

**COSAN S.A. INDÚSTRIA E COMÉRCIO**  
Corporate Taxpayer ID (CNPJ/MF) 50.746.577/0001-15  
State Taxpayer Number 35.300.177.045  
Publicly-held Company  
CVM 19836

**MATERIAL FACT**

COSAN S.A. INDÚSTRIA E COMÉRCIO (BM&FBOVESPA: CSAN3) (“Cosan” or “Company”), under article 157 of Law 6,404/76 and CVM Rule 358/02, hereby informs its shareholders and the market that, as previously reported to the market on January 13, 2014, its subsidiary RUMO LOGÍSTICA OPERADORA MULTIMODAL S.A. has been negotiating with ALL - AMÉRICA LATINA LOGÍSTICA S.A. about combining their operations. Notwithstanding the fact that said negotiation has evolved in the past few days, there is no proposal or agreement, or any other document, binding or not, executed by and between the parties to date.

Should the negotiation evolve to good terms, and a proposal or agreement be executed, the Company will inform its shareholders and the market under the applicable regulation.

São Paulo, February 14, 2014.

**Marcelo Eduardo Martins**  
CFO and Investor Relations Officer