

# **BM&FBOVESPA**

*A Nova Bolsa*



**BM&FBOVESPA S.A.**  
**BOLSA DE VALORES, MERCADORIAS E FUTUROS**

CNPJ nº 09.346.601/0001-25

NIRE: 35.300.351.452

## **MATERIAL FACT**

BM&FBOVESPA S.A. (BVMF3), subject to the provisions of paragraph 4 of article 157 of Law number 6404/1976 and of CVM Instruction 358/2002, hereby inform that:

- (i) BM&FBOVESPA and NASDAQ OMX Group will initiate discussions, on an exclusive basis, with the purpose of establishing a possible strategic, commercial and technological partnership.
- (ii) The exclusivity shall be in effect through the next sixty (60) day period, during which BM&FBOVESPA shall not enter into similar negotiations with any other stock exchange located in the US, and NASDAQ OMX shall not enter into similar negotiations with any other exchange located in South or Central America.
- (iii) The possible partnership may comprise the following services/products:
  - a. The development of an order routing system between the exchanges in order to allow international investors connected to NASDAQ OMX trading platform to send buy and sell orders for stocks traded in the BM&FBOVESPA system (MegaBolsa), and Brazilian investors connected to BM&FBOVESPA trading platform to send buy and sell orders for stocks traded in NASDAQ OMX system in US;
  - b. The development of a commercial agreement providing for BM&FBOVESPA to offer, to publicly traded Brazilian companies, products and services developed by NASDAQ OMX, which are designed to support and facilitate the activities of publicly traded companies, such as those related to investors relations (IR), structuring and management of board of directors, issuance of press-releases and communications to the market and analysts, among others;
  - c. The development of a commercial agreement providing for NASDAQ OMX to distribute internationally, on a non exclusive basis, the prices of the securities (market data) traded in BM&FBOVESPA, and for BM&FBOVESPA to distribute, on a non exclusive basis, the prices of the securities traded in NASDAQ OMX; and
  - d. The evaluation of technology cooperation opportunities for the two exchanges.
- (iv) There is no guarantee that any agreement shall be reached from these discussions. Furthermore, neither the configuration of any joint initiative, nor the regulatory and economic and financial base of the possible partnership have yet been established;
- (v) Given the preliminary stage of the discussions, the two companies have decided to present any further information about the negotiation only after the end of the sixty (60) day period counting from the date of this notice, except for the occurrence of any facts or resolutions that could constitute a material fact.

São Paulo, August 26, 2009

**Edemir Pinto**  
Chief Executive Officer

**Carlos Kwall**  
Financial, Corporate and Investor Relations Officer