

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

The Brazilian Securities, Commodities 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
EXTRAORDINARY GENERAL MEETING**

The shareholders of BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros (“BM&FBOVESPA”) are invited to attend the Extraordinary General Meeting set to convene on May 13, 2014, at 11 a.m., in the registered office premises located at Praça Antônio Prado 48, Downtown in the City of São Paulo, State of São Paulo, to consider and vote on the following order of business:

(1) Adopting a Stock Awards Plan, as set forth in the relevant Management’s Proposal; and

(2) Amending the following provisions of the Bylaws of BM&FBOVESPA, as set forth in the relevant Management’s Proposal:

(a) Article 5 – amendment to state the number of shares currently issued and outstanding, following the cancellation of 80,000,000 treasury shares approved at a meeting of the Board of Directors held on February 13, 2014, with no change in the capital stock amount;

(b) Article 16, indent ‘e’ – amendment to include mention to a stock awards plan; and

(c) general amendments to improve language, correct misspellings and make other formal and wording adjustments, as follows (c.1) Article 6, main provision; (c.2) Article 7, main provision and paragraphs 2, 3 and 4; (c.3) Article 8, paragraph 2; (c.4) Article 12, main provision and paragraphs 1 through 8; (c.5) Article 13, main provision and paragraphs 1 and 2; (c.6) Article 14; (c.7) Article 15, main provision and paragraphs 1 through 3; (c.8) Article 16, main provision and indent ‘a’; (c.9) Article 17, main provision and paragraph 1; (c.10) Article 18, main provision and paragraphs 1 and 2; (c.11) Article 21, sole paragraph; (c.12) Article 22, main provision and paragraphs 3 and

4; (c.13) Article 23, paragraphs 2, 3 and 6; (c.14) Article 24, main provision and paragraphs 2, 3 and 6; (c.15) Article 26, main provision; (c.16) Article 27, main provision; (c.17) Article 29, indents 'a,' 'd,' 'e,' 'f,' and 'l'; (c.18) Article 31; (c.19) Article 35, indent 'l'; (c.20) Article 38, indent 'f'; (c.21) Article 43, paragraph 2 (indent 'b'); (c.22) Article 47, indent 'j'; (c.23) Article 49, paragraph 1 (indent 'b'); (c.24) Article 50, sole paragraph (indents 'a' and 'c'); (c.25) Article 52, main provision, paragraphs 1, 4 and 5; (c.26) Article 53, paragraph 1; (c.27) Article 54, sole paragraph; (c.28) Article 55, paragraphs 3 through 6; (c.29) Article 58, main provision; (c.30) Article 62, paragraph 2; (c.31) Article 63, main provision and paragraph 2; (c.32) Article 64, main provision; (c.33) Article 65, paragraphs 2 and 3; (c.34) Article 70, paragraph 1 (indent 'c'), paragraph 4 (indent 'a') and paragraph 5 (indents 'c,' 'd,' and 'e'); (c.35) Article 71; (c.36) Article 73, indent 'b'; (c.37) Article 74; (c.38) Article 77; and (c.39) Article 79.

We should clarify the topics in the meeting agenda are the same as included in the agenda for the extraordinary shareholders' meeting held on April 7, 2014. Pursuant to decisions then taken by attendee shareholders, as set forth in the minutes of that meeting, we are resubmitting all of these proposals to shareholders so they are considered and voted upon in a single meeting due to certain correlations between the two main topics of the agenda. Such meeting was previously scheduled to take place on April 22, 2014.

However, the Stock Awards Plan Proposal released previously in connection with the extraordinary meeting of April 7, 2014, has since changed on account of certain improvements the Board of Directors of the Company approved at a meeting held on April 10, 2014.

Accordingly, pursuant to this Call Notice, we will now be submitting these proposals for shareholder action to be taken in a single meeting convening on May 13, 2014, on first call on, rather than on the second-call meeting previously scheduled for April 22, 2014. This should give shareholders more time to consider the proposed Stock Awards Plan.

The following documents are available for shareholders to withdraw at the registered office of BM&FBOVESPA, and are accessible in the Investor Relations' gateway at www.bmfbovespa.com.br/ri/, as well as in our website at www.bmfbovespa.com.br and in the Brazilian Securities Commission (CVM) website at www.cvm.gov.br: (A) Management's Proposal, which includes (i) the revised Stock Awards Plan Proposal; and

(ii) comparative table of current provisions and proposed Bylaws amendments, as well as the justifications thereof; as well as (B) the Practical Guide to the Extraordinary Shareholders' Meeting, which includes the information required under CVM Ruling 481/09.

General Information: Shareholders may attend the meeting in person or appoint a delegate to attend on their behalf. For your convenience, the Company will be making available the "*Online General Meetings*" (or "*Assembleias Online*") system for electronic voting or voting by proxy, which may be accessed at www.assembleiasonline.com.br. Additional information can be found in the Practical Guide to the Meeting.

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 Corporate Law (Law No. 6.404/76, as amended).

Additionally, we kindly request you to register to attend starting from April 29, 2014. Shareholders that are natural persons and wish to appoint a delegate to attend on their behalf should present the relevant power of attorney upon registering. Shareholders that are legal persons and wish to have a legal representative or appointed delegate attend the meeting on their behalf are advised that the registration process requires presenting proper documentation to evidence capacity and authority given to the legal representative or, as the case may be, the appointed delegate. The required documents are expected to be delivered to the Company, at Praça Antônio Prado 48, 6th floor, Downtown, in São Paulo, Brazil, care of the Investor Relations Department of BM&FBOVESPA.

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

Finally, please be advised that in the absence of valid quorum to convene the extraordinary meeting on first call, summons will be published at a later date for the general meeting to convene on second call.

São Paulo, April 11, 2014.

Pedro Pullen Parente
Chairman of the Board