



COSAN LOGÍSTICA S.A.
Corporate Taxpayer's ID
(CNPJ/MF)
17.346.997/0001-39
Corporate Registry (NIRE)
35.300.447.581
Publicly Held Company

**RUMO LOGÍSTICA OPERADORA
MULTIMODAL S.A.**
Corporate Taxpayer's ID
(CNPJ/MF)
71.550.388/0001-42
Corporate Registry (NIRE)
35.300.170.865
Publicly Held Company

**ALL – AMÉRICA LATINA
LOGÍSTICA S.A.**
Corporate Taxpayer's ID
(CNPJ/MF)
02.387.241/0001-60
Corporate Registry (NIRE)
41.300.019.886
Publicly Held Company

MATERIAL FACT

COSAN LOGÍSTICA S.A. (BM&FBOVESPA: CSAN3) ("Cosan Logística"), **RUMO LOGÍSTICA OPERADORA MULTIMODAL S.A.** ("Rumo"), **ALL – AMÉRICA LATINA LOGÍSTICA S.A.** ("ALL"), parent company of the concessionaires ALL – AMÉRICA LATINA LOGÍSTICA MALHA NORTE S.A., ALL – AMÉRICA LATINA LOGÍSTICA MALHA OESTE S.A., ALL – AMÉRICA LATINA LOGÍSTICA MALHA SUL S.A. and ALL – AMÉRICA LATINA LOGÍSTICA MALHA PAULISTA S.A. (ALL Subsidiaries), complying with what is established in Article 2 of CVM Instruction nº 358/2002, hereby inform their shareholders and the market that it was approved today, by unanimous decision, pursuant to Art. 61 of Law 12,529/2011, by the Administrative Council of Economic Defense ("CADE"), the Concentration Act nº 08700.005719/2014-65, related to the merger of shares issued by ALL into Rumo ("Merger"), by the conclusion of an Agreement in Concentration Control ("ACC").

Through the ACC, the companies will adopt certain behaviors, in order to eliminate competition concerns identified by the opinion of the General Superintendence of CADE, in the Material Fact disclosed on December 9, 2014.

The behavioral obligations under the ACC will remain in force for a period of up to seven (7) years, primarily aiming to ensure equal service to rail freight transportation users, mainly through strengthening governance rules, adopting transparency on pricing criteria and limiting the use of rail freight transportation services by related parties.

Considering the obtained approval, ALL and Rumo will continue with the procedures necessary to effect the Merger process, according to the Merger protocol, and will keep their shareholders and the market informed of any relevant developments.

Finally, we inform that the full version of the ACC will be available for consultation at CADE's website at <http://www.cade.gov.br/>.

São Paulo and Curitiba, February 11, 2015.

Marcio Yassuhiro Iha
Cosan Logística and Rumo's
Investor Relations Officer

Rodrigo Barros de Moura Campos
ALL's CFO and
Investor Relations Officer