

STATEMENT

A) For compliance with paragraph 2 of article 23 of the bylaws of BM&FBOVESPA S.A. – Bolsa de Valores, Mercadorias e Futuros, I hereby make the following representations:

1. My personal identification information is the following: Laércio José de Lucena Cosentino, Brazilian, married, electric engineer, bearer of Identity Card RG No. 8.347.779-SSP/SP and enrolled with the Individual Taxpayers' Register of the Ministry of Finance CPF/MF under No. 032.737.678-39, domiciled in São Paulo, State of São Paulo, Brazil, at Avenida Braz Leme, 1.631, 2° floor.

2. My academic and work experience backgrounds are the following: I am founder and CEO of TOTVS, Latin America's largest enterprise software, platform and consultancy company. I am 55 years old and I am graduated in electrotechnical engineering from the University of São Paulo (USP).

My career and history have been mainly devoted to the IT sector, especially with the founding of TOTVS in 1983. Since then the company has become absolute leader in Brazil and present in 41 countries. Today I am one of the leading players in the Brazilian software market, actively working to defend and strengthen the IT industry. Besides leading the company, I chair the Executive Committee of *Associação Brasileira de Empresas de Tecnologia da Informação e Comunicação (Brasscom)*, and the Boards of Directors of *Instituto Empreender Endeavor* and *Mendelics*, among other activities.

3. I haven't been declared guilty under any disciplinary or court proceedings, whether or not under a final and unappealable decision.

B) For purposes of article 2, of CVM Ruling No. 367/02, I hereby declare that if elected to serve as a member of the board of directors of BM&FBOVESPA S.A. - Bolsa de Valores, Mercadorias e Futuros, I will fully qualify to take office and sign the instrument of investiture required by the afore mentioned rule. Accordingly, I hereby represent that:

1. I am not precluded by any special law from acting as director, and I have not been convicted of bankruptcy crimes or malfeasance or corruption or bribery or graft or embezzlement, or any crime against the economic order, the public credit or property rights, and have not been condemned to criminal

penalty precluding access to public office, even on a temporary basis, such as provided in paragraph 1 of article 147 of Brazilian Corporations Law. (Law No. 6,404/76);

2. I am not subject to any penalty imposed by the Brazilian Securities Commission (*Comissão de Valores Mobiliários*), suspending my eligibility or holding me temporarily ineligible to act as director or officer of a public company, such as set forth in paragraph 2 of article 147 of Brazilian Corporations Law;

3. To the best of my knowledge, I meet the requirement for “upstanding reputation” included in paragraph 3 of article 147 of Brazilian Corporations Law; and

4. I currently hold no position in any company that could be deemed a competitor of the Company and, in addition, I do not represent interests that are in conflict with the interests of the Company, such as required under items I and II of paragraph 3 of article 147 of Brazilian Corporate Law.

C) For the purposes of CVM Ruling No. 461/07, which establishes the criteria for classification as Independent Member of the Board of Directors, I hereby declare that I attend the independence criteria established in the Company’s Bylaws, in CVM Ruling No. 461/07 and the Novo Mercado Listing Rules, and I hold no, and have no ties with any shareholder that holds, direct or indirect, ownership interest in 7% or more of the Company's capital stock issued.

D) According to the paragraph 4 of article 8 of Brazilian Federal Law No. 4,728/65, I hereby declare that I hold no position in the management of any brokerage firm which is a participant in stock exchanges incorporated in Brazil.

São Paulo, March 15, 2016

[signed by Mr. Laércio Cosentino]