

**BOLSA DE VALORES DE SÃO PAULO S.A. - BVSP**  
CNPJ/MF No. 08.695.953/0001-23  
NIRE 35.300.339.576

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING HELD ON  
NOVEMBER 28, 2008**

**DATE, TIME AND PLACE:** On November 28, 2008, at 9 a.m., at the Company's head office in the City of São Paulo, State of São Paulo, at Rua XV de Novembro, 275, Centro.

**CALL NOTICE AND ATTENDANCE:** Call notice was waived pursuant to the terms of article 124, paragraph 4 of Law 6,404/76, in view of the presence of the controlling shareholder, representing the entire capital of the Company, as shown by the signatures on the Shareholders' Attendance Book of the Company.

**PRESIDING BOARD:** Chairman: Mr. Edemir Pinto; Secretary: Mr. Hécio Fajardo Henriques.

**RESOLUTIONS:** After review and discussion of the items included in the agenda, the shareholders, by unanimous vote and without provisos, adopted the following resolutions:

1) To record that the minutes referring to this Meeting will be drawn up in the form of a summary, as provided for in article 130, paragraph 1 of Law 6,404/76;

2) To approve, after it has been reviewed and discussed, the Protocol and Justification of Merger entered into on October 21, 2008, by the managers of the Company, its controlling company BM&F Bovespa S.A. – Bolsa de Valores, Mercadorias e Futuros (CNPJ/MF No. 09.346.601/0001-25) (“BM&F Bovespa”) and its controlled company Companhia Brasileira de Liquidação e Custódia (CNPJ/MF No. 60.777.661/0001-5) (“CBLC”), which, after certified by the Presiding Board will be made an integral part of the minutes referring to this Meeting as Exhibit I (“Protocol and Justification”). The Protocol and Justification establishes all the terms and conditions of the merger of the Company and CBLC into BM&F Bovespa, at book value as of August 31, 2008;

3) To approve the merger of the Company into BM&F Bovespa, under the terms and conditions set out in the Protocol and Justification, whereupon BM&F Bovespa will become the owner of all the assets, rights and obligations of the Company, stating that, once such merger is approved by the shareholders of BM&F Bovespa, the Company will be extinguished accordingly;

4) To record that, by virtue of the approval of the merger under the Protocol and Justification by a shareholder representing 100% of the Company's capital, the right to withdraw should not be considered;

5) To record the waiver of production of the appraisal referred to in article 264 of Law 6,404/76, which would entail costs to be exclusively incurred by the involved companies, without any practical application, to the extent that *(i)* there are no other minority or other shareholders in the merged company, other than the merging company; *(ii)* there will be no capital increase in the merging company; *(iii)* no exchange ratio has been established which could be the object of comparison; and *(iv)* the recess value is not to be determined, for the reasons already expounded;

6) To record that the corporate and accounting books of the Company will, after its termination, be maintained by the managers of BM&F Bovespa, during the legal term;

7) To record that the Company's Fiscal Board has not been heard since it has not been installed; and

8) To authorize the Company's management, represented pursuant to its Bylaws, to perform all acts required to implement and formalize the merger approved herein.

**CLOSING:** As there was nothing else to be discussed, these minutes were drawn up and then read, approved and signed by those present. São Paulo, November 28, 2008.

**SIGNATURES:** Presiding Board: Edemir Pinto – Chairman; Hécio Fajardo Henriques – Secretary. Shareholder: BM&F Bovespa S.A. – Bolsa de Valores, Mercadorias e Futuros (by Edemir Pinto and Hécio Fajardo Henriques – Officers).

I certify that this is a true copy of the original drawn up in the proper book.

Hécio Fajardo Henriques  
Secretary

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