

TRISUL S.A.

C.N.P.J./M.F. [Brazilian National Register of Legal Entities] n.º 08.811.643/0001-27
N.I.R.E. [Company Registration Number]: 35.300.341.627

Publicly Held Company

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON FEBRUARY 18TH, 2009**

DATE, TIME AND VENUE: On February 18th, 2009 at 2:30 p.m. at the Company's headquarters located at Avenida Paulista, no. 37, 15th floor, Bairro Paraíso, ZIP Code 01311-902 in the city and state of São Paulo.

CALL: The call was waived in view of the attendance of all members of the Board of Directors.

ATTENDANCE: All members of the Board of Directors.

OFFICERS OF THE MEETING: Chairman: Michel Esper Saad Junior; Secretary: Marco Antonio Cattini Mattar.

AGENDA: (i) assessment of the Administration reports of the Company; (ii) the appointment of the interim Director for the exercise of Investor Relations functions.

RESOLUTIONS: After analysis and discussion, the Board members unanimously decided:

- (i)** To ratify the Administration reports, subject to Article 17, X of the Bylaws of the Company, the reports referring to December 31st, 2008, which is properly archived in the Headquarters of the Company;
- (ii)** To approve without reservation, pursuant to Section 17, III and Section 22, paragraphs III and IV of the Bylaws of the Company, the appointment of Mr. Marco Antonio Cattini Mattar, COO and CFO of the Company, as the interim Investor Relations Director, assuming the functions of this position, during Mrs. Rebeca Ouro-Preto, Trisul's Investor Relations Director, maternity leave.

CLOSURE, DRAWING UP, APPROVAL AND SIGNING OF MINUTES: There being no further issues to address, these Minutes were drawn up, read, found to be in compliance and signed by all those present. Attendance: Michel Esper Saad Jr.; Jorge Cury Neto; José Roberto Cury; Marco Antonio Cattini Mattar; Ronaldo José Sayeg; and Raul Carlos Pereira Barreto.

This is a free translation of the minutes drawn up in the Company's Records.

São Paulo, February 18th, 2009.

Marco Antonio Cattini Mattar
Secretary