

**RUMO LOGÍSTICA OPERADORA
MULTIMODAL S.A.**
Publicly Held Company
Corporate Taxpayer ID (CNPJ/MF):
71.550.388/0001-42
Company Registry (NIRE) No. 35.300.170.865

RUMO S.A.
Publicly Held Company
Corporate Taxpayer ID
(CNPJ/MF): 02.387.241/0001-60
Company Registry (NIRE) No.
413.000.19886

NOTICE TO SHAREHOLDERS

RUMO LOGÍSTICA OPERADORA MULTIMODAL S.A. (“Rumo Logística”), and **RUMO S.A.**, formerly ALL – América Latina Logística S.A. (“Rumo S.A.” and, jointly with Rumo Logística, “Companies”), continuing the Material Fact notice of November 30, 2016, hereby inform their shareholders that, as envisaged in the minutes of the Extraordinary Shareholders Meetings of the Companies approving the merger of Rumo Logística with Rumo S.A., pursuant to the “Agreement and Plan of Merger of Rumo Logística Operadora Multimodal S.A. with Rumo S.A.” (“Merger” and “Merger Agreement”, respectively), they have obtained approvals from the creditors of the Companies and their subsidiaries, and have met all other conditions precedent required to consummate the Merger, such that the Merger will become fully effective as of December 31, 2016.

Furthermore, the Companies inform their shareholders that the process required for Rumo S.A. join the Novo Mercado special listing segment of the Sao Paulo Stock Exchange (BM&FBOVESPA) is in progress and the shares issued by Rumo Logística will continue to trade under the ticker “RUMO3” until the conclusion of said process and the shares issued by Rumo Logística are effectively replaced by common shares issued by Rumo S.A.

Other information regarding the Merger, the date of swap of the shares and the new stock ticker of Rumo S.A., to be registered with BM&FBOVESPA, under which the shares will be traded, will be announced to the market at an opportune moment.

São Paulo, December 30, 2016.

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

RUMO S.A

José Cezário Menezes de Barros Sobrinho
Investor Relations Officer