



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 convene in an Extraordinary Shareholders' Meeting (“Meeting”), to be held on **December 23, 2015**, at **10:30 a.m.**, at the registered office of the Company, located at Avenida Candido Gaffree, s/nº, 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) Decide on the release of 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 before the Company in Clause 2.3 of the Voting Commitment dated April 15, 2014, in accordance with the proposal submitted by management;
- (ii) Decide on the proposal to increase the capital stock of the Company, by the amount of six hundred and fifty million reais (R\$650,000,000.00), through the issue of new shares, with the attribution of warrants as an additional advantage to shareholders, in accordance with the proposal submitted by management; and
- (iii) Decide on the proposal to amend Article 6 of the Bylaws to change the limit of the authorized capital so that the capital stock is increased by up to one hundred and fifty million (150,000,000) shares upon the decision by the Board of Directors, independent of any amendment to the bylaws, in accordance with the proposal submitted by management.

General Information:

I. Availability of Documents. The documents pertinent 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. Participating in the Meeting. To participate and vote in the Extraordinary Shareholders' Meeting, shareholders must substantiate their status as such by presenting, 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 December 21, 2015; 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 documents 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 address ir@rumoall.com or to the facsimile/fax number +55 (11) 3897-9798, care of: AGE RUMO DEZ/2015.

III. Shareholders represented by proxy must lodge at the branch office of the Company, located at the address cited in item II above, the proxy appointment and instrument demonstrating their representation powers, with the proxies required to 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 facsimile, or their physical copies, which are not required to be authenticated or to have the signatures recognized, must be presented to the Company before the commencement of work of said Extraordinary Shareholders' Meeting.

Santos, December 4, 2015

Rubens Ometto Silveira Mello
Chairman of the Board