

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

CNPJ/MF No. 09.346.601/0001-25

NIRE 35.300.351.452

Public Company

MATERIAL FACT

BM&FBOVESPA S.A. - BOLSA DE VALORES, MERCADORIAS E FUTUROS (“Company”), in compliance with the provision of article 157, paragraph 4º, of the Brazilian Corporate Law No. 6,404/76, and the CVM Instruction No. 358/2002 of the Brazilian Securities and Exchange Commission, hereby announces that the Board of Directors of the Company, given that the current program is set to expire on June 30, 2011, at a meeting occurred on this date, has approved the purchase of Company’s shares under the following terms (“Share Buyback Program”), in accordance with the provisions of CVM Instruction No. 10/1980:

- Company’s purpose with the Share Buyback Program: maximize value generation for shareholders through an efficient management of the capital structure;
- Maximum number of shares to be purchased: 30,000,000 of common shares representing 1.5% of the Company’s total free float;
- Deadline for the purchase of Company’s shares within the scope of the Share Buyback Program: 184 days, starting from July 1st, 2011 and ending on December 31, 2011, with actual repurchase dates to be decided by the Executive Management;
- Number of free floating shares pursuant to the definition given by article 3, item III, of CVM Instruction No. 361/2002: 1,952,478,656;
- Financial Institutions that will act as intermediary: (a) Credit Suisse Brasil S.A. CTVM, located at Avenida Brigadeiro Faria Lima 3,064, 13th floor, São Paulo, state of São Paulo; (b) Goldman Sachs do Brasil CTVM S.A., located at Av. Presidente Juscelino Kubitschek, 510, 6th floor, São Paulo, state of São Paulo, (c) Interfloat HZ CCTVM Ltda., located at Rua Boa Vista 63, 5th floor, São Paulo, state of São Paulo; (d) Itaú CV S.A., located at Avenida Brigadeiro Faria Lima, 3.400, 10th floor, São Paulo, state of São Paulo; (e) JPMorgan CCVM S.A., located at Av. Brigadeiro Faria Lima, 3729, 13th floor, São Paulo, state of São Paulo; and (f) Morgan Stanley Corretora de Títulos e Valores Mobiliários S.A., located at Avenida Brigadeiro Faria Lima 3,600, 6th floor, São Paulo, state of São Paulo.

The shares purchased within the scope of the Share Buyback Program shall be cancelled or used for the exercise of share purchase option by the beneficiaries of the Company's Stock Option Plan.

São Paulo, June 16, 2011.

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

Eduardo Refinetti Guardia
Financial, Corporate and Investor Relations Officer