



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

**EXCERPT OF THE MINUTES OF THE  
ORDINARY BOARD OF DIRECTORS MEETING OF VALE S.A.**

On April 25, 2012, at 9:30 am, Messrs. Ricardo José da Costa Flores – Chairman, Renato da Cruz Gomes, José Ricardo Sasseron, Robson Rocha and Nelson Henrique Barbosa Filho, the alternates Messrs. João Moisés de Oliveira, Hajime Tonoki, Eduardo de Oliveira Rodrigues Filho, Paulo Sergio Moreira da Fonseca and Raimundo Nonato Alves Amorim, and also Mr. Clovis Torres as a secretary, met, ordinarily, at Vale’s head office, at Avenida Graça Aranha, 26, 19th floor, Rio de Janeiro, RJ. Therefore, the Board of Directors has unanimously resolved upon the following: **“APPOINTMENT OF EXECUTIVE OFFICER OF VALE – ...** “Upon the Chief Executive Officer nomination, pursuant to article 33, item IV, of Vale’s By-Laws, the Board of Directors resolved to appoint Mr. **ROGER ALLAN DOWNEY**, Brazilian, married, bachelor in business administration, bearer of the identity card #13169366-5 issued by IFP/RJ, enrolled at Brazilian Taxpayer Registry (CPF/MF) under #623.291.626-34, with business address at 26 Graça Aranha Avenue, 18º floor, Downtown, at the City of Rio de Janeiro, RJ, as Executive Officer responsible for Fertilizer and Coal Operations and Marketing, replacing Mr. Eduardo de Salles Bartolomeo. The new Executive Officer appointed herein, whose term shall last from May 02, 2012 until May 25, 2013, has declared that is free and clear to serve in such position according to article 147 of the Brazilian Corporate Law (Law # 6.404/1976). Finally, the Board of Directors expressed its gratitude to Mr. Eduardo de Salles Bartolomeo for the services rendered to the company”. 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, April 25, 2012.

Clovis Torres  
Secretary