

**RUMO S.A.**

Corporate Taxpayer ID (CNPJ/MF): 02.387.241/0001-60

Company Registry (NIRE): 413.000.19886

Publicly Held Company

**MATERIAL FACT**

**RUMO S.A.** (B3: RAIL3) ("Rumo" or "Company"), in compliance with Article 157, Paragraph 4 of Federal Law 6.404, of December 15 1976, as amended, and with Instruction 358 issued by the Securities and Exchange Commission of Brazil (CVM), on January 3, 2002, as amended ("Brazilian Corporation Law"), announces to its shareholders and the general market that, on the date hereof, it published a call notice for an extraordinary shareholders' meeting of the Company, to be held on September 21, 2017, to consider and vote on the proposal to increase the authorized capital, as provided for in Article 6 of the bylaws of the Company ("ESM").

Consistent with the business strategy of the Company to optimize its capital structure and reduce its debt level that has been implemented since the conclusion of its public share offering in April 2016 and the renegotiation of its debt liabilities described in the material fact published on March 28, 2016, the proposal to increase the authorized capital is submitted to the shareholders of Rumo at a time when the controlling shareholder, Cosan Logística S.A., and the management of the Company are analyzing a potential transaction to capitalize the company through a public share offering.

The Company will keep its shareholders and the general market duly informed.

Curitiba, September 6, 2017

**Ricardo Lewin**

**Chief Financial and Investor Relations Officer**