

MARCOPOLO S.A.
C.N.P.J no. 88.611.835/0001-29
Publicly Held Company
NIRE no. 43 3 0000723 5

RELEVANT FACT

MINUTES OF THE BOARD OF DIRECTORS' MEETING

DATE, TIME and PLACE: November 10th, 2014, 10:30 am, at the Company's unit located at Avenida Rio Branco, nº 4889, Bairro Ana Rech, em Caxias do Sul, RS; QUORUM: Via teleconference, all members of the Board of Directors of MARCOPOLO S.A. that it endorses; RESOLUTIONS: **Interest on the stockholders' equity – 4TH Phase 2014**: According to the Company's Policy of payment of interest/dividends to stockholders, to approve the payment of interest on the stockholders' equity – 4th Phase 2014, at BRL 0.0236 per share of stock representing the capital of the company, interest to be applied to the mandatory dividend previously declared on account of the current 2014 fiscal year. From said amount income tax will be withheld, pursuant to the legislation in force. The interest will be credited to each stockholder's individual account on December 22, 2014, based on the stockholders' position on December 22, 2014, and will be paid starting on March 31, 2015, and the Company stock will be negotiated ex-interest starting on December 24, 2013. The interest hereby approved is applied on the mandatory dividend previously declared, on account of the current fiscal year, for its net amount, pursuant to item V of Resolution no. 207/96 of the Securities Commission (CVM). For purposes of paragraph 3rd of Article 163 of Law 6404/76, the members of the Audit Committee were present. CLOSING: Nothing further to discuss, the meeting was closed and these minutes were executed, and they are signed by the Members of the Board of Directors and the Members of the Audit Committee present. Caxias do Sul, RS, November 10, 2014. Mauro Gilberto Bellini – President; Oscar de Paula Bernardes Neto – Vice-President; Luciano Moisés Bado, Paulo Cezar da Silva Nunes, Odair Lucietto, Maria Letícia de Freitas Costa e Manuela Cristina Lemos Marçal – Counselors; Carlos Zignani – Secretary. Francisco Sergio Quintana da Rosa, Egon Handel and Augusto Marcos de Campos – Members of the Audit Committee.

As Chairman and Secretary of the Board of Directors of MARCOPOLO S.A., we hereby state that these Minutes are a faithful copy of the original Minutes entered into the Book no. 16, and that the signatures issued above are authentic.

Caxias do Sul, RS, November 10th, 2014

Mauro Gilberto Bellini
President

Carlos Zignani
Secretary

Ivete Pistorello
OAB/RS 14.676