

**BM&FBOVESPA S.A. - BOLSA DE VALORES, MERCADORIAS E FUTUROS  
PUBLIC COMPANY  
CNPJ no. 09.346.601/0001-25  
NIRE 35.300.351.452**

**MINUTES FROM THE ORDINARY MEETING OF THE BOARD OF  
DIRECTORS HELD ON SEPTEMBER 23, 2016**

**1. Date, Time and Local:** September 23, 2016, 1:00 p.m., company branch offices at 4th floor of no. 841 Rua Tabapuã, Itaim Bibi, São Paulo, São Paulo State

**2. Attendance:** Present were Pedro Pullen Parente, Chairman; and Board members Charles Peter Carey, Claudio Luiz da Silva Haddad, Denise Pauli Pavarina, Eduardo Mazzilli de Vassimon, José de Menezes Berenguer Neto, Laércio José de Lucena Cosentino, Luiz Antonio de Sampaio Campos, Luiz Fernando Figueiredo, and Luiz Nelson Guedes de Carvalho. Board member Antonio Carlos Quintella justified his absence.

**3. Presiding Officers:** Pedro Pullen Parente, Chairman; Iael Lukower, Secretary.

**4. Decisions approved unanimously and without reservations, based on the supporting documents filed at the Company's head offices, with authorization granted for these minutes to be recorded in summary form:**

4.1. Pursuant to article 45 (2) of the company's bylaws, the Board approved creation of the IT Committee, with the following characteristics:

4.1.1. Responsibilities: (i) to analyze and monitor new technologies that represent opportunities, as well as impacts on our business; (ii) to analyze possible reformulation of the business model via the adoption of new technologies; (iii) to track indicators that translate customer perceptions of the company's IT services; and (iv) to discuss matters submitted to it by the Board of Directors.

4.1.2. Composition: The committee will have up to seven members, of whom at least one and at most two will be members of the Board of Directors, whether or not independent, and of these one will chair the committee; and up to five external members, to be selected by the Board of Directors from among the leading professionals in the IT sector.

4.1.3. Functioning: The committee's functioning will be governed by its own bylaws, which will be approved in due course by the Board of Directors.

4.1.4. Term: The committee will serve a term of two years, starting on the date on which its external members are appointed by the Board of Directors and renewable for successive two-year periods as deemed appropriate by the Board of Directors.

4.2. In light of item 4.1. above, to appoint Director LAÉRCIO JOSÉ DE LUCENA CONSETINO as Chairman of the Committee and Director DENISE PAULI PAVARINA

to serve as a member. The external members of the IT Committee will be appointed in due course.

**5. Close:** With nothing further to discuss, these minutes were recorded, read and signed by all the Board members present. São Paulo, September 23, 2016. Pedro Pullen Parente – Chairman, Charles Peter Carey, Claudio Luiz da Silva Haddad, Denise Pauli Pavarina, Eduardo Mazzilli de Vassimon, José de Menezes Berenguer Neto, Laércio José de Lucena Cosentino, Luiz Antonio de Sampaio Campos, Luiz Fernando Figueiredo, and Luiz Nelson Guedes de Carvalho.

This is a true copy of the minutes from this meeting, as recorded in the company's minute book.

Pedro Pullen Parente  
Chairman