

Vale S.A.
Form 6-K
January 29, 2019
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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

January 2019

Vale S.A.

**Praia de Botafogo n° 186, 18° andar, Botafogo
22250-145 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

Disclosure of material information in connection with Samarco's debt restructuring

Rio de Janeiro, January 28, 2019 – Vale S.A. (Vale) informs that on this date, Samarco Mineração S.A. (Samarco) is making public disclosure of material non-public information provided under confidentiality agreements to certain creditors in connection with discussions to negotiate a potential restructuring of Samarco's Notes due 2022, 2023 and 2024 (Notes) and Export Prepayment Agreements (EPPs), together in the aggregate principal amount of approximately US\$ 3.8 billion.

On November 27, 2018, Samarco met with certain holders of its Notes and EPPs regarding a consensual restructuring, followed by exchanged written proposals and counterproposals. As of the date hereof, the parties have not reached an agreement with respect to a consensual restructuring and, according to the terms agreed by Samarco with creditors, irrespective of the results of negotiations, Samarco would have to release this information publicly by January 28, 2019.

The presentation materials provided by Samarco and the proposals and counterproposals documents are publicly available on Samarco's website at <https://www.samarco.com/en/investidores/>

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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, 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), and the French Autorité des Marchés Financiers (AMF), and in particular the factors discussed under "Forward-Looking Statements" and "Risk Factors" in Vale's annual report on Form 20-F.

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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)

By:

/s/ André Figueiredo
Director of Investor Relations

Date: January 28th, 2019