

(A free translation of the original in Portuguese)

Bovespa Holding S.A.
Review Report of Independent Accountants
on Quarterly Information
March 31, 2008

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Review Report of Independent Accountants

To the Board of Directors and Shareholders
Bovespa Holding S.A.

- 1 We have reviewed the accounting information included in the Quarterly Information of Bovespa Holding S.A. and Bovespa Holding S.A. and its subsidiaries (consolidated) for the quarter ended March 31, 2008, comprising the balance sheets and the individual and consolidated statements of income and cash flows (Note 32) and explanatory notes. This information is the responsibility of the Company's management.
- 2 Our review was carried out in accordance with specific standards established by the Institute of Independent Auditors of Brazil (IBRACON), in conjunction with the Federal Accounting Council (CFC), and mainly comprised: (a) inquiries of and discussions with management responsible for the accounting, financial and operating areas of the Company and its subsidiaries with regard to the main criteria adopted for the preparation of the Quarterly Information and (b) a review of the significant information and of the subsequent events which have, or could have, significant effects on the financial position and operations of the Company and its subsidiaries.
- 3 Based on our review, we are not aware of any material modifications that should be made to the accounting information included in the Quarterly Information referred to above in order that such information be stated in accordance with the Brazilian Securities Commission - CVM regulations applicable to the preparation of Quarterly Information, including CVM Instruction no. 469/08.

Bovespa Holding S.A.

- 4 As described in Note 2a, Law no. 11.638/07 was enacted on December 28, 2007, with effect as from January 1, 2008. This law has amended Law no. 6.404/76 (Brazilian Corporation Law) and introduced changes to the accounting practices adopted in Brazil. Although the aforementioned law has already become effective, some of the changes that were introduced will require further regulations from the regulatory bodies in order to be applied by the companies. As a result, in this transition period, the CVM has permitted the deferral of adoption of all the provisions of Law no. 11.638/07 in the preparation of the Quarterly Information. Therefore, the accounting information included in the Quarterly Information for the quarter ended March 31, 2008 was prepared in accordance with specific CVM instructions and does not contemplate all the changes in the accounting practices introduced by Law no. 11.638/07.

São Paulo, May 9, 2008

PricewaterhouseCoopers
Auditores Independentes
CRC 2SP000160/O-5

Ricardo Baldin
Contador CRC 1SP110374/O-0

Bovespa Holding S.A.

Balance Sheets at March 31, 2008 and December 31, 2007

In thousands of reais

(A free translation of the original in Portuguese)

ASSETS	Notes	3/31/2008	12/31/2007	LIABILITIES AND SHAREHOLDERS' EQUITY	Notes	3/31/2008	12/31/2007
CURRENT ASSETS		875,665	892,830	CURRENT LIABILITIES		56,153	81,763
Cash and banks		877	13	Suppliers/ accounts payable		516	1,528
Investment securities	5	636,973	643,802	Taxes, fees and contributions	15	1,402	3,870
Recoverable and prepaid taxes	7	4,417	3,810	Income tax and social contribution		2,983	-
Deferred income tax and social contribution	28(a)	459	390	Payroll charges		34	38
Prepaid expenses	8	385	-	Dividends payable	21(d)	50,436	50,436
Interest on own capital receivable	12	-	12,396	Interest on own capital payable	21(e)	782	25,851
Dividends receivable	12	232,419	232,419	Other liabilities		-	40
Other receivables		135	-				
NON-CURRENT ASSETS		872,237	732,732	SHAREHOLDERS' EQUITY		1,691,749	1,543,799
LONG-TERM RECEIVABLES		1,349	-	Capital	21(a)	1,453,170	1,452,889
Judicial deposits	10	1,349	-	Advance for capital increase		72	-
PERMANENT ASSETS		870,888	732,732	Legal reserve	21(b)	8,591	8,591
Investments	12	870,888	732,732	Statutory reserve	21(c)	82,319	82,319
				Retained earnings		147,597	-
TOTAL ASSETS		<u>1,747,902</u>	<u>1,625,562</u>	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		<u>1,747,902</u>	<u>1,625,562</u>

The accompanying notes are an integral part of these Quarterly Information

Bovespa Holding S.A. and its subsidiaries

Consolidated Balance Sheets at March 31, 2008 and December 31, 2007

In thousands of reais

(A free translation of the original in Portuguese)

ASSETS	Notes	3/31/2008	12/31/2007	LIABILITIES AND SHAREHOLDERS' EQUITY	Notes	3/31/2008	12/31/2007
CURRENT ASSETS		1,990,167	1,796,150	CURRENT LIABILITIES		485,323	395,361
Cash and banks		2,777	5,788	Suppliers/ accounts payable		9,354	10,416
Investment securities	5	1,804,900	1,631,903	Taxes, fees and contributions	15	20,276	26,119
Accounts receivable, net	6	142,085	140,133	Income tax and social contribution		75,586	77,118
Recoverable and prepaid taxes	7	24,302	4,031	Provision for personnel expenses	16	13,498	11,167
Deferred income tax and social contribution	28(a)	3,237	3,578	Provision for contingencies	17	4,613	4,613
Prepaid expenses	8	8,153	5,987	Cash margin deposits	18	250,967	151,145
Accounts receivable from sale of properties	9	1,408	1,865	Earnings on securities under custody	19	29,487	27,997
Other receivables		3,305	2,865	Payroll charges		2,174	2,229
NON-CURRENT ASSETS		186,905	143,010	Payable for purchase of membership certificates	20	1,032	1,010
LONG-TERM RECEIVABLES		57,447	11,333	Dividends payable	21(d)	50,436	50,436
Judicial deposits	10	51,652	5,356	Interest on own capital payable	21(e)	782	25,851
Assets held for sale	11	1,018	1,298	Other liabilities		5,343	7,260
Accounts receivable from sale of properties	9	4,222	4,124	Unearned income	6	21,775	-
Other receivables		555	555	SHAREHOLDERS' EQUITY		1,691,749	1,543,799
PERMANENT ASSETS		129,458	131,677	Capital	21(a)	1,453,170	1,452,889
Investments	12	26,872	27,822	Advance for capital increase		72	-
Property and equipment	13	92,806	94,673	Legal reserve	21(b)	8,591	8,591
Deferred charges	14	9,780	9,182	Statutory reserve	21(c)	82,319	82,319
				Retained earnings		147,597	-
TOTAL ASSETS		<u>2,177,072</u>	<u>1,939,160</u>	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		<u>2,177,072</u>	<u>1,939,160</u>

The accompanying notes are an integral part of these Quarterly Information

Bovespa Holding S.A. and Bovespa Holding S.A. and its subsidiaries

Statements of Income

Quarter ended March 31, 2008

In thousands of reais unless otherwise indicated

(A free translation of the original in Portuguese)

	<u>Notes</u>	<u>Parent Company</u>	<u>Consolidated</u>
Gross operating revenue		1	278,117
Transactions - trading fees		-	164,342
Transactions - clearing and settlement fees		-	66,044
Securities lending fees		-	15,380
Annual listing fees		-	7,123
Depository, custody services and back-office services		-	14,319
Market data services		-	4,592
Access rights to trading participants		-	3,319
Information technology and software licensing		-	1,523
Other operating revenue	25	1	1,475
Gross revenue deductions (PIS, COFINS and ISS)		-	(28,691)
Net operating revenue		1	249,426
Operating income (expenses), net		150,510	(28,207)
General and administrative		(3,458)	(67,614)
Personnel		-	(28,089)
Information technology and telecom systems		(97)	(18,909)
Professional services		(1,273)	(3,547)
Occupation, general and administrative expenses		(30)	(1,837)
Marketing and advertising		(346)	(3,279)
Communications		-	(3,431)
Depreciation and amortization		-	(4,296)
Other operating expenses	25	(1,712)	(4,226)
Equity in earnings of subsidiaries	12	138,155	-
Financial income	26	15,813	39,407
Income from operations		150,511	221,219
Non-operating income	27	-	2,305
Profit before taxation		150,511	223,524
Income tax and social contribution	28(c)	(2,914)	(75,927)
Net income		147,597	147,597
Outstanding shares at the end of the period		705,440,003	
Net income per share at the end of the period - R\$		0.2092	

The accompanying notes are an integral part of these Quarterly Information

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Bovespa Holding S.A.

Notes to the Quarterly Information at March 31, 2008

All amounts in thousands of reais unless otherwise indicated

1. Operations

The main activity of Bovespa Holding S.A. (the "Company") is to invest in companies operating in trading, settlement, custody and trading supervision activities, or other services related to securities, instruments, assets, contracts and rights traded in the financial and capital markets, through its majority interest in the voting capital of the companies described in Note 12.

In addition, the Company also carries out other similar or correlated activities and holds ownership interests in other companies.

The Company was legally incorporated on January 31, 2007, under the name of EDSP68 Participações S.A. At the Extraordinary General Meeting (AGE) held on July 10, 2007, approval was given to change the Company's former name and main activities to their present form. The Company's operations commenced effectively on August 28, 2007.

Bovespa Holding S.A. and its subsidiaries Bolsa de Valores de São Paulo S.A. (BVSP) and Companhia Brasileira de Liquidação e Custódia (CBLC) provide infrastructure services for the trading carried out in the stock exchange and organized over-the-counter markets. They provide technology and infrastructure services for investors, brokerage firms and companies operating in the Brazilian capital market. Their portfolio of products and services includes the entire range from securities trading to depository services.

2. Preparation and presentation of the quarterly information

The quarterly information has been prepared in accordance with the standards established by the Brazilian Securities Commission (CVM).

The preparation of the quarterly information requires management to make estimates and assumptions to record certain assets, liabilities and other transactions. Accordingly, this quarterly information includes estimates to determine the useful economic life of property and equipment, the necessary provisions for contingencies and income tax and others. Actual results could differ from those estimates.

a. Law nº 11.638/07

Law No. 11638/07 was enacted on December 28, 2007, amending Brazilian Corporation Law in relation to the accounting practices adopted in Brazil, as from the fiscal year ending December 31, 2008.

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On May 2, 2008, CVM issued Instruction 469 that permitted the deferral of adoption of all the provisions of Law no. 11.638/07 in the preparation of the Quarterly Information (ITR) and introduced some requirements in articles 3 to 15, that where applicable immediately, including in the ITR for the first quarter of 2008.

As a result, the main changes and their impacts on the quarterly information for the first quarter of 2008 were:

(i) Present value adjustment – There were no financial assets or liabilities in the long term or short term, where the adjustments to present value could cause significant impacts.

(ii) Share based remuneration – The main characteristics and information have already been disclosed by the Company and are presented in Note 23.

(iii) Statement of Cash Flows and Statement of Added Value (DVA) – The Company has already been presenting the Statement of Cash Flows, as shown in Note 32. The DVA will be presented when the Company presents a complete set of financial statements.

Additionally, the remaining changes that could have an impact on the annual financial statements are:

(i) Criteria for measuring financial instruments – A significant portion of the Company's and subsidiaries' investment securities are investment funds, which are measured at their market values, as required by the regulations applicable to investment funds. As a result, the Company does not expect significant impacts resulting from the adoption of the valuation of investment securities at market value.

(ii) Accounting for finance leases – The Company has financial lease contracts, mainly related to information technology equipment. The expenses for these financial lease contracts amounted to R\$ 2,683 during the quarter. The recognition of the assets and liabilities associated with the finance lease contracts and the corresponding depreciation of these assets would not result in significant impacts.

Based on the current orientations from the CVM, Management considers that there are no significant impacts in the financial statements for the year. However, management will continue to monitor the rules that are being issued by the regulatory bodies in order to measure with reasonable assurance the effects of the full adoption of Law no. 11.638/07.

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3. Principles for the consolidation of the quarterly information

The consolidated quarterly information was prepared in accordance with applicable consolidation practices and legal provisions. Therefore, the investments of one company in another were eliminated, as well as any outstanding balances and results arising from transactions between the consolidated companies.

The consolidated quarterly information includes the financial information of the Company and its direct subsidiaries BVSP and CBLC.

In addition, the investments of the subsidiaries in exclusive investment funds are consolidated. The securities and investments in the portfolios of these funds are classified by type of instrument and in accordance with their original classification in the funds.

BVSP and CBLC are associated with Bovespa Supervisão de Mercados - BSM (Bovespa Market Supervision - BSM), which was constituted as a not-for-profit civil association responsible for the supervision and inspection of the market, as well as the management of the Loss Recovery Mechanism (MRP) (former Securities Investor Guarantee Fund of Bolsa de Valores de São Paulo (BOVESPA)). The assets, liabilities and results of BSM and MRP are not included in the consolidated quarterly information.

4. Significant Accounting Practices

a. Investment securities

Investments in debt and equity investment funds are stated at the corresponding value of the quotas published at the date of the quarterly information, which corresponds to the market value. Debt investments, except for those included in the exclusive investment funds' portfolios that were consolidated, are stated at cost of purchase, including accrued earnings up to the date of the quarterly information, and equity investments are stated at cost of purchase adjusted to market value, whenever the latter is lower.

The Company's subsidiaries have investments in exclusive investment funds which were included in the consolidated quarterly information, as described in Note 5.

b. Accounts receivable, net

Accounts receivable are recorded at the amounts the Company is entitled to receive. The

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All amounts in thousands of reais unless otherwise indicated

allowance for doubtful accounts is recorded based on the losses regarded as probable, at an amount considered sufficient to cover losses on their realization.

c. Assets held for sale

Assets held for sale, which are recorded in long-term receivables, are stated at cost, including, when applicable, price-level adjustments up to December 31, 1995, net of adjustment to market value, when the latter is lower.

d. Investments

The Company's investments in subsidiaries are stated based on the equity method of accounting.

The investments in properties held for rental are stated at purchase cost, less depreciation calculated on the straight-line method at the rate of 4% per annum.

Other investments are stated at purchase cost including, when applicable, price-level restatement up to December 31, 1995, net of a provision for adjustment to realizable value when the loss is considered permanent.

e. Property and equipment

Property and equipment are stated at acquisition cost, including, where applicable, price-level restatement up to December 31, 1995, less depreciation computed on the straight-line method, at the rates described in Note 13, considering the economic useful lives of the assets.

f. Deferred charges

Deferred charges are stated at cost, less related amortization, which is calculated on the straight-line method at the annual rate of 20%.

g. Taxes and contributions

The provisions for income tax, social contribution, Social Integration Program (PIS) and Social Contribution on Revenues (COFINS) were calculated respectively at the following rates, considering the related tax calculation bases and applicable legislation: 15% plus a 10% surcharge; 9%; 1.65% and 7.6%.

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Deferred tax assets are recorded at the effective rates for income tax and social contribution on temporary differences, to the extent that their realization is probable.

h. Other current and non-current assets and liabilities

These assets and liabilities are stated at cost, including, where applicable, accrued earnings, corresponding charges and monetary variation, less the related unearned income, unappropriated expenses and, where applicable, provisions for losses.

i. Determination of net income

Income and expenses are recorded on the accrual basis. The amounts received as annual fees, such as the listing of securities and certain contracts for the sale of information about the market, are recognized on a proportionate and monthly basis in the statement of income for the period.

j. Net income per share

Net income per share is determined based on the number of outstanding shares at the date of the quarterly information.

5. Investment securities

	Parent company	
	March 31, 2008	December 31, 2007
Debt investment funds	636,973	643,802
	<u>636,973</u>	<u>643,802</u>

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Notes to the Quarterly Information at March 31, 2008

All amounts in thousands of reais unless otherwise indicated

	Consolidated	
	March 31, 2008	December 31, 2007
Debt investment funds	1,055,655	1,054,168
Equity investment funds	130	131
Government debt securities	370,040	392,818
Debentures	8,692	8,301
Savings account deposits	158,437	19,043
Foreign time deposits	15,351	11,743
Shares	60	60
Securities purchased under agreements to resell	196,493	145,657
Derivative financial instruments	42	(18)
	<u>1,804,900</u>	<u>1,631,903</u>

Debt investment funds are represented by investments in funds investing in other investment funds. The portfolios of the underlying investment funds mainly comprise government debt securities, securities purchased under agreements to resell, bank deposit certificates and debentures.

As described in Note 4(a), the Company's subsidiaries have investments in exclusive investment funds which have been consolidated in this quarterly information. The investment securities and derivative financial instruments of these funds are stated at their market values as required by the applicable regulations.

The assets and liabilities that were consolidated in this quarterly information are summarized below:

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Notes to the Quarterly Information at March 31, 2008

All amounts in thousands of reais unless otherwise indicated

	Consolidated	
	March 31, 2008	December 31, 2007
Banks	165	91
Securities purchased under agreements to resell	196,493	145,657
Investment securities and derivative financial instruments	347,350	370,426
Other amounts receivable	11	3
Other amounts payable	(114)	(142)
Total net assets of the exclusive investment funds	<u>543,905</u>	<u>516,035</u>

Investments in securities were classified as current assets irrespective of their maturities, based on their classification as trading assets in the exclusive investment funds' portfolios that were consolidated.

In addition, the balance of investment securities includes investments amounting to R\$ 173,122 (December 31, 2007 - R\$ 168,766), related to the Settlement and Special Equity Funds of CBLC, the use of which is restricted as described below.

CBLC's Settlement and Special Equity Funds

The Settlement and Special Equity Funds were established in April 2002, in compliance with the decisions taken at the Shareholders' Special Meeting held on September 27, 2001 and BACEN Circular 3057 of August 31, 2001, respectively, to be used for the sole purpose of covering losses that may arise from default and/or to provide liquidity to cover possible mismatches in connection with the clearing and settlement process of the transactions.

At March 31, 2008, the balance of the Settlement Fund was R\$ 306,304 (December 31, 2007 – R\$ 293,957) and comprised (i) the portion of CBLC's investments in exclusive investment funds restricted to the purposes of the Fund, in the amount of R\$ 146,116 (December 31, 2007 – R\$ 142,452), and (ii) the collateral provided by clearing agents of CBLC comprising R\$ 1,284 in cash (December 31, 2007 – R\$ 1,343) and R\$ 158,904 in government debt securities (December 31, 2007 – R\$ 150,162), which are recorded in memorandum accounts.

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Notes to the Quarterly Information at March 31, 2008

All amounts in thousands of reais unless otherwise indicated

At March 31, 2008, the balance of the Special Equity Fund of CBLC totaled R\$ 27,006 (December 31, 2007 – R\$ 26,314) and was invested in government debt securities.

In addition, CBLC has lines of credit totaling R\$ 1,380,000 at March 31, 2008 (December 31, 2007 – R\$ 1,270,000), to be used if and when necessary to provide liquidity to its clearing and settlement activities. These lines of credit are contracted directly from financial institutions operating in Brazil and are renewable annually and/or automatically, depending on the financial institution. There were no credit line balances used at the date of the quarterly information.

Derivative financial instruments

The derivative financial instruments refer to One-Day Interbank Deposit Futures Contracts (DI1) and are stated at their market values. These contracts are included in the exclusive fund portfolios which were consolidated in these financial statements, as described in Note 4(a).

The derivative financial instruments included in the exclusive fund portfolios are used to meet the investment policy requirements established by the regulations of each fund. Transactions with derivatives involve risks and may not yield the results expected, generating significant fluctuations in the fund's position and possible losses for the quotaholders. The administrator of the fund uses techniques and procedures to control the related risks, ensuring that they are properly monitored and mitigated accordingly.

The notional amount of the future contracts totals R\$ 96,403 in the consolidated balance sheet at March 31, 2008 (December 31, 2007 – R\$ 124,569).

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Bovespa Holding S.A.

Notes to the Quarterly Information at March 31, 2008

All amounts in thousands of reais unless otherwise indicated

6. Accounts receivable, net (consolidated)

	March 31, 2008	December 31, 2007
Brokerage, clearing and custody agent fees	133,753	138,264
Annual listing fees	7,749	1,350
Market data service fees	918	820
Other fees	760	794
Allowance for doubtful accounts	<u>(1,095)</u>	<u>(1,095)</u>
	<u>142,085</u>	<u>140,133</u>

The amounts receivable from brokerage firms, clearance and custody agents mainly comprise: (i) trading fees on transactions performed on the stock exchange, usually received by BVSP over an average term of approximately 45 days, and (ii) settlement, recording and custody fees, usually received by CBLC over an average term of 15 days.

The balance of annual listing fees comprises the amounts charged by BVSP for listed companies to have their shares traded in the stock market and the organized OTC market. The fees are calculated based on the capital of each company and received in up to four quarterly installments. The installments received in advance are recorded in current liabilities as "Unearned income" and appropriated to results on the accrual basis, as explained in Note 4(i). At March 31, 2008, income received in advance amounts to R\$ 21,775.

Market data service fees mainly refer to the sale to news agencies of market data generated in real time during the trading sessions.

The allowance for doubtful accounts primarily comprises overdue receivables and/or amounts receivable from bankrupt companies or companies in the process of liquidation.

During the first quarter of 2008, the Company incurred costs with the listing of its securities in the amount of R\$ 9, in compliance with the policy established by BVSP for the participation in the New Market and other differentiated corporate governance segments.

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All amounts in thousands of reais unless otherwise indicated

7. Recoverable or prepaid taxes

This balance substantially comprises prepaid or withholding taxes to be offset against future taxes.

At March 31, 2008, the balance of the parent company mainly comprises R\$ 111 (R\$ 1,092 - consolidated) referring to income tax withheld on financial investment earnings and R\$ 4,280 (R\$ 23,087 – consolidated) relating to income tax and social contribution prepayments.

At December 31, 2007, the balance of the parent company mainly comprises R\$ 3,139 (R\$ 3,139 - consolidated) referring to income tax withheld on financial investment earnings and R\$ 670 (R\$ 805 – consolidated) relating to income tax and social contribution prepayments.

8. Prepaid expenses

These mainly refer to expenses for system maintenance contracts and insurance contracts paid in advance, which are charged to results based on the terms of the related contracts.

9. Accounts receivable from sale of properties (consolidated)

These refer to amounts receivable from sale of properties held for sale, which are being received in monthly or annual installments through 2011.

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Notes to the Quarterly Information at March 31, 2008

All amounts in thousands of reais unless otherwise indicated

10. Judicial Deposits

	Parent company	
	March 31, 2008	December 31, 2007
Social Integration Program (PIS) and Social Contribution on Revenues (COFINS)	1,349	-
	<u>1,349</u>	<u>-</u>
	Consolidated	
	March 31, 2008	December 31, 2007
Social Security Fund (FINSOCIAL)	2,877	2,872
Social contribution	351	350
Social Integration Program (PIS) and Social Contribution on Revenues (COFINS)	47,994	1,454
Labor lawsuits	271	520
Other	159	160
	<u>51,652</u>	<u>5,356</u>

Judicial deposits are escrow deposits made to cover judicial lawsuits and disputes and are stated at their original amounts plus price-level restatement according to local legislation, mainly comprised as follows:

- a. FINSOCIAL deposits include the 0.5% increase in this tax rate for the period from May 1990 to March 1992. Since, according to its legal advisors, BOVESPA's transactions are exempt, this tax has neither been paid nor recorded as a provision after that date.
- b. The social contribution deposited in court refers to the base year of 1989. As from 1990, based on Declaratory Act 17 of November 30, 1990, not-for-profit corporate entities were exempted from this contribution.

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All amounts in thousands of reais unless otherwise indicated

c. PIS and COFINS in the amount of R\$ 1,455 (December 31, 2007 – R\$ 1,449) represent deposits made by CBLC and calculated at the rates of 1.65% and 7.6%, respectively, on financial income for June and July 2004 and on non-operating income for the period from June 2004 to March 2008 (December 2007). The amounts related to these taxes have been provisioned and are recorded under “Taxes, fees and contributions” in the consolidated balance sheet (Note 15b).

d. PIS and COFINS in the amount of R\$ 1,349 represent deposits made by the parent company and calculated at the rates of 1.65% and 7.6%, respectively, on financial income arising from interest on own capital received in January 2008. The amounts related to these taxes have been provisioned and are recorded under “Taxes, fees and contributions” in the consolidated balance sheet (Note 15c).

e. COFINS in the amount of R\$ 40,767 represent deposits made by BVSP in 2008, in connection with a lawsuit, where Receita Federal do Brasil (Brazilian Federal Revenue) wishes to charge this tax on the revenues associated with the main activities of BOVESPA, a not-for-profit civil association, considering that those revenues are part of the tax base for this contribution as established by Supplementary Law no. 70/91. Based on the opinion of BVSP’s legal advisors, the risk of loss in this claim is deemed to be possible.

11. Assets held for sale (consolidated)

These substantially refer to properties acquired from other stock exchanges as a result of the Brazilian stock exchange integration process which occurred prior to 2004.

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All amounts in thousands of reais unless otherwise indicated

12. Investments

	<u>Parent company</u>	
	<u>March 31, 2008</u>	<u>December 31, 2007</u>
Investments in subsidiaries		
Bolsa de Valores de São Paulo S.A.	373,623	288,377
Companhia Brasileira de Liquidação e Custódia	497,265	444,355
	<u>870,888</u>	<u>732,732</u>
	<u>Consolidated</u>	
	<u>March 31, 2008</u>	<u>December 31, 2007</u>
Works of art	2,851	2,851
Properties held for rental	3,961	4,911
Other investments	60	60
Other investments in related entities		
Bovespa Supervisão de Mercado	20,000	20,000
	<u>26,872</u>	<u>27,822</u>

Main information on investments in subsidiaries

	<u>BVSP</u>	<u>CBLC</u>
At March 31, 2008		
Number of shares owned	57,213,038	114,102
Percentage holding	100 %	100 %
Adjusted net equity	373,623	497,265
Results for the period	85,245	52,910
Investment amount	373,623	497,265

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Notes to the Quarterly Information at March 31, 2008

All amounts in thousands of reais unless otherwise indicated

	<u>BVSP</u>	<u>CBLC</u>
At March 31, 2008		
Equity in earnings	85,245	52,910
Dividends receivable	118,372	114,047
At December 31, 2007		
Number of shares owned	57,213,038	114,102
Percentage holding	100 %	100 %
Adjusted net equity	288,377	444,355
Investment amount	288,377	444,355
Interest on own capital receivable, gross (net amount – R\$ 5,824 and R\$ 6,572, respectively)	6,851	7,732
Dividends receivable	118,372	114,047

The main objective of BVSP is to maintain an adequate infrastructure for the trading of marketable securities, providing its facilities with the material, administrative and technical resources required for trading in a free and open market, especially organized and monitored.

The main objectives of CBLC are to record, control, clear and guarantee, through its clearing agents, the transactions in the spot, forward, options and similar markets involving debt and equity instruments of private issuers in BVSP and in other markets and stock exchanges, as well as rendering marketable securities depository services.

Investments in related entities

BVSP and CBLC are associated with Bovespa Supervisão de Mercados - BSM (BSM). BSM is a not-for-profit civil association responsible for the supervision and inspection of legal and regulatory standards issued by the regulatory bodies, BVSP, CBLC and BSM itself, to which all market members and agents, as well as the operating subsidiaries of Bovespa Holding, BVSP and CBLC, are subject.

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13. Property and Equipment (consolidated)

	March 31, 2008	December 31, 2007	Depreciation rate - %
Land	21,591	23,004	
Buildings	59,511	61,558	4
Facilities	18,196	18,327	10 a 20
Data processing	62,414	61,825	20
Furniture and fixtures	15,960	15,936	10
Telecommunications equipment	3,000	3,002	20
Telephone system	15,694	15,694	20
Other property and equipment	5,248	5,298	10 a 20
Construction in progress	6,720	3,423	-
	<u>208,334</u>	<u>208,067</u>	
Accumulated depreciation	<u>(115,528)</u>	<u>(113,394)</u>	
Net	<u>92,806</u>	<u>94,673</u>	

14. Deferred charges (consolidated)

	March 31, 2008	December 31, 2007	Amortization rate- %
Software	43,334	41,898	
Accumulated amortization	<u>(33,554)</u>	<u>(32,716)</u>	20
Net	<u>9,780</u>	<u>9,182</u>	

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15. Taxes, fees and contributions

	Parent company	
	March 31, 2008	December 31, 2007
Legal obligations - PIS and COFINS	1,349	1,349
Third-party withholding income tax	43	68
CSLL/ PIS/ COFINS/ ISS withheld from third parties	10	23
Withholding Income Tax (IRRF) - Interest on own capital	-	2,430
	<u>1,402</u>	<u>3,870</u>
	Consolidated	
	March 31, 2008	December 31, 2007
PIS and COFINS	8,271	9,791
Legal obligations - PIS and COFINS	7,233	5,792
Third-party withholding income tax	3,448	4,713
CSLL/ PIS/ COFINS/ ISS withheld from third parties	1,324	1,206
Withholding Income Tax (IRRF) - Interest on own capital	-	4,617
	<u>20,276</u>	<u>26,119</u>

CSLL: Social Contribution on Net Income

ISS: Services Tax

COFINS: Social Contribution on Revenues

PIS: Social Integration Program

The Company and its subsidiaries are challenging in court tax liabilities related to PIS and COFINS, which are fully provisioned as they refer to a legal tax obligation.

The provision recorded mainly comprises the following:

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- a. provision for COFINS in the amount of R\$ 4,423 (December 31, 2007 – R\$ 4,336) at the rate of 7.6% on non-operating income and at the rate of 4.6% (rate difference above 3.0%) on operating income not related to BOVESPA's main activity (up to August 28, 2007)
- b. provision for PIS and COFINS in the amount of R\$ 1,458 (December 31, 2007 – R\$ 1,451) at the rates of 1.65% and 7.6%, respectively, on financial income for June and July 2004 and on non-operating income for the period from June 2004 to March 2008 (December 2007) of CBLC, the amounts of which have been deposited in court (Note 10c)
- c. provision for PIS and COFINS in the amount of R\$ 1,349 at the rates of 1.65% and 7.6%, respectively, on financial income arising from interest on own capital received by the Company in January 2008, the amounts of which have been deposited in court (Note 10d).

16. Provisions for personnel expenses (consolidated)

	March 31, 2008	December 31, 2007
Provisions for vacation pay and related charges	9,941	10,775
Employees profit sharing	2,767	-
Other provisions	790	391
	<u>13,498</u>	<u>11,167</u>

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17. Provision for contingencies (consolidated)

The Company's subsidiaries are parties to civil, tax and labor lawsuits arising in the normal course of business. Provisions have been established for these lawsuits at amounts deemed sufficient to cover probable losses, based on the opinion of legal advisors.

Considering that BVSP (former BSP) is now responsible for the activities previously carried out by BOVESPA, BVSP has succeeded BOVESPA in all rights and obligations relating to the contracts needed to carry out such activities, as well as the legal lawsuits filed against BOVESPA.

The amounts of the provisions for civil and labor lawsuits are shown below, based on the nature of the related claims for the periods presented:

	March 31, 2008	December 31, 2007
Civil	3,555	3,555
Labor	1,058	1,058
	<u>4,613</u>	<u>4,613</u>

The provision for civil contingencies refers to claims for damages for which, based on the opinion of the legal advisors, a provision for losses has been recorded.

Possible losses

The Company's subsidiaries have tax, civil and labor claims involving risks of loss classified by management as possible, based on the opinion of its legal advisors, for which no provisions have been recorded, as described below:

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	March 31, 2008	December 31, 2007
Civil	673	948
Tax		
COFINS	40,767	18,084
IRPJ and CSLL	7,759	4,812
ISS	4,733	11,450
Other	1,097	1,775
Labor	1,087	1,087
	<u>56,116</u>	<u>38,156</u>

18. Cash margin deposits (consolidated)

This balance consists of cash deposits made by clearing agents on behalf of clients of brokerage firms, as collateral for transactions carried out in the spot, forward and options markets.

In addition, the transactions in the spot, forward and options markets and in the securities lending service, which are responsibility of the clearing agents, brokerage firms and investors, are collateralized by assets and funds as shown in the table below:

	March 31, 2008	December 31, 2007
Shares	16,315,149	15,724,596
Government debt securities	22,977,322	26,148,344
Letters of guarantee	484,310	349,213
Sundry credits	392,499	248,049
Other collateral	1,952,194	2,281,943
	<u>42,121,474</u>	<u>44,752,145</u>

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19. Earnings on securities under custody (consolidated)

These comprise dividends and interest on capital received on behalf of the owners of securities from listed companies, which will be transferred to the custody agents and subsequently to their clients, who are the owners of the shares.

20. Payable for purchase of membership certificates (consolidated)

This refers to an amount temporarily held by BVSP to cover potential contingencies or claims by investors against the MRP, arising from membership certificates purchased from brokerage firms before the demutualization process and which have not yet been paid.

21. Shareholders' equity

a. Capital

The Company's paid-up capital is R\$ 1,453,170 (December 31, 2007 - R\$ 1,452,889), comprising 705,440,003 common shares (December 31, 2007 - 705,275,264), with no par value. According to the Company's by-laws, the shareholders have the following rights:

- 1) to vote at the Annual Shareholders' Meetings, considering that no shareholder or group of shareholders may exercise votes in a number which exceeds 7% of the number of shares comprising the Company's capital, except in the case of Special Meetings called to change or revoke this limit, at which the limit of the number of votes of any shareholder or group of shareholders will be 1% of the number of shares comprising the Company's capital. In addition, the 7% limit will not be effective at Special Meetings called by the Board of Directors for the purpose of considering a public offering for the purchase of all the Company's shares;
- 2) to receive a minimum compulsory dividend corresponding to 25% of annual net income, adjusted pursuant to Brazilian corporate legislation;
- 3) in the event of sale of the Company's control, either through a single transaction or by successive transactions, they have the right to sell their shares under the same conditions (tag along) assured to the controlling shareholder;

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- 4) any other rights guaranteed to shareholders, under the terms set forth in the regulations of the Novo Mercado (New Market) of BVSP, in the Company's by-laws and in Brazilian Corporation Law; and
- 5) the right to receive interest on own capital and other proceeds of any nature which might be declared by the Company, which are provided for in its by-laws.

Changes in capital during the quarter:

	<u>R\$ thousands</u>	<u>Number of shares</u>
Capital at January 1, 2008	1,452,889	705,275,264
Capital increase approved by the Board of Directors on a meeting held at January 17, 2008, relating to the exercise of options under the Stock Option Plan	44	20,550
Capital increase approved by the Board of Directors on a meeting held at February 21, 2008, relating to the exercise of options under the Stock Option Plan	<u>237</u>	<u>110,866</u>
Approved capital at March 31, 2008	<u>1,453,170</u>	<u>705,406,680</u>
Advance for capital increase, relating to the exercise of options under the Stock Option Plan	72	<u>33,323</u>
Total shares issued up to March 31, 2008		<u>705,440,003</u>

b. Legal reserve

The legal reserve is established by the appropriation of 5% of net income for the year in accordance with the provisions of Brazilian Corporation Law.

c. Statutory reserve

The statutory reserve may be established using a portion of up to 71.25% of net income adjusted for the year, with the objective of ensuring resources for the development of the activities of the subsidiaries, and may be also used for repurchase, reimbursement or acquisition transactions involving the shares issued by the Company. The balance is limited to

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80% of the paid-up capital.

d. Dividends

The shareholders are assured of a minimum dividend of 25% of net income for the year, adjusted pursuant to Brazilian Corporation Law.

e. Interest on own capital

On December 27, 2007, the Company's Board of Directors approved the payment of interest on own capital, under the terms of Law 9249/95, in the amount of R\$ 0.03672 per share, net of withholding income tax, totaling R\$ 25,898 (gross amount - R\$ 30,468), and paid on January 15, 2008.

On April 17, 2008, the Company's Board of Directors approved the payment of interest on own capital based on the net profit for the first quarter, under the terms of Law 9249/95, in the amount of R\$ 0.03310 per share, net of withholding income tax, totaling R\$ 19,914 (gross amount - R\$ 23,444), and paid on April 30, 2008.

22. Subscription Warrant

At an Extraordinary General Meeting held on August 22, 2007, the Company approved the issue of a nominative subscription warrant at the issue price of R\$ 1.00 (the "Warrant"), which was subscribed and paid up by Instituto Bovespa de Responsabilidade Social e Ambiental, under a commitment not to encumber or dispose of the Warrant until its expiry date, as set forth below:

The Warrant will be exercisable by the holder (i) as from the date on which the audit of the financial statements for the year ending December 31, 2007 is concluded and up to December 31, 2008, and also (ii) if, cumulatively, (a) the Company has capital of at least R\$ 1,309,892, comprising at least 635,870,170 shares and (b) its registration as a publicly held company and of the initial public offering of its stock (the "IPO") have been obtained from the Brazilian Securities Commission.

In addition, the Warrant grants the holder the right to subscribe, on one or more occasions within the above time period, 2,830,000 shares of the Company's capital, comprising 0.4% of its total shares at December 31, 2007. The issue price of the shares of the Warrant will be R\$ 2.06 (two reais and six cents) per share.

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On April 1, 2008, Instituto Bovespa exercised the right to subscribe 2,830,000 shares of the Company's capital, in accordance with the conditions established for the Warrant to be exercisable. On the same date, BVSP and CBLC made a donation of R\$ 4,415 each to Instituto Bovespa.

23. Stock Option Plan

At an Extraordinary General Meeting held on August 28, 2007, the shareholders approved the Company's Stock Purchase Option Plan (the "Option Plan"). The Option Plan is designed to offer the Company's directors, employees and service providers an opportunity to become shareholders, thus increasing the alignment of their interests with those of the other shareholders and sharing the capital market risks.

In accordance with the Option Plan, the Board of Directors, at a meeting held on August 28, 2007, approved a Recognition Program, granting options to the directors and employees to purchase 14,810,781 shares of the Company's stock, corresponding to 2.1% of capital, at the issue price of R\$ 2.06, adjusted by the variation of the General Market Price Index (IGP-M) up to the exercise. The options may be exercised within a period of up to three years as from the grant date, in compliance with the terms of the Contracts for the Purchase of Stock Options ("Option Contracts") entered into with each director or employee receiving the options ("Beneficiaries").

Subject to a limit of 4.6% of the Company's total stock, the Board of Directors may launch additional option programs, through which options may be granted to the directors, employees and service providers to subscribe and/or purchase shares under the terms previously established in the individual Option Contracts entered into with each Beneficiary. The subscription or purchase price will be determined based on the average trading price obtained over the 20 days prior to the grant date. If a secondary public offering is launched within a period of less than 90 days from the date on which the option was granted, the issue price of the Company's shares may also be used. The Board of Directors may establish the price-level restatement, based on the variation of price indexes, and the grant of a discount, of up to 20%, on the exercise price of the options as established above.

As of December 31, 2007, options for 2.5% of capital have not yet been authorized by the Board of Directors, with the possibility of 17,631,882 of the Company's common shares being made available under the Option Plan. Up to December 31, 2007, no options had been exercised under the Option Plan.

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During the first quarter of the 2008, some beneficiaries of the first program exercised their options, in accordance with the conditions established in the Option Plan, and purchased a total of 164,739 shares of the Company (Note 21a) at the issue price of R\$ 2.06 per share, adjusted by the variation of the General Market Price Index (IGP-M) and by the dividends paid up to the exercise date.

The average market price of the Company's shares during the quarter was R\$ 26.14.

24. Private pension plan

The Company's subsidiaries and some of their employees make contributions as sponsors to the Multisponsored Pension Plan for Financial and Capital Market Institutions (Mercaprev), the purpose of which is to supplement the retirement pension of its participants. The plan is a defined contribution plan. The sponsors contributes 2.9% of the payroll of participants, whereas the participants contribute at least 2.9% of their salaries.

During the first quarter of 2008, the contributions made by the Company's subsidiaries amounted to R\$ 351 and were recorded under "General and administrative expenses - personnel" in the consolidated statement of income.

25. Other operating revenue (expenses)

	Parent company	Consolidated
Other operating revenue		
Earnings from index contracts (Ibovespa and IVBX-2)	-	1,178
Sundry	1	297
	<u>1</u>	<u>1,475</u>

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	Parent company	Consolidated
Other operating expenses		
Publication of financial statements and notices	(1,067)	(1,656)
Remaining expenses with demutualization and initial public offering	(586)	(586)
Taxes and fees (CPMF, water, electric energy and sewage)	-	(884)
National and international travel	-	(392)
Sundry	(59)	(708)
	<u>(1,712)</u>	<u>(4,226)</u>

26. Financial Income (Expenses)

	Parent company	Consolidated
Earnings from financial investments	15,812	39,720
Other financial income	13	452
Financial discount on annual listing fees	-	(351)
Net exchange variation on foreign-currency assets	-	(173)
Other financial expenses	(12)	(241)
	<u>15,813</u>	<u>39,407</u>

27. Non-operating income (expenses)

	Consolidated
Income from rented properties	90
PIS and COFINS on non-operating income	(18)
Profit on sale of permanent assets and assets held for sale	2,200
Other operating income (expenses), net	<u>33</u>
Non-operating income (expense)	<u>2,305</u>

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28. Income tax and social contribution

(a) Breakdown of deferred income tax and social contribution

The balances of deferred tax assets are as follows:

	Parent company	
	March 31, 2008	December 31, 2007
Temporary differences		
Provisions for third-party services	-	390
Legal obligations - PIS and COFINS	459	-
	<u>459</u>	<u>390</u>
	Consolidated	
	March 31, 2008	December 31, 2007
Temporary differences		
Provisions for third-party services	811	1,585
Provision for receivables arising from lawsuits	1,363	1,363
Legal obligations - PIS and COFINS	1,024	493
Other temporary differences	39	137
	<u>3,237</u>	<u>3,578</u>

(b) Estimated realization period

The deferred income tax and social contribution assets arising from temporary differences are recorded in the books taking into consideration the probable realization of these tax assets, based on projections of future results prepared in accordance with and supported by internal assumptions and future economic scenarios that may, therefore, suffer changes.

The deferred tax assets arising from temporary differences related to provisions for payment of services are expected to be realized during 2008 fiscal year. Management believes that the other tax assets will be realized as the judicial lawsuits and related events are resolved, within a period of up to 5 years.

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Since the taxable basis of income tax and social contribution arises not only from the profit that can be generated, but also from non-taxable income, non-deductible expenses and other variables, there is no immediate relation between the Company's net income and income tax and social contribution expense. Therefore, the expectation of use of tax credits should not be construed as the only indication of the Company's future results.

The Company's tax records also includes tax credits amounting to R\$ 50,899 (December 31, 2007 - R\$ 52,179) (arising from income tax and social contribution losses mainly related to expenses with the initial public offering) to be offset against future taxable income, which have not yet been recorded in the accounting books, as it is not currently possible to assert that their realization is probable.

(c) Reconciliation of the income tax and social contribution expense

The income tax (IR) and social contribution (CS) amounts presented in the consolidated and parent company statement of income at nominal rates are reconciled as follows:

	<u>Parent company</u>	<u>Consolidated</u>
Net income before IR and CS	150,511	223,524
Equity in results of subsidiaries	(138,155)	-
Other permanent differences, net	-	3,089
Temporary differences, net	202	(482)
Offset of IR and CS losses	(3,767)	(3,767)
Other differences	(18)	(53)
Adjusted net income (loss)	<u>8,773</u>	<u>222,311</u>
IR and CS at effective rates - 34%	<u>(2,983)</u>	<u>(75,586)</u>
Current	(2,983)	(75,586)
Deferred	<u>69</u>	<u>(341)</u>
Total	<u>(2,914)</u>	<u>(75,927)</u>

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29. Transactions with Related Parties

The transactions with related parties mainly refer to the relationship with brokerage firms and financial institutions which are shareholders of the Company. The main outstanding balances and transactions with related parties during the period may be summarized as follows:

Component	Nature of transactions	Consolidated	
		March 31, 2008	December 31, 2007
Financial investments	Include financial investments with related parties and investments in investment funds managed by related parties, including exclusive investment funds	1,804,904	1,499,243
Accounts receivable	Amounts receivable from brokerage firms related to data processing and software licensing	932	587

The income and expenses arising from transactions with related parties in the period are as follows:

Componente	Natureza das transações	Consolidated
Operating income	Income from data processing, software licensing, telecom service and access rights	932
Financial income	Income from financial investments (includes income from investments in investment funds managed by related parties)	42.330

The main outstanding balances of the parent company and transactions with related parties during the period may be summarized as follows:

	Parent company			
	March 31, 2008		December 31, 2007	
	Assets (liabilities)	Income (expenses)	Assets (liabilities)	Income (expenses)
BVSP	118,436	-	125,184	-
CBLC	114,119	-	121,779	-

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30. Information by Segment

The Company and its subsidiaries report their revenues under two reportable segments: BVSP and CBLC. These segments are managed and operated as two business units and organized based on services provided to their customers.

The BVSP segment primarily comprises the fees earned from the trading of securities in its premises, the listing of securities, market information and products and services related to information technology.

The CBLC segment mainly comprises the fees earned from depository services, clearing and settlement of securities.

	<u>BVSP</u>	<u>CBLC</u>
Gross Operating Revenue	<u>182,353</u>	<u>95,764</u>
Transactions - trading fees	164,342	-
Transactions - clearing and settlement fees	-	66,044
Securities lending fees	-	15,380
Annual listing fees	7,123	-
Depository, custody and back-office services	-	14,319
Market data services	4,592	-
Access rights to trading participants	3,319	-
Information technology and software licensing	1,523	-
Other operating revenue	1,454	21
Gross revenue deductions (PIS, COFINS and ISS)	<u>(16,712)</u>	<u>(11,979)</u>
Net Operating Revenue	<u><u>165,641</u></u>	<u><u>83,785</u></u>

31. Loss Recovery Mechanism (Former Securities Investor Guarantee Fund)

In accordance with CVM Instruction 461, the regulation applicable to the exchanges was altered and the former Securities Investor Guarantee Fund was replaced by a Loss Recovery Mechanism (MRP). In accordance with CVM Instruction 461, the exchanges should maintain a Loss Recovery Mechanism with a purpose identical to that of the Fund in order to replace it. The MRP, in the same way as the former Fund, has the sole purpose of providing the clients of

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brokerage firms operating in BVSP with reimbursement of losses should the events provided for in the regulations take place.

Also in accordance with CVM 461 and in a similar manner to the former Fund, this mechanism may not be a legal entity; its accounting records are segregated from those of the stock exchange operations; and the stock exchanges are not responsible for paying the indemnifications in case of depletion of the mechanism resources. On the other hand, in accordance with CVM Instruction 461 and differently from what occurred with the Fund, this mechanism has, among other characteristics: (i) a maximum net equity value or maximum amounts allocated to it, which should be based on the analysis of the risks inherent to its activity; (ii) apportionment criteria in the event of net equity shortfall; (iii) possibility of having resources other than the contributions from the brokerage firms to constitute its net equity; and (iv) an indemnification limit of R\$ 60 per claiming investor and by event.

As necessary, the Intermediary Institutions which have access to the trading systems of BVSP will continue to make contributions to the net equity of the MRP.

The assets, liabilities and net equity of the MRP are summarized as follows:

	March 31, 2008	December 31, 2007
Banks	28	86
Financial investments	144,195	134,816
Accounts receivable	4,796	4,652
Total assets	<u>149,019</u>	<u>139,554</u>
Accounts payable	972	481
Net equity	<u>148,047</u>	<u>139,073</u>
Total liabilities and net equity	<u>149,019</u>	<u>139,554</u>

The above amounts are not part of the assets and liabilities of the Company and its subsidiaries presented in these financial statements.

BSM is the entity responsible for managing the MRP in accordance with CVM Instruction 461.

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32. Statement of Cash Flows

	Quarter ended March 31, 2008	
	Parent company	Consolidated
Cash flow from operating activities		
Net income for the period	147,597	147,597
Adjustments and reconciliations of operating activities		
Depreciation and amortization	-	4,296
Profit on sale of permanent assets and assets held for sale	-	(2,200)
Deferred income tax and social contribution	(69)	341
Equity in earnings of subsidiaries	(138,155)	-
Unearned income	-	21,775
Operating activities		
Earnings on securities under custody	-	1,490
Provision for income tax and social contribution	2,983	(1,532)
Recoverable and prepaid taxes	(607)	(20,271)
Suppliers and accounts payable	(1,012)	(1,063)
Other liabilities	(40)	(1,919)
Prepaid expenses	(385)	(2,166)
Payroll charges	(4)	(55)
Taxes, fees and contributions	(2,468)	(5,843)
Other receivables	(136)	(440)
Payable for purchase of membership certificates	-	22
Accounts receivable	-	(1,952)
Provision for personnel expenses	-	2,331
Net cash provided by operating activities	7,704	140,411
Investing activities		
Investment securities and cash margin deposits	6,829	(73,173)
Accounts receivable from sale of properties	-	360
Judicial deposits	(1,349)	(46,296)
Additions to permanent assets	-	(7,160)
Interest on own capital received from subsidiaries	12,396	-
Sale of permanent asset	-	7,563
Net cash provided by (used in) investing activities	17,876	(118,706)
Financing activities		
Capital increase	353	353
Interest on own capital paid	(25,069)	(25,069)
Net cash used in financing activities	(24,716)	(24,716)
Net increase (decrease) in cash and banks	864	(3,011)
Cash and banks at the beginning of the period	13	5,788
Cash and banks at the end of the period	877	2,777

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33. Subsequent Events

a Significant Event notice released on April 17 and 22, 2008

Bovespa Holding S.A. (BOVH3) and Bolsa de Mercadorias & Futuros-BM&F S.A. (BMEF3), in compliance with the provisions of CVM Instructions 358/2002 and 319/1999 and complementing the information provided in the Significant Event notices released on February 19, 2008 and March 25, 2008, informed that, with the objective of integrating the activities of both Companies, the following matters would be submitted for approval at the Extraordinary General Meetings to be held on May 8, 2008: (i) the merger of BM&F at book value; and (ii) the merger of the shares issued by Bovespa Holding. Both mergers will be effected by Nova Bolsa S.A., a new entity that will integrate the activities of Bovespa Holding and BM&F.

Objectives and Summary of the Transaction.

1.1. The BM&F Merger and the Merger of Bovespa Holding's Shares are steps of the corporate restructuring which has the objective of integrating the activities of Bovespa Holding and BM&F. These steps will be implemented as follows:

- (a) BM&F Merger, at book value, resulting in 1,010,785,800 common shares of NOVA BOLSA being issued to the shareholders of BM&F, in the proportion of 1:1, and the consequent liquidation of BM&F;
- (b) on the same date, at another General Meeting and after the step above, Merger of Bovespa Holding's Shares, at market value, with Bovespa Holding becoming a wholly-owned subsidiary of Nova Bolsa, resulting in 1,030,012,191 common shares and 72,288,840 redeemable preferred shares of Nova Bolsa being issued to the shareholders of Bovespa Holding, in exchange for the shares of Bovespa Holding which will be held by Nova Bolsa;
- (c) on the same date also, redemption of the preferred shares of Nova Bolsa issued to the shareholders of Bovespa Holding, for the amount of R\$ 17.15340847 per share;
- (d) as a result of the Merger of Bovespa Holding's Shares and the redemption of the preferred shares of Nova Bolsa, all the shareholders of Bovespa Holding will receive an equivalent number of common shares issued by Nova Bolsa; and
- (e) once the General Meetings to approve the aforementioned mergers and redemption have taken place, the process of obtaining the registration of Nova Bolsa with CVM and the listing of its shares in the Novo Mercado ("New Market") of Bolsa de Valores de São Paulo S.A. – BVSP ("BVSP") will be initiated, and will result in the cancellation of the registrations of BM&F and Bovespa Holding. Until the registration of Nova Bolsa is obtained, the shares of Bovespa Holding and BM&F will continue to be traded in the New Market of BVSP under the current tickers BOVH3 and BMEF3, respectively, in accordance with an authorization that will be requested from BVSP, considering BVSP's past practice in similar transactions.

(A free translation of the original in Portuguese)

Bovespa Holding S.A.

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All amounts in thousands of reais unless otherwise indicated

1.2. The BM&F Merger, followed by the Merger of Bovespa Holding's Shares, will enable Bovespa Holding and BM&F to achieve an integrated structure that will be more efficient and with potential savings in their combined expenses, in addition to providing the opportunity to increase the Companies' business and profitability.

1.3. Once the BM&F Merger and Merger of Bovespa Holding's Shares are completed, the main activities of Nova Bolsa will be the combined main activities of Bovespa Holding and BM&F.

The complete version of the Significant Event notice containing details of the transaction was published in large circulation newspapers on April 18, 2008 and complemented on April 22, 2008 and can be obtained from the websites www.bovespaholding.com.br and www.bovespa.com.br.

b. Extraordinary General Meeting held on May 8, 2008

At the General Meetings held on May 8, 2008, the shareholders of Bovespa Holding, BM&F and Nova Bolsa, approved, in its entirety, the corporate restructuring of the Companies, previously proposed with the objective of integrating their activities.

In addition, Bovespa Holding's shareholders approved a capital increase of R\$ 30,845, increasing it to R\$ 1,489,917 with 14,618,400 new common shares being issued as a result of the exercise of all the stock options granted under the Company's Recognition Program (Note 23)

As a result of the corporate restructuring, (i) Bovespa Holding's shares and BM&F were merged into Nova Bolsa; (ii) Nova Bolsa's paid-up capital was increased to R\$ 2,537,023, comprising 2,040,797,995 common shares, with no par value and (iii) the shareholders of Bovespa Holding and BM&F became shareholders of Nova Bolsa. On the same date, Nova Bolsa had its name changed to BM&F Bovespa S.A. - Bolsa de Valores, Mercadorias e Futuros.

c. Provisional Measure No. 413 – increase in the social contribution on net income rate

On January 3, 2008, the President of Brazil issued Provisional Measure No. 413, which, among other measures, increased the social contribution on net income rate from 9% to 15% for private insurance and capitalization corporate entities, among other entities listed in subitems I to XII of paragraph 1 of Art. 1 of Supplementary Law No. 105, of January 10, 2001.

(A free translation of the original in Portuguese)

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Bolsa de Valores de São Paulo S.A. (BVSP) and Companhia Brasileira de Liquidação e Custódia (CBLC) fall within subitems VIII/ XI and XII of paragraph 1 of Art. 1 of the aforementioned Supplementary Law, respectively.

The increase in the social contribution on net income levied on the profit of the subsidiaries of Bovespa Holding S.A. will be effective as from May 1, 2008 and is subject to the conversion, with no amendments, of the provisional measure into a law and the ruling by the Federal Supreme Court of the Direct Unconstitutionality Lawsuit (ADIN) No. 4003, petitioned by the Democrats Party (DEM).

As described in Note 4g, the provisions and deferred tax assets relating to the social contribution have been recorded at the rate of 9%.

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