



FATO RELEVANTE - MERGER OF CURUPAY COSAN S/A (SOMENTE EM INGLÊS)

NOVA AMÉRICA S.A. AGROENERGIA
Corporate Taxpayer's ID (CNPJ/MF)
62.092.739/0001-28
Corporate Registry ID (NIRE)
35.300.127.242

COSAN S.A. INDÚSTRIA E COMÉRCIO
Corporate Taxpayer's ID (CNPJ/MF)
50.746.577/0001-15
Corporate Registry ID (NIRE)
35.300.177.045

Material Fact

COSAN S.A. INDÚSTRIA E COMÉRCIO ("COSAN", Bovespa: CSAN3) and NOVA AMÉRICA S.A. AGROENERGIA ("NAA"), both companies hereinafter referred to as "Companies", pursuant to CVM Rules 358/2002 and 319/1999, and as a supplement to information purpose of the Material fact published on March 12, 2009, herein informs the shareholders of COSAN and Curupay S.A. Participações ("Curupay"), a subsidiary of Rezende Barbosa S.A. Administração e Participações ("Rezende Barbosa") and parent company of NAA and controller of other assets related to trading, logistics and industrial production of sugar and ethanol and energy co-generation, that will be submitted for approval, at Extraordinary Shareholders Meetings to be held on June 18, 2009, the corporate reorganization of both groups resulting in the association of COSAN's and Curupay's sugar, ethanol and energy activities.

The association will be executed by means of the merger of Curupay into COSAN, with the subsequent transfer to COSAN of the shareholders' equity of Curupay "Corporate Reorganization"), as described below.

1. Objectives of the Corporate Reorganization.

1.1. The Corporate Reorganization is part of the project of merging the sugar, ethanol and energy activities of COSAN and the Rezende Barbosa Group, whose implementation will be performed pursuant to the Protocol and Justification of the Merger of Curupay into COSAN ("Protocol and Justification").

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