

Vale S.A.
Form 6-K
August 15, 2017
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United States
Securities and Exchange Commission

Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16

of the

Securities Exchange Act of 1934

For the month of

August 2017

Vale S.A.

**Avenida das Américas, No. 700 Bloco 8, Sala 218
22640-100 Rio de Janeiro, RJ, Brazil**

(Address of principal executive office)

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(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

(Check One) Form 20-F Form 40-F

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1))

(Check One) Yes No

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7))

(Check One) Yes No

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

(Check One) Yes No

(If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b). 82- .)

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Press Release

Vale on the conclusion of the corporate restructuring

Rio de Janeiro, August 14th, 2017 - We refer to Vale's corporate governance restructuring approved at Vale's extraordinary shareholders meeting held on June 27th, 2017 (Proposal), to inform that, as more than 54.09% of preferred shares issued by Vale (excluding treasury shares) were tendered into the voluntary conversion transaction included in the Proposal, as announced in the press release issued on August 11th 2017, an extraordinary shareholders meeting of Valepar S.A. was held today at which the merger of Valepar with and into Vale was approved.

As a result of the merger, Valepar ceases to exist and, consequently, Valepar's shareholders now hold direct interests in Vale.

Vale informs that, in accordance with the Proposal, Litel Participações S.A., Bradespar S.A., BNDES Participações S.A., BNDESPAR and Mitsui & Co., Ltd., signed today a new Vale Shareholders Agreement binding 20% of the total outstanding common shares issued by Vale. The agreement will be in force until November 9, 2020, with no provision for renewal.

Finally, we inform that Vale's Board of Directors intends to call an extraordinary general shareholders meeting, to be held within the next 65 days, to elect independent members for the vacant positions in the Board of Directors of the Company.

Para mais informações, contactar:

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Esse comunicado pode incluir declarações que apresentem expectativas da Vale sobre eventos ou resultados futuros. Todas as declarações quando baseadas em expectativas futuras, envolvem vários riscos e incertezas. A Vale não pode garantir que tais declarações venham a ser corretas. Tais riscos e incertezas incluem fatores relacionados a: (a) países onde temos operações, principalmente Brasil e Canadá, (b) economia global, (c) mercado de capitais, (d) negócio de minérios e metais e sua dependência à produção industrial global, que é cíclica por natureza, e (e) elevado grau de competição global nos mercados onde a Vale opera. Para obter informações adicionais sobre fatores que possam originar resultados diferentes daqueles estimados pela Vale, favor consultar os relatórios arquivados na Comissão de Valores Mobiliários - CVM, na U.S. Securities and Exchange Commission - SEC, e na Autorité des Marchés Financiers (AMF) em particular os fatores discutidos nas seções Estimativas e projeções e Fatores de risco no Relatório Anual - Form 20F da Vale.

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Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Vale S.A.
(Registrant)

Date: August 14, 2017

By:

/s/ André Figueiredo
Director of Investor Relations