

**MANABI S.A.**

CNPJ/MF nº 13.444.994/0001-87

NIRE 33.3.0029745-6

Publicly-Held Corporation

**MATERIAL FACT****MANABI LOG OBTAINS AUTHORIZATION FOR NORTH PORT**

MANABI S.A. (“**Company**” or “**Manabi**”), a Brazilian mining company focused on the development of a high-grade iron ore project and integrated logistics, informs to its shareholders and to the market in general that its wholly-owned subsidiary Manabi Logística S.A. (“**Manabi Log**”) entered into a contract of adhesion with the Presidency’s Ports Secretariat (*Secretaria de Portos da Presidência da República – SEP/PR*) on behalf of the Union, as granting authority, and with intervenience of Brazil’s National Waterway Transportation Agency (*Agência Nacional de Transportes Aquaviários – ANTAQ*), as set forth in Law No. 12,815, of June 5, 2013, Decree No. 8,033, of June 27, 2013, and ANTAQ Resolution No. 3,248, of January 30, 2014, formalizing the authorization for the construction and operation of the North Port (*Porto Norte Capixaba*) in the municipality of Linhares, state of Espírito Santo, in the modality of private use port terminal, for purposes of handling and storing cargos, effective for a 25-year term renewable for successive periods.

Commencement of construction of the North Port is conditioned to the issue of applicable environmental licenses and conclusion of the financing plan of the project.

“Securing the authorization of the North Port is a significant milestone in the consolidation of Manabi Log as a new player of logistics and port services in Brazil,” remarked the Company’s Chief Executive Officer, “and an important step to allow the company to contribute to the socioeconomic development of Linhares, of the State of Espírito Santo and of the Country.”

Rio de Janeiro, February 28, 2014.

**Antonio Borges Leal Castello Branco**

Chief Financial Officer and Investor Relations Officer