



**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

Category A

**CALL NOTICE  
EXTRAORDINARY SHAREHOLDERS MEETING**

The Shareholders of Rumo Logística Operadora Multimodal S.A. (“Company”) are hereby invited to the Extraordinary Shareholders Meeting (“Meeting”), to be held on **February 3, 2016**, at **10:30 a.m.**, at the registered office of the Company located at Avenida Candido Gaffree, s/n, between the warehouses V and 19, in the Port of Santos, in the city of Santos, state of São Paulo, CEP 11013-240, to consider and vote on the following matters:

- (i) Cancellation of the capital increase of the Company approved at the Extraordinary Shareholders Meeting held on December 23, 2015; and
- (ii) Ratification and extension of the waiver for the shareholders Cosan Logística S.A., GIF Rumo Fundo de Investimento em Participações and TPG VI Fundo de Investimento em Participações from the obligations assumed towards the Company in Clause 2.3 of the Voting Commitment signed on April 15, 2014 (“Voting Commitment”), especially the obligation to subscribe to shares issued in capital increases at the minimum price of thirty-nine reais (R\$39.00), which is the amount determined in accordance with the Voting Commitment, such that said waiver is valid and applicable to any future capital increase of the Company.

***General Information:***

**I. Availability of Documents.** Documents related to the matters to be decided at the Extraordinary Shareholders Meeting are available to shareholders on the websites of the Securities and Exchange Commission of Brazil (“CVM”) and of the BM&FBovespa - Securities, Commodities and Futures Exchange, via the Empresas.NET system.

**II. Participation in the Meeting.** To participate and vote in the Extraordinary Shareholders Meeting, shareholders must prove their status as such by submitting, at least two (2) days prior to the date of the Extraordinary Shareholders Meeting, (a) a document issued by the transfer agent or custodian of the shares of the Company confirming their shareholdings in the Company and issued as from February 1, 2016; and (b) an identity document or, in the case of

shareholders that are legal persons, the relevant documents demonstrating their representation powers. The original documents or authenticated copies must be submitted to the Legal Department, care of Fernanda Maria de Azevedo, at the branch office of the Company located at Avenida Presidente Juscelino Kubitschek, 1327, 2º andar, in the city of São Paulo, state of São Paulo, CEP 04543-011, and the copies may be sent to the e-mail [ir@rumoall.com](mailto:ir@rumoall.com) or by fax to +55 (11) 3897-9798, care of: AGE RUMO FEV/2016.

**III.** Shareholders represented by proxy must lodge at the branch office of the Company, at the address cited in item II above, the proxy appointment and instrument demonstrating their representation powers, and the proxies must fulfill the requirements described in Article 126, Paragraph 1 of Federal Law 6,404/76, who may not have been appointed more than one (1) year ago and who must be a (i) shareholder, (ii) manager of the Company, (iii) lawyer, or (iv) financial institution, with fund managers responsible for representing their investors.

**IV.** The original documents sent by e-mail or fax, or their physical copies, which are not required to be authenticated or notarized, must be presented to the Company before the commencement of proceedings at the Extraordinary Shareholders Meeting.

Santos, January 19, 2016.

**Rubens Ometto Silveira Mello**  
Chairman of the Board of Directors