. The accounting policies of jointly-controlled subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Company and its subsidiaries.

c) Associates

The Company's investments in associates are recorded using the equity method. An associate is an entity in which the Company exercises significant influence.

Based on the equity method, investments in associates are recorded in the balance sheet at cost, plus changes after the acquisition of the interest in the associate.
The statement of income reflects a portion of the results of the associates' transactions. When a change is recorded directly in the associate's equity, the Company recognizes its portion of the variations, and discloses this in the statement of changes in equity, when applicable. Unrealized gains and losses arising from transactions between the Company and its associates are eliminated proportionally to the interest held in that associate.

The interests in associates are presented in the statement of income as equity in the results of investees, representing the profit attributable to the stockholders of the associate.

After applying the equity accounting method, the Company determines whether it is necessary to recognize additional impairment losses on its investments in its associates. The Company determines, at each balance sheet date, whether there is objective evidence that the investments in associates are subject to impairment. If any impairment is identified, the Company calculates the amount of the loss based on the difference between the respective associate's recoverable value and carrying amount, and recognizes the resulting amount in the statement of income.

When significant influence in an associate is lost, the Company assesses and records the investment at fair value. Any difference between the associate's carrying amount when significant influence is lost, and the fair value of the remaining investment and the revenue from the disposal is recorded in the statement of income.

The associates' quarterly information is prepared for the same reporting period as that of the Company. When necessary, adjustments are made to ensure the accounting policies are consistent with those adopted by the Company.

d) Transactions with non-controlling interests

(All amounts in thousands of reais unless otherwise stated)

The Company and its subsidiaries treat transactions with non-controlling interests as transactions with the equity owners of the Company and its subsidiaries. For purchases from non-controlling interests, the difference between any consideration paid and the proportion acquired of the carrying value of the net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded directly in equity, in "Carrying value adjustments".

When the Company and its subsidiaries cease to have control, any retained interest in the entity is re-measured to its fair value, with any change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purpose of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income related to that entity are accounted for as if the Company and its subsidiaries had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

e) Business combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred (measured at its acquisition date fair value) and any non-controlling interest in the acquiree. For each business combination, the acquirer should measure the non-controlling interest in the acquiree at its fair value or based on its share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as they are incurred.

When acquiring a business, the Company assesses the financial assets and liabilities assumed in order to classify and allocate them according to the contractual terms, the economic circumstances and the pertinent conditions at the acquisition date, which includes the segregation, by the acquiree, of embedded derivatives existing in the acquiree's host contracts.

If the business combination is carried out in stages, the fair value at the acquisition date of any previous equity interest in the capital of the acquiree is re-measured to its fair value at the acquisition date, and the impact is recognized in the statement of income.

Any contingent consideration to be transferred by the acquirer is recognized at its acquisition date fair value. Subsequent changes in the fair value of the contingent consideration, considered an asset or a liability, shall be recognized in accordance with CPC 38 (IAS 39) in the statement of income or in other comprehensive income. If the contingent consideration is classified in equity, it shall not be re-measured until it is finally settled in equity.

Initially, goodwill is measured as the excess of the consideration paid over the fair value of the net assets acquired (identifiable assets and liabilities assumed). When the consideration transferred is less than the fair value of the net assets acquired, the difference is recognized as a gain in the statement of income.

4. Cash and cash equivalents

		Parent		Consolidated	
		9/30/2013	12/31/2012	9/30/2013	12/31/2012
Cash and banks		4,514	1,343	8,426	21,719
Financial investments					
Bank Deposit Certificates (CDB)	(i)	104,959	629,157	1,469,024	1,659,196
Fixed rate	(ii)	-	-	110,082	122,748
Government bonds	(iii)	47,358	149,791	404,736	586,940
Funds	(iv)	6,464	100,922	328,877	117,757
		158,781	879,870	2,312,719	2,486,641
		163,295	881,213	2,321,145	2,508,360

(All amounts in thousands of reais unless otherwise stated)

Short-term, highly liquid investments subject to an insignificant risk of changes in value are as follows:

(i) Investments in Bank Deposit Certificates (CDB) with rates linked to the Interbank Deposit Certificate (CDI) variation (average rate of 102% of CDI).

(ii) Investments in fixed-rated CDBs.

(iii) Investments in government bonds (average rate equivalent to the Special System for Settlement and Custody (SELIC)).

(iv) Investments in funds - mainly represent government bonds.

5. Trade receivables

	Consolidated	
	9/30/2013	12/31/2012
Trade receivables		
In Brazil	450,283	384,716
In Argentina	14,840	45,553
	465,123	430,269
(-) Provision for impairment of trade receivables		
In Brazil	(34,462)	(28,232)
In Argentina	(10,232)	(9,240)
	(44,694)	(37,472)
	420,429	392,797

At September 30, 2013 and December 31, 2012, the balance of trade receivables, by maturity, is as follows:

		Overdue balances				
Periods	Amount falling due with no impairment losses	< 30 days	31 - 60 days	61 - 90 days	91 - 180 days	Total
9/30/2013	197,690	67,430	33,690	40,983	80,636	420,429
12/31/2012	239,398	58,112	37,172	18,885	39,230	392,797

Provision for impairment of trade receivables

The provision was calculated based on a credit risk analysis, which considers historical losses, the individual client situation, and the situation of the economic group in which it operates, as well as credit past due for more than 180 days, except for related party receivables. The provision is considered sufficient to cover any losses on amounts receivable.

6. Lease prepayments - consolidated

	9/30/2013		12/31/2012	
	Current assets	Long-term receivables	Current assets	Long-term receivables
Leases				
ALL Malha Oeste	166	1,919	166	2,043
ALL Malha Paulista	2,025	25,182	2,025	26,701
ALL Malha Sul	2,734	33,952	2,734	36,003
Right-of-way prepayment				
ALL Malha Sul	1,261	16,475	1,261	17,421
	6,186	77,528	6,186	82,168

(All amounts in thousands of reais unless otherwise stated)

The amount paid in cash is being amortized over the remaining lease term.
Prepaid right-of-way refers to amounts paid by ALL Malha Sul to ALL Malha Paulista as a consideration for the use of the rail segments from Presidente Epitácio to Rubião Júnior and Pinhalzinho/Apiaí to Iperó (SP), in accordance with the agreement to operate these segments for 30 years, which is also the accounting amortization period.

The above lease agreements are recognized in the statement of income on a straight-line basis over the agreement terms, and do not qualify as finance leases.

7. Taxes and contributions recoverable

	9/30/2013		12/31/2012	
	Current assets	Long-term receivables	Current assets	Long-term receivables
Parent				
Income tax and social contribution recoverable - prepayment	68,829	3,760	85,513	1,878
Other	1,099	-	3,715	-
	69,928	3,760	89,228	1,878
Subsidiaries				
Value-added Tax on Sales and Services (ICMS) (ii)	213,297	138,331	166,550	119,561
Value-added Tax (IVA)	2,049	-	10,175	-
Income tax and social contribution recoverable - prepayment	46,614	41,877	52,409	36,989
Federal tax credits to be offset - PIS/ COFINS	160,401	170,141	133,019	145,288
Excise Tax (IPI) (i)	-	119,132	-	151,943
Other	2,476	3,683	9,544	7,034
	424,837	473,164	371,697	460,815
Consolidated	494,765	476,924	460,925	462,693

(i) Tax credits arising from an ordinary lawsuit with a final decision, which are being used to offset federal debt.
(ii) Tax credits arising from fuel acquisition used at the operation of transport.

8. Deferred income tax and social contribution

The reconciliation of income tax and social contribution at the nominal rates compared to the effective rates for the periods ended September 30, 2013 and 2012 is as follows:

	Parent		Consolidated	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Profit before taxation	200,544	289,416	251,378	310,638
Statutory rate	34%	34%	34%	34%
Taxes at nominal rate	(68,185)	(98,401)	(85,469)	(105,617)
Tax adjustments for:		-		
Equity in the results of investees and provision for net capital deficiency	152,075	122,398	(4,010)	935
Differences in rates for companies taxed under the deemed profits method	-	-	2,675	3,341
Taxes written off or not recorded for the period	-	(8,327)	-	-
Amortization of goodwill	(14,340)	(14,302)	(542)	(696)
Effect of temporary differences	(28,859)	-	(1,477)	2,374
Offset of tax loss	(39,801)	-	4,377	53,872
Recording of stock options granted	(554)	(1,366)	(2,216)	(5,466)
Effect of Workers' Meal Program (PAT) and other tax incentives	-	-	-	836
Income tax surcharge	-	-	-	176
Effect of rate decrease - Superintendency for the Development of the Amazon (SUDAM) incentive	-	-	51,009	40,262
Reduction – Law 11,941/09	-	-	3,132	
Other permanent differences	(336)	(2)	(1,433)	(2,110)
Effective tax income (expense)	-	-	(33,954)	(12,092)
Current taxes	-	-	(50,738)	(60,108)
Deferred taxes	-	-	16,784	48,016

(All amounts in thousands of reais unless otherwise stated)

Deferred tax credits on tax losses and temporary differences held by the Company, as well as the portion recorded in the balance sheet at September 30, 2013 and December 31, 2012, are as follows:

	Consolidated	
	9/30/2013	**12/31/2012**
Tax losses	938,771	941,422
Provision for variable remuneration	13,213	17,796
Provision for tax credits	6,051	6,045
Provision for ICMS with difficult realization	4,263	3,496
Provision for tax issues	16,810	18,108
Provision for labor claims	31,184	37,166
Provision for civil claims	12,919	13,019
Provision for impairment of trade receivables	16,298	14,179
Provision for unrealized profits	3,594	3,784
Unsettled hedge transactions	(1,702)	8,550
Provisions	46,644	16,241
Adjustments to RTT (i)	97,144	109,335
Total tax credits	**1,185,189**	**1,189,141**
(-) Unrecorded credits	(602,398)	(607,648)
(=) Net credits recorded	**582,791**	**581,493**

Reconciliation of deferred tax assets

	9/30/2013	**12/31/2012**
Opening balance	581,493	509,617
Adjustment of balances of subsidiaries	762	(3,131)
Acquisition of subsidiary	-	2,649
Tax income (expenses) recorded in the statement of income	16,784	73,011
Foreign exchange variation gains (losses) on deferred income tax	(16,248)	(653)
Closing balance	**582,791**	**581,493**

(i) The deferred tax assets and liabilities relates to leases and present value adjustments.

(j)

Deferred tax assets are expected to be realized as follows:

	Consolidated	
	9/30/2013	**12/31/2012**
2013	32,163	56,992
2014	65,467	44,720
2015	71,783	46,661
2016	77,243	51,241
2017	76,084	57,411
After 2018	260,051	324,468
Total	582,791	581,493

Income tax and social contribution losses generated in the parent company and its Brazilian subsidiaries may be carried forward indefinitely and will be offset against future taxable profit, in accordance with applicable tax legislation. These amounts are supported by a recoverability study approved by the Board of Directors on March 4, 2013.

For ALL Intermodal, ALL Malha Oeste and ALL S.A., tax assets arising from losses have not been recognized, considering the history of tax losses recorded in past years.

The Company and its subsidiaries record deferred tax assets on income tax and social contribution losses when the conditions of CVM Instruction 349/01 are met. For this purpose, the Company considers the historical profitability and the expectation of future taxable profits for a period no longer than ten years. Annually, management conducts a technical feasibility study and submits it for the Board of Directors' approval, which presents the estimated taxable profits to serve as a basis for the tax assets recorded.

9. Private debentures

(All amounts in thousands of reais unless otherwise stated)

On April 30, 2012, the subsidiary ALL Malha Norte S.A. issued two series of 10,000 subordinated debentures not convertible into book-entry shares at a unit value of R$ 20 for the first series and R$ 10 for the second series, amounting to R$ 300,000.

On August 28, 2013, ALL Malha Norte, based on contractual predictability, requested the debenture holders of the Series 1, ALL Holding, the prepayment of the respective series, by the value "on the curve". ALL Holding agreed to the request, and therefore, the 1st Series of the seventh issue of ALL Malha Norte was settled.

Debenture balances are recorded by the Company as follows:

Malha Norte						**Long-term receivables**	
Series	**Date of issue**	**Amount**	**Final maturity**	**Annual remuneration**	**Effective rate**	**9/30/2013**	**12/31/2012**
Private debentures - Holding	4/30/2012	200,000	5/2/2016	CDI + 1.70%	8.98%	-	212,519
Private debentures - Malha Oeste	4/30/2012	100,000	5/2/2016	CDI + 1.70%	8.98%	113,654	106,259

The debenture balances are eliminated on the consolidated balance sheet of the Company.

(All amounts in thousands of reais unless otherwise stated)

10. Investments

a) Interest in subsidiaries and associates

														Interest %			
		Changes												Total		Voting	
	12/31/2012	Equity in the results of investees	Capital increase/ decrease	Merger	Reductions	Transactions with non-controlling interests	Adjustments	Gain/loss on investment	Dividends	Foreign exchange variations - profit or loss	Results from discontinued operations	Foreign exchange variations - equity	9/30/2013	9/30/2013	12/31/2012	9/30/2013	12/31/2012
ALL Malha Sul	565,488	(1,863)	400,000	8,654	-	-	18,997	-	-	-	-	-	981,276	100.00%	100.00%	100.00%	100.00%
ALL Intermodal	184,687	3,764	-	-	-	-	-	-	-	-	-	-	188,451	100.00%	100.00%	100.00%	100.00%
ALL Overseas	4,345	397	(4,705)	-	-	-	-	-	-	-	-	-	37	100.00%	100.00%	100.00%	100.00%
ALL Serviços	100	15,671	-	-	-	-	-	-	-	-	-	-	15,771	99.99%	99.99%	99.99%	99.99%
ALL Equipamentos	25,162	62	(24,939)	-	-	-	-	2	-	-	-	-	287	99.99%	99.99%	99.99%	99.99%
ALL Malha Paulista	466,817	178,172	220,000	-	-	-	8	-	-	-	-	-	864,997	100.00%	100.00%	100.00%	100.00%
ALL Malha Norte	1,502,966	290,854	-	-	-	-	193	-	-	-	-	-	1,794,013	99.24%	99.24%	99.90%	99.90%
Boswels	12,981	20	-	-	-	-	-	-	-	-	-	-	13,001	100.00%	100.00%	100.00%	100.00%
ALL - Sisa	146,956	-	39,460	-	-	-	-	-	-	10,531	(108,257)	(3,749)	84,941	99.99%	99.99%	99.99%	99.99%
Araucária Rail Technology	325	-	-	-	(325)	-	-	-	-	-	-	-	-	51.00%	51.00%	0.00%	51.00%
Santa Fé Vagões	8,654	-	-	(8,654)	-	-	-	-	-	-	-	-	-	100.00%	100.00%	100.00%	100.00%
ALL Malha Oeste	14,116	(24,876)	-	-	-	-	(3)	-	-	-	-	-	(10,763)	100.00%	100.00%	100.00%	100.00%
Rail Management	218	305	-	-	-	-	-	-	-	-	-	-	523	50.01%	50.01%	50.01%	50.01%
Brado Holding	82,493	10,234	-	-	-	221,333	-	-	12,693	-	-	-	326,754	100.00%	100.00%	100.00%	100.00%
Vetria Mineração S.A	1,997,184	3,902	-	-	-	5,037	(65,233)	-	-	-	-	-	1,940,890	50.38%	50.38%	50.38%	50.38%
ALL Argentina	429	-	-	-	-	-	-	-	-	-	(72,434)	136	(71,869)	90.96%	90.96%	90.96%	90.96%
ALL Paranaguá	-	(789)	1,159	-	-	-	-	-	-	48	-	(55)	352	99.83%	0.00%	99.83%	0.00%
ALL Participações	(10,689)	(7,191)	-	-	-	-	787	1	-	-	-	(15)	(17,097)	100.00%	100.00%	100.00%	100.00%
	5,002,232	**468,662**	**630,975**	**-**	**(325)**	**226,370**	**(45,251)**	**3**	**12,693**	**10,579**	**(180,691)**	**(3,683)**	**6,121,563**				

(All amounts in thousands of reais unless otherwise stated)

						Parent			
		Subsidiaries/associates		Equity in the results of investees		Investment value		Goodwill	
		Equity	Profit/loss for the period	9/30/2013	9/30/2012	9/30/2013	12/31/2012	9/30/2013	12/31/2012
Direct subsidiaries									
ALL Malha Sul		991,276	(1,863)	(1,863)	(57,008)	991,276	565,488	-	-
ALL Intermodal		188,451	3,764	3,764	(5,600)	188,451	184,687	-	-
ALL Overseas		37	397	397	329	37	4,345	-	-
ALL Serviços		15,772	15,672	15,671	13,922	15,771	100	-	-
ALL Equipamentos		287	62	62	(112)	287	25,162	-	-
ALL Malha Paulista		864,997	178,173	178,172	169,196	864,997	466,817	297,165	311,423
ALL Argentina		-	-	-	-	-	429	-	-
ALL Malha Norte		1,807,752	293,081	290,854	277,448	1,794,013	1,502,966	1,958,404	1,980,638
Boswels		13,001	20	20	716	13,001	12,981	-	-
ALL - Sisa	(iii)	-	-	-	-	84,941	146,956	-	-
Araucária Rail Technology	(i)	-	-	-	538	-	325	-	-
Santa Fé Vagões	(ii)	-	-	-	(1,242)	-	8,654	-	150
ALL Malha Oeste		-	-	-	(44,956)	-	14,116	98,420	103,956
Rail Management		1,046	610	305	537	523	218	-	-
Brado Holding		326,753	10,234	10,235	9,348	326,754	82,493	-	-
Paranagua S.A		336	(830)	(799)	-	336	-	-	-
Vétria Meneração S.A		3,803,150	7,746	3,901	-	1,916,027	1,997,184	-	-
				500,719	363,116	6,196,414	5,012,921	2,353,990	2,396,167

The Company records the goodwill paid for expected future profitability in the Investments subgroup, and as intangible assets in the consolidated balance sheet, as detailed in Note 11.

(i) Araucária Rail Technology was disposed of on March 12, 2013. ALL no longer holds any interest in this company.

(ii) Santa Fé Vagões was merged on April 12, 2013 by ALL Malha Sul.

(iii) Due to the termination of the concession agreement, the operations of Sisa started to be recognized as discontinued.

During 2012 and 2013, the following changes in capital were approved:

ALL Malha Sul: At the Board of Directors' meeting held on February 28, 2012, the Board members approved a capital increase by private subscription of shares, in the amount of R$ 150,000, through the issue of 117,849,451,920 new common shares and 179,295,506,203 new preferred shares at the price of R$ 0.0005048 per share, pursuant to Article 170, paragraph 1, item II of Law 6,404/76, based on the net book value per share. Accordingly, the capital was increased from R$ 696,615 to R$ 846,615, represented by 599,037,926,297 shares, of which 237,581,992,773 are common shares and 361,455,933,524 are preferred shares.

At the Board of Directors' meeting held on May 25, 2012, the Board members approved a capital increase by private subscription of shares, in the amount of R$ 250,000, through the issue of 207,504,802,238 new common shares and 315,696,661,721 new preferred shares at the price of R$ 0.00047783 per share, pursuant to Article 170, paragraph 1, item II of Law 6,404/76 and subsequent amendments, based on the net book value per share. Accordingly, the capital was increased from R$ 846,615 to R$ 1,096,615, represented by 1,122,239,390,256 shares, of which 445,086,795,011 are common shares and 677,152,595,245 are preferred shares.

At the Extraordinary General Meeting held on April 12, 2013, the stockholders approved the merger of Santa Fé Vagões S.A, under the terms of Article 227 of Law 6,404/76, with the transfer of all the net assets of Santa Fé. As a result of the merger, the capital of ALL Malha Sul would increase by R$ 8,654, through the issue of 8,453,865,470 common shares and 12,861,664,303 preferred shares, all book-entry and with no par value, at unit price of R$ 0.000406 per share. Accordingly, the capital was increased from R$ 1,096,615 to R$ 1,105,269, represented by 1,143,554,920,029 shares, of which 453,540,660,481 are common shares and 690,014,259,549 are preferred shares.

At the Board of Directors' meeting held on August 14, 2013, the Board members approved a capital increase by private subscription of shares, in the amount of R$ 54,229, through the issue of 43,673,265,416 new common shares and 66,444,265,143 preferred shares at the price of R$ 0.00049246277 per share. Accordingly, capital was increased to R$ 1,159,498, represented by 1,253,672,450,588 shares, of which 497,213,925,897 are common shares and 756,458,524,694 are preferred shares.

At the Board of Directors' meeting held on August 14, 2013, the Board members approved a capital increase by private subscription of shares, in the amount of R$ 55,629, through the issue of 51,115,117,641 new common shares and 77,766,258,075 preferred shares at the price of R$ 0.00043162591 per share. Accordingly, capital was increased to R$ 1,215,127, represented by 1,382,553,826,304 shares, of which 548,329,043,538 are common shares and 834,224,782,766 are preferred shares.

At the Board of Directors' meeting held on August 14, 2013, the Board members approved a capital increase by private subscription of shares, in the amount of R$ 150,000, through the issue of 154,938,066,189 new common shares and 237,721,919,405 preferred shares at the price of R$ 0.00038396561 per share. Accordingly, capital was increased to R$ 1,365,127, represented by 1,773,213,811,898 shares, of which 703,267,109,727 are common shares and 1,069,946,702,171 are preferred shares.

At the Board of Directors' meeting held on September 2, 2013, the Board members approved a capital increase by private subscription of shares, in the amount of R$ 250,000, through the issue of 249,605,672,249 new common shares and 379,749,693,165 preferred shares at the price of R$ 0.000397233249 per share. Accordingly, capital was increased to R$ 1,615,127, represented by 2,402,568,177,312 shares, of which 952,872,781,976 are common shares and 1,449,695,395,336 are preferred shares.

ALL Malha Norte: At the Board of Directors' meeting held on November 16, 2012, the Board members approved a capital increase in the subsidiary by private subscription of shares, in the amount of R$ 194,153, through the issue of 57,783,666 class "A" preferred shares at the issue price of R$ 3.36 per share, pursuant to Article 170, paragraph 1, item II of Law 6,404/76 and its subsequent amendments, based on the net book value per share. Accordingly, the capital was increased from R$ 1,171,454 to R$ 1,365,607, represented by 765,326,706 shares, of which 690,816,080 are common shares, 69,380,885 are Class "A" preferred shares and 5,129,741 are Class "B" preferred shares.

ALL Malha Paulista: At the Board of Directors' meeting held on April 29, 2013, the Board members approved a capital increase by private subscription of shares, in the amount of R$ 220,000, through the issue of 779,153,583 new common shares and 1,440,747,917 new preferred shares at the price of R$ 0.099103 per share, pursuant to Article 170, paragraph 1, item II of Law 6,404/76, based on the net book value per share. Accordingly, the capital was increased from R$ 1,488,237 to R$ 1,708,237, represented by 6,825,424,177 shares, of which 2,395,625,978 are common shares, and 4,429,798,199 are preferred shares, all of which are book-entry shares with no par value.

Acquisition of the investment in Vetria Mineração S.A.

On December 3, 2012, the Company, Triunfo Participações e Investimentos S.A. ("Triunfo") and the stockholders of Vetorial Participações S.A. ("Vetorial") signed an agreement to form a strategic alliance, through a Brazilian corporation named Vetria Mineração S.A. ("Vetria"), to implement an integrated mine-railroad-port system.

Vetria carries out activities of exploration, processing, transport, sale and export of iron ore through (i) a private port to be built in Santos, State of São Paulo, (ii) railroad freight capacity guaranteed by a freight service contract signed with ALL, and (iii) a mine owned and located in the Maciço de Urucum, in the region of Corumbá, State of Mato Grosso do Sul.

The following paragraphs describe the nature of the assets subscribed by Triunfo and Vetorial for the incorporation of Vetria:

- Santa Rita, a wholly-owned subsidiary of Triunfo, which held the full ownership of TPB, changed its corporate name to Vetria (after the transaction). TPB was a limited liability partnership which had a sole asset - land with licenses to construct a port in the region of Santos/SP.

- Vetorial held the full ownership of Vetorial Mineração (the "Mining Company"), which was the owner of the operating iron ore mine.

The formation of Vetria was carried out through the following transactions:

(a) On the closing date of the Association, December 3, 2012, Triunfo sold 80% of the capital of Vetria to ALL for approximately R$ 80 million, payable in installments.

(b) On the closing date, Vetorial sold 100% of the quotas of the Mining Company to Vetria for approximately R$ 6 billion (the Free On Board mine value was determined by an independent appraiser). Simultaneously, Vetria assumed the obligation to pay royalties of R$ 6 billion for the exploration of the iron ore, payable as the mine is depleted.

(c) ALL and Triunfo authorized Vetorial to convert some R$ 3.4 billion of the royalties receivable into an investment in Vetria, resulting in a dilution of the investment of ALL from 80% to 55.38%, and that of Triunfo from 20% to 10.79%, with Vetorial holding the remaining 33.83%.

(d) Finally, ALL exchanged 5% of its investment in Vetria to offset the R$ 80 million payable to Triunfo, as reported in (a) above. Accordingly ALL, Vetorial and Triunfo held investments of 50.38%, 33.83% and 15.79%, respectively, in Vetria at December 31, 2012. ALL's interest of 50.38% in Vetria was established contractually in the Association Agreement, one of the documents supporting the formation of Vetria, and reflects the contribution of ALL to the venture, represented by the feasibility of the iron ore logistics system.
Vetria's bylaws and Stockholders' Agreement establish the constitution of a controlling group, whereby the decisions relating to operating policies and financial strategy are taken jointly by representatives of all of the investing stockholders.

As a result of these events, ALL has recorded the interest received as an investment, equivalent to 50.38% of the capital of Vetria (R$ 1,997,183 at December 31, 2012), with a counter-entry to deferred income, which will be appropriated to profit or loss proportionately to the iron ore depletion, which is the main asset underlying the equity variations of Vetria. This appropriation will commence upon the completion of the investments necessary for the projected volume flow of more than 27 million metric tons of iron ore per year to be achieved.

The Association Agreement provides mechanisms for adjusting the investment of each stockholder in the capital of Vetria in the event of significant changes in the conditions established in the agreement, such as new investments or additional mineral reserves.

The agreement also includes certain conditions that must be complied with by December 19, 2015 to confirm the continuity of the operations of Vetria. If these are not met, the agreement is considered void and its effects will revert to the status quo, that is, the situation existing at December 3, 2012. ALL, Vetorial, Triunfo and Vetria have structured a concrete business plan to meet these conditions.

The principal conditions are:

- Raising the necessary funds for investment, including equity
- Certification of the mineral reserves
- Obtaining the required environmental licenses from the government authorities
- Approval by the National Agency for Land Transport (ANTT) of the operating contracts between ALL and Vetria
- Obtaining authorization from the National Agency of Water Transport (ANTAQ) for the implementation of the port operation.

Increase capital at Brado Logística e Participações SA

On August 5, 2013, the subsidiary Brado Logística e Participações S.A had its shareholders equity increased to R$ 400,000 through a capital contribution of the new partner Fund for the Guarantee Fund for Length of Service (FI -

(All amounts in thousands of reais unless otherwise stated)

FGTS). The new partner now owns 22.22222% and the participation of the former shareholders were diluted proportionately. Thus, the Company now owns 62.22222%, compared to 80% previously held.

With the entry of a new partner, 2,857,143 new shares were issued at unit value of R$ 0.0099933, increasing the capital of Brado on R$ 28,552, with the remaining value contributed, R$ 371,448, recorded as goodwill regarding the issuance of shares. The expenses incurred for the issuance of new shares in the amount of R$ 9,683 were reported reducing the goodwill balance described above.

The shareholders of the FI-FGTS, and other BL shareholders, have the right to request the option's liquidity contract, which may replace the actions of Brado LP by a number of ALL shares. The shareholders of FI-FGTS, and the former shareholders, will have the right to request the agreement's liquidity option, in which they can change the quantity of shares from Brado LP by a quantity of shares from ALL, considering the calculation of the exchange ratio of the economic value of Brado shares in face of the value of ALL shares, at the time of the exercise of the option.

Creation of Paranaguá S.A.

On July 23, 2013, the Company and its subsidiary ALL Participações, constituted the Paranaguá SA, with headquarters in Buenos Aires, Argentina. The company has engaged in the business management and services related to property management, debt guarantees, capital and companies in general.

b) Subsidiaries with net capital deficiency

For those subsidiaries with net capital deficiency, a provision was established and recorded in non-current liabilities in the balance sheet. Such provision was computed as follows:

		Subsidiaries		Parent			
		Net capital deficiency	Profit/loss for the period	Changes in the provision for net capital deficiency for the period		Provision for net capital deficiency	
				9/30/2013	9/30/2012	9/30/2013	12/31/2012
Direct subsidiaries							
ALL Participações		(17,084)	(7,180)	(7,180)	(3,118)	17,080	10,689
ALL Argentina	(i)	(71,869)	(72,434)	-	-	71,869	-
ALL Malha Oeste		(10,763)	(24,876)	(24,876)	-	10,763	-
				(32,056)	(3,118)	99,712	10,689

(i) As presented in Note 29, ALL Argentina terminated the concession contracts for the provision of transportation services of its subsidiaries, discontinuing their operations from the date of termination of the contract.

Investments in the consolidated balance sheet

Stated on the equity method of accounting	Investment carrying amount	
	9/30/2013	12/31/2012
Associates		
Rhall Terminais	3,181	2,956
TGG	13,334	10,231
Terminal XXXIX	16,326	-
Jointly-controlled subsidiary		
Vetria Mineração S.A	1,916,027	1,997,183
	1,948,868	2,010,370

11. Intangible assets - consolidated

		9/30/2013			12/31/2012	Average annual amortization rates
		Cost	Accumulated amortization	Net	Net	%
Goodwill on the acquisition of investments	(i)					
ALL Malha Oeste		125,277	(26,857)	98,420	103,955	5.10%
ALL Malha Paulista		350,904	(53,738)	297,166	311,423	4.76%

(All amounts in thousands of reais unless otherwise stated)

ALL Malha Norte		2,055,057	(96,652)	1,958,405	1,980,638	1.44%
Santa Fé		462	(462)	-	150	10.00%
		2,531,700	(177,709)	2,353,991	2,396,166	
Concession agreements	(ii)					
ALL Malha Oeste		3,118	(1,804)	1,314	1,392	3.33%
ALL Malha Paulista		12,252	(8,252)	4,000	4,197	3.33%
ALL Malha Sul		10,830	(6,013)	4,817	5,086	3.33%
		26,200	(16,069)	10,131	10,675	
Other		113,188	(51,707)	61,481	57,705	13.23%
		2,671,088	(245,485)	2,425,603	2,464,546	

Goodwill, representing concession rights, is recorded in the investments of the parent company and classified as an intangible asset in the consolidated financial information.

(i) The goodwill on the acquisition of investments, representing concession rights, is based on the expected future profitability, and is amortized using the realization curve over the life of the concessions, since this asset has a finite useful life.

(ii) Refers to the concession agreements of subsidiaries ALL Malha Oeste, ALL Malha Paulista and ALL Malha Sul, amortized over the agreement term since this asset has a finite useful life.

	At 12/31/2012			Changes up to 9/30/2013				At 9/30/2013		
	Gross cost	Accumulated amortization	Net	Additions	Changes that do not affect cash	Write-offs	Amortization	Gross cost	Accumulated amortization	Net
Goodwill on the acquisition of investments	2,531,700	(135,534)	2,396,166	-	-	-	(42,175)	2,531,700	(177,709)	2,353,991
Concession agreements	26,200	(15,525)	10,675	-	-	-	(544)	26,200	(16,069)	10,131
Other	105,297	(47,592)	57,705	7,897	-	(6)	(4,115)	113,188	(51,707)	61,481
	2,663,197	**(198,651)**	**2,464,546**	**7,897**	**-**	**(6)**	**(46,834)**	**2,671,088**	**(245,485)**	**2,425,603**

Goodwill/concession rights impairment testing

Goodwill paid in business combinations was allocated to two groups of Cash Generating Units (CGUs) for annual impairment testing purposes, as follows:

Malha Norte

The recoverable value of the CGU Malha Norte (comprising ALL Malha Norte, ALL Malha Paulista and ALL Malha Oeste) was determined in December 2012, by calculating the value in use from cash projections based on financial budgets approved by senior management for a five-year period and extended for the same period. The pre-tax discount rate applied to the cash flow projections is 12.2% p.a. and cash flow exceeding a ten-year period is estimated at a growth rate of 1.0%, which management considers to be conservative in terms of the growth projected for Brazil. As a result of this analysis, management identified no need to set up a provision for impairment for this CGU group, to which goodwill amounting to R$ 2,353,991 (R$ 2,396,016 at December 31, 2012) is allocated.

(All amounts in thousands of reais unless otherwise stated)

12. Property and equipment - consolidated

	9/30/2013			12/31/2012	
	Cost	Accumulated depreciation	Net	Net	Average annual depreciation rates %
Leasehold improvements					
Locomotives	1,179,959	(311,957)	868,002	817,408	4.00%
Wagons	674,834	(160,574)	514,260	596,550	3.33%
Track	3,564,876	(589,123)	2,975,753	2,026,957	4.42%
Other	247,414	(137,215)	110,199	140,273	5.34%
	5,667,083	(1,198,869)	4,468,214	3,581,188	
Own property and equipment in use					
Locomotives	192,744	(68,298)	124,446	268,288	4.00%
Wagons	229,687	(54,807)	174,880	272,278	3.33%
Track	1,235,380	(170,837)	1,064,543	1,078,174	1.48%
Warehouses	14,038	-	14,038	5,822	
Land	41,876	-	41,876	36,653	
Buildings	100,479	(35,556)	64,923	61,205	5.20%
Furniture and fittings	16,574	(13,097)	3,477	3,014	10.00%
Road vehicles	75,746	(19,143)	56,603	60,620	14.54%
Data processing equipment	108,378	(84,451)	23,927	27,628	19.71%
Telecommunications and signaling equipment	69,429	(37,471)	31,958	25,670	9.70%
Equipment for track and railroad transportation maintenance	100,497	(71,125)	29,372	37,711	9.94%
Aircraft	12,622	(1,263)	11,359	9,154	10.00%
Machinery and equipment	81,972	(39,366)	42,606	39,391	10.00%
Other	104,793	(31,573)	73,220	135,680	10.00%
	2,384,215	(626,987)	1,757,228	2,061,288	
Leases					
Locomotives	672,079	(132,404)	539,675	497,932	9.80%
Wagons	1,198,672	(428,155)	770,517	702,089	10.21%
Civil construction	17,300	(7,077)	10,223	12,956	9.09%
Equipment	17,286	(7,727)	9,559	10,858	10.00%
	1,905,337	(575,363)	1,329,974	1,223,835	
Construction in progress					
Locomotives	40,123	-	40,123	39,034	
Wagons	114	-	114	62,892	
Track	791,176	-	791,176	903,280	
Other	59,713	-	59,713	95,020	
	891,126	-	891,126	1,100,226	
	10,847,761	(2,401,219)	8,446,542	7,966,537	

(All amounts in thousands of reais unless otherwise stated)

Summary of changes in property and equipment:

	At 12/31/2012			Changes up to 9/30/2013					At 9/30/2013		
Classes of property and equipment	**Cost**	**Accumulated depreciation**	**Net**	**Additions**	**Changes that do not affect cash**	**Disposals**	**Transfers**	**Net depreciation**	**Accumulated cost**	**Accumulated depreciation**	**Net**
Locomotives	1,544,085	(458,389)	1,085,696	48,210	(256,041)	(193,755)	230,204	78,134	1,372,703	(380,255)	992,448
Wagons	1,183,191	(314,363)	868,828	171,800	(255,451)	(276,782)	81,763	98,982	904,521	(215,381)	689,140
Track	3,759,080	(653,949)	3,105,131	2,096	(5,407)	(2,163)	1,046,650	(106,011)	4,800,256	(759,960)	4.040,296
Leases	1,686,545	(462,710)	1,223,835	-	218,793	-	-	(112,654)	1,905,338	(575,364)	1,329,974
Construction in progress	1,100,226	-	1,100,226	943,169	310,851	(30,149)	(1,432,971)	-	891,126	-	891,126
Other	1,053,474	(470,653)	582,821	197,197	(189,896)	(161,312)	74,354	394	973,817	(470,259)	503,558
TOTAL	**10,326,601**	**(2,360,064)**	**7,966,537**	**1,362,472**	**(177,151)**	**(664,161)**	**-**	**(41,155)**	**10,847,761**	**(2,401,219)**	**8,446,542**

In the period ended September 30, 2013, R$218,502 were capitalized in the construction in progress accounts (R$87,633 on September 30, 2012) related to borrowing costs assigned to the construction of these assets.

The Company's main ongoing projects are the extension of the railway of ALL Malha Norte S.A., the Rondonópolis project, capitalized until September 2013, and the duplication of the Campinas-Santos stretch of the railway, in which was accounted R$165,252 during the period ended September 30, 2013 (R$22,134 on September 30, 2012).

The interests on construction in progress do not affect the Company's cash balance, and the borrowings costs allocated to the fixed assets corresponds to 20% p.y. over the construction in progress amount.

Leases and construction in progress

The carrying amount of property and equipment held under finance lease agreements at September 30, 2013 was R$ 1,905,338 (R$ 1,686,545 in December 2012). As detailed in Note 16.1, finance lease agreements are classified as property and equipment and depreciated consistently with the criteria applicable to other property and equipment items.

(All amounts in thousands of reais unless otherwise stated)

13. Borrowings

	Annual charges	Effective rate	Maturity	9/30/2013	12/31/2012
Parent					
In local currency					
Commercial banks	107.5% of the CDI	8.12%	July 2015	135,511	206,609
Investments - BNDES	TJLP +1.8%	6.80%	Quarterly/monthly up to June 2017	36,218	43,484
In local currency					
Swap transactions				(12,415)	(17,320)
Total parent company				**159,314**	**232,773**
Current portion				77,069	84,268
Long-term portion				82,245	148,505
Subsidiaries					
In local currency					
ALL Malha Sul				**1,515,894**	**1,649,680**
	CDI + 1.25%	8.91%	September 2015	337,818	328,858
	CDI + 1.23%	8.89%	October 2014	141,253	132,409
BNDES (investments)	TJLP + 1.4%	6.40%	Quarterly up to July 2022	695,591	565,679
	TJLP + 2.5%	7.50%	Quarterly/monthly up to June 2017	161,673	188,471
	TJLP + 1.5%	6.50%	Quarterly/monthly up to June 2022	-	6,647
	TJLP + 1.8%	6.80%	Quarterly/monthly up to June 2017	79,557	95,486
BNDES (FINAME)	TJLP + 3.75%	8.75%	January 2017	664	814
NCC	105.9% of the CDI	8.03%	July 2015	21,845	33,331
	107.0% of the CDI	8.12%	March 2013	-	203,526
NCE	11.77% Fixed BRL	11.77%	June 2013	-	92,489
	108.00% of the CDI	8.20%	June 2014	72,014	-
FINIMP	122.30% of the CDI	9.33%	April 2013	-	1,970
	2.20 Fixed USD	2.20%	October 2013	5,479	-
Ritmo				**21,553**	**15,229**
Commercial banks	CDI + 2.30%	10.04%	Monthly up to November 2017	-	410
BNDES (FINAME)	2.50% Fixed BRL	2.50%	Monthly up to March 2017	21,553	14,819
ALL Malha Paulista				**443,445**	**413,611**
Investments - BNDES	TJLP + 1.4% p.a.	6.40%	Quarterly/monthly up to June 2022	373,974	330,881
	TJLP + 1.5%	6.50%	Quarterly/monthly up to October 2022	-	4,190
	TJLP + 2.5%	7.50%	Quarterly/monthly up to October 2017	69,471	78,540
ALL Malha Norte				**1,039,044**	**807,939**
Investments - BNDES	TJLP + 1.5%	6.50%	Quarterly/monthly up to September 2016	162,352	243,691
	TJLP + 3%	8.00%	Quarterly/monthly up to January 2016	73,398	97,007
	TJLP + 2.71%	7.71%	Quarterly/monthly up to June 2029	483,289	386,779
	TJLP +1.4%	6.40%	Quarterly/monthly up to June 2022	121,482	79,416
BNDES (FINAME)	Fixed rate - 2.50%	2.50%	Quarterly/monthly up to January 2023	87,994	-
NCE	URTJLP + 5.95%	10.95%	July 2015	101,982	-
FINIMP	3.10% fixed rate USD	3.10%	March 2014	6,568	1,046
	109% of the CDI	8.28%	October 2013	1,979	-
ALL Malha Oeste				**86,510**	**78,146**
Investments - BNDES	TJLP + 1.4%	6.40%	Quarterly/monthly up to June 2022	86,510	78,146
Brado				**141,340**	**81,906**

(All amounts in thousands of reais unless otherwise stated)

	Annual charges	Effective rate	Maturity	9/30/2013	12/31/2012
Commercial banks (terminal)	Pré 9.60%	9.60%	Up to June 2016	11,708	14,909
BNDES (FINAME)	TJLP + 1.5%	6.50%	Up to July 2023	102,070	39,301
NCE/NP	CDI + 1.39%	9.07%	Up to June 2014	17,232	16,020
Investments - BNDES	TJLP + 3.85%	8.85%	Up to July 2022	10,330	11,676
				3,247,786	**3,046,511**
Foreign currency (in US$, with swap to CDI)					
				9/30/2013	**12/31/2012**
ALL Malha Sul					
Swap transactions				(63)	8
ALL Malha Norte					
Swap transactions				(685)	4
ALL Malha Paulista					
Swap transactions				(2,870)	-
				(3,618)	**12**
In local currency					
ALL Malha Sul					
Swap transactions				20,481	27,204
ALL Malha Oeste					
Swap transactions				-	5,109
				20,481	**32,313**
ALL Malha Sul					
Currency forward contract			February 2014	(2,114)	-
ALL Malha Norte					
Currency forward contract			February 2014	(764)	-
				(2,878)	**-**
Foreign currency (in Argentine pesos - P$)					
Comercial bank	16.00%	16.00	March 2013	-	191
Total subsidiaries				**3,261,771**	**3,079,027**
Total consolidated				**3,421,085**	**3,311,800**
Current portion				681,690	870,738
Long-term portion				2,739,395	2,441,062

Breakdown of long-term liabilities by maturity year:

	9/30/2013	12/31/2012
2014	383,789	203,676
2015	646,684	682,867
2016	327,211	458,425
2017	267,631	212,520
From 2018	1,114,080	883,574
Total	**2,739,395**	**2,441,062**

Acronyms:

BNDES - National Bank for Economic and Social Development
CDI - Interbank Deposit Certificate
FINAME - Government Agency for Machinery and Equipment Financing
TJLP - Long-term Interest Rate
CCB - Bank Credit Note
NCE - Export Credit Note
NCC - Commercial Credit Note

(All amounts in thousands of reais unless otherwise stated)

CG - Working capital
IGP-M - General Market Price Index
FINIMP - Import Financing

Borrowings and debenture balances are stated net of initial transaction expenses.

Borrowing transactions are guaranteed by sureties granted by ALL Holding and its concessionaires, at the same agreed amounts and conditions, except for financed locomotives, wagons and trucks, for which the items themselves are pledged as guarantees.
Effective rates were calculated on an annual basis with reference to the average CDI rate of 7.57% for the year, TJLP of 5% for the year and IPCA of 6.50%.

Financing agreements with BNDES, for investment purposes, are guaranteed by bank surety, according to each agreement, at a cost of between 1.0% and 2.0% p.a. or real guarantees (assets) and escrow accounts.

When the Company obtains borrowing in a foreign currency, swap transactions are also contracted to hedge against Real vs. US Dollar currency risks.

Some agreements include covenants imposing financial limits on the Company. These limits are computed on a quarterly basis at the quarterly information issue date, using the consolidated results, and are currently being met.

The covenant regarding the Net Debt to EBITDA ratio is calculated based on consolidated net onerous indebtedness (borrowing and debentures, less cash and cash equivalents), divided by consolidated adjusted EBITDA accumulated for the past four quarters. The following amounts represent the covenant upper limits for the period:

Year	2012	2013	2014	2015	2016
Net consolidated debt/consolidated adjusted EBITDA	3.00	2.50	2.50	2.50	2.50

The covenant regarding the ratio of adjusted EBITDA to Finance Income/Costs is calculated based on the consolidated adjusted EBITDA accumulated for the past four quarters, divided by the Consolidated Finance Income/Costs. For finance income/cost computation purposes, this covenant only considers interest on debentures, borrowing and hedging transactions. The following amounts represent the covenant lower limits for the period:

Year	2012	2013	2014	2015	2016
Consolidated adjusted EBITDA/finance result	2.00	2.00	2.00	2.00	2.00

Loan agreement covenants and penalties:

Loan agreements are directly related to the financial limits established, for they affect net debt and finance income/costs, which are items included in the covenants.

As can be seen from the chart below, these covenants have been fulfilled by the Company:

	3Q12	4Q12	1Q13	2Q13	3Q13
Net debt/adjusted EBITDA	2.40	2.34	2.30	2.43	2.24
Consolidated adjusted EBITDA/finance result	3.01	3.07	3.22	3.37	3.43

The adjusted EBITDA is duly presented in the management report and reconciled in the "consolidated EBITDA reconciliation" document located in the "Economic and financial data" section of ALL on the website of the Brazilian Securities Commission (CVM) (www.cvm.gov.br), as determined in CVM Instruction 527 of October 4, 2012, which addresses the disclosure of EBITDA.

(All amounts in thousands of reais unless otherwise stated)

14. Debentures - consolidated

The debentures issued by the Company and its subsidiaries are as follows:

						9/30/2013		12/31/2012	
Series	Date	Amount	Final maturity	Annual remuneration	Effective rate	Current liabilities	Non-current liabilities	Current liabilities	Non-current liabilities
Parent									
5th issue	9/1/2005	200,000	9/1/2014	CDI + 2.40%	10.15%	11,250	-	24,099	21,549
6th issue	7/1/2006	700,000	7/1/2014	CDI + 2.40%	10.15%	58,025	-	72,159	66,409
8th issue - 1st	4/15/2011	539,160	4/15/2016	CDI + 1.65%	9.34%	11,207	301,295	11,561	537,443
8th issue - 2nd	4/15/2011	270,840	4/16/2018	IPCA + 8.4%	15.00%	20,741	535,175	17,108	295,339
9th issue - 1st	8/22/2011	145,769	7/15/2016	CDI + 1.65%	9.34%	1,977	141,151	10,373	141,680
9th issue - 2nd	8/22/2011	219,150	7/15/2016	CDI + 1.65%	9.34%	3,024	212,765	7,688	213,029
10th issue	10/1/2012	750,000	10/2/2017	CDI + 1.30%	8.97%	33,318	746,677	1,755	745,993
						139,542	1,937,063	144,743	2,021,442
Direct subsidiaries									
ALL Malha Sul									
3rd issue	9/8/2008	166,666	7/31/2018	108% of CDI	8.20%	3,067	169,438	8,347	189,324
						3,067	169,438	8,347	189,324
ALL Malha Norte									
1st issue	7/1/1997	100,000	6/30/2016	TJLP + 1.5%	6.50%	64,243	62,245	68,780	124,491
6th issue	9/8/2008	166,666	7/31/2018	108% of the CDI	8.20%	1,955	164,508	4,748	164,086
8th issue	10/18/2012	160,000	10/19/2020	10.10% Fixed BRL	10.10%	6,385	180,124	2,568	153,949
Debentures	7/1/1997	100,000	6/30/2016	% BRL		20,880	58,505	20,673	66,808
						93,463	465,382	96,769	509,334
ALL Malha Paulista									
1st issue	9/10/2008	166,666	7/31/2018	108% of the CDI	8.20%	1,955	164,508	6,309	164,086
						1,955	164,508	6,309	164,086
Consolidated						238,027	2,736,391	256,168	2,884,186

Breakdown of long-term liabilities by year of maturity:

	Consolidated	
	9/30/2013	12/31/2012
2014	19,173	181,861
2015	522,616	521,215
2016	652,971	645,196
2017	1,065,027	1,062,185
From 2018	476,604	473,729
Total	**2,736,391**	**2,884,186**

Rescheduling, covenants and guarantee clauses:

There is no re-pricing scheduled for any of the issues.

The covenants for the issues include the financial limits detailed in Note 13 "Borrowing" and relate to the Company's consolidated profit or loss. Failure to comply with any of these limits may automatically trigger early maturity.

Some issues of the Company and its subsidiaries have guarantees provided by related parties, as detailed in Note 18 "Related-party transactions".

On May 31, 2013, the Company, through a Notice to debenture holders, promoted deals for the optional acquisition of debentures of the fifth and sixth issues, which was valid up to August 30. Accordingly, the balance falling due in the long term for these issues was considered short-term, however with all "waivers" obtained from the debenture holders, the debt follows until maturity unchanged.

Beyond these emissions, "waivers" of the debentures of the FI - FGTS, eigth and ninth issue were obtained, which could have an anticipated maturity as a result of the unlikely decree of the anticipated maturity of the fifth and sixth issue, as the Company had previously offered to repurchase these.

(All amounts in thousands of reais unless otherwise stated)

15. Leases - consolidated

15.1 Finance leases

The Company and its subsidiaries have lease agreements, particularly for wagons and locomotives which, in management's opinion, qualify as finance leases.

The Company and its subsidiaries include in their property and equipment those rights related to the assets used in their business activities, or exercised for that purpose. These include rights arising from transactions transferring benefits, risks and control over these asset items to the Company, irrespective of the ownership thereof.

Financial charges incurred for the quarter were recorded as finance costs. There were no direct initial costs to be capitalized, nor were there any contingent payments and sub-leases related to the corresponding agreements.

Lease agreement related balances are as follows:

	9/30/2013		12/31/2012	
Assets	**Current liabilities**	**Non-current liabilities**	**Current liabilities**	**Non-current liabilities**
ALL Malha Sul				
Wagons	66,497	150,206	67,358	179,991
ALL Malha Norte				
Rolling stock	65,280	681,147	71,472	540,402
ALL Malha Paulista				
Rolling stock	197,475	535,189	46,238	602,483
Brado Logística				
Reach Stacker/IT equipment	1,851	5,994	1,023	8,551
	331,103	1,372,536	186,091	1,331,427

Minimum future lease payments, under the finance lease and lease commitments, as well as the present value of the minimum lease payments, are as follows:

	Total future payments - years		
Assets	**Up to 1**	**From 1 to 5**	**Over 5**
ALL Malha Sul			
Wagons	87,627	177,267	1,761
ALL Malha Norte			
Rolling stock	106,580	459,122	71,642
ALL Malha Paulista			
Rolling stock	195.012	673,524	3,059
Brado Logística			
Reach Stacker/IT equipment	7,845	-	-
	397,064	1,309,913	76,461

Lease agreements have various maturities, the last of which is in June 2022. Amounts are subject to annual adjustments based on the IGP-M, plus the TJLP or CDI. In order to state payments at their present value, an average CDI rate of 7.72% is used.

15.2 Rent incentive

The lease incentive refers to the funding of the duplication of the railway by ALL Malha Paulista. The monetary adjustment is established by the project´s internal return rate, over the outstanding balance in the liability account, until the maturity of the agreement in December 2028. As of September 30, 2013, the oustanding balance on the liability was R$ 182,809 (R$ 31,572 as of December 31, 2012).

(All amounts in thousands of reais unless otherwise stated)

The financial expenses related above, while the construction is in progress, are capitalized under fixed assets.

15.3 Operating leases

Operating leases

		Total future minimum payments		
Assets		**Up to 1 year**	**From 1 to 5 years**	**Over 5 years**
Vehicles	(i)	776		-
Software	(ii)	102	-	-
Properties	(iii)	210	-	-
Locomotives	(iv)	79,622	358,026	297,912
Wagons	(iv)	49,479	332,972	194,031
		130,189	690,998	491,943

The payments of installments of the operating leases (rental) are recognized as expenses on a straight-line basis over the life of the respective agreement. These agreements relate to leased vehicles, software and property. The Company and its subsidiaries have no sub-lease or contingent payment arrangements in connection with the agreements.

(i) Vehicle lease contracts are effective for two years (beginning on April 1, 2012) and may be renewed for the same period, if mutually agreed by the parties. Prices are adjusted annually by the IGP-M index, beginning in April 2013.

(ii) Software use agreements are effective for an indefinite period of time, and are subject to annual renewal and monetary restatement.

(iii) Property lease agreements are effective for one year. Prices are adjusted annually by the IGP-M index.

(iv) Agreements for locomotives and wagons used in the concessionaires are in force up to 2028. The amounts will be mostly remunerated at the Amplified Consumer Price Index (IPCA).

16. Leases and concessions - consolidated

The Company and its subsidiaries record their liabilities related to lease and concession agreements on a straight-line basis, in accordance with the effective terms of these liabilities. Non-current amounts refer to amounts which have not been paid due to discussions about agreement conditions and/or portions allocated during their grace period.

The balance of concessions payable is equivalent to the updated grant amount, net of payments made up to the balance sheet date.

(All amounts in thousands of reais unless otherwise stated)

	9/30/2013		12/31/2012	
	Current liabilities	Non-current liabilities	Current liabilities	Non-current liabilities
Leases				
ALL Malha Sul	14,029	30,233	13,558	32,326
ALL Argentina	26,284	-	25,401	-
ALL Malha Paulista	-	839,243	-	766,778
ALL Malha Oeste	-	638,730	-	583,997
Concessions				
ALL Malha Sul	3,639	20,992	3,500	20,744
ALL Malha Paulista	-	23,078	-	21,910
ALL Malha Oeste	-	43,652	-	40,548
	43,952	1,595,928	42,459	1,466,303

Lease and concession agreement conditions are as follows:

	Leases and concession agreements						
	Term in years	Agreement value	Amount paid in cash	Balance	Quarterly installments	Payment beginning	Financial cost
Leases							
ALL Malha Oeste	30	56,440	4,969	51,471	112	1/15/1998	IGP-DI + interest 12% p.a.
ALL Malha Paulista	30	230,160	52,793	177,367	112	12/15/2000	IGP-DI + interest 12% p.a.
ALL Malha Sul	30	202,112	82,032	120,080	112	1/15/1999	IGP-DI + interest 12% p.a.
Concessions							
ALL Malha Oeste	30	3,118	409	2,709	112	1/15/1998	IGP-DI + interest 12% p.a.
ALL Malha Paulista	30	12,252	2,917	9,335	112	12/15/2000	IGP-DI + interest 12% p.a.
ALL Malha Sul	30	10,830	4,510	6,320	112	1/15/1999	IGP-DI + interest 12% p.a.

ALL Malha Sul - Lease installments of the subsidiary ALL Malha Sul are allocated on a straight-line basis to liabilities and profit or loss, over the life of the corresponding agreements, plus IGP-DI variations and interest at agreed-upon rates. Installments for the grace period (1997 to 1999) are being paid, with corresponding monetary restatements, over the remaining concession agreement term.

ALL Malha Paulista - On August 29, 2005, ALL Malha Paulista was partially spun off to Ferrovia Centro Atlântica S.A. (FCA), and FCA assumed responsibility for 35.6% of the total concession and lease amounts.

In 2005, the subsidiary ALL Malha Paulista suspended lease payments to RFFSA, which was in liquidation. This was legally supported by a preliminary decision to make judicial deposits in the name of the Federal Government. Through a legal authorization obtained in 2007, these judicial deposits were released and the Company took out bank sureties to guarantee installment payments. For more information, see Note 17.

Considering that ALL Malha Norte needs the ALL Malha Paulista lines to continue its transportation business, starting in Mato Grosso and Mato Grosso do Sul States and ending in Santos (SP), ALL Malha Norte executed with ALL Malha Paulista, on January 10, 2006, a Private Instrument of Guarantee, whereby it made a judicial deposit in favor of ALL Malha Paulista amounting to R$ 113,582 at September 30, 2013 and R$ 113,529 at December 31, 2012.

In order to comply with the investment agreements with shareholders, entered into on May 5, 2005, ALL Malha Paulista's operations in the Bauru-Mairinque segment were transferred to ALL Malha Oeste from October 1, 2005, based on a Memorandum of Understanding dated September 23, 2005.

The National Agency for Land Transport (ANTT) approved this transfer through Resolution 1,010, published in the Federal Official Gazette on July 28, 2005.

ALL Malha Norte - On May 19, 1989, direct subsidiary ALL Malha Norte entered into a Concession Agreement with the Federal Government to establish a cargo railroad transportation system, including the construction, operation, use and maintenance of the railroad between Cuiabá (State of Mato Grosso) and: Uberaba/Uberlândia (State of Minas Gerais), b) Santa Fé do Sul (State of São Paulo), c) Porto Velho (State of Rondônia) and d) Santarém (State of Pará). This concession agreement shall remain effective for a 90-year period, and can be extended for the same period of time, and can also be granted up to ten years prior to the contract termination.

(All amounts in thousands of reais unless otherwise stated)

The agreement does not provide for payments in respect of the Concession. However, it sets forth certain responsibilities for the company, such as: a) not making a sub-concession, b) being subject to permanent inspection by the Federal Government, c) complying with the rules, technical specifications and standards of the Ministry of Transportation, and d) complying with all legal provisions applicable to concession services, particularly those related to environment preservation.

Concessions may be extinguished and, as a result, the Concession Agreement may be terminated due to: a) voluntary agreement between the parties, preceded by negotiations and financial adjustments payable by one party to the other, b) the end of the agreement's effective term, c) expropriation or redemption, in the public interest after the Concession, through appropriate indemnification, d) annulment of the Concession or agreement due to illegality, e) severe and continued infractions by one of the parties, which damage service quality and efficiency, and f) expropriation by the Federal Government of concession services or a Law that makes the agreement formally or materially impossible. In the event of expropriation, the indemnification to the stockholders will be calculated based on the fair value of concession-related net assets, computed at the time of expropriation.

ALL Malha Oeste - Due to a lawsuit, this direct subsidiary has suspended concession and lease payments. Quarterly installments are guaranteed by bank sureties as they fall due.

17. Refundable deposits, restricted amounts and provisions for contingencies

	Judicial deposits		Contingencies			
			Probable		Possible and remote	
	9/30/2013	12/31/2012	9/30/2013	12/31/2012	9/30/2013	12/31/2012
Labor						
In Brazil	197,075	190,994	91,767	111,339	855,322	806,087
Civil, regulatory and environmental						
In Brazil	128,748	128,341	38,358	38,636	913,495	543,446
In Argentina	-	-	13,047	9,459	-	-
Tax						
In Brazil	11,260	9,149	53,908	58,680	2,123,583	1,923,543
	337,083	328,484	197,080	218,114	3,892,400	3,273,076

	12/31/2012	Additions	Payments	Reversals	9/30/2013
Labor	111,339	40,106	(56,980)	(2,698)	91,767
Civil, regulatory and environmental	48,095	10,505	(7,195)	-	51,405
Tax	58,680	5,249	(716)	(9,305)	53,908
Total	218,114	55,860	(64,891)	(12,003)	197,080

The subsidiaries are parties to various lawsuits arising in the normal course of their business. The Company's management believes that the outcome of these lawsuits will not have an effect significantly different from the amounts of the relevant provision, which corresponds to the amounts at stake in lawsuits considered "probable losses".

a) Labor

The subsidiaries are parties to several labor claims, and at September 30, 2013, recorded a consolidated provision amounting to R$ 91,767 (R$ 111,339 at December 31, 2012), to cover claims for which an unfavorable outcome was considered probable. The decrease in the provision amount in comparison to the prior period is principally due to settlement agreements entered into by the Company.

Of all proceedings pending judgment, key claims refer to overtime, the recognition of non-stop work shifts, standby hours, salary differences, differences in FGTS 40% fines arising from understated inflation, risk premiums, health hazard allowances, allowances for relocation, differences in variable compensations, and others.

b) Civil, regulatory and environmental

Civil

The subsidiaries are parties to several civil disputes, mostly involving claims and actions for damages in general, such as: collisions in level crossings, rail accidents, traffic accidents, possessory actions in general, actions for enforcement of extrajudicial instruments and others. Based on the opinion of its legal advisors and on historical court decisions, management maintains provision for claims for which the likelihood of an unfavorable outcome is considered probable.

Regulatory

Among the more significant claims, both ALL Malha Paulista and ALL Malha Oeste are currently challenging in court the economic and financial imbalances of their lease and concession agreements.

In July 2000, ALL Malha Paulista filed a Declaratory Action with the 20th Rio de Janeiro Court of Justice challenging the economic and financial imbalance of the lease and concession agreements, due to the high levels of disbursement incurred by the Company for the payment of labor claims and related expenses, which should be the responsibility of RFFSA.

ALL Malha Paulista requested an expert inspection to determine the new appropriate value of the lease and concession installments, as well as a suspension of the payment of installments due and overdue for the effective period of the expert inspection. In July 2005, the injunction was granted. In September 2005, this injunction was reversed by the Rio de Janeiro Federal Regional Court. The proceeding is still pending judgment and is awaiting the final conclusion and presentation of the expert report. Management deposited the amounts related to the lease installments with the court until September 2007, when legal authorization to substitute bank surety letters for judicial deposits was obtained.

ALL Malha Oeste is making a claim for the reestablishment of the economic and financial balance lost due to the cancellation of the transportation contracts existing at the time of privatization. This claim is in progress at the 16th Rio de Janeiro Federal Court of Justice. The amount related to ALL Malha Oeste's overdue amounts was guaranteed through the acquisition of government bonds (Financial Treasury Bills - LFT), which were recorded in non-current assets. In March 2008, the Company obtained authorization to substitute bank surety letters for this guarantee and, in May 2008, this deposit was redeemed.

Concession agreement related liabilities are recorded under lease and concession agreements, as disclosed in Note 16.

Environmental

These amounts arise from violation notices served by the São Paulo State Basic Sanitation Technology and Environment Protection Agency (CETESB), the Brazilian Environmental Institute (IBAMA) and Local Environmental Departments, and are mostly due to soil and water contamination from product leakage, as well as non-compliance with conditions imposed by the operating license. In all cases, actions are being taken to reduce existing liabilities, as well as to remedy and prevent damage to the environment. The provision for the environmental area is recorded as a civil provision by the concessionaires.

c) Tax

Key tax-related discussions involve "Export ICMS" (Value-added Tax on Sales and Services (ICMS) on the transportation of goods to be exported), the differential of ICMS on interstate transportation, Social Integration Program (PIS)/Social Contribution on Revenues (COFINS) on mutual traffic operations, and Corporate Income Tax (IRPJ)/Social Contribution on Net Income (CSLL) on financial transactions carried out in Austria and Spain.

No provision was made for tax claims for which the likelihood of an unfavorable outcome has been deemed possible or remote. For those considered probable, a provision was set up amounting to R$ 42,120 (R$ 58,680 at December 30, 2012).

Export ICMS - The State Finance Departments issued tax assessments against ALL Malha Sul, the current value of which amounts to approximately R$ 79,732, due to the non-payment of ICMS related to railroad transportation services for goods for export, and the use of ICMS credits supposedly not authorized by legislation. In the second quarter of 2010, an initial favorable decision was awarded by the São Paulo Tax Court, in order to annul the payment of ICMS on export operations. In the fourth quarter of 2010, two of the discussions shifted from the administrative to the judicial level, with the filing of the Stay of Tax Proceedings that preceded the offer of a surety letter to serve as a guarantee for the court. The risk of loss of this lawsuit is considered possible.

ALL Malha Oeste was served a tax notice relating to the same matter, currently amounting to approximately R$ 31,474. All tax assessments are being challenged at the judicial level with surety letters to serve as guarantees for the courts. It is worth noting that the Higher Court of Justice (STJ) has already established that ICMS tax should not be levied on the transportation of goods to be exported, in light of the provisions in Article 155 of the Brazilian Federal Constitution, and in Article 3, item II, of Law 87/1996. The risk of loss on this lawsuit is considered by the Company's legal counsel as possible.

In June 2011, the State of Mato Grosso issued a tax assessment against ALL Malha Norte, originally amounting to R$ 120,687, referring to the transportation of goods to be exported, for the 2006 period. ALL Malha Norte challenged the claim, since it understands that these operations are not subject to ICMS on the transportation of goods for export, as set forth in Article 155 of the Brazilian Federal Constitution. In August 2011, ALL Malha Norte was informed of the first-level administrative decision, reducing the assessment to R$ 70,940. In the administrative appeal ALL Malha Norte obtained a partially favorable decision, which reduced the debt to R$ 30,421. Since the administrative proceedings were closed, the company filed a judicial order to proceed with the discussion of the amount under litigation. The risk of loss of this lawsuit is considered possible.

<u>ICMS - on property and equipment credits</u> - In April 2005, ALL Malha Sul was awarded a favorable decision at the Rio Grande do Sul State Court of Justice (TJ/RS) regarding a tax notice served by the Rio Grande do Sul State Department contesting the use of ICMS tax credits on the acquisition of assets and equipment intended for property and equipment renovation and refurbishment. Based on this decision, the State of Rio Grande do Sul filed an Extraordinary Appeal with the Federal Supreme Court (STF), which stated to be favorable in relation to the credits, and only determined the return of the claim so that the Court of Justice of the State of Rio Grande do Sul voices an opinion on the rate differential. In relation to the determination of the STF concerning the return of the judicial instruments to TJ/RS, ALL filed an appeal which is pending judgment. The tax assessments discussed in court amount to approximately R$ 21,924, of which ALL has already paid R$ 11,192 to the Rio Grande do Sul State public treasury, and has suspended payment of the remaining R$ 8,825 as a result of the aforementioned favorable decision of the Rio Grande do Sul Court of Justice, which has already been confirmed by the Higher Courts. In addition, Supplementary Law 87/96 authorized the full use of tax credits arising from the acquisition of fixed asset items. For this lawsuit, the likelihood of loss is considered possible.

<u>PIS/COFINS - Mutual traffic</u> - ALL Malha Paulista was served a tax assessment for the non-payment of PIS and COFINS regarding revenue from mutual traffic and right-of-way, and is challenging the restated amount of R$ 81,042 for the period 1999 to 2006 (cumulative PIS and COFINS). The company understands that the likelihood of an unfavorable outcome is remote, since the amounts challenged have already been paid upon shipment by the concessionaires in charge of transportation. Decisions awarded to date have already reduced the assessments by approximately R$ 43,000.

<u>IRPJ/CSLL, PIS and COFINS</u> - ALL Malha Sul was served a tax assessment amounting to R$ 620,383 (currently R$ 777,409) for the exclusion from the tax base of taxes from expenses with interest on investments made in Austria and Spain, and finance costs considered non-deductible. The tax authorities have also issued PIS and COFINS tax notices on swap transactions taken out for borrowing in foreign currency. The company understands that the likelihood of an unfavorable outcome is possible, since the investments were made in countries with which Brazil has an agreement determining the non-taxation of such operations, and PIS and COFINS taxation on hedging transactions was ruled out by Decree 5,442/2005. In March 2011, ALL Malha Sul became aware of the first-level administrative decision (Federal Revenue Regional Office), which reduced the tax assessment to R$ 466,701 (current amount). ALL Malha Sul filed a voluntary appeal with the Administrative Board of Federal Tax Appeals (CARF). In July, 2013 CARF overturned the lower court decision and ordered a new judgment. In September, 2013 the DRJ issued a new decision, reducing the assessment amount to R $ 304,288 (current value).

Municipal Real Estate Tax (IPTU) - ALL Malha Sul and ALL Malha Paulista have approximately R$ 6,705 relating to IPTU taxation on Federal Government-owned properties, which, due to the concessions granted, are held for the purpose of providing railroad transportation services. However, the Federal Constitution sets forth that no taxes are levied on Federal Government-owned properties and the companies have already been awarded several favorable decisions. For this lawsuit, the likelihood of loss is considered possible.

Services Tax (ISS) - Portofer was served 14 tax assessments currently amounting to approximately R$ 6,728. These were issued by the Santos City tax authorities, which disregarded the legal form of Portofer (a special purpose entity intended to apportion expenses among concessionaires), and served a tax notice to the company as though it were a local service provider. The company considers the likelihood of an unfavorable outcome to be remote, since the matter has already been awarded a favorable decision by the São Paulo Court of Justice, in similar cases in Guarujá, determining that the tax assessments should be annulled, since Portofer is a non-profit entity, and only apportions expenses.

IRPJ/CSLL - In November 2010, ALL Intermodal was served a tax assessment by the Brazilian Federal Revenue Secretariat originally amounting to R$ 63,988 regarding IRPJ and CSLL. These amounts relate to the disallowance of expenses of variable installments of property, equipment, machinery and vehicle lease agreements entered into by ALL Intermodal. These expenses were considered non-deductible and were disallowed by the Brazilian Internal Revenue Service. The company considers the risk of this tax assessment to be possible, since the asset lease agreements were necessary, usual and normal to ALL Intermodal's activities. ALL Intermodal showed spontaneous appeal to the Administrative Board of Federal Tax Appeals (CARF). In July, 2013 the CARF overturned the lower court decision and ordered a new judgment. In September, 2013 the DRJ issued a new decision, reducing the assessment amount to R$ 39,496 (current value).

Social security contributions - In June 2011, ALL Malha Paulista was served a tax assessment originally amounting to R$ 38,646, regarding the non-payment of social security contributions on labor indemnification. The company filed an administrative challenge, since it alleges that there is a legal provision supporting non-payment of these amounts, given their nature and ad hoc payment. The São Paulo Federal Tax Appeals Division (DRF) issued a decision maintaining the tax assessment in full. The company filed a voluntary appeal against this decision, which in November 2012 obtained a partially favorable decision reducing the debt to approximately R$ 700. The company filed a special appeal with the High Court to discuss the amount under litigation. For this lawsuit, the likelihood of loss is considered possible.

IRPJ/CSLL - ALL S.A. - A tax assessment was served by the Brazilian Federal Revenue Secretariat in the amount of R$ 327,186, referring to the following alleged violations: disallowance of goodwill from operations based on future profitability, disallowance of finance costs and capital gains from the disposal of interest in companies of the same economic group, in view of partial recognition of the goodwill amount. ALL S.A. filed an appeal in September 2011. A decision by the Curitiba Federal Tax Appeals Division (DRF) partially upheld the appeal filed by the company, reducing the tax assessment amount to R$ 272,271. The Company filed a Voluntary Appeal with CARF to partially change this decision that maintained part of the tax debt. For this lawsuit, the likelihood of loss is considered possible.

Social security contributions - Stock Options - A tax assessment was served by the Brazilian Federal Revenue Secretariat at an updated amount of R$ 29,252 with reference to the alleged social security contributions on the Company's Stock Option Plans, considered compensation by the Federal Revenue Service. The Company presented a defense claiming that the Stock Option Plans are merely of a commercial nature. The Curitiba Federal Tax Appeals Division (DRF) issued a decision maintaining the tax debt in full. The company filed a Voluntary Appeal with the Administrative Board of Tax Appeals (CARF) which, in May 2013, issued a partially favorable decision. The company is awaiting the publication of the decision by CARF to ascertain the amount reduced by the assessment. For this lawsuit, the likelihood of loss is considered possible.

IRRF - ALL Malha Paulista requested the offsetting of credits from the negative balance of income tax for 2009, with a computation period from January 1, 2008 to December 31, 2008. The Brazilian Federal Revenue Service, after judging the offsetting carried out, decided to partially approve the claim and disallow a portion of the tax credit because it understands that "the corresponding revenue was not considered for taxation purposes". The debt arising from the disallowance currently totals R$ 52,084. The Brazilian Federal Revenue Service understands that the Company does not have the right to offset the IRRF on income arising from swap transactions. The Company filed an objection against the decision, alleging that the income tax withheld on any financial investment, including hedge operations, may be offset against the income tax due upon the calculation of taxable income, according to Article 76 of Law 8,981/1995. Consequently, the Company is claiming the totality of the credit rights from the negative balance of IRPJ indicated in the Payment Receipts and/or Requests for Offset (PER/DCOMP), which is the subject matter of the proceeding. Currently, the Company is awaiting a decision regarding the objection filed. For this lawsuit, the likelihood of loss is considered possible.

(All amounts in thousands of reais unless otherwise stated)

Payment in installments of MP 470 - ALL Malha Sul and ALL Intermodal had their requests for installment payment under Provisional Measure (MP) 470, of October 13, 2009, partially granted by the Brazilian Federal Revenue because the tax authority understands that the companies did not have a sufficient balance of income tax and social contribution losses to offset the debts included in this installment payment. The partial granting of the installment payment requests originated in the administrative proceedings of ALL Malha Sul and ALL Intermodal, the current amounts of which are R$ 89,439 and R$ 10,165, respectively. Both administrative proceedings are closed. With regard to ALL Malha Sul, the company obtained an injunction in court to suspend the payment of the credit. As for ALL Intermodal, a tax enforcement was proposed by Federal Revenue Service RFB which was properly secured by a letter of guarantee as well as promoted the presentation of stays of execution. For these lawsuits, the likelihood of loss is considered possible.

Due to the characteristics of the Brazilian legal and regulatory environment, it is not possible to reliably estimate the time it will take for these lawsuits to be resolved.

18. Related-party transactions

Entities considered related parties are reported in Note 3.

	Parent											
	Current assets		Non-current assets		Current liabilities		Non-current liabilities		Revenue		Expenses/Costs	
	9/30/2013	12/31/2012	9/30/2013	12/31/2012	9/30/2013	12/31/2012	9/30/2013	12/31/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Subsidiaries												
ALL Argentina	-	-	121	88,460	-	-	4,462	4,348	-	-	-	-
ALL Equipamentos	-	-	-	98	-	-	270	-	-	-	-	-
ALL Malha Norte	1,210	-	-	-	28,288	257	3,758	-	-	9,208	-	-
ALL Malha Paulista	3,474	-	-	-	20,613	-	-	-	22,524	37,139	-	-
ALL Malha Sul	-	-	15,000	203	-	2,057	-	-	-	903	-	-
ALL Overseas	-	-		214	-	-	-	-	-	-	-	-
ALL Participações	-	-	-	-	-	-	11	11	-	-	-	-
Araucária Rail Technology S.A.	-	-	-	4,479	-	-	-	-	-	-	-	-
ALL Serviços	-	-	-	-	68	64	-	-	-	-	215	1,046
Brado Logística	76	76	-	-	-	-	-	-	-	-	-	-
Boswells	-	-	-	-	-	-	12,763	12,762	-	-	-	-
Santa Fé	-	-	-	2,048	-	-	-	-	-	-	-	-
Associates					-		-					
PGT	-	-	-	-	-	-	77	77	-	-	-	-
	4,760	76	15,121	95,502	48,969	2,378	21,341	17,198	22,524	47,250	215	1,046

Related party transaction terms and conditions

Related party transactions are carried out strictly in accordance with the agreed-upon conditions and at adequate prices.

The Company and its related parties carry out operating and financial transactions, arising from the leasing of terminals, rolling stock (locomotives and wagons), machinery and equipment, warehouses, freight pallets, as well as funds required to maintain the Company's operations.

Outstanding balances at the end of the period are free from interest, and some transactions have no specified maturity date. Some of these transactions are settled within the financial year, always in cash or through offsetting.

There is no insurance coverage for related party transactions.

(All amounts in thousands of reais unless otherwise stated)

For the period ended September 30, 2013, there was no contingency in relation to related party receivables. This assessment is made every financial year, by examining related parties' financial positions and the market in which each party operates. The Company did not record a provision for impairment of trade receivables on existing balances.

The subsidiary ALL Malha Norte has a debenture (convertible into shares) transaction with BNDES Participações S.A. (a stockholder of ALL), bearing market interest amounting to R$ 205,873 at September 30, 2013, maturing through June 2016.

There are some guarantees given to or received from related parties, payable or receivable, as follows:

	Guaranteed entity				
	ALL S.A.	**ALL Malha Sul**	**ALL Malha Paulista**	**ALL Malha Norte**	**Total**
Guarantors					
ALL S.A. (parent company)					
Debentures	-	172,505	166,463	352,970	691,939
BNDES	-	161,673	69,370	-	231,043
CCB	-	593,411	-	-	593,411
Other	-	5,805	-	96,542	102,347
	-	933,395	235,833	449,512	1,618,740
ALL Malha Sul					
Debentures	2,076,604	-	-	-	2,076,604
ALL Malha Norte					
Debentures	2,007,330	-	-	-	2,007,330
ALL Malha Paulista					
Debentures	2,007,330	-	-	-	2,007,330
ALL Malha Oeste					
Debentures	2,007,330	-	-	-	2,007,330
ALL Intermodal					
Debentures	69,275	-	-	-	69,275
CCB	-	337,818	-	-	337,818
	69,275	337,818	-	-	407,093

The Company has adopted the corporate governance practices recommended and/or required by the applicable legislation, including those established in the Differentiated Corporate Governance Practices Regulations - New Market, published by the São Paulo Futures, Commodities and Securities Exchange (BM&FBOVESPA S.A.).

Decisions regarding all of the Company's transactions are submitted to the Board of Directors, the Executive Board or the Statutory Audit Committee, according to the attributes described in the bylaws. Accordingly, all transactions, especially those with related parties, were submitted to the relevant decision-making bodies of the Company, according to the rules in force. Moreover, in conformity with Law 6,404/76 and subsequent amendments, any member of the Company's Board of Directors who has a conflict of interest with the Company cannot vote in any meeting of the Board or participate in any transaction or business involving these interests.

(All amounts in thousands of reais unless otherwise stated)

19. Provision for unrealized profits

At December 31, 2001, the Company sold to its subsidiary ALL Malha Sul the right to use the rail segments from Presidente Epitácio to Rubião Junior and Pinhalzinho/Apiaí to Iperó, for the market value of R$ 22,387. This amount was supported by an appraisal report prepared by an independent appraising company at the same date. At December 31, 2001, the Company set up a provision for unrealized profit amounting to R$ 19,312 for this transaction, recorded in long-term liabilities. Up to September 30, 2013, R$ 8,740 (R$ 8,182 up to December 31, 2012) was realized. Realization of profit is recognized on a straight-line basis over the period of the right of use.

20. Advances on real estate credits (CRI) - consolidated

The Company and its subsidiary ALL Malha Norte entered into agreements assigning credits arising from leased terminals, whose balances are:

		9/30/2013		12/31/2012	
		Current liabilities	Non-current liabilities	Current liabilities	Non-current liabilities
ALL S.A. (parent company)	(i)	45,574	110,385	43,375	133,304
ALL Malha Norte	(ii)	107,656	190,685	107,655	228,560
		153,230	301,070	151,030	361,864

The balance is composed of two CRI operations:

(i) CRI I: On February 29, 2008, the Company entered into an agreement with CIBRASEC assigning credits arising from the leasing of the Terminal Intermodal de Tatuí. CIBRASEC, in turn, issued Real Estate Receivables Certificates (CRI) which are remunerated at the rate of 12.38% p.a., hedged at 100% of the CDI rate, from the issue date to the maturity date of each CRI. The effective terms and maturities are fixed, and the first CRI matured in March 2009 and the last one matures in 2018. The financial charges of this transaction are allocated on a monthly basis to the statement of income.

(ii) CRI II: On November 28, 2008, ALL Malha Norte executed with CIBRASEC an agreement assigning credits arising from the leasing of the Terminal de Alto Araguaia (Mato Grosso). CIBRASEC, in turn, issued Real Estate Receivables Certificates (CRI) which are remunerated based on CDI + 2.6% p.a., from the issue date to the maturity date of each CRI. The effective terms and maturities are fixed, and the first CRI matured in November 2009 and the last one matures in 2018. The financial charges of this transaction are allocated on a monthly basis to the statement of income.

21. Deferred revenue - consolidated

		9/30/2013		12/31/2012	
		Current liabilities	Non-current liabilities	Current liabilities	Non-current liabilities
Parent					
Vetria Mineração S.A	(iv)	-	1,991,237	-	1,997,183
Subsidiaries					
ALL Intermodal	(i)	34	380	34	404
ALL Malha Norte	(ii)	1,528	8,633	1,528	9,778
ALL Malha Paulista	(iii)	858	11,852	858	12,497
ALL Malha Sul	(iii)	191	2,250	191	2,394
		2,611	2,014,352	2,611	2,022,256

(i) This refers to deferred revenue arising from capital contributions in the form of free leases of land (up to 2025) made by ALL Intermodal to Rhall Terminais Ltda., allocated over the remaining concession agreement period on a straight-line basis.

(All amounts in thousands of reais unless otherwise stated)

(ii) This arises from revenue earned from the sale of 28 locomotives, and subsequent lease-back agreements with Banco Itaú, which expire through 2018.

(iii) This arises from agreements entered into with communications companies, whose purpose was to assign the right-of-way of the track for fiber optic cables to be installed while the Cargo Railroad Transportation Utility Service Concession Agreement remains in effect (through 2028), and is allocated to the statement of income on a straight-line basis over the remaining concession period.

(iv) Investment in Vetria, with a counter-entry within deferred revenue in long-term liabilities, which will be appropriated to the profit and loss in accordance with the depletion and sale of the ore, when the operation starts.

22. Taxes and social security contributions payable in installments - consolidated

	9/30/2013		12/31/2012	
	Current liabilities	**Non-current liabilities**	**Current liabilities**	**Non-current liabilities**
Law 11,941/09 (i)	25,936	148,307	33,452	160,831
Education allowance	343	-	343	-
Service Tax (ISS)	320	-	385	322
National Institute of Social Security (INSS)	536	-	684	-
ICMS/Value-added Tax (IVA)	729	-	260	-
	27,864	148,307	35,124	161,153

(i) In order to reduce their exposure to tax risk, the Company and its subsidiaries during the fourth quarter of 2009 enrolled with the Program for Debt Payment in Installments of the General Counsel to the National Treasury (PGFN) and Federal Revenue Secretariat (SRF), created through Law 11,941/09, which was approved in June 2011.

The Company has payed the installments promptly.

23. Equity

a) Share capital

The Company's subscribed and paid-up capital is as follows:

	9/30/2013	12/31/2012
Common shares	687,664,312	687,664,312

The Company is authorized to increase its capital, irrespective of a change in its bylaws, up to the limit of 820,000,000 common shares.

b) Treasury shares

In the period ended September 30, 2013, 1,206,748 shares were used (1,387,864 at December 31, 2012) to settle share options exercised during the period. The transfers were recorded at the weighted average cost of treasure shares (R$ 9.15).

During the period ended September 30, 2013 and the fiscal year 2012, the Company did not repurchase any shares. At September 30, 2013, the Company held 4,355,071 common shares in treasury (5,591,610 at December 31, 2012), at an average cost of R$ 9.15 (R$ 9.15 at December 31, 2012).

c) Distribution of dividends and interest on capital

Stockholders are entitled to a minimum mandatory dividend of 25% on profits adjusted under the terms of Article 202, Law 6,404/76, as amended and revoked by Law 11,638, of December 28, 2007, and Law 11,941, of May 27, 2009.

d) Revenue reserve

Pursuant to Brazilian Corporation Law, a legal reserve is set up based on the profit for the year, at the rate of 5% before any other allocation, and should not exceed 20% of capital.

A reserve for investments is set up based on the bylaws and supported by the Company's investment plan represented by uses and sources approved by the Board of Directors and pursuant to Article 194 of Law 6,404/76 and subsequent amendments, which determines that this reserve shall not exceed the Company's subscribed capital. An amount not less than 25% and not exceeding 75% of the profit for the year, adjusted under Article 202 of Law 6,404/76, is transferred to this reserve with a view to financing the expansion of the Company and its subsidiaries' activities, including through the subscription of capital increases or the development of new ventures.

e) Advances for future capital increase

The amounts received as advances for future capital increase, arising from contributions to the Stock Option Plan, described in Note 24, are recorded in equity. The Advances for Future Capital Increase (AFAC) when recorded in the Company's equity refer to a commitment for the conversion of a fixed amount of shares at a fixed price previously established.

f) Tax incentives - SUDAM

On September 26, 2007, ALL - Malha Norte filed with the Superintendency for the Development of the Amazon (SUDAM) a claim for the right to reduce the IRPJ (corporate income tax) and non-refundable surcharges computed on its operating profit (as defined), since it is located in the area which comprises the Legal Amazon, and the transportation sector is considered a priority for regional development, according to Item I, Article 2, Decree 4,212 of April 26, 2002.

The benefit was granted by the Federal Revenue Secretariat (SRF) through the Executive Declaratory Act 504, of November 28, 2008, after SUDAM issued a certificate of income tax reduction 135/2008, whereby ALL Malha Norte was granted a 75% reduction in IRPJ and non-refundable surcharges on its operating profits for a ten-year period, from 2008 and expiring in 2017.

The legal grounds for benefit recognition was created by Provisional Measure 2,199-14, Article 1 of August 24, 2001 and with the wording set forth in Law 11,196 of November 21, 2005. The effect of the 75% reduction in IRPJ and non-refundable surcharges calculated up to September 30, 2013 on profits from tax incentive operations was R$ 50,621 (R$ 40,265 at September 30, 2012), recorded as a reduction in the IRPJ and CSLL expenses for the subsidiary ALL Malha Norte, according to CPC 07 issued by the Brazilian Accounting Pronouncements Committee (CPC) and approved by CVM Resolution 555, of November 12, 2008.

The tax incentives are intended to increase and maintain investment in the Legal Amazon region, by fostering the development of that region through increased employment, income and production levels, contributing to an increase in the collection of local, state and federal taxes.

Should the beneficiary company fail to comply with the objectives and provisions of the program, which may be characterized as a misuse of funds, the SUDAM decision-making board will cancel the approved incentives, and the beneficiary company will have to pay to the relevant bank any amounts received, restated at the same index used for federal taxes, at the receipt date, plus a 10% fine and monthly interest on arrears of 1%, less, in the case of investments in debentures, installments already amortized (Law 8,167/91, Article 12, paragraph 1, items I and II, the latter including the wording set forth in Provisional Measure 1,740-31, of May 6, 1999).

The Company has duly fulfilled the conditions related to incentives and there are no other contingencies related to these incentives.

24. Share-based compensation

Expenses recorded for employee services during the periods, arising from share-based payment transactions to be settled by delivery of equity instruments, amounted to R$ 6,516 at September 30, 2013 (R$ 16,075 at September 30, 2012).

Stock option plan:

At the Extraordinary General Meeting of April 1, 1999, the stockholders approved the Company's Stock Option Plan (the "Plan"), for its management, employees and service providers (the "Beneficiaries"). The Plan establishes general parameters among which are the following:

The Board of Directors, at its sole discretion, assigned the administration of the Plan to a Stock Options Management Committee ("Committee"), which is comprised of all Board members and was created exclusively for this purpose. Plan managers are responsible for periodically implementing stock option plans, and establishing, among eligible individuals, those to whom options will be granted and specific applicable rules, considering general Plan rules ("Program").

The volume of stock options is subject to an annual limit of 1.5% of the Company's capital for the granting of options, and up to 5% of the Company's capital stock for the total options granted.

Programs may include two groups of beneficiaries, with different agreement types, herein referred to as "Agreement A" (common to all programs) and "Agreement B" (included from the 2006 Program onwards).

Under "Agreement A", a beneficiary must pay 10% of the share amount, upon execution of the agreement, as a condition for joining the stock option plan, to acquire the right to make yearly contributions for the acquisition of 18% of total shares, so that, by the end of the 5th year, the beneficiary will have made contributions for the acquisition of 100% of the shares. The contribution amount (option price) is adjusted by the IGP-M variations.
Agreement B is different from Agreement A, particularly in the following aspect:

(i) the acquisition of the right to make contributions for share acquisitions changes from 10% on the grant date and 18% in subsequent years, as in Agreement A, to 10% on the grant date, 5% in the first year, 10% in the second, 15% in the third, 25% in the fourth and 35% in the fifth and last year. In the event that a beneficiary of Agreement B is dismissed from the Company without cause, the Committee may, at its discretion, change the acquisition schedule of the right to make contributions for share acquisitions to 18% per year, under the schedule of Agreement A.

The exercise price is defined by the Committee based on the stock market price. Options granted expire ten years from the vesting date.

The Plan does not provide for the settlement of the options in cash, nor is there a history of this practice by the Company. As a result, the fair value of the options is estimated on the grant date by means of the Black & Scholes option pricing model, considering the applicable terms and conditions under which the options were granted.

(All amounts in thousands of reais unless otherwise stated)

The following table shows the number (No.) and weighted average exercise price in Reais (MPPE) of stock options and the corresponding changes for the period:

	2013		2012	
	No.	MPPE	No.	MPPE
Opening balance	11,597,787	12.63	8,310,924	12.73
New grants	-	-	5,490,000	9.30
Lost	(4,501,926)	12.43	(1,383,532)	-
Exercised	(89,095)	10.12	(819,605)	5.11
Closing balance	**7,006,766**	13.73	**11,597,787**	12.63
Vested	4,700,419		6,480,503	
Not vested	2,306,347		5,117,284	

During the period ended September 30, 2013, 89,085 shares were exercised with a weighted average price of R$ 10.05. In 2012, the weighted average price was R$ 9.75.

On August 3, 2009, the Stock Options Management Committee canceled the 2007 and 2008 Programs, and exchanged the options not exercised by plan beneficiaries for options under a new 2009 Program, at a ratio of nine to five. Thus for every nine options included in the canceled tranches (2007 and 2008 Programs), the affected beneficiaries received five 2009 Program options of the same type and class, originating on the same date, with the following characteristics: (i) volume of shares: 6,850,805 shares, of which 1,350,000 are common shares and 5,400,000 are preferred shares, (ii) share price: R$ 2.20, equivalent to R$ 11.00 per Unit, (iii) acquisition of the right to acquire shares restarts from zero (terms related to the 2007 and 2008 Programs are not taken into consideration), and (iv) five-year vesting period, 20% p.a.

On February 6, 2012, the Committee approved the 2012 Program, which also differs from the general rule since the beneficiary must contribute 10% of the share amount upon execution of the agreement as a condition of being entitled to the right to purchase shares, and therefore being entitled to make gradual contributions: 5% in the first year, 15% in the second year, 20% in the third year, 25% in the fourth year and 25% in the fifth and last year. Another difference of this Program in relation to the previous ones is that beneficiaries are subject to a lock-in period of two years from each option exercise date.

If the issue of new shares is necessary, the Company records the contributions in its books, based on the individual controls of each beneficiary, as an advance on future capital increases, within equity. Upon approval at a General Meeting, this amount is recorded as capital. For the specific case of contributions of approximately 30% for option acquisitions, the Company records a capital increase from the second base date, in compliance with Law 6,404/76 and subsequent amendments.

The weighted average of the remaining stock option contractual term was 5.63 years at September 30, 2013. The minimum and maximum option exercise prices at September 30, 2013 were R$ 17.73 and R$ 10.42, respectively.

The following table lists assumptions included in the model used to estimate the last grant option fair value:

	2013
Expected volatility (%)	36.4%
Interest rate free from risk (%)	6% + IGPM
Expected option life (years)	6
Weighted average share price (R$)	11
Pricing model used	Black & Scholes

Expected option life is based on historical data and does not necessarily indicate a pattern of exercise that will actually occur. Expected volatility reflects the assumption that the five-year volatility history prior to the grant date indicates a future trend, which may not reflect the actual results.

Restricted Share Option Program

In the meeting held on September 1, 2010, the Committee approved the Restricted Share Option program. This program involved granting options, equivalent to 3,000,000 shares, to a certain group of employees and managers of the Company, on a non-transferable basis, whose exercise was cumulatively subject to: (i) maintaining their employment relationship with the Company through December 31, 2012, (ii) meeting their individual operating goals, and (iii) the Company succeeding in meeting its EBITDA goals.

During the vesting period, 1,056,250 options were lost, and at the end of the period of the subtotal remaining (1,943,750 options), 57.50% were delivered to the beneficiaries according to the Program rules. The exercise price was R$ 0.01 per share. As the exercise price is close to zero, the fair value of each option is equivalent to the market value of the share on the program grant date (R$ 16.50).

In a meeting held on October 23, 2012, the Committee approved the possibility of the outstanding unexercised options based on the EBITDA target for 2012 being restored and exercised by employees and administrators conditioning cumulatively: (i) to maintain their working relationships with the Company until December 31, 2014, (ii) to achieve individual and operational targets, and (iii) the Company achieving its EBITDA targets for 2014.

The exercise price remains R$ 0.01 per share. As the exercise price is close to zero, the fair value of the option, related to the undelivered balance in 2012, is equivalent to the market value of each share on the date of this new grant (R$ 9.46).

25. Net finance result

	Parent				Consolidated			
	Period ended		Quarter ended		Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Interest on indebtedness/debentures/sureties	(153,172)	(139,104)	(53,242)	(35,002)	(504,537)	(514,053)	(166,855)	(154,443)
Fines/Interest - Tax/Suppliers/Wagons	(12,717)	(10,966)	(1,470)	(9,906)	(143,041)	(111,266)	(43,062)	(36,850)
Interest on leases and concessions	-	-	-	-	(186,579)	(184,858)	(68,280)	(64,881)
Customers/PVA/Other	(1,983)	(174)	(199)	(97)	(17,723)	(4,337)	(5,213)	(2,195)
Total finance costs	(167,872)	(150,244)	(54,911)	(45,005)	(851,880)	(814,514)	(283,410)	(258,369)
Income from financial investments	27,903	37,764	6,293	8,440	115,809	118,238	40,474	27,452
Remuneration on debentures	14,200	13,152	3,733	5,500	-	-	-	-
PVA/Other	-	642	-	143	1,077	5,866	194	1,293
Total finance income	42,103	51,558	10,026	14,083	116,886	124,104	40,668	28,745
Net finance result	(125,769)	(98,686)	(44,885)	(30,922)	(734,994)	(690,410)	(242,742)	(229,624)

26.Earnings (loss) per share

The following tables detail the calculation of earnings (loss) per share from continuing and discontinued operations (in thousands, except amounts per share):

Continuing operations

	Consolidated			
	Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Basic earnings per share				
Numerator				
Profit attributed to the Company's stockholders	224,696	289,416	116,956	121,029
Denominator (in thousands of shares)				
Weighted average number of common shares	684,482	682,989	684,482	682,989
Basic earnings:				
Per common share	0.3283	0.4237	0.1709	0.1772
Diluted earnings per share				
Numerator				
Profit attributed to the Company's stockholders	224,686	289,416	116,956	121,029
Denominator (in thousands of shares)				
Weighted average number of common shares	684,482	682,989	684,482	682,989
Dilution effect				
Stock options	7,833	15,981	7,833	15,981
Weighted average number of common shares adjusted by the dilution effect	692,315	698,970	692,315	698,970
Diluted earnings:				
Per common share	0.3245	0.4141	0.1689	0.1732

Discontinued operations

	Consolidated			
	Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Basic earnings (loss) per share				
Numerator				
Loss attributed to the Company's stockholders	(180,691)	(31,637)	(32,539)	(14,849)
Denominator (in thousands of shares)				
Weighted average number of common shares	684,482	682,989	684,482	682,989
Basic loss:				
Per common share	(0.2640)	(0.0463)	(0.0475)	(0.0217)
Diluted earnings (loss) per share				
Numerator				
Loss attributed to the Company's stockholders	(180,691)	(31,637)	(32,539)	(14,849)
Denominator (in thousands of shares)				
Weighted average number of common shares	684,482	682,989	684,482	682,989
Dilution effect				
Stock options	7,833	-	7,833	-
Weighted average number of common shares adjusted by the dilution effect	692,315	682,989	692,315	682,989
Diluted loss:				
Per common share	(0.2610)	(0.0463)	(0.0470)	(0.0217)

(All amounts in thousands of reais unless otherwise stated)

27. Segment information

Information per business segment, for the periods ended September 30, 2013 and 2012, is as follows:

Description	Results by business segment									
	Agricultural commodities (i)		Manufactured products (ii)		Brado		Ritmo/Rodoviário		Total	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Net revenue	1,934,130	1,741,879	479,764	456,727	204,526	170,836	197,111	181,801	2,815,531	2,551,243
Cost of services	(881,231)	(872,339)	(340,050)	(254,757)	(161,264)	(139,434)	(179,296)	(167,999)	(1,561,841)	(1,434,529)
Gross profit	1,052,899	866,740	139,714	204,770	43,262	31,402	17,815	13,802	1,253,690	1,116,714
EBIT	840,806	792,760	109,272	176,825	22,913	20,953	13,384	10,509	986,374	1,001,048

The Company is organized into business units based on the major markets in which it operates. The Company's operations are divided into four business units. In Brazil, the two railroad business units are:

(i) Agricultural commodities **-** comprising transportation of products such as soybeans, soy meal, fertilizers, sugar, corn, wheat, rice, among others.

(ii) Manufactured products (railroad and intermodal transportation) **-** this refers to the transportation of steel products, wood, paper, pulp, food, containers, fuels, vegetable oil, products for civil construction, among others.

Segment performance is assessed based on the operating margin, which, in the table above, differs from that presented in the consolidated financial statements.

The Company's financing and investments (including finance income and costs) and taxes on income are managed at a consolidated level, and are not allocated to operating segments.

During the period ended September 30, 2013, the railroad operations in Argentina were terminated. See Note 29.

28. Other operating information

28.1. Other operating income/expenses

	Parent				Consolidated			
	Period ended		Quarter ended		Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Disposal of unusable assets	-	485	-	485	6,493	-	7,755	82,393
Sales of property and equipment	6,624	8,320	100	-	5,367	3,918	2,456	9,851
Other	558	558	186	(3,230)	1,543	14,691	494	14,691
Total	**7,182**	**9,363**	**286**	**(2,745)**	**13,403**	**18,609**	**10,705**	**106,935**

Other operating expenses

	Parent				Consolidated			
	Period ended		Quarter ended		Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Rates	247	31	6	18	5,955	1,261	2,052	633
Fuels not consumed in operations	6	-	-	-	1,283	-	550	(1,230)
Deductible donations	-	-	-	-	54	360	54	360
Disposals of property and equipment	-	640	-	-	-	-	-	9,591
Write-off of unusable assets	-	-	-	-	-	14,145	-	98,228
Other	-	1	-	1	-	404	-	173
Total	**253**	**672**	**6**	**19**	**7,292**	**16,170**	**2,656**	**107,755**
	6,929	**8,691**	**280**	**(2,764)**	**6,111**	**2,439**	**8,049**	**(820)**

(All amounts in thousands of reais unless otherwise stated)

28.2. Depreciation, amortization and fuels included in the consolidated statement of income

	Parent				Consolidated			
	Period ended		Quarter ended		Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Fuel	-	-	-	-	435,998	404,392	155,714	145,948
Outsourced services	9,169	2,633	1,750	551	307,156	259,003	108,721	155,198
Depreciation and amortization	43,924	44,904	14,626	14,966	380,424	346,160	96,693	124,659

28.3. Net revenue

	Parent				Consolidated			
	Period ended		Quarter ended		Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Gross revenue	42,991	100,075	13,857	14,226	3,218,561	2,957,487	1,091,250	1,067,786
(-) Deductions (taxes, discounts and cancellations)	(4,415)	(4,481)	(1,304)	(1,386)	(403,030)	(406,244)	(148,190)	(162,094)
Net revenue	**38,576**	**95,594**	**12,553**	**12,840**	**2,815,531**	**2,551,243**	**943,060**	**905,692**

29. Discontinued operations

Resolution 436/2013, of June 3, 2013, of the Argentinian Transportation Ministry, establishes the termination of the Concession Agreement for the provision of cargo railroad transportation services corresponding to the National Railroad Network of Argentina, carried out by ALL Central and ALL Mesopotàmica. From the date of termination of the concession agreement, the parent company will present the accounting balances of these subsidiaries as discontinued operations, according to CPC 31/IFRS 5.

The results from discontinued operations in 2013 and 2012 at September 30, 2013 can be summarized as follows:

Results from discontinued operations

	Period ended		Quarter ended	
	9/30/2013	9/30/2012	9/30/2013	9/30/2012
Net revenue	90,462	173,007	(2,687)	60,609
Cost of services rendered	(109,716)	(163,547)	(1,319)	(60,335)
Gross profit (loss)	(19,254)	9,460	(4,006)	274
Results from investments	(484)	-	(484)	-
Selling, general and administrative expenses	(162,962)	(17,692)	(20,927)	(7,146)
Finance result	(9,973)	(29,175)	(2,164)	(11,493)
Loss before taxation	(192,673)	(37,407)	(27,581)	(18,365)
Income tax and social contribution	(135)	(894)	2,887	(328)
Deferred income tax and social contribution	(17)	2,440	-	1,688
Non-controlling interests	4,924	1,104	-	704
Loss from discontinued operations	(187,901)	(34,757)	(24,694)	(16,301)

Cash flow from discontinued operations

Cash flow

	6/30/2013	6/30/2012
Operating cash flow	(65,608)	(41,250)
Cash flow from investment activities	(10,377)	(34,814)
Cash flow from financing activities	37,245	69,267
Total cash flow	(38,740)	(6,797)

ALL Central and ALL Mesopotàmica still exist. However, they are unable to carry out railroad operations. Due to the loss of the concessions, ALL Argentina recorded a loss due to the impairment of its property and equipment of R$ 194,300, and wrote off the deferred tax assets recorded in its balance sheet, amounting to R$ 23,772, as well as of other credits of R$ 14,091, which were considered non-performing credits.

(All amounts in thousands of reais unless otherwise stated)

A provision for debts to related parties that would be capitalized was recorded in the amount of R$ 95,930. This provision does not have an effect on the consolidated profit.

Management has been analyzing alternatives to recover a portion of the investments made. However, to date, there is no expectation of the recovery of these amounts.

There were no asset and liability disposal groups classified as held for sale at September 30, 2013.

30. Insurance - consolidated

At September 30, 2013, the insurance cover established by the Company's management to cover losses and civil liability can be summarized as follows:

Line	Insurance by event	Amount insured	Duration
Operating railroad risks	Assets - material damage and loss of profits	R$ 60,000	9/15/2013 to 9/15/2014
Civil liability - railroad operations	Operations, pollution, employer's liability, vehicles (contingencies) and port activities	R$ 10,000	4/30/2013 to 4/30/2014
Railroad cargo insurance	Civil liability of railroad cargo carrier (RCTF-C), railroad risk (RF) - per shipment	R$ 2,200	6/30/2013 to 7/31/2014

The scope of work of our independent auditors did not include a review of the adequacy of the insurance coverage. The adequacy was assessed and evaluated by management.

31.Financial instruments

At September 30, 2013, the Company and its subsidiaries had the following financial instruments:

	Carrying amount		Fair value	
	9/30/2013	**12/31/2012**	**9/30/2013**	**12/31/2012**
Financial assets				
Cash and cash equivalents	2,321,145	2,508,360	2,321,145	2,508,360
Trade receivables	420,429	392,797	420,429	392,797
Intercompany loans receivable	971	850	971	850
Advances and other receivables	247,179	126,817	247,179	126,817
Refundable deposits and restricted amounts	337,083	328,484	337,083	328,484
Total	**3,326,807**	**3,357,308**	**3,326,807**	**3,357,308**

	Carrying amount		Fair value	
Financial liabilities	**9/30/2013**	**12/31/2012**	**9/30/2013**	**12/31/2012**
Debentures	2,974,418	3,140,354	2,974,418	3,140,354
Intercompany loans payable	3,679	2,786	3,679	2,786
Advances from customers	159,728	149,719	159,728	149,719
Finance leases	1,703,639	1,517,518	1,703,639	1,517,518
Borrowings	3,421,085	3,311,800	3,421,085	3,311,800
Advances on real estate credits	454,300	512,894	454,300	512,894
Trade payables	497,123	513,909	497,123	513,909
Total	**9,213,972**	**9,148,980**	**9,213,972**	**9,148,980**

The fair value of financial assets and liabilities represents the amount for which the instrument could be exchanged between willing parties in an arm's length transaction, rather than in a forced sale or liquidation. The following methods and assumptions were used in the fair value estimates:

- Cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their corresponding carrying amounts, mainly due to the short-term maturities of these instruments.

- The fair values of securities held for trading and debentures are based on the prices quoted at the date of the financial statements. The fair values of instruments not held for trading, bank loans and other financial debts, finance lease agreements, as well as other non-current financial liabilities, are equivalent to their carrying amounts, which correspond to the settlement value.
- The fair value of financial assets available-for-sale is obtained through market prices quoted in active markets, if any.

- The Company enters into derivative financial instruments with several counterparties, particularly financial institutions with investment grade ratings. Derivatives, which are valued using techniques based on data observable in the market, include interest rate swaps and forward foreign exchange agreements. The most frequently used valuation techniques include swap and forward contract pricing models, with present value calculations. Models utilize various data, including counterparty credit quality, forward and spot foreign exchange rates and interest rate curves.

On April 1, 2013, Vetria formalized the documents for the hedge accounting, due to the balance of royalties payable in U.S. dollars to the former stockholders of Vetorial Mineração, as part of the payment for the purchase of the company, which is made as the mine is depleted. Since the future revenue of Vetria will be denominated in U.S. dollars, as well as the royalties, the operation has a natural hedge.

The Company uses no derivative financial instruments for speculative purposes.

Key risk factors for the Company and its subsidiaries in relation to financial instruments are as follows:

a) Credit risk

The Company and its subsidiaries are potentially subject to credit risks in their trade receivables or investments with financial institutions. The procedures adopted to minimize commercial risk include selection of customers through proper credit risk analysis, as well as setting sales limits and short-term maturities of receivables. A provision has been made for the full amount of the estimated losses related to the receivables. As regards short-term investments, the Company and its subsidiaries make it their practice to invest only in low credit risk financial institutions, according to the risk classifications of recognized ratings agencies. Management sets a maximum limit for investments, according to the equity and risk classification of each institution.

(All amounts in thousands of reais unless otherwise stated)

b) Interest rate risk

The Company has certain liabilities subject to floating interest rates, which generate exposure to floating market interest rate risk.

In order to avoid the effects of interest rate fluctuations on the results of the Company, floating to fixed rate swap agreements were made, so as to set fixed interest rates for a portion of the liabilities previously indexed to the CDI. The third issue of debentures of ALL - América Latina Logística Malha Sul S.A., CCB maturing in 2014, the ninth issue of debentures of ALL - América Latina Logística S.A., the eighth issue of debentures of ALL - América Latina Logística Malha Norte and the eighth issue of debentures of ALL - América Latina Logística S.A. are now at fixed interest rates. These swaps ensure that the interest rate effect on the Company's profit or loss is mitigated. These instruments are recorded as hedges.

An interest rate risk sensitivity analysis is presented below, showing the estimated effects of changes in scenarios on the profit or loss for the following 12 months, for swaps and corresponding hedged items. Management considered the CDI projection for 2013 as the probable scenario, according to the bank projections available from the Focus Bulletin of the Brazilian Central Bank:

The effect of exposure to changes in other interest rates is presented in item "d" below.

Interest rate appreciation risk

Operation	Risk	Notional amount	Fair value at 9/30/2013	Probable scenario	+25%	+50%
FINANCIAL ASSETS AND LIABILITIES						
3rd issue debentures	CDI	166,666	20,481	18,272	22,840	27,408
Asset position swap - Counterparty HSBC	Fixed rate	(166,666)	(20,481)	(18,266)	(22,832)	(27,399)
CCB	CDI	90,489	20,481	16,053	19,632	23,210
Asset position swap - Counterparty Santander	Fixed rate	(90,489)	(20,481)	(16,046)	(19,623)	(23,200)
9th issue debentures	CDI	367,590	(2,631)	26,068	31,675	37,281
Asset position swap - Counterparty Santander	Fixed rate	(367,590)	2,631	(43,407)	(52,743)	(62,080)
8th issue debentures - Malha Norte	CDI	161,397	19,665	16,885	16,885	16,885
Asset position swap - Counterparty Santander	Fixed rate	(161,397)	(19,665)	(16,885)	(16,885)	(16,885)
8th issue debentures - Holding	CDI	539,160	(4,208)	66,410	80,694	94,978
Asset position swap - Counterparty Votorantim	Fixed rate	(539,160)	4,208	(66,523)	(80,831)	(95,139)
References						
Average CDI (p.a.)				10.00%	12.50%	15.00%

(All amounts in thousands of reais unless otherwise stated)

Operation	Risk	Balance at 9/30/2013	Probable scenario	+25%	+50%
TAXES IN INSTALLMENTS					
Short-term	CDI	(19,970)	(1,997)	(2,496)	(2,995)
Long-term	CDI	(161,017)	(16,102)	(20,127)	(24,153)
Total		**(180,987)**	**(18,099)**	**(22,623)**	**(27,148)**
References					
Average CDI (p.a.)			10.00%	12.50%	15.00%

The probable scenario relates to the following 12 months, based on bank macroeconomic projections.

The result of the ineffective portion of the variations in the fair value of hedging instruments is immaterial. In addition, the effect on profit or loss and equity is, approximately, the same.

c) Currency risk

This arises from the possibility of incurring losses due to fluctuations in foreign exchange rates, increasing liabilities related to trade payables or supply agreements in foreign currencies, as well as fluctuations reducing the value in Reais of investments or other asset balances.

The Company uses derivative instruments solely to mitigate the effects of foreign exchange losses in Reais through forward purchases of foreign currency. Therefore, the Company takes out "Dollar-Real" swaps at the same amounts and with the same maturities as those items being hedged. The Company regularly monitors its currency risk exposure so as to ensure that the profit or loss on hedge transactions annuls the currency effect on its cash flows.

Below is the currency risk sensitivity analysis, showing the estimated effects of changes in profit or loss scenarios for the following 12 months. Management considered the foreign exchange rates projected for 2013 as the probable scenario, in line with macroeconomic projections.

Foreign currency appreciation risk

Operation	Risk	Notional amount (USD thousand)	Fair value at 9/30/2013	Probable scenario	+25%	+50%
FINANCIAL ASSETS AND LIABILITIES						
Foreign currency appreciation risk - Effect on investments:						
Financial investments	US$	2,219	5,104	333	1,692	3,051
Net effect on financial investments		**2,219**	**5,104**	**333**	**1,692**	**3,051**
Foreign currency appreciation risk - effect on trade payables/imports:						
Long-term trade payables	US$	(45,043)	(3,617)	(15,067)	(76,589)	(138,112)
Asset position swaps by counterparty:						
Counterparty HSBC	US$	35,814	2,870	12,005	61,023	110,041
Counterparty Bradesco	US$	3,576	(275)	1,196	6,081	10,965
Counterparty Santander	US$	1,887	235	631	3,209	5,786
Counterparty Itaú	US$	6,289	788	2,104	10,694	19,284
Net effect on trade payables/imports		**2,523**	**1**	**869**	**4,418**	**7,964**
References						
Dollar USD/R$				2.45	3.06	3.68

The probable scenario relates to the following 12 months, based on bank macroeconomic projections.

(All amounts in thousands of reais unless otherwise stated)

The result of the ineffective portion of the variations in the fair value of hedging instruments is immaterial. In addition, the effect on profit or loss and equity is, approximately, the same.

d) Net debt finance costs deterioration risk

This risk arises from the possibility of the Company incurring losses due to changes in interest rates and other indexes on its borrowings which increase its finance costs, or on its investments, which reduce its finance income. In the parent company, this risk has an impact on net debt idexed to the CDI (total debt indexed to the CDI, investments indexed to the CDI). In order to partially hedge this exposure, management decided to take out swaps, as mentioned in item "b" of the interest rate risk table. The Company continues to monitor these indexes so as to assess any need to contract derivatives and mitigate the risk of changes in these rates.

Below is the finance costs deterioration sensitivity analysis, showing the estimated effects of changes in profit or loss scenarios for the following 12 months, considering the rates projected for 2013 as being a probable scenario. As alternative scenarios, an increase in rates was simulated, considering that the Company has a net debt position:

Debt financial charge deterioration risk

Operation	Risk	Probable scenario	+25%	+50%
FINANCIAL ASSETS AND LIABILITIES				
CASH				
Investments indexed at CDI	CDI	197,760	247,200	296,640
Fixed income investments	FIXED	11,971	11,971	11,971
BORROWINGS				
Financing indexed to the TJLP	TJLP	184,296	217,251	250,206
Financing indexed to the CDI	CDI	72,271	88,852	105,434
Financing fixed/floating rates through swaps, as in item b	FIXED / FLOATING	21,632	21,634	21,635
Debentures indexed at CDI	CDI	151,315	181,922	212,529
Debentures fixed through swaps, as in item b	FIXED	132,361	155,907	179,452
IPCA	IPCA	46,014	50,929	55,844
Advances on real estate receivables indexed to the CDI	CDI	56,534	68,283	80,031
References				
Average CDI (p.a.)		10.00%	12.50%	15.00%
TJLP		5.00%	6.25%	7.50%
IPCA		5.78%	7.23%	8.67%

e) CVM Instruction 475

The consolidated position of derivative financial instruments is as follows:

(All amounts in thousands of reais unless otherwise stated)

Fair value of transactions with derivative instruments by maturity

DESCRIPTION	REFERENCE VALUE		FAIR VALUE		ACCUMULATED EFFECT (CURRENT PERIOD)	
	9/30/2013	12/31/2012	9/30/2013	12/31/2012	AMOUNT RECEIVABLE / RECEIVED	AMOUNT PAYABLE / PAID
SWAP CONTRACTS:						
NET POSITION						
CURRENCY RISK	US$	US$	R$	R$	R$	R$
¹ MATURITY USD X %CDI:						
4Q12	-	22,318	-	-	-	-
2Q13	-	1,470	-	(12)	-	-
4Q13	3,300	-	556	-	556	-
MATURITY EUR X %CDI:	EUR	EUR	R$	R$	R$	R$
1Q14"	1,378	-	235	-	235	-
3Q14"	3	-	(275)	-	-	(275)
INTEREST RATE RISK	R$	R$	R$	R$	R$	R$
² FIXED/FLOATING RATES - MATURITY:						
1Q13'	-	1,890,722	-	(16,812)	-	-
2Q13'	-	107,409	-	(5,109)	-	-
4Q13'	23,653	-	2,870	-	2,870	-
1Q14'	898,836	898,836	6,838	(413)	6,838	-
2Q14'	2,900	-	328	-	328	-
4Q14'	75,000	75,000	(20,481)	(23,127)	-	(20,481)
1Q18'	150,000	150,000	12,948	19,156	12,948	-
3Q18'	166,667	166,667	(6,012)	(28,836)	-	(6,012)
4Q20'	160,000	160,000	(19,665)	6,129	-	(19,665)
Total			**(22,658)**	**(49,024)**	**23,775**	**(46,433)**

[1] The swap transactions of the USD x % CDI table above are carried out at an average liability position cost of 110% of the CDI and an asset position cost of foreign exchange variations, plus an average spread of 1%.

[2]The fair value of derivatives is recorded as current and non-current borrowing, in liabilities, against: i) profit or loss, should the derivatives have no hedging documentation, and ii) carrying value adjustments (equity), should derivatives have hedging documentation. In the second case, the fair value effect is recorded as borrowing in current liabilities. All derivatives are used as hedges.

We would point out that, at maturity, the negative or positive effects of these transactions are offset against the opposite effects on the asset or liability items whose risks are being hedged against.

The fair values of derivatives were estimated based on foreign exchange rate curves and current BM&F interest rates at September 30, 2013, for future value projections, as well as DI future rates of BM&F to bring this cash flow to its present value. There are no margin deposits or guarantees of any type or amount for any of these derivatives.

The effect on the Company's profit or loss at September 30, 2013 of the hedging of derivative financial instruments is a debit balance of R$ 31,231 (at September 30, 2012 a debit balance of R$ 23,579). Gains and losses from swaps related to the hedge structure recorded in equity amount to a credit balance of R$ 4,254 at September 30, 2013 (a credit balance of R$ 420 at September 30, 2012).

f) Fair value estimation

The carrying values (less provision for impairment) of trade receivables and payables are assumed to approximate their fair values. The fair values of financial liabilities for disclosure purposes are estimated by discounting the future contractual cash flow at the current market interest rate that is available to the Company for similar financial instruments.

(All amounts in thousands of reais unless otherwise stated)

The Company adopted CPC 40/IFRS 7 for financial instruments at fair value. The Company uses the following criteria to classify instruments in the hierarchy levels of fair value:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

At September 30, 2013 and 2012, the financial assets and liabilities measured or disclosed at fair value were classified at Level 2 of the fair value hierarchy, as they were determined using information derived by the market for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

g) Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed with reference to the historical information regarding the default rates of the counterparties, as described below:

Group 1 - new customers/related parties (less than six months).

Group 2 - existing customers/related parties (more than six months) with no defaults in the past.

Group 3 - existing customers/related parties (more than six months) with some defaults in the past.

	9/30/2013	12/31/2012
Accounts receivable		
Counterparties without external credit ratings		
Group 1	339,793	353,567
Group 2	80,636	39,230
	420,429	392,797

32. Private pension plan

The direct subsidiary ALL Malha Oeste sponsors a Benefit Plan with a Multi-sponsored Entity, HSBC Fundo de Pensão. This plan has predominant characteristics of the defined contribution type during the reserve accumulation period. The only defined benefit element, in the accumulation period, is equivalent to six months' salary, at the most, paid in the event of death, disability or retirement, calculated according to the formulae and conditions established in the plan's regulations.

Contributions are made, on average, in the proportion of 67% for the sponsor and 33% for active plan participants. Contributions related to minimum benefits are fully made by the sponsor, as defined in an actuarial technical note, and are re-measured on an annual basis through actuarial assessments.

The plan is assessed on an annual basis by an independent actuary. The last actuarial assessment of the plan was made for December 31, 2012. The base date used in the assessment was October 2012.

(All amounts in thousands of reais unless otherwise stated)

	9/30/2013	12/31/2012
Participants	39	39
Total assets	10,329	10,329
Actuarial assets	2,892	2,892
Sponsor's contributions (% payroll)	0.89%	0.89%
Participation payroll	792	792

The plan also has a defined benefit portion in the concession phase, whose actuarial liability refers to monthly life annuities granted to its participants. The present value of the actuarial liability of Sponsored Participants was calculated based on the mortality table AT-83 and on a financial discount rate of 8.04% p.a., being fully covered by the Plan's Net Assets, and an actual rate of return on assets of 8.74%, resulting in a return on assets of R$ 970.

The plan has financial coverage of actuarial liabilities, and a surplus of R$ 342 at December 31, 2012. This reserve relates to the remaining balances of the sponsor's contributions, arising from participants leaving the plan who partially redeemed their benefits, and who are no longer eligible for any plan benefits.

33. Subsequent events

On October 10, 2013, the Company and its subsidiaries adopted applicable measures against Rumo Logística Operadora Multimodal S.A (“Rumo”) aiming at canceling the relationship established with Rumo. Until a competent authority issues a decision, the ALL Group will continue to provide railway services to Rumo under the terms established by ANTT, the National Road Transportation Agency, in compliance with the restrictions of the railway and port system.

* * *

ALL REPORTS 3Q13 and 9M13 RESULTS

Curitiba, Brazil, November 5th, 2013 – América Latina Logistica S.A. – ALL (BM&FBovespa: ALLL3; OTCQX: ALLAY), the Latin America's largest independent logistics services company, announces its results for the third quarter and first nine months of 2013 (3Q13 and 9M13). The Company offers a full range of logistics services, including rail and trucking transportation, distribution, warehousing, customized container transportation combined with fractioned distribution and intermodal door-to-door transportation. ALL comprises four main businesses: (i) ALL Rail Operations, (ii) Brado Logística, (iii) Ritmo Logística and (iv) Vetria Mineração.

On June 5th, the Argentine Government rescinded the concessions of ALL in the country, in which the Company used to hold economic rights. As an effect of the rescission, results coming from Argentina´s operations are now presented as "Results of Discontinued Operations", both in 2012 and 2013. Therefore, results from Argentina are shown in a separate line at the ALL Rail Operations income statement. Therewith, discussions about ALL Rail Operations refer to Brazilian operations only, unless otherwise stated. Then, figures for 3Q12 and 9M12 may differ from those previously released, due to the discontinuation and segregation of the results.

The Adjusted EBITDA reported in this notice is in accordance with CVM Instruction 527/12 and may differ from previously released numbers. Pursuant to the resolution, publicly-held companies must standardize its Adjusted EBITDA as of 2013. In compliance with the new accounting standards, ALL's Adjusted EBITDA is constituted of (i) the Operational profit before financial expenses, added to (ii) Depreciation and Amortization, and (iii) Equity Earnings (Loss) on investments.

Conference Calls:

English
November 6th, 2013
Wednesday
8:30 a.m. US EST

Portuguese
November 6th, 2013
Wednesday
7:00 a.m. US EST

Meeting with Analysts and Investors:

November 19th, 2013
Tuesday
8:30 a.m.
(Brasília)

Blue Tree Towers
Av. Brigadeiro Faria Lima, 3989
Vila Olímpia
São Paulo - SP

OPERATING AND FINANCIAL HIGHLIGHTS

- ✓ **Consolidated Adjusted EBITDA increased 3.3% in 3Q13, compared to 3Q12,** totaling R$503.6 million. The growth was composed by an increment of (i) 3.2% in Rail Operations Adjusted EBITDA, driven mainly by a good performance in average yields and of (ii) a 8.2% and a 3.8% in Brado´s and Ritmo´s EBITDA, respectively. In 9M13, Consolidated Adjusted EBITDA increased 10.1% as compared to 9M12.

- ✓ **ALL Rail Operations volumes decreased 5.7% year-over-year in 3Q13, below our initial expectations**. As in 2Q13, the severe operational restrictions we faced at the ports impacted railroad unloading capacity and rolling stock productivity. In agricultural commodities segment, the most affected by the problems at the ports, volumes were down 9.2% as compared to the 3Q12, but grew 6.6% if compared to the 2Q13. In the industrial products segment, we had a better quarter and volumes increased 8.1% in RTK against the 3Q12. In the first nine months, volumes were in line with last year.

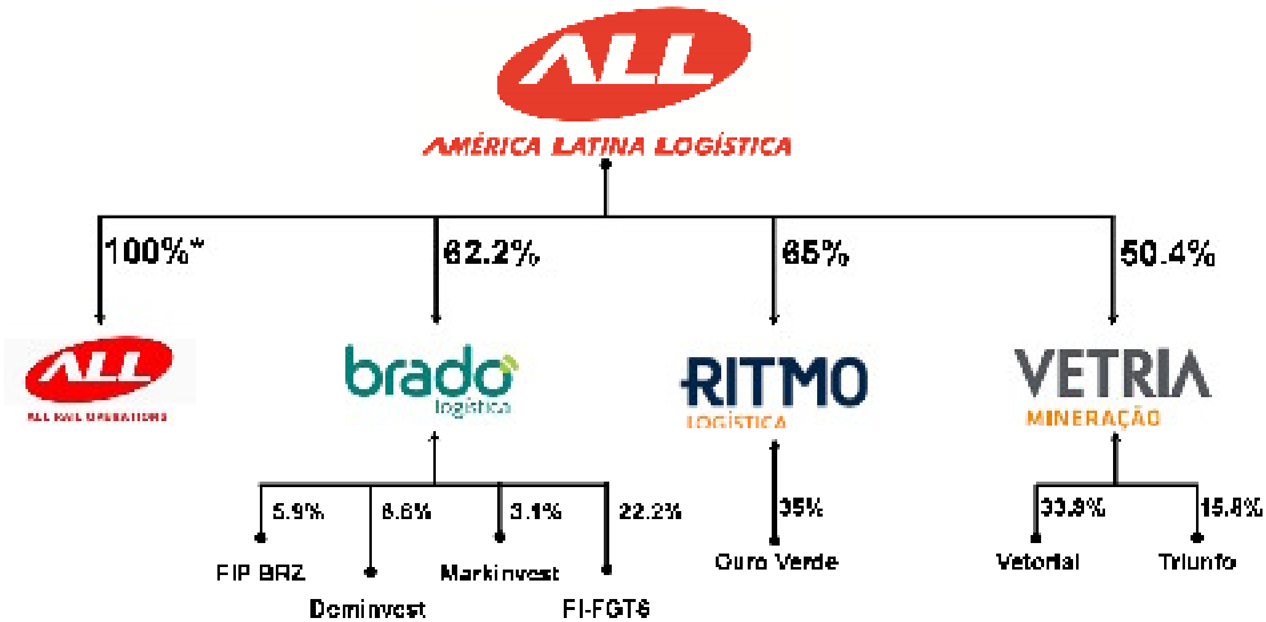
- ✓ **Rail Operations average yield, measured in R$/´000RTK, rose 8.9% in 3Q13,** driven by the pass through of inflation and diesel price increases to take-or-pay contracts and spot market freight prices. In 9M13, average yield grew 10.0% against the same period of 2012.

- ✓ **In August 2013, we started operations at our 260 km rail expansion, from Alto Araguaia (MT) to Rondonópolis (MT).** The new rail track goes further into the Brazilian agricultural frontier and is part of Brazil´s main agricultural corridor - from the State of Mato Grosso to Port of Santos. Operations from our terminal in Rondonópolis ramped-up in August and September and the terminal is prepared to operate at full capacity in 4Q13.

- ✓ **Brado Logística volumes, measured in numbers of containers transported, increased 21.8% in the 3Q13.** Wide Gauge and Paraná corridors had another two-digit growth volume quarter, mainly driven by refrigerated products and grain transportation. In the first nine months, volume rose 25.6% compared to 9M12, with increments in the four corridors.

- ✓ **In July 2013, Brado´s capitalization was officially approved,** without restrictions, by CADE (Brazil's antitrust authority). This was the last step for the closing of the deal and for the R$400 million capital injection by Fundo de Investimento do Fundo de Garantia do Tempo de Serviço (FI-FGTS). As a result of the capitalization, ALL now holds 62.2% of company´s shares, compared to previous 80%.

ALL's Business Structure



10 - 1

ALL Rail operations is composed of 4 rail concessions in Brazil, totaling 12.9 thousand km of rail tracks, through which the Company transports agricultural commodities and industrial products. The rail network serves an area that accounts for approximately 80% of Brazil´s GDP, where four of the most active ports in Brazil are located, through which approximately 78% of all the country's grain exports are shipped annually.

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Brado Logística is a company created by ALL in association with Standard Logística and FI-FGTS, which is developing the intermodal logistic of containers, focusing on rail transportation, storage, operation of terminals and other logistics services. Brado provides the service level required by the retail market and intends to change the container logistics in Brazil, consolidating the cargo in intermodal terminals and shipping it by railroad, in a very cost effective model.

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Ritmo Logística is a trucking based logistic company created by the merger of ALL Highway Services Business Unit and Ouro Verde highway operations. The company provides a variety of logistics solutions for several industrial segments in Brazil and Argentina, through its Dedicated Operations unit. Furthermore, Ritmo is well positioned to develop the Intermodal Highway Services, providing logistics for an unconsolidated market of more than 40 million tons that has its origin or destination in ALL's railway, with a low-capital-intensive model through the use of third party and outsourced fleet.

Vetria Mineração is a company created through a partnership between ALL, Triunfo and Vetorial Mineração, which aims to develop an integrated solution for the extraction, logistics and commercialization of iron ore from the Urucum Massif, located in the region of Corumbá-MS. Vetria will have an integrated system with its own mine in Corumbá, railway logistics through a long-term operational agreement with ALL and a private port terminal in Santos. Vetria still depends on resolute conditions to start its operations.

** Only on ALL Malha Norte, ALL holds 99.9% stake.*

Table 1 - Financial Highlights (R$ million)	3Q13	3Q12	% Change	9M13	9M12	% Change
ALL Rail Operations						
Net Sales	800.1	778.5	2.8%	2,413.9	2,198.6	9.8%
Adjusted EBITDA (1)	480.4	465.6	3.2%	1,423.0	1,295.3	9.9%
EBITDA Margin (2)	60.0%	59.8%	0.2%	59.0%	58.9%	0.0%
Net Income *	76.3	100.9	-24.4%	29.8	247.8	-88.0%
Net Income (3)	101.8	117.2	-13.1%	313.6	282.6	11.0%
Brado						
Net Sales	70.9	60.9	16.5%	204.5	170.8	19.7%
Adjusted EBITDA (1)	15.7	14.5	8.2%	37.1	32.1	15.6%
EBITDA Margin (2)	22.2%	23.9%	-1.7%	18.1%	18.8%	-0.6%
Net Income*	6.8	5.2	31.8%	10.2	9.3	9.5%
Ritmo						
Net Sales	72.1	66.3	8.7%	197.1	181.8	8.4%
Adjusted EBITDA (1)	7.4	7.2	3.8%	20.5	17.8	15.2%
EBITDA Margin (2)	10.3%	10.8%	-0.5%	10.4%	9.8%	0.6%
Net Income*	1.3	0.1	1019.3%	4.0	0.6	549.9%
ALL Consolidated						
Net Sales	943.1	905.7	4.1%	2,815.5	2,551.2	10.4%
Adjusted EBITDA (1)	503.6	487.3	3.3%	1,480.6	1,345.1	10.1%
EBITDA Margin (2)	53.4%	53.8%	-0.4%	52.6%	52.7%	-0.1%
Net Income*	84.4	106.2	-20.5%	44.0	257.8	-82.9%
Net Income (3)	109.9	122.5	-10.2%	327.8	292.5	12.1%
EPS (R$/ Share) **	0.12	0.15	-20.5%	0.06	0.37	-82.9%
Consolidated Balance Sheet Indicators						
Total Assets	18,131.5	14,177.4	27.9%	18,131.5	14,177.4	27.9%
Shareholders Equity	4,681.0	4,377.8	6.9%	4,681.0	4,377.8	6.9%
Adjusted EBITDA (1) (Trailing 12 months)	1,823.2	1,641.1	11.1%	1,823.2	1,641.1	11.1%
Net Debt	4,074.4	3,838.6	6.1%	4,074.4	3,838.6	6.1%
Net Debt / Adjusted EBITDA (Trailing 12 months)	2.2	2.3	-4.5%	2.2	2.3	-4.5%
Net Debt/ Equity	0.9	0.9	-0.7%	0.9	0.9	-0.7%

(1) *Adjusted EBITDA reported in this release is already in accordance with CVM instruction 527/12 and may differ from previously released numbers*
(2) *For EBITDA margin change means percentage points gained/lost*
(3) *Excludes the effects of Argentina´s assets write-off and Argentina's results*
** Refers to ALL's stake, after minorities*
***Earnings per share calculation based on number of existing shares as of September 30th of 2012 and 2013*

Comments from Alexandre Santoro, CEO

We are announcing 9M13 results showing a 10.4% increase in Consolidated Net Revenues to R$2,815.5 million and a 10.1% growth in Consolidated Adjusted EBITDA, to R$1,480.6 million. Adjusted EBITDA increased 9.9% in ALL Rail Operations to R$1,423.0 million, 15.6% in Brado Logística to R$37.1 million, and 15.2% in Ritmo Logística to R$20.5 million.

Net results were R$44.0 million in 9M13, impacted by a negative effect of R$283.8 million from the write-off of assets and from the operations results in Argentina. On June 5th, the Argentine Government rescinded the concessions of ALL in the country. As previously informed by ALL to the market, the Company was planning to discontinue its operations in Argentina in view of the political and economic scenario in that country. The results from this operation represented in the last years only a minor share of ALL's consolidated results, but had been demanding a disproportional focus by the management. Excluding the effect of operations in Argentina, net income increased 12.1%, from R$292.5 million in 9M12 to R$327.8 million in 9M13.

In 3Q13, we had another positive crop scenario, as in the previous quarters of this year. The second corn crop ("safrinha"), which is harvested in 2H, grew 19% in 2013, comparing to the same period of 2012. In 2013, total crop in our coverage area grew 26% against 2012. Our Rail Operations, however, kept suffering with operational problems at the ports we serve, as in the 2Q13, and could not convert the good crop scenario into volume growth.

At the Port of Santos, rail volumes were still affected by (i) the expansion works of the rail unloading structure at the main sugar terminals, which will increase capacity when completed, but reduce about 40% of the existing capacity compared to the same period of the last year and (ii) the two accidents that occurred in June at our two most important rail unloading terminals, TGG (Terminal de Granéis do Guarujá) and Terminal XXXIX (right border), reducing the capacity of these terminals during the whole quarter. TGG represents almost 50% of total ALL´s rail unloads on the grain segment at the Port of Santos and Terminal XXXIX is the second most important grain unloading terminal for ALL at the Port. Moreover, excessive rainfalls in July also restrained terminals unloading capacity at Port of Santos and Paranaguá for about 15 consecutive days.

The severe restrictions faced at the Ports we serve reduced overall logistic system capacity and impacted rolling stock productivity in the 3Q13 as compared to the same period of last year. Volumes decreased 5.7% in the quarter, from 12,723 million RTK in 3Q12 to 12,003 million RTK, but improved 6.6% as compared to 2Q13. In the agricultural commodities – the segment which relies more on the efficiency of operations at the ports - volumes decreased 9.2% comparing to the same period of 2012.

Industrial segment volumes rose 8.1% year-over-year in 3Q13, recovering when compared to previous quarters. The increase was supported both by intermodal flows and pure rail flows, which were able to grow even with the lower industrial activity. In intermodal flows, volumes increased 9.7% in 3Q13, pushed by an 80.8% augment in wood products, driven by the ramp-up of Eldorado Project, and a 33.9% growth in containers transportation, due to Brado´s growth. In pure rail flows, volumes increased 6.8%, pushed by an important increase in fuel products transportation.

Rail Operations Adjusted EBITDA increased 3.2% in 3Q13, from R$465.6 million to R$480.4 million, mainly due to stronger yields and slighty better margins in the quarter. ALL´s average yield in Brazil augmented 8.9% in 3Q13 when compared to 3Q12, driven by the inflation and diesel price increases pass through to take-or-pay contracts and spot market freight.

In August 2013, we started operations at our 260 km rail expansion, from Alto Araguaia (MT) to Rondonópolis (MT). The new rail track goes further into the Brazilian agricultural frontier and is part of Brazil´s main agricultural corridor - from the State of Mato Grosso to Port of Santos. We expect to load around 10 million tons of agricultural commodities in Rondonópolis in a whole year, volume which used to be loaded in our terminal in Alto Araguaia prior to this project, increasing transported distance and RTK´s. The Rondonópolis project is an important step for our positive cash flow generation, as it consumed investments in the rail and terminal in the last years and now we start to reap its benefits.

Brado completed its capitalization process through the capital injection of R$400 million by Fundo de Investimento do Fundo de Garantia do Tempo de Serviço – FI-FGTS in August. As a result, ALL now holds a 62.2% stake of Brado's capital. The new equity will support Brado´s investment plan. Moreover, Brado Logística presented a volume increase of 21.8% in the quarter. Adjusted EBITDA grew 8.2% in 3Q13, to R$15.7 million.

Ritmo Logística continued its ramp-up, with total volumes increasing by 12.9% in 3Q13. The volume growth reflects the 50.1% increase in Intermodal volumes over 3Q12 and a good quarter in General Cargo operations. Ritmo's Adjusted EBITDA increased 3.8% to R$7.4 million in 3Q13, when compared to R$7.2 million in 3Q12.

For 4Q13, the market outlook remains favorable for Rail Operations in Brazil. In agricultural commodities, volumes should keep benefiting from the good second corn crop ("safrinha"). The operations from our Rondonópolis Terminal ramped-up in August and September and the terminal will be able to operate at full capacity in 4Q13. Moreover, we expect a more regular operation at the ports we serve as (i) the 4Q is an off season period and the ports will be less pressured during the quarter and (ii) the major part of restrictions we faced at our main grain unloading terminals at the Port of Santos – TGG and Terminal

XXXIX – will be removed. For industrial products, the expectations are also positive with the continuation of Eldorado´s project and Brado´s ramp-up.

DISCUSSION ON ALL CONSOLIDATED RESULTS

Table 2 - ALL Consolidated Financial Highlights (R$ million)	3Q13	3Q12	% Change*	9M13	9M12	% Change*
Net Sales	943.1	905.7	4.1%	2,815.5	2,551.2	10.4%
Adjusted EBITDA	503.6	487.3	3.3%	1,480.6	1,345.1	10.1%
EBITDA Margin	53.4%	53.8%	-0.4%	52.6%	52.7%	-0.1%
Net Income **	84.4	106.2	-20.5%	44.0	257.8	-82.9%
EPS (R$/ Share)	0.12	0.15	-20.5%	0.06	0.37	-82.9%

** For EBITDA Margin indicates percentage points gained / lost*
*** Refers to ALL's stake, after minorities*

In 9M13, ALL Consolidated net revenues increased 10.4%, from R$2,551.2 million in 9M12 to R$2,815.5 million, mainly driven by higher yields in Rail Operations and by the contribution of our new businesses, Brado and Ritmo. In 3Q13, Consolidated net sales grew 4.1% from R$905.7 million in 3Q12 to R$943.1 million.

Adjusted EBITDA grew 10.1% in 9M13, from R$1,345.1 million in 9M12 to R$1,480.6 million, as we had (i) a 9.9% increment of Brazil Rail Operations Adjusted EBITDA, (ii) a 15.6% growth in Brado's Adjusted EBITDA, which reached R$37.1 million and (iii) a 15.2% augment in Ritmo´s figures.

Table 3 - Adjusted EBITDA (R$ million)	3Q13	3Q12	Change	% Change	9M13	9M12	Change	% Change
ALL Consolidated	503.6	487.3	16.3	3.3%	1,480.6	1,345.1	135.5	10.1%
ALL Rail Operations	480.4	465.6	14.8	3.2%	1,423.0	1,295.3	127.8	9.9%
Brado Logística	15.7	14.5	1.2	8.2%	37.1	32.1	5.0	15.6%
Ritmo Logística	7.4	7.2	0.3	3.8%	20.5	17.8	2.7	15.2%

Consolidated EBITDA margin decreased 0.1 percentage point, from 52.7% in 9M12 to 52.6% in 9M13, as Brado and Ritmo have lower margins then the Rail Operations and as they marginally increased their participation on total Adjusted EBITDA.

Table 4 - EBITDA Margin %	3Q13	3Q12	Change *	9M13	9M12	Change *
ALL Consolidated	53.4%	53.8%	-0.4%	52.6%	52.7%	-0.1%
ALL Rail Operations	60.0%	59.8%	0.2%	59.0%	58.9%	0.0%
Brado Logística	22.2%	23.9%	-1.7%	18.1%	18.8%	-0.6%
Ritmo Logística	10.3%	10.8%	-0.5%	10.4%	9.8%	0.6%

**Indicates percentage points gained / lost*

ALL Rail Operations

In Brazil, we faced a good agricultural market scenario along the quarter, as the second corn crop ("safrinha"), which is harvested in 2H, increased 19% year-over-year. However, we kept suffering with operational restrictions in the ports we serve, impacting directly our railroad capacity and productivity. Agricultural volumes decreased 9.2% in the quarter comparing to 3Q12, but grew 6.6% over 2Q13.

Industrial volumes recovered after presenting consecutive decreases in the last quarters. Despite the lower economic activity in the sector, this segment increased its volumes by 8.1% in the quarter against 3Q12, mainly due to a good performance of volumes from Eldorado Project, Brado Logística and of fuel products.

Total volumes decreased 5.7% in 3Q13, from 12,723 million RTK in 3Q12 to 12,003 million RTK. In 9M13, transported volumes stayed almost flat year-over-year.

The total volume decrease in the quarter was offset in a large portion by yield augments. Freight prices in take-or-pay contracts and in the spot market grew as we passed through diesel price increases and inflation. ALL´s average yield in Brazil, measured in R$/000´RTK, rose 8.9% in 3Q13 and 10.0% in 9M13.

Adjusted EBITDA presented a 3.2% increase in the quarter and a 9.9% growth in the first nine months of 2013.

Table 5 - ALL Rail Operations	3Q13	3Q12	% Change*	9M13	9M12	% Change*
Volume (million RTK)	12,003	12,723	-5.7%	33,192	33,262	-0.2%
Net Revenues	800.1	778.5	2.8%	2,413.9	2,198.6	9.8%
Net Yield (R$/'000 RTK)	66.7	61.2	8.9%	72.7	66.1	10.0%
Adjusted EBITDA	480.4	465.6	3.2%	1,423.0	1,295.3	9.9%
EBITDA Margin	60.0%	59.8%	0.2%	59.0%	58.9%	0.0%

** For EBITDA Margin indicates percentage points gained / lost*

Brado Logística

Brado Logística continued its volume ramp-up in 3Q13, transporting 21.8% more containers than in 3Q12, from 13.6 thousand to 16.6 thousand containers. In 9M13, the growth year-over-year reached 25.6%, positively affected by the four corridors that Brado operates, among which the Wide Gauge and Paraná corridors stood out. Brado´s Adjusted EBITDA increased 15.6% in the first nine months of 2013, against the same period of 2012.

Table 6 - Brado Logística	3Q13	3Q12	% Change*	9M13	9M12	% Change*
Volume (Thousand Containers)	16.6	13.6	21.8%	47.5	37.8	25.6%
Net Revenues	70.9	60.9	16.5%	204.5	170.8	19.7%
Net Yield (Thousand R$/Container)	4.3	4.5	-4.3%	4.3	4.5	-4.7%
Adjusted EBITDA	15.7	14.5	8.2%	37.1	32.1	15.6%
EBITDA Margin	22.2%	23.9%	-1.7%	18.1%	18.8%	-0.6%

** For EBITDA Margin indicates percentage points gained / lost*

Ritmo Logística

Ritmo Logística volume increased 12.9% in the 3Q13, from 19.3 million driven kilometers in 3Q12 to 21.7 million driven kilometers. The volume growth was mainly due to a 50.1% expansion in Ritmo´s Intermodal Business Unit, partially offset by a 2.2% decrease in Dedicated Solutions, driven by the Automotive and Specialized Assets segments. In the first nine months of 2013, volumes increased 10.7% year-over-year, with a 72.6% expansion in Intermodal Business.

Ritmo´s Adjusted EBITDA grew 3.8% from R$7.2 million in 3Q12 to R$7.4 million in 3Q13.

Table 7 - Ritmo Logística	3Q13	3Q12	%Change*	9M13	9M12	%Change*
Volume (million Driven KM)	21.7	19.3	12.9%	60.2	54.4	10.7%
Net Revenues	72.1	66.3	8.7%	197.1	181.8	8.4%
Net Yield (R$/Driven KM)	3.3	3.4	-3.7%	3.3	3.3	-2.1%
Adjusted EBITDA	7.4	7.2	3.8%	20.5	17.8	15.2%
EBITDA Margin	10.3%	10.8%	-0.5%	10.4%	9.8%	0.6%

** For EBITDA Margin indicates percentage points gained / lost*

Vetria Mineração

Vetria is a company created to operate in the exploration, processing, transport, commercialization and exportation of iron ore through an integrated solution. Vetria will invest in (i) the expansion of its Mine's production capacity, (ii) the expansion of the railway capacity, with investments in permanent way infrastructure and in rolling stock acquisition, and (iii) the construction of a private port terminal at its own site in Santos.

In the beginning of this year, Vetria concluded the first phase of the Mineral Reserves Evaluation in Corumbá (MS). The Certification Process classifies the estimated Mineral Resources in three categories: Inferred, Indicated and Measured. The first phase of Certification estimated the Inferred Resources of Vetria's Mine. The second phase of the Mine's Certification is advancing and will be able to estimate the Indicated and Measured Mineral Resources.

Coffey Mining, which is carrying the certification, estimates that Vetria's Mine has approximately 10 billion tons of Inferred Mineral Resources with an average iron grade of 46%, versus an initial estimate of 1 billion tons of Mineral Resources.

Vetria intends to create an integrated iron ore system - Mine, Railway and Port solution - with annual capacity to produce and export 27.5 million tons of iron ore. Expected investments amounts to approximately R$11.5 billion and are conditioned to the raising of funds from the financial markets and/or any strategic partner, without any guarantee or obligation of funding by Vetria´s shareholders.

Two of the necessary conditions for the effectiveness of Vetria´s project were already achieved: (i) on February 27, 2013, the authorization by the National Defense Council (CDN) for the transfer of mining rights from Vetorial Mineração S.A. to Vetria was published in the Official Gazette of the Brazilian Federal Executive and (ii) on November 1, 2013 the Brazilian Institute of Environment and Renewable Natural Resources (IBAMA) issued the rectification of the previous environmental license, adapting it to Vetria´s port project in Santos for the operation of iron ore.

Subsequent Events

In October 2013, ALL informed to the market that it adopted reasonable legal measures against Rumo Logística Operadora Multimodal S.A., aiming to discuss the agreements that regulate the relationship among the parties, subject-matter of the material fact released on March 8, 2009, which may result in the extinction of the contractual relationship. Until decision is rendered by the responsible authority, ALL will continue rendering the railway transportation services for Rumo, observing current restrictions in the railway and port systems.

ALL CONSOLIDATED RESULTS

Table 8 - ALL Consolidated Results (R$ million)	3Q13	3Q12	% Change	9M13	9M12	% Change
Net Revenues	**943.1**	**905.7**	**4.1%**	**2,815.5**	**2,551.2**	**10.4%**
ALL Rail Operations	800.1	778.5	2.8%	2,413.9	2,198.6	9.8%
Brado Logística	70.9	60.9	16.5%	204.5	170.8	19.7%
Ritmo Logística	72.1	66.3	8.7%	197.1	181.8	8.4%
Adjusted EBITDA	**503.6**	**487.3**	**3.3%**	**1,480.6**	**1,345.1**	**10.1%**
ALL Rail Operations	480.4	465.6	3.2%	1,423.0	1,295.3	9.9%
Brado Logística	15.7	14.5	8.2%	37.1	32.1	15.6%
Ritmo Logística	7.4	7.2	3.8%	20.5	17.8	15.2%
EBITDA Margin	**53.4%**	**53.8%**	**-0.4%**	**52.6%**	**52.7%**	**-0.1%**
ALL Rail Operations	60.0%	59.8%	0.2%	59.0%	58.9%	0.0%
Brado Logística	22.2%	23.9%	-1.7%	18.1%	18.8%	-0.6%
Ritmo Logística	10.3%	10.8%	-0.5%	10.4%	9.8%	0.6%
Net Income	**84.4**	**106.2**	**-20.5%**	**44.0**	**257.8**	**-82.9%**
ALL Rail Operations *	76.3	100.9	-24.4%	29.8	247.8	-88.0%
Brado Logística *	6.8	5.2	31.8%	10.2	9.3	9.5%
Ritmo Logística *	1.3	0.1	1019.3%	4.0	0.6	549.9%
Earnings per Share (R$/share)	**0.12**	**0.15**	**-20.5%**	**0.06**	**0.37**	**-82.9%**

** Refers to ALL's stake, after minorities*

Table 9 - ALL Cash Flow (R$ million)	9M13	9M12	% Change
Operating Activities	**473.3**	**336.6**	**40.6%**
ALL Rail Operations	418.6	326.9	28.0%
Brado Logística	37.0	6.6	462.8%
Ritmo Logística	17.8	3.1	477.1%
Investing Activities	**(698.3)**	**(684.0)**	**2.1%**
ALL Rail Operations	(569.0)	(641.3)	-11.3%
Brado Logística	(122.1)	(28.1)	334.1%
Ritmo Logística	(7.2)	(14.6)	-50.5%
Free Cash Flow	**(225.0)**	**(347.4)**	**-35.2%**
ALL Rail Operations	(150.5)	(314.3)	-52.1%
Brado Logística	(85.1)	(21.6)	294.9%
Ritmo Logística	10.6	(11.5)	na
Financing Activities	**37.8**	**(218.9)**	**na**
ALL Rail Operations	(417.6)	(258.9)	61.3%
Brado Logística	451.1	26.4	1606.1%
Ritmo Logística	4.3	13.6	-68.5%
Change in Cash	**(187.2)**	**(566.2)**	**-66.9%**
ALL Rail Operations	(568.1)	(573.2)	-0.9%
Brado Logística	366.0	4.9	7385.9%
Ritmo Logística	14.9	2.1	610.6%
Closing Balance in Cash	**2,321.1**	**1,533.5**	**51.4%**
ALL Rail Operations	1,931.4	1,515.0	27.5%
Brado Logística	370.8	11.4	3160.7%
Ritmo Logística	19.0	7.2	164.7%

Table 10 - ALL Consolidated Balance Sheet (R$ million)	3Q13	3Q12	% Change
Total Assets	**18,131.5**	**14,483.4**	**25.2%**
ALL Rail Operations	17,235.3	14,108.1	22.2%
Brado Logística	764.7	254.3	200.7%
Ritmo Logística	131.4	121.0	8.6%
Shareholders Equity	**4,681.0**	**4,357.8**	**7.4%**
ALL Rail Operations	4,062.7	4,155.2	-2.2%
Brado Logística	522.3	114.7	355.5%
Ritmo Logística	96.0	88.0	9.1%
Adjusted EBITDA (Trailing 12 months)	**1,823.2**	**1,641.1**	**11.1%**
ALL Rail Operations	1,747.3	1,575.5	10.9%
Brado Logística	47.1	41.1	14.5%
Ritmo Logística	28.8	24.5	17.8%
Net Debt	**4,074.4**	**3,958.5**	**2.9%**
ALL Rail Operations	4,301.2	3,893.8	10.5%
Brado Logística	(229.5)	57.5	na
Ritmo Logística	2.6	7.1	-63.6%
Net Debt / Adjusted EBITDA (Trailing 12 months)	**2.2**	**2.4**	**-7.4%**
ALL Rail Operations	2.4	2.5	-3.0%
Brado Logística	3.4	1.4	143.2%
Ritmo Logística	0.2	0.3	-23.9%
Net Debt / Shareholders Equity	**0.9**	**0.9**	**-4.2%**
ALL Rail Operations	1.1	0.9	12.9%
Brado Logística	1.3	0.5	152.6%
Ritmo Logística	0.1	0.1	-16.9%

ALL RAIL OPERATIONS – BUSINESS DESCRIPTION

ALL Rail operations is composed by 4 rail concessions in Brazil, totaling 12.9 thousand km of rail tracks, 966 locomotives and 27,748 rail cars, through which the Company transports agricultural commodities and industrial products. The rail network serves an area that accounts for approximately 80% of Brazil´s GDP, where four of the most active ports in Brazil are located, through which approximately 78% of Brazil's grain exports are shipped annually. Results are divided in two business units: Agricultural Commodities and Industrial Products.

The Agricultural Commodities business unit consists in three main flows of transportation: (i) Export flows, which ship soybean, soybean meal, corn, sugar and wheat, from the countryside terminals to the ports of Santos, Paranaguá, Rio Grande and São Francisco do Sul, (ii) Import flows, transporting mainly fertilizers and wheat from the ports to the countryside and (iii) for internal market distribution, through which agricultural commodities are transported to attend production demands among different regions in Brazil.

In Industrial Products, there are two different segments: Intermodal Products and Pure Rail Products. Intermodal Products comprises products which were not historically transported by railroad in Brazil because of the level of service needed in those operations, which was much higher than railroad offered in the past. As we improved our operational indicators along the years, we started to be able to capture those volumes, usually in a partnership model with our clients, where the needed investment is shared between both. The growth dynamic in this unit is based in the company's capacity of adding new projects or by further expansions of existing projects. The unit is composed by steel products, wood products, food products and containers.

In Pure Rail Products we have a different situation, as even before the privatization those volumes were highly transported by rail. The unit consists in construction, vegetal oil and fuel products transportation, which today are shipped almost exclusively by rail in our area of operation. The high market share we have in this segment leave us subject to market's performance, and we expect that growth in this unit should be aligned to Brazilian GPD in the long term.

Regarding ALL Rail Operation strategy, the company expects to grow its organic business volumes in a rate of 10% per year, on average, over the next 5 years. The growth is mainly sustained by market share gains and productivity improvements, as Capex level should remain stable, around R$700 million per year, decreasing as a percentage of revenues through the years. Moreover, in 2012 we concluded the construction of our new rail network from Alto Araguaia to Rondonópolis, and it start to operate in 3Q13.

ALL Rail Operations Technical Sheet			
Rail Network *('000 Km)*	*12.9*	***Locomotives***	*966*
Employees	*8,487*	***Railcars***	*27,748*
Business Units	*Agricultural Commodities* *Industrial Products*		
Ports	*Santos (SP)* *Paranaguá (PR)*	*Rio Grande (RS)* *São Francisco (SC)*	
Concessions	*ALL Malha Norte (MS/MT) – 2079* *ALL Malha Oeste (MS) – 2026*	*ALL Malha Sul (SP/PR/SC/RS) – 2027* *ALL Malha Paulista (SP) – 2028*	

DISCUSSION ON ALL RAIL OPERATIONS RESULTS

Table 11 - ALL Rail Operations (R$ million)	3Q13	3Q12	%Change*	9M13	9M12	%Change*
Volume (million RTK)	12,003	12,723	-5.7%	33,192	33,262	-0.2%
Net Revenues	800.1	778.5	2.8%	2,413.9	2,198.6	9.8%
Net Yield (R$/'000 RTK)	66.7	61.2	8.9%	72.7	66.1	10.0%
Adjusted EBITDA	480.4	465.6	3.2%	1,423.0	1,295.3	9.9%
EBITDA Margin	60.0%	59.8%	0.2%	59.0%	58.9%	0.0%

** For EBITDA Margin indicates percentage points gained / lost*

ALL Rail Operations presented a 9.9% growth in its Adjusted EBITDA in 9M13, when compared to the same period of last year, reaching R$1,423.0 million. Net revenues had an increment of 9.8% in the first nine months of 2013, to R$2,413.9 million, driven by yield increases.

As in the previous quarters of this year, we faced a good crop scenario for Brazil Rail Operations in 3Q13. The second corn crop ("safrinha") grew 19% year-over-year. Despite of the good demand scenario, volumes remained stable in 9M13 against 9M12, below our long term guidance of 10% growth year-over-year. This result was composed by (i) a volume growth in 1Q13, as we took advantage of the good crop scenario like we have done historically, (ii) a stable volume in 2Q13, once ports operations became a bottleneck due to punctual restrictions and (iii) a volume decrease in 3Q13, still reflecting the port restrictions.

The port restrictions are related to the (i) extension works in the sugar terminals at the Port of Santos, which made them to operate at around 40% lower capacity compared to the same period of last year; (ii) accidents in the two main grain rail unloading terminals in the same port which made we spread our rail operations into smaller and less efficient terminals, directly impacting the average productivity of rail cars and locomotives; and (iii) an extra restriction during July, due to excessive rainfalls in the ports.

We obtained the operational license for the Rondonópolis Project in August and started to haul volumes from it, which is an important step for our Rail Operations. The project consists in a 260 km rail expansion, from Alto Araguaia (MT) to Rondonópolis (MT). The new rail track goes further into the Brazilian agricultural frontier and is part of Brazil´s main agricultural corridor - from the State of Mato Grosso to Port of Santos. In 2012, more than 10 million tons of agricultural commodities were loaded in our terminal in Alto Araguaia. With the extension of our rail line from Alto Araguaia to Rondonópolis, a major part of this volume will be loaded in our new terminal in Rondonópolis, increasing transported distance and RTK´s. During August and September, we ramped-up our operations in the terminal, and should be operating at full capacity in 4Q13. Rondonópolis project is an important step for our positive cash flow generation, as it consumed investments in the rail and terminal in the last years and now we start to reap its benefits.

Agricultural Commodities

The problems we had in the ports restricted their operational capacity and created an important bottleneck during the harvest season, especially considering the current positive crop environment. This bottleneck directly impacted railroad productivity and capacity.

At the Port of Santos, some of the problems we faced in 2Q13 still affected the whole 3Q13, offsetting any potential gain from the good crop, as (i) the expansion works of the rail unloading structure at the main sugar terminals, which will increase capacity when completed, reduced about 40% of the existing capacity compared to the same period of 2012, (ii) the fire incident in a shiploader at TGG (Terminal de Granéis do Guarujá), the main rail operation terminal in the port, which reduced the capacity of the terminal during the whole quarter, and (iii) the shiploader accident in Terminal XXXIX (right border), the second most important rail unloading terminal, limiting its capacity during 3Q13. Volumes were also impacted by excessive rainfalls in July.

With limited capacity at these terminals, we had to spread our rail operations into smaller and less efficient terminals, which directly impacted railcars and locomotives average productivity. Lower productivity for our assets means reduced capacity in the rail.

Our GTK decreased 7.0% year-over-year comparing to 3Q12, as we decreased our RTK during this period. Diesel consumption increased 2.4% in 3Q13 against 3Q12, impacted by the operational bottlenecks during the quarter. In 9M13, diesel consumption was flat year-over-year.

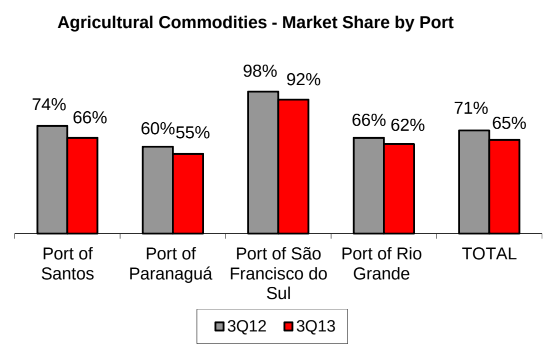
Table 12 - Brazilian Operational Figures	3Q13	3Q12	Change	9M13	9M12	Change
GTK (billion)	19.3	20.7	-7.0%	55.7	56.0	-0.5%
Diesel Consumption (Litters/ '000 GTK)	5.3	5.2	2.4%	5.3	5.3	0.3%

Agricultural commodities volumes decreased 9.2% in 3Q13, from 10,083.1 million RTK in 3Q12 to 9,150.8 million RTK. The decrease can be seen in almost all agricultural products, as they were all affect by ports operational restrictions. Agricultural volumes increased 6.6% in 3Q13 against 2Q13.

Table 13 - Agricultural Commodities Products (million RTK)	3Q13	3Q12	Change	9M13	9M12	Change
Soybean	1,319.7	723.4	82.4%	10,200.9	9,849.7	3.6%
Soybean Meal	823.4	1,058.9	-22.2%	2,789.7	3,503.1	-20.4%
Fertilizers	428.5	574.6	-25.4%	1,307.4	1,601.4	-18.4%
Sugar	1,759.7	1,991.2	-11.6%	3,749.7	3,471.5	8.0%
Corn	4,764.0	5,540.7	-14.0%	7,049.6	6,203.5	13.6%
Wheat	0.0	49.1	-100.0%	204.1	474.0	-56.9%
Rice	55.6	145.1	-61.7%	203.9	407.7	-50.0%
Total	**9,150.8**	**10,083.1**	**-9.2%**	**25,505.3**	**25,511.0**	**0.0%**

In 9M13, agricultural volumes were flat year-over-year. The volume in the period benefited from a 2.5% increase in the grain complex volumes (soybean, soybean meal and corn) and especially from an 8.0% increase in sugar volumes, despite the limited unloading capacity at Port of Santos, but were offset by volumes decreases in fertilizers, wheat and rice.

ALL's total market share at the ports we serve decreased from 71% in 3Q12 to 65% in 3Q13. At the Port of Santos, our share decreased from 74% to 66% in 3Q13. Besides the crop recovery, the operational problems at the Port reduced the operational capacity of the rail versus trucks, once the rail asset turnover was impacted.



Agricultural commodities net revenues were stable in the 3Q13, as average yield increased 10.2% compensating for the transported volume decrease in the period. The yield growth was a result of the pass through of inflation and diesel price increases to our take-or-pay contracts and spot market freight prices. In 9M13, net revenues increased 11.0%, to R$1,934.1 million.

Adjusted EBITDA increased 1.3% in 3Q13, reaching R$389.4 million driven by higher yields and a better EBITDA margin, from 61.1% to 61.9%. In 9M13, Adjusted EBITDA grew 12.2%, to R$1,181.2 million.

Table 14 - Agricultural Commodities (R$ million)	3Q13	3Q12	%Change*	9M13	9M12	%Change*
Volume (million RTK)	9,151	10,083	-9.2%	25,505	25,511	0.0%
Net Revenues	629.1	628.8	0.1%	1,934.1	1,741.9	11.0%
Net Yield (R$/'000 RTK)	68.8	62.4	10.2%	75.8	68.3	11.1%
Adjusted EBITDA	389.4	384.4	1.3%	1,181.2	1,053.2	12.2%
EBITDA Margin	61.9%	61.1%	0.8%	61.1%	60.5%	0.6%

** For EBITDA Margin indicates percentage points gained / lost*

Industrial Products

Industrial volumes recovered from the previous quarters, increasing 8.1% in 3Q13 against 3Q12. This growth was reached despite the low activity during the quarter. Both intermodal products flows and pure rail flows contributed positively to this increase.

In the intermodal flows, volumes increased 9.7% in 3Q13 against 3Q12. This rise was supported by an 80.8% growth of Eldorado Project´s volumes and a 33.9% augment in containers transported volumes.

Table 15 - Intermodal Industrial Products (million RTK)	3Q13	3Q12	Change	9M13	9M12	Change
Steel and Mining Products	280.2	429.5	-34.8%	916.4	1,524.1	-39.9%
Wood Products	449.8	248.8	80.8%	1,015.0	747.7	35.7%
Food Products	19.7	32.9	-40.2%	66.1	91.3	-27.6%
Containers	469.5	350.7	33.9%	1,297.1	912.6	42.1%
Others	31.9	78.8	-59.5%	109.8	195.0	-43.7%
Total	**1,251.2**	**1,140.7**	**9.7%**	**3,404.4**	**3,470.7**	**-1.9%**

In pure rail flows, volumes increased 6.8% in 3Q13, comparing to 3Q12, pushed by an 11.8% increase in fuel products transportation. Construction volumes still presented a decrease in the quarter, but in a smaller percentage when compared to previous quarters. The good quarter of pure rail flows offset previous volume decreases in the year, bringing year-to-date volumes to a stable level in 9M13.

Table 16 - Pure Rail Industrial Products (million RTK)	3Q13	3Q12	Change	9M13	9M12	Change
Fuel Products	1,351.8	1,209.3	11.8%	3,591.5	3,365.4	6.7%
Vegetal Oil	6.1	14.7	-58.7%	19.1	59.6	-68.0%
Construction	243.3	274.9	-11.5%	672.0	855.4	-21.4%
Total	**1,601.1**	**1,499.0**	**6.8%**	**4,282.6**	**4,280.4**	**0.1%**

Net revenues in industrial products increased 14.1% in the quarter, pushed by the volume increase and a 5.6% average yield growth. Adjusted EBITDA increased 12.1% in 3Q13 to R$90.9 million, and was almost flat in 9M13 when compared to the first nine months of 2012.

Table 17 - Industrial Products (R$ million)	3Q13	3Q12	% Change*	9M13	9M12	% Change*
Volume (million RTK)	2,852	2,640	8.1%	7,687	7,751	-0.8%
Net Revenues	170.9	149.8	14.1%	479.8	456.7	5.0%
Net Yield (R$/'000 RTK)	59.9	56.7	5.6%	62.4	58.9	5.9%
Adjusted EBITDA	90.9	81.1	12.1%	241.8	242.1	-0.1%
EBITDA Margin	53.2%	54.2%	-1.0%	50.4%	53.0%	-2.6%

** For EBITDA Margin indicates percentage points gained / lost*

ALL RAIL OPERATIONS RESULTS

Table 18 - ALL Rail Operations (R$ million)	3Q13	3Q12	Change	9M13	9M12	Change
Net Revenues	**800.1**	**778.5**	**2.8%**	**2,413.9**	**2,198.6**	**9.8%**
COGS	**(401.4)**	**(387.9)**	**3.5%**	**(1,221.3)**	**(1,127.1)**	**8.4%**
Fuel	(152.7)	(141.6)	7.8%	(427.1)	(381.5)	12.0%
Outsourced and contracted fleet	(10.4)	(14.9)	-30.3%	(36.3)	(37.8)	-3.9%
Labor	(53.7)	(50.5)	6.4%	(180.9)	(167.3)	8.1%
Maintenance	(19.1)	(23.3)	-18.0%	(67.9)	(68.6)	-0.9%
Depreciation and Amortization	(123.4)	(112.3)	9.9%	(358.2)	(325.6)	10.0%
Other Costs	(11.6)	(28.5)	-59.3%	(81.6)	(92.0)	-11.2%
Rolling stock rental	(30.5)	(16.9)	80.5%	(69.2)	(54.4)	27.2%
Operating income (expenses)	**(41.7)**	**(37.9)**	**9.9%**	**(128.7)**	**(104.6)**	**23.1%**
Equity Earnings (Loss)	**(8.6)**	**1.4**	**na**	**(88.9)**	**2.7**	**na**
Operating Profit	**348.5**	**354.1**	**-1.6%**	**975.0**	**969.6**	**0.6%**
Net Financial Expenses	(242.2)	(223.2)	8.5%	(726.2)	(675.4)	7.5%
IR/Minorities/Others	(4.5)	(13.7)	-67.3%	(30.4)	(11.7)	160.4%
Net Income from continued operations	**101.8**	**117.2**	**-13.1%**	**218.5**	**282.6**	**-22.7%**
Net Income from discontinued operations	(25.5)	(16.3)	56.7%	(188.7)	(34.7)	443.2%
Net Income	**76.3**	**100.9**	**-24.4%**	**29.8**	**247.8**	**-88.0%**

Net revenues from Services

Net revenues in ALL Rail Operations went up 2.8% in 3Q13, from R$778.5 million in 3Q12 to R$800.1 million. This increase was pushed by yield increase in the quarter.

Cost of Sales

ALL Rail Operations costs of sales grew 3.5% in 3Q13, from R$387.9 million in 3Q12 to R$401.4 million. Although we decreased our volumes in 3Q13, the growth was pushed by the augment of (i) 7.8% in fuel costs, as there were diesel prices increases after 3Q12, (ii) 9.9% in depreciation and amortization and (iii) 80.5% in rolling stock rental. In 9M13, total costs increased 8.4%, from R$1,127.1 million in 9M12 to R$1,221.3 million.

SG&A/Other Expenses

ALL Rail Operations operating expenses rose 9.9% in 3Q13 year-over-year, from R$37.9 million to R$41.7 million.

Equity Earnings (Loss)

Equity earnings was negative in R$8.6 million in the quarter.

Financial Result

ALL Rail Operations financial result grew 8.5%, to R$242.2 million in 3Q13 compared to 3Q12.

Net Income from continued operations

ALL Rail Operations net income from continued operations in 3Q13 was positive R$101.8 million.

Net Income from discontinued operations

The net income from discontinued operations includes accumulated losses in the Argentinean operation, and was negative R$25.5 million in 3Q13.

CAPEX

Brazil´s Rail Operations investments increased 15.2% in 3Q13, from R$157.0 million in 3Q13 to R$180.9 million.

Table 19 - Investments (R$ million)	3Q13	3Q12	Change	9M13	9M12	Change
Maintenance	89.9	103.4	-13.0%	297.1	260.5	14.0%
Expansion	91.0	53.6	69.7%	272.0	380.8	-28.6%
Total	**180.9**	**157.0**	**15.2%**	**569.0**	**641.3**	**-11.3%**

Cash Flow

ALL Rail Operations cash flow from operating activities improved from an inflow of R$353.0 million in 9M12 to an inflow of R$412.5 million in 9M13. Cash outflow from investments increased from an outflow of R$641.3 million in 9M12 to an outflow of R$569.0 million. Cash flow from financing activities changed from an outflow of R$259.0 million in 9M12 to an outflow of R$411.5 million in 9M13. The overall cash variation changed from a negative variation of R$547.2 million in 9M12 to a negative variation of R$568.1 million in 9M13.

Table 20 - ALL Rail Op. Cash Flow (R$ million)	9M13	9M12	Change
Net Income (in cash basis)	**679.7**	**562.9**	**116.8**
Net Income *	313.6	282.6	31.0
Depreciation and amortization	318.1	325.6	(7.5)
Stock Options	6.5	16.0	(9.5)
Interest Expenses (IS-CASH)	58.3	(13.3)	71.6
Deferred Taxes	(16.8)	(48.0)	31.2
Working Capital	**(229.6)**	**(190.2)**	**(39.3)**
Clients	(25.7)	(97.2)	71.5
Inventory	(101.0)	(47.6)	(53.4)
Suppliers	(109.6)	(58.3)	(51.4)
Labor	6.8	12.9	(6.1)
Other Accounts Variation	**44.4**	**30.4**	**14.1**
Discontinued Operations	**(76.0)**	**(76.1)**	**0.1**
Operating Activities	**418.6**	**326.9**	**91.6**
Capex	(569.0)	(641.3)	72.2
Investing Activities	**(569.0)**	**(641.3)**	**72.2**
Free Cash Flow	**(150.5)**	**(314.3)**	**163.9**
Capital increase / Share buyback	(41.4)	(22.0)	(19.4)
Dividends and Interest on own capital	(58.7)	(55.1)	(3.6)
New loans	850.5	396.3	454.2
Debt Payments / Prepayments	(1,205.2)	(647.4)	(557.8)
Argentina Financing Activities	37.2	69.3	(32.0)
Financing Activities	**(417.6)**	**(258.9)**	**(158.7)**
Change in Cash	**(568.1)**	**(573.2)**	**5.2**
Opening Balance of Cash	**2,499.4**	**2,088.2**	**411.3**
Closing Balance of Cash	**1,931.4**	**1,515.0**	**416.4**

**Excludes the effects of Argentina´s write-off and Argentina´s results*

ALL RAIL OPERATIONS ATTACHMENTS

Table 21 - ALL Rail Operations Balance Sheet (R$ million)	3Q13	2Q13		3Q13	2Q13
Current Assets	**3,219.8**	**3,280.2**	**Current Liabilities**	**2,238.2**	**2,274.2**
Cash, banks and financial investments	1,931.4	1,959.5	Loans and financing/Debentures	906.9	988.6
Trade accounts receivable	326.6	343.2	Suppliers	439.2	556.8
Inventories	236.7	251.5	Taxes, charges and contributions	53.6	64.7
Taxes Recoverable	472.4	483.6	Lease and concession payable	44.0	45.4
Other receivables	252.8	242.4	Dividends and Interest on own capital	3.5	6.2
			Salaries and payroll charges	99.2	98.8
			Commercial Leasings	329.3	175.0
Long-Term Assets	**1,542.0**	**1,567.5**	Other payables	362.6	338.6
Lease of Concession Agreements	77.5	79.1			
Judicial deposits	331.4	328.9	**Long-Term Liabilities**	**10,934.4**	**10,783.6**
Taxes recoverable	1,059.1	1,065.7	Loans and financing/Debentures	5,325.7	5,122.3
Other receivable	73.9	93.8	Provision for contingencies	190.8	194.4
			Lease and concession payable	1,595.9	1,547.0
			Commercial Leasings	1,366.5	1,425.7
Permanent Assets	**12,473.5**	**12,135.0**	Real estate credit advances	301.1	322.0
Investments	1,973.7	1,918.5	Other payables	2,154.4	2,172.1
Intangible	2,370.7	2,385.3			
Property, plant and equipment	8,129.1	7,831.3	**Shareholders' equity**	**4,062.7**	**3,925.0**
Total Assets	**17,235.3**	**16,982.7**	**Total Liab. and shareholders' equity**	**17,235.3**	**16,982.7**

Table 22 - Balance Sheet Indicators (R$ million)	3Q13	2Q13	% Change
Cash, Banks and Financial Investments	1,931.4	1,959.5	-1.4%
Trade Accounts Receivable	326.6	343.2	-4.9%
Property, Plant and Equipment	8,129.1	7,831.3	3.8%
Total Assets	17,235.3	16,982.7	1.5%
Suppliers	439.2	556.8	-21.1%
Loans, Financing and Debentures	6,232.6	6,110.9	2.0%
Shareholders' Equity	4,062.7	3,925.0	3.5%
Net Debt	4,301.2	4,151.4	3.6%
Adjusted EBITDA (Trailing 12 Months)	1,747.3	1,730.8	1.0%
Net Debt/Adjusted EBITDA (Trailing 12 Months)	2.5	2.4	2.6%
Net Debt/Equity	1.1	1.1	0.1%

BRADO LOGÍSTICA – BUSINESS DESCRIPTION

Brado Logística is a company created by ALL in association with Standard Logística and FI-FGTS which is developing the intermodal logistic of containers, focusing on rail transportation, storage, operation of terminals and retro areas of ports, handling and other logistics services. The container segment is fragmented and requires customized services. Brado provides the service level required by the retail market and intends to change the container logistics in Brazil, consolidating the cargo in intermodal terminals and shipping by railroad, in a very cost effective model. ALL owns a stake of 62.2% in Brado Logística.

The most correct way to look into Brado's business is breaking its operations between the four regions the company serves, represented by its corridors: (i) Wide Gauge corridor, linking the regions of Mato Grosso and São Paulo to Port of Santos, (ii) Mercosur corridor, connecting Brazil and Argentina, through the intermodal terminal in Uruguaiana-RS, (iii) Paraná corridor, connecting the country side to Port of Paranaguá and São Francisco, and (iv) Rio Grande corridor, linking the producing regions in the state of Rio Grande do Sul to Port of Rio Grande.

Currently, Brado's share in container market is about 2%, considering only ALL´s covered area. The company intends to invest R$1 billion over the first five years of operation to reach a total market share of approximately 12%, in a market of 2.6 million containers. CAPEX will be 100% funded by equity and debt in Brado´s balance sheet, with no cash being provided by the existing ALL Rail operations.

Brado Logística Technical Sheet			
Intermodal Terminals and Logistic Complex	*Uruguaiana (RS) Cruz Alta (RS) Esteio (RS) Porto Alegre (RS) Colombo (PR) Itajaí (SC)*	*Cambé(PR) Cascavel (PR) Guarapuava(PR) Araucária (PR) Cubatão (SP)*	*Curitiba(PR) Tatuí(SP) Araraquara(SP) Alto Taquari (MT) Bauru (SP)*
Locomotives	*25*		
Railcars	*1,985*		
Employees	*1,477*		
Corridors	***Wide Gauge** - Mato Grosso and São Paulo to Port of Santos **Paraná** - Country side of Paraná to Port of Paranaguá and São Francisco **Rio Grande** - Country side of Rio Grande do Sul to Port of Rio Grande **Mercosur** - Connection between Brazil and Argentina*		
Ports Attended	*Santos (SP) Paranaguá (PR) São Francisco do Sul (SC) Rio Grande (RS)*		

DISCUSSION ON BRADO LOGÍSTICA RESULTS

Table 23 - Volume (Thousand Containers)	3Q13	3Q12	Change	9M13	9M12	Change
Wide Gauge	4.8	3.9	24.0%	14.2	10.0	41.9%
Mercosur	3.0	2.7	9.2%	8.3	8.0	3.6%
Paraná	5.6	3.7	51.5%	15.1	11.2	34.9%
Rio Grande	3.2	3.3	-3.5%	10.0	8.7	15.1%
Total	**16.6**	**13.6**	**21.8%**	**47.5**	**37.8**	**25.6%**

Brado Logística continued its volume ramp-up in the quarter. The 21.8% growth in 3Q13 against 3Q12, from 13.6 thousand to 16.6 thousand containers, was positively impacted by an increment of (i) 51.5% in Paraná corridor volumes, (ii) 24.0% in the Wide Gauge corridor and (iii) 9.2% in Mercosur corridor, partially offset by Rio Grande corridor volumes.

The good performance in Paraná corridor was driven especially by grain volumes and refrigerated products transportation, the entrance and stabilization of a new wood cargo in the corridor and the expansion of Brado´s logistic complex in Cambé (PR). Wide Gauge volumes grew mainly due to the augment of grain volumes, a good quarter of refrigerated products and the return cargo of automotive parts from Santos to Araraquara. Similarly to last quarter, custom restriction had a smoother impact in

3Q13 in Mercosur corridor, when compared to 3Q12, contributing to a better performance year-over-year. Also in this corridor, a good quarter of steel products also had a positive impact. In Rio Grande corridor, volume decreased year-over-year, impacted by the end of a polyethylene operation and a flood at the logistic complex in Esteio (RS), due to excessive rainfalls in September.

Net Revenues in Brado Logística rose 16.5% in 3Q13, from R$60.9 million in 3Q12 to R$70.9 million, and Adjusted EBITDA grew 8.2% reaching R$15.7 million.

In the Intermodal Unit, which represents around 60% of Brado´s revenues, and was created to focus on the intermodal transportation of containers through the four corridors operated by Brado, volumes and Adjusted EBITDA kept growing at similar rates of previous quarters.

The Services Unit, which provides services to different clients at Brado´s terminals, was affected by a flood in Esteio (RS) terminal, impacting operations during September. Brado´s logistic complexes expansions in Cambé (PR), Cubatão (SP) and Rondonópolis (MT) went through a ramp-up during the quarter and didn´t reach their break-even point during 3Q13, also contributing to a tougher quarter for the Services Unit.

In 9M13, net revenues increased 19.7%, from R$170.8 million in 9M12 to R$204.5 million, and Adjusted EBITDA presented a two-digit growth, with an augmented of 15.6%, reaching R$37.1 million. In this period, volume increased 25.6% against 9M12, with all the four main corridors contributing positively.

Table 24 - Brado Logística	3Q13	3Q12	%Change*	9M13	9M12	%Change*
Volume (Containers)	16.6	13.6	21.8%	47.5	37.8	25.6%
Net Revenues	70.9	60.9	16.5%	204.5	170.8	19.7%
Net Yield (Thousand R$/Container)	4.3	4.5	-4.3%	4.3	4.5	-4.7%
Adjusted EBITDA	15.7	14.5	8.2%	37.1	32.1	15.6%
EBITDA Margin	22.2%	23.9%	-1.7%	18.1%	18.8%	-0.6%

** For EBITDA Margin indicates percentage points gained / lost*

In 2Q13, Brado announced a capitalization of R$400 million through a capital injection by Fundo de Investimento do Fundo de Garantia do Tempo de Serviço – FI-FGTS. In August 2013, the deal was approved by CADE and the capitalization process was completed. As a result of the capitalization, ALL now holds 62.2% of Brado’s shares. The funds obtained from the capitalization will be invested mainly in transportation infrastructure and intermodal logistics (railroad, highway and port), such as rolling stock, terminals and permanent way, and is in accordance with Brado´s plan of investing R$1 billion in the first five years of operation, in order to reach 12% of market share of its addressable container market.

4Q expectations remain positive. Brado should benefit from the natural ramp-up that the company is going through since its creation and Rondonópolis terminal should also be operating at full capacity by the end of 2013.

BRADO LOGÍSTICA RESULTS

Table 25 - Brado Logística (R$ million)	3Q13	3Q12	Change	9M13	9M12	Change
Net Revenues	**70.9**	**60.9**	**16.5%**	**204.5**	**170.8**	**19.7%**
COGS	**(55.5)**	**(48.6)**	**14.1%**	**(161.3)**	**(139.4)**	**15.7%**
Third-Party Terminals	(1.1)	(2.9)	-61.5%	(3.3)	(10.7)	-69.6%
Drayage Services/Distribution	(13.2)	(11.3)	16.7%	(40.1)	(31.8)	25.8%
Labor	(14.2)	(12.8)	11.5%	(40.2)	(35.8)	12.2%
Depreciation and Amortization	(4.4)	(4.2)	4.3%	(12.8)	(10.5)	22.2%
Rail and Other Logistic Costs	(22.6)	(17.5)	29.2%	(64.9)	(50.6)	28.4%
Operating income (expenses)	**(4.7)**	**(1.9)**	**142.9%**	**(20.4)**	**(10.0)**	**104.0%**
Equity Earnings (Loss)	**0.0**	**0.0**	**na**	**0.0**	**(0.5)**	**-100.0%**
Operating Profit	**10.8**	**10.3**	**4.2%**	**22.9**	**21.0**	**9.4%**
Net Financial Expenses	0.9	(2.2)	na	(4.7)	(6.0)	-20.3%
IR/Minorities/Others	(4.8)	(2.9)	67.4%	(7.9)	(5.6)	40.4%
Net Income*	**6.8**	**5.2**	**31.8%**	**10.2**	**9.3**	**9.5%**

** Refers to ALL's stake, after minorities*

Net revenues from Services

Brado Logística net revenues increased 16.5% in the quarter, from R$60.9 million in 3Q12 to R$70.9 million, pushed by a 21.8% volume increase, from 13.6 thousand containers in 3Q12 to 16.6 thousand containers, and partially offset by a 4.3% decrease in net yield.

Cost of Sales

Brado Logística costs of sales grew 14.1% in 3Q13, from R$48.6 million in 3Q12 to R$55.5 million. This increase was mainly pushed by an increase of 29.2% in rail and other logistic costs, due to volume augment and adjustments in rail yield, partially offset by a 61.5% decrease in third-party terminals, as we concluded our terminal in Ponta Grossa (PR) and migrated operations to it, reducing operations in third-party terminals.

SG&A/Other Expenses

Brado Logística SG&A and other expenses increased R$2.8 million, from R$1.9 million in 3Q12 to R$4.7 million.

Financial Result

Brado Logística financial result improved from a loss of R$2.2 million in 3Q12 to a profit of R$0.9 million in 3Q13. This improvement was driven by the increase in Brado´s finance revenues, as a result of the inflow of the R$400 million in 3Q13 from the capitalization.

Net Income

As an effect of the results discussed above, Brado Logística net income after minorities increased 31.8% in 3Q13, from R$5.2 million in 3Q12 to R$6.8 million.

CAPEX

Brado Logística investments grew from R$4.4 million in 3Q12 to R$31.5 million. The investment growth mainly reflects rolling stock additions we did in 4Q12 and 1Q13 and investments in terminals and infrastructure.

Table 26 - Investments (R$ million)	3Q13	3Q12	Change	9M13	9M12	Change
Terminals/Infrastructure	4.1	4.4	-7.5%	32.9	14.3	129.9%
Rolling Stock	27.4	0.0	na	89.2	13.8	545.3%
Total	**31.5**	**4.4**	**609.0%**	**122.1**	**28.1**	**334.1%**

Cash Flow

Total change in cash went from R$4.9 million in 9M12 to R$366.0 million, pushed by the capital increase in the quarter, due to Brado´s capitalization.

Table 27 - Brado Logística Cash Flow (R$ million)	9M13	9M12	Change
Net Income (in cash basis)	**26.3**	**19.3**	**7.0**
Net Income	10.2	9.3	0.9
Depreciation and amortization	14.2	11.1	3.1
Stock Options	0.0	0.0	0.0
Interest Expenses (IS-CASH)	1.9	(1.2)	3.1
Deferred Taxes	0.0	0.0	0.0
Working Capital	**28.2**	**(20.1)**	**48.2**
Clients	(8.9)	(10.9)	2.0
Inventory	(0.0)	(1.2)	1.2
Suppliers	33.7	(7.0)	40.7
Labor	3.4	(0.9)	4.3
Other Accounts Variation	**(17.5)**	**7.3**	**(24.8)**
Operating Activities	**37.0**	**6.6**	**30.4**
Capex	(122.1)	(28.1)	(94.0)
Investing Activities	**(122.1)**	**(28.1)**	**(94.0)**
Free Cash Flow	**(85.1)**	**(21.6)**	**(63.6)**
Capital increase / Share buyback	394.9	0.0	394.9
Dividends and Interest on own capital	0.4	0.0	0.4
New loans	102.6	36.6	65.9
Debt Payments / Prepayments	(46.8)	(10.2)	(36.6)
Financing Activities	**451.1**	**26.4**	**424.7**
Change in Cash	**366.0**	**4.9**	**361.1**
Opening Balance of Cash	**4.8**	**6.5**	**(1.7)**
Closing Balance of Cash	**370.8**	**11.4**	**359.4**

BRADO LOGÍSTICA ATTACHMENTS

Table 28 - Brado Logística Balance Sheet (R$ million)	3Q13	2Q13		3Q13	2Q13
Current Assets	**440.4**	**83.1**	**Current Liabilities**	**84.5**	**99.4**
Cash, banks and financial investments	370.8	19.3	Loans and financing	7.3	41.2
Trade accounts receivable	40.6	33.3	Suppliers	54.0	31.1
Inventories	0.0	0.0	Taxes, charges and contributions	2.9	8.0
Taxes Recoverable	21.0	22.5	Salaries and payroll charges	10.3	8.8
Other receivables	7.9	7.9	Commercial Leasings	1.9	2.4
			Other payables	8.1	7.8
Long-Term Assets	**8.2**	**7.9**			
Judicial deposits	5.2	4.4	**Long-Term Liabilities**	**157.8**	**154.2**
Taxes recoverable	0.0	0.0	Loans and financing	134.0	134.2
Other receivable	3.1	3.4	Provision for contigencies	6.3	4.3
			Commercial Leasings	6.0	6.0
Permanent Assets	**316.1**	**285.9**	Other payables	11.5	9.7
Intangible	54.2	51.7			
Property, plant and equipment	261.9	234.2	**Shareholders' equity**	**522.3**	**123.2**
Total Assets	**764.7**	**376.8**	**Total Liab. and shareholders' equity**	**764.7**	**376.8**

Table 29 - Balance Sheet Indicators (R$ million)	3Q13	2Q13	% Change
Cash, Banks and Financial Investments	370.8	19.3	1825.6%
Trade Accounts Receivable	40.6	33.3	22.0%
Property, Plant and Equipment	261.9	234.2	11.8%
Total Assets	764.7	376.8	102.9%
Suppliers	54.0	31.1	73.5%
Loans, Financing and Debentures	141.3	175.4	-19.4%
Shareholders' Equity	522.3	123.2	323.9%
Net Debt	-229.5	156.2	na
Adjusted EBITDA (Trailing 12 Months)	47.1	45.9	2.6%
Net Debt/Adjusted EBITDA (Trailing 12 Months)	-4.9	3.4	na
Net Debt/Equity	-0.4	1.3	na

RITMO LOGÍSTICA – BUSINESS DESCRIPTION

Ritmo Logística is a trucking based logistic company created by the merger of ALL Highway Services Business Unit and Ouro Verde highway operations. The company provides a variety of logistics solutions for several industrial segments in Brazil and Argentina, through its Dedicated business unit. The Intermodal Highway Services provides solutions to clients with volumes having its origin or destination in ALL's railway. ALL owns a stake of 65% in Ritmo Logística.

In Dedicated Business Unit, the company provides customized services in (i) Automotive segment, mainly transporting auto parts between the clients production units, (ii) General Cargo segment, dealing with segments as pulp and paper, chemicals and consumer goods, and (iii) Specialized Assets, which provides special logistics solutions in segments such as industrial gases, beverage (high maltose) and industrial glasses.

Furthermore, Ritmo is well positioned to develop the Intermodal Highway Services, an unexplored market of more than 40 million tons that has its origin or destination in ALL's railway, with a low-capital-intensive model through the use of third party and outsourced fleet.

Ritmo Logística Technical Sheet	
Employees	*555*
Business Units/	***Automotive**– Auto parts transportation* ***Specialized Assets**– High maltose, industrial gases and glasses* ***General Cargo**– Pulp and paper, Consumer goods* ***Intermodal**– Drayage services*
Trucks	*133*
Trailer	*430*

DISCUSSION ON RITMO LOGÍSTICA RESULTS

Table 30 - Volume (million Driven KM)	3Q13	3Q12	Change	9M13	9M12	Change
Dedicated Operations	**13.4**	**13.7**	**-2.2%**	**40.2**	**42.8**	**-6.0%**
Automotive	1.4	1.7	-20.5%	4.0	7.0	-42.7%
General Cargo	5.7	5.0	13.2%	16.7	15.3	9.4%
Specialized Assets	6.3	7.0	-8.8%	19.5	20.6	-5.0%
Intermodal	**8.3**	**5.5**	**50.1%**	**20.0**	**11.6**	**72.6%**
Total	**21.7**	**19.3**	**12.9%**	**60.2**	**54.4**	**10.7%**

Ritmo Logística increased its volumes by 12.9%, from 19.3 million driven kilometers in 3Q12 to 21.7 million driven kilometers in 3Q13.

Intermodal volumes continued its volume ramp-up in 3Q13, increasing 50.1% and reaching 8.3 million driven kilometers, mainly driven by higher agricultural volumes. The Intermodal Business Unit was created and structured in 1Q12 is dedicated to capture market opportunities around ALL rail networks and represented 32.4% of total transported volumes in the quarter.

Dedicated Solutions volumes decreased 2.2% in 3Q13, from 13.7 million driven kilometers in 3Q12 to 13.4 million driven kilometers. Despite a 13.2% growth in General Cargo year-over-year, mainly pushed by higher demand of its clients and a new beverage cargo, Automotive segment and Specialized Assets volumes went down, partially offsetting this increase. The 20.5% volume decrease in the Automotive segment was driven by the discontinuation of low profitable operations in this segment and the 8.8% reduction in Specialized Assets, occurred mainly due to the discontinuation of a chemical volume in the quarter.

Table 31 - Ritmo Logística	3Q13	3Q12	% Change*	9M13	9M12	% Change*
Volume (million Driven KM)	21.7	19.3	12.9%	60.2	54.4	10.7%
Net Revenues	72.1	66.3	8.7%	197.1	181.8	8.4%
Net Yield (R$/Driven KM)	3.3	3.4	-3.7%	3.3	3.3	-2.1%
Adjusted EBITDA	7.4	7.2	3.8%	20.5	17.8	15.2%
EBITDA Margin	10.3%	10.8%	-0.5%	10.4%	9.8%	0.6%

** For EBITDA Margin indicates percentage points gained / lost*

Ritmo's Adjusted EBITDA increased 3.8% in 3Q13, from R$7.2 million in 3Q12 to R$7.4 million, mainly pushed by volume growth in the quarter. In 9M13, Adjusted EBITDA increased 15.2% when compared to 9M12, reaching R$20.5 million.

RITMO LOGÍSTICA RESULTS

Table 32 - Ritmo Logística (R$ million)	3Q13	3Q12	Change	9M13	9M12	Change
Net Revenues	**72.1**	**66.3**	**8.7%**	**197.1**	**181.8**	**8.4%**
COGS	**(66.1)**	**(60.9)**	**8.6%**	**(179.3)**	**(168.0)**	**6.8%**
Third-Party and Outsourced Fleet	(45.5)	(39.4)	15.5%	(120.3)	(99.1)	21.4%
Labor	(7.6)	(7.6)	-0.6%	(22.2)	(20.9)	6.1%
Fuel	(3.0)	(4.3)	-30.1%	(8.9)	(13.8)	-35.6%
Maintenance	(3.3)	(2.2)	50.5%	(8.8)	(7.6)	16.6%
Depreciation and Amortization	(2.3)	(2.7)	-15.2%	(6.6)	(7.0)	-6.2%
Others	(4.5)	(4.7)	-4.9%	(12.6)	(19.6)	-35.9%
Operating income (expenses)	**(1.2)**	**(1.0)**	**21.0%**	**(4.4)**	**(3.3)**	**34.5%**
Equity Earnings (Loss)	**0.0**	**0.0**	**na**	**0.0**	**0.0**	**na**
Operating Profit	**4.8**	**4.4**	**8.9%**	**13.4**	**10.5**	**27.4%**
Net Financial Expenses	(1.5)	(4.2)	-50.9%	(4.1)	(9.1)	-55.5%
IR/Minorities/Others	(2.0)	(0.2)	na	(5.3)	(0.8)	566.7%
Net Income*	**1.3**	**0.1**	**1019.3%**	**4.0**	**0.6**	**549.9%**

** Refers to ALL's stake, after minorities*

Net revenues from Services

Ritmo Logística net revenues grew 8.7% in 3Q13, from R$66.3 million in 3Q12 to R$72.1 million, due to a 12.9% increase in volume, and partially offset by lower average yields in the period.

Cost of Sales

Total cost of sales went up 8.8% in the quarter, from R$60.9 million in 3Q12 to R$66.1 million. The growth was mainly pushed by a 15.5% increase in third-party and outsourced fleet, as we sold some fleet in the quarter and augmented 12.9% in volumes, partially offset by the reduction in fuel and other costs, due to the sale of assets.

SG&A/Other Expenses

Ritmo Logística SG&A and other expenses increased from an expense in 3Q12 of R$1.0 million to an expense of R$1.2 million in 3Q13.

Financial Result

Ritmo Logística financial expenses improved from negative R$4.2 million in 3Q13, decreasing 50.9% when compared to the same period of last year.

Net Income

Ritmo's net income after minorities improved from R$0.1 million in 3Q12 to R$1.3 million in 3Q13.

CAPEX

Ritmo's investments reached R$6.2 million in 3Q13, as the company replaced some fleet during this period. In accumulated 9M13, total investment was 50.5% lower than in 9M12.

Table 33 - Investments (R$ million)	3Q13	3Q12	Change	9M13	9M12	Change
Terminals/Infrastructure	6.2	0.0	na	7.2	14.0	-48.4%
Rolling Stock	0.0	0.0	na	0.0	0.6	na
Total	**6.2**	**0.0**	**na**	**7.2**	**14.6**	**-50.5%**

Cash Flow

Ritmo Logística cash flow from operating activities increased from an inflow of R$3.1 million in 9M12 to an inflow of R$17.8 million in 9M13. Cash outflow from investing activities decreased from R$14.6 million in 9M12, to R$7.2 million in 9M13. As a result, free cash flow improved from negative R$11.5 million to positive R$10.6 million.

Table 34 - Ritmo Logística Cash Flow (R$ million)	9M13	9M12	Change
Net Income (in cash basis)	**12.3**	**7.9**	**4.4**
Net Income	4.0	0.6	3.4
Depreciation and amortization	7.1	7.3	(0.2)
Stock Options	0.0	0.0	0.0
Interest Expenses (IS-CASH)	1.2	(0.0)	1.2
Deferred Taxes	0.0	0.0	0.0
Working Capital	**(2.2)**	**(3.4)**	1.2
Clients	2.0	(8.7)	10.7
Inventory	(0.3)	0.0	(0.3)
Suppliers	(5.9)	4.2	(10.1)
Labor	2.1	1.1	1.0
Other Accounts Variation	**7.7**	**(1.3)**	**9.0**
Operating Activities	**17.8**	**3.1**	**14.7**
Capex	(7.2)	(14.6)	7.4
Investing Activities	**(7.2)**	**(14.6)**	**7.4**
Free Cash Flow	**10.6**	**(11.5)**	**22.1**
Capital increase / Share buyback	0.0	0.0	0.0
Dividends and Interest on own capital	(0.9)	0.0	(0.9)
New loans	6.7	13.6	(6.8)
Debt Payments / Prepayments	(1.6)	0.0	(1.6)
Financing Activities	**4.3**	**13.6**	**(9.3)**
Change in Cash	**14.9**	**2.1**	**12.8**
Opening Balance of Cash	**4.1**	**5.1**	**(1.0)**
Closing Balance of Cash	**19.0**	**7.2**	**11.8**

RITMO LOGÍSTICA ATTACHMENTS

Table 35 - Ritmo Logística Balance Sheet (R$ million)	3Q13	2Q13		3Q13	2Q13
Current Assets	**74.0**	**73.9**	**Current Liabilities**	**16.9**	**20.1**
Cash, banks and financial investments	19.0	10.7	Loans and financing	5.5	5.9
Trade accounts receivable	53.2	56.1	Suppliers	4.0	7.1
Inventories	0.4	0.4	Salaries and payroll charges	7.5	7.2
Taxes Recoverable	1.3	1.0	Other payables	(0.1)	(0.1)
Other receivables	0.2	5.7			
Long-Term Assets	**1.2**	**0.7**	**Long-Term Liabilities**	**18.6**	**13.1**
			Other payables	18.6	13.1
Permanent Assets	**56.2**	**52.7**			
Property, plant and equipment	56.2	52.7	**Shareholders' equity**	**96.0**	**94.0**
Total Assets	**131.4**	**127.2**	**Total Liab. and shareholders' equity**	**131.4**	**127.2**

Table 36 - Balance Sheet Indicators (R$ million)	3Q13	2Q13	% Change
Cash, Banks and Financial Investments	19.0	10.7	77.2%
Trade Accounts Receivable	53.2	56.1	-5.1%
Property, Plant and Equipment	56.2	52.7	6.8%
Total Assets	131.4	127.2	3.3%
Suppliers	4.0	7.1	-44.1%
Loans, Financing and Debentures	21.6	17.0	26.5%
Shareholders' Equity	96.0	94.0	2.1%
Net Debt	2.6	6.3	-59.0%
Adjusted EBITDA (Trailing 12 Months)	28.8	28.6	1.0%
Net Debt/Adjusted EBITDA (Trailing 12 Months)	0.1	0.2	-59.4%
Net Debt/Equity	0.0	0.1	-59.9%

EVENTS TO DISCUSS 3Q13 AND 9M13 RESULTS

3Q13 and 9M13 Results Conference Calls:

|ENGLISH|
November 6, 2013 – Wednesday
8:30 a.m. US EST (11:30 a.m. Brazil)
Phone: +1 (646) 843-6054
Code: ALL

Replay: +55 (11) 2188-0155
Code: ALL

|PORTUGUESE|
November 6, 2013 – Wednesday
7:00 a.m. US EST (10:00 a.m. Brazil)
Phone: +55 (11) 2188-0155
Code: ALL

Replay: +55 (11) 2188-0155
Code: ALL

3Q13 and 9M13 Results Investors Meeting:

November 19, 2013 – Tuesday
8:30 a.m. Brazil

Blue Tree Towers
Av. Brigadeiro Faria Lima, 3989
Vila Olímpia
São Paulo - SP

RSVP: www.all-logistica.com/ir or +55 (11) 3529-3777

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Table 37 - Financial Results (R$ million)	ALL Rail Operations 3Q13	ALL Rail Operations 3Q12	ALL Rail Operations % Change	Brado 3Q13	Brado 3Q12	Brado % Change	Ritmo 3Q13	Ritmo 3Q12	Ritmo % Change	ALL Consolidated 3Q13	ALL Consolidated 3Q12	ALL Consolidated % Change
Net revenues	**800.1**	**778.5**	**2.8%**	**70.9**	**60.9**	**16.5%**	**72.1**	**66.3**	**8.7%**	**943.1**	**905.7**	**4.1%**
Cost of sales	**(401.4)**	**(387.9)**	**3.5%**	**(55.5)**	**(48.6)**	**14.1%**	**(66.1)**	**(60.9)**	**8.5%**	**(522.9)**	**(497.4)**	**5.1%**
Gross profit	**398.7**	**390.6**	**2.1%**	**15.4**	**12.3**	**26.0%**	**6.0**	**5.4**	**11.0%**	**420.1**	**408.3**	**2.9%**
Operating income (expenses)	(41.7)	(37.9)	9.9%	(4.7)	(1.9)	142.9%	(1.2)	(1.0)	21.0%	(47.5)	(40.8)	16.4%
Equity earnings and gain (loss) on investments	**(8.6)**	**1.4**	**na**	**0.0**	**0.0**	**na**	**0.0**	**0.0**	**na**	**(8.6)**	**1.4**	**na**
Operating profit (loss) before net financial	**348.5**	**354.1**	**-1.6%**	**10.8**	**10.3**	**4.2%**	**4.8**	**4.4**	**8.9%**	**364.0**	**368.9**	**-1.3%**
Net financial expenses	(242.2)	(223.2)	8.5%	0.9	(2.2)	na	(1.5)	(4.2)	-64.2%	(242.7)	(229.6)	5.7%
Operating profit (loss)	**106.3**	**130.9**	**-18.8%**	**11.7**	**8.1**	**44.5%**	**3.3**	**0.3**	**1137.7%**	**121.3**	**139.2**	**-12.9%**
Minority Stakes/Others	(0.5)	(2.3)	131.0%	(4.1)	(1.3)	219.1%	(0.7)	(0.1)	1019.3%	(5.3)	(3.7)	**45.0%**
Income tax benefit (expense)	(4.0)	(11.4)	-64.8%	(0.7)	(1.6)	-55.9%	(1.4)	(0.1)	1365.9%	(6.1)	(13.1)	-53.7%
Net Income from continued operations*	**101.8**	**117.2**	**-13.1%**	**6.8**	**5.2**	**31.8%**	**1.3**	**0.1**	**1019.3%**	**109.9**	**122.5**	**-10.2%**
Net Income from discontinued operations	(25.5)	(16.3)	56.7%	0.0	0.0	na	0.0	0.0	na	(25.5)	(16.3)	56.7%
Net Income	**76.3**	**100.9**	**-24.4%**	**6.8**	**5.2**	**31.8%**	**1.3**	**0.1**	**1019.3%**	**84.4**	**106.2**	**-20.5%**

** Refers to ALL's stake, after minorities*

Table 38 - Financial Results (R$ million)	ALL Rail Operations 9M13	ALL Rail Operations 9M12	ALL Rail Operations % Change	Brado 9M13	Brado 9M12	Brado % Change	Ritmo 9M13	Ritmo 9M12	Ritmo % Change	ALL Consolidated 9M13	ALL Consolidated 9M12	ALL Consolidated % Change
Net revenues	**2,413.9**	**2,198.6**	**9.8%**	**204.5**	**170.8**	**19.7%**	**197.1**	**181.8**	**8.4%**	**2,815.5**	**2,551.2**	**10.4%**
Cost of sales	**(1,221.3)**	**(1,127.1)**	**8.4%**	**(161.3)**	**(139.4)**	**15.7%**	**(179.3)**	**(168.0)**	**6.7%**	**(1,561.8)**	**(1,434.5)**	**8.9%**
Gross profit	**1,192.6**	**1,071.5**	**11.3%**	**43.3**	**31.4**	**37.8%**	**17.8**	**13.8**	**29.1%**	**1,253.7**	**1,116.7**	**12.3%**
Operating income (expenses)	(128.7)	(104.6)	23.1%	(20.4)	(10.0)	104.0%	(4.4)	(3.3)	34.5%	(153.5)	(117.9)	30.2%
Equity earnings and gain (loss) on investments	**(88.9)**	**2.7**	**na**	**0.0**	**(0.5)**	**-100.0%**	**0.0**	**0.0**	**na**	**(88.9)**	**2.2**	**na**
Operating profit (loss) before net financial	**975.0**	**969.6**	**0.6%**	**22.9**	**21.0**	**9.4%**	**13.4**	**10.5**	**27.4%**	**1,011.3**	**1,001.0**	**1.0%**
Net financial expenses	(726.2)	(675.4)	7.5%	(4.7)	(6.0)	-20.3%	(4.1)	(9.1)	-55.5%	(735.0)	(690.4)	6.5%
Operating profit (loss)	**248.8**	**294.2**	**-15.4%**	**18.2**	**15.0**	**21.1%**	**9.3**	**1.4**	**559.4%**	**276.3**	**310.7**	**-11.0%**
Minority Stakes/Others	(2.5)	(3.3)	-24.3%	(5.0)	(2.3)	113.5%	(2.2)	(0.3)	549.9%	(9.7)	(6.0)	60.8%
Income tax benefit (expense)	(27.8)	(8.3)	234.8%	(2.9)	(3.3)	-11.2%	(3.2)	(0.5)	578.6%	(33.9)	(12.1)	180.7%
Net Income from continued operations*	**218.5**	**282.6**	**-22.7%**	**10.2**	**9.3**	**9.5%**	**4.0**	**0.6**	**549.9%**	**232.7**	**292.5**	**-20.4%**
Net Income from discontinued operations	(188.7)	(34.7)	443.2%	0.0	0.0	na	0.0	0.0	na	(188.7)	(34.7)	443.2%
Net Income	**29.8**	**247.8**	**-88.0%**	**10.2**	**9.3**	**9.5%**	**4.0**	**0.6**	**549.9%**	**44.0**	**257.8**	**-82.9%**

** Refers to ALL's stake, after minorities*

Table 39 - Financial Results per Business unit (R$ million)	Agricultural Commodities		Industrial Products		ALL Rail Operations		Brado		Ritmo		ALL Consolidated	
	3Q13	3Q12	3Q13	3Q12	3Q13	3Q12	3Q13	3Q12	3Q13	3Q12	3Q13	3Q12
Net revenues	629.1	628.8	170.9	149.8	800.1	778.5	70.9	60.9	72.1	66.3	943.1	905.7
Cost of Sales	(281.8)	(314.2)	(119.6)	(73.8)	(401.4)	(387.9)	(55.5)	(48.6)	(66.1)	(60.9)	(522.9)	(497.4)
Gross Profit	347.3	314.6	51.3	76.0	398.7	390.6	15.4	12.3	6.0	5.4	420.1	408.3
Ajusted EBITDA	**389.4**	**384.4**	**90.9**	**81.1**	**480.4**	**465.6**	**15.7**	**14.5**	**7.4**	**7.2**	**503.6**	**487.3**
%Net Revenues												
Net revenues	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Cost of Sales	-44.8%	-50.0%	-70.0%	-49.3%	-50.2%	-49.8%	-78.2%	-79.9%	-91.7%	-91.8%	-55.4%	-54.9%
Gross Profit	55.2%	50.0%	30.0%	50.7%	49.8%	50.2%	21.8%	20.1%	8.3%	8.2%	44.5%	45.1%
Ajusted EBITDA	**61.9%**	**61.1%**	**53.2%**	**54.2%**	**60.0%**	**59.8%**	**22.2%**	**23.9%**	**10.3%**	**10.8%**	**53.4%**	**53.8%**
Volume												
RTK Million	9,151	10,083	2,852	2,640	12,003	12,723					12,003	12,723
R$ / Volume Unit	R$ / thousand RTK		R$ / thousand RTK		R$ / thousand RTK							
Net revenues	68.8	62.4	59.9	56.7	66.7	61.2						
Cost of Sales	(30.8)	(31.2)	(41.9)	(28.0)	(33.4)	(30.5)						
Gross Profit	38.0	31.2	18.0	28.8	33.2	30.7						
Ajusted EBITDA	**42.6**	**38.1**	**31.9**	**30.7**	**40.0**	**36.6**						

Table 40 - Financial Results per Business unit (R$ million)	Agricultural Commodities		Industrial Products		ALL Rail Operations		Brado		Ritmo		ALL Consolidated	
	9M13	9M12	9M13	9M12	9M13	9M12	9M13	9M12	9M13	9M12	9M13	9M12
Net revenues	1,934.1	1,741.9	479.8	456.7	2,413.9	2,198.6	204.5	170.8	197.1	181.8	2,815.5	2,551.2
Cost of Sales	(881.2)	(875.1)	(340.1)	(252.0)	(1,221.3)	(1,127.1)	(161.3)	(139.4)	(179.3)	(168.0)	(1,561.9)	(1,434.5)
Gross Profit	1,052.9	866.7	139.7	204.8	1,192.6	1,071.5	43.3	31.4	17.8	13.8	1,253.7	1,116.7
Ajusted EBITDA	**1,181.2**	**1,053.2**	**241.8**	**242.1**	**1,423.0**	**1,295.3**	**37.1**	**32.1**	**20.5**	**17.8**	**1,480.6**	**1,345.1**
%Net Revenues												
Net revenues	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Cost of Sales	-45.6%	-50.2%	-70.9%	-55.2%	-50.6%	-51.3%	-78.8%	-81.6%	-91.0%	-92.4%	-55.5%	-56.2%
Gross Profit	54.4%	49.8%	29.1%	44.8%	49.4%	48.7%	21.2%	18.4%	9.0%	7.6%	44.5%	43.8%
Ajusted EBITDA	**61.1%**	**60.5%**	**50.4%**	**53.0%**	**59.0%**	**58.9%**	**18.1%**	**18.8%**	**10.4%**	**9.8%**	**52.6%**	**52.7%**
Volume												
RTK Million	25,505	25,511	7,687	7,751	33,192	33,262					33,192	33,262
R$ / Volume Unit	R$ / thousand RTK		R$ / thousand RTK		R$ / thousand RTK							
Net revenues	75.8	68.3	62.4	58.9	72.7	66.1						
Cost of Sales	(34.6)	(34.3)	(44.2)	(32.5)	(36.8)	(33.9)						
Gross Profit	41.3	34.0	18.2	26.4	35.9	32.2						
Ajusted EBITDA	**46.3**	**41.3**	**31.5**	**31.2**	**42.9**	**38.9**						

Table 41 - Adjusted EBITDA Reconciliation	3Q13				3Q12			
(R$ million)	ALL Rail Operations	Brado	Ritmo	ALL Consolidated	ALL Rail Operations	Brado	Ritmo	ALL Consolidated
Operating Profit before net financial expenses	**324.3**	**10.8**	**4.8**	**339.9**	**354.1**	**10.3**	**4.4**	**368.8**
Depreciation e amortization	123.4	5.0	2.6	**131.0**	112.9	4.2	2.7	**119.9**
Equity earnings and gain (loss) on investments	32.7	0.0	0.0	**32.7**	(1.4)	0.0	0.0	**(1.4)**
Adjusted EBITDA	**480.4**	**15.7**	**7.4**	**503.6**	**465.6**	**14.5**	**7.2**	**487.3**

Table 42 - Adjusted EBITDA Reconciliation	9M13				9M12			
(R$ million)	ALL Rail Operations	Brado	Ritmo	ALL Consolidated	ALL Rail Operations	Brado	Ritmo	ALL Consolidated
Operating Profit before net financial expenses	**950.9**	**22.9**	**13.4**	**987.2**	**969.6**	**21.0**	**10.5**	**1,001.0**
Depreciation e amortization	359.1	14.2	7.1	**380.4**	328.4	11.1	7.3	**346.8**
Equity earnings and gain (loss) on investments	113.0	0.0	0.0	**113.0**	(2.7)	0.0	0.0	**(2.7)**
Adjusted EBITDA	**1,423.0**	**37.1**	**20.5**	**1,480.6**	**1,295.3**	**32.1**	**17.8**	**1,345.1**

Table 43 - ALL Consolidated Balance Sheet (R$ million)	3Q13	2Q13		3Q13	2Q13
Current Assets	**3,734.2**	**3,437.2**	**Current Liabilities**	**2,339.6**	**2,393.7**
Cash, banks and financial investments	2,321.1	1,989.4	Loans and financing	681.7	704.8
Trade accounts receivable	420.4	432.6	Debentures	238.0	330.9
Inventories	237.1	252.0	Suppliers	497.1	595.0
Lease of Concession Agreements	6.2	6.2	Taxes, charges and contributions	58.0	75.2
Taxes Recoverable	494.8	507.1	Lease and concession payable	44.0	45.4
Prepaid expenses	6.5	0.7	Dividends and Interest on own capital	5.7	8.4
Other receivables	248.2	249.2	Salaries and payroll charges	115.6	112.4
			Advances from customers	159.7	137.2
			Commercial Leasings	331.1	177.4
			Other payables	208.7	206.8
Long-Term Assets	**1,551.3**	**1,576.0**	**Long-Term Liabilities**	**11,110.8**	**10,950.9**
Lease of Concession Agreements	77.5	79.1	Loans and financing	2,739.4	2,470.2
Judicial deposits	337.1	333.5	Debentures	2,736.4	2,797.4
Taxes recoverable	1,059.7	1,066.1	Provision for contigencies	197.1	198.7
Other receivable	70.9	91.0	Lease and concession payable	1,595.9	1,547.0
Prepaid expenses	6.1	6.3	Commercial Leasings	1,372.5	1,431.7
Long term investments	0.0	0.0	Real estate credit advances	301.1	322.0
			Other payables	2,168.4	2,183.8
Permanent Assets	**12,845.9**	**12,473.5**	**Shareholders' equity**	**4,681.0**	**4,142.2**
Investments	1,973.7	1,918.5	Capital stock	3,448.3	3,448.3
Intangible	2,425.6	2,437.6	Surplus reserves	1,060.9	752.7
Property, plant and equipment	8,446.5	8,117.4	Equity Adjustments	(73.4)	(130.1)
			Minority Stakes	245.2	71.3
Total Assets	**18,131.5**	**17,486.7**	**Total Liabilities and shareholders' equity**	**18,131.5**	**17,486.7**

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