

Call Notice for ESM 05.31.2010

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

BANCO DO BRASIL S.A.
CNPJ 00.00.000/0001-91
Extraordinary Shareholders Meeting Call Notice

The shareholders of Banco do Brasil S.A. — public company — are invited to take part, in a first summons, in the Extraordinary General Meeting that will be held **at Headquarter Building III, 20th floor, Brasilia (DF), at 3 p.m. on 05.31.2010**, in order to deal with the following subjects:

1. To examine, discuss and approve the Protocol of Merger and Justification of the Merger of Banco Popular do Brasil S.A. by Banco do Brasil S.A.;

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2. To approve and ratify the contract of KPMG Auditores Independentes, CNPJ/MF number 57.755.217/0001-29, headquartered at Rua Dr. Renato Paes de Barros, 33, 17th floor, Itaim Bibi, São Paulo-SP, as responsible for the equity accounting appraisal report of Banco Popular do Brasil S.A.;

3. To examine and approve the appraisal report mentioned in item “2.” above;

4. To approve and declare effective the merger of Banco Popular do Brasil S.A. by Banco do Brasil S.A. in the terms of the Protocol of Merger and Justification of the Merger, and also to authorize Banco do Brasil’s administration to execute the complimentary acts related to the merger;

5. To approve the conversion of the net equity of Banco Popular do Brasil S.A. to Banco do Brasil S.A., in the terms of the Protocol of Merger and Justification of the Merger.

The proxy instruments should be deposited with Banco do Brasil S.A., in the Executive Secretariat, 23rd floor of the Headquarter Building III, preferably, within 24 hours before the Meeting is held.

To participate in the shareholders meetings, according article 126 of the Law 6,404/76, the shareholder, or legal representative, must show a photo ID and, if possible, its receipt issued by the Câmara Brasileira de Liquidação e Custódia – CBLC, with the number of owned shares.

The documents concerning to the proposals to be deliberated by the Meeting are available in the Executive Secretariat, 23rd floor of the Headquarter Building III, in Brasília (DF) and in the Bank’s Investor Relations website (www.bb.com.br/ir).

FIND HERE THE ADMINISTRATION PROPOSALS AND OTHER INFORMATION TO SHAREHOLDERS.

Brasília (DF), May 6th, 2010.

Aldemir Bendine
Board of Directors Vice-chairman