

TOTVS S.A.

Company Registry (NIRE): 35.300.153.171
Corporate Taxpayers ID (CNPJ/MF): 53.113.791/0001-22

Publicly-held Company

CALL NOTICE
FOR THE EXTRAORDINARY GENERAL MEETING

Shareholders of Totvs S.A. ("Company") are hereby invited to the Extraordinary General Meeting to be held on October 31, 2008, at 9:00 a.m., at the Company's headquarters located at Avenida Braz Leme, n.º 1.631, 2.º andar, Jardim São Bento, in the city and state of São Paulo, to decide on the following agenda:

(i) to examine, discuss and approve the Protocol and Justification of Merger of Datasul S.A. ("Datasul"), TOTVS BMI Consultoria Ltda. ("TOTVS BMI") and BCS Holding e Participações Ltda. ("BCS"), with the Company, entered into by Datasul, TOTVS BMI, BCS and Totvs on October 15, 2008 ("Protocol");

(ii) to examine, discuss and approve the ratification of the hiring of APSIS Consultoria Empresarial Ltda., a limited liability partnership headquartered at Rua São José, n.º 90, grupo 1.802, in the city and state of Rio de Janeiro, inscribed in the Corporate Taxpayers Register (CNPJ/MF) under number 27.281.922/0001-70, to prepare the valuation reports for Datasul, TOTVS BMI and BCS, based on their respective book equity values, pursuant to the terms of the Protocol ("Valuation Reports");

(iii) to examine, discuss and approve the Valuation Reports;

(iv) to examine, discuss and approve the merger of Datasul, TOTVS BMI and BCS with the Company, pursuant to the terms of the Protocol and the Material Fact published by the Company on this date; and

(v) to authorize the Company's administrators to carry out all the acts necessary for implementing and formalizing the Merger, under the terms of the Protocol and Material Fact.

Clarifications:

Pursuant to applicable legislation, copies of the documents related to the agenda of the above-mentioned Extraordinary General Meeting are available to shareholders at the Company's headquarters and the Investor Relations website, as well as on the websites of the Brazilian Securities and Exchange Commission (CVM) (www.cvm.gov.br) and the São Paulo Stock Exchange (Bovespa) (www.bovespa.com.br).

São Paulo, October 16, 2008

Laércio José de Lucena Cosentino
Chairman of the Board of Directors