

**Usiminas announces subscription by Usiminas of shares issued by Companhia Codeme Engenharia S.A. and Metform S.A. (“Companies”)**

**USINAS SIDERÚRGICAS DE MINAS GERAIS S.A. - USIMINAS**

Publicly Traded Company  
CNPJ/MF 60.894.730/0001-05  
NIRE 313.000.1360-0

**MATERIAL FACT**

Usinas Siderúrgicas de Minas Gerais S.A. – USIMINAS (“Usiminas”), in accordance with paragraph 4 of article 157 of Law number 6404/76 and considering CVM Instruction number 358/02, modified by CVM Instructions 369 of 2002 and 449 of 2007, announces that it signed, on 02/24/2010, an Association Contract with the Companies Codepar S.A. and Isa Participações S.A., which establishes the basis for the subscription by Usiminas of shares issued by Companhia Codeme Engenharia S.A. and Metform S.A. (“Companies”), entitling Usiminas a 30.7692% (thirty point seven six nine two per cent) participation in the capital of each company.

The subscription price of the Companies’ shares is R\$ 129.6 million, estimated based on the Companies’ 09/30/2009 financial statements, to be adjusted by changes in the working capital and in consolidated net debt until the date of the audited closing balance, i.e. 02/28/2010. Such amount will be subscribed to the Companies’ capital, being 25% in cash and 75% through the supply of steel.

The Companies are private companies and are based in Betim/Minas Gerais state, with branches in Taubaté/São Paulo state. They are controlled by Codepar S.A. and Isa Participações S.A., where the latter is the parent company of one of the greatest business groups in the country.

Codeme S.A. operates in the construction market of steel structures. In the year of 2009, it registered sales of around R\$ 180 million. Metform S.A. operates in the industrialization and marketing of metal tiles, steeldeck and cover systems and registered, in 2009, sales of around R\$ 59 million.

The association is aligned to Usiminas’ strategic plan to add value to its products and to its business lines, increasing significantly its share in the construction market.

With this investment, Usiminas aims to maximize the existing synergies between the Group’s companies, enhance its portfolio and operate in an expansion market, in the private industrial segment as well as in the government programs in the housing areas, tourism, oil and gas, besides the investments to be made for the World Cup and for the Olympics.

Belo Horizonte, February 25, 2010.

Ronald Seckelmann  
Finance, Investor Relations and Information Technology Vice President