

Vale S.A.  
Form 6-K  
July 25, 2012  
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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**

**July, 2012**

**Vale S.A.**

**Avenida Graça Aranha, No. 26  
20030-900 Rio de Janeiro, RJ, Brazil**

(Address of principal executive office)

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

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(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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**Condensed Interim Financial Statements**

**June 30, 2012**

**IFRS**



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**Vale S.A.**

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**Report on review of condensed**

**interim accounting information**

To the Board of Directors and Stockholders

Vale S.A.

**Introduction**

We have reviewed the accompanying balance sheet of Vale S.A. (the Company) as of June 30, 2012, and the related statements of income and comprehensive income for the quarter and six-month periods then ended, and the statements of changes in equity and cash flows for the six-month period then ended.

We have also reviewed the accompanying consolidated balance sheet of Vale S.A. and its subsidiaries ( Consolidated ) as of June 30, 2012, and the related consolidated statements of income and comprehensive income for the quarter and six-month periods then ended, and the statements of changes in equity and cash flows for six-month period then ended.

Management is responsible for the preparation of the Company condensed interim accounting information in accordance with the accounting standard CPC 21, *Demonstração Intermediária*, issued by the Brazilian Accounting Pronouncements Committee (CPC), and the consolidated condensed interim accounting information in accordance with accounting standard CPC 21 and International Accounting Standard (IAS) 34 - Interim Financial Reporting issued by the International Accounting Standards Board (IASB). Our responsibility is to express a conclusion on these condensed interim accounting information based on our review.

**Scope of review**

We conducted our review in accordance with Brazilian and International Standards on Reviews of Interim Financial Information (NBC TR 2410 - *Revisão de Informações Intermediárias Executada pelo Auditor da Entidade* and ISRE 2410 - Review of Interim Financial Information Performed by the Independent Auditor of the Entity, respectively). A review of interim information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Brazilian and International Standards on Auditing and consequently does not enable us to

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obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion

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**Conclusion on the condensed interim**

**accounting information of the Company**

Based on our review, nothing has come to our attention that causes us to believe that the condensed interim accounting information of the Company referred to above is not prepared, in all material respects, in accordance with CPC 21 applicable to the preparation of the interim financial information.

**Conclusion on the consolidated condensed**

**interim accounting information**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying consolidated condensed interim accounting information referred to above has not been prepared, in all material respects, in accordance with CPC 21 and IAS 34 applicable to the preparation of the interim financial information.

**Other matters interim statements**

**of value added**

We have also reviewed the Company and the consolidated interim statements of value added for the six-month period ended June 30, 2012, presented as supplementary information. These statements have been submitted to the same review procedures described above and, based on our review, nothing has come to our attention that causes us to believe that they are not properly prepared, in all material respects, in relation to the condensed interim accounting information taken as a whole.

Rio de Janeiro, July 25, 2012

/S/PricewaterhouseCoopers



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Audidores Independentes

CRC 2SP000160/O-5 F RJ

João César de Oliveira Lima Júnior

Contador CRC 1RJ077431/O-8

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**Interim Condensed Statement of Financial Position****In millions of Reais**

	Notes	June 30, 2012 (unaudited)	Consolidated December 31, 2011 (I)	Parent Company June 30, 2012 (unaudited)	December 31, 2011
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	8	8,117,669	6,593,177	409,599	574,787
Derivatives at fair value	25	639,648	1,111,744	360,191	573,732
Accounts receivable	9	13,974,152	15,888,807	17,655,342	15,808,849
Related parties	30	696,052	153,738	1,614,919	2,561,308
Inventories	10	10,501,884	9,833,050	3,464,945	3,182,738
Recoverable taxes	12	4,309,765	4,190,141	1,869,205	2,316,532
Advances to suppliers		602,934	733,382	329,648	381,768
Others		1,992,083	1,646,824	456,594	183,394
		<b>40,834,187</b>	<b>40,150,863</b>	<b>26,160,443</b>	<b>25,583,108</b>
Non-current Assets held for sale	11	371,339			
		<b>41,205,526</b>	<b>40,150,863</b>	<b>26,160,443</b>	<b>25,583,108</b>
<b>Non-current assets</b>					
Related parties	30	851,291	904,172	799,409	445,769
Loans and financing agreements to receive		456,825	399,277	166,369	158,195
Prepaid expenses		702,411	426,252	13,486	16,643
Judicial deposits	18	3,045,733	2,734,599	2,369,633	2,091,492
Deferred income tax and social contribution	20	3,774,883	3,538,830	2,139,200	2,108,558
Recoverable taxes	12	1,227,758	1,097,134	244,562	201,226
Derivatives at fair value	25		112,253		96,262
Reinvestment tax incentive		412,581	428,750	412,581	428,750
Others		488,329	668,940	96,105	371,620
		<b>10,959,811</b>	<b>10,310,207</b>	<b>6,241,345</b>	<b>5,918,515</b>
Investments	13	16,037,262	14,984,038	123,838,810	113,149,994
Intangible assets	14	18,081,570	17,788,581	14,085,645	13,973,730
Property, plant and equipment, net	15	167,217,185	153,854,863	60,648,047	55,503,193
		<b>212,295,828</b>	<b>196,937,689</b>	<b>204,813,847</b>	<b>188,545,432</b>
<b>Total assets</b>		<b>253,501,354</b>	<b>237,088,552</b>	<b>230,974,290</b>	<b>214,128,540</b>

(I) Period adjusted according to note 3.



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**Interim Condensed Statement of Financial Position**

In millions of Reais, except number of shares

(continued)

	Notes	June 30, 2012 (unaudited)	Consolidated December 31, 2011 (I)	Parent Company June 30, 2012 (unaudited)	December 31, 2011
<b>Liabilities</b>					
<b>Current liabilities</b>					
Suppliers and contractors		8,908,928	8,851,220	4,004,286	3,503,577
Payroll and related charges		1,976,060	2,442,255	1,162,037	1,581,782
Derivatives at fair value	25	283,420	135,697	225,800	117,470
Current portion of long-term debt	17	2,998,505	2,807,280	1,068,724	891,654
Short-term debt	17	999,928	40,044	999,928	
Related parties	30	38,061	42,907	6,636,262	4,959,017
Taxes payable and royalties		562,321	978,915	122,587	329,680
Provision for income taxes		279,275	955,342		
Employee post retirement benefits obligations		244,648	316,061	79,784	140,508
Railway sub-concession agreement payable		127,315	123,308		
Provision for asset retirement obligations	19	80,902	136,436	13,613	20,507
Dividends and interest on capital			2,207,101		2,207,101
Others		1,839,752	1,650,194	751,010	400,023
		<b>18,339,115</b>	<b>20,686,760</b>	<b>15,064,031</b>	<b>14,151,319</b>
Liabilities directly associated with assets held for sale	11	64,683			
		<b>18,403,798</b>	<b>20,686,760</b>	<b>15,064,031</b>	<b>14,151,319</b>
<b>Non-current liabilities</b>					
Derivatives at fair value	25	1,807,005	1,238,542	1,379,023	953,357
Long-term debt	17	46,609,765	40,224,674	19,350,782	18,595,793
Related parties	30	157,993	170,616	29,767,831	28,654,132
Employee post retirement benefits obligations		3,165,601	2,845,725	346,900	406,330
Provisions for contingencies	18	3,464,674	3,144,740	2,099,087	1,927,686
Deferred income tax and social contribution	20	8,072,259	10,613,773		
Asset retirement obligations	19	3,794,801	3,427,294	1,162,132	1,094,824
Stockholders Debentures	29	2,805,808	2,495,995	2,805,808	2,495,995
Redeemable noncontrolling interest		819,283	942,668		
Others		3,784,366	4,617,145	1,497,805	2,373,706

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	<b>74,481,555</b>	<b>69,721,172</b>	<b>58,409,368</b>	<b>56,501,823</b>
<b>Total liabilities</b>	<b>92,885,353</b>	<b>90,407,932</b>	<b>73,473,399</b>	<b>70,653,142</b>
<b>Stockholders equity</b>	24			
Preferred class A stock - 7,200,000,000 no-par-value shares authorized and 2,108,579,618 (2011 - 2,108,579,618) issued	29,475,211	29,475,211	29,475,211	29,475,211
Common stock - 3,600,000,000 no-par-value shares authorized and 3,256,724,482 (2011 - 3,256,724,482) issued	45,524,789	45,524,789	45,524,789	45,524,789
Mandatorily convertible votes - common shares		359,649		359,649
Mandatorily convertible votes - preferred shares		796,162		796,162
Treasury stock - 140,857,692 (2011 - 181,099,814) preferred and 71,071,482 (2011 - 86,911,207) common shares	(7,839,512)	(9,918,541)	(7,839,512)	(9,918,541)
Results from operations with noncontrolling stockholders	(458,169)	(70,706)	(458,169)	(70,706)
Valuation adjustment	(1,089,328)	219,556	(1,089,328)	219,556
Cumulative translation adjustments	5,021,745	(1,016,711)	5,021,745	(1,016,711)
Retained earnings	86,866,155	78,105,989	86,866,155	78,105,989
<b>Total company stockholders equity</b>	<b>157,500,891</b>	<b>143,475,398</b>	<b>157,500,891</b>	<b>143,475,398</b>
Noncontrolling interests	3,115,110	3,205,222		
<b>Total stockholders equity</b>	<b>160,616,001</b>	<b>146,680,620</b>	<b>157,500,891</b>	<b>143,475,398</b>
<b>Total liabilities and stockholders equity</b>	<b>253,501,354</b>	<b>237,088,552</b>	<b>230,974,290</b>	<b>214,128,540</b>

(I) Period adjusted according to note 3.

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Consolidated Condensed Interim Statement of Profit or Loss****In millions of Reais, except as otherwise stated****(unaudited)**

	Notes	June 30, 2012	Three-month period ended March 31, 2012	June 30, 2011 (I)	Six-month period ended June 30, 2012	June 30, 2011 (I)
Net operating revenue		23,404,891	19,591,174	23,914,597	42,996,065	45,931,788
Cost of goods solds and services rendered	27	(11,670,292)	(10,049,383)	(9,057,055)	(21,719,675)	(18,291,677)
<b>Gross profit</b>		<b>11,734,599</b>	<b>9,541,791</b>	<b>14,857,542</b>	<b>21,276,390</b>	<b>27,640,111</b>
<b>Operating (expenses) income</b>						
Selling and administrative expenses	27	(1,206,725)	(934,403)	(694,125)	(2,141,128)	(1,391,615)
Research and development expenses	27	(707,938)	(526,557)	(580,061)	(1,234,495)	(1,148,875)
Other operating expenses, net	27	(1,223,388)	(1,191,318)	(1,136,916)	(2,414,706)	(1,822,511)
Realized gain (loss) on non-current assets held for sales		(768,236)			(768,236)	2,492,175
		<b>(3,906,287)</b>	<b>(2,652,278)</b>	<b>(2,411,102)</b>	<b>(6,558,565)</b>	<b>(1,870,826)</b>
<b>Operating profit</b>		<b>7,828,312</b>	<b>6,889,513</b>	<b>12,446,440</b>	<b>14,717,825</b>	<b>25,769,285</b>
Financial income	28	421,320	1,480,155	2,157,043	1,901,475	2,987,328
Financial expenses	28	(5,565,703)	(1,258,766)	(1,262,100)	(6,824,469)	(2,359,800)
Equity results from associates	13	309,600	437,020	651,434	746,620	1,117,220
<b>Income before income tax and social contribution</b>		<b>2,993,529</b>	<b>7,547,922</b>	<b>13,992,817</b>	<b>10,541,451</b>	<b>27,514,033</b>
<b>Income tax and social contribution</b>						
Current tax	20	(99,724)	(1,435,730)	(2,681,310)	(1,535,454)	(5,332,645)
Deferred						
Deferred of period	20	(246,951)	505,137	(1,130,914)	258,186	(798,657)
Reversal of Deferred Income						
Tax liabilities (see note 7.a.)		2,533,411			2,533,411	
		<b>2,186,736</b>	<b>(930,593)</b>	<b>(3,812,224)</b>	<b>1,256,143</b>	<b>(6,131,302)</b>
<b>Income from continuing operations</b>		<b>5,180,265</b>	<b>6,617,329</b>	<b>10,180,593</b>	<b>11,797,594</b>	<b>21,382,731</b>
<b>Net income of the period</b>		<b>5,180,265</b>	<b>6,617,329</b>	<b>10,180,593</b>	<b>11,797,594</b>	<b>21,382,731</b>
Loss attributable to non-controlling interests		(133,401)	(103,071)	(94,766)	(236,472)	(183,611)
<b>Net income attributable to the Company's stockholders</b>		<b>5,313,666</b>	<b>6,720,400</b>	<b>10,275,359</b>	<b>12,034,066</b>	<b>21,566,342</b>
<b>Earnings per share attributable to the Company's</b>						

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**stockholders:**

**Basic earnings per share:**

Preferred share and Common	1.04	1.30	1.94	2.36	4.08
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**Diluted earnings per share:**

Preferred share and Common	1.04	1.30	1.94	2.36	4.08
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(I) Period adjusted according to note 3.

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Parent Company Condensed Interim Statement of Profit or Loss****In millions of Reais, except as otherwise stated****(unaudited)**

	Notes	Three-month period ended			Six-month period ended	
		June 30, 2012	March 31, 2012	June 30, 2011	June 30, 2012	June 30, 2011
Net operating revenue		15,814,484	11,889,232	16,497,509	27,703,716	30,040,487
Cost of goods solds and services rendered	27	(6,152,652)	(5,361,841)	(5,030,782)	(11,514,493)	(9,708,746)
<b>Gross profit</b>		<b>9,661,832</b>	<b>6,527,391</b>	<b>11,466,727</b>	<b>16,189,223</b>	<b>20,331,741</b>
<b>Operating (expenses) income</b>						
Selling and administrative expenses	27	(585,409)	(558,794)	(433,573)	(1,144,203)	(802,927)
Research and development expenses	27	(377,991)	(287,705)	(341,029)	(665,696)	(619,904)
Other operating expenses, net	27	(248,514)	(517,948)	(485,315)	(766,462)	(641,494)
Equity results from subsidiaries	13	2,541,697	2,019,055	1,473,001	4,560,752	3,896,259
Realized gain (loss) on non-current assets held for sales (equity on parent company) (*)		(768,236)			(768,236)	2,492,175
		<b>561,547</b>	<b>654,608</b>	<b>213,084</b>	<b>1,216,155</b>	<b>4,324,109</b>
<b>Operating profit</b>		<b>10,223,379</b>	<b>7,181,999</b>	<b>11,679,811</b>	<b>17,405,378</b>	<b>24,655,850</b>
Financial income	28	125,001	1,124,004	1,737,590	1,249,005	2,175,647
Financial expenses	28	(4,906,017)	(1,276,255)	(620,869)	(6,182,272)	(1,697,026)
Equity results from associates	13	309,600	437,020	651,434	746,620	1,117,220
<b>Income before income tax and social contribution</b>		<b>5,751,963</b>	<b>7,466,768</b>	<b>13,447,966</b>	<b>13,218,731</b>	<b>26,251,691</b>
<b>Income tax and social contribution</b>						
Current	20	(11,346)	(1,191,925)	(2,348,035)	(1,203,271)	(4,063,509)
Deferred	20	(426,951)	445,557	(824,572)	18,606	(621,840)
		<b>(438,297)</b>	<b>(746,368)</b>	<b>(3,172,607)</b>	<b>(1,184,665)</b>	<b>(4,685,349)</b>
<b>Income from continuing operations</b>		<b>5,313,666</b>	<b>6,720,400</b>	<b>10,275,359</b>	<b>12,034,066</b>	<b>21,566,342</b>
Net income of the period		<b>5,313,666</b>	<b>6,720,400</b>	<b>10,275,359</b>	<b>12,034,066</b>	<b>21,566,342</b>
<b>Net income attributable to the Company's stockholders</b>		<b>5,313,666</b>	<b>6,720,400</b>	<b>10,275,359</b>	<b>12,034,066</b>	<b>21,566,342</b>
<b>Earnings per share attributable to the Company's stockholders:</b>						



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<b>Basic earnings per share:</b>					
Preferred share and Common	1.04	1.30	1.94	2.36	4.08
<b>Diluted earnings per share:</b>					
Preferred share and Common	1.04	1.30	1.94	2.36	4.08

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(\*) Except for the loss of R\$ 721,808 in 2012 about coal assets sale.

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Interim Statement of Other Comprehensive Income****In millions of Reais****(unaudited)**

	<b>Consolidated</b>				
	<b>June 30, 2012</b>	<b>Three-month period ended March 31, 2012</b>	<b>June 30, 2011 (I)</b>	<b>June 30, 2012</b>	<b>Six-month period ended June 30, 2011 (I)</b>
<b>Net income</b>	<b>5,180,265</b>	<b>6,617,329</b>	<b>10,180,593</b>	<b>11,797,594</b>	<b>21,382,731</b>
<b>Other comprehensive income</b>					
Cumulative translation adjustments	7,403,029	(1,101,899)	(2,845,015)	6,301,130	(3,683,141)
<b>Unrealized gain (loss) on available-for-sale investments</b>					
Gross balance as of the period/year ended	(3,946)	(698)	5,397	(4,644)	4,584
	<b>(3,946)</b>	<b>(698)</b>	<b>5,397</b>	<b>(4,644)</b>	<b>4,584</b>
<b>Cash flow hedge</b>					
Gross balance as of the period/year ended	(274,755)	41,085	241,177	(233,670)	266,418
Tax benefit (expense)	57,284	(26,898)	(18,602)	30,386	(32,001)
	<b>(217,471)</b>	<b>14,187</b>	<b>222,575</b>	<b>(203,284)</b>	<b>234,417</b>
<b>Total comprehensive income of the period</b>	<b>12,361,877</b>	<b>5,528,919</b>	<b>7,563,550</b>	<b>17,890,796</b>	<b>17,938,591</b>
<b>Comprehensive income attributable to noncontrolling interests</b>	<b>188,907</b>	<b>(162,704)</b>	<b>(214,107)</b>	<b>26,203</b>	<b>(435,262)</b>
<b>Comprehensive income attributable to the Company's stockholders</b>	<b>12,172,970</b>	<b>5,691,623</b>	<b>7,777,657</b>	<b>17,864,593</b>	<b>18,373,853</b>
	<b>12,361,877</b>	<b>5,528,919</b>	<b>7,563,550</b>	<b>17,890,796</b>	<b>17,938,591</b>

	<b>Parent Company</b>				
	<b>June 30, 2012</b>	<b>Three-month period ended March 31, 2012</b>	<b>June 30, 2011</b>	<b>June 30, 2012</b>	<b>Six-month period ended June 30, 2011</b>
<b>Net income</b>	<b>5,313,666</b>	<b>6,720,400</b>	<b>10,275,359</b>	<b>12,034,066</b>	<b>21,566,342</b>
<b>Other comprehensive income</b>					
Cumulative translation adjustments	7,080,721	(1,042,266)	(2,725,674)	6,038,455	(3,430,290)
<b>Unrealized gain (loss) on available-for-sale investments</b>					

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Gross balance as of the period/year ended	(3,946)	(698)	5,397	(4,644)	4,584
	<b>(3,946)</b>	<b>(698)</b>	<b>5,397</b>	<b>(4,644)</b>	<b>4,584</b>
<b>Cash flow hedge</b>					
Gross balance as of the period/year ended	(274,755)	41,085	241,177	(233,670)	265,218
Tax benefit (expense)	57,284	(26,898)	(18,602)	30,386	(32,001)
	<b>(217,471)</b>	<b>14,187</b>	<b>222,575</b>	<b>(203,284)</b>	<b>233,217</b>
<b>Total comprehensive income of the period</b>	<b>12,172,970</b>	<b>5,691,623</b>	<b>7,777,657</b>	<b>17,864,593</b>	<b>18,373,853</b>

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(I) Period adjusted according to note 3.

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Interim Statement of Changes in Equity****In millions of Reais****(unaudited)**

	Capital	Results in the translation of shares	Mandatorily convertible notes	Revenue reserves	Treasury stock	Valuation adjustment	Six-month period ended Income from operations with non-controlling stockholders	Cumulative translation adjustment	Retained earnings	Parent company stockholders' equity
<b>January 01, 2011</b>	<b>50,000,000</b>	<b>1,867,210</b>	<b>1,441,576</b>	<b>72,487,917</b>	<b>(4,826,127)</b>	<b>(25,383)</b>	<b>685,035</b>	<b>(9,512,225)</b>		<b>112,118,003</b>
<b>Net income of the period</b>									21,566,342	21,566,342
Capitalization of reserves	25,000,000	(1,867,210)		(23,132,790)						
Capitalization of noncontrolling stockholders advances										
Additional remuneration for mandatorily convertible notes			(49,279)							(49,279)
Cash flow hedge, net of taxes						233,217				233,217
Unrealized results on valuation at market						4,584				4,584
Translation adjustments for the period								(3,430,290)		(3,430,290)
Dividends to noncontrolling stockholders										
Redeemable noncontrolling stockholders interest										
Acquisitions and disposal of noncontrolling shareholdings										
<b>June 30, 2011</b>	<b>75,000,000</b>		<b>1,392,297</b>	<b>49,355,127</b>	<b>(4,826,127)</b>	<b>212,418</b>	<b>685,035</b>	<b>(12,942,515)</b>	<b>21,566,342</b>	<b>130,442,577</b>
<b>January 01, 2012</b>	<b>75,000,000</b>		<b>1,155,811</b>	<b>78,105,988</b>	<b>(9,918,541)</b>	<b>219,556</b>	<b>(70,706)</b>	<b>(1,016,710)</b>		<b>143,475,398</b>

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<b>Net income of the period</b>								12,034,066	12,034,066
Capitalization of noncontrolling stockholders advances									
Repurchase of convertible notes				11					11
Remuneration for mandatorily convertible notes		(128,231)							(128,231)
Cash flow hedge, net of taxes						(203,284)			(203,284)
Unrealized results on valuation at market						(4,644)			(4,644)
Currency translation adjustments of the period							6,038,455		6,038,455
Dividends to noncontrolling stockholders									
Redeemable noncontrolling stockholders interest									
Acquisitions and disposal of noncontrolling shareholdings							(436,981)		(436,981)
Result on conversion of shares	49,518	(1,027,580)	2,079,018	(1,100,956)					
Unrealized results on valuation at market									
<b>Destination of earnings:</b>									
Additional remuneration proposed								(3,273,899)	(3,273,899)
<b>June 30, 2012</b>	<b>75,000,000</b>	<b>49,518</b>	<b>78,105,988</b>	<b>(7,839,512)</b>	<b>(1,089,328)</b>	<b>(507,687)</b>	<b>5,021,745</b>	<b>8,760,167</b>	<b>157,500,891</b>

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Consolidated Condensed Interim Statement of Cash Flows****In millions of Reais****(unaudited)**

	Three-month period ended			Six-month period ended	
	June 30, 2012	March 31, 2012	June 30, 2011 (I)	June 30, 2012	June 30, 2011 (I)
<b>Cash flow from operating activities:</b>					
Net income	5,180,265	6,617,329	10,180,593	11,797,594	21,382,731
<b>Adjustments to reconcile net income to cash from operations</b>					
Results of equity investments	(309,600)	(437,020)	(651,434)	(746,620)	(1,117,220)
Realized gain on assets held for sale	768,236			768,236	(2,492,175)
Depreciation, amortization and depletion	2,039,983	1,797,762	1,490,092	3,837,745	3,013,289
Deferred income tax and social contribution	246,951	(505,137)	1,130,914	(258,186)	798,657
reversal of deferred income tax	(2,533,411)			(2,533,411)	
Monetary and exchange rate changes, net	861,528	(368,323)	442,777	493,205	941,858
Loss on disposal of property, plant and equipment	360,132	81,563	45,632	441,695	324,258
Net unrealized losses (gains) on derivatives	1,257,978	(194,059)	(358,943)	1,063,919	(709,818)
Others	(341,989)	(3,986)	(140,218)	(345,975)	(186,095)
<b>Decrease (increase) in assets:</b>					
Accounts receivable from customers	342,482	1,479,640	(1,024,984)	1,822,122	(942,343)
Inventories	308,788	(703,793)	(155,301)	(395,005)	(1,369,329)
Recoverable taxes	(760,127)	660,558	(140,663)	(99,569)	(328,424)
Others	(106,453)	(36,329)	(271,199)	(142,782)	177,719
<b>Increase (decrease) in liabilities:</b>					
Suppliers and contractors	555,936	(778,026)	438,810	(222,090)	731,203
Payroll and related charges	575,051	(1,056,185)	311,987	(481,134)	(290,884)
Taxes and contributions	(202,965)	(1,003,713)	(46,183)	(1,206,678)	610,686
Others	467,087	91,043	(374,125)	558,130	758,961
<b>Net cash provided by operating activities</b>	<b>8,709,872</b>	<b>5,641,324</b>	<b>10,877,755</b>	<b>14,351,196</b>	<b>21,303,074</b>
<b>Cash flow from investing activities:</b>					
Short-term investments			869,017		2,987,497
Loans and advances receivable	18,621	(65,630)	(52,576)	(47,009)	(303,345)
Guarantees and deposits	(155,396)	(20,467)	(252,007)	(175,863)	(299,550)
Additions to investments	(83,670)	(373,506)	(497,867)	(457,176)	(1,058,911)
Additions to property, plant and equipment	(6,541,223)	(5,236,156)	(5,551,399)	(11,777,379)	(10,237,529)
Dividends/interest on capital received	225,645	107,359	547,425	333,004	959,513
Proceeds from disposal of investments held for sale	745,028			745,028	1,794,985

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<b>Net cash provided by (used in) investing activities</b>	<b>(5,790,995)</b>	<b>(5,588,400)</b>	<b>(4,937,407)</b>	<b>(11,379,395)</b>	<b>(6,157,340)</b>
<b>Cash flow from financing activities:</b>					
<b>Short-term debt</b>					
Additions	44,344	909,354	81,616	953,698	2,280,675
Repayments		(75,814)	(157,721)	(75,814)	(1,498,119)
Long-term debt	3,430,426	1,815,105	427,890	5,245,531	1,178,248
<b>Repayments:</b>					
Financial institutions	(995,720)	(112,386)	(665,751)	(1,108,106)	(3,567,872)
Dividends and interest on capital paid to stockholders	(5,481,000)		(3,267,476)	(5,481,000)	(4,937,576)
Dividends and interest on capital attributed to noncontrolling interest	(69,773)			(69,773)	
Transactions with noncontrolling stockholders	(847,546)	(132,860)		(980,406)	
<b>Net cash provided by (used in) financing activities</b>	<b>(3,919,269)</b>	<b>2,403,399</b>	<b>(3,581,442)</b>	<b>(1,515,870)</b>	<b>(6,544,644)</b>
Increase (decrease) in cash and cash equivalents	(1,000,392)	2,456,323	2,358,906	1,455,931	8,601,090
Cash and cash equivalents of cash, beginning of the period	9,010,806	6,593,177	18,367,379	6,593,177	12,175,282
Effect of exchange rate changes on cash and cash equivalents	107,255	(38,694)	(87,450)	68,561	(137,537)
<b>Cash and cash equivalents, end of the period</b>	<b>8,117,669</b>	<b>9,010,806</b>	<b>20,638,835</b>	<b>8,117,669</b>	<b>20,638,835</b>
<b>Cash paid during the period for:</b>					
Short-term interest		(2,438)	(1,181)	(2,438)	(3,000)
Long-term interest	(695,038)	(582,050)	(607,379)	(1,277,088)	(1,168,486)
Income tax and social contribution	(550,112)	(1,152,687)	(1,743,983)	(1,702,799)	(3,441,247)
<b>Inflows during the period:</b>					
<b>Non-cash transactions:</b>					
Additions to property, plant and equipment - interest capitalization	(149,191)	(99,185)	(100,621)	(248,376)	(164,119)

(I) Period adjusted according to note 3.

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Parent Company Condensed Interim Statement of Cash Flows****In millions of Reais****(unaudited)**

	<b>Six-month period ended</b>	
	<b>June 30, 2012</b>	<b>June 30, 2011</b>
<b>Cash flow from operating activities:</b>		
Net income	12,034,065	21,566,342
<b>Adjustments to reconcile net income to cash from operations</b>		
Results of equity investments	(5,260,944)	(5,013,479)
Realized gain on assets held for sale	721,808	(2,492,175)
Depreciation, amortization and depletion	1,211,907	937,985
Deferred income tax and social contribution	(18,606)	621,840
Monetary and exchange rate changes, net	2,942,693	(2,041,118)
Loss on disposal of property, plant and equipment	78,918	256,790
Net unrealized losses (gains) on derivatives	808,403	(440,898)
Dividends / interest on capital received	333,686	1,103,265
Others	(449,329)	(222,063)
<b>Decrease (increase) in assets:</b>		
Accounts receivable from customers	(1,846,493)	(488,201)
Inventories	(370,799)	(294,961)
Recoverable taxes	403,991	(182,165)
Others	422,033	20,001
<b>Increase (decrease) in liabilities:</b>		
Suppliers and contractors	976,709	1,545,689
Payroll and related charges	(419,745)	(253,502)
Taxes and contributions	(231,415)	1,152,603
Others	357,003	361,134
<b>Net cash provided by operating activities</b>	<b>11,693,885</b>	<b>16,137,087</b>
<b>Cash flow from investing activities:</b>		
Loans and advances receivable	853,090	6,361
Guarantees and deposits	(189,938)	(292,795)
Additions to investments	(3,308,023)	(1,609,387)
Additions to property, plant and equipment	(6,486,167)	(5,674,612)
Proceeds from disposal of investments held for sale	745,028	
<b>Net cash provided by (used in) investing activities</b>	<b>(8,386,010)</b>	<b>(7,570,433)</b>
<b>Cash flow from financing activities:</b>		
<b>Short-term debt</b>		
Additions	967,991	1,054,403
Repayments	(2,308,857)	(4,170,319)
<b>Long-term debt</b>		
Additions	3,575,398	2,340,874
<b>Repayments:</b>		



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Financial institutions	(226,595)	(740,095)
Dividends and interest on capital attributed to noncontrolling interest	(5,481,000)	(4,844,100)
<b>Net cash provided by (used in) financing activities</b>	<b>(3,473,063)</b>	<b>(6,359,237)</b>
Increase (decrease) in cash and cash equivalents	(165,188)	2,207,417
Cash and cash equivalents of cash, beginning of the period	574,787	4,823,377
<b>Cash and cash equivalents, end of the period</b>	<b>409,599</b>	<b>7,030,794</b>
<b>Cash paid during the period for:</b>		
Short-term interest	(1,860)	(2,482)
Long-term interest	(1,524,350)	(1,228,350)
Income tax and social contribution	(311,766)	(3,103,414)
<b>Inflows during the period:</b>		
<b>Non-cash transactions:</b>		
Additions to property, plant and equipment - interest capitalization	(18,253)	(47,546)
Transfer of advance for future capital increase to investments		(761,156)

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Consolidated Condensed Interim Statement of Added Value****In millions of Reais****(unaudited)**

	<b>Consolidated</b>				
	<b>June 30, 2012</b>	<b>Three-month period ended March 31, 2012</b>	<b>June 30, 2011 (I)</b>	<b>Six-month period ended June 30, 2012</b>	<b>June 30, 2011 (I)</b>
<b>Generation of added value</b>					
<b>Gross revenue</b>					
Revenue from products and services	23,909,480	20,095,353	24,482,949	44,004,833	47,058,795
Gain (loss) on realization of assets available for sale	(768,236)			(768,236)	2,492,175
Other revenue	4,806	(138)	(1,502)	4,668	(1,502)
Revenue from the construction of own assets	4,590,133	5,049,100	5,611,016	9,639,233	9,504,802
Allowance for doubtful accounts	(22,137)	2,872	(9,636)	(19,265)	2,296
Less:					
Acquisition of products	(745,475)	(760,660)	(873,828)	(1,506,135)	(1,630,727)
Outsourced services	(4,170,561)	(3,668,722)	(3,571,822)	(7,839,283)	(6,398,433)
Materials	(4,458,062)	(4,515,909)	(6,871,891)	(8,973,971)	(11,170,839)
Fuel oil and gas	(1,031,255)	(856,836)	(815,085)	(1,888,091)	(1,743,227)
Energy	(419,082)	(395,921)	(341,096)	(815,003)	(822,676)
Other costs and expenses	(2,898,656)	(2,311,399)	(2,486,177)	(5,210,055)	(4,708,837)
<b>Gross added value</b>	<b>13,990,955</b>	<b>12,637,740</b>	<b>15,122,928</b>	<b>26,628,695</b>	<b>32,581,827</b>
Depreciation, amortization and depletion	(2,039,983)	(1,797,762)	(1,490,092)	(3,837,745)	(3,013,289)
<b>Net added value</b>	<b>11,950,972</b>	<b>10,839,978</b>	<b>13,632,836</b>	<b>22,790,950</b>	<b>29,568,538</b>
Financial income	346,939	735,419	1,026,298	1,082,358	1,766,226
Equity results	309,600	437,020	651,434	746,620	1,117,220
<b>Total added value to be distributed</b>	<b>12,607,511</b>	<b>12,012,417</b>	<b>15,310,568</b>	<b>24,619,928</b>	<b>32,451,984</b>
Personnel	2,001,598	2,103,886	1,752,985	4,105,484	3,347,768
Taxes, rates and contribution	2,121,061	1,846,579	(566,589)	3,967,640	451,485
Current income tax	99,724	1,435,730	2,681,310	1,535,454	5,332,645
Deferred income tax	(2,286,460)	(505,137)	1,130,914	(2,791,597)	798,657
Remuneration of debt capital	2,032,760	1,092,369	926,654	3,125,129	1,957,153
Monetary and exchange changes, net	3,458,563	(578,339)	(795,299)	2,880,224	(818,455)
Net income attributable to the Company's stockholders	5,313,666	6,720,400	10,275,359	12,034,066	21,566,342
Loss attributable to noncontrolling interest	(133,401)	(103,071)	(94,766)	(236,472)	(183,611)
<b>Distribution of added value</b>	<b>12,607,511</b>	<b>12,012,417</b>	<b>15,310,568</b>	<b>24,619,928</b>	<b>32,451,984</b>

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(I) Period adjusted according to note 3.

The accompanying notes are an integral part of these interim financial statements.

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(A free translation from the original in Portuguese)

**Parent Company Condensed Interim Statement of Added Value****In millions of Reais****(unaudited)**

	<b>Parent Company</b>	
	<b>June 30, 2012</b>	<b>June 30, 2011</b>
<b>Generation of added value</b>		
<b>Gross revenue</b>		
Revenue from products and services	28,276,229	30,805,524
Gain (loss) on realization of assets available for sale	(768,236)	2,492,175
Revenue from the construction of own assets	6,952,104	5,665,123
Allowance for doubtful accounts	(8,344)	8,520
Less:		
Acquisition of products	(870,853)	(1,095,493)
Outsourced services	(5,135,205)	(3,831,753)
Materials	(5,376,751)	(5,590,277)
Fuel oil and gas	(1,105,678)	(946,931)
Energy	(540,039)	(390,833)
Other costs and expenses	(2,400,367)	(2,078,142)
<b>Gross added value</b>	<b>19,022,860</b>	<b>25,037,913</b>
Depreciation, amortization and depletion	(1,211,907)	(937,985)
<b>Net added value</b>	<b>17,810,953</b>	<b>24,099,928</b>
<b>Received from third parties</b>		
Financial income	549,513	1,151,013
Equity results	5,307,372	5,013,479
<b>Total added value to be distributed</b>	<b>23,667,838</b>	<b>30,264,420</b>
Personnel	2,172,572	1,935,484
Taxes, rates and contribution	2,793,755	1,404,853
Current income tax	1,203,271	4,063,509
Deferred income tax	(18,606)	621,840
Remuneration of debt capital	2,590,636	1,538,156
Monetary and exchange changes, net	2,892,144	(865,764)
Net income attributable to the Company's stockholders	12,034,066	21,566,342
<b>Distribution of added value</b>	<b>23,667,838</b>	<b>30,264,420</b>

The accompanying notes are an integral part of these interim financial statements.



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**Notes to Interim Financial Statements**

**Expressed in millions of Brazilian Reais, unless otherwise stated**

**1- Operational Context**

Vale S.A. ( Vale or Parent Company ) is a Public Limited Liability Company with its headquarters in the city of Rio de Janeiro, Graça Aranha Avenue, 26, Downtown, State of Rio de Janeiro, Brazil and has its securities traded on the stock exchanges in Sao Paulo ( BM&F and BOVESPA ), New York ( NYSE ), Paris ( NYSE Euronext ) and Hong Kong ( HKEx ).

The Company and its direct and indirect subsidiaries ( Group or Company ) is principally engaged in the research, production and marketing of iron ore and pellets, nickel, fertilizer, copper, coal, manganese, iron alloys, cobalt, platinum group metals and precious metals. In addition, it operates in the segments of energy, logistics and steel.

The main consolidated operating subsidiaries are:

<b>Entities</b>	<b>% ownership</b>	<b>% voting capital</b>	<b>Location</b>	<b>Principal activity</b>
<b>Subsidiaries</b>				
Compañia Minera Miski Mayo S.A.C	40.00	51.00	Peru	Fertilizers
Ferrovia Centro-Atlântica S. A.	99.99	99.99	Brazil	Logistics
Ferrovia Norte Sul S.A.	100.00	100.00	Brazil	Logistics
Mineração Corumbaense Reunida S.A.	100.00	100.00	Brazil	Iron ore and Manganese
PT Vale Indonesia Tbk	59.20	59.20	Indonesia	Nickel
Sociedad Contractual Minera Tres Valles	90.00	90.00	Chile	Copper
Vale Australia Pty Ltd.	100.00	100.00	Australia	Coal
Vale Canada Limited	100.00	100.00	Canada	Nickel
Vale Coal Colombia Ltd. (see note 7)	100.00	100.00	Colombia	Coal
Vale Fertilizantes S.A	100.00	100.00	Brazil	Fertilizers
Vale International Holdings GMBH	100.00	100.00	Austria	Holding and Research
Vale International S.A	100.00	100.00	Switzerland	Trading
Vale Manganês S.A.	100.00	100.00	Brazil	Manganese and Ferroalloys
Vale Mina do Azul S.A.	100.00	100.00	Brazil	Manganese
Vale Moçambique S.A.	95.00	95.00	Mozambique	Coal
Vale Nouvelle-Calédonie SAS	74.00	74.00	New Caledonia	Nickel
Vale Oman Pelletizing Company LLC	100.00	100.00	Oman	Pellet
Vale Shipping Holding PTE Ltd.	100.00	100.00	Singapura	Logistics

**2 - Basis of presentation**

The condensed interim financial statements ( interim financial statements ) have been prepared considering historical cost as the basis of value and adjusted to reflect the financial assets available for sale, and financial assets and liabilities (including derivative instruments) measured at fair value. The financial statements for the periods of three months ended June 30, 2012, March 31, 2012, June 30, 2011 and the period of six months ended June 30, 2012 and June 30, 2011 are unaudited. However, the interim financial statements follow the principles, methods and standards in relation to those adopted annual audited financial statements for the year ended December 31, 2011, except for the change in accounting policy disclosed in Note 3, and therefore should be read in conjunction therewith.

In preparing the interim financial statements the use of estimates is required to account for certain assets, liabilities and transactions. Consequently, the Company's interim financial statements include various estimates regarding useful lives of fixed assets, provisions for losses on assets, contingencies, operating provisions and other similar evaluations. The actual results of operations for the quarterly periods are not necessarily an indication of expected results for the fiscal year to end on December 31, 2012.

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(A free translation from the original in Portuguese)

The Company has evaluated subsequent events until July 23, 2012, which is the date of the interim financial statements approval by the Executive Directors.

**a) Consolidated interim financial statements**

The consolidated interim financial statements of the company have been prepared and are presented according to the Accounting Pronouncements Committee - CPC 21 (R1) Interim Financial Statements, equivalent to International Accounting Standard - IAS 34.

**b) Parent company interim financial statements**

The interim financial statements of the individual parent have been prepared under the Accounting Pronouncements Committee - CPC 21 (R1) Interim Statements are presented with the consolidated interim financial statements.

In the case of Vale, CPC 21 applied to individual interim financial statements differs from IAS 34, applied to the separate financial statements, only in the valuation of investments by the equity method in subsidiaries and affiliates, as according to IAS 34, cost or fair value would be used.

**c) Transactions and balances in foreign exchange**

Operations with other currencies are translated into the functional currency of the parent company, Brazilian Reals ( BRL or R\$ ), using the actual exchange rate on the transaction dates (or, if unavailable, the first available exchange rate). The foreign exchange gains and losses resulting from the settlement of these transactions and from the translation by exchange rates at the end of the year, relating to monetary assets and liabilities in other currencies, are recognized in the statement of income as financial expense or income.

The quotations of major currencies that impact our operations were:

Exchange rates used for conversions in reais	
June 30, 2012	December 31, 2011



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US dollar - US\$	1.9893	1.8683
US canadian dollar - CAD	1.9838	1.8313
US australian dollar - AUD	2.0694	1.9092
Euro - EUR or	2.5033	2.4165

The foreign exchange of non-monetary financial assets such as investments in shares classified as available for sale, are included in equity under the heading Valuation Adjustment .

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**3 - Changes in accounting policies**

Considering the choice given by the pronouncement CPC 19(R1), issued on August 4, 2011, and anticipating the consequences that will accrue from the adoption of IFRS 11 in Brazil in 2013, the Company opted for the purpose of consolidated statements, because of its reflects in investment in jointly-controlled companies using the equity method as from the year 2012.

Adjustment statement in the periods of comparative effects on the balance sheet and income statement:

Financial Position	Original balance with proportional consolidation	December 31, 2011 Effect of shared control firms	Balance without proportional consolidation
<b>Assets</b>			
<b>Current</b>			
Cash and Cash equivalents	7,457,928	(864,751)	6,593,177
Other	34,637,288	(1,079,602)	33,557,686
	<b>42,095,216</b>	<b>(1,944,353)</b>	<b>40,150,863</b>
<b>Non-current</b>			
Investments	10,917,110	4,066,928	14,984,038
Property, plant and equipment, and Intangible Assets	177,857,715	(6,214,271)	171,643,444
Other	10,913,071	(602,864)	10,310,207
	<b>199,687,896</b>	<b>(2,750,207)</b>	<b>196,937,689</b>
<b>Total Asset</b>	<b>241,783,112</b>	<b>(4,694,560)</b>	<b>237,088,552</b>
<b>Liabilities and Stockholders equity</b>			
<b>Current</b>			
Accounts Payable	9,156,706	(305,486)	8,851,220
Loans and finances	3,871,650	(1,024,326)	2,847,324
Other	9,196,718	(208,502)	8,988,216
	<b>22,225,074</b>	<b>(1,538,314)</b>	<b>20,686,760</b>
<b>Non-current</b>			
Loans and finances	42,752,774	(2,528,100)	40,224,674
Deferred income tax and social contribution	10,772,547	(158,774)	10,613,773
Other	19,342,350	(459,625)	18,882,725
	<b>72,867,671</b>	<b>(3,146,499)</b>	<b>69,721,172</b>
<b>Stockholders equity</b>			
Capital stock	75,000,000		75,000,000
Noncontrolling interests	3,214,969	(9,747)	3,205,222
Other	68,475,398		68,475,398
	<b>146,690,367</b>	<b>(9,747)</b>	<b>146,680,620</b>
<b>Total Liabilities and Stockholders equity</b>	<b>241,783,112</b>	<b>(4,694,560)</b>	<b>237,088,552</b>

Three-month period ended (unaudited)  
June 30, 2011

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Statement of profit or loss	Original balance with proportional consolidation	Effect of shared control firms	Balance without proportional consolidation
Net revenue	25,063,251	(1,148,654)	23,914,597
Cost	(9,396,840)	339,785	(9,057,055)
<b>Gross operating profit</b>	<b>15,666,411</b>	<b>(808,869)</b>	<b>14,857,542</b>
Operational expenses	(2,501,423)	90,321	(2,411,102)
Financial expenses	924,911	(29,968)	894,943
Equity results	81,176	570,258	651,434
<b>Earnings before taxes</b>	<b>14,171,075</b>	<b>(178,258)</b>	<b>13,992,817</b>
Current and deferred Income tax and social contribution, net	(3,991,024)	178,800	(3,812,224)
<b>Net income of the year</b>	<b>10,180,051</b>	<b>542</b>	<b>10,180,593</b>
Loss attributable to noncontrolling interests	(95,308)	542	(94,766)
<b>Net income attributable to shareholders</b>	<b>10,275,359</b>		<b>10,275,359</b>

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Statement of profit or loss	Original balance with proportional consolidation	Six-month period ended (unaudited) June 30, 2011	
		Effect of shared control firms	Balance without proportional consolidation
Net revenue	48,048,534	(2,116,746)	45,931,788
Cost	(18,910,611)	618,934	(18,291,677)
<b>Gross operating profit</b>	<b>29,137,923</b>	<b>(1,497,812)</b>	<b>27,640,111</b>
Operational expenses	(2,054,671)	183,845	(1,870,826)
Financial expenses	657,028	(29,500)	627,528
Equity results	98,850	1,018,370	1,117,220
<b>Earnings before taxes</b>	<b>27,839,130</b>	<b>(325,097)</b>	<b>27,514,033</b>
Current and deferred Income tax and social contribution, net	(6,458,192)	326,890	(6,131,302)
<b>Net income of the year</b>	<b>21,380,938</b>	<b>1,793</b>	<b>21,382,731</b>
Loss attributable to noncontrolling interests	(185,404)	1,793	(183,611)
<b>Net income attributable to shareholders</b>	<b>21,566,342</b>		<b>21,566,342</b>

**4 - Critical Accounting Estimates and Judgments**

The Critical Accounting Estimates and Judgments are the same as those adopted in the preparation of financial statements for the year ended December 31, 2011.

**5 - Accounting Pronouncements**

The Company prepared its Interim consolidated financial statements based on CPC 21 (correlated to IAS 34) on the statements, interpretations and guidelines already issued by the CPC and approved by CVM. The statements and interpretations issued by the IASB but not issued by the CPC and approved by CVM will not be adopted in advance by the Company.

During the period, the CPC has not issued any new pronouncement, interpretation or guidance.

In June 2012 IASB issue amendments on IFRS 10, IFRS 11 and IFRS 12 (all still not issued by the CPC). As of standards, the effective date of the amendments is January 1, 2013. The Company is currently studying the future impact of this amendments and do not expect any significant change in the financial statements.

In May 2012 IASB issue the annual improvements with amendments on: IFRS 1 First-time Adoption of International Financial Reporting Standards; IAS 1 Presentation of Financial Statements; IAS 16 Property, Plant and Equipment; IAS 32 Financial Instruments and; IAS 34 Interim Financial Reporting. The effective date of the amendments is January 1, 2013. The Company is currently studying the future impact of this amendments and do not expect any significant change in the financial statements.

**6 - Risk Management**

There was no significant change in the period related to risk management policy disclosed for the year ended December 31, 2011.

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**7 - Acquisitions and Disposals**

**a) Fertilizer s Business**

In 2010, through our wholly owned subsidiary Mineração Naque S.A. ( Naque ), Vale acquired 78.92% of the total capital (being 99.83% the of voting capital) of Vale Fertilizantes S.A. and 100% of the total capital of Vale Fosfatados. In 2011 and beginning of 2012, Vale concluded several transactions including a public offer to acquire the free floating of Vale Fertilizantes and its delisting which resulted in the current ownership of 100% of the total capital of this subsidiary.

The purchase consideration of the business combination effected in 2010, when control was obtained, amounted all together to R\$10,696 millions. The purchase price allocation exercise was concluded in 2011 and generated a deferred tax liability on the fair value adjustments, determined based on the temporary differences between the accounting basis of those assets and liabilities at fair values and their tax basis represented by the historical carrying values at the acquired entity. According to current Brazilian tax regulations, goodwill generated in connection with a business combination as well as the fair values of assets and liabilities acquired are only tax deductible post a legal merger between the acquirer and the acquiree.

In June 2012, Vale have decided to legally merge Naque and Vale Fertilizantes. As a result, the carrying amounts of acquired assets and liabilities accounted for at Naque s consolidated financial statements, represented by their amortized fair values from acquisition date, became their tax basis.

Therefore, upon concluding the merger, there are no longer differences between tax basis and carrying amounts of the net assets acquired, and consequently there is no longer deferred tax liability amount to be recognized. The outstanding balance of the initially recognized deferred tax liability (accounted for in connection with the purchase accounting) totaling R\$ 2,533 millions was entirely recycled through P&L for the six-month period ended June 30, 2012, in connection with the legal merger of Vale Fertilizantes into Naque.

In addition, Naque was then renamed as Vale Fertilizantes.

**b) Sale of coal**

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In June 2012, Vale informed that it has concluded the sale of its thermal coal operations in Colombia to CPC S.A.S., an affiliate of Colombian Natural Resources S.A.S. (CNR), a privately held company, which includes future compromises around of R\$ 245,302.

The thermal coal operations in Colombia constitute a fully-integrated mine-railway-port system consisting of a coal mine and a coal deposit; a coal port facility; and an equity participation in a railway connecting the coal mines to the port.

The loss on this transaction, of R\$721,808 was recorded in the income statement in the line Realized gain (loss) on non-current assets held for sales .

### c) Acquisition of EBM shares

Continuing the process of optimization its corporate structure, during 2Q12 Vale acquired additional 10.46% of Empreendimentos Brasileiros de Mineração S. A. (EBM), whose main asset is the participation in Minerações Brasileiras Reunidas S. A., wich owns mines sites Itabirito, Vargem Grande and Paraopeba.

As a result of the acquisition, Vale increased its share on the capital of EBM to 96.7% and of MBR to 98.3%, and the amounts of R\$ 449,988 are recognized as a result from operations with non-controlling interest in Stockholders Equity .

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**8 - Cash and Cash Equivalents**

	<b>June 30, 2012</b>	<b>Consolidated</b>	<b>June 30, 2012</b>	<b>Parent Company</b>
	<b>(unaudited)</b>	<b>December 31, 2011 (I)</b>	<b>(unaudited)</b>	<b>December 31, 2011</b>
Cash and bank accounts	2,071,096	1,770,142	33,286	176,722
Short-term investments	6,046,573	4,823,035	376,313	398,065
	<b>8,117,669</b>	<b>6,593,177</b>	<b>409,599</b>	<b>574,787</b>

(I) Period adjusted according to note 3.

Cash and cash equivalents includes cash values, demand deposits, and financial investments with insignificant risk of changes in value, being part Brazilian Reais indexed at the rate of interbank certificates of deposit ( DI Rate or CDI ) and part in US Dollars in time deposits with a maturity of less than three months.

**9 - Accounts Receivables**

	<b>June 30, 2012</b>	<b>Consolidated</b>	<b>June 30, 2012</b>	<b>Parent Company</b>
	<b>(unaudited)</b>	<b>December 31, 2011 (I)</b>	<b>(unaudited)</b>	<b>December 31, 2011</b>
Denominated in reais brazilian Reais	1,947,872	2,294,927	1,886,748	2,238,140
Denominated in other currencies, mainly US\$	12,217,624	13,790,752	15,904,691	13,698,463
	<b>14,165,496</b>	<b>16,085,679</b>	<b>17,791,439</b>	<b>15,936,603</b>
Allowance for doubtful accounts	(191,344)	(196,872)	(136,097)	(127,754)
	<b>13,974,152</b>	<b>15,888,807</b>	<b>17,655,342</b>	<b>15,808,849</b>

(I) Period adjusted according to note 3.

Accounts receivables related to the steel industry market represent 70.6% and 67.9%, of receivables on June 30, 2012 and December 31, 2011, respectively.



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No one customer represents over 10% of receivables or revenues.

The loss estimates for credit losses recorded in income as at June 30, 2012 and December 31, 2011 totaled R\$ 721, R\$ 2,941, respectively. Write offs as at June 30, 2012, and December 31, 2011, totaled R\$ 6,249 and R\$ 2,324, respectively.

### 10 - Inventories

	June 30, 2012 (unaudited)	Consolidated December 31, 2011 (I)	June 30, 2012 (unaudited)	Parent Company December 31, 2011
<b>Inventories of products</b>				
Finished	5,519,433	4,881,024	2,383,865	2,170,119
In process	2,432,626	2,568,704		
	<b>7,952,059</b>	<b>7,449,728</b>	<b>2,383,865</b>	<b>2,170,119</b>
<b>Inventories of spare parts and maintenance supplies</b>				
	2,549,825	2,383,322	1,081,080	1,012,619
<b>Total</b>	<b>10,501,884</b>	<b>9,833,050</b>	<b>3,464,945</b>	<b>3,182,738</b>

(I) Period adjusted according to note 3.

On June 30, 2012, inventory balances include a provision for adjustment to market value of nickel and manganese in the amount of R\$ 21,758 and R\$ 16,298 (R\$ 26,551 and R\$ 16,298 in December 31, 2011), respectively.

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	Consolidated (unaudited)		Consolidated (unaudited)		
	June 30, 2012	Three-month period ended March 31, 2012	June 30, 2011 (I)	June 30, 2012	June 30, 2011 (I)
<b>Changes in the inventory</b>					
<b>Balance on begin of period</b>	<b>7,795,929</b>	<b>7,449,728</b>	<b>5,989,253</b>	<b>7,449,728</b>	<b>10,598,181</b>
Addition	9,694,467	8,632,725	8,129,258	18,327,192	17,403,762
Transfer on maintenance supplies	2,132,618	1,800,252	1,451,957	3,932,870	3,012,179
Write-off by sale	(11,670,292)	(10,049,383)	(9,057,055)	(21,719,675)	(18,291,677)
Write-off by inventory adjustment			(222,897)		(434,717)
(write-off) by lower cost or market adjustment	(663)	(37,393)	(8,375)	(38,056)	(16,334)
<b>Balance on ended of period</b>	<b>7,952,059</b>	<b>7,795,929</b>	<b>6,282,141</b>	<b>7,952,059</b>	<b>12,271,394</b>

(I) Period adjusted according to note 3.

	Parent Company	
	June 30, 2012	June 30, 2011
<b>Changes in the inventory</b>		
<b>Balance on begin of period</b>	<b>2,170,119</b>	<b>1,534,837</b>
Addition	9,895,766	11,304,948
Transfer on maintenance supplies	1,854,231	1,608,421
Write-off by sale	(11,514,493)	(9,708,746)
Write-off by inventory adjustment		(101,396)
Write-off by lower cost or market adjustment	(21,758)	(10,443)
<b>Balance on ended of period</b>	<b>2,383,865</b>	<b>4,627,621</b>

(I) Period adjusted according to note 3.

	Consolidated (unaudited)		Consolidated (unaudited)		
	June 30, 2012	Three-month period ended March 31, 2012	June 30, 2011 (I)	June 30, 2012	June 30, 2011 (I)
<b>Changes on Inventory of consumable materials</b>					
<b>Balance on begin of period</b>	<b>2,359,666</b>	<b>2,383,322</b>	<b>1,863,022</b>	<b>2,383,322</b>	<b>2,563,391</b>
Addition	2,322,777	1,776,596	1,558,694	4,099,373	2,418,547
Consumption	(2,132,618)	(1,800,252)	(1,451,957)	(3,932,870)	(3,012,179)
<b>Balance on ended of period</b>	<b>2,549,825</b>	<b>2,359,666</b>	<b>1,969,759</b>	<b>2,549,825</b>	<b>1,969,759</b>

<b>Changes on Inventory of consumable materials</b>	<b>Parent Company</b>	
	<b>Six-month period ended (unaudited)</b>	
	<b>June 30, 2012</b>	<b>June 30, 2011</b>
<b>Balance on begin of period</b>	<b>1,012,619</b>	<b>782,134</b>
Addition	1,922,692	1,764,039
Consumption	(1,854,231)	(1,608,421)
<b>Balance on ended of period</b>	<b>1,081,080</b>	<b>937,752</b>

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**11 - Assets and liabilities held for sale**

In connection with our strategy of active portfolio asset management, on July 10, 2012, we informed that it has signed a share purchase agreement to sell its manganese ferroalloys operations in Europe to subsidiaries of Glencore International Plc., a company listed on the London and Hong Kong Stock Exchanges, for R\$ 318 in cash, subject to the fulfillment of certain precedent conditions. Vale recorded a loss of R\$ 45 millions presented on its statement of income as gain (loss) sale of assets .

The manganese ferroalloys operations in Europe consist of: (a) 100% of Vale Manganèse France SAS, located in Dunkerque, France; and (b) 100% of Vale Manganese Norway AS, located in Mo I Rana, Norway.

	<b>June 30, 2012 (unaudited)</b>
<b>Assets held for sale</b>	
Accounts receivable	92,276
Recoverable taxes	11,248
Inventories	179,528
Property, plant and equipment	82,646
Other	5,641
<b>Total</b>	<b>371,339</b>
<b>Liabilities related to assets held for sale</b>	
Suppliers	39,053
Deferred income tax	8,666
Others	16,964
<b>Total</b>	<b>64,683</b>

**12 - Recoverable Taxes**

Recoverable taxes are stated at net value of any realized loss and are classified by the estimated time for realization:

	<b>Consolidated</b>	<b>Parent Company</b>		
	<b>June 30, 2012</b>	<b>December 31, 2011 (I)</b>	<b>June 30, 2012</b>	<b>December 31, 2011</b>
	<b>(unaudited)</b>		<b>(unaudited)</b>	
Income tax	2,590,496	1,427,018	637,798	168,365
Value-added tax	2,111,937	1,981,925	952,213	731,259
Brazilian Federal Contributions (PIS - COFINS)	696,729	1,768,006	437,117	1,535,953

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Others	138,361	110,326	86,639	82,181
<b>Total</b>	<b>5,537,523</b>	<b>5,287,275</b>	<b>2,113,767</b>	<b>2,517,758</b>
Current	4,309,765	4,190,141	1,869,205	2,316,532
Non-current	1,227,758	1,097,134	244,562	201,226
<b>Total</b>	<b>5,537,523</b>	<b>5,287,275</b>	<b>2,113,767</b>	<b>2,517,758</b>

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(I) Period adjusted according to note 3.

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**13 - Investments**

	Consolidated (unaudited)				
	June 30, 2012	Three-month period ended March 31, 2012	June 30, 2011 (I)	Six-month period ended June 30, 2012	June 30, 2011 (I)
<b>Changes in Investments</b>					
<b>Balance on begin of period</b>	<b>15,816,422</b>	<b>14,984,038</b>	<b>13,376,520</b>	<b>14,984,038</b>	<b>7,315,383</b>
Additions	78,802	378,374	40,732	457,176	6,320,380
Disposals	(61,896)		(8,121)	(61,896)	(8,121)
Cumulative translation adjustment	482,360	80,422	(222,574)	562,782	(390,084)
Equity	309,600	437,020	651,434	746,620	1,117,220
Valuation Adjustment	27,506	26,638	(560)	54,144	(2,731)
Dividends proposed	(615,532)	(90,070)	(630,725)	(705,602)	(1,145,341)
<b>Balance on ended of period</b>	<b>16,037,262</b>	<b>15,816,422</b>	<b>13,206,706</b>	<b>16,037,262</b>	<b>13,206,706</b>

(I) Period adjusted according to note 3.

	Parent Company Six-month period ended (unaudited)	
	June 30, 2012	June 30, 2011
<b>Changes in Investments</b>		
<b>Balance on begin of period</b>	<b>113,149,994</b>	<b>92,111,361</b>
Additions	3,318,237	2,069,883
Disposals	(1,221,535)	
Cumulative translation adjustment	4,952,142	(3,365,969)
Equity	5,260,944	7,505,654
Valuation Adjustment	(695,695)	154,371
Dividends proposed	(925,277)	(1,233,450)
<b>Balance on ended of period</b>	<b>123,838,810</b>	<b>97,241,850</b>

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	Investments		Equity results					Receivables	
	Period ended	Three-month period ended (unaudited)	Three-month period ended (unaudited)	Three-month period ended (unaudited)	Six-month period ended	Three-month period ended (unaudited)			
	June 30, 2012	December 31, 2011	June 30, 2012	March 31, 2012	June 30, 2011	June 30, 2012	June 30, 2011	June 30, 2012	March 31, 2012
<b>Subsidiaries and affiliated companies</b>									
<b>Direct and indirect subsidiaries</b>									
Aços Laminados do Pará S.A.	293,886	266,253	(562)	(2,735)	(19,260)	(3,297)	(25,972)		
Balderton Trading Corp	342,453	341,426	(4,781)	(15,559)	(307)	(20,340)	(6,084)		
Biopalma da Amazonia S.A.	381,276	442,108	(54,273)	(6,559)		(60,832)			
Companhia Portuária da Baía de Sepetiba - CPBS	325,256	349,538	62,156	39,864	44,632	102,020	74,360		
Compañia Minera Miski Mayo S.A.C (a)	531,507	403,345	34,474	18,720	(7,366)	53,194	(20,947)		
Ferrovia Centro-Atlantica S.A. ( a )	2,486,260	2,359,188	(43,602)	(107,326)	(33,288)	(150,928)	(94,608)		
Ferrovia Norte Sul S.A.	1,731,459	1,739,854	5,223	(12,897)	12,490	(7,674)	3,440		
Mineração Corumbaense Reunida S.A.	1,121,149	1,112,621	104,811	(2,688)	16,571	102,123	26,358		
Minerações Brasileiras Reunidas S.A. - MBR ( b )	4,285,021	3,791,794	31,936	35,679	(117,276)	67,615	(187,578)		
Potasio Rio Colorado S.A.	4,315,037	2,775,759	(18,590)	(17,561)	5,509	(36,151)	(640)		
Rio Doce Australia Pty Ltd.	655,515	751,781	(108,557)	(104,557)	(108,398)	(213,114)	(158,057)		
Salobo Metais S.A. ( a )	5,584,041	4,625,199	(27,600)	4,842	48,826	(22,758)	43,987		
Sociedad Contractual Minera Tres Valles ( a )	410,917	432,494	(32,552)	(20,876)	(9,120)	(53,428)	(9,891)		
Vale International Holdings GMBH ( b )	8,088,767	7,849,495	(137,616)	(62,515)	(57,375)	(200,131)	1,316,135		
Vale Canada Limited ( b )	10,025,592	9,746,214	(665,815)	(371,426)	12,967	(1,037,241)	511,997		
Vale Colombia Holding Ltd. (f)		1,183,387	(57,789)	(6,388)	21,685	(64,177)	(5,018)		
Vale Fertilizantes S.A. (e)		10,735,382	(53,320)	1,462	66,407	(51,858)	125,288		
Vale Fertilizantes S.A. ( old Mineração Naque S.A.) (b)	14,343,454	1,921,229	2,531,162	27,832	(63,800)	2,558,994	(27,512)		

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Vale International S.A. ( b )	44,904,397	40,602,111	926,685	2,626,310	1,775,410	3,552,995	4,975,161	
Vale Manganês S.A.	722,764	716,729	33,431	(27,396)	(5,009)	6,035	34,415	
Vale Mina do Azul S.A.	156,890	154,348	7,479	(4,937)		2,542		
Vale Moçambique S.A.	1,014,126	770,948	(86,582)	(60,670)	(161,213)	(147,252)	(224,159)	
Vale Shipping Holding Pte. Ltd.	4,595,247	3,944,448	33,090	73,140	34,869	106,230	33,817	
VBG Vale BSGR Limited (a)	860,768	756,825	(47,313)	(39,949)	(32,460)	(87,262)	(43,864)	
Others	625,766	393,480	63,774	55,246	48,507	119,020	47,806	682
	<b>107,801,548</b>	<b>98,165,956</b>	<b>2,495,269</b>	<b>2,019,055</b>	<b>1,473,001</b>	<b>4,514,324</b>	<b>6,388,434</b>	<b>682</b>
<b><u>Joint controlled entities</u></b>								
California Steel Industries, INC	349,944	301,088	17,130	10,401	10,968	27,531	20,302	
Companhia Coreano-Brasileira de Pelotização - KOBRASCO	196,883	208,497	15,721	12,665	12,319	28,386	28,593	20,000
Companhia Hispano-Brasileira de Pelotização - HISPANOBRÁS	251,093	214,194	56,627	3,487	7,633	60,114	12,336	23,215
Companhia Ítalo-Brasileira de Pelotização - ITABRASCO	120,380	150,329	2,477	10,239	23,898	12,716	40,107	36,048
Companhia Nipo-Brasileira de Pelotização - NIBRASCO	337,654	372,304	6,274	10,076	23,922	16,350	37,463	51,000
CSP- Companhia Siderúrgica do PECEM	898,578	498,643	(1,066)	(1,833)		(2,899)		
Henan Longyu Energy Resources CO., LTD.	626,087	528,929	30,509	31,947	29,066	62,456	68,361	107,359
LOG-IN - Logística Intermodal S/A ( c )	185,306	212,085	(9,165)	(17,614)	(3,328)	(26,779)	(3,328)	
Mineração Rio Grande do Norte S.A. - MRN	248,266	248,463	7,646	12,406	1,208	20,052	4,542	
MRS Logística S.A.	1,118,780	1,027,968	36,442	70,350	55,790	106,792	116,282	
Norsk Hydro ASA ( d )	6,309,823	6,029,045		50,087	79,446	50,087	79,446	95,382
Norte Energia S.A.	134,399	136,509	(2,110)			(2,110)		
Samarco Mineração S.A.	1,020,977	744,742	276,008	372,910	443,959	648,918	790,678	
Teal Minerals (Barbados) Incorporated	471,794	437,134	(3,303)	(2,542)	(4,247)	(5,845)	(11,804)	
Tecnored Desenvolvimento Tecnológico S.A.	101,902	85,963	(12,717)	(2,851)	(302)	(15,568)	(1,692)	
Thyssenkrupp CSA Companhia Siderúrgica do Atlântico	3,005,482	3,003,275	(91,433)	(64,400)	(11,059)	(155,833)	(25,237)	
Vale Florestar Fundo de Investimento	226,790	227,015	(1,992)	1,767	(364)	(225)	(2,456)	
Vale Soluções em Energia S.A. (a)	218,677	272,075	(17,015)	(56,982)	(8,398)	(73,997)	(22,845)	



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Zhuhai YPM Pellet									
Co	45,387	42,623	321	324	2,043	645	878		
Others	169,060	243,157	(754)	(3,417)	(11,120)	(4,171)	(14,406)		
	<b>16,037,262</b>	<b>14,984,038</b>	<b>309,600</b>	<b>437,020</b>	<b>651,434</b>	<b>746,620</b>	<b>1,117,220</b>	<b>225,645</b>	<b>107,359</b>
	<b>123,838,810</b>	<b>113,149,994</b>	<b>2,804,869</b>	<b>2,456,075</b>	<b>2,124,435</b>	<b>5,260,944</b>	<b>7,505,654</b>	<b>225,645</b>	<b>108,041</b>

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- 
- (a) Investment balance includes the values of advances for future capital increase;
  - (b) Excluded from equity, investment companies already detailed in note;
  - (c) Market value on June 30, 2012 was R\$ 206,909 and on December 31, 2011 was R\$ 197,138; and
  - (d) Market value on June 30, 2012 was R\$ 4,008,947 and on December 31, 2011 was R\$ 3,806,880.
  - (e) Incorporated in Vale Fertilizantes S.A. (old Mineração Naque S.A.)
  - (f) Company sold in June 2012

Dividends received by the Parent company in June 2011 was R\$ 1,103,265.

**14 - Intangible**

	<b>Consolidated</b>					
	<b>June 30, 2012 (unaudited)</b>			<b>December 31, 2011 (I)</b>		
	Cost	Amortization	Net Intangible	Cost	Amortization	Net Intangible
<b>Indefinite useful lifetime</b>						
Goodwill	9,220,793		9,220,793	8,989,901		8,989,901
	<b>9,220,793</b>		<b>9,220,793</b>	<b>8,989,901</b>		<b>8,989,901</b>
<b>Finite useful lifetime</b>						
Concession and subconcession	10,489,312	(3,060,320)	7,428,992	9,996,789	(2,813,133)	7,183,656
Right to use	627,258	(19,287)	607,971	1,132,774	(79,901)	1,052,873
Others	2,056,548	(1,232,734)	823,814	1,682,473	(1,120,322)	562,151
	<b>13,173,118</b>	<b>(4,312,341)</b>	<b>8,860,777</b>	<b>12,812,036</b>	<b>(4,013,356)</b>	<b>8,798,680</b>
<b>Total</b>	<b>22,393,911</b>	<b>(4,312,341)</b>	<b>18,081,570</b>	<b>21,801,937</b>	<b>(4,013,356)</b>	<b>17,788,581</b>

(I) Period adjusted according to note 3.

	<b>Parent Company</b>					
	<b>June 30, 2012 (unaudited)</b>			<b>December 31, 2011</b>		
	Cost	Amortization	Net Intangible	Cost	Amortization	Net Intangible
<b>Indefinite useful lifetime</b>						
Others	9,220,793		9,220,793	8,989,901		8,989,901

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	<b>9,220,793</b>		<b>9,220,793</b>	<b>8,989,901</b>		<b>8,989,901</b>
Finite useful lifetime						
Concession and subconcession	6,168,497	(2,270,276)	3,898,221	5,920,202	(2,105,340)	3,814,862
Right to use	143,514	(697)	142,817	678,676	(71,860)	606,816
Others	2,056,548	(1,232,734)	823,814	1,682,473	(1,120,322)	562,151
	<b>8,368,559</b>	<b>(3,503,707)</b>	<b>4,864,852</b>	<b>8,281,351</b>	<b>(3,297,522)</b>	<b>4,983,829</b>
<b>Total</b>	<b>17,589,352</b>	<b>(3,503,707)</b>	<b>14,085,645</b>	<b>17,271,252</b>	<b>(3,297,522)</b>	<b>13,973,730</b>

The table below shows the movement of intangible assets during the period:

	Consolidated (unaudited)				
	Goodwill	Concessions and Subconcessions	Right to use	Others	Total
<b>Balance at March 31, 2012</b>	<b>8,962,331</b>	<b>7,299,742</b>	<b>1,042,252</b>	<b>655,345</b>	<b>17,959,670</b>
Addition through acquisition		268,845		228,346	497,191
Write off			(455,317)		(455,317)
Amortization		(139,595)	(7,687)	(59,877)	(207,159)
Translation adjustment	258,462		28,723		287,185
<b>Balance at June 30, 2012</b>	<b>9,220,793</b>	<b>7,428,992</b>	<b>607,971</b>	<b>823,814</b>	<b>18,081,570</b>

	Consolidated (unaudited)				
	Goodwill	Concessions and Subconcessions	Right to use	Others	Total
<b>Balance at January 1, 2012 (I)</b>	<b>8,989,901</b>	<b>7,183,656</b>	<b>1,052,873</b>	<b>562,151</b>	<b>17,788,581</b>
Addition through acquisition		235,489		145,624	381,113
Write off		(595)			(595)
Amortization		(118,808)	(10,694)	(52,430)	(181,932)
Translation adjustment	(27,570)		73		(27,497)
<b>Balance at March 31, 2012</b>	<b>8,962,331</b>	<b>7,299,742</b>	<b>1,042,252</b>	<b>655,345</b>	<b>17,959,670</b>

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	Consolidated (unaudited)				
	Goodwill	Concessions and Subconcessions	Right to use	Others	Total
<b>Balance at March 31, 2011 (I)</b>	<b>8,656,809</b>	<b>6,980,802</b>	<b>1,046,892</b>	<b>659,515</b>	<b>17,344,018</b>
Addition through acquisition		9,957		173,577	183,534
Write off		(18,073)		(1,474)	(19,547)
Amortization		(165,361)	(5,989)	(61,330)	(232,680)
Translation adjustment	(177,474)		(19,748)		(197,222)
Others		295,185		(295,185)	
<b>Balance at June 30, 2011 (I)</b>	<b>8,479,335</b>	<b>7,102,510</b>	<b>1,021,155</b>	<b>475,103</b>	<b>17,078,103</b>

	Consolidated (unaudited)				
	Goodwill	Concessions and Subconcessions	Right to use	Others	Total
<b>Balance at January 1, 2012</b>	<b>8,989,901</b>	<b>7,183,656</b>	<b>1,052,873</b>	<b>562,151</b>	<b>17,788,581</b>
Addition through acquisition		504,334		373,970	878,304
Write off		(595)	(455,317)		(455,912)
Amortization		(258,403)	(18,381)	(112,307)	(389,091)
Translation adjustment	230,892		28,796		259,688
<b>Balance at June 30, 2012</b>	<b>9,220,793</b>	<b>7,428,992</b>	<b>607,971</b>	<b>823,814</b>	<b>18,081,570</b>

	Consolidated (unaudited)				
	Goodwill	Concessions and Subconcessions	Right to use	Others	Total
<b>Balance at January 1, 2011 (I)</b>	<b>8,654,307</b>	<b>6,514,317</b>	<b>1,054,289</b>	<b>685,690</b>	<b>16,908,603</b>
Addition through acquisition		588,721		187,136	775,857
Write off		(18,607)		(1,739)	(20,346)
Amortization		(277,106)	(11,978)	(100,799)	(389,883)
Translation adjustment	(174,972)		(21,156)		(196,128)
Others		295,185		(295,185)	
<b>Balance at June 30, 2011 (I)</b>	<b>8,479,335</b>	<b>7,102,510</b>	<b>1,021,155</b>	<b>475,103</b>	<b>17,078,103</b>

(I) Period adjusted according to note 3.

	Parent company (unaudited)				
	Goodwill	Concessions and Subconcessions	Right to use	Others	Total
<b>Balance at January 1, 2012</b>	<b>8,989,901</b>	<b>3,814,862</b>	<b>606,816</b>	<b>562,151</b>	<b>13,973,730</b>
Addition through acquisition		250,463		373,970	
Write off		(595)	(455,317)		
Amortization		(166,509)	(8,682)	(112,307)	
Translation adjustment	230,892				
<b>Balance at June 30, 2012</b>	<b>9,220,793</b>	<b>3,898,221</b>	<b>142,817</b>	<b>823,814</b>	<b>13,973,730</b>

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Parent company (unaudited)

	<b>Goodwill</b>	<b>Concessions and Subconcessions</b>	<b>Right to use</b>	<b>Others</b>	<b>Total</b>
Balance at January 1, 2011	8,654,307	3,823,518	630,770	454,513	13,563,108
Addition through acquisition internal development		205,175		187,136	392,311
Write off		(2,261)		(1,739)	(4,000)
Amortization Rates		(161,173)	(11,978)	(100,799)	(273,950)
Translation adjustment	(174,972)				(174,972)
<b>Balance at June 30, 2011</b>	<b>8,479,335</b>	<b>3,865,259</b>	<b>618,792</b>	<b>539,111</b>	<b>13,502,497</b>

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**15 - Property, plant and equipment**

	Consolidated (unaudited)							Total
	Land	Building	Facilities	Computer equipment	Mineral assets	Others	Constructions im progress	
<b>Balance in march 31, 2012</b>	<b>1,357,051</b>	<b>11,862,826</b>	<b>20,680,885</b>	<b>651,240</b>	<b>34,409,040</b>	<b>36,563,525</b>	<b>51,564,353</b>	<b>157,088,920</b>
Acquisitions							4,284,881	4,284,881
Disposals					(73,930)	(323,087)	(272,761)	(669,778)
Transfer to non-current assets held for sale		(15,948)	(65,549)			(765)	(383)	(82,645)
Depreciation and amortization		(82,433)	(228,424)	(13,088)	(12,624)	(845,940)		(1,182,509)
Translation adjustment		439,604	431,916	(11,716)	1,365,404	915,862	4,637,246	7,778,316
Transfers	13,291	1,008,460	782,703	22,009	172,908	4,824,306	(6,823,677)	
<b>Balance in June 30, 2012</b>	<b>1,370,342</b>	<b>13,212,509</b>	<b>21,601,531</b>	<b>648,445</b>	<b>35,860,798</b>	<b>41,133,901</b>	<b>53,389,659</b>	<b>167,217,185</b>

	Consolidated (unaudited)							Total
	Land	Building	Facilities	Computer equipment	Mineral assets	Others	Constructions im progress	
<b>Balance in January 1, 2012 (I)</b>	<b>1,331,402</b>	<b>11,425,015</b>	<b>20,813,602</b>	<b>684,358</b>	<b>34,635,517</b>	<b>36,040,077</b>	<b>48,924,892</b>	<b>153,854,863</b>
Aquisition							4,868,428	4,868,428
Disposals		(7,899)	(496)	(662)	(2)	(20,552)	(53,031)	(82,642)
Depreciation and amortization		(230,878)	(410,186)	(51,320)	(342,280)	(799,795)		(1,834,459)
Translation adjustment		(127,323)	13,357	(2,929)	(555,194)	(175,878)	1,130,697	282,730
Transfers	25,649	803,911	264,608	21,793	670,999	1,519,673	(3,306,633)	
<b>Balance in March 31, 2012</b>	<b>1,357,051</b>	<b>11,862,826</b>	<b>20,680,885</b>	<b>651,240</b>	<b>34,409,040</b>	<b>36,563,525</b>	<b>51,564,353</b>	<b>157,088,920</b>

	Consolidated (unaudited)							Total
	Land	Building	Facilities	Computer equipment	Mineral assets	Others	Constructions im progress	
<b>Balance in march 31, 2011 (I)</b>	<b>593,245</b>	<b>8,118,104</b>	<b>25,097,052</b>	<b>439,036</b>	<b>40,660,511</b>	<b>31,523,871</b>	<b>19,909,176</b>	<b>126,340,995</b>
Aquisition							3,927,450	3,927,450
Disposals		(638)	(120)	(198)	(25,209)	(29,638)	(106,322)	(162,125)
Depreciation and amortization		(42,183)	(210,563)	(30,070)	(88,666)	(670,959)		(1,042,441)

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Translation adjustment	(479,435)	1,317,021		5,466	(428,221)	(40,814)	(677,482)	(303,465)
Transfers	(8,431)	2,298,231	1,140,339	5,672	(2,497,378)	246,661	(1,185,094)	
<b>Balance in</b>								
<b>June 30, 2011 (I)</b>	<b>584,814</b>	<b>9,894,079</b>	<b>27,343,729</b>	<b>419,906</b>	<b>37,621,037</b>	<b>31,029,121</b>	<b>21,867,728</b>	<b>128,760,414</b>

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	Consolidated (unaudited)						Constructions in progress	Total
	Land	Building	Facilities	Computer equipment	Mineral assets	Others		
<b>Balance in January 1, 2012 (I)</b>	<b>1,331,402</b>	<b>11,425,015</b>	<b>20,813,602</b>	<b>684,358</b>	<b>34,635,517</b>	<b>36,040,077</b>	<b>48,924,892</b>	<b>153,854,863</b>
Acquisitions							9,153,309	9,153,309
Disposals		(7,899)	(496)	(662)	(73,932)	(343,639)	(325,792)	(752,420)
Transfer to non-current assets held for sale		(15,948)	(65,549)			(765)	(383)	(82,645)
Depreciation and amortization		(313,311)	(638,610)	(64,408)	(354,904)	(1,645,735)		(3,016,968)
Translation adjustment		312,281	445,273	(14,645)	810,210	739,984	5,767,943	8,061,046
Transfers	38,940	1,812,371	1,047,311	43,802	843,907	6,343,979	(10,130,310)	
<b>Balance in June 30, 2012 (I)</b>	<b>1,370,342</b>	<b>13,212,509</b>	<b>21,601,531</b>	<b>648,445</b>	<b>35,860,798</b>	<b>41,133,901</b>	<b>53,389,659</b>	<b>167,217,185</b>

	Consolidated (unaudited)						Constructions in progress	Total
	Land	Building	Facilities	Computer equipment	Mineral assets	Others		
<b>Balance in January 1, 2011 (I)</b>	<b>593,245</b>	<b>8,118,104</b>	<b>25,097,052</b>	<b>439,036</b>	<b>40,660,511</b>	<b>31,523,871</b>	<b>19,909,176</b>	<b>126,340,995</b>
Aquisition							9,362,437	9,362,437
Disposals	(61)	(15,250)	(791)	(676)	(31,418)	(32,883)	(107,000)	(188,079)
Depreciation and amortization		(88,581)	(437,494)	(58,109)	(109,907)	(2,028,625)		(2,722,716)
Translation adjustment		(1,194,299)	(3,316,292)	98,015	(652,839)	3,858,916	(387,748)	(1,594,247)
Transfers	192,595	3,885,612	(1,885,869)	268,605	(8,347,649)	(6,782,364)	12,669,070	
<b>Balance in June 30, 2011 (I)</b>	<b>785,779</b>	<b>10,705,586</b>	<b>19,456,606</b>	<b>746,871</b>	<b>31,518,698</b>	<b>26,538,915</b>	<b>41,445,935</b>	<b>131,198,390</b>

(I) Period adjusted according to note 3.

	Parent company (unaudited)						Constructions in progress	Total
	Land	Building	Facilities	Computer equipment	Mineral assets	Others		
<b>Balance in January 1, 2012</b>	<b>761,612</b>	<b>5,020,099</b>	<b>12,087,932</b>	<b>219,086</b>	<b>3,221,211</b>	<b>10,059,517</b>	<b>24,133,736</b>	<b>55,503,193</b>
Aquisition							6,347,088	6,347,088
Disposals		(1,095)	(131)	(34)		(60,427)	(17,230)	(78,917)



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Depreciation and amortization		(87,557)	(288,677)	(48,639)	(66,974)	(631,470)		(1,123,317)
Transfers	38,940	890,905	449,159	21,121	80,575	2,124,462	(3,605,162)	
<b>Balance in June 30, 2012</b>	<b>800,552</b>	<b>5,822,352</b>	<b>12,248,283</b>	<b>191,534</b>	<b>3,234,812</b>	<b>11,492,082</b>	<b>26,858,432</b>	<b>60,648,047</b>

Parent company (unaudited)

	Land	Building	Facilities	Computer equipment	Mineral assets	Others	Constructions in progress	Total
<b>Balance in January 1, 2011</b>	<b>361,738</b>	<b>2,543,212</b>	<b>8,579,417</b>	<b>176,909</b>	<b>2,764,737</b>	<b>12,074,223</b>	<b>17,961,535</b>	<b>44,461,771</b>
Acquisition							13,989,641	13,989,641
Disposals	(61)	(3,216)	(15,163)	(84)	(24,751)	(43,899)	(351,414)	(438,588)
Depreciation and amortization		(114,030)	(509,019)	(102,563)	(93,535)	(1,690,484)		(2,509,631)
Others	399,935	2,594,133	4,032,697	144,824	574,760	(280,323)	(7,466,026)	
<b>Balance in June 30, 2011</b>	<b>761,612</b>	<b>5,020,099</b>	<b>12,087,932</b>	<b>219,086</b>	<b>3,221,211</b>	<b>10,059,517</b>	<b>24,133,736</b>	<b>55,503,193</b>

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The depreciation of the period, allocated to the production cost and to the expenses, in the period of Three-month period ended was R\$ 2.039.983 in June 30, 2012 was R\$ 1.797.762 in March 31, 2012 and was R\$ 1.523.197 in June 30, 2011 and in Six-month period ended was R\$ 3.837.745 in June 30, 2012 was R\$ 3.013.289 and June 30, 2011 in the consolidated in the Three-month period ended was R\$ 649.804 in June 30, 2012, R\$ 562.103 in March 31, 2012 and R\$ 469.283 in June 30, 2011 and in Six-month period ended R\$ 1.211.907 in June 30, 2012 and R\$ 937.985 in June 30, 2011 in the Parent Company.

The net property, plant and equipments given in guarantees for judicial claims in June 30, 2012 and December 31, 2012 correspond to R\$ 188,911 and R\$ 190,545 in consolidated financial statements, and R\$ 130,163 and R\$ 133,975 in the Parent Company, respectively.

**16 - Impairment of Assets**

There was no adjustment to reduce the recoverable value of assets in the period.

**17 - Loans and Financing****a) Short term debts**

	June 30, 2012 (unaudited)	Consolidated December 31, 2011 (I)	June 30, 2012 (unaudited)	Parent Company December 31, 2011 (I)
Working capital	999,928	40,044	999,928	
	<b>999,928</b>	<b>40,044</b>	<b>999,928</b>	

(I) Period adjusted according to note 3.

Financings raised in the short term for export, denominated in U.S. dollars with an average interest rate on June 30, 2012 and December 31, 2011 of 2,03 % per years and 1.81% per years, respectively.

**b) Long term**

	Current Liabilities		Consolidated	
	June 30, 2012 (unaudited)	December 31, 2011 (I)	June 30, 2012 (unaudited)	December 31, 2011 (I)
<b>Long-term contracts abroad</b>				
Loans and financing in:				
United States dollars	1,567,530	944,101	7,138,229	5,014,341
Others currencies	115,918	16,805	502,653	96,395
Notes indexed in United States				
dollars (fixed rates)		761,243	22,632,411	18,823,257
Euro			1,877,475	1,812,374
Accrued charges	505,091	413,021		
	<b>2,188,539</b>	<b>2,135,170</b>	<b>32,150,768</b>	<b>25,746,367</b>
<b>Long-term contracts in Brazil</b>				
Indexed to TJLP, TR, IGP-M e CDI	635,300	460,966	9,735,343	9,798,933
Basket of currencies	3,219	2,629		
Loans in United States dollars			4,723,654	4,679,374
Accrued charges	171,447	208,515		
	<b>809,966</b>	<b>672,110</b>	<b>14,458,997</b>	<b>14,478,307</b>
	<b>2,998,505</b>	<b>2,807,280</b>	<b>46,609,765</b>	<b>40,224,674</b>

(I) Period adjusted according to note 3.

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	Parent Company			
	Current liabilities	Current liabilities	Noncurrent liabilities	Noncurrent liabilities
	June 30, 2012	December 31, 2011	June 30, 2012	December 31, 2011
	(unaudited)		(unaudited)	
<b>Long-term contracts abroad</b>				
Loans and financing in:				
United States dollars	242,029	165,056	4,055,396	3,324,996
Euro			1,877,475	1,812,375
Accrued charges	63,833	81,188		
	<b>305,862</b>	<b>246,244</b>	<b>5,932,871</b>	<b>5,137,371</b>
<b>Long-term contracts in Brazil</b>				
Indexed to TJLP, TR, IGP-M e CDI	606,475	447,162	9,417,911	9,458,422
Non-convertible debentures into shares			4,000,000	4,000,000
Accrued charges	156,387	198,248		
	<b>762,862</b>	<b>645,410</b>	<b>13,417,911</b>	<b>13,458,422</b>
	<b>1,068,724</b>	<b>891,654</b>	<b>19,350,782</b>	<b>18,595,793</b>

The long-term portion as at June 30, 2012 has maturity in the following years (unaudited):

	Consolidated (I)	Parent Company
2013	5,060,787	4,408,924
2014	2,461,736	2,092,516
2015	1,976,910	1,113,491
2016	3,282,059	1,118,199
2017 onwards	33,828,273	10,617,652
	<b>46,609,765</b>	<b>19,350,782</b>

(I) Period adjusted according to note 3.

The long-term portion as at March 31, 2012 has maturity in the following years (unaudited):

	Consolidated (I)	Parent Company
Up to 3%	9,904,071	6,786,724
3,1% to 5% (*)	9,053,962	2,472,756
5,1% to 7%	17,472,756	1,791,431
7,1% to 9% (**)	9,929,237	7,289,843
9,1% to 11% (**)	2,198,607	2,078,752
Over 11% (**)	1,049,637	
	<b>49,608,270</b>	<b>20,419,506</b>

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(I) Period adjusted according to note 3.

(\*) Includes the operation of Eurobonds where we have entered into a derivative financial instrument at a cost of 4.71% per year in american dollars.

(\*\*) Includes non-convertible debentures and other Brazilian Real denominated debt with the same interest of the Brazilian Certificate of Deposit ( CDI ) and Brazilian Government long-term Interest Rates ( TJLP ) plus a spread. Due to these operations, derivative financial instruments were contracted to protect the Company's exposure to variations in the floating debt in Reais. The total contracted amount for these transactions is R\$ 11,695 million (US\$ 5,879 million), of which R\$ 9,346 million (US\$ 4,698 million) has an original interest rate above 7.1% per year. The average cost after taking into account the derivative transaction is 2.86% per year in US dollars.

The total average cost of all derivative transactions is of 3.12% per year in US Dollars.

On July 10, 2012 (subsequent event) Vale received the amount related to the issue of R\$ 1,828 million ( 750 millions) notes due 2023. These notes will bear a coupon of 3.75% per year, payable annually, at a price of 99.608% of the principal amount.

In April 2012, through our wholly-owned subsidiary Vale Overseas Limited, we raised the amount of US\$ 1.250 billion notes due 2022 that were priced in March at a price of 101.345% of the principal amount. The notes will bear a coupon of 4.375% per year, payable semi-annually and will be consolidated with, and form a single series with, Vale Overseas's US\$ 1 billion and 4.375% notes due 2022 issued on January 2012. Those notes issued in January, 2012 were sold at a price of 98.804% of the principal amount.

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**c) Credit lines**

In August 2011, we entered into an agreement with a syndicate of financial institutions to finance the acquisition of five large ore carriers and two capesize bulkers at two Korean shipyards. The agreement provides a credit line of up to R\$ 1,054 million (US\$ 530 million). As of June 30, 2012, Vale had drawn R\$ 527 million (US\$ 265 million) under the facility.

In October 2010, we signed an agreement with Export Development Canada ( EDC ) to finance its investment program. Under the agreement, EDC will provide a credit line of up to R\$ 1,989 million (US\$ 1 billion). As of June 30, 2012, Vale had drawn R\$ 1,343 million (US\$ 675 million).

In September 2010, Vale entered into agreements with The Export-Import Bank of China and the Bank of China Limited for the financing to build 12 very large ore carriers comprising a facility for an amount of up to R\$ 2,445 million (US\$ 1,229 million). The financing has a 13-year total term to be repaid, and the funds will be disbursed during 3 years according to the construction schedule. As of June 30, 2012, we had drawn R\$ 1,416 million (US\$ 712 million) under this facility.

In June 2010, Vale established certain facilities with Banco Nacional de Desenvolvimento Econômico Social ( BNDES ) for a total amount of R\$ 774 million, to finance the acquisition of domestic equipments. On March 31, 2011, Vale increased this facility through a new agreement with BNDES for R\$ 103 million. As of June 30, 2012, we had drawn R\$ 641 million under these facilities.

In May 2008, the Company has signed agreements with Japanese long term financing credit agencies in the amount of R\$ 9,947 million (US\$ 5 billion), being R\$ 5,968 million (US\$ 3 billion) with Japan Bank for International Cooperation ( JBIC ) and R\$ 3,979 million (US\$ 2 billion) with Nippon Export and Investment Insurance ( NEXI ), to finance mining projects, logistics and energy generation. Until June 30, 2012, Vale through its subsidiary PT Vale Indonesia Tbk ( PTI ) withdrew R\$ 597 million (US\$ 300 million), under the credit facility from NEXI to finance the construction of the hydroelectric plant of Karebbe, Indonesia.

In April 2008, Vale has signed a credit line in the amount of R\$ 7.3 billion with BNDES to finance its investment program. June 30, 2012, Vale withdrew R\$ 2,849 million in this line.

**d) Revolving credit lines**

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Vale has available revolving credit lines that can be disbursed and paid at any time, during its availability period. On June 30, 2012, the total amount available under the revolving credit lines was R\$ 5,968 million (US\$ 3 billion), that can be drawn by Vale S.A., Vale Canada Limited and Vale International.

### **e) Guarantee**

On June 30, 2012, R\$ 2,164 million (US\$ 1,088 million) of the total aggregate outstanding debt was secured by fixed assets.

### **f) Covenants**

Our principal covenants require us to maintain certain ratios, such as debt to EBITDA and interest coverage. We have not identified any events of noncompliance as of June 30, 2012.

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**18 - Provisions**

We are involved parties in labor, civil, tax and other ongoing lawsuits and are discussing these issues at an administrative level and in court, and, when applicable, there are supported by judicial deposits. Provisions for losses resulting from these processes are estimated and updated by the Company, supported by the legal opinion of the legal board of the Company and by its external legal consultants.

	<b>Consolidated</b>				
	Tax contingencies	Civil contingencies	Labor contingencies	Environmental contingencies	Total accrued liabilities
<b>Non-current liabilities</b>					
<b>Balance as</b>					
<b>January 1, 2011 (I)</b>	<b>1,248,528</b>	<b>847,465</b>	<b>1,234,434</b>	<b>78,172</b>	<b>3,408,599</b>
Additions	68,676	121,310	711,204	11,143	912,333
Reversals	(84,594)	(348,342)	(156,240)	(15,961)	(605,137)
Payments	(56,838)	(153,986)	(376,576)	(26,328)	(613,728)
Monetary update	48,185	(10,903)	(8,171)	13,562	42,673
<b>Balance as</b>					
<b>December 31, 2011 (I)</b>	<b>1,223,957</b>	<b>455,544</b>	<b>1,404,651</b>	<b>60,588</b>	<b>3,144,740</b>
Additions	41,675	100,457	295,165	7,552	444,849
Reversals	(11,861)	(82,451)	(123,379)	(4,298)	(221,989)
Payments	(8,618)	(23,080)	(22,243)		(53,941)
Monetary update	58,414	69,762	21,740	3,822	153,738
Transfer to assets available for sale			(513)	(2,210)	(2,723)
<b>Balance as June 30, 2012 (unaudited)</b>	<b>1,303,567</b>	<b>520,232</b>	<b>1,575,421</b>	<b>65,454</b>	<b>3,464,674</b>

(I) Period adjusted according to note 3.

	<b>Parent Company</b>				
	Tax contingencies	Civil contingencies	Labor contingencies	Environmental contingencies	Total accrued liabilities
<b>Non-current liabilities</b>					
<b>Balance as</b>					
<b>January 1, 2011</b>	<b>324,518</b>	<b>680,338</b>	<b>1,072,097</b>	<b>30,820</b>	<b>2,107,773</b>
Additions	37,169	57,350	660,415	11,094	766,028
Reversals	(1,608)	(348,524)	(145,072)	(57)	(495,261)
Payments	(6,828)	(143,823)	(347,238)	(15,287)	(513,176)
Monetary update	89,102	(22,355)	(22,898)	18,473	62,322



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<b>Balance as</b>					
<b>December 31, 2011</b>	<b>442,353</b>	<b>222,986</b>	<b>1,217,304</b>	<b>45,043</b>	<b>1,927,686</b>
Additions	21,524	65,292	263,531	6,400	356,747
Reversals	(16,217)	(83,257)	(120,062)	(5,603)	(225,139)
Payments	(4,094)	(21,418)	(14,880)		(40,392)
Monetary update	20,918	50,331	5,940	2,996	80,185
<b>Balance as June 30, 2012 (unaudited)</b>	<b>464,484</b>	<b>233,934</b>	<b>1,351,833</b>	<b>48,836</b>	<b>2,099,087</b>

Provisions for Tax Contingencies - The nature of tax contingencies refer to discussions on the basis of calculation of the Financial Compensation for Exploiting Mineral Resources ( CFEM ) and denials of compensation claims of credits in the settlement of federal taxes in Brazil, and mining taxes in our foreign subsidiaries. The other causes refer to the charges of Additional Port Workers Compensation ( AITP ) and questions about the location for the purpose of incidence of Service Tax ( ISS ).

Provision for Civil Contingencies - These are related to the demands that involve contracts between Vale and other group companies with their service providers, requiring differences in values due to alleged losses that have occurred due to various economic plans, other demands are related to accidents, actions damages and others related to monetary compensation in actions vindicatory.

Provision for Labor Contingencies - Consist of lawsuits filed by employees and service providers, questioning parcels arising from the employment relationship. The most recurring issue payment of overtime, hours in itinere , hazard pay and poor health. The social security contingencies are also included in this context arising from parcels of labor, in the case of legal and administrative disputes between the INSS and the Vale/group companies, whether these are at the root is the incidence of compulsory social security or not.

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In addition to those provisions, there are judicial deposits. These deposits are the guarantees to the contingencies required in court. They are monetarily readjusted and reported in noncurrent assets of the Company until it happens the court decision to rescue these deposits by the complainant, unless there is a favorable outcome of the issue to the entity. Judicial deposits are as follows:

	<b>June 30, 2012</b>	<b>Consolidated</b>	<b>June 30, 2012</b>	<b>Parent Company</b>
	<b>(unaudited)</b>	<b>December 31, 2011 (I)</b>	<b>(unaudited)</b>	<b>December 31, 2011</b>
Tax contingencies	849,172	771,106	535,195	474,314
Civil contingencies	394,883	282,712	279,281	184,296
Labor contingencies	1,790,766	1,671,362	1,545,685	1,424,875
Environmental contingencies	10,912	9,419	9,472	8,007
<b>Total</b>	<b>3,045,733</b>	<b>2,734,599</b>	<b>2,369,633</b>	<b>2,091,492</b>

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(I) Period adjusted according to note 3.

The Company discusses in its administrative and judicial sphere legal actions where the loss expectation is considered possible and understands there is no needs to provide, since there is a strong legal basis for the positioning of the Company. These contingent liabilities are split between tax, civil, labor and social security, and are as follows:

	<b>June 30, 2012</b>	<b>Consolidated</b>	<b>June 30, 2012</b>	<b>Parent Company</b>
	<b>(unaudited)</b>	<b>December 31, 2011 (I)</b>	<b>(unaudited)</b>	<b>December 31, 2011</b>
<b>Possible Contingencies</b>				
Tax contingencies	34,027,722	33,568,634	31,529,611	30,814,229
Civil contingencies	2,527,091	2,771,868	2,238,657	1,567,432
Labor contingencies	3,655,048	3,592,238	3,283,740	3,348,376
Environmental contingencies	2,198,612	2,009,729	2,171,341	2,009,489
<b>Total</b>	<b>42,408,473</b>	<b>41,942,469</b>	<b>39,223,349</b>	<b>37,739,526</b>

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(I) Period adjusted according to note 3.

The tax contingencies refer mainly to discussion relating to the recovery of Income Tax and Social Contribution, calculated based on the equity method in foreign subsidiaries.



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**19 - Asset retirement obligation**

The Company uses various judgments and assumptions when measuring the obligations related to the discontinuation of the use of assets. The accrued amount is not deducted from the potential costs covered by insurance or indemnities, because their recovery is considered uncertain.

Long term interest rates used to discount to present value and update the provision to June 30, 2012 and December 31, 2011 were 5.82% p.y. The liability is periodically updated based on these discount rates plus the inflation index ( IGP-M ) for the period in reference.

The variation in the provision for asset retirement is demonstrated as follows:

	Consolidated (unaudited)				
	June 30, 2012	Three-month period ended March 31, 2012	June 30, 2011 (I)	Six-month period ended June 30, 2012	June 30, 2011 (I)
<b>Balance on begin of period</b>	<b>3,679,123</b>	<b>3,563,730</b>	<b>2,477,436</b>	<b>3,563,730</b>	<b>2,528,479</b>
Increase expense	97,028	60,488	47,078	157,516	114,211
Liquidation in the current period	(947)	(6,941)	(31,922)	(7,888)	(48,314)
Revisions in estimated cash flows	3,676	62,638	(16,978)	66,314	(121,069)
Cumulative translation adjustments	96,823	(792)	(30,552)	96,031	(28,245)
<b>Balance on ended of period</b>	<b>3,875,703</b>	<b>3,679,123</b>	<b>2,445,062</b>	<b>3,875,703</b>	<b>2,445,062</b>
Current	80,902	126,778	85,569	80,902	85,569
Non-current	3,794,801	3,552,345	2,359,493	3,794,801	2,359,493
	<b>3,875,703</b>	<b>3,679,123</b>	<b>2,445,062</b>	<b>3,875,703</b>	<b>2,445,062</b>

	Parent Company	
	June 30, 2012	Six-month period ended (unaudited) June 30, 2011
<b>Balance on begin of period</b>	<b>1,130,923</b>	<b>805,265</b>
Increase expense	44,822	54,575
Liquidation in the current period		(22,298)
<b>Balance on ended of period</b>	<b>1,175,745</b>	<b>837,542</b>
Current	13,613	22,130
Non-current	1,162,132	815,412

**20 - Deferred Income Tax and Social Contribution**

Changes in deferred taxes are presented as follows:

	Assets	Consolidated Liabilities	Total	Parent Company Assets
<b>Total amount in January 1, 2011 (II)</b>	<b>2,262,947</b>	<b>12,828,178</b>	<b>(10,565,231)</b>	<b>(1,785,291)</b>
Net income effect	1,084,952	525,146	559,806	298,759
Subsidiary acquisition		127,410	(127,410)	
Cumulative translation adjustment	170,112	707,310	(537,198)	
Deferred social contribution		(3,574,271)	3,574,271	3,574,271
Other comprehensive income	20,819		20,819	20,819
<b>Total amount in December 31, 2011 (II)</b>	<b>3,538,830</b>	<b>10,613,773</b>	<b>(7,074,943)</b>	<b>2,108,558</b>
Net income effect	165,948	(92,238)	258,186	18,606
Cumulative translation adjustment	39,719	256,669	(216,950)	
Sale on subsidiary		(172,534)	172,534	
Reversal of deferred tax		(2,533,411)	2,533,411	
Other comprehensive income	30,386		30,386	12,036
<b>Total amount in June 30, 2012 (unaudited)</b>	<b>3,774,883</b>	<b>8,072,259</b>	<b>(4,297,376)</b>	<b>2,139,200</b>

(II) Period adjusted according to note 3, in consolidated.

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There were no changes in the rates of taxes in the countries where we operate in the period. See below the total amount of income tax and social contribution recognized in the income statement:

	Consolidated (unaudited)				
	June 30, 2012	Three-month period ended March 31, 2012	June 30, 2011 (I)	Six-month period ended June 30, 2012	Six-month period ended June 30, 2011 (I)
Income before tax and social contribution	2,993,529	7,547,922	13,992,817	10,541,451	27,514,033
Results of equity investments	(309,600)	(437,020)	(651,434)	(746,620)	(1,117,220)
Exchange variation - not taxable	715,115	(350,450)	112,388	364,665	192,550
	<b>3,399,044</b>	<b>6,760,452</b>	<b>13,453,771</b>	<b>10,159,496</b>	<b>26,589,363</b>
<b>Income tax and social contribution at statutory rates - 34%</b>	<b>(1,155,675)</b>	<b>(2,298,554)</b>	<b>(4,574,282)</b>	<b>(3,454,229)</b>	<b>(9,040,383)</b>
Adjustments that affects the basis of taxes:					
Income tax benefit from interest on stockholders equity	670,248	670,248	411,382	1,340,496	1,140,249
Tax incentive		159,496	306,066	159,496	591,398
Results of overseas companies taxed by different rates which differs from the parent company rate	317,152	535,759	351,300	852,911	1,552,053
Others	(178,400)	2,458	(306,690)	(175,942)	(374,619)
<b>Income tax and social contribution on the profit for the period</b>	<b>(346,675)</b>	<b>(930,593)</b>	<b>(3,812,224)</b>	<b>(1,277,268)</b>	<b>(6,131,302)</b>
Reversal of deferred tax (see note 7a)	2,533,411			2,533,411	
<b>Income tax and social contribution on the profit for the period</b>	<b>2,186,736</b>	<b>(930,593)</b>	<b>(3,812,224)</b>	<b>1,256,143</b>	<b>(6,131,302)</b>

(I) Period adjusted according to note 3.

	Parent Company (unaudited)				
	June 30, 2012	Three-month period ended March 31, 2012	June 30, 2011	Six-month period ended June 30, 2012	Six-month period ended June 30, 2011
Income before tax and social contribution	5,751,963	7,466,768	13,447,966	13,218,731	26,251,691

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Results of equity investments	(2,804,868)	(2,456,075)	(2,124,435)	(5,260,943)	(7,505,654)
	<b>2,947,095</b>	<b>5,010,693</b>	<b>11,323,531</b>	<b>7,957,788</b>	<b>18,746,037</b>
<b>Income tax and social contribution at statutory rates - 34%</b>	(1,002,012)	(1,703,636)	(3,850,001)	(2,705,648)	(6,373,653)
Adjustments that affects the basis of taxes:					
Income tax benefit from interest on stockholders equity	670,248	670,248	411,382	1,340,496	1,119,849
Tax incentive		159,385	305,424	159,385	590,213
Others	(106,533)	127,635	(39,412)	21,102	(21,758)
<b>Income tax and social contribution on the profit for the period</b>	<b>(438,297)</b>	<b>(746,368)</b>	<b>(3,172,607)</b>	<b>(1,184,665)</b>	<b>(4,685,349)</b>

Whereas published on December 31, 2011, there were no changes in tax incentives received by the company.

The Company is subject to revision of income tax by tax authorities for up to five years in companies operating in Brazil, ten years for operations in Indonesia and up to seven years for companies with operations in Canada.

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**21 - Obligations to Employee Benefits****a) Costs of retirement benefits obligations**

In the 2011 annual statements, Vale disclosed it expects in 2012 to pay pension plans and other benefits of R\$ 490,000 in relation to the consolidated and R\$ 271,000 in relation to the parent company. Until June 30, 2012 contributions totaled R\$ 275.211 to the consolidated and R\$ 163.388 to the parent. Vale does not expect significant changes in estimates in 2011.

	Consolidated								
	June 30, 2012			Three-month period ended (unaudited) March 31, 2012			June 30, 2011 (I)		
	Overfunded pension plans (*)	Underfunded pension plans	Others underfunded pension plans	Overfunded pension plans (*)	Underfunded pension plans	Others underfunded pension plans	Overfunded pension plans (*)	Underfunded pension plans	Others underfunded pension plans
Service cost - benefits earned during the period	13,382	32,308	14,882	464	39,864	16,262	139	30,307	13,174
Interest cost on projected benefit obligation	228,410	119,063	48,751	172,449	170,880	47,299	162,551	171,921	41,760
Expected return on assets	(402,995)	(118,747)		(332,340)	(185,406)		(273,474)	(161,630)	(319)
Amortization of initial transition obligation	(269,539)	23,327	(3,927)	21,732	16,991	(3,635)		9,897	(6,584)
Effect of the limit in paragraph 58 (b)	430,421			138,016			110,784		
<b>Net periodic pension cost</b>	<b>(321)</b>	<b>55,951</b>	<b>59,706</b>	<b>321</b>	<b>42,329</b>	<b>59,926</b>		<b>50,495</b>	<b>48,031</b>

	Consolidated							
	June 30, 2012				Six-month period ended (unaudited)			
	Overfunded pension plans (*)	Underfunded pension plans	Others underfunded pension plans	Overfunded pension plans (*)	Underfunded pension plans	Others underfunded pension plans	Overfunded pension plans (*)	Underfunded pension plans
Service cost - benefits earned during	13,846	72,172		31,144	1,059	63,444		26,649



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the period						
Interest cost on projected benefit obligation	400,859	289,943	96,050	324,867	344,994	83,911
Expected return on assets	(735,335)	(304,153)		(548,689)	(316,282)	(652)
Amortization of initial transition obligation	(247,807)	40,318	(7,562)		24,403	(13,635)
Effect of the limit in paragraph 58 (b)	568,437			222,763		
<b>Net periodic pension cost</b>		<b>98,280</b>	<b>119,632</b>			