



**RUMO LOGÍSTICA OPERADORA
MULTIMODAL S.A.**

Corporate Taxpayer ID (CNPJ/MF):

71.550.388/0001-42

Company Registry (NIRE):

35.300.170.865

Publicly Held Company

NOTICE TO SHAREHOLDERS

RUMO LOGÍSTICA OPERADORA MULTIMODAL S.A. (BM&FBovespa: RUMO3) ("Rumo"), in compliance with Article 2 of CVM Instruction 358/2002, announces to its shareholders, the general market and other stakeholders that the Extraordinary Shareholders' Meeting ("ESM") of the Company held on June 12, 2015, approved the Management Proposal for the reverse split of all shares comprising its capital stock, in accordance with the following terms and conditions:

(I) Reverse Stock Split. The two billion, nine hundred ninety million, one hundred fifty-eight thousand, nine hundred eighty-four (2,990,158,984) common shares issued by the Company will be consolidated at the ratio of ten (10) to one (1). As a result, the capital stock of the Company will be represented by two hundred ninety-nine million, fifteen thousand, eight hundred ninety-eight (299,015,898) common shares, with no change in the total value of the capital stock or in the rights conferred by these shares to their holders.

(II) Deadline for adjustment of stock ownership. The shareholders of the Company may, in the period from July 1, 2015 to July 31, 2015, at their sole discretion, adjust their stockholdings into multiples of ten (10) shares, through either private trades or a stock brokerage of their choice authorized to operate by BM&FBOVESPA S.A. – Securities, Commodities and Futures Exchange ("BM&FBOVESPA") so that their stockholding does not result in fractions after the reverse stock split.

(III) Consolidated Shares. As of August 3, 2015, following the deadline for the adjustment of stockholdings mentioned in item "II," the shares representing the Company's capital stock will trade reflecting the reverse stock split.

(IV) Sale of Remaining Fractions. Any fractions of shares still held by shareholders after the period for adjustment of stockholdings, as described in item



“II” above, will be consolidated into whole numbers and sold in an auction on the BM&FBOVESPA. All information related to the sale procedures will be informed in a timely manner through a Notice to Shareholders to be published by the Company.

(V) Amendment to the Bylaws. As a result of the approval of the reserve stock split of the Company, the ESM also approved the new wording of the Bylaws, which was duly adjusted to reflect the new number of common shares comprising its capital stock.

The Company will maintain its shareholders and the market informed of any new developments related to the matter herein.

São Paulo, July 1, 2015

Jose Cezário Menezes de Barros Sobrinho
Chief Financial and Investor Relations Officer

For more information, please contact the Company's Investor Relations Department at:

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