

Vale S.A.
Form 6-K
February 21, 2017

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

February 2017

Vale S.A.

Avenida das Américas, 700 Bloco 8, Sala 218

22640-100 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.

(Check One) Form 20-F Form 40-F

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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-

EXHIBIT INDEX

| Exhibit Number | Description of Document |
|---------------------------|---|
| 1 | Material Fact, dated February 20, 2017 (English translation) |
| 2 | Shareholder Presentation, dated February 20, 2017 |
| 3 | Shareholders Agreement of Valepar S.A., dated as of February 19, 2017 (English translation) |
| | Exhibit I - Draft Bylaws (<i>Estatuto</i>) of Vale S.A. (English translation) |
| | Exhibit II - Draft Shareholders Agreement of Vale S.A. (English translation) |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Vale S.A.

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|--------|--------------------------------|
| By: | /s/ André Figueiredo |
| Name: | André Figueiredo |
| Title: | Director of Investor Relations |

Date: February 21, 2017