

11.20.2008 - Nossa Caixa's Acquisition

Rule 12g3-2(b) Exemption # 82-35186

1. Pursuant to § 4 of Article 157 of Law 6,404/76, dated December 15, 1976 and according to CVM (Brazilian Securities and Exchange Commission) Regulation 358, dated of January 3, 2002, and in addition to the Material Fact dated May 21st, 2008, Banco do Brasil S.A. (“Banco do Brasil”), a Federal Government controlled public company, headed in Brasília-DF, hereby inform that:

2. It was signed today between Banco do Brasil and the State of São Paulo Government, a binding memorandum of understanding, in which was agreed the acquisition of Banco Nossa Caixa stake control by the sale of 76,262,912 million ordinary shares owned by the State of São Paulo Government, which represents 71.2499527144% of Nossa Caixa equity and voting capital, to Banco do Brasil. The transaction price is R\$ 5,386,496,425.21 (five billion, three hundred and eighty six million, four hundred and ninety six thousand, four hundred and twenty five reais and twenty one cents), corresponding to R\$ 70.63 (seventy reais and sixty three cents) per share.

3. As negotiated with the State of São Paulo Government, the payment shall be done in 18 monthly cash disbursements of R\$ 299,249,801.40 (two hundred ninety nine million, two hundred and forty five thousand, eight hundred and one reais and forty cents), updated by SELIC until the effective payment.

4. The price of the transaction was calculated on an economic-financial appraisal by consultants hired by Banco do Brasil, using, among other methodologies, the estimated future profitability and the Nossa Caixa discounted cash-flow. The hired consultants were Merrill Lynch (financial advisor), PriceWaterhouseCoopers (economic-financial reports and due diligence), Accenture (synergies and integration) and UBS Pactual (fairness opinion).

5. Considering the government-controlled nature of both companies, and to appropriately preserve the public interest, the binding memorandum of understanding foresees the merger of Nossa Caixa by Banco do Brasil, maintaining the service offering to the State of São Paulo, based on the following aspects: i) maintenance of banking services in all of the cities already served by Nossa Caixa; ii) maintenance and enhancement of the financial, credit and developing policies run by Nossa Caixa; iii) taking over, by Banco do Brasil, of the social programs managed by Nossa Caixa; iv) maintenance of the public net worth, mainly related to judicial deposits and financial operations attributable to government-owned financial institutions.

6. As defined in the agreement, the transaction preserves the interests of the stakeholders related to both companies, including employees, account holders, shareholders and other partners.

7. The definitive buy-sell agreement signature depends on the approval of an authoritative law by the State of São Paulo House of Representatives and by the approval of other regulators.

8. Following the current legislation, more details of the transaction will be released to the market in the appropriated moment.

Brasília, November 20th., 2008

Aldo Luiz Mendes

CFO