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Vale S.A.

(incorporated in Brazil as a Sociedade por Ações)

(Stock code: 6210 for Common Depositary Receipts)

(Stock code: 6230 for Class A Preferred Depositary Receipts)

**THE MINUTES OF THE ORDINARY BOARD OF DIRECTORS MEETING OF VALE
HELD ON NOVEMBER 28, 2013**

The following sets out the main text of the announcement published by Vale S.A. on December 5, 2013.

Chief Financial
and
Investor Relations Officer
of
Vale S.A.
Luciano Siani Pires

Hong Kong, December 5, 2013



LISTED COMPANY
CORPORATE TAX CODE (CNPJ) # 33,592,510/0001-54
BOARD OF TRADE REGISTRATION (NIRE) # 33,300,019,766

**THE MINUTES OF THE ORDINARY BOARD OF DIRECTORS MEETING OF VALE
HELD ON NOVEMBER 28, 2013.**

On November 28, 2013, at 9:30 am, met, ordinarily, at the Company's head office, at Avenida Graça Aranha, 26, 19th floor, Rio de Janeiro, Messrs. Dan Conrado – Chairman, Marcel Juviniانو Barros, Robson Rocha, Renato da Cruz Gomes, José Mauro Mettrau Carneiro da Cunha, João Batista Cavaglieri and the alternates, Messrs. Hayton Jurema da Rocha, Luiz Maurício Leuzinger and Eduardo de Oliveira Rodrigues Filho and also Mr. Clovis Torres, as Secretary, having unanimously resolved upon the following: **“3.1.22 EXTERNAL AUDITORS – TRIENNIUM – 2014-2016** – The Board of Directors, based on the Fiscal Council's recommendation, resolved to select KPMG Independent Auditors to render professional services related to the audit of Vale and its subsidiaries' financial statements, either in Brazil and abroad, as well as the certification of Vale's internal controls (SOX §404), for the fiscal years of 2014 up to 2016 (...)” I hereby attest that the deliberations above were excerpted from the Minutes taken from the Registry of the Minutes of the Board of Directors Meetings of the Company.

Rio de Janeiro, November 28, 2013.

Clovis Torres
Secretary