



**COSAN S.A.**

Corporate Taxpayer ID (CNPJ/MF) 50.746.577/0001-15  
Company Registry (NIRE) 35.300.177.045  
Publicly Held Corporation  
CVM 19836

**MATERIAL FACT**

**COSAN S.A. (B3: CSAN3)** ("Cosan" or "Company"), in compliance with Article 157, Paragraph 4 of Law No. 6.404 of December 15, 1976, and provisions of Instruction issued by the Brazilian Securities and Exchange Commission No. 358 of January 3, 2002, complementing the Material Fact released on October 24, 2018 ("Material Fact") hereby clarifies the following:

- i. On October 24, 2018, we announced, together with our controlling shareholder Cosan Limited and with Cosan Logística S.A. ("RLog"), the intention to initiate a process of corporate reorganization, within which RLog would be incorporated by Cosan ("Intended Transaction"), aimed at simplifying the group's corporate structure and increasing the liquidity of the companies involved, through the combination of their free floats.
- ii. After the Material Fact disclosure, the Company's Executives received several questions from shareholders and investors regarding the extent and effectiveness of the proposed simplification. In view of the concerns expressed, the group decided to cancel the Intended Transaction.

Cosan will continue to seek appropriate ways of simplifying and optimizing its corporate structure, and future transaction will always be guided by the principles of transparency and best governance practice, while also preserving the Company's interests and those of its shareholders.

São Paulo, November 1, 2018

**Marcelo Eduardo Martins**  
**Chief Financial and Investor Relations Officer**