

Vale S.A.
Form 6-K
October 22, 2015
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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

October, 2015

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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Interim Financial Statements

September 30, 2015

BRGAAP

Filed with the CVM, SEC and HKEx on

October 22, 2015

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Vale S.A.

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Report on the review of quarterly information - ITR

(A free translation of the original report in Portuguese, as filed with the Brazilian Securities and Exchange Commission (CVM), prepared in accordance with the accounting practices adopted in Brazil, rules of the CVM and of the International Financial Reporting Standards - IFRS)

To

The Board of Directors and Stockholders of

Vale S.A.

Rio de Janeiro - RJ

Introduction

1. We have reviewed the interim accounting information of Vale S.A. (the Company), included in the quarterly information form - ITR for the quarter ended September 30, 2015, which comprises the individual and consolidated balance sheet as of September 30, 2015 and the respective individual and consolidated statements of income and comprehensive income for the three-month and nine-month periods ended on September 30, 2015, the individual and consolidated statements of changes in stockholders' equity for the nine-month period then ended and the individual statement of cash flows for the nine-month period and the consolidated statement of cash flows for the three-month and nine-month periods then ended, including the explanatory notes.

2. The Company's Management is responsible for the preparation of the interim accounting information in accordance with the Accounting Pronouncement CPC 21(R1) *Demonstração Intermediária* and the international accounting rule IAS 34 - Interim Financial Reporting, issued by the IASB, as well as the presentation of these information in accordance with the standards issued by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of quarterly information - ITR. Our responsibility is to express our conclusion on this interim accounting information based on our review.

Scope of the review

3. We conducted our review in accordance with Brazilian and International Interim Information Review Standards (*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 the management responsible for financial and accounting matters and applying analytical procedures and other review procedures. The scope of a review is significantly less than an audit conducted in accordance with auditing standards and, accordingly, it did not enable us to obtain assurance that we were aware of all the material matters that would have been identified in an audit. Therefore, we do not express an audit opinion.

KPMG Auditores Independentes, uma sociedade simples brasileira e firma-membro da rede KPMG de firmas-membro independentes e afiliadas à KPMG International Cooperative (KPMG International), uma entidade suíça.

KPMG Auditores Independentes, a Brazilian entity and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative (KPMG International), a Swiss entity.

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Conclusion on the interim accounting information

4. Based on our review, we are not aware of any fact that might lead us to believe that the individual and consolidated interim accounting information included in the aforementioned quarterly information was not prepared, in all material respects, in accordance with CPC 21(R1) and IAS 34, applicable to the preparation of the quarterly review - ITR, and presented in accordance with the standards issued by the Brazilian Securities and Exchange Commission.

Other matters

Statements of added value

5. We have also reviewed the individual and consolidated interim information of added value for the nine-month period ended September 30, 2015, prepared under the responsibility of the Company's Management, for which presentation is required in the interim information in accordance with the standards issued by the CVM applicable to the preparation of quarterly information - ITR, and considered as supplementary information by IFRS, which does not require the presentation of the statements of added value. These statements were submitted to the same review procedures described previously and, based on our review, we are not aware of any fact that might lead us to believe that they were not prepared, in all material respects, in accordance with the individual and consolidated interim accounting information, taken as a whole.

Rio de Janeiro, October 21, 2015

KPMG Auditores Independentes

CRC SP-014428/O-6 F-RJ

(Original report in Portuguese signed by)

Manuel Fernandes Rodrigues de Sousa

Accountant CRC RJ-052428/O-2

Table of Contents**Condensed Balance Sheet**

In millions of Brazilian Reais

	Notes	Consolidated September 30, 2015 (unaudited)	December 31, 2014	Parent Company September 30, 2015 (unaudited)	December 31, 2014
Assets					
Current assets					
Cash and cash equivalents	8	17,470	10,555	6,929	685
Financial investments		258	392	18	392
Derivative financial instruments	24	629	441	388	370
Accounts receivable	9	8,055	8,700	35,488	30,599
Related parties	31	1,362	1,537	1,199	2,227
Inventories	10	15,129	11,956	4,154	3,655
Prepaid income taxes		3,591	4,200	3,204	3,782
Recoverable taxes	11	5,420	4,515	3,197	2,687
Others		2,965	1,780	789	1,169
		54,879	44,076	55,366	45,566
Non-current assets held for sale	6	15,448	9,669		1,501
		70,327	53,745	55,366	47,067
Non-current assets					
Related parties	31	89	93	1,175	902
Loans and financing		772	609	103	104
Judicial deposits	18(c)	3,328	3,370	2,642	2,721
Prepaid income taxes		1,657	1,271		
Deferred income taxes	20	31,710	10,560	24,044	6,430
Recoverable taxes	11	2,092	1,064	1,411	566
Derivative financial instruments	24	529	231	467	29
Others		2,950	1,873	756	349
		43,127	19,071	30,598	11,101
Investments	12	12,320	10,978	149,431	118,628
Intangible assets, net	13	21,901	18,114	21,139	17,454
Property, plant and equipment, net	14	245,736	207,507	93,925	87,321
		323,084	255,670	295,093	234,504
Total		393,411	309,415	350,459	281,571

Table of Contents**Condensed Balance Sheet**

In millions of Brazilian Reais

(continued)

	Notes	Consolidated September 30, 2015 (unaudited)	December 31, 2014	Parent Company September 30, 2015 (unaudited)	December 31, 2014
Liabilities					
Current liabilities					
Suppliers and contractors		13,832	11,566	7,387	6,818
Payroll and related charges		1,810	3,089	1,028	2,017
Derivative financial instruments	24	5,649	3,760	1,665	948
Loans and financing	16	12,037	3,768	7,013	2,853
Related parties	31	560	813	8,753	5,622
Income taxes - Settlement program	19	1,310	1,213	1,285	1,189
Taxes payable		1,038	1,461	305	376
Provision for income taxes		862	937		
Employee postretirement obligations	21(a)	276	177	73	66
Asset retirement obligations	17	320	361	83	89
Redeemable noncontrolling interest		536			
Others		1,281	1,074	907	690
		39,511	28,219	28,499	20,668
Liabilities associated with non-current assets held for sale					
	6	1,111	294		
		40,622	28,513	28,499	20,668
Non-current liabilities					
Derivative financial instruments	24	11,157	4,276	9,332	3,866
Loans and financing	16	101,883	72,749	54,180	38,542
Related parties	31	304	288	63,523	43,606
Employee postretirement obligations	21(a)	7,473	5,941	454	466
Provisions for litigation	18(a)	3,410	3,405	2,261	2,448
Income taxes - Settlement program	19	15,860	15,572	15,532	15,254
Deferred income taxes	20	11,505	8,874		
Asset retirement obligations	17	10,522	8,588	3,447	3,106
Participative stockholders debentures	30(b)	2,397	4,584	2,397	4,584
Redeemable noncontrolling interest			645		
Deferred revenue - Gold stream	29	7,091	3,516		
Others		4,390	2,863	2,945	2,617
		175,992	131,301	154,071	114,489
Total liabilities		216,614	159,814	182,570	135,157

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Stockholders equity	25				
Preferred class A stock 7,200,000,000 no-par-value shares authorized and 2,027,127,718 shares issued		29,879	29,879	29,879	29,879
Common stock 3,600,000,000 no-par-value shares authorized and 3,217,188,402 shares issued		47,421	47,421	47,421	47,421
Treasury stock 59,405,792 preferred and 31,535,402 common shares		(2,746)	(2,746)	(2,746)	(2,746)
Results from operations with noncontrolling stockholders		(307)	(970)	(307)	(970)
Results on conversion of shares		50	50	50	50
Unrealized fair value gain (losses)		(4,653)	(4,553)	(4,653)	(4,553)
Cumulative translation adjustments		59,319	24,248	59,319	24,248
Profit reserves		38,926	53,085	38,926	53,085
Total company stockholders equity		167,889	146,414	167,889	146,414
Noncontrolling stockholders interests		8,908	3,187		
Total stockholders equity		176,797	149,601	167,889	146,414
Total liabilities and stockholders equity		393,411	309,415	350,459	281,571

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

Table of Contents**Condensed Statement of Income****In millions of Brazilian Reais, except as otherwise stated**

	Notes	Consolidated (unaudited)			
		Three-month period ended September 30, 2015	September 30, 2014	Nine-month period ended September 30, 2015	September 30, 2014
Net operating revenue	26(c)	23,350	20,630	62,818	65,123
Cost of goods sold and services rendered	27(a)	(18,025)	(14,810)	(48,981)	(41,548)
Gross profit		5,325	5,820	13,837	23,575
Operating (expenses) income					
Selling and administrative expenses	27(b)	(458)	(621)	(1,501)	(1,816)
Research and evaluation expenses		(434)	(442)	(1,143)	(1,141)
Pre operating and stoppage operation		(936)	(644)	(2,491)	(1,819)
Other operating expenses, net	27(c)	(422)	(398)	(866)	(1,268)
		(2,250)	(2,105)	(6,001)	(6,044)
Impairment of non-current assets	15				(1,730)
Gain (loss) on measurement or sale of non-current assets	6 and 7	(189)		185	
Operating income		2,886	3,715	8,021	15,801
Financial income	28	9,048	2,576	20,474	8,408
Financial expenses	28	(34,895)	(10,366)	(58,375)	(15,999)
Equity results from joint ventures and associates	12	(1,204)	74	(1,361)	1,075
Results on sale or disposal of investments from joint ventures and associates	6 and 7		(100)	296	(139)
Net income (loss) before income taxes		(24,165)	(4,101)	(30,945)	9,146
Income taxes					
	20				
Current tax		(353)	138	(761)	(3,282)
Deferred tax		17,430	612	19,927	(541)
Net income (loss)		(7,088)	(3,351)	(11,779)	5,323
Loss attributable to noncontrolling stockholders interests		(425)	30	(721)	(392)
Net income (loss) attributable to the Company's stockholders		(6,663)	(3,381)	(11,058)	5,715
Earnings per share attributable to the Company's stockholders:					
Basic and diluted earnings per share:	25(b)				

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Preferred share (R\$)	(1.29)	(0.66)	(2.15)	1.11
Common share (R\$)	(1.29)	(0.66)	(2.15)	1.11

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

Table of Contents**Condensed Statement of Income**

In millions of Brazilian Reais, except as otherwise stated

	Notes	Parent company (unaudited)			
		Three-month period ended September 30, 2015	September 30, 2014	Nine-month period ended September 30, 2015	September 30, 2014
Net operating revenue		11,346	12,144	30,948	41,878
Cost of goods sold and services rendered	27(a)	(6,846)	(6,612)	(20,037)	(18,499)
Gross profit		4,500	5,532	10,911	23,379
Operating (expenses) income					
Selling and administrative expenses	27(b)	(266)	(357)	(845)	(980)
Research and evaluation expenses		(195)	(284)	(547)	(664)
Pre operating and stoppage operation		(129)	(121)	(353)	(316)
Equity results from subsidiaries	12	(1,759)	(2,796)	(3,359)	(7,480)
Other operating expenses, net	27(c)	(155)	(56)	(504)	(829)
		(2,504)	(3,614)	(5,608)	(10,269)
Gain on measurement or sale of non-current assets	6			546	
Operating income		1,996	1,918	5,849	13,110
Financial income	28	9,190	1,923	19,652	7,238
Financial expenses	28	(31,518)	(8,250)	(52,858)	(12,910)
Equity results from joint ventures and associates	12	(1,204)	74	(1,361)	1,075
Results on sale or disposal of investments from joint ventures and associates	6		(100)	55	(139)
Net income (loss) before income taxes		(21,536)	(4,435)	(28,663)	8,374
Income taxes	20				
Current tax		18	393	18	(2,582)
Deferred tax		14,855	661	17,587	(77)
		14,873	1,054	17,605	(2,659)
Net income (loss)		(6,663)	(3,381)	(11,058)	5,715
Earnings per share attributable to the Company's stockholders:					
Basic and diluted earnings per share:	25(b)				
Preferred share (R\$)		(1.29)	(0.66)	(2.15)	1.11
Common share (R\$)		(1.29)	(0.66)	(2.15)	1.11

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

Table of Contents**Condensed Statement of Comprehensive Income**

In millions of Brazilian Reais

	Consolidated (unaudited)			
	Three-month period ended September 30, 2015	September 30, 2014	September 30, 2015	September 30, 2014
Net income (loss)	(7,088)	(3,351)	(11,779)	5,323
Other comprehensive income				
Items that will not be reclassified subsequently to income				
Retirement benefit obligations				
Gross balance for the period	(25)	10	(48)	248
Effect of taxes	6	(8)	80	(54)
Equity results from entities, net taxes				3
	(19)	2	32	197
Total items that will not be reclassified subsequently to income	(19)	2	32	197
Items that will be reclassified subsequently to income				
Cumulative translation adjustments				
Gross balance for the period	24,733	8,250	36,846	2,778
Cash flow hedge				
Gross balance for the period	254	(127)	1,812	18
Effect of taxes	(6)	4	(16)	(4)
Equity results from entities, net taxes	(8)	5	(16)	11
Transfer of realized results to income, net of taxes	(135)	(27)	(823)	(98)
	105	(145)	957	(73)
Total of items that will be reclassified subsequently to income	24,838	8,105	37,803	2,705
Total comprehensive income (loss)	17,731	4,756	26,056	8,225
Comprehensive income (loss) attributable to noncontrolling stockholders' interests	692	347	910	(266)
Comprehensive income (loss) attributable to the Company's stockholders	17,039	4,409	25,146	8,491

	Parent company (unaudited)			
	Three-month period ended September 30, 2015	September 30, 2014	September 30, 2015	September 30, 2014

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Net income (loss)	(6,663)	(3,381)	(11,058)	5,715
Other comprehensive income				
Items that will not be reclassified subsequently to income				
Retirement benefit obligations				
Gross balance for the period	(31)	(62)	(81)	(189)
Effect of taxes	11	21	27	64
Equity results from entities, net taxes	1	43	86	322
	(19)	2	32	197
Total items that will not be reclassified subsequently to income	(19)	2	32	197
Items that will be reclassified subsequently to income				
Cumulative translation adjustments				
Gross balance for the period	23,616	7,933	35,215	2,652
Cash flow hedge				
Equity results from entities, net taxes	105	(145)	957	(73)
	105	(145)	957	(73)
Total of items that will be reclassified subsequently to income	23,721	7,788	36,172	2,579
Total comprehensive income (loss)	17,039	4,409	25,146	8,491

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

Table of Contents**Condensed Statement of Changes in Stockholders' Equity**

In millions of Brazilian Reals

	Nine-month period ended						Retained earnings	Total Company stockholders' equity	Noncontrolling stockholders' interests	Total stockholders' equity
	Capital	Results on conversion of shares	Results from operation with noncontrolling stockholders	Profit reserves	Treasury stocks	Unrealized fair value gain (losses)				
December 31, 2013	75,000	50	(840)	69,262	(7,838)	(2,815)	15,527	148,346	3,775	152,121
Net income (loss)							5,715	5,715	(392)	5,323
Other comprehensive income:										
Retirement benefit obligations						197		197		197
Cash flow hedge						(73)		(73)		(73)
Translation adjustments						(4)	2,656	2,652	126	2,778
Contribution and distribution to stockholders:										
Acquisitions and disposal of participation of noncontrolling stockholders									(553)	(553)
Capitalization of reserves	2,300			(2,300)						
Capitalization of noncontrolling stockholders advances									209	209
Cancellation of treasury stock				(5,092)	5,092					
Dividends of noncontrolling stockholders									(15)	(15)
Dividends and interest on capital of Company's							(4,632)	(4,632)		(4,632)

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stockholders											
September 30, 2014											
(unaudited)	77,300	50	(840)	61,870	(2,746)	(2,695)	18,183	1,083	152,205	3,150	155,355
December 31, 2014											
	Capital	Results on conversion of shares	Results from operation with noncontrolling stockholders	Profit reserves	Treasury stocks	Unrealized fair value gain (losses)	Cumulative translation adjustments	Retained earnings	Total Company's stockholders equity	Noncontrolling stockholders interests	Total stockholders equity
December 31, 2014	77,300	50	(970)	53,085	(2,746)	(4,553)	24,248		146,414	3,187	149,601
Loss								(11,058)	(11,058)	(721)	(11,779)
Other comprehensive income:											
Retirement benefit obligations						32			32		32
Cash flow hedge Translation adjustments						957			957		957
						(1,089)	36,304		35,215	1,631	36,846
Contribution and distribution to stockholders:											
Acquisitions and disposal of participation of noncontrolling stockholders			663				(1,233)		(570)	4,746	4,176
Capitalization of noncontrolling stockholders advances										86	86
Dividends of noncontrolling stockholders										(21)	(21)
Dividends and interest on capital of Company's stockholders				(3,101)					(3,101)		(3,101)
September 30, 2015	77,300	50	(307)	49,984	(2,746)	(4,653)	59,319	(11,058)	167,889	8,908	176,797

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

Table of Contents**Condensed Statement of Cash Flow****In millions of Brazilian Reais**

	Consolidated (unaudited)			
	Three-month period ended September 30, 2015	September 30, 2014	Nine-month period ended September 30, 2015	September 30, 2014
Cash flow from operating activities:				
Net income (loss)	(7,088)	(3,351)	(11,779)	5,323
Adjustments for:				
Equity results from entities	1,204	(74)	1,361	(1,075)
Loss (gain) on measurement or sale of non-current assets	189		(185)	
Results on sale or disposal of investments of joint ventures and associates		100	(296)	139
Gain on disposal of property, plant and equipment and intangibles	166	89	(565)	783
Impairment of non-current assets				1,730
Depreciation, amortization and depletion	3,670	2,548	9,709	6,949
Deferred income taxes	(17,430)	(612)	(19,927)	541
Foreign exchange and indexation, net	18,644	2,002	27,023	980
Unrealized derivative loss (gain), net	6,239	2,001	7,992	914
Participative stockholders debentures	(245)	201	(2,073)	848
Others	(649)	800	(1,321)	1,221
Decrease (increase) in assets:				
Accounts receivable	1,210	1,474	1,898	5,024
Inventories	(1,171)	262	(690)	(1,485)
Recoverable taxes	(417)	(975)	(1,825)	1,728
Others	(548)	147	(397)	419
Increase (decrease) in liabilities:				
Suppliers and contractors	1,493	991	1,115	1,157
Payroll and related charges	188	586	(1,439)	(377)
Taxes and contributions	99	(594)	396	(857)
Deferred revenue - Gold stream			1,670	
Income taxes - Settlement program	161	117	385	331
Others	260	950	(432)	739
Net cash provided by operating activities	5,975	6,662	10,620	25,032
Cash flow from investing activities:				
Financial investments redeemed	180	(983)	917	(980)
Loans and advances received (granted)	10	635	(23)	751
Guarantees and deposits granted	73	(129)	(64)	(241)
Additions to investments	(22)	(51)	(140)	(507)
Acquisition of subsidiary (note 7(e))			(237)	

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Additions to property, plant and equipment and intangible	(6,616)	(5,893)	(19,366)	(17,573)
Dividends and interest on capital received from joint ventures and associates	71	591	722	1,081
Proceeds from disposal of assets and investments	1,793	2,000	3,542	2,709
Proceeds from gold stream transaction			1,156	
Net cash used in investing activities	(4,511)	(3,830)	(13,493)	(14,760)
Cash flow from financing activities:				
Financial institutions - Loans and financing				
Loans and financing				
Additions	3,772	1,891	12,196	3,464
Repayments	(3,287)	(1,451)	(5,930)	(2,677)
Repayments to stockholders:				
Dividends and interest on capital paid to stockholders			(3,101)	(4,632)
Dividends and interest on capital attributed to noncontrolling stockholders		(24)	(35)	(24)
Transactions with noncontrolling stockholders	4,000		3,875	
Net cash provided by (used in) financing activities	4,485	416	7,005	(3,869)
Increase (decrease) in cash and cash equivalents	5,949	3,248	4,132	6,403
Cash and cash equivalents in the beginning of the period	9,799	15,560	10,555	12,465
Effect of exchange rate changes on cash and cash equivalents	1,722	511	2,783	451
Cash and cash equivalents at end of the period	17,470	19,319	17,470	19,319
Cash paid during the period for (i):				
Interest on loans and financing	(1,445)	(920)	(3,760)	(2,758)
Derivatives received (paid), net	(622)	80	(2,709)	313
Income taxes	(166)	(187)	(1,069)	(713)
Income taxes - Settlement program	(325)	(294)	(950)	(860)
Non-cash transactions:				
Additions to property, plant and equipment - interest capitalization	689	488	1,789	901

(i) Amounts paid are classified as cash flows from operating activities.

Table of Contents**Condensed Statement of Cash Flow**

In millions of Brazilian Reais

	Parent company (unaudited)	
	Nine-month period ended	
	September 30, 2015	September 30, 2014
Cash flow from operating activities:		
Net income (loss)	(11,058)	5,715
Adjustments for:		
Equity results from entities	4,720	6,405
Results on sale or disposal of investments of joint ventures and associates	(601)	139
Loss on disposal of property, plant and equipment and intangibles	160	158
Depreciation, amortization and depletion	3,330	2,577
Deferred income taxes	(17,587)	77
Foreign exchange and indexation, net	39,459	2,643
Unrealized derivative loss (gain), net	6,036	485
Dividends and interest on capital received from subsidiaries	717	19
Participative stockholders' debentures	(2,073)	848
Others	(189)	1,959
Decrease (increase) in assets:		
Accounts receivable	(5,068)	(13,711)
Inventories	(173)	19
Recoverable taxes	(1,422)	1,478
Others	(595)	197
Increase (decrease) in liabilities:		
Suppliers and contractors	452	1,566
Payroll and related charges	(1,075)	(252)
Taxes and contributions	882	(219)
Income taxes - Settlement program	375	324
Others	(126)	1
Net cash provided by operating activities	16,164	10,428
Cash flow from investing activities:		
Financial investments redeemed	374	8
Loans and advances received (granted)	147	652
Guarantees and deposits granted	(82)	(214)
Additions to investments	(5,109)	(2,130)
Additions to property, plant and equipment and intangible	(11,847)	(10,349)
Dividends and interest on capital received from joint ventures and associates	718	1,039
Proceeds from disposal of assets and investments	4,316	2,709
Net cash used in investing activities	(11,483)	(8,285)
Cash flow from financing activities:		
Loans and financing (i)		

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Additions	14,503	7,426
Repayments	(9,839)	(4,023)
Repayments to stockholders:		
Dividends and interest on capital attributed to noncontrolling interest	(3,101)	(4,632)
Net cash provided by (used in) financing activities	1,563	(1,229)
Increase (decrease) in cash and cash equivalents	6,244	914
Cash and cash equivalents in the beginning of the period	685	3,635
Cash and cash equivalents at end of the period	6,929	4,549
Cash paid during the period for (ii):		
Interest on loans and financing (i)	(3,095)	(2,116)
Derivatives received (paid), net	(649)	333
Income taxes		(60)
Income taxes - Settlement program	(930)	(842)
Non-cash transactions:		
Additions to property, plant and equipment - interest capitalization	892	462
Dividends received		181

(i) Includes debt flow with the Vale International S.A. For the nine-month period ended on September 30, 2015 was captured R\$3,003 (R\$4,387 2014); repayments of R\$4,049 (R\$2,998 2014); and interest paid of R\$1,256 (R\$692 2014), respectively.

(ii) Amounts paid are classified as cash flows from operating activities

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

Table of Contents**Condensed Statement of Added Value**

In millions of Brazilian Reais

	Nine-month period ended (unaudited)			
	Consolidated September 30, 2015	September 30, 2014	Parent Company September 30, 2015	September 30, 2014
Generation of added value				
Gross revenue				
Revenue from products and services	63,889	66,366	31,621	42,537
Gain (loss) on measurement or sale of non-current assets	481	(139)	601	(139)
Other revenues	1,781	372	399	226
Revenue from the construction of own assets	21,156	17,573	12,739	10,349
Allowance for doubtful accounts	44	(48)	(4)	23
Less:				
Acquisition of products	(1,931)	(2,852)	(515)	(813)
Material, service and maintenance	(32,770)	(28,934)	(18,588)	(17,274)
Oil and gas	(3,133)	(2,960)	(1,926)	(1,898)
Energy	(1,463)	(1,049)	(710)	(519)
Freight	(8,182)	(5,621)		
Impairment of non-current assets (includes joint ventures and associates)		(1,730)		
Other costs and expenses	(7,033)	(4,836)	(1,502)	(428)
Gross added value	32,839	36,142	22,115	32,064
Depreciation, amortization and depletion	(9,709)	(6,949)	(3,330)	(2,577)
Net added value	23,130	29,193	18,785	29,487
Received from third parties				
Equity results from entities	(1,361)	1,075	(4,720)	(6,405)
Financial income	541	1,039	259	740
Monetary and exchange variation of assets	13,172	1,156	14,255	1,664
Total added value to be distributed	35,482	32,463	28,579	25,486
Personnel	6,761	6,780	3,258	3,444
Taxes and contributions	6,136	6,090	4,756	5,092
Current income tax	761	3,282	(18)	2,582
Deferred income tax	(19,927)	541	(17,587)	77
Financial expense (includes capitalized interest)	13,062	6,070	9,206	4,571
Monetary and exchange variation of liabilities	39,333	3,362	38,409	2,672
Other remunerations of third party funds	1,135	1,015	1,613	1,333
Reinvested net income (absorbed loss)	(11,058)	5,715	(11,058)	5,715
	(721)	(392)		

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Net income (loss) attributable to noncontrolling interest

Distribution of added value	35,482	32,463	28,579	25,486
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The accompanying notes are an integral part of these interim financial statements.

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Selected Notes to Interim Financial Statements

Expressed in millions of Brazilian Reais, unless otherwise stated

1. Corporate information

Vale S.A. (the Parent Company) is a public company headquartered at 26, Av. Graça Aranha, Rio de Janeiro, Brazil with securities traded on the stock exchanges of São Paulo (BM&F BOVESPA), New York (NYSE), Paris (NYSE Euronext) and Hong Kong (HKEx).

Vale S.A. and its direct and indirect subsidiaries (Vale , Group or Company) are principally engaged in the research, production and sale of iron ore and pellets, nickel, fertilizer, copper, coal, manganese, ferroalloys, cobalt, platinum group metals and precious metals. The Company also operates in the segments of energy and steel. The information by segment is presented in note 26.

2. Summary of the main accounting practices and accounting estimates

a) Basis of presentation

The consolidated and individual interim financial statements of the Company (interim financial statements) have been prepared in accordance with the International Financial Reporting Standards (IFRS) as implemented in Brazil by the Brazilian Accountant Pronouncements Committee (CPC), approved by the Brazilian Securities Exchange Commission (CVM) and by the Brazilian Federal Accounting Council (CFC).

The interim financial statements have been prepared under the historical cost convention as adjusted to reflect: (i) the fair value of held for trading financial instruments measured at fair value through the statement of income or available-for-sale financial instruments measured at fair value through the statement of comprehensive income; and (ii) impairment of assets.

The principles, estimates, accounting practices, measurement methods and standards adopted are consistent with those presented on the financial statements for the year ended December 31, 2014. These interim financial statements were prepared by Vale to update users about relevant

information presented in the period and should be read in conjunction with the financial statements for the year ended December 31, 2014.

The Company evaluated subsequent events through October 21, 2015, which is the date the interim financial statements were approved by the Board of Directors.

b) Functional currency and presentation currency

The interim financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (functional currency), which in the case of the Parent Company is the Brazilian real (BRL or R\$). For presentation purposes, these interim financial statements are presented in R\$.

Operations in other currencies are translated into the functional currency using the actual exchange rates in force on the respective transactions dates. The foreign exchange gains and losses resulting from the translation at the exchange rates in force at the end of the period are recognized in the statement of income as financial expense or financial income. The exceptions are transactions for which gains and losses are recognized in the comprehensive income.

The statement of income and balance sheet of the Group's entities which functional currency is different from the presentation currency are translated into the presentation currency as follows: (i) assets, liabilities and stockholders' equity (except components described in item (iii)) are translated at the closing rate at the balance sheet date; (ii) income and expenses are translated at the average exchange rates, except for specific transactions that, considering their significance, are translated at the rate at the transaction date and; (iii) capital, capital reserves and treasury stock are translated at the rate at the date of each transaction. All resulting exchange differences are recognized in comprehensive income as cumulative translation adjustment, and transferred to the statement of income when the operations are realized.

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The exchange rates of the major currencies that impact the operations are as follows:

	Exchange rates used for conversions into R\$			
	Closing rate as of September 30, 2015 (unaudited)	December 31, 2014	Average rate for the nine-month period ended September 30, 2015 (unaudited)	September 30, 2014 (unaudited)
US dollar (US\$)	3.9729	2.6562	3.1684	2.2893
Canadian dollar (CAD)	2.9657	2.2920	2.5090	2.0933
Australian dollar (AUD)	2.7898	2.1765	2.4067	2.1016
Euro (EUR or)	4.4349	3.2270	3.5285	3.1010

3. Critical accounting estimates and judgment

The critical accounting estimates and judgment are the same as those adopted when preparing the financial statements for the year ended December 31, 2014.

4. Accounting standards issued but not yet effective

The standards and interpretations issued by IASB but not yet effective are disclosed below:

IFRS 9 Financial instruments - In July 2014 the IASB issued IFRS 9 Financial instruments, sets out the requirements for recognizing and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This Standard replaces IAS 39 Financial Instruments: Recognition and Measurement. The adoption will be required from January 1, 2018 and the Company is currently analyzing potential impacts regarding this pronouncement on the financial statements.

IFRS 15 Revenue from contracts with customers - In May 2014 the IASB issued IFRS 15 statement - Revenue from Contracts with customers, sets out the requirements for revenue recognition that apply to all contracts with customer (except for contracts that are within the scope of the Standards on leases, insurance contracts and financial instruments), and replaces the current pronouncements IAS 18 - revenue, IAS 11 - Construction contracts and interpretations related to revenue recognition. The principle core in that framework is that a company should

recognize revenue to depict the transfer of promised goods or services to the customer in an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. The adoption will be required from January 1, 2018 and the Company is currently analyzing potential impacts regarding this pronouncement on the financial statements.

5. Risk management

There was no significant change in relation to risk management policies disclosed in the financial statements for the year ended December 31, 2014.

6. Non-current assets and liabilities held for sale

	September 30, 2015		Consolidated		December 31, 2014	
	Australian assets	Nacala	Total (unaudited)	Energy	Nacala	Total
Non-current assets held for sale						
Accounts receivable		10	10		21	21
Other current assets		597	597		417	417
Investments				233		233
Intangible assets, net		84	84			
Property, plant and equipment, net	505	14,252	14,757	1,268	7,730	8,998
Total assets	505	14,943	15,448	1,501	8,168	9,669
Liabilities associated with non-current assets held for sale						
Suppliers and contractors		545	545		143	143
Other current liabilities	505	61	566		151	151
Total liabilities	505	606	1,111		294	294
Net assets held for sale		14,337	14,337	1,501	7,874	9,375

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Australian assets - Integra and Isaac Plains mining complexes

In 2015, the Company signed agreements to sell its participation in the Integra and Isaac Plains mining complexes which were put into care and maintenance in 2014 (note 15). The completion of the transaction is subject to precedent conditions. The non-current assets and liabilities were transferred to assets held for sale with no impact in the statement of income.

Nacala logistic corridor (Nacala)

In December 2014, the Company signed an agreement with Mitsui & Co., Ltd. (Mitsui) to sell 50% of its stake of 70% in the Nacala corridor, Nacala is a combination of railroad and port concessions under construction located in Mozambique and Malawi. After completion of the transaction, Vale will share control of Nacala with Mitsui and therefore will not consolidate the assets, liabilities and results of those entities. The non-current assets and liabilities were transferred to assets held for sale with no impact in the statement of income.

Energy generation assets

In December 2013, the Company signed agreements with CEMIG Geração e Transmissão S.A. (CEMIG GT), as follows:

(a) A new entity Aliança Norte Participações S.A., was incorporated and Vale contributed its 9% investment in Norte Energia S.A. (Norte Energia), which is the company in charge of construction and operation of the Belo Monte Hydroelectric facility. Vale committed to sell 49% and share control of the new entity to CEMIG GT. In the first quarter of 2015, after receiving all regulatory approvals and other customary precedent conditions the Company concluded the transaction and received cash proceeds of R\$306, recognizing a gain of R\$55 as result on sale or disposal of investment from joint ventures and associates in the statement of income.

(b) A new entity Aliança Geração de Energia S.A. (Aliança Geração) was incorporated and Vale committed to contribute its shares over several power generation assets which use to supply energy for the Company's operations. In exchange CEMIG GT committed to contribute its stakes in some of its power generation assets. In the first quarter of 2015, after receiving all regulatory approvals and other customary precedent conditions, the exchange of assets was completed and Vale holds 55% and shares control of the new entity with CEMIG GT. A long term contract was signed between Vale and Aliança Geração for the energy supply. Due to the completion of this transaction, the Company (i) derecognized the assets held for sale related to this transaction; (ii) recognized as investment its share in the joint venture Aliança Geração; and (iii) recognized a gain of R\$546 in the income statement as gain (loss) on measurement or sales of non-current asset based on the fair value of the assets transferred by CEMIG GT. This transaction has no cash proceeds or disbursements.

7. Acquisitions and divestitures

a) Divestiture of participation in Minerações Brasileiras Reunidas S.A. (MBR)

In the third quarter of 2015, the Company and Fundo de Investimento em Participações Multisetorial Plus II, whose shares are held by Banco Bradesco BBI S.A. (related party), completed the sale of class A preferred shares of MBR, representing 36.4% of its share capital. The Company received cash proceeds of R\$4 billion and will keep a stake of 62.5% of the total capital of MBR, maintaining its stake in ordinary capital at 98.3%. The participation and rights of the new shareholder were recognized as noncontrolling stockholders' equity.

b) Divestiture of shipping assets

In the third quarter of 2015, the Company and China Merchants Energy Shipping Co. Ltd. (China Merchants), a state-owned enterprise and one of the largest shipping operators worldwide, completed the sale of four very large ore carriers with capacity of 400,000 tons each. The Company received cash proceeds of R\$1,749 and recognized a loss of R\$189 as a gain (loss) on measurement or sale of non-current assets.

In the second quarter of 2015, the Company and China Ocean Shipping Company (Cosco), the largest dry bulk carrier in China and one of the largest dry bulk shipping operators worldwide, completed the sale of four very large ore carriers with capacity of 400,000 tons each. The Company received cash proceeds of R\$1,384 and recognized a loss of R\$172 as a gain (loss) on measurement or sale of non-current assets.

Table of Contents**c) Divestiture of Shandong Yankuang International Coking Co., Ltd. (Yankuang)**

In the second quarter of 2015, the Company concluded the sale of its participation in Yankuang, a producer of coke, methanol and other products. In this transaction, Vale recognized a gain of R\$241 as a result on sale or disposal of investments from joint ventures and associates.

d) Divestiture of VBG-Vale BSGR Limited (VBG)

VBG is the holding company which held the Simandou mining rights located in Guinea. In April 2014, the Government of Guinea revoked VBG mining rights, without any finding of wrongdoing by Vale. During 2014, as a result of the loss of the mining rights, Vale recognized full impairment of the assets related to VBG. During the first quarter of 2015, the Company sold its stake in VBG to its partner in the project and kept the right to any recoverable amount it may derive from the Simandou project. The transaction had no impact on cash or in the statement of income.

e) Acquisition of Facon Construção e Mineração S.A. (Facon)

During the first quarter of 2015, the Company acquired all shares of Facon, a wholly owned subsidiary of Fagundes Construção e Mineração S.A. (FCM). FCM is a logistic service provider for Vale Fertilizantes S.A. The Facon business was carved out from FCM with assets and liabilities directly related to the fertilizer business being transferred to Vale Fertilizantes S.A. The purchase price allocation based on the fair value of acquired assets and liabilities was calculated based on studies performed by the Company. Subsequently, Facon was merged into Vale Fertilizantes S.A.

Purchase price	237
Book value of property, plant and equipment	203
Book value of other assets acquired and liabilities assumed, net	(182)
Adjustment to fair value of property, plant and equipment and mining rights	114
Goodwill	102

f) Divestiture of Vale Florestar Fundo de Investimento em Participações (Vale Florestar)

In the second quarter of 2014, the Company signed an agreement with a subsidiary of Suzano Papel e Celulose S.A. for the sale of its entire stake in Vale Florestar. A loss on this transaction of R\$39 was recorded as a result on sale or disposal of investments from joint ventures and

associates in 2014.

8. Cash and cash equivalents

	Consolidated		Parent Company	
	September 30, 2015 (unaudited)	December 31, 2014	September 30, 2015 (unaudited)	December 31, 2014
Cash and bank deposits	5,676	5,601	53	41
Short-term investments	11,794	4,954	6,876	644
	17,470	10,555	6,929	685

Cash and cash equivalents includes cash, immediately redeemable deposits and short-term investments with an insignificant risk of change in value. They are readily convertible to cash, part in R\$, indexed to the Brazilian Interbank Interest rate (DI Rate or CDI) and part denominated in US\$, mainly time deposits.

Table of Contents**9. Accounts receivable**

	Consolidated		Parent Company	
	September 30, 2015 (unaudited)	December 31, 2014	September 30, 2015 (unaudited)	December 31, 2014
Ferrous minerals	5,699	5,724	32,796	28,809
Coal	276	324		
Base metals	1,561	2,064	2,696	1,790
Fertilizers	490	361	16	18
Others	261	457	56	58
	8,287	8,930	35,564	30,675
Provision for doubtful debts	(232)	(230)	(76)	(76)
	8,055	8,700	35,488	30,599

The consolidated accounts receivable related to the steel sector represented 75.13% and 77.97% of total receivables on September 30, 2015 and December 31, 2014, respectively. In the parent company, accounts receivable of the steel sector represents 89.35% and 93.98% on September 30, 2015 and December 31, 2014, respectively.

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

The provision for doubtful debts recorded in the consolidated statement of income for the three-month period ended on September 30, 2015 and 2014 totaled R\$(39) and R\$5 and for the nine-month period ended on September 30, 2015 and 2014 totaled R\$(44) and R\$48, respectively. The Company recognized write-offs for the three-month period ended on September 30, 2015 and 2014 in the amount of R\$4 and R\$(39) and for the nine-month period ended totaled R\$(16) and R\$57, respectively.

10. Inventories

	Consolidated		Parent Company	
	September 30, 2015 (unaudited)	December 31, 2014	September 30, 2015 (unaudited)	December 31, 2014
Product inventory				
Ferrous minerals				
Iron ore	3,826	2,949	2,076	1,842
Pellets	603	498	277	183

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Manganese and ferroalloys	287	183	54	51
	4,716	3,630	2,407	2,076
Coal	332	411		
Base metals				
Nickel and other products	4,953	3,811	277	334
Copper	91	70	35	26
	5,044	3,881	312	360
Fertilizers				
Potash	40	31		
Phosphates	782	822		
Nitrogen	56	62		
	878	915		
Other products	16	8		
Total product inventory	10,986	8,845	2,719	2,436
Consumable inventory	4,143	3,111	1,435	1,219
Total	15,129	11,956	4,154	3,655

As at September 30, 2015 product inventory is stated net of provisions for nickel, coal, phosphate and pig iron in the amount of R\$275 (R\$50 as of December 31, 2014), R\$1.602 (R\$757 as of December 31, 2014), R\$8 (R\$0 as of December 31, 2014) and R\$3 (R\$0 as of December 31, 2014), respectively.

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Changes in inventories are as follows:

	Consolidated (unaudited)			
	Three-month period ended September 30, 2015	September 30, 2014	September 30, 2015	Nine-month period ended September 30, 2014
Product inventory				
Balance at beginning of the period	10,155	7,897	8,845	6,784
Production and acquisition	14,740	12,624	41,474	36,359
Transfer from consumable inventory	2,315	1,792	6,346	5,451
Cost of goods sold	(17,617)	(14,197)	(47,727)	(39,823)
Provision for market value adjustment	(650)	(85)	(1,081)	(415)
Translation adjustments	2,043	623	3,129	298
Balance at end of the period	10,986	8,654	10,986	8,654

	Parent company (unaudited)	
	September 30, 2015	September 30, 2014
Product inventory		
Balance at beginning of the period	2,436	2,114
Production and acquisition	17,097	15,133
Transfer from consumable inventory	2,418	2,649
Cost of goods sold	(19,232)	(17,381)
Balance at end of the period	2,719	2,515

	Consolidated (unaudited)			
	Three-month period ended September 30, 2015	September 30, 2014	September 30, 2015	Nine-month period ended September 30, 2014
Consumable inventory				
Balance at beginning of the period	3,585	3,084	3,111	2,878
Acquisition	2,276	1,801	6,412	5,661
Transfer to product inventory	(2,315)	(1,792)	(6,346)	(5,451)
Transfer to held for sale	(3)		(3)	
Translation adjustments	600	82	969	87
Balance at end of the period	4,143	3,175		