



COSAN LOGÍSTICA S.A.
Corporate Taxpayer's ID
(CNPJ/MF) – 17.346.997/0001-
39
Corporate Registry ID (NIRE)
35.300.447.581
A Publicly-held Company

**RUMO LOGÍSTICA OPERADORA
MULTIMODAL S.A.**
Corporate Taxpayer's ID (CNPJ/MF) –
71.550.388/0001-42
Corporate Registry ID (NIRE)
35.300.170.865
A Publicly-held Company

**ALL – AMÉRICA LATINA
LOGÍSTICA S.A.**
Corporate Taxpayer's ID
(CNPJ/MF) – 02.387.241/0001-
60
Corporate Registry ID (NIRE)
41.300.019.886
A Publicly-held Company

MATERIAL FACT

COSAN LOGÍSTICA S.A. (BM&FBOVESPA: RLOG3), **RUMO LOGÍSTICA OPERADORA MULTIMODAL S.A.** ("Rumo"), and **ALL - AMÉRICA LATINA LOGÍSTICA S.A.** (BM&FBOVESPA: ALLL3), ("ALL" and, together with Rumo, "Companies"), following Material Facts dated February 24, April 1 and 15, May 8, November 5, and December 9, 2014; and February 11, and March 20, 2015, hereby inform its shareholders that **(1)** on March 23, 2015, Meetings of the Boards of Directors of the Companies were held to approve, among other matters and under the Protocol and Justification of the Merger of ALL Shares by and into Rumo ("Protocol," and "Merger of Shares," respectively), the adjustment of the exchange ratio for the replacement of ALL shares for Rumo shares, due to the dividends paid by both Rumo and ALL as of the execution of the Protocol, and the exchange ratio is now **2.879303067** registered, book-entry common shares without par value issued by Rumo for each 1 (one) registered, book-entry common share without par value issued by ALL; and **(2)** on this date ANTAQ's final approval of the Merger of Shares was published on the Official Gazette of the Federal Executive, which was resolved on at the 381^o Ordinary Board Meeting of the entity held on March 19, 2015 (Process No. 50300.001660/2014-13).

Therefore, under the Protocol, all conditions precedent of the Merger of Shares have been met and all prior actions have been taken, so that as of April 1, 2015, the shares issued by Rumo (BM&FBOVESPA: RUMO3), already reflecting the effects of the Merger of Shares, will be traded on BM&FBOVESPA. As a result of this transaction, shares issued by ALL (BM&FBOVESPA: ALLL3) will be delisted from BM&FBOVESPA as at March 31, 2015. Further information on the Merger of Shares, on ALL shares delisting, and the beginning of trading of Rumo shares will be addressed on a Notice to Shareholders to be disclosed to the market by the Companies in a timely fashion.

São Paulo and Curitiba, March 25, 2015.

Marcio Yassuhiro Iha
Investor Relations Officer,
Cosan Logística

José Cezário Menezes de Barros Sobrinho
Chief Finance and Investor Relations Officer of
Rumo, ALL and ALL's Subsidiaries