

(A free translation of the original in Portuguese)

**FEDERAL PUBLIC SERVICE
CVM - BRAZILIAN SECURITIES AND EXCHANGE COMMISSION
QUARTERLY INFORMATION - ITR
COMMERCIAL, INDUSTRY & OTHER TYPES OF COMPANY**

Sep 30, 2009

Brazilian Corporate Law

**REGISTRATION WITH CVM SHOULD NOT BE CONSTRUED AS AN EVALUATION OF THE COMPANY.
COMPANY MANAGEMENT IS RESPONSIBLE FOR THE INFORMATION PROVIDED.**

01.01 - IDENTIFICATION

1 - CVM CODE 01999-2	2 - COMPANY NAME TOTVS S.A.	3 - CNPJ (Corporate Taxpayer's ID) 53.113.791/0001-22
4 - NIRE (Corporate Registry ID) 3530015317-1		

01.02 – HEAD OFFICE

1 - ADDRESS Av. Braz Leme, 1631 – 2º Floor		2 – DISTRICT Santana		
3 - ZIP CODE 02511-000	4 - CITY São Paulo		5 – STATE SP	
6 - AREA CODE 11	7 - TELEPHONE 3981-7000	8 - TELEPHONE -	9 - TELEPHONE -	10 – TELEX
11 - AREA CODE 11	12 - FAX 3981-7335	13 - FAX -	14 - FAX -	
15 - E-MAIL ri@totvs.com.br				

01.03 - INVESTORS RELATIONS OFFICER (Company Mailing Address)

1- NAME José Rogério Luiz				
2 - ADDRESS Av. Braz Leme, 1631 – 2º Floor		3 – DISTRICT Santana		
4 - ZIP CODE 02511-000	5 – CITY São Paulo		6 – STATE SP	
7 - AREA CODE 11	8 - TELEPHONE 3981-7000	9 - TELEPHONE -	10 - TELEPHONE -	11 – TELEX
12 - AREA CODE 11	13 - FAX 3981-7335	14 - FAX -	15 - FAX -	
15 - E-MAIL ri@totvs.com.br				

01.04 – ITR REFERENCE AND AUDITOR INFORMATION

CURRENT YEAR		CURRENT QUARTER			PREVIOUS QUARTER		
1 - BEGINNING	2 - END	3 - QUARTER	4 - BEGINNING	5 - END	6 - QUARTER	7 - BEGINNING	8 - END
1/1/2009	12/31/2009	3	7/01/2009	9/30/2009	2	4/01/2009	6/30/2009
09 - INDEPENDENT AUDITOR ERNST & YOUNG AUDITORES INDEPENDENTES S.S.					10 - CVM CODE 00471-5		
11. TECHNICIAN IN CHARGE Luiz Carlos Marques					12 – TECHNICIAN'S CPF (INDIVIDUAL TAXPAYER'S ID) 043.982.278-57		

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01.05 – CAPITAL STOCK

Number of Shares (in units)	1 – CURRENT QUARTER 09/30/2009	2 – PREVIOUS QUARTER 06/30/2009	3 – SAME QUARTER, PREVIOUS YEAR 09/30/2008
Paid-up Capital			
1 - Common	31,152,402	31,152,402	31,152,402
2 - Preferred	0	0	0
3 - Total	31,152,402	31,152,402	31,152,402
Treasury Stock			
4 - Common	0	0	0
5 - Preferred	0	0	0
6 - Total	0	0	0

01.06 - COMPANY PROFILE

1 - TYPE OF COMPANY Commercial, Industrial and Other
2 - STATUS Operational
3 - NATURE OF OWNERSHIP Domestic Private
4 - ACTIVITY CODE 1150 – Communications and IT
5 - MAIN ACTIVITY Software Development
6 - CONSOLIDATION TYPE Total
7 – TYPE OF REPORT OF INDEPENDENT AUDITORS Unqualified

01.07 - COMPANIES NOT INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS

1 - ITEM	2 - CNPJ (Corporate Taxpayer's ID)	3 - COMPANY NAME
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01.08 - CASH DIVIDENDS APPROVED AND/OR PAID DURING AND AFTER THE QUARTER

1 - ITEM	2 – EVENT	3 – APPROVAL	4 - TYPE	5 - DATE OF PAYMENT	6 - TYPE OF SHARE	7 - AMOUNT PER SHARE
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01.09 – SUBSCRIBED CAPITAL AND CHANGES IN THE CURRENT YEAR

1 - ITEM	2 - DATE OF CHANGE	3 - CAPITAL STOCK (In reais)	4 - AMOUNT OF CHANGE (In reais)	5 - NATURE OF CHANGE	7 - NUMBER OF SHARES ISSUED (In units)	8 - SHARE PRICE WHEN ISSUED (in reais)
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01.10 – INVESTORS RELATIONS OFFICER

1 – DATE 10/28/2009	2 – SIGNATURE
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02.01 - BALANCE SHEET - ASSETS (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 - 9/30/2009	4 - 6/30/2009
1	Total Assets	1,126,534	1,085,912
1.01	Current Assets	376,611	346,747
1.01.01	Cash and Cash Equivalents	193,120	172,458
1.01.01.01	Banks	16,743	12,487
1.01.01.02	Securities	176,377	159,971
1.01.02	Credits	156,589	147,262
1.01.02.01	Clients	132,554	123,334
1.01.02.01.01	Trade Accounts Receivable	147,355	136,847
1.01.02.01.02	Allowance for Doubtful Accounts	(14,801)	(13,513)
1.01.02.02	Sundry Receivables	24,035	23,928
1.01.02.02.01	Dividends Receivable	3,605	3,841
1.01.02.02.02	Recoverable Taxes	20,430	20,087
1.01.03	Inventories	-	-
1.01.04	Other	26,902	27,027
1.01.04.01	Deferred Income Tax and Social Contribution	17,225	17,241
1.01.04.04	Other Current Assets	9,677	9,786
1.02	Noncurrent Assets	749,923	739,165
1.02.01	Long-term Assets	70,745	76,543
1.02.01.01	Sundry Credits	5,653	8,126
1.02.01.01.01	Trade Accounts Receivable	5,653	8,126
1.02.01.02	Credit with Related Parties	25,380	23,464
1.02.01.02.01	Direct and Indirect Associated Companies	-	-
1.02.01.02.02	Subsidiaries	25,380	23,464
1.02.01.02.03	Other Related Parties	-	-
1.02.01.03	Other	39,712	44,953
1.02.01.03.01	Judicial Deposits	7,304	7,042
1.02.01.03.02	Other Assets	2,943	4,161
1.02.01.03.03	Deferred Income Tax and Social Contribution	29,465	33,750
1.02.02	Permanent Assets	679,178	662,622
1.02.02.01	Investments	78,379	68,432
1.02.02.01.01	In Associated/Affiliated Companies	-	-
1.02.02.01.02	In Associated/Affiliated Company - Goodwill	-	-
1.02.02.01.03	In Subsidiaries	78,379	68,432
1.02.02.01.04	In Subsidiaries - Goodwill	-	-
1.02.02.01.05	Other Investments	-	-
1.02.02.02	Fixed Assets	27,497	25,801
1.02.02.03	Intangible Assets	573,302	568,389
1.02.02.04	Deferred Charges	-	-

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02.02 - BALANCE SHEET - LIABILITIES (in thousands of Reais)

1 - CODE	2 – DESCRIPTION	3 – 9/30/2009	4 – 6/30/2009
2	Total Liabilities	1,126,534	1,085,912
2.01	Current Liabilities	135,300	122,349
2.01.01	Loans and Financings	7,318	10,833
2.01.01.01	Loans and Financings	2,995	6,159
2.01.01.03	Leasing	4,323	4,674
2.01.02	Debentures	1,289	12,482
2.01.03	Suppliers	15,051	16,091
2.01.04	Taxes and Contributions	2,415	1,919
2.01.05	Dividends Payable	216	216
2.01.06	Provisions	-	-
2.01.07	Debts with Related Parties	-	-
2.01.08	Other	109,011	80,808
2.01.08.01	Salaries and Charges Payable	49,306	42,612
2.01.08.02	Commissions Payable	25,037	24,007
2.01.08.03	Obligation Relating to Acquisitions	32,461	11,646
2.01.08.04	Other Liabilities	2,207	2,543
2.02	Noncurrent Liabilities	454,002	455,381
2.02.01	Long-term Liabilities	454,002	455,381
2.02.01.01	Loans and Financings	210,999	210,718
2.02.01.01.01	Loans and Financings	208,194	207,298
2.02.01.01.02	Leasing	2,805	3,420
2.02.01.02	Debentures	209,785	207,742
2.02.01.03	Provisions	19,832	18,674
2.02.01.03.01	Provision for Losses from Investments	2,963	1,934
2.02.01.03.02	Provisions for Contingencies	16,869	16,740
2.02.01.04	Debts with Related Parties	21	-
2.02.01.05	Advances for Future Capital Increase	-	-
2.02.01.06	Other	13,365	18,247
2.02.01.06.01	Taxes Payable	-	-
2.02.01.06.02	Obligation Relating to Acquisitions	11,047	15,782
2.02.01.06.06	Other Liabilities	2,318	2,465
2.03	Deferred Income	-	-
2.05	Shareholders' Equity	537,232	508,182
2.05.01	Paid-up Capital	376,493	376,493
2.05.02	Capital Reserves	47,922	47,521
2.05.03	Revaluation Reserves	-	-
2.05.03.01	Own Assets	-	-
2.05.03.02	Subsidiaries/Associated and Affiliated Companies	-	-
2.05.04	Profit Reserves	29,822	32,444
2.05.04.01	Legal	-	-
2.05.04.02	Statutory	-	-

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02.02 - BALANCE SHEET - LIABILITIES (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 - 9/30/2009	4 - 6/30/2009
2.05.04.03	For Contingencies	-	-
2.05.04.04	Unrealized Profit	-	-
2.05.04.05	Profit Retention	29,822	32,444
2.05.04.06	Special for Non-Distributed Dividends	-	-
2.05.04.07	Other Profit Reserves	-	-
2.05.05	Asset Valuation Adjustments	(2,953)	(1,380)
2.05.05.01	Securities Adjustments	-	-
2.05.05.02	Accumulated Translation Adjustments	-	-
2.05.05.03	Business Combination Adjustments	-	-
2.05.06	Retained Earnings/Accumulated Losses	85,948	53,104
2.05.07	Advances for Future Capital Increase	-	-

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03.01 – STATEMENT OF INCOME (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/1/2009 to 9/30/2009	4- 1/1/2009 to 9/30/2009	5- 7/1/2008 to 9/30/2008	6- 1/1/2008 to 9/30/2008
3.01	Gross Revenue from Sales and/or Services	216,728	614,205	127,769	369,623
3.01.01	License Fees	47,392	128,263	28,862	92,198
3.01.02	Services	51,701	139,287	37,391	101,606
3.01.03	Maintenance	117,635	346,655	61,516	175,819
3.02	Deductions from Gross Revenues	(17,640)	(49,844)	(13,830)	(40,053)
3.02.01	Cancellation of Services and Sales	(4,052)	(11,129)	(4,707)	(13,764)
3.02.02	Taxes on Services and Sales	(13,588)	(38,715)	(9,123)	(26,289)
3.03	Net Revenue from Sales and/or Services	199,088	564,361	113,939	329,570
3.04	Cost of Goods Sold and/or Services Rendered	(53,465)	(152,731)	(32,026)	(91,275)
3.04.01	Cost of License Fees	(2,999)	(9,015)	(1,513)	(2,875)
3.04.02	Cost of Services	(50,466)	(143,716)	(30,513)	(88,400)
3.05	Gross Profit	145,623	411,630	81,913	238,295
3.06	Operating Income/Expenses	(107,185)	(313,730)	(66,123)	(195,729)
3.06.01	Selling	(10,142)	(28,054)	(6,455)	(18,723)
3.06.02	General and Administrative	(13,724)	(44,995)	(9,167)	(27,937)
3.06.03	Financial	(7,953)	(26,640)	2,217	5,426
3.06.03.01	Financial Income	4,811	14,420	3,382	8,830
3.06.03.02	Financial Expenses	(12,764)	(41,060)	(1,165)	(3,404)
3.06.04	Other Operating Income	-	-	-	-
3.06.05	Other Operating Expenses	(81,290)	(231,466)	(60,286)	(161,147)
3.06.05.01	Research and Development	(25,232)	(69,954)	(12,852)	(36,663)
3.06.05.02	Advertising Expenses	(7,744)	(19,303)	(4,429)	(10,427)
3.06.05.03	Commissions	(22,433)	(68,970)	(16,771)	(48,141)
3.06.05.04	Management Fees	(8,016)	(21,114)	(4,988)	(13,365)
3.06.05.05	Depreciation and Amortization	(16,651)	(48,592)	(18,797)	(45,960)
3.06.05.06	Allowance for Doubtful Accounts	(2,160)	(5,722)	(1,650)	(4,177)
3.06.05.07	Extraordinary Expenses	-	-	-	-

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03.01 – STATEMENT OF INCOME (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/01/2009 to 09/30/2009	4- 1/1/2009 to 09/30/2009	5- 7/01/2008 to 09/30/2008	6- 1/1/2008 to 09/30/2008
3.06.05.08	Other Net Operating Expenses	946	2,189	(799)	(2,414)
3.06.06	Equity Pickup	5,924	17,425	7,568	6,652
3.07	Operating Income	38,438	97,900	15,790	42,566
3.08	Non-Operating Income	-	-	-	-
3.08.01	Income	-	-	-	-
3.08.02	Expenses	-	-	-	-
3.09	Income Before Tax/Interest	38,438	97,900	15,790	42,566
3.10	Provision for Income Tax and Social Contribution	(3,914)	(6,521)	(3,439)	(11,825)
3.11	Deferred Income Tax and Social Contribution	(4,302)	(5,514)	2,621	6,323
3.12	Statutory Interest/Contributions	-	-	-	-
3.12.01	Interests	-	-	-	-
3.12.02	Contributions	-	-	-	-
3.13	Reversal of Interest on Own Capital	-	-	-	-
3.15	Income/Loss for the Period	30,222	85,865	14,972	37,064
	No. SHARES, EX-TREASURY (in Units)	31,152,402	31,152,402	31,152,402	31,152,402
	EARNINGS PER SHARE (In Reais)	0.97013	2.75629	0.48060	1.18976
	LOSS PER SHARE (In Reais)				

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04.01 – STATEMENT OF CASH FLOW – INDIRECT METHOD (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/1/2009 to 9/30/2009	4- 1/1/2009 to 9/30/2009	5- 7/1/2008 to 9/30/2008	6- 1/1/2008 to 9/30/2008
4.01	Net Cash from Operating Activities	61,604	151,611	53,975	89,518
4.01.01	Cash Generated in the Operations	59,944	165,520	34,262	77,299
4.01.01.01	Net Income for the Year	30,222	85,865	14,972	37,064
4.01.01.02	Depreciation and Amortization	16,651	48,592	18,797	45,960
4.01.01.03	Share-Based Payment	401	1,091	601	1,256
4.01.01.04	Loss in Sale of Fixed Assets	440	(782)	(498)	76
4.01.01.05	Allowance for Doubtful Accounts	2,160	5,722	1,650	4,177
4.01.01.06	Deferred Income Tax and Social Contribution	4,302	5,514	(2,621)	(6,323)
4.01.01.07	Equity Accounting	(5,924)	(17,425)	(7,568)	(6,652)
4.01.01.08	Loss in Investments	72	2,063	7	46
4.01.01.09	Provision for Contingencies	181	4,433	311	1,695
4.01.01.10	Interest and Monetary Variation	11,439	30,447	8,611	-
4.01.02	Variation in Assets and Liabilities	1,660	(13,909)	19,713	12,219
4.01.02.01	Accounts Receivable from Clients	(8,907)	(27,171)	(4,412)	(17,120)
4.01.02.02	Other Assets	4,185	(5,697)	5,227	6,479
4.01.02.03	Judicial Deposits	(314)	(1,867)	(961)	(2,656)
4.01.02.04	Suppliers	(1,040)	(4,598)	5,702	5,503
4.01.02.05	Taxes Payable	-	-	10,574	10,669
4.01.02.06	Payroll and Charges Payable	6,694	15,914	3,207	8,140
4.01.02.07	Commissions Payable	1,030	7,413	211	1,176
4.01.02.08	Minority Interest	12	2,097	-	-
4.01.02.09	Other Accounts Payable	-	-	165	28
4.01.03	Other	-	-	-	-
4.02	Net Cash from Investment Activities	(16,107)	(53,542)	(514,132)	(563,447)
4.02.01	Additional Investments	(7,521)	(18,514)	(177,147)	(188,250)
4.02.02	Additional Intangible Assets	(8,280)	(16,748)	31,429	(2,491)
4.02.03	Decrease in Investments	-	-	1,491	1,491

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04.01 – STATEMENT OF CASH FLOW – INDIRECT METHOD (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/1/2009 to 9/30/2009	4- 1/1/2009 to 9/30/2009	5- 7/1/2008 to 9/30/2008	6- 1/1/2008 to 9/30/2008
4.02.04	Additional Equipment	(4,904)	(10,266)	(1,837)	(6,129)
4.02.05	Selling Value of Permanent Assets	84	4,096	-	-
4.02.06	Payment for Acquisition of Subsidiary	4,514	(12,110)	-	-
4.02.07	Goodwill on Acquisition of Subsidiary	-	-	(368,068)	(368,068)
4.03	Net Cash from Financing Activities	(24,835)	(18,133)	446,662	417,371
4.03.01	Bank Loans	(28,670)	15,919	160,266	160,266
4.03.02	Issuance of Debentures	-	-	201,661	201,661
4.03.03	Credit with Related Parties	(1,895)	(595)	1,291	1,533
4.03.04	Leasing Liabilities	-	-	-	-
4.03.05	Dividends Paid	(83)	(33,457)	(5)	(29,538)
4.03.06	Interest Paid on Bank Loans	5,813	-	-	-
4.03.07	Capital Subscription	-	-	83,449	83,449
4.04	Exchange Variation on Cash and Cash Equivalents	-	-	-	-
4.05	Increase (Decrease) in Cash and Cash Equivalents	20,662	79,936	(13,495)	(56,558)
4.05.01	Opening Balance of Cash and Cash Equivalents	172,458	113,184	82,311	125,374
4.05.02	Closing Balance of Cash and Cash Equivalents	193,120	193,120	68,816	68,816

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05.01 – STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FROM 07/01/2009 TO 09/30/2009 (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 - CAPITAL STOCK	4 - CAPITAL RESERVES	5 - REVALUATION RESERVES	6 - PROFIT RESERVES	7 - RETAINED EARNINGS/ACCUMULATED LOSSES	8 - ASSET VALUATION ADJUSTMENTS	9 - TOTAL SHAREHOLDERS' EQUITY
5.01	Opening Balance	376,493	47,521	-	29,822	55,726	(1,380)	508,182
5.02	Adjustments of Previous Years	-	-	-	-	-	-	-
5.03	Adjusted Balance	376,493	47,521	-	29,822	55,726	(1,380)	508,182
5.04	Net Income/Loss for the Period	-	-	-	-	30,222	-	30,222
5.05	Allocations	-	401	-	-	-	-	401
5.05.01	Dividends	-	-	-	-	-	-	-
5.05.02	Interest on Own Capital	-	-	-	-	-	-	-
5.05.03	Other Allocations	-	401	-	-	-	-	401
5.05.03.01	Stock Option Plan	-	401	-	-	-	-	401
5.06	Realization of Profit Reserves	-	-	-	-	-	-	-
5.07	Asset Valuation Adjustments	-	-	-	-	-	(1,573)	(1,573)
5.07.01	Securities Adjustments	-	-	-	-	-	(1,573)	(1,573)
5.07.02	Accumulated Translation Adjustments	-	-	-	-	-	-	-
5.07.03	Business Combination Adjustments	-	-	-	-	-	-	-
5.08	Increase/Reduction in Capital Stock	-	-	-	-	-	-	-
5.09	Recording/Realization of Capital	-	-	-	-	-	-	-
5.10	Treasury Shares	-	-	-	-	-	-	-
5.11	Other Capital Transactions	-	-	-	-	-	-	-
5.12	Other	-	-	-	-	-	-	-
5.13	Closing Balance	376,493	47,922	-	29,822	85,948	(2,953)	537,232

(A free translation of the original in Portuguese)

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05.02 – STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FROM 01/01/2009 TO 09/30/2009 (in thousands of Reais)

1 - CODE	2 – DESCRIPTION	3 – CAPITAL STOCK	4 – CAPITAL RESERVES	5 – REVALUATION RESERVES	6 – PROFIT RESERVES	7 – RETAINED EARNINGS/ACCUMULATED LOSSES	8 – ASSET VALUATION ADJUSTMENTS	9 - TOTAL SHAREHOLDERS' EQUITY
5.01	Opening Balance	376,493	46,831	-	29,822	-	532	453.678
5.02	Adjustments of Previous Years	-	-	-	-	-	-	-
5.03	Adjusted Balance	376,493	46,831	-	29,822	-	532	453.678
5.04	Net Income/Loss for the Period	-	-	-	-	85,865	-	85.865
5.05	Allocations	-	1,091	-	-	83	-	1.174
5.05.01	Dividends	-	-	-	-	-	-	-
5.05.02	Interest on Own Capital	-	-	-	-	83	-	83
5.05.03	Other Allocations	-	1,091	-	-	-	-	1.091
5.05.03.01	Stock Option Plan	-	1,091	-	-	-	-	1.091
5.06	Realization of Profit Reserves	-	-	-	-	-	-	-
5.07	Asset Valuation Adjustments	-	-	-	-	-	(3,485)	(3.485)
5.07.01	Securities Adjustments	-	-	-	-	-	(3,485)	(3.485)
5.07.02	Accumulated Translation	-	-	-	-	-	-	-
5.07.03	Business Combination Adjustments	-	-	-	-	-	-	-
5.08	Increase/Reduction in Capital Stock	-	-	-	-	-	-	-
5.09	Recording/Realization of Capital	-	-	-	-	-	-	-
5.10	Treasury Shares	-	-	-	-	-	-	-
5.11	Other Capital Transactions	-	-	-	-	-	-	-
5.12	Other	-	-	-	-	-	-	-
5.13	Closing Balance	376,493	47,922	-	29,822	85,948	(2,953)	537.232

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08.01 – CONSOLIDATED BALANCE SHEET - ASSETS (in thousands of Reais)

1 - CODE	2 - DESCRIPTION	3 – 9/30/2009	4 – 6/30/2009
1	Total Assets	1,160,093	1,124,558
1.01	Current Assets	471,444	437,899
1.01.01	Cash and Cash Equivalents	232,086	212,991
1.01.01.01	Banks	20,803	17,709
1.01.01.02	Securities	211,283	195,282
1.01.02	Credits	206,814	193,784
1.01.02.01	Clients	183,479	170,834
1.01.02.01.01	Trade Accounts Receivable	203,403	190,800
1.01.02.01.02	Allowance for Doubtful Accounts	(19,924)	(19,966)
1.01.02.02	Sundry Credits	23,335	22,950
1.01.02.02.01	Dividends Receivables	-	-
1.01.02.02.02	Recoverable Taxes	23,335	22,950
1.01.03	Inventories	-	-
1.01.04	Other	32,544	31,124
1.01.04.01	Deferred Income Tax and Social Contribution	19,606	19,339
1.01.04.04	Other Assets	12,938	11,785
1.02	Noncurrent Assets	688,649	686,659
1.02.01	Long-term Assets	50,045	57,244
1.02.01.01	Sundry Credits	5,653	8,126
1.02.01.01.01	Trade Accounts Receivable	5,653	8,126
1.02.01.02	Credit with Related Parties	-	-
1.02.01.02.01	In Associated/Affiliated Companies	-	-
1.02.01.02.02	In Subsidiaries	-	-
1.02.01.02.03	Other Related Parties	-	-
1.02.01.03	Other	44,392	49,118
1.02.01.03.01	Deferred Income Tax and Social Contribution	31,109	35,281
1.02.01.03.02	Judicial Deposits	7,304	7,042
1.02.01.03.03	Other Long-term Accounts Receivable	5,979	6,795
1.02.02	Permanent Assets	638,604	629,415
1.02.02.01	Investments	2	2
1.02.02.01.01	In Associated/ Affiliated Companies	-	-
1.02.02.01.02	In Subsidiaries	-	-
1.02.02.01.03	Other Investments	-	-
1.02.02.02	Fixed Assets	33,403	30,949
1.02.02.03	Intangible Assets	605,199	598,464
1.02.02.04	Deferred Charges	-	-

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08.02 – CONSOLIDATED BALANCE SHEET - LIABILITIES (in thousands of Reais)

1 - CODE	2 – DESCRIPTION	3 – 9/30/2009	4 – 6/30/2009
2	Total Liabilities	1,160,093	1,124,558
2.01	Current Liabilities	161,729	149,387
2.01.01	Loans and Financings	7,719	11,090
2.01.01.01	Loans and Financings	3,177	6,206
2.01.01.02	Leasing	4,542	4,884
2.01.02	Debentures	1,289	12,482
2.01.03	Suppliers	22,287	24,441
2.01.04	Taxes and Contributions	5,289	6,353
2.01.05	Dividends Payable	216	235
2.01.06	Provisions	-	-
2.01.07	Debts with Related Parties	-	-
2.01.08	Other	124,929	94,786
2.01.08.01	Salaries and Charges Payable	60,431	52,496
2.01.08.02	Commissions Payable	26,409	25,296
2.01.08.03	Obligation Relating to Acquisitions	34,018	12,138
2.01.08.04	Other Liabilities	4,071	4,856
2.02	Noncurrent Liabilities	455,817	459,088
2.02.01	Long-term Liabilities	455,817	459,088
2.02.01.01	Loans and Financings	212,265	212,064
2.02.01.01.01	Loans and Financings	209,325	208,501
2.02.01.01.02	Leasing	2,940	3,563
2.02.01.02	Debentures	209,785	207,742
2.02.01.03	Provisions	16,869	16,740
2.02.01.03.01	Provisions for Contingencies	16,869	16,740
2.02.01.04	Debts with Related Parties	-	-
2.02.01.05	Advances for Future Capital Increase	-	-
2.02.01.06	Other	16,898	22,542
2.02.01.06.01	Obligation Relating to Acquisitions	12,554	18,786
2.02.01.06.02	Other Long-term Liabilities	4,344	3,604
2.02.01.06.03	Deferred Income Tax and Social Contribution	-	152
2.03	Deferred Income	-	-
2.04	Minority Interest	5,315	7,901
2.05	Shareholders' Equity	537,232	508,182
2.05.01	Paid-up Capital	376,493	376,493
2.05.02	Capital Reserves	47,922	47,521
2.05.03	Revaluation Reserves	-	-
2.05.03.01	Own Assets	-	-
2.05.03.02	Subsidiaries/Associated and Affiliated Companies	-	-
2.05.04	Income Reserves	29,822	32,444
2.05.04.01	Legal	-	-
2.05.04.02	Statutory	-	-

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08.02 – CONSOLIDATED BALANCE SHEET - LIABILITIES (in thousands of Reais)

1 - CODE	2 – DESCRIPTION	3 – 9/30/2009	4 – 6/30/2009
2.05.04.03	For Contingencies	-	-
2.05.04.04	Unrealized Profit	-	-
2.05.04.05	Profit Retention	29,822	32,444
2.05.04.06	Special for Non-Distributed Dividends	-	-
2.05.04.07	Other Profit Reserves	-	-
2.05.05	Asset Valuation Adjustments	(2,953)	(1,380)
2.05.05.01	Securities Adjustments	(2,953)	(1,380)
2.05.05.02	Accumulated Translation Adjustments	-	-
2.05.05.03	Business Combination Adjustments	-	-
2.05.06	Retained Earnings/Accumulated Losses	85,948	53,104
2.05.07	Advances for Future Capital Increase	-	-

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09.01 – CONSOLIDATED STATEMENT OF INCOME (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/1/2009 to 9/30/2009	4- 1/1/2009 to 9/30/2009	5- 7/1/2008 to 9/30/2008	6- 1/1/2008 to 9/30/2008
3.01	Gross Revenue from Sales and/or Services	276,114	788,387	214,170	500,432
3.01.01	License Fees	65,782	183,479	51,674	123,263
3.01.02	Services	87,064	241,595	69,188	167,102
3.01.03	Maintenance	123,268	363,313	93,308	210,067
3.01.04	Goods	-	-	-	-
3.02	Deductions from Gross Revenues	(23,518)	(67,134)	(21,539)	(54,591)
3.02.01	Cancellation of Services and Sales	(5,578)	(16,146)	(6,499)	(18,154)
3.02.02	Taxes on Services and Sales	(17,940)	(50,988)	(15,040)	(36,437)
3.03	Net Revenue from Sales and/or Services	252,596	721,253	192,631	445,841
3.04	Cost of Goods Sold and/or Services Rendered	(79,256)	(228,918)	(66,555)	(151,316)
3.04.01	Cost of License Fees	(5,423)	(16,597)	(5,234)	(6,838)
3.04.02	Cost of Services	(73,810)	(212,217)	(61,321)	(144,478)
3.04.03	Cost of Sales	(23)	(104)	-	-
3.05	Gross Profit	173,340	492,335	126,076	294,525
3.06	Operating Income/Expenses	(131,705)	(383,551)	(106,087)	(246,619)
3.06.01	Selling	(14,671)	(40,085)	(12,001)	(28,882)
3.06.02	General and Administrative	(17,464)	(56,968)	(16,118)	(39,816)
3.06.03	Financial	(6,967)	(24,346)	5,322	8,863
3.06.03.01	Financial Income	6,335	20,011	7,453	13,509
3.06.03.02	Financial Expenses	(13,302)	(44,357)	(2,131)	(4,646)
3.06.04	Other Operating Income	-	-	-	-
3.06.05	Other Operating Expenses	(92,603)	(262,152)	(83,290)	(186,784)
3.06.05.01	Research and Development	(32,330)	(87,944)	(20,283)	(44,139)
3.06.05.02	Advertising Expenses	(8,071)	(20,424)	(7,888)	(14,146)
3.06.05.03	Commissions	(23,778)	(72,463)	(20,811)	(53,588)
3.06.05.04	Management Fees	(8,796)	(23,793)	(6,840)	(15,631)
3.06.05.05	Depreciation and Amortization	(17,848)	(51,934)	(22,203)	(49,983)

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09.01 – CONSOLIDATED STATEMENT OF INCOME (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/1/2009 to 9/30/2009	4- 1/1/2009 to 9/30/2009	5- 7/1/2008 to 9/30/2008	6- 1/1/2008 to 9/30/2008
3.06.05.06	Allowance for Doubtful Accounts	(2,440)	(6,962)	(4,069)	(7,683)
3.06.05.07	Extraordinary Expenses	-	-	-	-
3.06.05.08	Other Net Operating Expenses	660	1,368	(1,196)	(1,614)
3.06.06	Equity Pickup	-	-	-	-
3.07	Operating Income	41,635	108,784	19,989	47,906
3.08	Non-Operating Income	-	-	-	-
3.08.01	Income	-	-	-	-
3.08.02	Expenses	-	-	-	-
3.09	Income Before Tax/Interest	41,635	108,784	19,989	47,906
3.10	Provision for Income and Social Contribution	(6,837)	(15,791)	(5,321)	(15,381)
3.11	Deferred Income Tax	(3,915)	(4,735)	779	4,983
3.12	Statutory Interest/Contributions	-	-	-	-
3.12.01	Interests	-	-	-	-
3.12.02	Contributions	-	-	-	-
3.13	Reversal of Interest on Own Capital	-	-	-	-
3.14	Minority Interest	(661)	(2,393)	(475)	(444)
3.15	Net Income/Loss for the Period	30,222	85,865	14,972	37,064
	No. SHARES, EX-TREASURY (in Units)	31,152,402	31,152,402	31,152,402	31,152,402
	EARNINGS PER SHARE (Reais)	0.97013	2.75629	0.48060	1.18976
	LOSS PER SHARE (Reais)				

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10.01 – CONSOLIDATED STATEMENT OF CASH FLOW – INDIRECT METHOD (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/1/2009 to 9/30/2009	4- 1/1/2009 to 9/30/2009	5- 7/1/2008 to 9/30/2008	6- 1/1/2008 to 9/30/2008
4.01	Net Cash from Operating Activities	55.294	146.841	45.352	80.456
4.01.01	Cash Generated in the Operations	67.342	184.449	55.380	97.630
4.01.01.01	Net Income for the Year	30.222	85.865	14.972	37.064
4.01.01.02	Depreciation and Amortization	17.849	51.934	22.203	49.983
4.01.01.03	Share-Based Payment	401	1.091	601	1.256
4.01.01.04	Loss in Sale of Permanent Assets	881	(1.253)	218	923
4.01.01.05	Allowance for Doubtful Accounts	2.440	6.962	4.069	7.683
4.01.01.06	Deferred Income Tax and Social Contribution	3.915	4.735	(779)	(4.983)
4.01.01.08	Interest Rates and Monetary Variation	11.505	30.734	10.713	-
4.01.01.10	Provision for Contingencies	129	4.381	4.392	5.704
4.01.01.11	Minority Interest in Income	-	-	(1.009)	-
4.01.02	Variation in Assets and Liabilities	(12.048)	(37.608)	(10.028)	(17.174)
4.01.02.01	Accounts Receivables from Clients	(12.612)	(38.407)	(56.408)	(69.826)
4.01.02.02	Other Assets	(801)	(12.951)	(22.048)	(22.151)
4.01.02.04	Judicial Deposits	(262)	(1.815)	(2.001)	(3.696)
4.01.02.05	Suppliers	(2.154)	(5.424)	23.639	23.631
4.01.02.06	Taxes payable	-	-	15.034	15.092
4.01.02.07	Payroll and Charges Payable	7.935	18.102	12.028	18.582
4.01.02.08	Commissions Payable	1.113	7.274	8.268	9.263
4.01.02.09	Other Accounts Payable	(2.681)	(4.161)	7.638	8.183
4.01.02.10	Minority Interest in Capital	(2.586)	(226)	3.822	3.748
4.01.03	Other	-	-	-	-
4.02	Net Cash from Investment Activities	(13.240)	(44.572)	(445.821)	(492.393)
4.02.01	Payment of Subsidiaries Acquisition	21.498	4.525	(56.160)	(60.248)
4.02.02	Additional Intangible Assets	(28.555)	(40.709)	(379.376)	(415.511)
4.02.03	Selling Value of Permanent Assets	84	4.096	-	-
4.02.04	Additional Equipment	(6.267)	(12.484)	(10.285)	(16.634)

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10.01 – CONSOLIDATED STATEMENT OF CASH FLOW – INDIRECT METHOD (in thousands of Reais)

1 – CODE	2 – DESCRIPTION	3- 7/1/2009 to 9/30/2009	4- 1/1/2009 to 9/30/2009	5- 7/1/2008 to 9/30/2008	6- 1/1/2008 to 9/30/2008
4.03	Net Cash from Financing Activities	(22.959)	(17.589)	448.224	418.505
4.03.01	Bank Loans	(28.671)	15.919	162.947	162.933
4.03.02	Issuance of Debentures	-	-	201.820	201.661
4.03.03	Leasing Liabilities	-	-	-	-
4.03.04	Dividends Paid	(101)	(33.508)	9	(29.538)
4.03.05	Interest Rates	5.813	-	-	-
4.03.06	Integralization of Capital	-	-	83.448	83.449
4.04	Exchange Variation on Cash and Cash Equivalents	-	-	-	-
4.05	Increase (Decrease) in Cash and Cash Equivalents	19.095	84.680	47.755	6.568
4.05.01	Opening Balance of Cash and Cash Equivalents	212.991	147.406	96.216	137.403
4.05.02	Closing Balance of Cash and Cash Equivalents	232.086	232.086	143.971	143.971

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11.01 – CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FROM 07/01/2009 TO 09/30/2009 (in thousands of Reais)

1 - CODE	2 – DESCRIPTION	3 – CAPITAL STOCK	4 – CAPITAL RESERVES	5 – REVALUATION RESERVES	6 – PROFIT RESERVES	7 – RETAINED EARNINGS/ACCUMULATED LOSSES	8 – ASSET VALUATION ADJUSTMENTS	9 - TOTAL SHAREHOLDERS' EQUITY
5.01	Opening Balance	376,493	47,521	-	29,822	55,726	(1,380)	508,182
5.02	Adjustments of Previous Years	-	-	-	-	-	-	-
5.03	Adjusted Balance	376,493	47,521	-	29,822	55,726	(1,380)	508,182
5.04	Net Income/Loss for the Period	-	-	-	-	30,222	-	30,222
5.05	Allocations	-	401	-	-	-	-	401
5.05.01	Dividends	-	-	-	-	-	-	-
5.05.02	Interest on Own Capital	-	-	-	-	-	-	-
5.05.03	Other Allocations	-	401	-	-	-	-	401
5.05.03.01	Stock Option Plan	-	401	-	-	-	-	401
5.06	Realization of Profit Reserves	-	-	-	-	-	-	-
5.07	Asset Valuation Adjustments	-	-	-	-	-	(1,573)	(1,573)
5.07.01	Securities Adjustments	-	-	-	-	-	(1,573)	(1,573)
5.07.02	Accumulated Translation Adjustments	-	-	-	-	-	-	-
5.07.03	Business Combination Adjustments	-	-	-	-	-	-	-
5.08	Increase/Reduction in Capital Stock	-	-	-	-	-	-	-
5.09	Recording/Realization of Capital Reserves	-	-	-	-	-	-	-
5.10	Treasury Shares	-	-	-	-	-	-	-
5.11	Other Capital Transactions	-	-	-	-	-	-	-
5.12	Other	-	-	-	-	-	-	-
5.13	Closing Balance	376,493	47,922	-	29,822	85,948	(2,953)	537,232

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CVM – BRAZILIAN SECURITIES AND EXCHANGE COMMISSION
QUARTERLY INFORMATION
COMMERCIAL, INDUSTRY & OTHER TYPES OF COMPANY**

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Brazilian Corporate Law

01.01 – IDENTIFICATION

1 - CVM CODE 01999-2	2 - COMPANY NAME TOTVS S.A.	3 - CNPJ (Corporate Taxpayer's ID) 53.113.791/0001-22
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11.02 – CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FROM 1/01/2009 TO 09/30/2009 (in thousands of Reais)

1 - CODE	2 – DESCRIPTION	3 – CAPITAL STOCK	4 – CAPITAL RESERVES	5 – REVALUATION RESERVES	6 – PROFIT RESERVES	7 – RETAINED EARNINGS/ACCUMULATED LOSSES	8 – ASSET VALUATION ADJUSTMENTS	9 - TOTAL SHAREHOLDERS' EQUITY
5.01	Opening Balance	376,493	46,831	-	29,822	-	532	453,678
5.02	Adjustments of Previous Years	-	-	-	-	-	-	-
5.03	Adjusted Balance	376,493	46,831	-	29,822	-	532	453,678
5.04	Net Income/Loss for the Period	-	-	-	-	85,865	-	85,865
5.05	Allocations	-	1,091	-	-	83	-	1,174
5.05.01	Dividends	-	-	-	-	-	-	-
5.05.02	Interest on Own Capital	-	-	-	-	83	-	83
5.05.03	Other Allocations	-	1,091	-	-	-	-	1,091
5.05.03.01	Stock Option Plan	-	1,091	-	-	-	-	1,091
5.06	Realization of Profit Reserves	-	-	-	-	-	-	-
5.07	Asset Valuation Adjustments	-	-	-	-	-	(3,485)	(3,485)
5.07.01	Securities Adjustments	-	-	-	-	-	(3,485)	(3,485)
5.07.02	Accumulated Translation Adjustments	-	-	-	-	-	-	-
5.07.03	Business Combination Adjustments	-	-	-	-	-	-	-
5.08	Increase/Reduction in Capital Stock	-	-	-	-	-	-	-
5.09	Recording/Realization of Capital	-	-	-	-	-	-	-
5.10	Treasury Shares	-	-	-	-	-	-	-
5.11	Other Capital Transactions	-	-	-	-	-	-	-
5.12	Other	-	-	-	-	-	-	-
5.13	Closing Balance	376,493	47,922	-	29,822	85,948	(2,953)	537,232

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06.01 – NOTES TO THE QUARTERLY FINANCIAL INFORMATION

1. Operating Context

Totvs S.A., (hereinafter referred to as “Parent Company”, “Totvs”, or “the Company”) is a publicly-held corporation with headquarters in the City and State of São Paulo, whose shares are traded on the São Paulo Stock Exchange. The Company’s purpose is to develop and sell rights of use of information technology systems and to provide implementation, consulting, advisory and maintenance services related thereto. The main software products developed by the Company are ERP (Enterprise Resource Planning) applications that have the purpose of electronically integrating the strategic and operating levels of a user company, allowing the creation of information flows which comprehend the operating needs and those related to management information of different areas of the user company. The main areas comprised by the Company’s ERP software products are: management, finance, operations, industrial, human resources and customer service.

The transactions between the Parent Company and the subsidiaries are made under conditions and prices established between the two parties.

2. Basis for Preparation and Presentation of the Financial Statements

The accounting practices adopted in the preparation of the quarterly financial information are consistent with those disclosed in the financial statements of December 31, 2008, prepared based on the accounting practices adopted in Brazil and the rules of Brazilian Securities and Exchange Commission (CVM), observing the accounting guidelines established by Brazilian Corporation Law (Law 6,404/76), which include the new provisions introduced, amended and revoked by Law 11,638 of December 28, 2007 and by Provisional Measure 449 of December 3, 2008. The accounting information referring to the nine-month period ended on September 30, 2008, presented for comparison purposes, was adjusted to reflect the effects of the aforementioned law and provisional measure.

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2. Basis for Preparation and Presentation of the Financial Statements – Continued

The reconciliation between the net income for the nine-month period ended on September 30, 2008, adjusted by the full application of Law 11,638/07 and Provisional Measure 449/08 and the net income before the aforementioned law and provisional measure is as follows:

	Net income for the period ended on September 30, 2008	
	Parent Company	Consolidated
Net income for the period before the full application of Law 11.638/07 and Provisional Measure 449/08	36,731	37,025
Leasing	445	-
Present value adjustment of long-term assets and liabilities	(605)	(605)
Price allocation in acquisitions	2,043	2,043
Measurement of fair value of share based payments	(1,256)	(1,256)
Exchange variation on investments	346	346
Deferred income tax and social contribution	(640)	(489)
Net effects from the full application of Law 11,638/07 and Provisional Measure 449/08	333	39
Net income for the period with the full application of Law 11.638/07 and Provisional Measure 449/08	37,064	37,064

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2. Basis for Preparation and Presentation of the Financial Statements – Continued

2.1 Consolidated companies

The accounting information included in the quarterly information includes the operations of the Company and the following subsidiaries:

Subsidiary	Shareholding in the period ended on:			
	September 30, 2009		June 30, 2009	
	Direct	Indirect	Direct	Indirect
Totvs Rio Software Ltda. ("Totvs Rio")	100.00%	-	100.00%	-
Microsiga Argentina S.A. ("Microsiga Argentina")	100.00%	-	100.00%	-
Microsiga México S.A. ("Microsiga Mexico")	98.00%	-	98.00%	-
Microsiga Corporation ("Microsiga Corporations")	100.00%	-	100.00%	-
Totvs Nordeste Software Ltda. ("Totvs Nordeste")	100.00%	-	100.00%	-
Setware Informática Ltda ("Setware")	-	100.00%	-	100.00%
Totvs Brasília Software Ltda. ("Totvs Brasília")	100.00%	-	100.00%	-
RO Resultados em Outsourcing S.A. ("RO")	100.00%	-	100.00%	-
Inteligência Organizacional Serviços, Sistemas e Tecnologia em Software Ltda. ("IOSSTS")	100.00%	-	100.00%	-
Eurototvs Ltda. ("Eurototvs")	100.00%	-	100.00%	-
TQTV D Software Ltda. ("TQTV D")	55.00%	-	55.00%	-
Look S.A. ("Look")	100.00%	-	100.00%	-
BCS Comércio e Serviços de Informática Ltda ("BCS Comercio")	100.00%	-	100.00%	-
BCS Engenheiros Associados Ltda ("BCS Engenheiros")	100.00%	-	100.00%	-
BCSFLEX Comércio e Serviços de Informática Ltda ("BCSFLEX")	100.00%	-	100.00%	-
HBA Informática Ltda ("HBA")	100.00%	-	100.00%	-
Midbyte Informática S.A. ("Midbyte")	70.00%	-	70.00%	-
Datasul S.A. de CV ("Datasul Mexico")	100.00%	-	100.00%	-
Datasul Incorporation ("Datasul USA") (a)	100.00%	-	96.40%	-
Datasul Argentina S.A. ("Datasul Argentina")	100.00%	-	100.00%	-
Datasul Serviços em Informática e Consultoria S.A. ("Datasul Serviços")	100.00%	-	100.00%	-
Gens Tecnologia da Informação Ltda ("Gens")	100.00%	-	100.00%	-
YMF Arquitetura Financeira de Negócios S.A. ("YMF") (a)	100.00%	-	80.00%	-
Tools Arquitetura Financeira de Negócios S.A. ("Tools") (a)	100.00%	-	90.00%	-
DTSL Sistemas e Serviços de Informática Ltda. ("Datasul Paranaense")	100.00%	-	100.00%	-
Soft Team Consultoria e Informática Ltda. ("Softeam")	-	100.00%	-	100.00%
DTS Consulting Partner, AS de CV ("Partner")	-	100.00%	-	100.00%

(a) Equity interest variation in 2009.

All the balances and transactions between the companies were eliminated in the consolidation. The accounting practices used by the subsidiaries are consistent with those adopted by the Company and also with those used in the previous year.

The relevant business combinations and mergers carried out by the Company during 2008, as disclosed in the financial statements of December 31, 2008, the comparability between the parent company and consolidated accounting information referring to the quarter and nine-month period ended on September 30, 2009 and the information referring to the same period of 2008 was impaired.

This quarterly information should be read along with the financial statements of December 31, 2008.

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3. Cash and cash equivalents

	Parent Company		Consolidated	
	September 30, 2009	June 30, 2009	September 30, 2009	June 30, 2009
Cash equivalents	16,743	12,487	20,803	17,709
Cash and cash equivalents	-	-	-	-
Purchase and sale commitments	61,149	68,618	62,997	71,244
CDB	115,216	91,342	145,040	123,739
DI Funds	12	11	3,246	299
	<u>176,377</u>	<u>159,971</u>	<u>211,283</u>	<u>195,282</u>
	<u>193,120</u>	<u>172,458</u>	<u>232,086</u>	<u>212,991</u>

Financial investments are represented by DI (interbank deposit) funds, Bank Deposit Certificates and repurchase and resale agreements (operations backed by debentures with a repurchase commitment by the issuer), and these are redeemable within 90 days from the balance sheet date.

These investments were made with prime financial institutions and earn a percentage of the Interbank Deposit Certificate (CDI) variation.

4. Trade accounts receivable

	Parent Company		Consolidated	
	September 30, 2009	June 30, 2009	September 30, 2009	June 30, 2009
Domestic market	153,008	144,973	193,437	182,678
Foreign market	-	-	15,619	16,248
	<u>153,008</u>	<u>144,973</u>	<u>209,056</u>	<u>198,926</u>
Current assets	(147,355)	(136,847)	(203,403)	(190,800)
Noncurrent assets	5,653	8,126	5,653	8,126

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5. Income tax and social contribution

Income tax and social contribution, current and deferred, were recorded pursuant to current rates. Deferred income tax and social contribution are calculated over temporary differences and income and social contribution tax loss carry forwards.

Reconciliation of expenses from income tax and social contribution:

	Parent Company		Consolidated	
	September 30, 2009	September 30, 2008	September 30, 2009	September 30, 2008
Income of the quarter before taxes	97,899	42,566	108,784	47,906
Income tax and social contribution at nominal rate of 34%	(33,286)	(14,472)	(36,987)	(16,288)
Adjustments for the statement of effective rate:	-	-	-	-
Equity income	5,924	2,262	-	-
Law 11,196/05 (Incentive for research and development)	16,998	7,822	17,355	9,033
Effect of calculation according to different regimes in subsidiaries	-	-	956	(1,508)
Income abroad	(2,321)	(73)	(2,321)	(63)
Tax loss carryforwards	1,700	-	1,700	-
Doubtful Accounts	(138)	(139)	(150)	(40)
Other	(912)	(902)	(1,081)	(1,532)
Revenue/(expense) from income tax and social contribution	(12,035)	(5,502)	(20,527)	(10,398)
Effective rate	12,3%	12,9%	18,9%	21,7%

Deferred income tax and social contribution are broken down as follows:

	Parent Company		Consolidated	
	September 30, 2009	June 30, 2009	September 30, 2009	June 30, 2009
<u>Assets</u>				
Deriving from temporary differences:				
Goodwill	10,075	13,678	10,202	14,148
Provision for commissions	10,207	9,996	12,566	11,964
Advanced income or revenues	6,141	6,475	6,153	6,541
Allowance for doubtful accounts	4,623	4,290	5,142	4,560
Provision for contingencies and other liabilities	9,795	9,726	9,795	9,726
Tax loss carryforwards	1,113	2,828	2,113	3,619
Premium for non conversion	3,327	2,632	3,327	2,632
Adjustments deriving from law 11,638/07 and MP 449/08	531	595	531	595
Other	878	771	886	834
Total deferred income and social contribution taxes	46,690	50,991	50,715	54,620
Current	(17,225)	(17,241)	(19,606)	(19,339)
Noncurrent	29,465	33,750	31,109	35,281

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5. Income tax and social contribution - continued

The amount recorded in noncurrent assets will be realized as shown below:

<u>Year</u>	<u>Parent Company</u>		<u>Consolidated</u>	
	<u>September 30,2009</u>	<u>June 30,2009</u>	<u>September 30,2009</u>	<u>June 30,2009</u>
2010	5,737	7,118	7,254	8,180
2011	932	1,265	942	1,309
2012	16,870	19,332	16,961	19,662
2013	932	1,265	944	1,309
2014 and following	4,994	4,770	5,008	4,821
	<u>29,465</u>	<u>33,750</u>	<u>31,109</u>	<u>35,281</u>

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6. Investments

The breakdown of investments in subsidiaries is shown below:

	Investees' amounts on September 30, 2009		Equity pickup in nine month period ended on		Balance of Investments on		Balance of provision for losses on	
	Shareholders equity	Results for the period	September 30, 2009	September 30, 2008	September 30, 2009	June 30, 2009	September 30, 2009	June 30, 2009
Totvs Rio Software Ltda. ("Totvs Rio")	11,999	2,155	2,155	2,063	11,999	10,974	-	-
Microsig Argentina S.A. ("Microsig Argentina")	2,890	(1,485)	(1,485)	523	2,890	3,208	-	-
Microsig México S.A. ("Microsig Mexico")	3,832	(2,243)	(2,198)	(7,888)	3,755	2,987	-	-
Makira do Brasil S.A. ("Makira")	-	-	-	936	-	-	-	-
Microsig Corporation ("Microsig Corporations")	2,077	(25)	(25)	65	2,077	2,351	-	-
Totvs Vitória Software Ltda. ("Totvs Vitória")	-	74	74	(183)	-	-	-	-
Totvs Brasil Central Software Ltda. ("MBC")	-	-	-	164	-	-	-	-
Totvs Nordeste Software Ltda. ("Totvs Nordeste")	5,846	1,015	1,015	126	5,846	5,407	-	-
Totvs Brasília Software Ltda. ("Totvs Brasília")	(314)	(6)	(6)	103	-	4	314	-
Inteligência Organizacional Serviços, Sistemas e Tecnologia em Software Ltda. ("IOSSTS")	696	705	705	(204)	696	573	-	-
Eurototvs Ltda. ("Eurototvs")	1,284	262	262	(13)	1,284	1,015	-	-
RO Resultados em Outsourcing S.A. ("RO")	111	(551)	(551)	(5)	111	210	-	-
Totvs BMI Consultoria S.A. ("BMI")	-	-	-	226	-	-	-	-
Look S.A. ("Look")	-	(129)	(129)	(1)	-	187	-	-
Midbyte Informática S.A. ("Midbyte")	1,636	1,264	885	534	1,145	705	-	-
TQTV D Software Ltda. ("TQTV D")	10,968	268	147	3	6,220	5,179	-	-
BCS Holding Participações Ltda ("BCS Holding")	-	-	-	1,562	-	-	-	-
BCS Comércio e Serviços de Informática Ltda ("BCS Comercio")	3,455	2,812	2,812	-	3,455	2,782	-	-
BCS Sistemas Computacionais Ltda ("BCS Sistemas")	75	(75)	(75)	-	75	601	-	-
BCSFLEX Comércio e Serviços de Informática Ltda ("BCSFLEX")	100	(1)	(1)	-	100	309	-	-
HBA Informática Ltda ("HBA")	31	21	21	-	31	73	-	-
Datasul S.A.	-	-	-	8,641	-	-	-	-
Datasul Serviços em Informática e Consultoria S.A. ("Datasul Serviços")	8,275	3,941	3,941	-	8,275	6,827	-	-
Gens Tecnologia da Informação Ltda ("Gens")	1,763	100	100	-	1,763	1,793	-	-
YMF Arquitetura Financeira de Negócios S.A. ("YMF")	18,584	9,982	8,181	-	18,584	12,425	-	-
Tools Arquitetura Financeira de Negócios S.A. ("Tools")	287	1,647	1,507	-	287	1,751	-	-
DTSL Sistemas e Serviços de Informática S.A. ("Datasul Paranaense")	6,349	1,418	1,418	-	6,349	5,872	-	-
Datasul S.A. de CV ("Datasul Mexico")	(2,649)	(1,796)	(1,796)	-	-	-	2,649	1,934
Datasul Incorporation ("Datasul USA")	1,087	(105)	(101)	-	1,087	1,195	-	-
Datasul Argentina S.A. ("Datasul Argentina")	2,348	570	570	-	2,348	2,001	-	-
Other Investments	-	-	-	-	-	-	-	-
			17,425	6,652	78,377	68,430	2,963	1,934
			-	-	2	2	-	-
			17,425	6,652	78,379	68,432	2,963	1,934

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7. Intangible Assets

The breakdown of intangible assets and the amortization period of each asset group are shown below:

	Amortization term (years)	Parent Company				Consolidated			
		September 30, 2009			June 30, 2009	September 30, 2009			June 30, 2009
		Cost	Accumulated amortization	Net	Net	Cost	Accumulated amortization	Net	Net
Exploration Rights of areas and copyrights of products developed by third parties.	5	3,815	(2,382)	1,433	12,112	3,815	(2,382)	1,433	12,115
Product development	-	-	-	-	-	12,073	-	12,073	9,680
Trademarks and patents	15	61,987	(5,299)	56,688	58,173	63,653	(5,429)	58,224	59,793
Client portfolio	8 to 10	169,503	(19,539)	149,964	143,764	179,020	(20,664)	158,356	152,698
Franchises	2 to 5	83,222	(21,761)	61,461	66,124	83,222	(21,761)	61,461	66,124
Software	6 to 10	154,281	(18,095)	136,186	137,286	163,920	(19,666)	144,254	145,616
Other	2 a 5	22,642	(1,900)	20,742	4,103	24,336	(2,726)	21,610	4,750
Goodwill*	-	281,043	(134,215)	146,828	146,828	282,087	(134,299)	147,788	147,688
		776,493	(203,191)	573,302	568,390	812,126	(206,927)	605,199	598,464

* As set forth in Technical Pronouncement CPC 13 of January 1, 2009 goodwill pegged to future profitability is no longer amortized.

The amounts related to the acquisition made during the third quarter of 2009 that will be allocated to intangible assets as a result of the purchase price allocation studies will be considered up to December 2009. No write off is expected to originate from these studies.

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8. Liabilities from Investment Acquisition

These refer to liabilities arising from investment acquisitions carried out by the Company, paid in installments, recorded in current and noncurrent liabilities, as follows:

	Parent Company		Consolidated	
	September 30, 2009	June 30, 2009	September 30, 2009	June 30, 2009
BCS	7,449	7,250	7,449	7,250
YMF (a)	23,618	6,069	23,618	6,069
Tools (a)	2,619	2,563	2,619	2,563
Gens (a)	1,273	1,416	1,273	1,416
Techprod (a)	2,484	2,431	2,484	2,431
Midbyte	1,209	1,176	1,209	1,176
Soft Team (a)	-	-	1,961	2,417
Techserv (a)	-	-	1,103	1,079
Datasul MG	2,209	3,597	2,209	3,597
Datasul Saúde MG	857	1,359	857	1,359
Other (a)	1,791	1,567	1,791	1,567
Total liabilities per investment acquisition	43,508	27,428	46,572	30,924
Current liabilities	(32,461)	(11,646)	(34,018)	(12,138)
Non-current liabilities	11,047	15,782	12,554	18,786

(a) Installments are adjusted at rates varying from 100% to 100.5% of CDI

During the period, the Company acquired additional shares of YMF and Tools with amounts payable as presented above and in a material fact disclosed to investors.

Installments recorded in noncurrent liabilities mature as shown below:

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<u>Year</u>	<u>Parent Company</u>		<u>Consolidated</u>	
	<u>September 30, 2009</u>	<u>June 30, 2009</u>	<u>September 30, 2009</u>	<u>June 30, 2009</u>
2010	-	5,579	-	6,809
2011	4,032	3,326	4,534	3,918
2012	5,780	5,672	6,785	6,854
2013	886	864	886	864
2014	349	341	349	341
Non current liabilities	11,047	15,782	12,554	18,786

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9. Loans and Financing

	Parent Company		Consolidated	
	September 30, 2009	June 30, 2009	September 30, 2009	June 30, 2009
BNDDES	206,142	209,763	206,142	209,763
Software development – FINEP	5,047	3,694	5,047	3,694
Overdraft-secured accounts and other	-	-	1,313	1,250
	211,189	213,457	212,502	214,707
Current liabilities	(2,995)	(6,159)	(3,177)	(6,206)
Noncurrent liabilities	208,194	207,298	209,325	208,501

BNDDES (Brazilian Development Bank) - the loan has the purpose of financing software research for software product innovation, brand repositioning and sale channel restructuring, and is paid based on the Long-Term Interest Rate (TJLP) plus 1.5% interest p.a., maturing every six months. The loan is secured by a letter of bank guarantee.

In April 2009, the amount of R\$44,500 was made available to the Company as a supplement to the credit approved in 2008.

Software development – FINEP – Said loan is paid based on the Long-Term Interest Rate, increased by 5% interest p.a. and is secured by letters of bank guarantee.

Amounts recorded in noncurrent liabilities on September 30 and June 30, 2009 have the following maturity schedule:

	Parent Company		Consolidated	
	September 30, 2009	June 30, 2009	September 30, 2009	June 30, 2009
2010	4,924	4,028	6,055	5,231
2011	41,006	41,006	41,006	41,006
2012	41,006	41,006	41,006	41,006
2013	40,252	40,252	40,252	40,252
2014	41,006	41,006	41,006	41,006
2015	40,000	40,000	40,000	40,000
	208,194	207,298	209,325	208,501

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10. Debentures

On August 19, 2008, shareholders approved the issue of up 100,000 Units, represented by Brazilian Depositary Receipts, comprised of 2 non-detachable debentures, one of which is 1st series convertible and the other 2nd series convertible. The breakdown is as follows:

Issue	Debentures	Annual financial charges	Unit price	Parent Company and Consolidated	
				9/30/2009	6/30/2009
1 st Series	100,000	IPCA* + 3.5% limited TJLP + 1.5%	1	100,645	106,241
2 nd Series	100,000	TJLP + 1.5%	1	100,645	106,241
		Total		201,290	212,482
		Non-conversion premium		9,785	7,742
		Total		211,075	220,224
		Current liabilities		(1,290)	(12,482)
		Non-current liabilities		209,785	207,742

* Extended National Consumer Price Index

** Long-term interest rate

1st Series debentures are paid based on IPCA plus 3.5% interest p.a., limited to the TJLP plus 1.5% p.a., to be paid annually on August 19. 2nd Series debentures are paid based on the TJLP plus 1.5% p.a., paid semi-annually on February 19 and August 19.

The Company will pay the remuneration owed, *pro rata temporis*, up to the actual payment, day, in the following events: (i) any debenture conversions; (ii) scheduled amortizations; (iii) early maturity; and (iv) final maturity or settlement of debentures.

Should there not be a conversion, debentures will be entitled to a non-conversion premium, for 1st series debentures equivalent to the difference between IPCA increased by 8.0% p.a. and the remuneration above mentioned amount, and for 2nd series debentures, equivalent to interest of 3.5% p.a. Non-conversion premium of 1st series debentures will be restated by the IPCA increased by 8.0% p.a., and 2nd series debentures will be restated by TJLP increased by 5.0% p.a. On September 30, 2009, the non-conversion premium, calculated *pro rata temporis*, totaled R\$9,785.

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10. Debentures - continued

The units will have mandatory conversion into the Company's common shares should, as from its issue date, the 360 day-weighted average price of the Company's shares, calculated at the São Paulo Stock Exchange (BVSP) trading sessions and assessed on the Units' reference date, in each period, be higher than the weighted average price per volume of the Company's shares, also calculated at the BVSP trading sessions within the period from June 6 and August 31, 2008 ("reference period"), increased by the premium of 50% of the weighted value of shares in the period, during the debenture's three first anniversary dates, dropping to 46%, 42% and 40% in the subsequent years. For assessment purposes of the weighted value of shares at the reference period, historical values will be restated based on indices set forth at bookkeeping of debentures.

Should the appreciation meet the aforementioned conditions, debenture holders will be obliged to convert, in 2011, up to 15% of the debentures issued, up to 30% in 2012, up to 45% in 2013, and up to 60 % in 2014. However, the mandatory conversion may only take place 2 years after its issue.

Conversion price, should that happen, will also be the average price weighted by the volume of Company's shares, calculated in the BVSP's trading sessions at the base period, increased by the 50% premium of the weighted value of shares in said period, for the possible conversions to be carried out in 2011, dropping to 46%, 42% and 40% in the subsequent years. For assessment purposes of the weighted value of shares at the reference period, historical values will be restated based on indices set forth at bookkeeping of debentures.

Voluntary conversion of debentures, at the debenture holders' discretion, may be performed taking into consideration the percentage limits per year and conversion price above mentioned. Despite the maximum conversion percentages, debenture holders may convert 100% of the securities should: i) a third party acquires more than 20% of the Company's shares or ii) the number of independent members of the Company's Board of Directors be lower than 50%.

The conversion price will take place simultaneously and will be proportionally adjusted whenever there is a capital increase.

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10. Debentures - continued

The long-term principal amount matures as shown below:

	Parent Company and Consolidated	
	September 30, 2009	June 30, 2009
August 2014	80,000	80,000
August 2015	120,000	120,000
After February 2017	9,785	7,742
	<u>209,785</u>	<u>207,742</u>

Debentures have provision for early maturity, if certain financial and non-financial conditions are not fulfilled, in addition to other ancillary obligations. On September 30, 2009, the Company was performing with all established conditions.

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11. Provision for Legal Obligations Related to Legal Proceedings

The Company and its subsidiaries, during the regular course of their operations, are parties to several legal proceedings related to tax, social security, labor and civil matters. A provision for contingencies was set up by the management, supported by information provided by its legal counsel and analysis of pending judicial proceedings, in an amount considered sufficient to cover probable losses, as shown below:

	Parent Company and Consolidated	
	September 30, 2009	June 30, 2009
<u>Provision</u>		
Social security	27,208	27,324
Tax	7,944	7,670
Civil	2,092	2,066
Labor	3,029	3,031
	<u>40,273</u>	<u>40,091</u>
<u>Judicial deposits</u>		
Social security	(16,766)	(17,036)
Tax	(6,013)	(5,697)
Other	(625)	(618)
	<u>(23,404)</u>	<u>(23,351)</u>
	<u>16,869</u>	<u>16,740</u>

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11. Provision for Contingencies and Legal Obligations Related to Legal Proceedings - continued

a) Ongoing proceedings with recorded provision for contingencies

The breakdown of the main proceedings whose provisions were recorded is as follows:

Social Security:

The Company filed: (i) declaratory action to avoid the collection of the estimated social contribution taxes owed to SESC (Social Service for Trade) and SENAC (National Service for Commercial Training), as well as an ordinary suit requesting the refund of contributions paid to the INSS (Brazilian Social Security Institute); (ii) writ of mandamus pleading the unconstitutionality of the social security collection set forth by Laws 9,876/96 and 5,471/71, levied on the income earned by the cooperatives rendering services to the Company. The judicial deposits made by the Company until September 30, 2009 amounted to R\$16,535 (R\$16,813 on June 30, 2009), recorded as reduction of the provisions for social security contingencies.

In November 2006, the Company assumed the tax deficiency notices and debt assessment originally issued against Datasul S.A. by the INSS in the amount of R\$7,746, regarding the conditions adopted by the Company to distribute performance premiums in the period between May, 1999 and December, 2005. Based on the opinion of its legal counsel, the Company accrued the amount of R\$ 5,681 (restated on September 30, 2009), an amount considered sufficient to cover eventual losses. The lawsuit awaits state administrative decision of the Social Security Taxpayers Council. In addition, on September 30, 2009, the subsidiary recorded provision for legal liabilities related to the law interpretation on third party services contributions in the amount of R\$ 3,665 (R\$ 3,610 on June 30, 2009).

On September 21, 2000, a court claim for taxes against the Company was filed by the INSS in the amount of R\$3,738 (R\$9,056 restated up to September 30, 2009), referring to the tax delinquency notices to collect the social security contribution, SAT, contribution to third parties and respective formal penalties under the claim of non-compliance with the ancillary liabilities. The Company offered as guarantee a property located at Rua XV de Novembro, 3950, in the city of Joinville, state of Santa Catarina, as well as the respective improvements and permanent assets at that time, whose residual book value on September 30, 2009 is R\$1,051 (R\$1,051 on June 30, 2009). On September 30, 2009, based on the opinion of its legal advisors, the Company made a provision in the amount of R\$1,051 corresponding to the residual value of the guarantees, as it believes the likely loss installment will be limited to the value of the guarantee provided, because, according to the investment agreement and other covenants entered into with Logocenter Participações S.A., losses that exceed the amount of the guarantee will be paid by Logocenter Participações S.A., a company owned by the former controlling shareholders of Logocenter S.A.

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11. Provision for Contingencies and Legal Obligations Related to Legal Proceedings - continued

a) Ongoing proceedings with recorded provision for contingencies - continued

Social Security - continued

On October 1, 2009, the Company celebrated an agreement to sell the property mentioned above in view of the possibility to participate in the Government Program (REFIS4) for debt restructuring and pay its tax debt in one installment at a discount.

Tax:

The Company's Belo Horizonte branch is discussing, in four court deposit actions brought against the city governments of São Paulo, Rio de Janeiro, Uberlândia and Vitória, if they are required to pay the ISSQN (Tax on Any Sort of Services) at rates ranging from 2% to 5%, or if the tax is payable to the city government of Belo Horizonte where the rate is 2%. The Company understands that the ISS is due to the municipality of Belo Horizonte, where service is provided. Thus, the Company has been making court deposits under the scope of said lawsuits, taking into account the rates required by the city governments and recording provision for contingencies for these city governments by the 3% rate. On September 30, 2009, the provision acknowledged for this lawsuit totaled R\$6,013 (R\$5,697 on June 30, 2009) and the judicial deposits made until that date, amounted to R\$10,021 (R\$9,495 on June 30, 2009).

The Company assumed the assessments filed against Datasul S.A. by the Internal Revenue Service, which had the purpose of charging the amounts registered as Executable Tax Debts, related to the supposed improper exclusion of Plano Real's effects on the Income Tax of 1997 and the improper compensation of payment credits of the Withholding Income Tax of 1997. Appeals for motions to stay execution funds and appeals were denied. Special appeal was filed and is under the analysis of the Superior Court of Justice. The provision balance related to this lawsuit on September 30, 2009 is R\$830 (R\$824 on June 30, 2009).

The Company and its subsidiaries also have other provisions for legal liabilities related to the Law interpretation on the taxable event and tax calculation basis, amounting to R\$1,100 (R\$1,153 on June 30, 2009).

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11. Provision for Contingencies and Legal Obligations Related to Legal Proceedings -
continued

a) Ongoing proceedings with recorded provision for contingencies - continued

Civil:

The Company is defendant in ordinary suits filed by clients for contracts termination, with additional suit for damages and indemnity proceedings filed by business agents, related to contract termination and indemnification charges and requests. On September 30, 2009, the provision recorded for these suits amounted to R\$2,092 (R\$2,066 on June 30, 2009).

Labor:

The Company has recorded provision related to lawsuits filed by former employees and service companies. They claim the reduction of their commissions on sales and services, overtime and wage parity. The amount accrued is R\$3,029 on September 30, 2009 (R\$3,031 on June 30, 2009).

b) Other ongoing proceedings

Furthermore, the Company and its subsidiaries are party to other lawsuits, whose risk of loss is deemed as possible by the Company's external lawyers and management, for which no provision was recorded, as follows:

	Parent Company and Consolidated	
	September 30, 2009	June 30, 2009
Social security	14,037	13,849
Tax	12,041	11,395
Civil	17,223	16,906
Labor	733	599
	44,034	42,749

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11. Provision for Contingencies and Legal Obligations Related to Legal Proceedings - continued

b) Other ongoing proceedings - continued

The summary of main proceedings in progress is presented as follows:

On May 4, 2007, the INSS filed a court claim for taxes against the Company in the amount of R\$1,604 (R\$2,057– restated up to September 30, 2009) referring to the social contributions destined to third parties (SESC and SENAC) levied on the compensation paid to employees who rendered services from June 1999 until July 2000. This amount of R\$1,626 (R\$2,057– restated up to September 30, 2009) was judicially deposited in 2007, and recorded in noncurrent assets.

As a result of inspection procedures by the Brazilian Internal Revenue Service, the Company received a deficiency notice filed in 2006 in the amount of R\$6,045 (R\$8,561– restated up to September 30, 2009), concerning questionings related to commission and rental expenses and their respective effects on the calculation of income tax and social contribution on net income for the 2001 fiscal year. The Company challenged this notice, which is pending analysis of the Federal Revenue Office. For this claim, the company's legal advisors classified the possibility of loss as remote.

As a result of inspection procedures by the Brazilian Internal Revenue Service, the Company received a deficiency notice in 2008 in the amount of R\$3,628 (R\$4,010– restated up to September 30, 2009), concerning questionings for not having added to its taxable income part of its profits supposedly received by it from one of its subsidiaries abroad and on undue amortization, in the calculation of taxable income, of the goodwill from the merger of ABR1 into the Company in 2003 to 2006 calendar years. The Company challenged this notice, which is pending analysis of the Federal Revenue Office.

The São Paulo city government filed eight assessment notices against the Company regarding the municipal tax on services for the period from 1996 to 2000, in the amount of R\$804 (R\$4,682– updated up to September 30, 2009). The assessments result from the understanding of the São Paulo city government that services rendered by our Joinville office occur in fact within the limits of the city of São Paulo . Our Management and the Company's legal advisers understand that all services are rendered by our Joinville branch and taxes were duly collected by us in that city.

The Company assumed motions for stay of tax executions, claiming that it cannot be liable for the payment of NFLD 35.058.091-0, originally filed against Datasul S.A., with a starting value of R\$3,862 (R\$7,792– updated up to September 30, 2009). Such assessment notice was filed by the INSS due to an alleged irregularity in our service outsourcing. The discussion of the merit for this stay of execution is currently suspended, with no first degree decision.

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11. Provision for Contingencies and Legal Obligations Related to Legal Proceedings - continued

b) Other ongoing proceedings - continued

As a result of the inspection procedures by the Brazilian Internal Revenue Service, in 2007 the Company assumed the tax deficiency notice issued against Datasul S.A., amounting to R\$1,357 (R\$1,630– updated up to September 30, 2009), regarding some inquiries on Datasul's failure to withhold income tax on values paid by third parties to beneficiaries of the incentive cards established in a previously adopted Marketing Plan. The Company filed a motion to deny this intended collection and we are currently awaiting a decision by the Brazilian Internal Revenue Service.

The Company is the Defendant party to ordinary suits filed by clients and third party for contract termination, with additional award of damages, amounting to R\$17,223 – restated up to September 30, 2009.

c) Legislation in force

Under current legislation in force in Brazil, the federal, state and municipal tax obligations, as well as social charges, are subject to review by relevant authorities for periods varying from 5 to 30 years. Law of other countries where the Company's subsidiaries operate stipulates different statutes of limitation.

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12. Shareholders' Equity

a) Capital Stock

On September 30, 2009 and June 30, 2009, the Company's capital stock comprised 31,152,402 registered non-par common shares:

b) Capital reserves

The balance on September 30, 2009 and June 30, 2009 was as follows:

	Parent Company and Consolidated	
	September 30, 2009	June 30, 2009
Balance of stock options at the beginning of the period	403,400	403,400
Operations	-	-
Granted	-	-
Cancelled	18,906	-
Balance of stock options at the end of the year	384,494	403,400

Goodwill reserve - The amount of R\$31,557 refers to the goodwill reserve ascertained as a result of payments made in the 2005 fiscal year and R\$14,330 resulting from the merger of the former subsidiary Makira S.A. in the year of 2008.

The capital reserve shall be used, according to legal provisions, for: i) absorption of losses that exceed the accrued profits and profit reserves; ii) redemption, refund or purchase of shares; iii) beneficiaries' redemption; iv) capitalization; or v) payment of dividends to preferred shares, when they are entitled to it.

13. Stock Option Plan

On November 26, 2007, the Extraordinary General Meeting approved the Stock Option Plan. This plan is managed by the Board of Directors, which defines the call option criteria for each category of eligible professionals and determines, at its discretion, based on the nomination of the Remuneration and Human Resources Committee, which eligible professionals will participate in the plan, as well as the number of shares that may be acquired by each one of them by means of the exercise of options.

The Call Option Plan is valid for 60 months as of its approval by the Company's General Meeting, and it will be in force until the deadline for the exercise of the outstanding options. The total number of shares allocated to this plan should not exceed 3.3% of the Company's

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capital stock in a period of three years, as of the date of approval of the plan by the Company's General Meeting.

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13. Stock Option Plan - continued

On January 30, 2008, the Board of Directors approved the 1st granting of stock options and the respective election of the plan's beneficiaries and the number of shares each of them may acquire through the exercise of their respective options, totaling 270,057 shares, at the strike price of R\$46.16, corresponding to the arithmetic average of the price of shares in the trading sessions of the five previous days.

On January 22, 2009, the Board of Directors approved the 2nd granting of stock options and the respective election of the plan's beneficiaries and the number of shares each of them may acquire through the exercise of their respective options, totaling 182,555 shares, at the strike price of R\$36.04, corresponding to the arithmetic average of the price of shares in the trading sessions of the five previous days.

The exercise of the options granted has as vesting condition the exercise of the options only at the end of the 36-month period as of the granting date, and no later than 60 months as of the granting date. Options granted by this plan are individual and non-transferable, whether or not the vesting period expires.

The market value of each option granted is estimated on each granting date, based on the Black-Scholes option pricing model, considering: expected dividends of 2.4% and 3.3%, expected volatility of approximately 37.94% and 38.54%, risk-free interest rate of 11.75% and 11.25% per year; and a 4-year maturity term, respectively, for the 1st and 2nd grantings,. The effect in the quarter is R\$401, recorded as stock option granting expenses.

The changes in the number of options related to the current stock option plan are summarized below:

	Parent Company and Consolidated	
	September 30, 2009	June 30, 2009
Balance of stock options at the beginning of the period	403,400	403,400
Operations	-	-
Granted	-	-
Cancelled	18,906	-
Balance of stock options at the end of the year	384,494	403,400

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14. Financial Instruments

CVM Resolution 550 of October 17, 2008, establishes that publicly-held companies must disclose, in a specific note, qualitative and quantitative information on all its derivative financial instruments, regardless of them being acknowledged or not as assets or liabilities in its balance sheet. On September 30, 2009 and June 30, 2009, the Company and its subsidiaries did not have any type of derivative financial instrument.

The Company's financial instruments are represented by funds available, accounts receivable, accounts payable, debentures, loans and financing, and are recorded at cost value plus income or incurred charges, which on September 30, 2009 are close to market value.

The key risks linked to the Company's operations refer to the variation of TJLP and IPCA for financing contracted with the BNDES and for the debentures issued and CDI for financial investments.

CVM Rule no. 475 of December 17, 2008, provides for the presentation of information on financial instruments in a specific explanatory note and the disclosure of the sensitivity analysis statement chart.

As described in Note 10, debentures issued by the Company are private, with unique characteristics; thus, they preclude any market value estimate. Thus, it is the Company's opinion that these debentures' book value is the closest to market value for these securities.

With regard to financing operations, these refer to transactions carried out within the Program for the Development of the Software and Information Technology Industry – PROSOFT, under which the BNDES evaluates each company to grant the loans. With this in mind, the recorded value is the closest to the market value for these financial instruments.

DI applications are recorded at market value, according to price quotation published by the respective financial institutions and the others mostly refer to certificates of bank deposit and repurchase and resale agreements; therefore, the value recorded for these instruments is not different from the market value.

As an attempt to check the sensitivity of the index for the financial investments the Company was exposed to on September 30, 2009, three different scenarios were created. Based on the forecast by financial institutions, we arrived at a 12-month forecast for Interbank Deposit Certificates (CDI), with an average of 9.25% p.a. for the fiscal year of 2009 – this being the most probable scenario; from this rate, we assessed variations from 25% to 50%.

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14. Financial Instruments – continued

For each of these scenarios the gross financial revenue was estimated, with taxes on investments' return not included. The base date for the portfolio was September 30, 2009, with a one-year projection to check the CDI's sensitivity in each scenario.

Operation	Risk	Likely Scenario (I)	Scenario II	Scenario III
Financial investments	CDI	9.25%	6.94%	4.63%
Position on 9/30/2009		19,544	14,658	9,772
		221,283 *		

*Balance on September 30, 2009 invested in CDB (Bank deposit certificate) and DI funds

Aiming at checking the sensitivity of the index the Company is exposed to estimate our debts on the September 30, 2009 reference date, three different scenarios were created. Based on TJLP and IPCA in force on September 30, 2009, the most likely scenario was determined for the fiscal year 2009 and, from this, variations from 25% to 50% were estimated.

For each scenario, the gross financial expense was calculated not taking into account the taxes incurred and the maturities flow for each agreement scheduled for 2009. The base date used for the financings and debentures was September 30, 2009, projecting the rates for one year and checking their sensitivity in each scenario.

Operation	Risk	Likely Scenario (I)	Scenario II	Scenario III
Financing operations				
Position on 9/30/2009	TJLP	6.00%	7.50%	9.00%
R\$212,502		12,750	15,938	19,125
Debentures				
Position on 9/30/2009	IPCA	5.00%	6.25%	7.50%
R\$ 211,075	TJLP	6.00%	7.50%	9.00%
		23,211	29,023	34,827

The Company has loan, financing and debenture agreements, with restrictive covenants usually applied to these types of operations, related to the achievement of economic-financial indexes, cash generation and others. These restrictive covenants have been met and do not limit the capacity to normally conduct the operations.

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15. Reconciliation with International Financial Reporting Standards - IFRS

The reconciliation of the consolidated shareholders' equity and result for the year, prepared in accordance with the practices adopted in Brazil (BRGAAP) and international accounting standards (International Financial Reporting Standards - IFRS), as required by the Novo Mercado listing rules, is stated as follows:

	Note	Consolidated			
		Shareholders' Equity		Net income for the nine-month period ended on	
		September 30, 2009	June 30, 2009	September 30, 2009	September 30, 2008
BRGAAP		537,232	508,182	85,865	37,064
Goodwill amortization reversal	(a)	95,230	95,230	-	36,463
Amortization of intangible assets	(b)	(605)	(524)	(246)	(246)
Company's shares issued in operation with Datasul	(c)	136,313	136,313	-	-
Deferred taxes	(d)	(32,174)	(32,200)	84	(12,314)
Minority interest	(e)	5,315	7,901	2,393	444
IFRS		741,311	714,902	88,096	61,411

As stated above, the accounting balances measured according to the IFRS differ, in certain aspects, from the accounting balances measured in accordance with the accounting practices adopted in Brazil, applied by the Company and its subsidiaries in the preparation of their consolidated financial statements.

In order to obtain the values of the consolidated shareholders' equity on September 30 and June 30, 2009, and the values of the consolidated net income for the nine-month periods ended on September 30, 2009 and 2008, the Company applied the standards and interpretations issued by the International Accounting Standards Board (IASB). Below we describe the reconciliation items:

a) Goodwill amortization reversal

According to IFRS, the goodwill resulting from a business combination is not amortized. Its recovery value must be appraised at least once a year. When the recoverable value of the goodwill or of any other asset is lower than the book value, a loss shall be recognized in the year's result.

(A free translation of the original in Portuguese)

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15. Reconciliation with International Financial Reporting Standards – IFRS - continued

According to the BRGAAP, goodwill was amortized up to December 31, 2008, based on the projections of future results, or for other reasons determining its recognition. With the issuance of CPC 13 – Initial adoption of Law 11,638/07 and Provisional Measure 449/08, goodwill is not amortized as of 2009.

b) Amortization of intangible assets

According to the IFRS, in business combinations, the purchase method shall be applied at fair value, on the date of the acquisition. In a transaction between independent parties, the purchasing entity shall allocate, on the date of the combination, the cost of the acquisition (including direct costs with the transaction), accounting for: the identified assets and liabilities and the contingent liabilities assumed, measured at fair value. In the acquisition of IOSSTS, intangible assets relating to the client portfolio have been identified. Their useful life is estimated at 7 years.

In BRGAAP, goodwill on IOSSTS acquisition, occurred in the year of 2007, was calculated by the difference between the acquisition value and the accounting shareholders' equity of the acquired company.

c) Company's shares issued in the acquisition of Datasul

Pursuant to IFRS, the cost of the business combination shall be measured at fair value, on the control acquisition date. In the acquisition of Datasul, Totvs's shares included in the acquisition cost were measured at fair value.

According to BRGAAP, shares issued by Totvs, in connection with the merger of Datasul, shares, were measured at equity value of the merged subsidiary.

d) Deferred taxes

It refers to the deferred income tax and social contribution effects, resulting from the temporary differences between the accounting balances measured in accordance with the accounting practices adopted in Brazil (BRGAAP) and the balances measured in accordance with the IFRS.

e) Minority interest

According to the IFRS, the minority shareholders' stake is part of the group's shareholders' equity and income.

According to the BRGAAP, the installment of minority shareholders must be excluded from consolidated shareholders' equity and income.

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16. Subsequent event

a) Acquisition of Totalbanco

Through a relevant fact published on October 13, 2009, the Company's management announced the acquisition of equity interest representing 70 percent of the capital stock of Totalbanco Consultoria e Sistemas Ltda. ("Totalbanco"), which operates in the business of leasing and credit management for corporations and core-banking, allowing the integration between investment and credit management in the back-end. The acquisition is depending on the fulfillment of certain conditions to be formalized. Once said conditions are met, Totvs will pay the amount of R\$10,780 to Totalbanco's controlling shareholders for the abovementioned equity interest. Additionally, by means of this transaction, Totalbanco's controlling shareholders granted Totvs a call option for the remaining shares – currently representing 30 percent of Totalbanco's capital stock – to be exercised as of January 1, 2011, for the amount of up to R\$12,220, according to the fulfillment of certain targets established for Totalbanco for the 2009 and 2010 fiscal years.

b) Acquisition of Hery Software

Through a relevant fact published on October 13, 2009, the Company's management announced the acquisition of the entire capital stock of Hery Software Ltda. ("Hery") for the amount of R\$12,000. Hery is a distribution franchise originated from Datasul S.A., merged into the Company, and operates in major centers such as Rio de Janeiro, the Midwest and the capital city and other cities in São Paulo State. Hery's acquisition is in line with the Company's strategy of maintaining its own operations in the country's major centers and moving forward with the process of consolidating the distribution channels, begun in the last quarter of 2007.

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07.01 – COMMENTS ON THE COMPANY’S PERFORMANCE IN THE QUARTER

See comments presented in item “12.01 – Comments on the Consolidated Performance in the Quarter”.

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12.01 – COMMENTS ON THE CONSOLIDATED PERFORMANCE IN THE QUARTER		

TOTVS S.A., the leader in developing and marketing integrated enterprise management software and provision of related services in Brazil, presents its results for the third quarter of 2009. The following amounts are stated in thousands of reais, except when otherwise indicated.

📌 Gross Revenue and Net Revenue

The revenue items referring to 2008 were affected by the fact that the Company has consolidated Datasul's results as from August 2008.

When compared to 3Q08, gross revenue from services and sales grew 28.9%, totaling R\$276.114 million in 3Q09 – a new quarterly record for the Company.

Net revenue from services and sales grew 31.1% year-on-year, amounting to R\$252.596 million, also setting a new record.

Between 9M09 and 9M08, gross and net revenues from services and sales grew by 57.5% and 61.8%, respectively.

For yet another quarter, net revenue from services and sales posted a more substantial growth than gross revenue from services and sales, thanks to the continuous evolution of the sales and billing processes.

📌 License Fee Revenue

In 3Q09, license fee revenue was R\$65.782 million, higher than both the R\$59.161 million in 2Q09 and the R\$51.674 million in 3Q08.

This performance can be attributed to the new marketing campaign, to SPED's implementation schedule, and to the improvement in economic activity, among other factors, which allowed to maintain the fast pace of sales to the client base while speeding up sales to new clients.

In the nine-month period ended September 30, 2009, license fee revenue grew by 48.9% in relation to the same period of 2008.

📌 Revenue from Services

Revenue from services totaled R\$87.064 million in 3Q09, setting a new record and growing 25.8% when compared to the R\$69.188 million in 3Q08. The first nine months accumulated an increase of 44.6%, which resulted from the larger volume of implementation services provided due to the license sales of last quarters, reflecting the consolidation of Datasul as of the third quarter of 2008.

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Maintenance Fee Revenues

Maintenance fee revenues in 3Q09 amounted to R\$123.268 million, 32.1% up on 3Q08, also setting a new record. Year-to-date, these revenues grew by 73.0% in relation to the same period of 2008, totaling R\$210.067 million.

The Datasul merger, the sales of new licenses in previous quarters, and the low churn rate on active maintenance contracts also contributed to the growth in these revenues.

Operating Costs and Expenses (does not include net financial income)

Operating costs and expenses, excluding depreciation and amortization, totaled R\$186.146 million in 3Q09, versus R\$155.761 million in 3Q08, posting a 19.5% growth, once again lower than the 31.1% increase in net revenue in the same period. Year-to-date, growth was 50.3% in relation to the same period of 2008.

This increase was largely due to: (i) the merger of Datasul's operations; (ii) investment in research and development, especially in the Datasul brand; and (iii) the increase in the Management's Fees resulting from the additional number of statutory officers.

Cost of License Fees

Cost of License fees totaled R\$5.423 million in 3Q09, a 3.6% increase over 3Q08. This item represents the cost of third-party solutions sold by the Company.

License fee costs in 9M09 totaled R\$16.597 million, 142.7% higher than in 9M08. The merger of Datasul's operations has also significantly affected this cost item.

Cost of Services and Sales

Cost of services and sales rose by 20.4% between 3Q08 and 3Q09 to reach R\$73.833 million in 3Q09. In 9M09, the cost of services and sales reached R\$212.321 million, a 47.0% growth over 9M08. The merger of Datasul's operations also had a significant impact on this cost item.

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Research and Development

In 3Q09, research and development (R&D) expenses came to R\$32.330 million, 59.4% higher than the R\$20.283 million in 3Q08. R&D expenses in 9M09 totaled R\$87.944 million, 99.2% higher than the R\$44.139 million recorded in the same period of 2008. A significant portion of this increase is also due to the Datasul merger.

In 3Q09, R&D expenses represented 12.8% of net revenue. TOTVS will continue to focus on bringing this percentage back to the level of 11.0% of the Company's net revenue.

Advertising Expenses

Advertising expenses in 3Q09 amounted to R\$8.071 million, 2.3% higher than the R\$7.888 million recorded in 3Q08. Year-to-date, advertising expenses totaled R\$20.424 million, 44.4% higher than the R\$14.146 million recorded in 9M08. This increase, both in the quarter and in the year, is a result of the consolidation of Datasul's operations as of August 2008.

Selling Expenses

Selling expenses amounted to R\$14.671 million in 3Q09, 22.2% above the R\$12.001 million in 3Q08 and also below the revenue growth in the same period. This is one of the expense items benefited by the channel consolidation process.

Commissions

Commission expenses totaled R\$23.778 million in 3Q09, a 14.3% increase over the R\$20.811 million recorded in 3Q08. The increase is mostly explained by Datasul merger.

Year-to-date, commission expenses represented an equivalent to 10.0% of net revenue and totaled R\$72.463 million, 35.2% higher than the R\$53.588 posted for the same period in 2008, when commission expenses represented 12.0% of net revenue.

According to the sales mix, of own channel and franchise sales, commission expenses may present some fluctuations.

General and Administrative Expenses

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12.01 – COMMENTS ON THE CONSOLIDATED PERFORMANCE IN THE QUARTER

General and administrative (G&A) expenses totaled R\$17.464 million in 3Q09, an 8.4% increase on 3Q08. Year-to-date, G&A expenses totaled R\$56.968 million, 43.1% above the G&A expenses posted in 9M08. This growth is largely a result of the Datasul incorporation.

Once again, G&A expenses recorded lower increase than revenue growth, showing the possible gains in scale and synergies that can be obtained in TOTVS' operations.

Management Fees

Management fees totaled R\$8.796 million in 3Q09, 28.6% higher than the R\$6.840 million in 3Q08. Management fees in 9M09 grew 52.2% in relation to the same period of 2008 due to the increase in the number of executive officers after the Datasul merger, in addition to the 2nd granting of the stock option plan.

Allowance for Doubtful Accounts

Expenses with provision for doubtful accounts in 3Q09 were R\$2.440 million, a 40.0% reduction in relation to the R\$4.069 million recorded in 3Q08. In 9M09, the reduction was 9.4%. This provision is based on an analysis of the Company's receivables portfolio and is also affected by the incorporation of Datasul.

Other Revenues and Expenses

Other net revenues came to R\$0.660 million in 3Q09, versus other net expenses of R\$1.196 million in 9M08.

Depreciation and Amortization

Depreciation and amortization expenses totaled R\$17.848 million in 3Q09, a 19.6% reduction in relation to 3Q08. The changes in the accounting practices in Brazil reduced the goodwill to be amortized as of 1Q09.

Goodwill amortization represented R\$15.679 million, out of the total of R\$17.848 from depreciation and amortization expenses in 3Q09.

Operating Profit* and Net Income

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In 3Q09, TOTVS obtained an operating profit of R\$48.602 million, a 231.4% growth over 3Q08. Net income for 3Q09 was R\$30.222 million, a 101.9% growth over 3Q08, resulting in approximately R\$0.97 of earnings per share.

As mentioned in the revenue and expense items, operating income and net income were affected by the merger of Datasul's operations, which started being consolidated as of August 2008.

(*) Operating income calculated by the Company consists of Operating Result, excluding financial income and expenses.

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14.01 – CHARACTERISTICS OF PUBLIC OR PRIVATE DEBENTURE ISSUE

1- ITEM	01
2 – ISSUE ORDER NUMBER	1
3 – REGISTRATION NUMBER WITH CVM	
4 – DATE OF REGISTRATION WITH CVM	
5 - ISSUED SERIES	1
6 - TYPE	CONVERTIBLE
7 - NATURE	PRIVATE
8 – ISSUE DATE	08/19/2008
9 - DUE DATE	08/19/2019
10 - TYPE OF DEBENTURE	FLUCTUATING
11 – REMUNERATION CONDITIONS PREVAILING	IPCA+3.5% p.a. limit TJLP+1.5% p.a.
12 - PREMIUM/DISCOUNT	
13 - NOMINAL VALUE (Reais)	1.09
14- ISSUED AMOUNT (Reais)	100,645
15- NUMBER OF DEBENTURES ISSUED (UNIT)	100,000
16 - OUTSTANDING DEBENTURES (UNIT)	100,000
17 - TREASURY DEBENTURES (UNIT)	0
18 - REDEEMED DEBENTURES (UNIT)	0
19 – CONVERTED DEBENTURES (UNIT)	0
20 – DEBENTURES TO BE PLACED (UNIT)	0
21 - DATE OF THE LAST RENEGOTIATION	
22 - DATE OF NEXT EVENT	

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14.01 – CHARACTERISTICS OF PUBLIC OR PRIVATE DEBENTURE ISSUE

1- ITEM	02
2 – ISSUE ORDER NUMBER	1
3 – REGISTRATION NUMBER WITH CVM	
4 – DATE OF REGISTRATION WITH CVM	
5 - ISSUED SERIES	2
6 - TYPE	CONVERTIBLE
7 - NATURE	PRIVATE
8 – ISSUE DATE	08/19/2008
9 - DUE DATE	08/19/2019
10 - TYPE OF DEBENTURE	FLUCTUATING
11 – REMUNERATION CONDITIONS PREVAILING	TJLP+15%p.a
12 - PREMIUM/DISCOUNT	
13 - NOMINAL VALUE (Reais)	1.09
14- ISSUED AMOUNT (Reais)	100,645
15- NUMBER OF DEBENTURES ISSUED (UNIT)	100,000
16 - OUTSTANDING DEBENTURES (UNIT)	100,000
17 - TREASURY DEBENTURES (UNIT)	0
18 - REDEEMED DEBENTURES (UNIT)	0
19 – CONVERTED DEBENTURES (UNIT)	0
20 – DEBENTURES TO BE PLACED (UNIT)	0
21 - DATE OF THE LAST RENEGOTIATION	
22 - DATE OF NEXT EVENT	

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20.01 – OTHER INFORMATION DEEMED AS RELEVANT BY THE COMPANY

In compliance with the Rules of Corporate Governance Differentiated Practices, we present below the ownership structure disclosing any shareholder or investor holding more than 5% of the voting capital, directly or indirectly, to the level of individual, on September 30, 2009.

Shareholding - Totvs S/A

Shareholder	Common Shares			
	9.30.09		9.30.08	
	Number		Number	
LC EH Participações e Empreendimentos S/A	5,352,198	17.18%	5,352,198	17.18%
BNDES Participações S/A	2,032,214	6.52%	2,032,214	6.52%
Dynamo Administração de Recursos Ltda. (****)	1,963,894	6.30%	1,469,835	4.72%
Genesis Asset Managers, LLP (*)	1,590,504	5.11%	1,435,098	4.61%
Miguel Abuhab	1,189,279	3.82%	1,189,279	3.82%
Laércio José de Lucena Cosentino	691,036	2.22%	658,436	2.11%
Ernesto Mário Haberkorn	587,362	1.89%	587,362	1.89%
Fidelity Management & Research Company (*)	505,899	1.62%	1,983,657	6.37%
Yafo Fundo de Investimento em Ações (**)	475,500	1.53%	475,500	1.53%
HG Senta Pua Fia (***)	8,700	0.03%	8,700	0.03%
Other	16,755,816	53.79%	15,960,123	51.23%
Total	31,152,402	100.00%	31,152,402	100.00%

(*) Foreign investor

(**) Miguel Abuhab holds all the quotas of Yafo Fundo de Investimento em Ações

(***) Ernesto Mário Haberkorn and Laércio José de Lucena Cosentino hold interest in HG Senta Pua Fia

(****) Dynamo Administração de Recursos Ltda. jointly with Dynamo Internacional Gestão de Recursos Ltda. manage investment funds that individually do not exceed 5% of the Company's stock. The aforementioned number of shares reflects the sum of these funds.

Ownership Structure - LC EH Participações e Empreendimentos S/A

Shareholder	Common		Preferred		Total	
	Number of shares	%	Number of shares	%	Number of shares	%
Laércio José de Lucena Cosentino	273,058	60.18%	0	0.00%	273,058	50.00%
Ernesto Mário Haberkorn	180,706	39.82%	92,351	100.00%	273,057	50.00%
Total	453,764	100.00%	92,351	100.00%	546,115	100.00%

Quotaholder	Quotas	
	Number	%
Miguel Abuhab	475,500	100.00%
Total	475,500	100.00%

Ownership Structure - Yafo Fundo de Investimento em Ações

Shareholder	Quotas	
	no. of quotas	%
Miguel Abuhab	225,571	100.00%
Total	225,571	100.00%

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Ownership Structure- HG Senta Pua Fia

Shareholder	Quotas	
	No. of quotas	%
LC EH Participações e Empreendimentos S/A	2,996,352	67.00%
Laércio José de Lucena Cosentino	858,656	19.20%
Ernesto Mário Haberkorn	612,687	13.70%
Marcelo Eduardo Sant'Anna Cosentino	4,472	0.10%
Total	4,472,168	100.00%

In compliance with Rules of Corporate Governance Differentiated Practices, we present below the number and characteristics of the securities issued by the Company which are held, directly or indirectly, by the Controlling Shareholder, Officers and the number of outstanding shares, on September 30, 2009.

	Common Shares			
	9.30.09		9.30.08	
	Number	%	Number	ob ₂
Executive Officers	142,957	0.46%	216,923	0.70%
Board of Directors	1,881,659	6.04%	1,849,639	5.94%
Related parties (*)	5,836,398	18.73%	5,360,898	17.21%
Outstanding Shares	23,291,388	74.77%	23,724,942	76.16%
Total	31,152,402	100.00%	31,152,402	100.00%

(*) Related to the Board of Executive Officers or Board of Directors. LC EH Participações e Empreendimentos S/A was included as a related party due to the fact that it no longer qualifies as controlling shareholder, as it is a company controlled by the chairman of the Board of Directors.

In accordance with Article 54 of its Bylaws, the Company is bound to arbitrage at the Market Arbitration Panel.

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A free translation from Portuguese into English of Review Report of Independent Auditors on quarterly financial information prepared in Brazilian currency in accordance with the accounting practices adopted in Brazil

Review report of independent auditors

The Board of Directors and Executive Board

Totvs S.A.

São Paulo – SP

1. We have performed a special review of the accounting data included in the Quarterly Financial Information (ITR) of Totvs S.A. and subsidiaries (Parent Company and Consolidated) for the quarter ended September 30, 2009, including the balance sheet and the related statements of income, changes in shareholders' equity, cash flows, explanatory notes and report on Company's performance, prepared under management's responsibility.
2. Our review was conducted in accordance with specific standards determined by the Brazilian Institute of Independent Auditors (IBRACON), in conjunction with the Federal Board of Accountancy (CFC), which comprised principally: (a) inquiries of and discussions with management responsible for the Company's and subsidiaries accounting, financial and operating areas about the criteria adopted for preparation of the Quarterly Financial Information; and (b) review of the information and subsequent events which had, or could have, significant effects on the Company's and subsidiaries operations and financial position.
3. Based on our review, we are not aware of any material change that should be made to the accounting data included in the Quarterly Financial Information referred in paragraph 1 for it to be in comply with accounting practices adopted in Brazil and standards established by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of Quarterly Financial Information.
4. As mentioned in Note 2, as a result of the changes in accounting practices adopted in Brazil in 2008, the statements of income and cash flows for the quarter and nine-month period ended September 30 2008, presented for comparison purposes, were adjusted and are being restated as required by NPC 12 - Accounting Practices, Changes in Accounting Estimates and Correction of Errors, approved by CVM Deliberation No. 506.

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5. The accounting practices adopted in Brazil and standards issued by the Brazilian Securities and Exchange Commission (CVM), applicable to the preparation of the Quarterly Financial Information, differ, in certain significant aspects, from the international accounting standards. The information regarding the nature and the effect of such differences is presented in Note 15 to the Quarterly Financial Information.

São Paulo, October 21, 2009.

ERNST & YOUNG
Auditores Independentes S.S.

CRC 2SP015199/O-6

Luiz Carlos Marques
Accountant CRC 1SP147693/O-5

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01.01 – IDENTIFICATION

1 - CVM CODE 01999-2	2 - COMPANY NAME TOTVS S.A.	3 - CNPJ (Corporate Taxpayer's ID) 53.113.791/0001-22
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