

**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 provisions of article 157, paragraph 4th, 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 28, 2013, 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: 60,000,000 of common shares representing 3.13% of the Company's total outstanding shares;
- Deadline for the purchase of Company's shares within the scope of the Share Buyback Program: 365 days, starting from July 1st, 2013 and ending on June 30, 2014 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: 1,914,279,702;
- Financial Institutions that will act as intermediary: (a) Credit Suisse Brasil S.A. CTVM, located at Rua Leopoldo Couto de Magalhães Júnior 700, 10th 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) 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; (d) UBS Brasil CCTVM S.A., located at Rua Leopoldo Couto de Magalhães Júnior, 758 - 10th floor – São Paulo, state of São Paulo; and (e) XP Investimentos CCTVM S.A., located at Avenida das Américas, 3434, Bl. 7, 2nd floor, Rio de Janeiro, state of Rio de Janeiro.

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 25, 2013.

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

Eduardo Refinetti Guardia
Chief Product and Investor Relations Officer