

## **MANABI S.A.**

CNPJ/MF n° 13.444.994/0001-87

NIRE 33.3.0029745-6

Publicly-Held Corporation

### **MATERIAL FACT**

#### **MANABI SECURES LOGISTICS OPTION THROUGH EFVM RAILWAY**

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 it entered into an investment agreement and a transportation agreement with Brazilian company Vale S.A. in the latter’s capacity as concessionaire responsible for the operation of the Vitória-Minas Railway (“**EFVM**”), which links the states of Minas Gerais and Espírito Santo, where Manabi’s North Port project is under development.

The investment agreement sets forth the terms and conditions for the development and implementation of a new rail stretch of approximately 80km connecting EFVM to Manabi’s North Port area on the coast of Linhares, state of Espírito Santo, among other related investments, conditioned to applicable permits and approvals and pursuant to Resolution No. 3,694, of July 14, 2011 of Brazil’s National Land Transportation Agency (*Agência Nacional de Transportes Terrestres – ANTT*).

The transportation agreement sets forth the terms and conditions for the transportation on EFVM of up to 25 million tons of iron ore per year up to Manabi’s North Port for a period of 20 years subject to the completion of the investments contemplated in the investment agreement and certain other conditions precedent, also in accordance with ANTT Resolution No. 3,694.

“Securing access to EFVM provides Manabi with a significant logistics option for our mining business,” remarked the Company’s Chief Executive Officer. “Moreover, connecting the railway to our North Port opens a relevant new avenue for bulk transportation in the region enhancing the infrastructure capabilities of the Country.”

Rio de Janeiro, August 22, 2014.

**Antonio Borges Leal Castello Branco**

Chief Financial Officer and Investor Relations Officer