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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)

VALE INFORMS RELEVANT SHAREHOLDING OWNERSHIP ACQUISITION

This announcement is made by Vale S.A. (the **Company**) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the **Listing Rules**) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The following sets out the main text of the announcement published by the Company on May 28, 2014.

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

Hong Kong, May 28, 2014



*Transmitted only to
SEC, NYSE, CVM,
BM&FBOVESPA, AMF,
Euronext Paris and HKEx*

Vale informs relevant shareholding ownership acquisition

Rio de Janeiro, May 28, 2014 – Vale S.A. (Vale) informs, pursuant to §6th of Article 12 of Rule 358/02 issued by the Brazilian Securities Commission (CVM), as amended by Rules 449/07 and 547/14, that on May 21, 2014, Aberdeen Asset Managers Limited (and/or its affiliates), a subsidiary of Aberdeen Asset Management PLC, as a discretionary investment manager, on behalf of its managed portfolios, reported the acquisition, in the stock exchange, 230,770 preferred shares issued by Vale, which increased the position of the managed portfolio and reaching a position of 105,444,864 preferred shares, as a consequence, the equivalent of 5.20% of this class of shares.

The purpose of this acquisition of Vale's shares by Aberdeen Asset Managers Limited is strictly investment oriented, not aiming to change either the controlling shareholder structure or the administrative structure of Vale, as informed by Aberdeen Asset Management PLC with registered office located at 10 Queen's Terrace, in the city of Aberdeen, United Kingdom. Aberdeen Asset Management PLC also informed that Aberdeen Asset Managers Limited, on behalf of its managed portfolios: (i) does not have subscription rights related to Vale shares or share options; (ii) does not hold debentures convertible into shares issued by Vale; as well as (iii) has no agreement regulating the exercise of the voting rights or the purchase and sale of securities issued by Vale.

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This press release may include statements that present Vale's expectations about future events or results. All statements, when based upon expectations about the future and not on historical facts, involve various risks and uncertainties. Vale cannot guarantee that such statements will prove correct. These risks and uncertainties include factors related to the following: (a) the countries where we operate, especially Brazil and Canada; (b) the global economy; (c) the capital markets; (d) the mining and metals prices and their dependence on global industrial production, which is cyclical by nature; and (e) global competition in the markets in which Vale operates. To obtain further information on factors that may lead to results different from those forecast by Vale, please consult the reports Vale files with the U.S. Securities and Exchange Commission (SEC), the Brazilian Comissão de Valores Mobiliários (CVM), the French Autorité des Marchés Financiers (AMF), and The Stock Exchange of Hong Kong Limited, and in particular the factors discussed under "Forward-Looking Statements" and "Risk Factors" in Vale's annual report on Form 20-F.