

NOTICE TO THE MARKET - PUBLIC REQUEST OF PROXY

USINAS SIDERÚRGICAS DE MINAS GERAIS – USIMINAS

CNPJ/MF n.º 60.894.730/0001-05

NIRE n.º 313.000.1360-0

PUBLICLY TRADED COMPANY

The shareholder(s) of **GERAÇÃO FUTURO L PAR FUNDO DE INVESTIMENTO EM AÇÕES**, enrolled with the Corporate Taxpayer's Registry under nº 08.935.128/0001-59, herein represented by its manager GF GESTÃO DE RECURSOS S.A., a Corporation with head office at Porto Alegre, State of Rio Grande do Sul, at Carlos Gomes Street, nº 300 - 6º floor, with the Corporate Taxpayer's Registry under nº 09.630.188/0001-26, in accordance with article 22 and following of CVM's Instruction n.º 481 de 17/12/2009, communicate (s) to the Market, due to the Extraordinary General Assembly, scheduled for April, 16th, 2013, at 1 pm, at company headquarter, make (s) this public request of proxy to the other shareholders, in order to increase the participation of them in the assembly.

In the terms of the Call Notice released to the Market on march, 28th, 2013 and April, 2nd and 4th, 2013, will be discussed the following issued agenda at Extraordinary General Assembly: Board of Directors election, Members and Alternates, which had been elected by the multiple vote system, grounded on 3th paragraph of article 141 of Federal Law nº 6.404/76, to a mandate that would terminate at Ordinary General Assembly in 2014, and the election of the Board of Directors President.

Considering the relevance of this matter, and to assure the wide participation of all shareholders, the shareholders hereinabove formulate this public request of proxy, asking for the interested ones to grant a proxy to vote in favor, against or to abstain about the indication of more than one member and respective alternate to compose the Board of Directors.

The public request of proxy justifies itself by the fact that the current administration's proposal indicates only seven (7) candidates to the Board of Directors, leaving vacancies six (6) seats to the total composition of the Board, as prescribed by Company's Statutes. In this terms, the signatory shareholder of this request indicates to all and other shareholders the names of Mr. Julio Sergio de Souza Cardozo as Member, and the name of Mario Daud Filho as his alternate.

The curriculum of the candidates, the proxy draft, the attorneys-in-fact indication, the statement required by the appendix 23 of CVM's Instruction nº 481, besides the ancillary documents, are all available to interested shareholders in the following website www.proxyvoting.com.br/ageusiminas.

São Paulo, on April, 04th, 2013.

GF GESTÃO DE RECURSOS S.A.

PROXY DRAFT

[Shareholder], [qualification], "Grantor", nominates and constitutes as its awarded, Mr. [name], [qualification], to represent the grantor, as shareholder of USIMINAS - Usinas Siderúrgicas de Minas Gerais, at Extraordinary General Assembly, scheduled for april, 16th, 2013, at 1 pm, at company's head office at Professor José Vieira de Mendonça Street, 3.011, Engenho Nogueira District, in the City of Belo Horizonte, State of Minas Gerais, granting powers to examine, discuss and vote in the name of the grantor, according to vote instructions hereby specified, concerning the following matter:

Extraordinary General Assembly:

(1) Board of Directors election, Members and Alternates, which had been elected by the multiple vote system, grounded on 3th paragraph of article 141 of Federal Law nº 6.404/76, to a mandate that would terminate at Ordinary General Assembly in 2014, and the election of the President of the Board of Directors.

Voting in favor of candidates - Member: Julio Sergio Cardozo; Alternate: Mario Daud Filho.

Voting against candidates - Member: Julio Sergio Cardozo; Alternate: Mario Daud Filho.

Abstention

[City], [date].

[Grantor signature]

(notary's office certification on signature)

EXHIBIT I

STATEMENT FROM APPENDIX 23 OF CVM INSTRUCTION Nº 481,

FROM DECEMBER 17TH, 2009.

1. Corporate:

Usinas Siderúrgicas de Minas Gerais – Usiminas

2. Issues for which the proxy is requested:

Issues described on Call Notice of Extraordinary General Assembly, released to the Market at march, 28th, 2013.

3. Responsible for request:

GERAÇÃO FUTURO L PAR FUNDO DE INVESTIMENTO EM AÇÕES.

Shareholder of USIMINAS since july, 26th, 2007.

Common Shares: 500.000 (five hundred thousand)

Preferred Shares: 15.600.000 (fifteen million six hundred thousand)

Número de ações tomadas em empréstimo: prejudicado.

Exposição total em derivativos referenciados em ações da companhia: prejudicado.

Corporate, business or familiar relations existents or kept in the last three years with the company or related parties, as set forth by accounting rules: none.

The responsible for the request either has no parent, subsidiaries or related companies with common special interest in the approval of the issues of the proxy hereby granted.

4. Estimated Cost of Proxy Request:

The only cost involved refers to expenses to release to the Market this Request of proxy, with the public competent registers, which will be supported by this solicitor shareholder. The solicitor shareholder will ask for reimbursement to the company, as set forth by the article 32 of 481 CVM's Instruction.

5. Interest on Proxy Request:

(To describe any interest existent on issues related to proxy request)

6. Adress to dispatch proxy:

Marquês de Paranaguá Street, 348, 10º floor, São Paulo/SP, CEP: 01303-050.

E-mail: proxy@mpmae.adv.br

7. Guidelines to fill the proxy:

In case of interest of voting **IN FAVOR** of candidates above specified, shall be granted as solicitor, concerning this matter, Mr. **Daniel Alves Ferreira**, Brazilian citizen, married, lawyer bearer of professional identity OAB/SP 140.613;

In case of interest of voting **AGAINST** candidates above specified, shall be granted as solicitor, concerning this matter, Mr. **Charles René Lebarbenchon**, Brazilian citizen, widower, lawyer bearer of professional identity OAB/SC 11.354;

In case of interest of **ABSTENTION**, shall be granted as solicitor, concerning this matter, Mr. **Guilherme Silva Roman**, Brazilian citizen, married, lawyer bearer of professional identity OAB/SC 18.400.

EXHIBIT II

CURRICULUM OF THE CANDIDATES (EFFECTIVE MEMBER AND ALTERNATIVE) TO THE BOARD OF DIRECTORS

CURRICULUM – JULIO SERGIO CARDOZO

Julio Sergio Cardozo is lecturer, business consultant and full professor in Accounting and Auditing. Teaches at Fundação Getúlio Vargas, at the Master Accountant Program of UERJ – University of State of Rio de Janeiro - and teaches as invited professor in several MBA's around Brazil. Accountant and Manager, participated, as advisor, president or member, in more than 90 exam boards in master and doctoral courses at UERJ, FGV, IBMEC and University of São Paulo-USP.

Active columnist, wrote more than a hundred articles published in widely read newspapers and magazines in Brazil and abroad. Dignified lecturer at Brazil and abroad. Holder of "Accounting Research Prize of Federal Accounting Council", awarded the "Medal of Accounting Merit", CRC-ES, and the "Medal Joaquim Monteiro de Carvalho – Order of Accounting Merit", CRC-SP. Author of the books: "Contabilidade Geral" – Publisher: Dimensão; "Relatórios e Pareceres de Auditoria" – Publisher : Atlas (single work and reference on the theme); "Você Não Tem de Ceder: A Trajetória de Força e Ética de um CEO no Brasil" – Publisher : Campus/Elsevier, e "O Melhor Vem Depois" – Publisher : Saraiva.

Former partner of Ernst & Young, for more than 22 years, occupied relevant roles. As Chairman & CEO of South America, was part of operation and expanded business to rates above concurrency. He became a member of the Board of Ernst & Young Americas, with head office at New York.

Retired from Ernst & Young, he founded "Julio Sergio Cardozo & Associados", a business consulting company with head office at São Paulo. President of the Supervisory Board of Organizing Committee of 2016's Olympic Games, in Rio de Janeiro; Surrogate Member in Audit Committee in USIMINAS and in CELESC, member of Advisory Board of Cengage Learning, President of BBA Aviation South America.

Consolidated data on April, 6th, 2013.

CURRICULUM – Mario Daud Filho

EXPERIENCE IN THE LAST 10 YEARS

Legal Advisor

L Parisotto Participações Ltda. (Holding and Investment Company)

Since April 2012 – Sao Paulo

contract drafting and management; government relations; company's law; tax planning; shareholders consultant; intellectual property ; litigation management; M&A

General Counsel

BP Biocombustíveis S/A (Etanol and Sugarcane Mills)

January 2010 – April 2012 (2 years 4 months) Sao Paulo

Responsible for legal support to the foreign shareholders with regards to equities and taxes; administration of litigation through external offices; analysis and drafting of contracts in general, including turnkey; tax incentives; labor law; environmental consultancy; drafting minutes, amendments to by-laws, corporate books, holding of meetings, M&A, etc.

Manager of Legal Department/Governmental Relations

Videolar S/A (Magnetic Media Company /oil-derivative plastic resins)

August 2002 – January 2010 (7 years 6 months)

Manager of Legal Department/Governmental Relations

Contracts: Responsible for reviewing and drafting of all the company contracts.

Corporate: Responsible for drafting minutes, amendments to by-laws, corporate books, filings, holding of meetings, M&A

E_commerce : Legal support (www.videolar.com)

Tax: Legislation monitoring and preventive advice to the company . Responsible for the company's Tax Committee.

Labor and HR: Responsible for the interaction with the Human Resources Management for application of policies consistent with the company's mission and in accordance with current legislation ; Provided advice for intra-company compensation and career plans in addition to developing the company's social policy.

Administrative and Legal Proceedings: Responsible for the management of litigations with external offices in order to improve performance with regards to recovering assets or preventing liabilities. Preparation of monthly reports to stockholders informing status of proceedings and suggesting policies to reduce the company's exposure.

Day-to-day interaction with several governmental agencies with the aim of obtaining measures in the interests of the company's businessess, always with legal support, particularly with the Internal Revenue Department, the Ministry of Justice, the Ministry of Culture, the DECEX (Department of Foreign Trade Transactions), and the INPI (National Industrial Property Institute).

Responsible for interaction with members of the Federal Congress in order to develop proactive policy to anticipate legislative measures that could affect the company's day-to-day activities .

Direct liaison to the group's operations in Argentina for legal affairs, monitoring of all issues and interaction with local law offices.

Strong interaction with agencies of the Federal Government with regards to anti-piracy policies

PREVIOUS EXPERIENCE

Partner

Own Law Firm 1996 – 2002

Manager of Legal Department/Human Resources

Digirede Informática S/A _1986 - 1996

Legal Counsel

Camargo Corrêa Cimentos _1978 – 1985

Academic Education

Bachelor's degree in Law from the Pontifical Catholic University of São Paulo – 1982

Other activities and Improvement Courses

Member of the Technical Committee of the Association of Capital Market Investors – AMEC

Improvement courses in Contracts; Companies Law; Consumers Law; Tax and IP.

Course of Formation of Board Member by IBGC

Languages : Portuguese and English

EXHIBIT III

GUIDELINES TO GRANT PROXY

1. PRESENTATION

This guideline aims to guide all shareholders interested in adhere to the public requesto of proxy sponsored by **GERAÇÃO FUTURO L PAR FUNDO DE INVESTIMENTO EM AÇÕES** (“Geração”), according to Notice to Market released at apri, 6th, 2013, available in the following websites: (www.cvm.gov.br) and (www.proxyvoting.com.br/ageusiminas)

2. PROXY

The proxy’s available in a draft version for analysis, and to fill and print, in the following websites: (www.cvm.gov.br) and (www.proxyvoting.com.br/ageusiminas).

To correctly fill the proxy, must be observed the following instructions:

1º- To fill the name and qualification of grantor.

In case of individual grantor, the qualification must include at least the following data, in this order: name, nationality, marital status, profession, Individual Taxpayer’s Registry number, Identity Card number, and the address in which is domiciled.

In case of corporate grantor, the qualification must include at least the following data, in this order: corporate name, corporate legal form, head office’s address, corporate taxpayer’s registry, board of trade number, and if it’s a corporate with head or branch office in Brazil, besides all that, the name and qualification of legal solicitor, like previous item (1º).

In case of investment fund, the proxy must include at least the following data, in this order: fund name, head office address, corporate taxpayer’s registry, and the name and qualification of legal manager which signs and represents the fund, and the manager’s legal solicitor, like previous items (1º and 2º).

2º- To mark the voting option of proxy (in favor, against or abstention).

3º- To inform the city and the date of signature.

4º- To subscribe the proxy.

5º- In case of corporate, investment fund, or other grantors represented by solicitors, to indicate the name and the role of the solicitor that will subscribe the proxy.

3. NOTARY’S OFFICE CERTIFICATION ON SIGNATURE

The signature of grantor or its legal solicitor must be accompanied by notary's office certification. In case of proxy granted outside Brazil, by foreign individual or corporate the certification must come from public notary's office or equivalent authority.

4. NECESSARY DOCUMENTS TO REPRESENT THE GRANTOR

In case of individual grantor, it's necessary to present *(i)* identity document with photo (rather identity card, individual taxpayer's registry, driving license or a officially recognized professional card); and *(ii)* proof of ownership of company's shares, issued by financial institution or custodian, in maximum three days before the dispatch of the proxy to the address indicated at item 5, beneath, in order to determine the shareholding position.

In case of corporate grantor, it's necessary to present *(i)* copy of the last Statute or Articles of Association, valid and consolidated, with the society document granting power to represent (election record or notarized proxy); *(ii)* identity document with photo of the legal representative (rather identity card, individual taxpayer's registry, driving license or a officially recognized professional card); and *(iii)* proof of ownership of company's shares, issued by financial institution or custodian, in maximum three days before the dispatch of the proxy to the address indicated at item 5, beneath, in order to determine the shareholding position.

In case of investment fund, it's necessary to present *(i)* certified copy of the last consolidated investment fund's regulations, with certified copy of the statutes or articles of association of its manager, besides the society documents granting power to represent (election record or notarized proxy); *(ii)* identity document with photo of the legal representative (rather identity card, individual taxpayer's registry, driving license or a officially recognized professional card); and *(iii)* proof of ownership of company's shares, issued by financial institution or custodian, in maximum three days before the dispatch of the proxy to the address indicated at item 5, beneath, in order to determine the shareholding position.

The documents of individual or corporate foreign grantors, prepared or issued outside Brazil, must all be translated to Brazilian Portuguese, notarized and consulate.

5. ADDRESS TO DISPATCH THE PROXY

Marquês de Paranaguá Street, 348, 10^o floor, São Paulo/SP, CEP: 01303-050.

E-mail: proxy@mpmae.adv.br

6. TERM TO RECEIPT PROXY AND ANCILLARY DOCUMENTS

The proxy and all ancillary documents referred above, in item 4, must be receipt in the address indicated above, item 5, by April, 15th, 2013, at 12 am.

7. DOUBTS

Any doubt concerning the public request of proxy can be resolved directly with:

Paulo Roberto Brandão

Fone: +5511 – 3156-2397

E.mail: proxy@mpmae.adv.br

EXHIBIT IV

CALL NOTICE OF EXTRAORDINARY GENERAL ASSEMBLY RELEASED ON BM&FBOVESPA SITE

USINAS SIDERÚRGICAS DE MINAS GERAIS S.A. – USIMINAS

CNPJ 60.894.730/0001-05

NIRE 313.000.1360-0

PUBLICLY TRADED COMPANY

CALL NOTICE

EXTRAORDINARY GENERAL ASSEMBLY

Hereby, the shareholders are convened to assemble on April, 16th, 2013, in first call, in the Extraordinary General Assembly, at 1 pm, at the head office of the company, in this Capital, at Professor José Vieira de Mendonça Street, 3.011, Engenho Nogueira District, to discuss and deliberate about the election of the Members of Board of Directors, effective and alternative, that had been elected by the multiple voting system, grounded on 3rd paragraph or article 141 of Federal Law nº 6.404/76, to a mandate that would terminate until the Ordinary General Assembly in 2014, and about the election of the President of the Board of Directors. To shareholders represented by solicitors, a copy of the proxy must be sent to the company 48 (forty eight) hours before the

assembly, to prove its authenticity. The present shareholders in assembly must prove their quality in the terms of article 126 of Federal Law nº 6.404/76. The documents related to the deliberating matter are available to shareholders in company's head office. Belo Horizonte, March, 28th, 2013.

Paulo Penido Pinto Marques

President of the Board of Directors