

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

The Brazilian Stock, Mercantile and Futures Exchange

Brazilian Federal Taxpayer (CNPJ) No.09.346.601/0001-25
State Registration (NIRE) No.35.300.351.452

A Public Company

**CALL NOTICE
ANNUAL SHAREHOLDERS' MEETING**

Notice is hereby given to shareholders of BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros (“BM&FBOVESPA”) that the Annual Shareholders’ Meeting has been called to convene on April 18, 2011, at 3 p.m., an exception at a different address than that of the registered office, at Rua XV de Novembro, 275, in the City of São Paulo, State of São Paulo, as, to resolve on the following agenda:

- (1) To receive the management report, and to receive, consider and judge the consolidated financial statements as of and for the year ended December 31, 2010;
- (2) To consider the proposal on allocation of net income for the year ended December 31, 2010;
- (3) To elect the members of the Board of Directors; and
- (4) To resolve on the aggregate compensation payable to members of the board of directors and the board of executive officers in 2011.

The following documents are accessible to shareholders at the registered office, in the Investor Relations website at www.bmfbovespa.com.br/ri/, as well as in BM&FBOVESPA’s website at www.bmfbovespa.com.br and in the website of the Brazilian Securities Commission (CVM) at www.cvm.gov.br: (i) the management report; (ii) the financial statements as of and for the year ended December 31, 2010; and (iii) the independent auditors’ report (which documents have been published in the “*Valor Econômico*” newspaper and the Official Gazette of the State of São Paulo, issues of February 18, 2011), as well as (iv) the proposal on allocation of net income for the year; (v) statements from the nominated candidates to the board of directors pursuant to CVM Instruction n°. 367/2002 and article 23, paragraph 2 of the By-laws; (vi) the proposal on aggregate compensation payable to members of the board of directors and members of the board of executive officers in 2011, and the (vii) the Annual

Meeting Guide, which includes the information required under CVM Instructions 480/09 and 481/09.

General Information: Shareholders may attend in person or appoint a delegate to attend. For convenience of shareholders, the Company will be making available the “Online General Meetings” (or “*Assembleias Online*”) system for electronic voting or voting by proxy, which in any event require prior registration, in addition to certain steps being taken and documentation delivered for validation. The system may be accessed at <http://www.onlinegeneralmeetings.com> (in English) or www.assembleiasonline.com.br (in Portuguese). Additional information can be found in the Annual Meeting Guide.

Moreover, shareholders that elect to appoint a representative by granting traditional power of attorney are advised that this should be accomplished giving regard to the requirements of article 126 of Brazilian Corporations Law (Law No. 6.404/76, as amended).

We kindly request our shareholders to register to attend starting from April 4, 2011. For registration of shareholders that are natural persons and wish to appoint a representative must present the relevant power of attorney. Shareholders that are legal persons, and wish to have a legal or appointed representative attending the meeting, are advised that the registration process includes presenting proper documentation evidencing capacity and authority given to the legal representative or, as the case may be, a power of attorney. The required documents are expected to be delivered to the Company, at Praça Antônio Prado 48, 4th floor, Downtown, São Paulo, Brazil, care of the Investor Relations Department.

Attending shareholders, legal representatives and appointed representatives are advised to come bearing proper identification documents.

Cumulative voting. Under article 141 of Brazilian Corporations Law (Law 6,404/76, as amended) and CVM Instruction 165/91, as amended, holders of record representing at least five percent (5%) of the issued and outstanding shares of stock are entitled to request adoption of cumulative voting for the election of board members, provided such request must be presented at least forty-eight (48) hours prior to the annual meeting.

São Paulo, March 18, 2011.

Arminio Fraga Neto
Chairman of the Board