

**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, fourth paragraph, of Law No. 6,404/76 (the Brazilian Corporate Law), and with Instruction No. 358/2002 of the Brazilian Securities and Exchange Commission (“CVM”), hereby announces that the Board of Directors of the Company, at a meeting occurred on this date, has approved the purchase of Company’s shares under the following terms (“Share Buyback Plan”), in accordance with the provisions of CVM Instruction No. 10/1980:

- Company’s purpose with the Share Buyback Plan: maximize value generation for shareholders through an efficient management of the capital structure;
- Maximum number of shares to be purchased: 31,000,000 common shares representing 1.55% of the Company’s total outstanding shares;
- Deadline for the purchase of Company’s shares within the scope of the Share Buyback Plan: 141 days, ending on December 31, 2010, 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: 2,006,062,211;
- Financial institutions that will intermediate the transactions: (a) Ágora Corretora de Títulos e Valores Mobiliários S.A., located at Praia de Botafogo, 300 – room 601, city of Rio de Janeiro, state of Rio de Janeiro; (b) Credit Suisse Brasil S.A. CTVM, located at Avenida Brigadeiro Faria Lima, 3.064 – 13rd floor, city of São Paulo, state of São Paulo; (c) Interfloat HZ CCTVM Ltda., located at Rua Boa Vista, 63, 5th floor, city of São Paulo, state of São Paulo; (d) Itaú Corretora de Valores S.A., located at Avenida Brigadeiro Faria Lima, 3400, 10th floor, city of São Paulo, state of São Paulo; and (e) Morgan Stanley Corretora de Títulos e Valores Mobiliários S.A., located at Avenida Brigadeiro Faria Lima, 3.600, 6th floor, city of São Paulo, State of São Paulo.

The shares purchased within the scope of the Share Buyback Plan shall be cancelled or used for the exercise of share purchase option by the beneficiaries of the Company’s Stock Option Plan.

São Paulo, August 12, 2010

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

Eduardo Refinetti Guardia
Financial, Corporate and Investor Relations Officer